

**POWERGRID RAMPUR SAMBHAL TRANSMISSION  
LIMITED**

**Wholly Owned Subsidiary of Power Grid Corporation of India Limited  
(CIN: U40101DL2019GOI349484)**

**ANNUAL REPORT (2022-23)**

# POWERGRID RAMPUR SAMBHAL TRANSMISSION LIMITED

(Wholly Owned Subsidiary of Power Grid Corporation of India Limited)

CIN: U40101DL2019G0I349484

Regd. Office: B-9, Qutab Institutional Area, Katwaria Sarai, New Delhi-110016

Tel: 011-26560112

## DIRECTORS' REPORT

Dear Members,

On behalf of the Board of Directors, I present the Directors' Report of POWERGRID Rampur Sambhal Transmission Limited on the working of the Company together with Audited Financial Statements and Auditor's Report for the financial year commencing from 1<sup>st</sup> April, 2022 to 31<sup>st</sup> March, 2023.

### 1. State of the Company's Affairs

POWERGRID Rampur Sambhal Transmission Limited (PRSTL) was acquired by POWERGRID on 12<sup>th</sup> December, 2019 to establish transmission system for construction of 765/400/220kV GIS Substation at Rampur along with 2x500MVA 400/220KV ICT+ 2X1500MVA 765/400KV ICT Banks+ 1x330MVAR 765KV Bus Reactor Bank+ 1x240MVAR 765KV Line Reactor Bank and 400/220/132kV GIS Substation at Sambhal along with 2X500MVA 400/220KV ICT+ 1x125MVAR 400KV Bus Reactor+ 2x160MVA 220/132KV ICT with associated 400KV D/C Rampur-Sambhal Transmission Line. Transmission license from Uttar Pradesh Electricity Regulatory Commission (UPERC) has been granted vide its Order dated 18<sup>th</sup> September, 2020. The project has been commissioned on 31<sup>th</sup> March, 2023.

### 2. Financial Performance

Particulars	(Rs. in Lakh)	
	2022-23	2021-22
Revenue from Operations	2,098.75	-
Other Income	10.43	0.37
<b>Total Income</b>	<b>2,109.18</b>	<b>0.37</b>
<b>Expenses</b>	<b>1,201.99</b>	<b>(1.41)</b>
Profit (Loss) before Tax	907.19	(1.04)
<b>Profit (Loss) after Tax</b>	<b>678.87</b>	<b>(5.68)</b>
Earnings Per Equity Share (Par Value ₹ 10 each)	0.54	(0.01)

### 3. Transfer to Reserves

Your Company has transferred Rs. 93.15 Lakh to Self-Insurance Reserve during the financial year 2022-23.

**4. Dividend**

Your Directors have not recommended any dividend on the equity shares for the financial year 2022-23.

**5. Share Capital**

The Authorised and Paid-up Share Capital of the Company as on 31<sup>st</sup> March, 2023 was ₹166,00,00,000 and ₹142,10,00,000 respectively.

**Change in Share Capital during the year**

<b>Particulars</b>	<b>No. of Shares</b>	<b>Amount (Rs.)</b>
Paid-up Share Capital as on 31 <sup>st</sup> March, 2022 (Equity Shares of par value Rs. 10/- each)	<b>10,90,00,000</b>	<b>109,00,00,000</b>
Issued and subscribed during the year	3,31,00,000	33,10,00,000
<b>Paid-up Share Capital as on 31<sup>st</sup> March, 2023</b> (Equity Shares of par value Rs. 10/- each)	<b>14,21,00,000</b>	<b>142,10,00,000</b>

**6. Deposits**

Your Company has not accepted any deposit during the financial year 2022-23.

**7. Particulars of Loans, Guarantees or Investments made under section 186 of the Companies Act, 2013**

Your Company has not given any loans, provided any guarantee or security to any other entity.

**8. Particulars of contracts or arrangements with related parties**

Particulars of contracts or arrangements with related parties under Section 188 of the Companies Act, 2013, in the prescribed form AOC-2, is enclosed at **Annexure - I** to the Directors' Report.

**9. Material Changes and Commitments**

There have been no material changes and commitments affecting the financial position of the Company, which have occurred between the end of the financial year and date of this report.

**10. Subsidiaries, Joint Ventures and Associate Companies**

Your Company does not have any subsidiaries, joint ventures and associate companies.

**11. Directors' Responsibility Statement**

As required under Section 134(3)(c) & 134(5) of the Companies Act, 2013 your Directors confirm that:

- a. in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

- b. the directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the directors had prepared the Annual Accounts on a going concern basis;
- e. the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- f. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **12. Board of Directors and Key Managerial Personnel**

As on 31<sup>st</sup> March, 2023, the Board comprised of 4 Directors viz. Shri Sunil Agarwal, Shri R. Nagpal, Shri D.K. Biswal and Smt. Seema Gupta.

During the financial year 2022-23, the following changes took place in the composition of the Board of Directors of the Company:

- a. Shri Ramamurthy Rajagopalan ceased to be Director w.e.f. 30<sup>th</sup> April 2022.
- b. Shri Deepti Kanta Biswal and Smt. Seema Gupta have been appointed as Additional Directors w.e.f. 8<sup>th</sup> June 2022.
- c. Shri P.V. Nath ceased to be Director w.e.f. 30<sup>th</sup> November 2022.
- d. Shri Sunil Agarwal ceased to be Director & Part Time Chairman w.e.f. 31<sup>st</sup> March, 2023.

The following changes took place during the current financial year 2023-24 till the date this Report

- a. Shri R. Nagpal ceased to be Director w.e.f. 30<sup>th</sup> April, 2023
- b. Shri Mukesh Khanna has been appointed as Additional Director & Part-time Chairman w.e.f. 5<sup>th</sup> April, 2023
- c. Shri Naveen Shrivastava has been appointed as Additional Director w.e.f. 11<sup>th</sup> May, 2023.

The Board places on record its appreciation for the valuable contribution, guidance and support given by Shri Ramamurthy Rajagopalan, Shri P.V. Nath, Shri Sunil Agarwal, and Shri R. Nagpal during their tenure as Director of the Company.

Your Company has received a notice under section 160 of the Companies Act 2013 from a member of the Company for appointment Shri Mukesh Khanna (DIN:09195110) and Shri Naveen Shrivastava (DIN:10158134), as Directors of the Company.

In accordance with the provisions of Section 152 and all other applicable provisions of the Companies Act 2013 and Articles of Association of the Company, Shri D.K. Biswal (DIN:0962039) shall retire by rotation at the AGM of your Company and being eligible, offers himself for re-appointment.

None of the Directors is disqualified from being appointed/re-appointed as a Director.

Pursuant to provisions of Section 203 of Companies Act, 2013 read with Rules made thereunder:

- a. Shri Abhay Singh has been appointed as Chief Financial Officer (CFO) & Key Managerial Personnel w.e.f. 1<sup>st</sup> December, 2022 in place of Shri Sanjay Jain who ceased to be Chief Financial Officer (CFO) & Key Managerial Personnel w.e.f. 30<sup>th</sup> November, 2022
- b. Shri Arup Samanta is Company Secretary & Key Managerial Personnel.

### **13. Number of Board meetings held during the Financial Year 2022-23**

During Financial Year 2022-23, 9 meetings of Board of Directors were held on (i) 10<sup>th</sup> May, 2022; (ii) 27<sup>th</sup> July, 2022; (iii) 25<sup>th</sup> August 2022; (iv) 22<sup>nd</sup> September 2022; (v) 19<sup>th</sup> October 2022; (vi) 29<sup>th</sup> November 2022; (vii) 25<sup>th</sup> January, 2023; (viii) 15<sup>th</sup> February 2023; and (ix) 30<sup>th</sup> March 2023. The details of number of meetings attended by each Director during financial year 2022-23 are as under:

<b>Name of Director</b>	<b>Designation</b>	<b>No. of Board Meetings entitled to attend</b>	<b>No. of Board Meetings attended</b>
Shri Sunil Agarwal (Ceased w.e.f. 31.03.2023)	Chairman (Part-time)	9	9
Shri R. Rajagopalan (Ceased w.e.f. 30.04.2022)	Director	0	0
Shri P.V. Nath (Ceased w.e.f. 30.11.2022)	Director	6	6
Shri R. Nagpal	Director	9	5
Shri D.K. Biswal (Appointed w.e.f. 08.06.2022)	Director	8	7
Smt. Seema Gupta (Appointed w.e.f. 08.06.2022)	Director	8	8

### **14. Committees of the Board**

#### **Audit Committee and Nomination & Remuneration Committee**

The provisions of Section 177 and Section 178 of the Companies Act, 2013 read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 are not applicable to the Company.

**15. Board Evaluation**

As per notification dated 5<sup>th</sup> June, 2015 issued by the Ministry of Corporate Affairs, the provision related to evaluation of performance of Board, its committees and individual directors under section 178(2) of the Companies Act, 2013 is exempt for Government Companies.

**16. Declaration by Independent Directors**

As per provisions of Rule 4 of Companies (Appointment and Qualification of Directors) Rules, 2014, your Company being a wholly owned subsidiary of POWERGRID is exempted from appointment of Independent Directors.

**17. Corporate Social Responsibility (CSR)**

The provisions of Section 135 of the Companies Act, 2013 read with Rules made thereunder were not applicable to the Company during financial year 2022-23.

**18. Compliance with Secretarial Standards**

Your Company has complied with the applicable Secretarial Standards during the financial year 2022-23.

**19. Secretarial Audit Report**

M/s Navneet K Arora & Co. LLP, Company Secretaries, has conducted Secretarial Audit of the Company for the financial year ended 31<sup>st</sup> March 2023. The Secretarial Audit report is placed at **Annexure – II** to this report. The Secretarial Auditor has given an unqualified report. The report is self-explanatory and does not require any further comments by the Board.

**20. Maintenance of Cost Records of the Company**

Maintenance of cost records as specified by the Central Government under Section 148(1) of Companies Act, 2013 is not applicable your Company during the financial year 2022-23.

**21. Internal Financial Control Systems and their adequacy**

Your Company has in all material respects, an adequate Internal Financial Controls System over Financial Reporting and such Internal Financial Controls over Financial Reporting were operating effectively during financial year 22-2023.

**22. Statutory Audit**

M/s K.K. Nigam & Co., Chartered Accountants, was appointed by Comptroller and Auditor General of India as Statutory Auditors of the Company for the financial year 2022-23.

The Statutory Auditors have given an unqualified report on the Financial Statements for the financial year ended 31<sup>st</sup> March, 2023. The report is self-explanatory and does not require any further comments by the Board.

**23. Comments of Comptroller and Auditor General of India**

Comptroller and Auditor General of India (C&AG) has conducted supplementary audit under Section 143(6) of the Companies Act, 2013 of Financial Statements for the financial year ended 31<sup>st</sup> March, 2023. Copy of C&AG letter dated 6<sup>th</sup> July, 2023 is placed at **Annexure-III** to this report.

**24. Details in respect of frauds reported by auditors other than those which are reportable to the Central Government.**

The Statutory Auditors of the Company have not reported any frauds to the Board of Directors under section 143(12) of the Companies Act, 2013.

**25. Development & Implementation of Risk Management Policy**

Your company being a wholly owned subsidiary of POWERGRID is covered under the Risk Management Framework of POWERGRID.

**26. Annual Return of the Company**

The Annual Return in Form MGT-7 as required under Section 92(3) of the Companies Act, 2013 can be accessed in the Subsidiaries section under the Investor Relations Tab on the POWERGRID's (Holding Company) website i.e. [www.powergrid.in](http://www.powergrid.in)

**27. Particulars of Employees**

As per Notification dated 5<sup>th</sup> June, 2015 issued by the Ministry of Corporate Affairs, the provisions of Section 197 of the Companies Act, 2013 and corresponding rules are exempted for Government Companies.

**28. Details of significant & material Orders passed by the regulators, courts, tribunals impacting the going concern status and company's operation in future**

No significant / material orders have been passed by any authority during the financial year 2022-23 impacting the going concern status and Company's operation in future.

**29. Conservation of Energy, Technology absorption, Foreign Exchange Earnings and Out go**

There is no Conservation of Energy, Technology absorption and Foreign Exchange Earnings and out go under section 134(3) of the Companies Act, 2013 for financial year 2022-23.

**30. Prevention of Sexual Harassment at workplace**

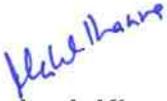
The holding company (POWERGRID) has Internal Complaints Committee (ICC) in place to redress complaints regarding Sexual Harassment.

**31. Acknowledgement**

The Board extends its sincere thanks to the Ministry of Power, the Central Electricity Regulatory Commission, POWERGRID, the Comptroller & Auditor General of India, and the Auditors of the Company.

For and on behalf of  
**POWERGRID Rampur Sambhal Transmission Limited**

**Date: 24<sup>th</sup> July,2023**  
**Place: Gurgaon**

  
**(Mukesh Khanna)**  
**Chairman**  
**DIN:09195110**

**POWERGRID RAMPUR SAMBHAL TRANSMISSION LIMITED****FORM No. AOC -2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

## 1. Details of contracts, arrangements or transactions not at Arm's length basis.

S. No.	Particulars	Details
a	Name (s) of the related party & nature of relationship	-
b	Nature of contracts/arrangements/transaction	-
c	Duration of the contracts/arrangements/transaction	-
d	Salient terms of the or arrangements or transaction including the value, if any	-
e	Justification for entering into such contracts or arrangements or transactions'	-
f	Date of approval by the Board	-
g	Amount paid as advances, if any	-
h	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	-

## 2. Details of contracts, arrangements or transactions at Arm's length basis.

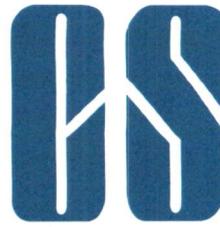
S. No.	Particulars	Details
a	Name (s) of the related party & nature of relationship	Power Grid Corporation of India Limited (POWERGRID) [holding company w.e.f. 12.12.2019]
b	Nature of contracts/arrangements/ transaction	Inter Corporate Loan and avail Consultancy services
c	Duration of the contracts/arrangements/transaction	As mutually Agreed
d	Salient terms of the contracts or arrangements or transaction including the value, if any.	₹691.00 Crore
e	Date of approval by the Board	24.02.2020

f	Amount paid as advances, if any	-
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For and on behalf of  
**POWERGRID Rampur Sambhal Transmission Limited**

**Date: 24<sup>th</sup> July, 2023**  
**Place: Gurgaon**

*Mukesh Khanna*  
**(Mukesh Khanna)**  
**Chairman**  
**DIN:09195110**



## Secretarial Audit Report

[For the Financial Year ended on 31<sup>st</sup> March, 2023]

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

To,  
The Members,  
**POWERGRID Rampur Sambhal Transmission Limited**  
Regd. Office: B-9, Qutab Institutional Area,  
Katwaria Sarai, New Delhi, South Delhi-110016 IN

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and adherence to good corporate practices by the **POWERGRID Rampur Sambhal Transmission Limited (CIN:U40101DL2019GOI349484)** (hereinafter called the Company). It is wholly owned subsidiary company of **Power Grid Corporation of India Limited** (a Government of India Enterprise). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **31<sup>st</sup> March 2023** complied with the statutory provisions listed hereunder and also that the Company has proper Board- Processes and Compliance-Mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the period ended on **31<sup>st</sup> March 2023** according to the provisions of:

- (i) The Companies Act, 2013 (**the Act**) and the Rules made there under;
- (ii) The Securities Contracts (Regulation) Act 1956 ('SCRA') and the rules made there under; **-not applicable as the securities issued by Company were not listed during the period under review;**
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under; **- not applicable as the securities issued by Company are not dematerialized and were not listed during the period under review;**





- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings -**Not applicable as the Company has not made any such transaction during the financial year under review;**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') **were not applicable to the company as the securities of the Company was not listed during the relevant audit period:**
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; -
  - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
  - The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
  - The Securities and Exchange Board of India (Registrars to an Issue and Shares Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **The Company was not involved in the activities relating to Registrar to issue and also not acting as Share Transfer Agent hence the regulations were not applicable to the Company during the audit period;**
- (vi) As confirmed and certified by the management, following law is specifically applicable to the Company based on the Sectors /Businesses viz.:

**The Electricity Act, 2003 and Rules and Regulations made there under.**

Being Electricity Transmission Company, the Electricity Act, 2003 is specifically applicable to the Company in respect of which, we have only verified the license and terms thereof issued by The Uttar Pradesh Electricity Regulatory Commission Lucknow dated 18<sup>th</sup> September, 2020, which is valid for a period of 25 years. Further, we have relied upon their presentation made by the Management with respect to compliance of the terms of the Electricity Transmission License.



