(Formerly known as Bikaner-II Bhiwadi Transco Limited)

Wholly Owned Subsidiary of Power Grid Corporation of India Limited

(CIN: U40300DL2020GOI363669)

ANNUAL REPORT (2021-22)

(Formerly known as Bikaner-II Bhiwadi Transco Limited)

DIRECTORS' REPORT

To, Dear Members,

I am delighted to present on behalf of the Board of Directors, the Second Annual Report of POWERGRID Bikaner Transmission System Limited (PBTSL) *(Formerly known as Bikaner-II Bhiwadi Transco Limited)* on the working of the Company together with Audited Financial Statement and Auditors Report for the financial year ended 31st March, 2022.

State of the Company's Affairs & Project implementation

POWERGRID Bikaner Transmission System Limited (PBTSL) was acquired by POWERGRID on May 12, 2020 under Tariff based competitive bidding from PFC Consulting Limited (the Bid Process Coordinator) to establish transmission system for Transmission system strengthening scheme for evacuation of power from solar energy zones in Rajasthan (8.1 GW) under Phase II – Part F. The Transmission system comprises establishment of a new 400kV S/S at Bikaner II with STATCOM and 400kV M/C transmission line from Bikaner to Khetri, 400kV D/C from Khetri to Bhiwadi and associated Substation extension works in the State of Rajasthan and Haryana. The Company was granted transmission license by CERC on 12.06.2021.

The Scope of Transmission Project includes: -

- 1. Establishment of 400/220 kV, 6x500 MVA pooling station at Bikaner-II PS with suitable bus sectionalisation at 400 kV and 220 kV level and with 420kv (2x125 MVAR) bus reactor.
- 2. Bikaner-II PS Khetri 400 Kv 2xD/c line (Twin HTLS* On M/c Tower).
- 3. 1x80 MVAR switchable line reactor on each circuit at both end of Bikaner-II Khetri 400 Kv 2xD/c line.
- 4. 4 No.'s of 400Kv line bays at Khetri for Bikaner-II PS Khetri 400 Kv 2xD/c line.
- 5. Khetri-Bhiwadi 400 Kv D/c Line (Twin HTLS).
- 6. 2 No.'s of 400Kv line bays at Khetri for Khetri-Bhiwadi 400 Kv D/c Line
- 7. 2 no. of 400 KV (GIS) line bays at Bhiwadi for Khetri-Bhiwadi 400 KV D/c Line.
- 8. STATCOM at Bikaner-II S/s.

Financial Performance

Rs. in Laki		
Particulars	2021-22	2020-21
Revenue from Operations	0.00	0.00
Other Income	0.00	0.00
Total Income	0.00	0.00

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Expenses	2.78	0.14
Profit before Tax	(2.78)	(0.14)
Profit after Tax	(2.08)	(0.10)
Earnings Per Equity Share (Rs.)	(0.15)	(1.18)

Share Capital

The Authorized and Paid-up Share Capital as on 31st March, 2022 of the Company were Rs. 70,00,000 and Rs. 22,21,00,000 respectively.

During the year under review, the Authorized Share Capital of the Company has been increased from Rs.1,00,000/- (Rupees One Lakh Only), divided into 10,000 (Ten Thousand) Equity Shares of Rs. 10/- (Rupee Ten Only) each to Rs. 70,00,00,000 (Rupees Seventy Crores only) divided into 7,00,00,000 (Seven Crore Only) Equity Shares of Rs.10/- (Rupees Ten) each.

Dividend and Transfer to Reserves

Your Company's Project is under implementation hence, Company has not started its commercial operations and there is no operational income/profit so your Company do not propose to carry any amount to the reserves for the Financial Year ended 31st March, 2022. Your Directors have not recommended any dividend on the equity shares for the period under review.

Particulars of Loans, Guarantees or Investments

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

Particulars of contracts or arrangements with related parties

Particulars of contracts or arrangements with related parties referred to Section 188 of the Companies Act, 2013, in the prescribed form AOC-2, are given as **Annexure - I** to the Directors' Report.

Material changes & commitments

There are no material changes / commitments affecting financial position of the company occurring between the date of Financial Statements and the Board's Report.

(Formerly known as Bikaner-II Bhiwadi Transco Limited)

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 passed by any authority during the Financial Year impacting the going concern status and Company's operation in future.

<u>Deposits</u>

Your Company has not accepted any deposit for the period under review.

Subsidiaries, Joint Ventures and Associate Companies

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

Directors' Responsibility Statement

As required under section 134(3)(c) & 134(5) of the Companies Act, 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; and
- e. 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.

Conservation of Energy, Technology absorption, Foreign Exchange Earning and Out Go

There is no Conservation of Energy, Technology absorption and Foreign Exchange Earnings and out go for the period under review.

(Formerly known as Bikaner-II Bhiwadi Transco Limited)

Annual Return

In accordance with Section 134 (3) (a) of the Companies Act, 2013, Annual Return of the Company is available on the website of the Power Grid Corporation of India Limited (Holding Company) and can be accessed at: https://www.powergrid.in/sites/default/files/Draft%20MGT-7_PBTSL.pdf?download=1.

Board of Directors and Key Managerial Personnel

As on 31st March, 2022, the Board of the Company comprised of four (04) Directors viz. Shri Abhay Choudhary, Shri Rajil Srivastava, Shri Sandeep Kumar Jain, Shri Awadhesh Kumar Mishra.

During the Financial year 2021-22, there were some changes in the composition of Board of Directors, Shri Neeraj Singh tendered his resignation as on 31.05.2021.

Further, after the end of the Financial year 2021-22. Shri Abhay Choudhary ceased to be Director of the Company w.e.f. 04.08.2022. The Board expressed their gratitude for the contributions made by Shri Abhay Choudhary during his tenure as a Director of the Company.

Dr. Vinod Kumar Singh was appointed as an Additional Director w.e.f. 4th August, 2022 who holds office up to the date of ensuing Annual General Meeting (AGM).

In accordance with the provisions of the Companies Act, 2013 read with Articles of Association of the Company, Shri Rajil Srivastava shall retire by rotation at the Annual General Meeting of your Company and being eligible, offers himself for re-appointment.

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

Number of Board meetings during the year

During the financial year 2021-22, Seven (7) meetings of Board of Directors were held on 14.06.2021, 01.09.2021, 22.09.2021, 26.10.2021, 01.02.2022, 23.02.2022 and 29.03.2022 respectively. The detail of number of meetings attended by each Director during the financial year are as under:

(Formerly known as Bikaner-II Bhiwadi Transco Limited)

Name of Director	Designation	No. of Board Meetings which were entitled to attend during Financial year ended 31 st March, 2022.	No. of Board Meetings which were attended during the Financial year ended 31 st March, 2022.
Shri Abhay Choudhary (Ceased to be Director w.e.f. 04.08.2022)	Chairman	7	7
Shri Rajil Srivastava	Director	7	7
Shri Sandeep Kumar Jain	Director	7	7
Shri Awadhesh Kumar Mishra	Director	7	2
Dr. Vinod Kumar Singh (Appointed as Additional Director w.e.f. 04.08.2022)	Additional Director	0	0

Committees of the Board

Audit Committee and Nomination & Remuneration Committee

Being the wholly owned subsidiary of POWERGRID, your Company is not required to constitute an Audit Committee and Nomination & Remuneration Committee in terms of notifications dated 5th July, 2017 and 13th July, 2017 issued by the Ministry of Corporate Affairs (MCA).

Declaration by Independent Directors

Ministry of Corporate Affairs (MCA) vide notification dated 05th July 2017 had amended the Rule 4 of Companies (Appointment and Qualification of Directors) Rules, 2014 {said Rule 4} as per which the unlisted public companies in the nature of wholly owned subsidiaries are exempted from the requirement of appointing Independent Directors on their Board. Accordingly, PBTSL, being a Wholly Owned Subsidiary of Power Grid Corporation of India Limited is exempted from the requirement of appointing Independent Directors on their Board.

Performance Evaluation

As per notification dated June 5, 2015 issued by the Ministry of Corporate Affairs, the provision related to evaluation of performance of Board, its committees and individual

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directors under section 178(2) of the Companies Act, 2013 is exempt for Government Companies.

Statutory Auditors

M/s PAS & Co., Chartered Accountants, was appointed by Comptroller and Auditor General of India as Statutory Auditors of the Company for the Financial Year 2021-22.

Statutory Auditors' Report

M/s PAS & Co., Chartered Accountants have given an unqualified report for the period from date of Incorporation for the Year ended 31st March, 2022. The report is self-explanatory and does not require any further comments by the Board.

<u>Details in respect of frauds reported by auditors other than those which are</u> <u>reportable to the Central Government</u>

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, including rules made thereunder.

Comptroller and Auditor General's (C&AG) Comments

Your Company has received 'NIL' Comments on the financial statements for the Financial year ended 31st March, 2022 by the Comptroller and Auditor General of India under Section 143(6) of the Companies Act, 2013. Copy of letter dated 11th July, 2022 received from C&AG is placed at **Annexure-II** to this report.