We have also examined compliance with the applicable clauses of the Secretarial Standards issued by the Institute of Company Secretaries of India.

We have not examined the applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory financial audit and other designated professionals.

We report that during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

We further report that:

- a) The Board of Directors is duly constituted with proper balance of Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- b) The Company is a wholly owned subsidiary of Power Grid Corporation of India Limited (a Government of India Enterprise). Hence the Company is exempted from applicability of Section 177 and section 178 of the Companies Act, 2013 read with Rule 4(1) and 4(2) of the Companies (Appointment and Qualification of Directors) Amendment Rules, 2017 dated 5<sup>th</sup> July, 2017 and 13<sup>th</sup> July, 2017. Being Government Company, provisions of Section 203 of the Companies Act, 2013 shall not apply with respect to appointment of Managing Director, Chief Executive officer or Manager and in their absence a whole time Director of the Company vide Ministry of Corporate Affairs Notification dated 5<sup>th</sup> June, 2015.

We further report that according to the information and explanation given to us, there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the period under review:

- 1) The company had adopted its statement of accounts for the financial year ended **31<sup>st</sup> March 2022** in its 3<sup>rd</sup> Annual General Meeting held on **22<sup>nd</sup> August 2022**.
- 2) **Shri Ramamurthy Rajagopalan (DIN: 08550853)** resigned as Director of the Company w.e.f. **30<sup>th</sup> April 2022**.
- 3) **Shri Deepti Kanta Biswal (DIN: 09632039)** and **Smt. Seema Gupta (DIN:08742599)** were appointed as the additional director w.e.f. **08<sup>th</sup> June 2022**
- 4) **Shri Vallishnath Pentapati (DIN: 09052078)** was re-appointed as Director of the Company liable to retire by rotation w.e.f. **22<sup>nd</sup> August 2022** and ceased to be Director of the Company w.e.f. **30<sup>th</sup> November 2022**.





- 5) **Shri R. Nagpal (DIN: 09368216), Shri D. K. Biswal (DIN: 09632039) and Smt. Seema Gupta (DIN: 08742599)** initially appointed as additional directors were further appointed as the Director of the Company liable to retire by rotation w.e.f. **22<sup>nd</sup> August 2022.**
- 6) **Shri Sunil Agrawal (DIN: 09048015)** ceased to be Director of the Company w.e.f. **31<sup>st</sup> March 2023**
- 7) **Shri Sanjay Jain** ceased to be Chief Financial Officer and Key Managerial Personnel of the Company w.e.f. **30<sup>th</sup> November 2022.**
- 8) **Shri Abhay Singh** appointed as Chief Financial Officer and Key Managerial Personnel of the Company w.e.f. **1<sup>st</sup> December 2022.**
- 9) The company has allotted **2,00,00,000** and **1,31,00,000** Equity shares of Rs.10/- each on rights basis to Power Grid Corporation of India Limited (Holding Company) on **25<sup>th</sup> August 2022** and **29<sup>th</sup> November 2022** respectively.
- 10) Comptroller and Auditor General of India (C&AG) vide letter No. CA. V/COY/CENTRAL GOVERNMENT, RSTL (1)/514 dated **30<sup>th</sup> August 2022**, has appointed **M/s K.K. Nigam & Co., Chartered Accountants, as Statutory Auditors** of the Company for F.Y. 2022-23 which was taken on record by the Board of Directors in its Board Meeting held on **22<sup>nd</sup> September 2022.**
- 11) Adequate notice is given to all Directors to schedule the Board Meetings at least seven days in advance and agenda and detailed notes on agenda were also sent in advance to all the Directors subsequently, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. In case of shorter notice, the Company has complied with the applicable provisions of Section 173 of the Companies Act 2013 read with clause 1.3.7 of the Secretarial Standard -1 of ICSI.
- 12) Decisions were carried unanimously during the period under review.

**We further report that** based on the information received and records maintained there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with other applicable laws, rules, regulations and guidelines.





**We further report that** during the audit period, there were no instances of:

- a) Public / Preferential Issue of Shares/ Sweat Equity except stated as above.
- b) Buy-back of Securities.
- c) Merger / Amalgamation / Reconstruction etc. and
- d) Foreign Technical Collaborations.

*For Navneet K Arora & Co LLP*  
*Company Secretaries*

*CS Navneet Arora*  
*Managing Partner*

**CS: 3214, COP: 3005**

**[ICSI Firm Unique Identification Code: P2009DE061500]**

**UDIN : F003214E000641038**

**Place: New Delhi**

**Date: 19<sup>th</sup> July 2023**



[Note: This report is to be read with our letter of even date which is annexed as “Annexure-A” and forms an integral part of this report].



To,  
The Members,  
**POWERGRID Rampur Sambhal Transmission Limited**  
Regd. Office: B-9, Qutab Institutional Area,  
Katwaria Sarai, New Delhi, South Delhi-110016 IN

Our report of even date is to be read along with this letter as under:

- 1) Maintenance of secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records on our audit.
- 2) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- 3) We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
- 4) Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
- 5) The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of Management. Our examination was limited to the verification of procedures on test basis.
- 6) The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the company.

For Navneet K Arora & Co LLP  
Company Secretaries



CS Navneet Arora  
Managing Partner

FCS: 3214, COP: 3005

[ICSI Firm Unique Identification Code: P2009DE061500]

UDIN : F003214E000641038

Place: New Delhi

Date: 19<sup>th</sup> July 2023

**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA  
UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL  
STATEMENTS OF POWERGRID RAMPUR SAMBHAL TRANSMISSION LIMITED  
FOR THE YEAR ENDED 31 MARCH 2023**

The preparation of financial statements of POWERGRID Rampur Sambhal Transmission Limited for the year ended 31 March 2023 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the Company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139(5) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Revised Audit Report dated 21 June 2023 which supersedes their earlier Audit Report dated 11 May 2023.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of POWERGRID Rampur Sambhal Transmission Limited for the year ended 31 March 2023 under Section 143(6)(a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the statutory auditor and is limited primarily to inquiries of the statutory auditor and company personnel and a selective examination of some of the accounting records.

In view of the revision(s) made in the statutory auditor's report, to give effect to some of my observations raised during supplementary audit, I have no further comments to offer upon or supplement to statutory auditor's report under section 143 (6) (b) of the Act.

For and on behalf of the  
Comptroller & Auditor General of India



**(Sanjay K. Jha)**  
**Director General of Audit (Energy)**  
**New Delhi**

**Place: New Delhi**  
**Dated: 6/7/23**



## REVISED INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF POWERGRID RAMPUR SAMBHAL TRANSMISSION LIMITED,

After issuing Independent Auditor's Report dated 11.05.2023 of M/S POWERGRID RAMPUR SAMBHAL TRANSMISSION LIMITED (CIN: U40101DL2019GOI349484), it was observed that there are certain typographical errors which are identified at the time of C&AG Supplementary Audit. In this regard, after taking the care of said errors, we further submit herewith our Revised Independent Auditor's Report signed in current date.

### **Revised Report on the Audit of the Standalone Financial Statements**

#### **Opinion**

We have audited the accompanying Standalone Financial Statements of POWERGRID RAMPUR SAMBHAL TRANSMISSION LIMITED ("the Company"), which comprise the Balance Sheet as at 31 March 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the Standalone financial statements including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone 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 accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2023, the profit & total comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit of the Standalone financial statements in accordance with the Standards on Auditing (SAs) 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 Standalone 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 independence requirements that are relevant to our audit of the Standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone financial statements.

## **Key Audit Matters**

We have determined that there are no key audit matters to communicate in our report.

## **Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone 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 and other accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safe guarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

## **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to

design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone financial statements, including the disclosures, and whether the Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so

far as it appears from our examination of those books;

- (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agree with the relevant books of account;
- (d) In our opinion, the aforesaid Standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with the relevant rules issued thereunder;
- (e) In view of exemption given vide notification no. G.S.R. 463(E) dated June 5, 2015, issued by the Ministry of Corporate Affairs, provisions of Section 164(2) of the Act regarding disqualification of Directors, are not applicable to the Company;
- (f) ) With respect to the adequacy of the internal financial controls over financial reporting with reference to Standalone financial statements of the company and the operating effectiveness of such controls, refer to our separate report in **Annexure '1'**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Standalone financial statements.
- (g) Pursuant to Notification No. GSR 463(E) dated 5th June 2015 issued by the Ministry of Corporate Affairs, Government of India, provisions of Section 197 of the Companies Act, 2013, are not applicable to the Company, being a Government Company; 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 does not have any pending litigations which would impact its Financial Position;
  - ii) The Company did not have any Long-Term Contracts including Derivative Contracts for which there were any material foreseeable losses.
  - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv) a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("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 ("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, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;

- c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement
  - v) The company had not declared or paid dividend during the year.
  - vi) The company has used such accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.
2. In terms of section 143(5) of the Companies Act, 2013, we give in **Annexure '2'**, our report on the directions issued by the Comptroller and Auditor General of India.
  3. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in **Annexure '3'** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For K K Nigam & Co.  
Chartered Accountants  
ICAI FRN : 004547C

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(CA. K. K. Nigam)  
Partner  
M. No. 015067

Place : Lucknow  
Date : 21.06.2023  
UDIN : 23015067BHABTC3783



**ANNEXURE - '1'**

As referred to in our Independent Auditors' Report to the members of the M/s **POWERGRID RAMPUR SAMBHAL TRANSMISSION LIMITED** ("the Company"), on the Standalone Financial Statements for the year ended 31<sup>st</sup> March 2023

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the act")**

We have audited the Internal Financial Controls over Financial Reporting of the company as at 31<sup>st</sup> March 2023 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Board of Directors of the Company is responsible for establishing and maintaining Internal Financial Control based on "the Internal Control over Financial Reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI)". These responsibilities include the design, implementation and maintenance of adequate Internal Financial Controls that were operating effectively for ensuring the orderly and efficient conduct of its business, 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 Companies Act, 2013.

We note that the board of the company has approved to operate and manage the financial reporting process of the company through group company employees deputed by the parent company and that the company does not have any employee on its role. The Standalone financial statements and related information and reports produced for our audit are prepared and presented under the control of corporate financial reporting team

and the management of the company has confirmed that they comply with the internal financial control over financial reporting as adopted by the parent company.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Control over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of Internal Financial Controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- 1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

- 2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the company; and
- 3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone financial statements.

### **Limitations of Internal Financial Controls over Financial Reporting**

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate Internal Financial Controls System over Financial Reporting and such Internal Financial Controls over Financial Reporting were operating effectively as at 31st March 2023, based on "the Internal Financial Controls over Financial Reporting criteria established by the Company considering the essential components of Internal Control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India."

#### **For and on behalf of**

K K Nigam & Co.  
Chartered Accountants  
ICAI FRN : 004547C

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Partner

M. No. 015067

Place : Lucknow

Date : 21.06.2023

UDIN : 23015067BHABTC3783



**Annexure - '2' to Independent Auditor' Report**

As referred to in our Independent Auditors' Report to the Members of the **M/s POWERGRID RAMPUR SAMBHAL TRANSMISSION LIMITED** ('The Company'), on the Standalone Financial Statements for the Year Ended 31<sup>st</sup> March 2023, we Report that:

Sl. No.	Directions u/s 143(5) of the Companies Act, 2013	Auditor's reply on action taken on the directions	Impact on financial statement
1	Whether the company has system in place to process all the accounting transactions through IT system? If yes, then the implications of accounting transaction outside IT system on the integrity of accounts along with the financial implications, if any, may be stated.	All accounting transactions of the company are processed through the ERP (SAP System) that has been implemented by the Company. No accounting transaction is being recorded /processed otherwise than through the ERP system in place. Hence no further disclosure is required in this regard.	NIL
2	Whether there is any restructuring of any existing loan or cases of waiver/write off of debts/loans/interest etc. made by a lender to the company due to the company's inability to repay the loan ? if yes, the financial impact may be stated.	There are no cases of restructuring of existing loan or cases of waiver/write off of debts/loans/interest etc.	NIL

3	Whether funds received/receivable for specific schemes from Central/State agencies were properly accounted for/ utilized as per its term and conditions? List the cases of deviation.	No fund has been received from Central/State agencies.	NIL
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**For and on behalf of**

K K Nigam & Co.  
Chartered Accountants  
ICAI FRN : 004547C

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(CA. K. K. Nigam)  
Partner

M. No. 015067

Place : Lucknow

Date : 21.06.2023

UDIN : 23015067BHABTC3783

**K.K. NIGAM & CO.**  
CHARTERED ACCOUNTANTS



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Fairdeal House, 34, Lalbagh  
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Phone : 05222618851, 2610053  
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Email : kknigam.ca@gmail.com

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### Compliance Certificate

We have conducted the audit of annual accounts of M/s. **POWERGRID RAMPUR SAMBHAL TRANSMISSION LIMITED** Of the year ended 31<sup>st</sup> March 2023 in accordance with the directions/sub-direction issued by the C&AG of India u/s 143(5) of the Companies Act, 2013 and certify that we have complied with all the Directions/Sub-directions issued to us.

**For and on behalf of**  
K K Nigam & Co.  
Chartered Accountants  
ICAI FRN : 004547C

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(CA. K. K. Nigam)  
Partner  
M. No. 015067  
Place : Lucknow  
Date : 21.06.2023  
UDIN : 23015067BHABTC3783



**Annexure '3' to the Independent Auditors' Report**

As referred to in our Independent Auditors' Report of even date to the members of the **POWERGRID RAMPUR SAMBHAL TRANSMISSION LIMITED**, on the Ind AS Standalone financial statements for the year ended 31st March 2023, we report that:

- (i) a) (A) The Company has generally maintained records, showing full particulars including quantitative details and situation of Property, Plant & Equipment.
- (B) The Company has generally maintained records, showing full particulars of intangible assets.
- b) The Property, Plant & Equipment have been physically verified by the management during the year. In our opinion, frequency of verification is reasonable having regard to the nature of its business. No material discrepancies were noticed on such verification.
- c) In our opinion and according to information and explanations given to us and on the basis of an examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- d) In our opinion and according to the information and explanations given to us, the company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- e) In our opinion and according to the information and explanations given to us, no proceedings have been initiated or are pending against the company for holding any Benami property under the "Benami Transactions (Prohibition) Act, 1988 and Rules made thereunder.
- (ii) (a) The inventories have been physically verified by the management during the year. In our opinion, frequency of verification, coverage & procedure adopted by the company for verification is reasonable having regard nature of its business. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such verification.
- (b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets.
- (iii) (a) According to the information and explanations given to us, the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the

nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, paragraph 3(iii) is not applicable to the company. We further report that bank guarantees given as a part of contractual obligations of the company towards its normal course of business are not considered as guarantees given in the nature of loans for the purpose of reporting under this clause.

- (iv) In our opinion and according to information and explanation given to us, the company has complied with the provisions of section 185 and 186 of the Act in respect of loans, investments, guarantees and security.
- (v) In our opinion and according to the information and explanations given to us, the company has not accepted any deposit from the public & no amounts has been deemed to be deposits in accordance with the provisions of the sections 73 to 76 or any other relevant provisions of the Act, and the rules framed thereunder. Accordingly, paragraph 3(v) of the Order is not applicable to the company.
- (vi) We have broadly reviewed the cost records maintained by the company specified by the Central Government under subsection (1) of section 148 of the Companies Act, 2013, and we are of the opinion that prima facie the prescribed records have been made and maintained. However, we have not made detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) a) According to the information and explanations given to us, the Company is generally regular in depositing undisputed statutory dues with appropriate authorities including Income Tax, Goods and Services Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess and other statutory dues applicable to the Company and that there are no undisputed statutory dues outstanding as at 31 March 2023 for a period of more than six months from the date they became payable. We note that the company being a subsidiary of the Powergrid group and is not having any employee on its role, the provisions of the provident fund and the provisions of the Employees State Insurance Act are not applicable to the Company.  
  
b) According to information and explanations given to us, there are no statutory dues referred to in sub- clause (a) have not been deposited on account of dispute.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not recorded in the books of account any transaction which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) In our opinion, based on our examination of the records and according to the information and explanations given to us,
  - (a) the Company has not defaulted during the year in repayment of loans & payment of Interest to its financial institutions, bankers and dues to the Bond holders.
  - (b) the company has not been declared willful defaulter by any bank/financial institution/other lender.
  - (c) term loans (received only from the parent company) have been applied for the purpose for which the loans were obtained.
  - (d) funds raised on short term basis (received only from the parent company) have not been utilized for long term purpose.