Secretarial Audit Report

The requirement of obtaining a Secretarial Audit Report from the practicing company secretary is not applicable to the Company.

Corporate Social Responsibility (CSR)

As per Section 135 of the Companies Act, 2013, every Company having net worth of Rs. 500 Crore or more, or Turnover of Rs. 1000 Crore or more or a Net Profit of Rs. 5 Crore or more during immediately preceding Financial Year, is required to spend, at least 2% of the Average Net Profits of the Company made during the three immediately preceding Financial Years, in pursuance of its Corporate Social Responsibility Policy. Since, the Company has not satisfied any of the above criteria during the FY 2021-22, the provisions of Section 135 requiring to incur expenditure on CSR were not applicable on the Company for the Financial Year 2021-22.

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Development & Implementation of Risk Management Policy

Your Company being a wholly owned subsidiary of POWERGRID is covered under its Risk Management Framework.

Particulars of Employees

As per Notification dated June 5, 2015 issued by the Ministry of Corporate Affairs, the provisions of Section 197 of the Companies Act, 2013 & corresponding rules of Chapter XIII are exempted for Government Companies. As your Company is a Government Company, the information has not been included as a part of Directors' report.

Prevention of Sexual Harassment Policy

Since, the Company is a Wholly Owned subsidiary of Power Grid Corporation of India Limited, a single Internal Complaint Committee is in place established by its Holding Company to redress the complaints regarding sexual harassment in line with the Sexual Harassment of Women at Workplace (Prevention, Prohibitions and Redressal) Act, 2013.

There was no incidence of Sexual Harassment during the Financial Year 2021-22.

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 as at 31st March, 2022.

Insolvency and Bankruptcy Code, 2016

During the Financial Year 2021-22, no application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the year along with their status as at the end of the financial year is not applicable

Right to Information

In compliance to 'Right to Information Act, 2005, an appropriate mechanism is in place in the Company for promoting transparency and accountability, wherein the Company has nominated Central Public Information Officer / Appellate Authorities to provide required information under the provisions of Act.

Maintenance of Cost Records of the Company

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Maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, is not applicable to the Company during Financial Year 2020-21.

Compliance with Secretarial Standards

The Company follows the applicable Secretarial Standards issued by the Institute of Companies Secretaries of India and approved by the Central Government under Section 118(10) of the Act.

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 BIKANER TRANSMISSION SYSTEM LIMITED

> -/Sd (Vinod Kumar Singh) Chairman DIN: 08679313

Date: 26.08.2022 Place: Gurgaon

(Formerly known as Bikaner-II Bhiwadi Transco Limited)

Annexure I

POWERGRID BIKANER TRANSMISSION SYSTEM 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 or arrangements or transactions not at Arm's length basis.

SI. 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 contracts 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 or arrangements or transactions at Arm's length basis.

SI.	Particulars	Details
No.		
а	Name (s) of the related party & nature of relationship	Power Grid Corporation of India Limited (POWERGRID)) [holding company w.e.f. 25.03.2021].
b	Nature of contracts/arrang ements/transact ion	Part (A) to avail all inputs and services as may be required by the Company from POWERGRID (Holding Company) @ 2% of the actual project cost (excl. IDC and Consultancy Fee) plus GST as applicable.

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		Part (B) to take any security(ies) / guarantee(s) in connection with
		loan(s) / any form of debt including ECBs and/or to avail Inter
		corporate loan(s) on cost to cost basis, or a combination thereof,
		up to an amount of Rs 1118 crore from POWERGRID.
С	Duration of the	Part (A) Commissioning of the project including associated
	contracts/arrang	reconciliation activities.
	ements/transact	Part (B) As mutually agreed.
	ion	
d	Salient terms of	Refer (b)
	the contracts or	
	arrangements or	
	transaction	
	including the	
	value, if any	
е	Date of approval	For Part (A) 25.03.2021
	by the Board	For Part (B) 25.03.2021
f	Amount paid as	-
	advances, if any	

For and on behalf of POWERGRID BIKANER TRANSMISSION SYSTEM LIMITED

Sd/-
(Vinod Kumar Singh)
Chairman
DIN: 08679313

Date: 26.08.2022 Place: Gurgaon



No. D60(E) fep /o1 - 216 /4/cs -PBTSL /2022-23 /14/ भारतीय लेखापरीक्षा और लेखा विभाग कार्यालय महा निदेशक लेखापरीक्षा (ऊर्जा) नई दिल्ली INDIAN AUDIT & ACCOUNTS DEPARTMENT Office of the Director General of Audit (Energy) New Delhi