- (e) The Company do not have any Subsidiaries, Joint ventures or Associates. Accordingly, paragraph 3(ix)(e) and 3(ix)(f) are not applicable to the company.
- (x) (a) The company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year.  
  
(b) In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
- (xi) (a) According to the information and explanations given to us and as represented by the management, we have been informed that no case of fraud has been committed on or by the company during the year.  
  
(b) As no fraud has been noticed during the year as mentioned at xi(a) above, report under sub-Section (12) of Section 143 of the Companies Act in the Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 is not applicable.  
  
(c) According to the information and explanations given to us, no whistle-blower complaints has been received during the year by the Company.
- (xii) The company is not a Nidhi Company as prescribed under section 406 of the Act. Accordingly, clause 3(xii)(a), 3(xii)(b) & 3(xii)(c) of the Order is not applicable to the company.
- (xiii) According to the information and explanations given to us and as represented by the management, all transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and the details have been disclosed in the Ind AS Standalone financial statements as required by the applicable Indian Accounting Standards.
- (xiv) (a) According to the information and explanations given to us and based on our examination of the records of the company, the company has an internal audit system commensurate with the nature of its business.  
  
(b) The reports of the Internal Auditors for the period under audit were considered by us as statutory auditors.
- (xv) According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) is not applicable to the company.
- (xvi) According to the information and explanations given to us, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, paragraphs 3(xvi) are not applicable to the company.
- (xvii) According to the information and explanations given to us and based on our examination of the records of the company, the company has not incurred any cash losses in the current Financial Year and in the immediately preceding Financial Year.
- (xviii) There has not been any resignation of the statutory auditors during the year.

- (xix) 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 Standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the records of the company, in our opinion, no material uncertainty exists as on the date of the audit report and the company is 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.
- xx) According to the information and explanations given to us and based on our examination of the records, the Company has spent the amount required as per section 135(5) of the Companies Act during the financial year. Accordingly, paragraph 3(xx)(a) & 3(xx)(b) are not applicable to the company.
- xxi) The Company do not have any Subsidiaries, Joint ventures or Associates. Accordingly, paragraph 3(xxi) is not applicable to the company.

**For and on behalf of**

K K Nigam & Co.  
Chartered Accountants  
ICAI FRN : 004547C

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Partner  
M. No. 015067  
Place : Lucknow  
Date : 21.06.2023  
UDIN : 23015067BHABTC3783



## INDEPENDENT AUDITOR'S REPORT

To  
The Board of Directors,  
POWERGRID RAMPUR SAMBHAL TRANSMISSION LIMITED,  
B-9, Qutab Institutional Area, Katwaria Sarai,  
New Delhi – 110016

### **Report on the Audit of the Financial Statements Opinion**

We have audited the accompanying Financial Statements of POWERGRID RAMPUR SAMBHAL TRANSMISSION LIMITED (“the Company”), which comprise the Balance Sheet as at 31 March 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to the financial statements including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2023, the profit & total comprehensive income, changes in equity and its cash flows for the year ended on that date.

### **Basis for Opinion**

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) 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 independence requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

### **Key Audit Matters**

We have determined that there are no key audit matters to communicate in our report.

### **Management’s Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements 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.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

#### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of

accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

### **Report on Other Legal and Regulatory Requirements**

1. As required by Section 143(3) of the Act, based on our audit we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agree with the relevant books of account;
  - (d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with the relevant rules issued thereunder;

- (e) In view of exemption given vide notification no. G.S.R. 463(E) dated June 5, 2015, issued by the Ministry of Corporate Affairs, provisions of Section 164(2) of the Act regarding disqualification of Directors, are not applicable to the Company;
- (f) ) With respect to the adequacy of the internal financial controls over financial reporting with reference to financial statements of the company and the operating effectiveness of such controls, refer to our separate report in **Annexure '1'**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.
- (g) Pursuant to Notification No. GSR 463(E) dated 5th June 2015 issued by the Ministry of Corporate Affairs, Government of India, provisions of Section 197 of the Companies Act, 2013, are not applicable to the Company, being a Government Company; 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 does not have any pending litigations which would impact its Financial Position;
  - ii) The Company did not have any Long-Term Contracts including Derivative Contracts for which there were any material foreseeable losses.
  - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv) a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("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 ("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, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("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;
- c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement
- v) Dividend declared or paid during the year by the company is in accordance with section 123 of the Companies Act, 2013, as applicable.

- vi) The company has used such accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all transactions recorded in the software and the audit trail feature has not been tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.
2. In terms of section 143(5) of the Companies Act, 2013, we give in **Annexure '2'**, our report on the directions issued by the Comptroller and Auditor General of India.
3. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in **Annexure '3'** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

For K K Nigam & Co.  
Chartered Accountants  
ICAI FRN : 004547C

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**NIGAM**

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(CA. K. K. Nigam)  
Partner  
M. No. 015067

Place : Lucknow  
Date : 11.05.2023  
UDIN : 23015067BHABSX1809



**ANNEXURE - '1'**

As referred to in our Independent Auditors' Report to the members of the M/s **POWERGRID RAMPUR SAMBHAL TRANSMISSION LIMITED** ("the Company"), on the Financial Statements for the year ended 31<sup>st</sup> March 2023

**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the act")**

We have audited the Internal Financial Controls over Financial Reporting of the company as at 31<sup>st</sup> March 2023 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

The Board of Directors of the Company is responsible for establishing and maintaining Internal Financial Control based on "the Internal Control over Financial Reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI)". These responsibilities include the design, implementation and maintenance of adequate Internal Financial Controls that were operating effectively for ensuring the orderly and efficient conduct of its business, 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 Companies Act, 2013.

We note that the board of the company has approved to operate and manage the financial reporting process of the company through group company employees deputed by the parent company and that the company does not have any employee on its role. The financial statements and related information and reports produced for our audit are prepared and presented under the control of corporate financial reporting team and the

management of the company has confirmed that they comply with the internal financial control over financial reporting as adopted by the parent company.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Control over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of Internal Financial Controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- 1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- 2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting

- principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the company; and
- 3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Limitations of Internal Financial Controls over Financial Reporting**

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate Internal Financial Controls System over Financial Reporting and such Internal Financial Controls over Financial Reporting were operating effectively as at 31st March 2023, based on "the Internal Financial Controls over Financial Reporting criteria established by the Company considering the essential components of Internal Control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India."

**For and on behalf of**  
K K Nigam & Co.  
Chartered Accountants  
ICAI FRN : 004547C

**KRISHAN** Digitally signed  
by KRISHAN  
**KUMAR** KUMAR NIGAM  
Date: 2023.05.11  
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(CA. K. K. Nigam)  
Partner  
M. No. 015067  
Place : Lucknow  
Date : 11.05.2023  
UDIN : 23015067BHABSX1809



**Annexure - '2' to Independent Auditor' Report**

As referred to in our Independent Auditors' Report to the Members of the **M/s POWERGRID RAMPUR SAMBHAL TRANSMISSION LIMITED** ('The Company'), on the Financial Statements for the Year Ended 31<sup>st</sup> March 2023, we Report that:

Sl. No.	Directions u/s 143(5) of the Companies Act, 2013	Auditor's reply on action taken on the directions	Impact on financial statement
1	Whether the company has system in place to process all the accounting transactions through IT system? If yes, then the implications of accounting transaction outside IT system on the integrity of accounts along with the financial implications, if any, may be stated.	All accounting transactions of the company are processed through the ERP (SAP System) that has been implemented by the Company. No accounting transaction is being recorded /processed otherwise than through the ERP system in place. Hence no further disclosure is required in this regard.	NIL
2	Whether there is any restructuring of any existing loan or cases of waiver/write off of debts/loans/interest etc. made by a lender to the company due to the company's inability to repay the loan ? if yes, the financial impact may be stated.	There are no cases of restructuring of existing loan or cases of waiver/write off of debts/loans/interest etc.	NIL

3	Whether funds received/receivable for specific schemes from Central/State agencies were properly accounted for/ utilized as per its term and conditions? List the cases of deviation.	No fund has been received from Central/State agencies.	NIL
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**For and on behalf of**

K K Nigam & Co.  
Chartered Accountants  
ICAI FRN : 004547C

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(CA. K. K. Nigam)  
Partner  
M. No. 015067  
Place : Lucknow  
Date : 11.05.2023  
UDIN : 23015067BHABSX1809

**K.K. NIGAM & CO.**  
CHARTERED ACCOUNTANTS



Flat No. 5A, 2<sup>nd</sup> Floor  
Fairdeal House, 34, Lalbagh  
Lucknow-226001  
Phone : 05222618851, 2610053  
( M ) 8934882129  
Email : kknigam.ca@gmail.com

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### Compliance Certificate

We have conducted the audit of annual accounts of M/s. **POWERGRID RAMPUR SAMBHAL TRANSMISSION LIMITED** Of the year ended 31<sup>st</sup> March 2023 in accordance with the directions/sub-direction issued by the C&AG of India u/s 143(5) of the Companies Act, 2013 and certify that we have complied with all the Directions/Sub-directions issued to us.

**For and on behalf of**  
K K Nigam & Co.  
Chartered Accountants  
ICAI FRN : 004547C

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by KRISHAN  
**KUMAR** KUMAR NIGAM  
**NIGAM** Date: 2023.05.11  
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(CA. K. K. Nigam)  
Partner  
M. No. 015067  
Place : Lucknow  
Date : 11.05.2023  
UDIN : 23015067BHABSX1809



**Annexure '3' to the Independent Auditors' Report**

As referred to in our Independent Auditors' Report of even date to the members of the **POWERGRID RAMPUR SAMBHAL TRANSMISSION LIMITED**, on the Ind AS financial statements for the year ended 31st March 2023, we report that:

- (i) a) (A) The Company has generally maintained records, showing full particulars including quantitative details and situation of Property, Plant & Equipment.
- (B) The Company has generally maintained records, showing full particulars of intangible assets.
- b) The Property, Plant & Equipment have been physically verified by the management during the year. In our opinion, frequency of verification is reasonable having regard to the nature of its business. No material discrepancies were noticed on such verification.
- c) In our opinion and according to information and explanations given to us and on the basis of an examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- d) In our opinion and according to the information and explanations given to us, the company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- e) In our opinion and according to the information and explanations given to us, no proceedings have been initiated or are pending against the company for holding any Benami property under the "Benami Transactions (Prohibition) Act, 1988 and Rules made thereunder.
- (ii) (a) The inventories have been physically verified by the management during the year. In our opinion, frequency of verification, coverage & procedure adopted by the company for verification is reasonable having regard nature of its business. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such verification.
- (b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets.
- (iii) (a) According to the information and explanations given to us, the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the

nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, paragraph 3(iii) is not applicable to the company. We further report that bank guarantees given as a part of contractual obligations of the company towards its normal course of business are not considered as guarantees given in the nature of loans for the purpose of reporting under this clause.

- (iv) In our opinion and according to information and explanation given to us, the company has complied with the provisions of section 185 and 186 of the Act in respect of loans, investments, guarantees and security.
- (v) In our opinion and according to the information and explanations given to us, the company has not accepted any deposit from the public & no amounts has been deemed to be deposits in accordance with the provisions of the sections 73 to 76 or any other relevant provisions of the Act, and the rules framed thereunder. Accordingly, paragraph 3(v) of the Order is not applicable to the company.
- (vi) We have broadly reviewed the cost records maintained by the company specified by the Central Government under subsection (1) of section 148 of the Companies Act, 2013, and we are of the opinion that prima facie the prescribed records have been made and maintained. However, we have not made detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) a) According to the information and explanations given to us, the Company is generally regular in depositing undisputed statutory dues with appropriate authorities including Income Tax, Goods and Services Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess and other statutory dues applicable to the Company and that there are no undisputed statutory dues outstanding as at 31 March 2023 for a period of more than six months from the date they became payable. We note that the company being a subsidiary of the Powergrid group and is not having any employee on its role, the provisions of the provident fund and the provisions of the Employees State Insurance Act are not applicable to the Company.  
  
b) According to information and explanations given to us, there are no statutory dues referred to in sub- clause (a) have not been deposited on account of dispute.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not recorded in the books of account any transaction which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- (ix) In our opinion, based on our examination of the records and according to the information and explanations given to us,
  - (a) the Company has not defaulted during the year in repayment of loans & payment of Interest to its financial institutions, bankers and dues to the Bond holders.
  - (b) the company has not been declared willful defaulter by any bank/financial institution/other lender.
  - (c) term loans (received only from the parent company) have been applied for the purpose for which the loans were obtained.
  - (d) funds raised on short term basis (received only from the parent company) have not been utilized for long term purpose.

- (e) The Company do not have any Subsidiaries, Joint ventures or Associates. Accordingly, paragraph 3(ix)(e) and 3(ix)(f) are not applicable to the company.
- (x) (a) The company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year.  
  
(b) In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
- (xi) (a) According to the information and explanations given to us and as represented by the management, we have been informed that no case of fraud has been committed on or by the company during the year.  
  
(b) As no fraud has been noticed during the year as mentioned at xi(a) above, report under sub-Section (12) of Section 143 of the Companies Act in the Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 is not applicable.  
  
(c) According to the information and explanations given to us, no whistle-blower complaints has been received during the year by the Company.
- (xii) The company is not a Nidhi Company as prescribed under section 406 of the Act. Accordingly, clause 3(xii)(a), 3(xii)(b) & 3(xii)(c) of the Order is not applicable to the company.
- (xiii) According to the information and explanations given to us and as represented by the management, all transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and the details have been disclosed in the Ind AS financial statements as required by the applicable Indian Accounting Standards.
- (xiv) (a) According to the information and explanations given to us and based on our examination of the records of the company, the company has an internal audit system commensurate with the nature of its business.  
  
(b) The reports of the Internal Auditors for the period under audit were considered by us as statutory auditors.
- (xv) According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) is not applicable to the company.
- (xvi) According to the information and explanations given to us, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, paragraphs 3(xvi) are not applicable to the company.
- (xvii) According to the information and explanations given to us and based on our examination of the records of the company, the company has not incurred any cash losses in the current Financial Year and in the immediately preceding Financial Year.
- (xviii) There has not been any resignation of the statutory auditors during the year.

- (xix) 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 Board of Directors and management plans and based on our examination of the records of the company, in our opinion, no material uncertainty exists as on the date of the audit report and the company is 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.
- xx) According to the information and explanations given to us and based on our examination of the records, the Company has spent the amount required as per section 135(5) of the Companies Act during the financial year. Accordingly, paragraph 3(xx)(a) & 3(xx)(b) are not applicable to the company.
- xxi) The Company do not have any Subsidiaries, Joint ventures or Associates. Accordingly, paragraph 3(xxi) is not applicable to the company.

**For and on behalf of**  
K K Nigam & Co.  
Chartered Accountants  
ICAI FRN : 004547C

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(CA. K. K. Nigam)  
Partner  
M. No. 015067  
Place : Lucknow  
Date : 11.05.2023  
UDIN : 23015067BHABSX1809

POWERGRID Rampur Sambhal Transmission Limited

(Erstwhile Rampur Sambhal Transco Limited)

CIN : U40101DL2019GOI349484

Balance Sheet as at 31st march, 2023

(₹ In Lakh)

Particulars	Note No	As at 31st March, 2023	As at 31st March, 2022
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, plant & equipment	<u>4</u>	-	1,406.23
(b) Capital work in progress	<u>5</u>	444.91	59,226.85
(c) Deferred Tax Assets (Net)	<u>6</u>	-	31.46
(d) Financial assets			
(i) Other non-current financial assets	<u>7</u>	76,586.27	-
(e) Other non-current assets	<u>8</u>	81.36	133.48
		<b>77,112.54</b>	<b>60,798.02</b>
<b>Current assets</b>			
(a) Financial assets			
(i) Cash and cash equivalents	<u>9</u>	3.54	15.15
(ii) Bank Balance other than (i) above	<u>10</u>	1,033.32	-
(iii) Other current financial assets	<u>11</u>	2,358.08	0.04
(b) Other current assets	<u>12</u>	252.53	86.48
		<b>3,647.47</b>	<b>101.67</b>
<b>Total Assets</b>		<b>80,760.01</b>	<b>60,899.69</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share capital	<u>13</u>	14,210.00	10,900.00
(b) Other Equity	<u>14</u>	585.31	-93.56
		<b>14,795.31</b>	<b>10,806.44</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	<u>15</u>	58,666.83	43,338.65
(b) Deferred tax liabilities (net)	<u>16</u>	196.86	-
		<b>58,863.69</b>	<b>43,338.65</b>
<b>Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	<u>17</u>	431.42	642.12
(ii) Trade payables	<u>18</u>		
(a) Total O/s dues of micro & small enterprises		-	-
(b) Total O/s dues of creditors other than micro & small enterprises		118.36	-
(iii) Other current financial liabilities	<u>19</u>	6,245.74	6,042.84
(b) Other current liabilities	<u>20</u>	305.49	69.64
		<b>7,101.01</b>	<b>6,754.60</b>
<b>Total Equity and Liabilities</b>		<b>80,760.01</b>	<b>60,899.69</b>

The accompanying notes (1 to 44) form an integral part of financial statements.

As per our report of even date

For K K Nigam & Co

Chartered Accountants

ICAI FRN: (004547C)

**KRISHAN KUMAR NIGAM**  
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Date: 2023.05.11 18:02:50 +05'30'

**K K Nigam**

Partner

Membership No: 015067

Date : 11.05.2023

Place : Lucknow

UDIN : 23015067BHABSX1809

For and on behalf of Board Of Directors

**MUKESH KHANNA**  
Digitally signed by MUKESH KHANNA  
Date: 2023.05.11 16:37:19 +05'30'

**MUKESH KHANNA**

Chairman

DIN-09195110

Date : 11.05.2023

Place : Gurugram

**ABHAY SINGH**  
Digitally signed by ABHAY SINGH  
Date: 2023.05.11 16:33:04 +05'30'

**Abhay Singh**

CFO

PAN : CIAPS2487P

Date : 11.05.2023

Place: Lucknow

**DEEPTI KANTA BISWAL**  
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Date: 2023.05.11 16:39:15 +05'30'

**Deepti Kanta Biswal**

Director

DIN-0009632039

Date : 11.05.2023

Place : Gurugram

**Arup Samanta**  
Digitally signed by Arup Samanta  
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**Arup Kumar Samanta**

Company Secretary

Mem. No. F5344

Date : 11.05.2023

Place : Gurugram

**POWERGRID Rampur Sambhal Transmission Limited**  
**(Erstwhile Rampur Sambhal Transco Limited)**  
**CIN : U40101DL2019GOI349484**  
**Statement of Profit and Loss for the year ended 31st march, 2023**

(₹ In Lakh)

Particulars	Not e No.	For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
Revenue From Operations	21	2,098.75	-
Other Income	22	10.43	0.37
<b>Total Income</b>		<b>2,109.18</b>	<b>0.37</b>
<b>EXPENSES</b>			
Finance costs	23	839.93	-
Depreciation and amortization expense	24	-	-
Other expenses	25	362.06	1.41
<b>Total expenses</b>		<b>1,201.99</b>	<b>1.41</b>
<b>Profit/(loss) before tax</b>		<b>907.19</b>	<b>-1.04</b>
Tax expense:			
Current tax		-	-
Deferred tax		228.32	4.64
		<b>228.32</b>	<b>4.64</b>
<b>Profit for the period</b>		<b>678.87</b>	<b>-5.68</b>
Other Comprehensive Income		-	-
<b>Total Comprehensive Income for the period</b>		<b>678.87</b>	<b>-5.68</b>
Earnings per equity share ( Par value ₹10/- each): Basic and Diluted (in ₹)		0.54	-0.01

The accompanying notes (1 to 44) form an integral part of financial statements.

As per our report of even date

**For K K Nigam & Co**

Chartered Accountants

ICAI FRN: (004547C)

**KRISHA** Digitally signed  
by KRISHAN  
**N**  
**KUMAR** 2023.05.11  
**NIGAM** 18:04:13 +05'30'

**K K Nigam**

Partner

Membership No: 015067

Date : 11.05.2023

Place : Lucknow

UDIN : 23015067BHABSX1809

For and on behalf of Board Of Directors

**MUKESH** Digitally signed by  
**KHANNA** MUKESH KHANNA  
Date: 2023.05.11  
16:37:40 +05'30'

**MUKESH KHANNA**

Chairman

DIN-09195110

Date : 11.05.2023

Place : Gurugram

**ABHAY** Digitally signed by  
**SINGH** ABHAY SINGH  
Date: 2023.05.11  
16:33:47 +05'30'

**Abhay Singh**

CFO

PAN : CIAPS2487P

Date : 11.05.2023

Place: Lucknow

**DEEPTI** Digitally signed by  
**KANTA** DEEPTI KANTA  
**BISWAL** BISWAL  
Date: 2023.05.11  
16:39:37 +05'30'

**Deepti Kanta Biswal**

Director

DIN-0009632039

Date : 11.05.2023

Place : Gurugram

**Arup** Digitally signed  
**Samanta** by Arup Samanta  
Date: 2023.05.11  
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**Arup Kumar Samanta**

Company Secretary

Mem. No. F5344

Date : 11.05.2023

Place : Gurugram

**POWERGRID Rampur Sambhal Transmission Limited**  
(Erstwhile Rampur Sambhal Transco Limited)  
CIN : U40101DL2019GOI349484

Statement of Cash Flows for the year ended 31st march, 2023

(₹ In Lakh)

Sl. No	Particulars	For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
<b>A</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
	Profit Before Tax	907.19	(1.04)
	<b>Adjustment for :</b>		
	Interest income from Bank	(10.31)	-
	Interest income from Others	(0.12)	-
	Finance Costs	839.93	-
		<b>829.50</b>	<b>-</b>
	<b>Operating profit before Changes in Assets and Liabilities</b>	<b>1,736.69</b>	<b>(1.04)</b>
	<b>Adjustment for Changes in Assets and Liabilities:</b>		
	(Increase)/Decrease in Other Current Assets	(166.05)	-
	(Increase)/Decrease in Bank Balance other than Cash and Cash equivalents	(1,033.32)	-
	(Increase)/Decrease in Other current financial assets	(0.05)	-
	Increase/(Decrease) in Trade payables	118.36	-
	Increase/(Decrease) in Other current financial liabilities	(464.23)	-
	Increase/(Decrease) in Other current liabilities	235.85	-
		<b>(1,309.44)</b>	<b>-</b>
	<b>Cash generated from operations</b>	<b>427.25</b>	<b>(1.04)</b>
	Direct Taxes (paid)/refund	(2.32)	-
	<b>Net Cash from Operating Activities</b>	<b>424.93</b>	<b>(1.04)</b>
<b>B</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Property, Plant & Equipment and Capital Work in Progress (including Advances for Capital Expenditure)	63,314.33	(40,953.58)
	-Interest income from bank	10.31	-
	-Lease Investment	(78,944.23)	-
	-Interest income from Others	0.12	-
	<b>Net Cash used in Investing Activities</b>	<b>(15,619.47)</b>	<b>(40,953.58)</b>
<b>C</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Issue of Shares	3,310.00	8,748.00
	Proceeds from Borrowings		
	Non Current	15,328.18	32,800.35
	Current	(210.70)	642.12
	Finance Costs paid	(3,244.55)	(1,227.08)
	<b>Net Cash used in Financing Activities</b>	<b>15,182.93</b>	<b>40,963.39</b>
<b>D</b>	<b>Net change in Cash and Cash equivalents (A+B+C)</b>	<b>(11.61)</b>	<b>8.77</b>
<b>E</b>	<b>Cash and Cash equivalents (Opening balance)</b>	<b>15.15</b>	<b>6.38</b>
<b>F</b>	<b>Cash and Cash equivalents (Closing balance) (Refer Note 9)</b>	<b>3.54</b>	<b>15.15</b>

The accompanying notes (1 to 44) form an integral part of financial statements.

Note 1 -Cash and cash equivalents consist of balances with banks and deposits with original maturity of up to three months.

Note 2 - Previous Year Figures have been re-grouped/re-arranged wherever necessary.

As per our report of even date

For K K Nigam & Co

Chartered Accountants

ICAI FRN: (004547C)

**KRISHA N KUMAR NIGAM**  
Digitally signed by KRISHAN KUMAR NIGAM  
Date: 2023.05.11 18:05:06 +05'30'

**K K Nigam**  
Partner  
Membership No: 015067  
Date : 11.05.2023  
Place : Lucknow  
UDIN : 23015067BHABSX1809

For and on behalf of Board Of Directors

**MUKESH KHANNA**  
Digitally signed by MUKESH KHANNA  
Date: 2023.05.11 16:37:59 +05'30'

**MUKESH KHANNA**  
Chairman  
DIN-09195110  
Date : 11.05.2023  
Place : Gurugram

**ABHAY SINGH**  
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Date: 2023.05.11 16:34:27 +05'30'

**Abhay Singh**  
CFO  
PAN : CIAPS2487P  
Date : 11.05.2023  
Place: Lucknow

**DEEPTI KANTA BISWAL**  
Digitally signed by DEEPTI KANTA BISWAL  
Date: 2023.05.11 16:40:11 +05'30'

**Deepti Kanta Biswal**  
Director  
DIN-0009632039  
Date : 11.05.2023  
Place : Gurugram

**Arup Samanta**  
Digitally signed by Arup Samanta  
Date: 2023.05.11 16:43:57 +05'30'

**Arup Kumar Samanta**  
Company Secretary  
Mem. No. F5344  
Date : 11.05.2023  
Place : Gurugram

POWERGRID Rampur Sambhal Transmission Limited

(Erstwhile Rampur Sambhal Transco Limited)

CIN : U40101DL2019GOI349484

Statement of Changes in Equity for the Year ended 31st March 2023

A. Equity Share Capital	(₹ In Lakh)
As at 01 April, 2022	10,900.00
Changes in equity share capital	3,310.00
As at 31 March, 2023	14,210.00
As at 01 April, 2021	2,152.00
Changes in equity share capital	8,748.00
As at 31 March, 2022	10,900.00

B. Other Equity			(₹ In Lakh)
Particulars	Reserves and Surplus		Total
	Self Insurance Reserve	Retained Earnings	
As at 01 April, 2022	-	(93.56)	(93.56)
Total Comprehensive Income for the year	-	678.87	678.87
Transfer to Self Insurance Reserve	93.15	(93.15)	-
Final Dividend paid	-	-	-
Interim Dividend paid	-	-	-
As at 31 March, 2023	93.15	492.16	585.31

			(₹ In Lakh)
Particulars	Reserves and Surplus		Total
	Self Insurance Reserve	Retained Earnings	
As at 01 April, 2021	-	(87.88)	(87.88)
Total Comprehensive Income for the year	-	(5.68)	(5.68)
Transfer to Self Insurance Reserve	-	-	-
Other Changes	-	-	-
As at 31 March, 2022	-	(93.56)	(93.56)

The accompanying notes (1 to 44) form an integral part of financial statements.  
Refer to Note No. 14 for nature and movement of Reserve and Surplus.

As per our report of even date

For K K Nigam & Co

Chartered Accountants

ICAI FRN: (004547C)

**KRISHA N KUMAR NIGAM**  
Digitally signed by KRISHAN KUMAR NIGAM  
Date: 2023.05.11 18:05:44 +05'30'

K K Nigam  
Partner  
Membership No: 015067  
Date : 11.05.2023  
Place : Lucknow  
UDIN : 23015067BHABSX1809

For and on behalf of Board Of Directors

**MUKESH KHANNA**  
Digitally signed by MUKESH KHANNA  
Date: 2023.05.11 16:38:18 +05'30'  
MUKESH KHANNA  
Chairman  
DIN-09195110  
Date : 11.05.2023  
Place : Gurugram

**ABHAY SINGH**  
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Date: 2023.05.11 16:34:58 +05'30'  
Abhay Singh  
CFO  
PAN : CIAPS2487P  
Date : 11.05.2023  
Place: Lucknow

**DEEPTI KANTA BISWAL**  
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Date: 2023.05.11 16:40:31 +05'30'  
Deepti Kanta Biswal  
Director  
DIN-0009632039  
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Place : Gurugram

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Date: 2023.05.11 16:44:19 +05'30'  
Arup Kumar Samanta  
Company Secretary  
Mem. No. F5344  
Date : 11.05.2023  
Place : Gurugram

## Notes to Financial Statements

### 1. Corporate and General Information

POWERGRID Rampur Sambhal Transmission Limited (Formerly Rampur Sambhal Transco Limited) ("the Company") is a public company domiciled and incorporated in India under the provisions of Companies Act and a wholly owned subsidiary of Power Grid Corporation of India Limited. The registered office of the Company is situated at B-9, Qutab Institutional Area, Katwaria Sarai, New Delhi-110 016, India.

The company is engaged in business of Power Systems Network, construction, operation and maintenance of transmission lines and other related allied activities.

The Financial Statements of the Company for the Year ended 31st March, 2023 were approved for issue by the Board of Directors on 11 May, 2023.

### 2. Significant Accounting Policies

A summary of the significant accounting policies applied in the preparation of the financial statements are as given below. These accounting policies have been applied consistently to all periods presented in the financial statements.

#### 2.1 Basis of Preparation

##### i) Compliance with Ind AS

The financial statements are prepared in compliance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act), Companies (Indian Accounting Standards) Rules, 2015, the relevant provisions of the Companies Act, 2013 (to the extent notified) and the provisions of Electricity Act, 2003, in each case, to the extent applicable and as amended thereafter.

##### ii) Basis of Measurement

The financial statements have been prepared on accrual basis and under the historical cost convention except certain financial assets and liabilities measured at fair value (Refer Note no. 2.11 for accounting policy regarding financial instruments).

##### iii) Functional and presentation currency

The financial statements are presented in Indian Rupees (Rupees or ₹), which is the Company's functional and presentation currency and all amounts are rounded to the nearest lakhs and two decimals thereof, except as stated otherwise.

iv) Use of estimates

The preparation of financial statements requires estimates and assumptions that affect the reported amount of assets, liabilities, revenue and expenses during the reporting period. Although, such estimates and assumptions are made on a reasonable and prudent basis taking into account all available information, actual results could differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years (refer Note no. 3 on critical accounting estimates, assumptions and judgments).

v) Current and non-current classification

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

An asset is current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

All other liabilities are classified as non-current.

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

The Company recognizes twelve months period as its operating cycle.

## **2.2 Property, Plant and Equipment**

### **Initial Recognition and Measurement**

Property, Plant and Equipment is initially measured at cost of acquisition/construction including any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. After initial recognition, Property, Plant and Equipment is carried at cost less accumulated depreciation / amortisation and accumulated impairment losses, if any.

Property, Plant and Equipment acquired as replacement of the existing assets are capitalized and its corresponding replaced assets removed/ retired from active use are derecognized.

If the cost of the replaced part or earlier inspection component is not available, the estimated cost of similar new parts/inspection is used as an indication of what the cost of the existing part/inspection component was when the item was acquired or inspection was carried out.

In the case of commissioned assets, where final settlement of bills with contractors is yet to be effected, capitalization is done on provisional basis subject to necessary adjustments in the year of final settlement.

Transmission system assets are considered as ready for intended use after meeting the conditions for commercial operation as stipulated in Transmission Service Agreement (TSA) and capitalized accordingly.

The cost of land includes provisional deposits, payments/liabilities towards compensation, rehabilitation and other expenses wherever possession of land is taken.

Expenditure on levelling, clearing and grading of land if incurred for construction of building is capitalized as part of cost of the related building.

Spares parts whose cost is ₹5,00,000/- and above, standby equipment and servicing equipment which meets the recognition criteria of Property, Plant and Equipment are capitalized.

### **Subsequent costs**

Subsequent expenditure is recognized as an increase in carrying amount of assets when it is probable that future economic benefits deriving from the cost incurred will flow to the company and cost of the item can be measured reliably.

The cost of replacing part of an item of Property, Plant and Equipment is recognized in the carrying amount of the item if it is probable that future economic benefit embodied within the part will flow to the company and its cost can be measured reliably. The carrying amount of the replaced part is derecognized. The costs of the day-to-day servicing of property, plant and equipment are recognised in the Statement of Profit and Loss as incurred.

## **Derecognition**

An item of Property, Plant and Equipment is derecognized when no future economic benefits are expected from their use or upon disposal.

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the net disposal proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss on the date of disposal or retirement.

## **2.3 Capital Work-In-Progress (CWIP)**

Cost of material, erection charges and other expenses incurred for the construction of Property, Plant and Equipment are shown as CWIP based on progress of erection work till the date of capitalization.

Expenditure of office and Projects, directly attributable to construction of property, plant and equipment are identified and allocated on a systematic basis to the cost of the related assets.

Interest during construction and expenditure (net) allocated to construction as per policy above are kept as a separate item under CWIP and apportioned to the assets being capitalized in proportion to the closing balance of CWIP.

Unsettled liability for price variation/exchange rate variation in case of contracts is accounted for on estimated basis as per terms of the contracts.

## **2.4 Intangible Assets and Intangible Assets under development**

Intangible assets are measured on initial recognition at cost. After initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

Subsequent expenditure on already capitalized Intangible assets is capitalised when it increases the future economic benefits embodied in an existing asset and is amortised prospectively.

The cost of software(which is not an integral part of the related hardware) acquired for internal use and resulting in significant future economic benefits is recognized as an intangible asset when the same is ready for its use.

Afforestation charges for acquiring right-of-way for laying transmission lines are accounted for as intangible assets on the date of capitalization of related transmission lines.

Expenditure on development shall be recognised as Intangible asset if it meets the eligibility criteria as per Ind AS 38 'Intangible Assets', otherwise it shall be recognised as an expense.

Expenditure incurred, eligible for capitalization under the head Intangible Assets, are carried as "Intangible Assets under Development" till such assets are ready for their intended use.

An item of Intangible asset is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

## 2.5 Depreciation / Amortisation

### Property, Plant and Equipment

Depreciation/Amortisation on the items of Property, Plant and Equipment related to transmission business is provided on straight line method based on the useful life specified in Schedule II of the Companies Act, 2013 except for the following items of property, plant and equipment on which depreciation is provided based on estimated useful life as per technical assessment and considering the terms of Transmission Service Agreement entered with Long Term Transmission Customers.

S. No.	Particulars	Useful life
1	Computers and Peripherals	3 Years
2	Servers and Network Components	5 years
3	Buildings (RCC frame structure)	35 years
4	Transmission line	35 years
5	Substation Equipment	35 years

Depreciation on spares parts, standby equipment and servicing equipment which are capitalized, is provided on straight line method from the date they are available for use over the remaining useful life of the related assets of transmission business.

Mobile phones are charged off in the year of purchase.

Residual value is considered as 5% of the Original Cost for all items of Property, Plant and Equipment in line with Companies Act, 2013 except for Computers and Peripherals and Servers and Network Components for which residual value is considered as Nil.

Property, plant and equipment costing ₹5,000/- or less, are fully depreciated in the year of acquisition.

Where the cost of depreciable property, plant and equipment has undergone a change due to increase/decrease in long term monetary items on account of exchange rate fluctuation, price adjustment, change in duties or similar factors, the unamortized balance of such asset is depreciated prospectively.

Depreciation on additions to/deductions from Property, Plant and Equipment during the year is charged on pro-rata basis from/up to the date on which the asset is available for use/dispersed.

The residual values, useful lives and methods of depreciation for items of property, plant and equipment are reviewed at each financial year-end and adjusted prospectively, wherever required.

#### Right of Use Assets:

Right of Use assets are fully depreciated from the lease commencement date on a straight line basis over the lease term.

Leasehold land is fully amortized over lease period or life of the related plant whichever is lower. Leasehold land acquired on perpetual lease is not amortized.

#### Intangible Assets

Cost of software capitalized as intangible asset is amortized over the period of legal right to use or 3 years, whichever is less with Nil residual value.

Afforestation charges are amortized over thirty-five years from the date of capitalization of related transmission assets following the straight line method, with Nil Residual Value.

Amortisation on additions to/deductions from Intangible Assets during the year is charged on pro-rata basis from/up to the date on which the asset is available for use/disposed.

The amortization period and the amortization method for intangible assets is reviewed at each financial year-end and are accounted for as change in accounting estimates in accordance with Ind AS 8 "Accounting Policies, Changes in Accounting Estimates and Errors".

## **2.6 Borrowing Costs**

Borrowing costs directly attributable to the acquisition or construction of qualifying assets are capitalized (net of income on temporary deployment of funds) as part of the cost of such assets till the assets are ready for the intended use. Qualifying assets are assets which take a substantial period of time to get ready for their intended use.

All other borrowing costs are recognised in Statement of Profit and Loss in the period in which they are incurred.

## **2.7 Impairment of non-financial assets**

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the higher of its fair value less costs to disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit", or "CGU").

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss. Impairment losses recognized in respect of CGUs are reduced from the carrying amounts of the assets of the CGU.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

## **2.8 Cash and cash equivalents**

Cash and cash equivalents include cash on hand and at bank, and deposits held at call with banks having a maturity of three months or less from the date of acquisition that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

## 2.9 Inventories

Inventories are valued at lower of the cost, determined on weighted average basis or net realizable value.

Steel scrap and conductor scrap are valued at estimated realizable value or book value, whichever is less.

Spares which do not meet the recognition criteria as Property, Plant and Equipment, including spare parts whose cost is less than ₹5,00,000/- are recorded as inventories.

Surplus materials as determined by the management are held for intended use and are included in the inventory.

The diminution in the value of obsolete, unserviceable and surplus stores and spares is ascertained on review and provided for.

## 2.10 Leases

Lease is a contract that conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (i) the contract involves use of an identified assets,
- (ii) the customer has substantially all the economic benefits from the use of the asset through the period of the lease and
- (iii) the customer has the right to direct the use of the asset.

### i) As a Lessee

At the date of commencement of the lease, the Company recognises a right-of-use asset (ROU) and a corresponding lease liability for all lease arrangements in which it is a lessee, except for lease with a term of twelve months or less (i.e. short term leases) and leases for which the underlying asset is of low value. For these short-term and leases for which the underlying asset is of low value, the Company recognizes the lease payments on straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the inception date of the lease along with any initial direct costs, restoration obligations and lease incentives received.

Subsequently, the right-of-use assets is measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The Company applies Ind AS 36 to determine whether a ROU asset is impaired and accounts for any identified impairment loss as described in the accounting policy 2.7 on "Impairment of non-financial assets".

The lease liability is initially measured at present value of the lease payments that are not paid at that date.

The interest cost on lease liability is expensed in the Statement of Profit and Loss, unless eligible for capitalization as per accounting policy 2.6 on "Borrowing costs".

Lease liability and ROU asset have been separately presented in the financial statements and lease payments have been classified as financing cash flows.

## **ii) As a Lessor**

A lease is classified at the inception date as a finance lease or an operating lease.

### **a) Finance leases**

A lease that transfers substantially all the risks and rewards incidental to ownership of an asset is classified as a finance lease.

Net investment in leased assets is recorded at the lower of the fair value of the leased property and the present value of the minimum lease payments as Lease Receivables under current and non-current other financial assets.

The interest element of lease is accounted in the Statement of Profit and Loss over the lease period based on a pattern reflecting a constant periodic rate of return on the net investment.

### **b) Operating leases**

An operating lease is a lease other than a finance lease. Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases.

For operating leases, the asset is capitalized as property, plant and equipment and depreciated over its economic life. Rental income from operating lease is recognized over the term of the arrangement.

## **2.11 Financial instruments**

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

### **Financial Assets**

Financial assets of the Company comprise cash and cash equivalents, bank balances, security deposit, claims recoverable etc.

### **Classification**

The Company classifies its financial assets in the following categories:

- at amortised cost,
- at fair value through other comprehensive income

The classification depends on the following:

- the entity's business model for managing the financial assets and
- the contractual cash flow characteristics of the financial asset

### **Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs, if any, that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

## **Subsequent measurement**

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

**Debt Instruments at Fair value through other comprehensive income (FVOCI):** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to profit and loss. Interest income from these financial assets is included in finance income using the effective interest rate method.

### **De-recognition of financial assets**

A financial asset is derecognized only when:

- i) The right to receive cash flows from the asset have expired, or
- ii) a) The company has transferred the rights to receive cash flows from the financial asset (or) retains the contractual rights to receive the cash flows of the financial assets, but assumes a contractual obligation to pay the cash flows to one or more recipients and
- b) the company has transferred substantially all the risks and rewards of the asset (or) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

The difference between the carrying amount and the amount of consideration received/receivable is recognised in the statement of Profit and Loss.

### **Impairment of financial assets:**

For trade receivables and Contract Assets, the company applies the simplified approach required by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

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

### **Financial Liabilities**

Financial liabilities of the Company are contractual obligation to deliver cash or another financial asset to another entity or to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavourable to the Company.

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

### **Classification, initial recognition and measurement**

Financial liabilities are recognised initially at fair value minus, in the case of financial liabilities not recorded at fair value through profit or loss, transaction costs that are directly attributable to the issue of financial liabilities.

### **Subsequent measurement**

After initial recognition, financial liabilities are subsequently measured at amortised cost using the 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 effective interest rate (EIR). Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the EIR. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognized.

The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

### **De-recognition of financial liability**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in Statement of Profit and Loss as other income or finance cost.

## **Offsetting of financial instruments**

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.

## **2.12 Foreign Currency Translation**

### **(a) Functional and presentation currency**

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

### **(b) Transactions and balances**

Transactions in foreign currencies are initially recorded at the exchange rates prevailing on the date of the transaction. Foreign currency monetary items are translated with reference to the rates of exchange ruling on the date of the Balance Sheet. Non-Monetary items denominated in foreign currency are reported at the exchange rate ruling on the date of initial recognition of the non-monetary prepayment asset or deferred income liability, or the date that related item is recognized in the financial statements, whichever is earlier. In case the transaction is recognized in stages, then transaction date is established for each stage. Exchange differences arising from foreign currency translation are recognized in the Statement of Profit and Loss.

## **2.13 Income Tax**

Income tax expense represents the sum of current and deferred tax. Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised directly in equity or other comprehensive income. In this case the tax is also recognised directly in equity or in other comprehensive income.

### **Current income tax**

The Current Tax is based on taxable profit for the year under the tax laws enacted and applicable to the reporting period in the country where the company operates and generates taxable income and any adjustment to tax payable in respect of previous years.

### **Deferred tax**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the company's financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the Balance Sheet method. Deferred tax assets are generally recognised for all deductible temporary differences, unused tax losses and unused tax credits to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, unused tax losses and unused tax credits can be utilised. The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the Balance Sheet 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.

## **2.14 Revenue**

Revenue is measured based on the transaction price to which the Company expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties. The Company recognises revenue when it transfers control of a product or service to a customer.

Amounts disclosed as revenue are net of returns, trade allowances, rebates.

### **2.14.1 Revenue from Operations**

Transmission Income is accounted for based on orders issued by Electricity Regulatory Commission u/s 63 of Electricity Act 2003 for adoption of transmission charges. As at each reporting date, transmission income includes an accrual for services rendered to the customers but not yet billed.

Rebates allowed to beneficiaries as early payment incentives are deducted from the amount of revenue.

The Transmission system incentive / disincentive is accounted for based on certification of availability by the respective Regional Power Committees (RPC) and in accordance with the Transmission Service Agreement (TSA) entered between the Transmission Service Provider and long term Transmission Customers. Where certification by RPCs is not available, incentive/disincentive is accounted for on provisional basis as per estimate of availability by the company and differences, if any, is accounted upon certification by RPCs.

### **2.14.2 Other Income**

Interest income is recognized, when no significant uncertainty as to measurability or collectability exists, on a time proportion basis taking into account the amount outstanding and the applicable interest rate, using the effective interest rate method (EIR).

Surcharge recoverable from trade receivables, liquidated damages, warranty claims and interest on advances to suppliers are recognized when no significant uncertainty as to measurability and collectability exists.

Scrap other than steel scrap and conductor scrap are accounted for as and when sold.

Insurance claims are accounted for based on certainty of realization.

Revenue from rentals and operating leases is recognized on an accrual basis in accordance with the substance of the relevant agreement.

## **2.15 Dividends**

Annual dividend distribution to the shareholders is recognised as a liability in the period in which the dividends are approved by the shareholders. Any interim dividend paid is recognised on approval by Board of Directors. Dividend payable and corresponding tax on dividend distribution is recognised directly in equity.

## **2.16 Provisions and Contingencies**

### **a) Provisions**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each Balance Sheet date and are adjusted to reflect the current best estimate.

### **b) Contingencies**

Contingent liabilities are disclosed on the basis of judgment of the management/independent experts. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.

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

Contingent assets are possible assets that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent assets are disclosed in the financial statements when inflow of economic benefits is probable on the basis of judgment of management. These are assessed continually to ensure that developments are appropriately reflected in the financial statements.

## **2.17 Share capital and Other Equity**

Ordinary shares are classified as equity.

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

Self-insurance reserve is created @ 0.12% p.a. on Original Gross Block of Property, Plant and Equipment (including considered as lease receivable) and value of inventory except ROU assets and assets covered under insurance as at the end of the year by appropriation of current year profit to mitigate future losses from un-insured risks and for taking care of contingencies in future by procurement of towers and other transmission line materials including strengthening of towers and equipment of AC substation. The Reserve created as above is shown as "Self Insurance Reserve" under 'Other Equity'.

## **2.18 Prior Period Items**

Material prior period errors are corrected retrospectively by restating the comparative amounts for prior period presented in which the error occurred or if the error occurred before the earliest period presented, by restating the opening statement of financial position.

## **2.19 Earnings per Share**

Basic earnings per share is computed using the net profit or loss for the year attributable to the shareholders and weighted average number of shares outstanding during the year.

Diluted earnings per share is computed using the net profit or loss for the year attributable to the shareholders and weighted average number of equity and potential equity shares outstanding during the year, except where the result would be anti-dilutive.

## **2.20 Statement of Cash Flows**

Statement of Cash Flows is prepared as per indirect method prescribed in the Ind AS 7 'Statement of Cash Flows'.

## **3 Critical Estimates and Judgments**

The preparation of financial statements requires the use of accounting estimates which may significantly vary from the actual results. Management also needs to exercise judgment while applying the company's accounting policies.

This note provides an overview of the areas that involved a higher degree of judgment or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

**The areas involving critical estimates or judgments are:**

### Useful life of property, plant and equipment

The estimated useful life of property, plant and equipment is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

The Company reviews at the end of each reporting date the useful life of plant and equipment and are adjusted prospectively, if appropriate.

### Provisions and contingencies

The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Ind AS 37, 'Provisions, Contingent Liabilities and Contingent Assets'. The evaluation of the likelihood of the contingent events has required best judgment by management regarding the probability of exposure to potential loss. Should circumstances change following unforeseeable developments, this likelihood could alter.

Estimates and judgments are periodically evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the company and that are believed to be reasonable under the circumstances.

### Income Taxes:

Significant estimates are involved in determining the provision for current and deferred tax, including amount expected to be paid/recovered for uncertain tax positions.

Note 4 Property, Plant and Equipment

(₹ In Lakh)

Particulars	Cost					Accumulated depreciation					Net Book Value	
	As at 01 April, 2022	Additions during the year	Disposal	Adjustment during the year	As at 31 March, 2023	As at 01 April, 2022	Additions during the year	Disposal	Adjustment during the year	As at 31 March, 2023	As at 31 March, 2023	As at 31 March, 2022
<b>Land</b>												
a) Freehold	5.99	-		5.99	-	-	-	-	-	-	-	5.99
b) ROU - Leasehold	1,473.85	-		1,473.85	-	73.61	13.68	-	87.29	-	-	1,400.24
<b>Grand Total</b>	<b>1,479.84</b>	<b>-</b>	<b>-</b>	<b>1,479.84</b>	<b>-</b>	<b>73.61</b>	<b>13.68</b>	<b>-</b>	<b>87.29</b>	<b>-</b>	<b>-</b>	<b>1,406.23</b>

(₹ In Lakh)

Particulars	Cost					Accumulated depreciation					Net Book Value	
	As at 01 April, 2021	Additions during the year	Disposal	Adjustment during the year	As at 31 March, 2022	As at 01 April, 2021	Additions during the year	Disposal	Adjustment during the year	As at 31 March, 2022	As at 31 March, 2022	As at 31 March, 2021
<b>Land</b>												
a) Freehold	5.99	-	-	-	5.99	-	-	-	-	-	5.99	5.99
b) ROU - Leasehold	1,473.85	-	-	-	1,473.85	31.51	42.10	-	-	73.61	1,400.24	1,442.35
<b>Grand Total</b>	<b>1,479.84</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,479.84</b>	<b>31.51</b>	<b>42.10</b>	<b>-</b>	<b>-</b>	<b>73.61</b>	<b>1,406.23</b>	<b>1,448.34</b>

- 1 The Company owns Freehold Land of 0.109 hectare (Previous Year 0.109 hectare) of land and during the year, land has been transferred to Lease Receivables.
- 2 The Company owns Right of Use - Land of 25.47355 hectare (Previous Year 25.47355 hectare) of land and during the year, land has been transferred to Lease Receivables.
- 3 Refer note no. 32 for disclosure on Right of Use Assets as per Ind AS 116 - "Leases".
- 4 Refer note no. 28(a) for details of immovable properties where title deeds are not in the name of the company.

## Note 5 Capital work in progress

(₹ In Lakh)

Particulars	As at 01 April, 2022	Additions during the year	Adjustments	Transferred to Lease Receivables	As at 31 March, 2023
<b>Plant &amp; Equipments (including associated civil works)</b>					
Transmission	9,039.76	326.34		9,366.10	-
Sub-Station	21,981.98	39,917.86	(55.26)	61,955.10	-
Construction Stores (Net of Provision)	24,240.07	12,492.43	36,287.59	-	444.91
<b>Expenditure pending allocation</b>					
Expenditure during construction period(net) (Note 26)	3,965.04	3,358.03	55.26	7,267.81	-
<b>Grand Total</b>	<b>59,226.85</b>	<b>56,094.66</b>	<b>36,287.59</b>	<b>78,589.01</b>	<b>444.91</b>

(₹ In Lakh)

Particulars	As at 01 April, 2021	Additions during the year	Adjustments	Transferred to Lease Receivables	As at 31 March, 2022
<b>Land</b>					
Development of land	694.82	-	694.82	-	-
<b>Plant &amp; Equipments (including associated civil works)</b>					
Transmission	3,597.23	5,442.53			9,039.76
Sub-Station	512.71	21,469.27			21,981.98
Construction Stores (Net of Provision)	5,983.74	39,190.18	20,933.85	-	24,240.07
<b>Expenditure pending allocation</b>					
Expenditure during construction period(net) (Note 26)	1,549.47	2,415.57			3,965.04
<b>Grand Total</b>	<b>12,337.97</b>	<b>68,517.55</b>	<b>21,628.67</b>	<b>-</b>	<b>59,226.85</b>

## Note 5/Capital work in progress (Details of Construction stores)

(₹ In Lakh)

Particulars	As at 31 March, 2023	As at 31 March, 2022
<b>Construction Stores</b>		
Towers	0.02	-
Conductors	0.32	303.93
Other Line Materials	2.92	118.05
Sub-Station Equipments	440.15	22,868.58
High Voltage Direct Current (HVDC) Equipments Unified Load Despatch & Communication(ULDC)	-	0.16
Materials	1.50	878.98
Others	-	70.37
<b>TOTAL</b>	<b>444.91</b>	<b>24,240.07</b>
<b>Construction Stores include:</b>		
<b>i)Material in transit</b>	-	-
<b>Total</b>	-	-
<b>ii) Material with Contractors</b>		
Towers	0.02	-
Conductors	0.32	303.93
Other Line Materials	2.92	118.05
Sub-Station Equipments	440.15	22,868.58
High Voltage Direct Current (HVDC) Equipments Unified Load Despatch & Communication(ULDC)	-	0.16
Materials	1.50	878.98
Others	-	70.37
<b>Total</b>	<b>444.91</b>	<b>24,240.07</b>
<b>Grand total</b>	<b>444.91</b>	<b>24,240.07</b>

Refer note no. 28(b) and (c) for ageing and completion schedule for Capital work in progress (CWIP) for the Project whose completion is overdue or has exceed its cost compared to original plan.

**Note 7 Other Non-current Financial Assets**

(Unsecured considered good unless otherwise stated)

(₹ In Lakh)

<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
Lease receivables	76,586.27	-
<b>TOTAL</b>	<b>76,586.27</b>	<b>-</b>

**Note 8 Other non-current Assets**

(Unsecured considered good unless otherwise stated)

(₹ In Lakh)

<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
<b>Advances for Capital Expenditure</b>		
a. Against bank guarantees	73.23	127.68
	<u>73.23</u>	<u>127.68</u>
<b>Advances recoverable in kind or for value to be received</b>		
Advance tax and Tax deducted at source	8.13	5.80
<b>TOTAL</b>	<b>81.36</b>	<b>133.48</b>

**Note 9 Cash and Cash equivalent** (₹ In Lakh)

<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
<b>Balance with banks</b>		
-In Current accounts	3.54	15.15
<b>Total</b>	<b>3.54</b>	<b>15.15</b>

**Note 10 Bank Balances** (₹ In Lakh)

<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
In Term Deposits having maturity over 3 months but upto 12 months	1,033.32	-
<b>Total</b>	<b>1,033.32</b>	<b>-</b>

**Note 11 Other Current Financial Assets**

(Unsecured considered good unless otherwise stated) (₹ In Lakh)

<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
Lease Receivable	2357.95	-
Advance to/Receivable from Related Parties*	0.04	-
Others#	0.09	0.04
<b>Total</b>	<b>2,358.08</b>	<b>0.04</b>

\* Refer Note No. 35 for recivables from related parties.

#Others includes ₹ 0.09 Lakh (Previous Year 0.04 Lakh) of TDS Recoverable on Provision made.

**Note 12 Other current Assets**

(Unsecured considered good unless otherwise stated) (₹ In Lakh)

<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
<b>Advances other than capital Advance</b>		
<b>Advances recoverable in kind or for value to be received</b>		
Contractors & Suppliers	86.48	86.48
	<b>86.48</b>	<b>86.48</b>
<b>Others#</b>		
Considered Good	166.05	-
<b>Total</b>	<b>252.53</b>	<b>86.48</b>

#Others includes ₹ 166.05 Lakhs of ITC of IGST.

**Note 13 Equity Share capital**

(₹ In Lakh)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Equity Share Capital</b>		
<b>Authorised</b>		
166000000 (Previous Year 166000000) equity shares of ₹10/- each at par	16600.00	16600.00
<b>Issued, subscribed and paid up</b>		
142100000 (Previous Year 109000000) equity shares of ₹10/- each at par	14,210.00	10,900.00
<b>Total</b>	<b>14,210.00</b>	<b>10,900.00</b>

**Further Notes:**

**1** Reconciliation of Number and amount of share capital outstanding at the beginning and at the end of the reporting period

Particulars	For the Year ended 31st March, 2023		For the Year ended 31st March, 2022	
	No. of Shares	₹ in Lakh Amount	No. of Shares	₹ in Lakh Amount
Shares outstanding at the beginning of the year	10,90,00,000	10,900.00	2,15,20,000	2,152.00
Shares Issued during the year	3,31,00,000	3,310.00	8,74,80,000	8,748.00
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	<b>14,21,00,000</b>	<b>14210.00</b>	<b>10,90,00,000</b>	<b>10900.00</b>

**2** The Company has only one class of equity shares having a par value of ₹ 10/- per share.

**3** The holders of equity shares are entitled to receive dividends as declared from time to time and are entitled to voting rights proportionate to their shareholding at meetings of the Shareholders.

**4** Shareholding of Promoters and Shareholders holding more than 5% equity shares of the Company :-

Particulars	As at 31st March, 2023		As at 31st March, 2022		% Change
	No.of Shares	% of holding	No.of Shares	% of holding	
Power Grid Corporation of India Limited (Promoter)#	14,21,00,000	100%	10,90,00,000	100%	-

#Out of 142100000 Equity shares (Previous year 109000000 Equity shares), 6 equity shares (Previous year 6 Equity Shares) are held by nominees of M/s Power Grid Corporation Of India Limited on its behalf .

Note 14 **Other Equity**

(₹ In Lakh)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>(i) Retained Earnings</b>		
Balance at the beginning of the year	(93.56)	(87.88)
Add: Additions		
Net Profit for the period	678.87	(5.68)
Less: Appropriations		
Self Insurance Reserve	93.15	-
<b>Balance at the end of the year</b>	<b>492.16</b>	<b>(93.56)</b>
<b>(ii) Self-Insurance Reserve</b>		
Balance at the beginning of the year	-	-
Addition during the year	93.15	-
Deduction during the year	-	-
<b>Balance at the end of the year</b>	<b>93.15</b>	<b>-</b>
<b>Total</b>	<b>585.31</b>	<b>(93.56)</b>

**Further notes:**

Self-insurance reserve is created @ 0.12% p.a. on Original Gross Block of Property, Plant and Equipment (including considered as lease receivable) and value of inventory except ROU assets and assets covered under insurance as at the end of the year by appropriation of current year profit to mitigate future losses from un-insured risks and for taking care of contingencies in future by procurement of towers and other transmission line materials including strengthening of towers and equipment of AC substation.

Note 15 **Borrowings (Non-current)**

(₹ In Lakh)

<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
Loan from Power Grid Corporation of India Limited (Holding Company)	60,118.60	44,333.99
Less: Current maturities of Non Current Borrowings (Note 17)	431.42	642.12
Less: Interest accrued on borrowings (Note 19)	1,020.35	353.22
<b>Total</b>	<b>58,666.83</b>	<b>43,338.65</b>

**Further Note -**

- 1 The various sources of Loans being extended to the company by Holding Company are Fixed Interest and floating interest rate which get reset periodically. The rate of interest on the loan ranged from 6.05% p.a. to 8.15% p.a. during the Financial Year. Loan is repayable in Quarterly Installments of equal amount over the period of 35 Years from commissioning of the Project Assets with prepayment facility without any additional charges.
- 2 There has been no default in repayment of loans or payment of interest thereon as at the end of the year
- 3 Refer Note 35 for details of Loan from related parties.

Note 16 **Deferred tax liabilities (Net)**

(₹ In Lakh)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b><u>Deferred Tax Liability</u></b>		
Difference in Lease receivable and Tax Depreciation	2,843.63	-
<b>Sub-total (A)</b>	<b>2,843.63</b>	<b>-</b>
<b><u>Deferred Tax Assets</u></b>		
Unused Tax Losses	2,646.77	31.46
<b>Sub-total (B)</b>	<b>2,646.77</b>	<b>31.46</b>
<b>Deferred tax liabilities (Net)</b>	<b>196.86</b>	<b>-</b>
<b>Net Deferred tax Asset</b>	<b>-</b>	<b>31.46</b>

**Movement in Deferred Tax Liabilities**

(₹ in Lakh)

Particulars	Depreciation Difference in Property Plant and Equipment	Total
<b>As at 01 April, 2021</b>	-	-
-Charged/ (Credited) to Profit or Loss	-	-
<b>As at 31st March, 2022</b>	-	-
-Charged/ (Credited) to Profit or Loss	2,843.63	2,843.63
<b>As at 31st March, 2023</b>	<b>2,843.63</b>	<b>2,843.63</b>

**Movement in Deferred Tax Assets**

(₹ in Lakh)

Particulars	MAT Credit	Unused Tax Losses	Total
<b>As at 1st April 2021</b>	-	36.10	36.10
-Charged/ (Credited) to Profit or Loss	-	(4.64)	(4.64)
<b>As at 31st March, 2022</b>	-	31.46	31.46
-Charged/ (Credited) to Profit or Loss	-	2,615.31	2,615.31
<b>As at 31st March, 2023</b>	-	<b>2,646.77</b>	<b>2,646.77</b>

**Amount taken to Statement of Profit and Loss**

(₹ in Lakh)

Particulars	For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
Increase/ (Decrease) in Deferred Tax Liabilities	2,843.63	-
(Increase)/Decrease in Deferred Tax Assets	(2,615.31)	(4.64)
<b>Net Amount taken to Statement of Profit and Loss</b>	<b>228.32</b>	<b>(4.64)</b>

Note 17 **Borrowings (Current)** (₹ In Lakh)

<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
<b>Current maturities of long term borrowings</b>		
<b>Rupee Term Loans (Unsecured)</b>		
Loan From M/s Power Grid Corporation of India Ltd. (Holding Co.)	431.42	642.12
<b>Total</b>	<b>431.42</b>	<b>642.12</b>

**Further Notes -**

- 1 There has been no default in repayment of loans or payment of interest thereon as at the end of the year
- 2 Refer note no. 35 for details of Loan from related parties.



Note 19 **Other Current Financial Liabilities** (₹ In Lakh)

<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
<b>Interest accrued on borrowings from</b>		
Power Grid Corporation of India Limited (Holding Company)	1,020.35	353.22
<b>Others</b>		
Dues for capital expenditure	49.19	753.86
Deposits/Retention money from contractors and others.	4,571.90	4,591.31
Other Payable to Related parties	604.30	344.45
	<u>5,225.39</u>	<u>5,689.62</u>
<b>Total</b>	<b>6,245.74</b>	<b>6,042.84</b>

**Further Notes -**

- 1 Disclosure with regard to Micro and Small enterprises as required under "Division II of Schedule III of The Companies Act, 2013" and "The Micro, Small and Medium Enterprises Development Act, 2006" is given in Note No 31.
- 2 Refer note no. 35. for amount payable to related parties.

Note 20 **Other current liabilities** (₹ In Lakh)

<b>Particulars</b>	<b>As at 31st March, 2023</b>	<b>As at 31st March, 2022</b>
Statutory dues*	305.49	69.64
<b>Total</b>	<b>305.49</b>	<b>69.64</b>

\* Statutory dues includes Income Tax TDS, GST, GST TDS and BOCW Cess.

Note 21 **Revenue from operations**

(₹ In Lakh)

Particulars	For the year ended 31 march 2023	For the Year ended 31st March, 2022
Income from Operation and Maintenance of Transmission Assets	322.82	-
	322.82	-
<b>Other operating revenue</b>		
Income from lease lines	1,775.93	
<b>Total</b>	<b>2,098.75</b>	<b>-</b>

**Further Notes:**

Revenue includes unbilled amount to customer of ₹ 374.80 Lakh (Previous Year ₹ 0.00 Lakhs) and The Total rebate allowed of ₹ 7.34 Lakh (Previous Year ₹ 0.00 Lakhs) .

Note 22 **Other income**

(₹ In Lakh)

Particulars	For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
<b>Interest income from</b>		
Indian Banks	10.31	-
Advances to contractors	0.69	53.86
Others*	0.12	0.37
<b>Total</b>	11.12	54.23
Less: Income transferred to expenditure during construction(Net) Note-26	0.69	53.86
<b>TOTAL</b>	<b>10.43</b>	<b>0.37</b>

\*Others include 0.12 Lakh of Interest on Income Tax Refund, etc.

Note 23 **Finance costs** (₹ In Lakh)

Particulars	For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
<b>i) Interest and finance charges on financial liabilities at amortised cost</b>		
Power Grid Corporation of India Limited	3,908.48	1,442.93
<b>ii) Unwinding of discount on financial liabilities</b>	-	0.30
	3,908.48	1,443.23
<b>Other Finance charges</b>	3.20	-
<b>SUBTOTAL</b>	3,911.68	1,443.23
Less: Transferred to expenditure during construction(Net) Note-26	3,071.75	1,443.23
<b>TOTAL</b>	<b>839.93</b>	<b>-</b>

**Further Notes:**

- 1 Refer note no. 35 for Interest paid to related parties.
- 2 Other Finance Charges includes ₹ 3.20 Lakhs of Share Issue Expenses.

Note 24 **Depreciation and amortization expense** (₹ In Lakh)

Particulars	For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
Depreciation on ROU Assets	13.68	42.10
Less: Transferred to expenditure during construction(Net)-Note 26	13.68	42.10
<b>Charged to Statement of Profit &amp; Loss</b>	<b>-</b>	<b>-</b>

Note 25 **Other expenses**

(₹ In Lakh)

Particulars	For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
<b>Repair &amp; Maintenance</b>		
<b>Plant &amp; Machinery</b>		
Sub-Stations	307.45	-
Power charges	15.37	-
Legal expenses	0.06	-
Professional charges(Including TA/DA)	0.59	0.44
Consultancy expenses(Including TA/DA)	273.23	904.01
<b>Payments to Statutory Auditors</b>		
Audit Fees	0.35	0.35
In Other Capacity	0.21	0.22
	0.56	0.57
Printing and stationery	0.06	0.06
Cost Audit and Physical verification Fees	-	0.34
UPERC petition & Other charges	5.00	5.00
Miscellaneous expenses	0.20	75.09
Security Expenses	32.83	-
	38.09	80.49
	635.35	985.51
Less: Transferred to expenditure during construction(Net) Note-26	273.29	984.10
<b>Total</b>	<b>362.06</b>	<b>1.41</b>

**Further Note:**

1 Refer note no. 35 for related party transactions.

Note 26 **Expenditure during Construction (Net)**

(₹ In Lakh)

Particulars	For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
<b>A. Other Expenses</b>		
Registrar to the issue fees and expenses	-	73.35
UPERC Petition Charges/ Licence Fee	-	5.00
Legal expenses	0.06	-
Consultancy expenses	273.23	904.01
Miscellaneous expenses	-	1.74
<b>Total(A)</b>	<b>273.29</b>	<b>984.10</b>
<b>B. Depreciation/Amortisation</b>	<b>13.68</b>	<b>42.10</b>
<b>C. Finance Costs</b>		
a) Interest and finance charges on financial liabilities at amortised cost		
Power Grid Corporation of India Limited	3,071.75	1,442.93
b) Other finance charges	-	0.30
<b>Total (C)</b>	<b>3,071.75</b>	<b>1,443.23</b>
<b>D. Less: Other Income</b>		
Interest from Contractors	0.69	53.86
<b>Total (D)</b>	<b>0.69</b>	<b>53.86</b>
<b>GRAND TOTAL</b>	<b>3,358.03</b>	<b>2,415.57</b>

## Note 27 Financial Risk Management

The Company's principal financial liabilities comprise loans and borrowings denominated in Indian rupees or foreign currencies, trade payables and other payables. The main purpose of these financial liabilities is to finance the Company's capital investments and operations.

The Company's principal financial assets include loans and advances, trade and other receivables, and cash and cash equivalents that are generated from its operations.

The Company's activities expose it to the following financial risks, namely,

- (A) Credit risk,
- (B) Liquidity risk,
- (C) Market risk.

This note presents information regarding the company's exposure, objectives, policies and processes for measuring and managing these risks.

The management of financial risks by the Company is summarized below: -

### **(A) Credit Risk:**

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities on account of trade receivables.

A default on a financial asset is when the counterparty fails to make contractual payments within 3 years of when they fall due. This definition of default is determined considering the business environment in which the Company operates and other macro-economic factors.

Assets are written-off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where such recoveries are made, these are recognized in the statement of profit and loss.

**(i) Trade Receivables**

The Company primarily provides transmission facilities to intra-state transmission service customers (DICs) comprising mainly state utilities owned by State Governments and the main revenue is from transmission charges. Transmission Service Agreement signed with LTTCs allow payment against monthly bills towards transmission charges within due date i.e., 30 days from the date of presentation of the bill and levy of surcharge on delayed payment beyond 30 days from Due date. However, in order to improve the cash flows of company, a graded rebate is provided for payments made within due date.

**(ii) Other Financial Assets (excluding trade receivables and unbilled revenue)**

· **Cash and cash equivalents**

The Company held cash and cash equivalents of ₹3.54 Lakh (Previous Year ₹15.15 Lakh). The cash and cash equivalents are held with public sector banks and high rated private sector banks and do not have any significant credit risk.

· **Deposits with banks and financial institutions**

The Company held deposits with banks and financial institutions of ₹1033.32 Lakh (Previous Year ₹0 Lakh). Term deposits are placed with public sector banks and have negligible credit risk.

**(iii) Exposure to credit risk**

(₹ In Lakh)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b>Financial assets for which loss allowance is measured using 12 months Expected Credit Losses (ECL)</b>		
Other non-current financial assets	76,586.27	-
Cash and cash equivalents	3.54	15.15
Deposits with banks and financial institutions	1,033.32	-
Other current financial assets	2,358.08	0.04
<b>Total</b>	<b>79,981.21</b>	<b>15.19</b>
<b>Financial assets for which loss allowance is measured using Life time Expected Credit Losses (ECL)</b>	-	-

**(iv) Provision for expected credit losses**

**(a) Financial assets for which loss allowance is measured using 12 month expected credit losses**

The Company has assets where the counter- parties have sufficient capacity to meet the obligations and where the risk of default is very low. At initial recognition, financial assets (excluding trade receivables and unbilled revenue) are considered as having negligible credit risk and the risk has not increased from initial recognition. Therefore, no loss allowance for impairment has been recognised.

**(b) Financial assets for which loss allowance is measured using life time expected credit losses**

The Company has customers most of whom are state government utilities with capacity to meet the obligations and therefore the risk of default is negligible. Further, management believes that the unimpaired amounts that are 30 days past due date are still collectible in full, based on the payment security mechanism in place and historical payment behaviour.

Considering the above factors and the prevalent regulations, the trade receivables and unbilled revenue continue to have a negligible credit risk on initial recognition and thereafter on each reporting date.

**(B) Liquidity Risk**

Liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. The Company has entered into Inter-Corporate Loan Agreement for Funding of its obligations. For this, Company provided quarterly cashflows in advance to Holding Company with Monthly requirement.

The Company depends on both internal and external sources of liquidity to provide working capital and to fund capital expenditure.

**Maturities of financial liabilities**

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities.

The amount disclosed in the table is the contractual undiscounted cash flows.

(₹ in lakh)

<b>Contractual maturities of financial liabilities</b>	<b>Within a year</b>	<b>Between 1-5 years</b>	<b>Beyond 5 years</b>	<b>Total</b>
<b>As at 31.03.2023</b>				
Borrowings (including interest outflows)	5985.07	30006.67	105475.54	1,41,467.28
Trade payables	118.36	-	-	118.36
<u>Other financial liabilities</u>				
Others	5,225.39	-	-	5,225.39
<b>Total</b>	<b>11328.82</b>	<b>30006.67</b>	<b>105475.54</b>	<b>1,46,811.03</b>
<b>As at 31.03.2022</b>				
Borrowings (including interest outflows)	3,512.89	15,843.38	75,671.58	95,027.85
<u>Other financial liabilities</u>				
Others	5,689.62	-	-	5,689.62
<b>Total</b>	<b>9,202.51</b>	<b>15,843.38</b>	<b>75,671.58</b>	<b>1,00,717.47</b>

**(C) MARKET RISK**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk:

- (i) Currency risk**
- (ii) Interest rate risk**
- (i) Currency risk**

As on Reporting date the Company does not have any exposure to currency risk in respect of foreign currency denominated loans and borrowings and procurement of goods and services whose purchase consideration foreign currency.

**(ii) Interest rate risk**

The company has taken borrowings from Parent Company on cost to cost basis. The Company is exposed to interest rate risk because the cash flows associated with floating rate borrowings. The various sources of loans being extended to the company by parent company are Fixed interest and floating interest rate which get reset periodically. The Company manages the interest rate risks by maintaining a debt portfolio of fixed and floating rate borrowings. The Company's interest rate risk is not considered significant; hence sensitivity analysis for the risk is not disclosed.

**Note 28 Additional Regulatory Information as per Schedule III to the Companies Act, 2013**

- a) There are no cases of immovable properties where title deeds are not in the name of the company.
- b) Aging of Capital Work in Progress is as follows:

(₹ in lakh)

Particulars as at 31.03.2023	<1 Year	1-2 Years	2-3 Years	>3 Years	Total
Projects in progress	444.91	-	-	-	444.91
<b>Total</b>	<b>444.91</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>444.91</b>
<b>As at 31.03.2022</b>					
Projects in progress	46888.87	11410.52	927.45	-	59226.84
<b>Total</b>	<b>46888.87</b>	<b>11410.52</b>	<b>927.45</b>	<b>-</b>	<b>59226.84</b>

- c) The company do not has Capital Work in Progress as at 31.03.2023, whose completion is overdue or exceeded its cost.
- d) The company do not has Intangible Asset under development as at 31.03.2023, whose completion is overdue or exceeds its cost.
- e) No proceeding has been initiated or pending against the company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder as at the end of the financial year.
- f) The Company is not sanctioned any working capital limit secured against current assets by any Finance Institutions.
- g) The company was not declared as a wilful defaulter by any bank or financial Institution or other lender during the financial year.
- h) The Company does not have any transactions, balances or relationship with Struck off companies.
- i) The Company do not has registered charges on any of its assets during the financial year.
- j) The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017 during the financial year.
- k) Ratios

Ratio	Numerator	Denominator	Current Year	Previous Year	Variance	Reason for variance >25%
(a) Current Ratio	Current Assets	Current Liabilities	0.51	0.02	3313%	Company was under construction in previous year.
(b) Debt-Equity Ratio	Total Debt	Shareholder's Equity	3.99	4.07	-2%	
(c) Debt Service Coverage Ratio	Profit for the period + Depreciation and amortization expense + Finance costs	Interest & Lease Payments + Principal Repayments	1.81	0.00	100%	Company was under construction in previous year.
(d) Return on Equity Ratio	Profit for the period	Average Shareholder's Equity	5.30%	0.00%	100%	Company was under construction in previous year.
(e) Inventory turnover ratio	Revenue from Operations	Average Inventory	NA	NA	NA	
(f) Trade Receivables turnover ratio	Revenue from Operations	Average Trade Receivables (before deducting provision)	NA	NA	NA	

(g) Trade payables turnover ratio	Gross Other Expense (-) FERV, Provisions, Loss on disposal of PPE	Average Trade payables	10.74	0.00	100%	Company was under construction in previous year.
(h) Net capital turnover ratio	Revenue from Operations	Current Assets - Current Liabilities	-0.61	0.00	100%	Company was under construction in previous year.
(i) Net profit ratio	Profit for the period	Revenue from Operations	32.35%	0.00	100%	Company was under construction in previous year.
(j) Return on Capital employed	Earnings before interest and taxes	Tangible Net Worth + Total Debt + Deferred Tax Liability	2.36%	0.00	100%	Company was under construction in previous year.
(k) Return on investment	$\frac{MV(T1) - MV(T0) - \text{Sum } [C(t)]}{\text{Sum } [C(t)]}$	$\frac{MV(T0) + \text{Sum } [W(t) * C(t)]}{\text{Sum } [C(t)]}$	NA	NA	NA	

- m) The company has not received/advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) through Intermediaries during the financial year.
- n) The Company does not have any transaction that was not recorded in the books of accounts and has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- o) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

**Note 29** a) Some balances of recoverable shown under Assets and Trade and Other Payables shown under Liabilities include balances subject to confirmation/ reconciliation and consequential adjustments if any. However, reconciliations are carried out on ongoing basis. The management does not expect any material adjustment in the books of accounts as a result of the reconciliation.

b) In the opinion of the management, the value of any of the assets other than Property, Plant and Equipment on realization in the ordinary course of business will not be less than the value at which they are stated in the Balance Sheet.

**Note 30** Borrowing cost capitalised during the year is ₹3071.75 Lakh (Previous Year ₹1443.23 Lakh) in the respective carrying amount of Capital work in Progress (CWIP) as per Ind AS 23 'Borrowing Costs'.

**Note 31** Based on information available with the company, there are few suppliers/service providers who are registered as micro, small or medium enterprise under The Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006). Information in respect of micro and small enterprises as required by Companies Act 2013 and MSMED Act, 2006 is given as under:

Sr. No	Particulars	Trade Payables		Others	
		As at 31.03.2023	As at 31.03.2022	As at 31.03.2023	As at 31.03.2022
	Principal amount and interest due thereon remaining unpaid to any supplier as at end of each accounting year:				
	Principal	Nil	Nil	Nil	Nil
1	Interest	Nil	Nil	Nil	Nil
2	The amount of Interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	Nil	Nil	Nil	Nil
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	Nil	Nil	Nil	Nil
4	The amount of interest accrued and remaining unpaid at the end of each accounting year	Nil	Nil	Nil	Nil
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	Nil	Nil	Nil	Nil

**Note 32 Disclosure as per Ind AS 116 - "Leases"**

a) **As a Lessor - Finance Leases:**

The Company has classified and accounted for the arrangements bilateral assets as finance leases. Bilateral Line Assets with the beneficiary are for the period of 35 Years as specified in Transmission Service Agreement.

Other Non-Current Financial Assets and Other Current Financial Assets include lease receivables representing the present value of future lease rentals receivable on the finance lease transactions entered into by the company with the constituents in respect of Bilateral Line Assets. Disclosure requirements of Ind AS 116 'Leases' notified under the Companies Act, 2013 are given as under:

(i) Details of gross investment in lease, un-earned finance income and present value of minimum lease payments receivables at the end of financial year are given as under:

Particulars	(₹ in lakh)	
	As at 31st March, 2023	As at 31st March, 2022
Gross investment in Lease	2,38,764.59	-
Un-earned Finance Income	1,60,458.15	-
Present value of Minimum Lease Payment (MLP)	78,306.44	-

(ii) The value of contractual maturity of such leases is as under:

(₹ in lakh)

Particulars	Gross Investment in Lease		Present Value of MLPs	
	As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2023	As at 31st March, 2022
Not later than one year	10,415.71	-	1,720.18	-
Later than one year and not later than two years	10,415.57	-	1,887.75	-
Later than two years and not later than three years	10,364.78	-	2,047.16	-
Later than three years and not later than four years	10,312.22	-	2,222.54	-
Later than four years and not later than five years	10,257.80	-	2,437.04	-
Later than five years	1,86,998.51	-	67,991.77	-
<b>Total</b>	<b>2,38,764.59</b>	<b>-</b>	<b>78,306.44</b>	<b>-</b>

(iii) There is difference in balance lease receivable as at year end as per accounts and Present value of Minimum Lease Payment (MLP) on account of credit period allowed to customer amounting to ₹ 637.78 Lakhs (Previous Year ₹ 0.00 Lakhs).

**b) As a Lessee:**

The company has taken assets on lease such as dark fibre, colocation & repeater shelter spaces and office buildings etc. for various periods which are assessed and accounted as per the requirements of Ind AS 116 - "Leases" and required disclosures as per the said Ind AS are as follows:

ROU Assets:

Additions, termination/disposal and depreciation charge on right of use assets for the year and carrying amount of the same as at the end of the financial year by class of underlying asset has been disclosed in note no. 4 as a separate line item.

Lease Liabilities:

Interest expense on lease liabilities for the year is shown under note no. 23 and total cash outflow for leases for the year has been disclosed in statement of cash flow under financing activities as separate line item and maturity analysis of lease liabilities has been disclosed in note no. 27.

Short term leases:

The company does not have any short-term lease arrangements.

**Note 33 Corporate Social Responsibility (CSR) Expenses**

As per Section 135 of the Companies Act, 2013 along with Companies (Corporate Social Responsibility Policy) Rules, 2014 read with DPE guidelines no F.No.15 (13)/2013-DPE (GM), the Company is required to spend, in every financial year, at least two per cent of the average net profits of the Company made during the three immediately preceding financial years in accordance with its CSR Policy.

Since, Company has not satisfied any of the criteria provided in Section 135 of the Companies Act, 2013, the Company is not required to spend any amount for CSR activities.

Note 34 Fair Value Measurement

(₹ in lakh)

Financial Instruments by category	As at 31st March, 2023	As at 31st March, 2022
	Amortised cost	Amortised cost
<b>Financial Assets</b>		
Cash & cash Equivalents	3.54	15.15
Bank Balance	1,033.32	-
<b>Other Financial Assets</b>		
Current	2,358.08	0.04
Non-Current	76,586.27	-
<b>Total Financial assets</b>	<b>79,981.21</b>	<b>15.19</b>
<b>Financial Liabilities</b>		
Borrowings	60,118.60	44,333.99
Trade Payables	118.36	-
<b>Other Financial Liabilities</b>		
Current	5,225.39	5,689.62
Non-Current	-	-
<b>Total financial liabilities</b>	<b>65,462.35</b>	<b>50,023.61</b>

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are measured at fair value and financial instruments that are measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Financial instruments that are measured at Amortised Cost:

(₹ in lakh)

Particulars	Level	As at 31st March, 2023		As at 31st March, 2022	
		Carrying Amount	Fair value	Carrying Amount	Fair value
<b>Financial Liabilities</b>					
Borrowings	2	60,118.60	60,167.46	44,333.99	42,018.12
<b>Total financial liabilities</b>		<b>60,118.60</b>	<b>60,167.46</b>	<b>44,333.99</b>	<b>42,018.12</b>

The carrying amounts of trade receivables, trade payables, Bank Balance, cash and cash equivalents, other current financial assets and other current financial liabilities are considered to be the same as their fair values, due to their short-term nature. The carrying values of finance lease receivables approximates the fair value as these are periodically evaluated based on credit worthiness of customer and allowance for estimated losses is recorded based on this evaluation.

For financial assets that are measured at fair value, the carrying amounts are equal to the fair values.

**Level 1:** Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity bonds which are traded in the stock exchanges, valued using the closing price as at the reporting period.

**Level 2:** The fair value of financial instruments that are not traded in an active market (for example, traded bonds) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

**Level 3:** If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification assets included in level 3.

There are no transfers between levels 1 and 2 during the year. The company's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

**Valuation technique used to determine fair value:**

Specific valuation techniques used to value financial instruments includes:

- the use of quoted market prices or dealer quotes for similar instruments
- the fair value of the remaining financial instruments is determined using discounted cash flow analysis.

All of the resulting fair value estimates are included in level 2.

**Note 35 Disclosure as per Ind AS 24 - "Related Party Disclosures"**

**(a) Holding Company**

Name of entity	Place of business/ Country of incorporation	Proportion of Ownership	
		As at 31st March, 2023	As at 31st March, 2022
Power Grid Corporation of India Limited	India	100%	100%

**(b) Subsidiaries of Holding Company**

Name of entity	Place of business/ Country of incorporation
POWERGRID Vemagiri Transmission Limited	India
POWERGRID NM Transmission Limited	India
POWERGRID Unchahar Transmission Limited	India
POWERGRID Southern Interconnector Transmission System Limited	India
POWERGRID Medinipur Jeerat Transmission Limited	India
POWERGRID Mithilanchal Transmission Limited	India
POWERGRID Varanasi Transmission System Limited	India
POWERGRID Jawaharpur Firozabad Transmission Limited	India
POWERGRID Khetri Transmission System Limited	India
POWERGRID Bhuj Transmission Limited	India
POWERGRID Bhind Guna Transmission Limited	India
POWERGRID Ajmer Phagi Transmission Limited	India
POWERGRID Fatehgarh Transmission Limited	India
POWERGRID Meerut Simbhavali Transmission Limited	India
Central Transmission Utility of India Limited	India
POWERGRID Ramgarh Transmission Limited (Erstwhile Ramgarh New Transmission	India
POWERGRID Himachal Transmission Limited (Erstwhile Jaypee POWERGRID Limited)	India
POWERGRID Bikaner Transmission System Limited (Erstwhile Bikaner-II Bhiwadi	India
POWERGRID Sikar Transmission Limited (Erstwhile Sikar New Transmission Limited)	India
POWERGRID Bhadla Transmission Limited (Erstwhile Fatehgarh Bhadla Transco Limited)	India
POWERGRID Aligarh Sikar Transmission Limited (Erstwhile Sikar II Aligarh	India
POWERGRID Teleservices Limited	India
POWERGRID Energy Services Limited	India
POWERGRID Narela Transmission Limited (Erstwhile Khetri Narela Transmission	India
POWERGRID Gomti Yamuna Transmission Limited (Erstwhile Mohanlalganj Transmission Limited)**	India
POWERGRID Neemuch Transmission System Limited (Erstwhile Neemuch Transmission Limited)#	India
POWERGRID ER NER Transmission Limited (Erstwhile ER NER Transmission Limited)##	India

Khavda II-B Transmission Limited***	India
Khavda II-C Transmission Limited***	India
Khavda RE Transmission Limited***	India
KPS2 Transmission Limited***	India
KPS3 Transmission Limited***	India
ERWR Power Transmission Limited***	India
Raipur Pool Dhamtari Transmission Limited###	India
Dharamjaigarh Transmission Limited###	India
Bhadla Sikar Transmission Limited###	India

\*100% equity acquired by POWERGRID from PFC Consulting Limited on 11.05.2022

\*\*100% equity acquired by POWERGRID from PFC Consulting Limited on 30.05.2022

#100% equity acquired by POWERGRID from REC Power Development and Consultancy Limited (erstwhile REC Power Distribution Company Limited) on 24.08.2022.

##100% equity acquired by POWERGRID from REC Power Development and Consultancy Limited (erstwhile REC Power Distribution Company Limited) on 10.10.2022

\*\*\*100% equity acquired by POWERGRID from REC Power Development and Consultancy Limited (erstwhile REC Power Distribution Company Limited) on 21.03.2023

###100% equity acquired by POWERGRID from PFC Consulting Limited on 28.03.2023

**(b) Joint Ventures of Holding company**

Name of entity	Place of business/ Country of incorporation
Powerlinks Transmission Limited	India
Torrent Power Grid Limited	India
Parbati Koldam Transmission Company Limited	India
Teestavalley Power Transmission Limited	India
North East Transmission Company Limited	India
National High Power Test Laboratory Private Limited	India
Bihar Grid Company Limited	India
Energy Efficiency Services Limited	India
Cross Border Power Transmission Company Limited	India
RINL POWERGRID TLT Private Limited*	India
Butwal-Gorakhpur Cross Border Power Transmission Limited#	India
Power Transmission Company Nepal Limited	Nepal

\*POWERGRID's Board of Directors in its meeting held on 01.05.2018 accorded in principle approval to close RINL Powergrid TLT Private Limited (RPTPL) and seek consent of other JV Partner Rashtriya Ispat Nigam Limited (RINL). RINL's Board of Directors in its meeting held on 08.03.2019 has agreed in principle for winding up proceedings of RPTPL & to seek the approval from Ministry of Steel(MoS), Government of India, for closure of RPTPL. The approval for closure of RPTPL is received on 11.07.2022 from MoS.

#Incorporated on 31.08.2022 as a Joint Venture between POWERGRID and Nepal Electricity Authority (NEA) with equity participation of 50:50 for implementation of Indian Portion of New Butwal - Gorakhpur 400 kV Double Circuit (Quad Moose) Cross Border Transmission Line.

**(c) Associates of Holding Company**

Name of entity	Place of business/ Country of incorporation
POWERGRID Kala Amb Transmission Limited	India
POWERGRID Jabalpur Transmission Limited	India
POWERGRID Warora Transmission Limited	India
POWERGRID Parli Transmission Limited	India

(d) Key Managerial Personnel

**Whole Time Directors**

Name	Designation
Shri Mukesh Khanna	Chairperson (Joined on 05.04.2023)
Shri Sunil Agarwal	Chairperson (Resigned on 31.03.2023)
Shri P V Nath	Director (Resigned on 30.11.2022)
Shri Ravindra Nagpal	Director (Resigned on 30.04.2023)
Shri Ramamurthy Rajagopalan	Director (Resigned on 30.04.2022)
Shri Deeptikanta Biswal	Director (Continuing)
Smt. Seema Gupta	Director (Continuing)
Shri Sanjay Jain	CFO (Resigned on 30.11.2022)
Shri Abhay Singh	CFO (Joined on 01.12.2022)
Shri Arup Samanta	Company Secretary (Continuing)

(e) Government Related Entities

The Company is a wholly owned subsidiary of Central Public Sector Undertaking (CPSU) controlled by Central Government by holding majority of shares.

The Company has business transactions with other entities controlled by the GOI for procurement of capital equipment, spares and services. Transactions with these entities are carried out at market terms on arms-length basis through a transparent price discovery process against open tenders, except in a few cases of procurement of spares/services from Original Equipment Manufacturer (OEM) for proprietary items/or on single tender basis due to urgency, compatibility or other reasons. Such single tender procurements are also done through a process of negotiation with prices benchmarked against available price data of same/similar items.

The above transactions are in the course of normal day-to-day business operations. Such entities with which the company has significant transactions including but not limited to BHEL for construction of Substation for the year of ₹ 11439.49 Lakhs (Previous Year ₹ 6933.78 Lakhs).

(f) Outstanding balances arising from sales/purchases of goods and services

The following balances are outstanding at the end of the reporting period in relation to transactions with related parties:

(₹ in lakh)

Particulars	As at 31st March, 2023	As at 31st March, 2022
<b><u>Amounts payable</u></b>		
Power Grid Corporation of India Ltd. (Holding Company)		
Purchases of goods and services - O&M Maintenance / Consultancy	96.97	344.45
Loans from Holding Company	59,098.25	43,980.77
Interest Accrued on Loan	1020.35	353.22
Other Payables	604.30	
<b><u>Amounts Receivable</u></b>		
Power Grid Corporation of India Ltd. (Holding Company)		
Other Receivables	0.04	-

**(g) Transactions with related parties**

The following transactions occurred with related parties (excluding taxes):

(₹ in lakh)

Particulars	For the Year ended 31st March, 2023	For the Year ended 31st March, 2022
<b>Power Grid Corporation of India Ltd. (Holding Company)</b>		
Purchase of Goods or Services - O&M Maintenance / Consultancy Expense	492.23	766.11
Material sent on for replenishment basis	922.50	-
Material received for replenishment	922.50	-
Reimbursement of Expenses made	488.13	1.47
Additional Loan obtained during the year	15,117.48	33,442.47
Investments Received during the year (Equity)	3,310.00	8,748.00
Interest paid on Loan	3,908.48	1,442.93

**Note 36 Segment Information**

The Board of Directors is the company's Chief operating decision maker who monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. One reportable segment has been identified on the basis of product/services. The company has a single reportable segment i.e., Power transmission network for transmission system.

The operations of the company are mainly carried out within the country and therefore there is no reportable geographical segment.

**Note 37 Capital and other Commitments**

(₹ in lakh)

Particulars	As at 31st March, 2023	As at 31st March, 2022
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	7,206.95	17,840.68

**Note 38 Contingent Liabilities and contingent assets**

**A. Contingent Liabilities**

Contingent liabilities include ₹ 672.12 lakh (Previous Year ₹0.00 lakh) for Liquidated Damage charged by Uttar Pradesh Power Corporation Ltd for delay in commissioning of Sambhal GIS Sub Station element. Company has represented for condonation of delay and waiver of such liquidated damage along with the reasonable grounds.

**Note 39 Capital management**

**a) Risk Management**

The company's objectives when managing capital are to maximize the shareholder value; safeguard its ability to continue as a going concern; maintain an optimal capital structure to reduce the cost of capital.

For the purpose of the company's capital management, equity capital includes issued equity capital and all other equity reserves attributable to the equity holders of the company. The company manages its capital structure and makes adjustments in light of changes in economic conditions. To maintain or adjust the capital structure, the company may adjust the dividend payment to shareholders, regulate investments in its projects, return capital to shareholders or issue new shares. The company monitors capital using debt-equity ratio, which is the ratio of long term debt to total net worth. The company includes within long term debt, interest bearing loans and borrowings and current maturities of long-term debt.

The debt –equity ratio of the Company was as follows: -

Particulars	As at 31st March, 2023	As at 31st March, 2022
Long term debt (₹ in lakh)	59,098.25	43,980.77
Equity (₹ in lakh)	14,795.31	10,806.44
Long term debt to Equity ratio	3.99	4.07

No changes were made in the objectives, policies or processes for managing capital during the years ended 31.03.2023 and 31.03.2022.

**b) Dividends**

The company has not declared or paid dividend during the year.

**Note 40 Earnings per share**

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
Basic and diluted earnings per share attributable to the equity holders of the company (in ₹)	0.54	-0.01
Total Earnings attributable to the equity holders of the company (₹ in lakh)	678.87	-5.68
Weighted average number of shares used as the denominator	12,54,14,521	4,85,41,041

**Note 41 Income Tax expense**

This note provides an analysis of the company's income tax expense, and how the tax expense is affected by non-assessable and non-deductible items. It also explains significant estimates made in relation to the Company's tax position.

**(a) Income tax expense**

(₹ in lakh)

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
<u>Current Tax</u>		
Current tax on profits for the year	-	-
<u>Deferred Tax expense</u>		
Origination and reversal of temporary differences	228.32	4.64
<b>Total deferred tax expense/benefit</b>	<b>228.32</b>	<b>4.64</b>
<b>Income tax expense (A+B)</b>	<b>228.32</b>	<b>4.64</b>

**(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:**

(₹ in lakh)

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
Profit before income tax expense including movement in Regulatory Deferral Account Balances	907.19	-1.04
<b>Tax at the Company's domestic tax rate of 25.168 %</b>	<b>228.32</b>	<b>-0.26</b>
Tax effect of:		
Deductible tax items	-	-
Deferred Tax expense/(income)	-	4.90
<b>Income tax expense</b>	<b>228.32</b>	<b>4.64</b>

**Note 42 Employee Benefits**

The Company does not have any permanent employees. The personnel working for the company are from holding company on secondment basic and are working on time share basis. The employee cost (including retirement benefits such as Gratuity, leave encashment, post-retirement benefits etc.) in respect of personnel working for the company are paid by holding company and holding company is raising the invoice to the Subsidiary company towards Consultancy charges for maintenance of Transmission Assets as per the agreement. Since there are no employees in the company, the obligation as per Ind-AS 19 does not arise. Accordingly, no provision is considered necessary for any retirement benefit like gratuity, leave salary, pension etc., in the books of the company.

**Note 43 Recent Pronouncements**

On 31.03.2023, Ministry of Corporate Affairs (“MCA”) has notified the Companies (Indian Accounting Standards) Amendment Rules, 2023 applicable from 01.04.2023. The Company will assess and implement the amendments in the FY 2023-24, as applicable.

**Note 44** a) Figures have been rounded off to nearest rupees in lakh up to two decimals.

- b) Previous year figures have been regrouped/ rearranged wherever considered necessary.
- c) The first part of the commercial operation of the company was commenced w.e.f. 19.06.2022. Commercial Operation of the remaining part was commenced on 30.03.2023. Accordingly, the operational revenue and related expenses are accounted for aforesaid date(s) to 31.03.2023. Due to above, the figures of Profit and Loss Account are not comparable with figures of previous year.

**As per our report of even date**

**For K K Nigam & Co**  
Chartered Accountants  
ICAI FRN: (004547C)

**KRISHAN** Digitally signed  
by KRISHAN  
**KUMAR** KUMAR NIGAM  
**NIGAM** Date:  
2023.05.11  
18:06:37 +05'30'

K K Nigam  
Partner  
Membership No: 015067  
Date : 11.05.2023  
Place : Lucknow  
UDIN : 23015067BHABSX1809

**For and on behalf of Board Of Directors**

**MUKESH** Digitally signed by  
**KHANNA** MUKESH KHANNA  
Date: 2023.05.11  
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**MUKESH KHANNA**  
Chairman  
DIN-09195110  
Date : 11.05.2023

Place : Gurugram  
Digitally signed by  
**ABHAY** ABHAY SINGH  
**SINGH** Date: 2023.05.11  
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**Abhay Singh**  
CFO  
PAN : CIAPS2487P  
Date : 11.05.2023  
Place: Lucknow

**DEEPTI** Digitally signed by  
**KANTA** DEEPTI KANTA  
**BISWAL** BISWAL  
Date: 2023.05.11  
16:40:56 +05'30'

**Deepti Kanta Biswal**  
Director  
DIN-0009632039  
Date : 11.05.2023  
Place : Gurugram

**Arup** Digitally signed  
**Samanta** by Arup Samanta  
Date: 2023.05.11  
16:44:52 +05'30'

**Arup Kumar Samanta**  
Company Secretary  
Mem. No. F5344  
Date : 11.05.2023  
Place : Gurugram