Dated: 11/07/2022

सेवा में

अध्यक्ष, पॉवरग्रिड बीकानेर ट्रांसमिशन सिस्टम लिमिटेड, नई दिल्ली।

विषय: 31 मार्च 2022 को समाप्त वर्ष के लिए पॉवरग्रिड बीकानेर ट्रांसमिशन सिस्टम लिमिटेड, नई दिल्ली के वार्षिक लेखाओं पर कम्पनी अधिनियम, 2013 की धारा 143(6)(b) के अन्तर्गत भारत के नियंत्रक-महालेखापरीक्षक की टिप्पणियाँ।

महोदय,

मैं, पॉवरग्रिड बीकानेर ट्रांसमिशन सिस्टम लिमिटेड, नई दिल्ली के 31 मार्च 2022 को समाप्त वर्ष के लेखाओं पर कम्पनी अधिनियम, 2013 की धारा 143(6)(b) के अन्तर्गत भारत के नियंत्रक-महालेखापरीक्षक की टिप्पणियाँ अग्रेषित कर रहा हूँ।

कृपया इस पत्र की संलग्नकों सहित प्राप्ति की पावती भेजी जाए।

संलग्नक:- यथोपरि।

भवदीय.

37.35.27.25

(डी. के. शेखर) महानिदेशक

पाँचवा, छठा, सातवाँ, एवं दसवां तल, सी.ए.जी बिल्डिंग, एनैक्सी, 10, बहादुर शाह जफर मार्ग, नई दिल्ली- 110002 5th, 6th, 7th & 10th Floor, C.A.G Building Annexe, 10 Bahadur Shah Zafar Marg, New Delhi- 110002 Tel. : 011-23239213, 23239235 Fax : 011-23239211, Email : pdaenergydl@cag.gov.in 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 BIKANER TRANSMISSION SYSTEM LIMITED FOR THE YEAR ENDED 31 MARCH 2022

The preparation of financial statements of Powergrid Bikaner Transmission System Limited for the year ended 31 March 2022 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 Audit Report dated 20 June 2022.

I, on behalf of the Comptroller and Auditor General of India, have decided not to conduct the supplementary audit of the financial statements of Powergrid Bikaner Transmission System Limited for the year ended 31 March 2022 under Section 143(6)(a) of the Act.

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

(D. K. Šékar) Director General of Audit (Energy) New Delhi

Place: New Delhi Dated: 11/07/2022

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INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF

POWERGRID BIKANER TRANSMISSION SYSTEM LIMITED Erstwhile: BIKANER-II BHIWADI TRANSCO LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **POWERGRID BIKANER TRANSMISSION SYSTEM LIMITED** (Erstwhile: BIKANER-II BHIWADI TRANSCO LIMITED) (the "Company"), which comprise the Balance Sheet as at March 31, 2022, 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 a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022 and its loss, other 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 ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's Director's Report, but does not include the financial statements and our auditors' report thereon.

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

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

If based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibilities for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act withrespect 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 andcash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial 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 is also 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, whetherdue to fraud or error, design and perform audit procedures responsive to those risks, and obtain auditevidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- 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 underlyingtransactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

- 1. 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 A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2. In terms of subsection (5) of section 143 of the Companies Act, 2013, we give in the **Annexure B**" a statement on the directions issued under the aforesaid section by the Comptroller and Auditor General of India.
- 3. 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 except, balance confirmation certificate of the balance outstanding as on 31.03.2022 from sundry creditors/vendors, confirmation with respect to Interest received / accrued by the Company on the mobilization advance paid to the sundry creditors/vendors/ contractors along with the TDS deducted on such Interest Income, confirmation with respect to retention money retained from the sundry creditors/vendors and confirmation with respect to TCS Booked which is charged by the vendors/ contractors on their Invoices.

- 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 Flows dealt with by this Report arein agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Ind AS specifiedunder Section 133 of the Act.
- e) As informed to us, the company does not have any branch in India or abroad, hence, requirement branch audit is not applicable to company.
- f) Being a Subsidiary of a Government Company, Section 164(2) of the Act pertaining to disqualification of Directors are not applicable to the Company.
- g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C".
- h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197 (16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, Company has not paid any managerial remuneration to any Key management personnel (KMP), hence this clause is not applicable.
- i) 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 and (b) above, contain any material misstatement.
- v. During the year, Company did not declare or paid any Dividend.

For P A S & Company

Chartered Accountants (Firm's Registration No. 019679N)

Ankur Garg Digitally signed by Ankur Garg Date: 2022.06.20 18:29:39 +05'30'

Ankur Garg Partner (Membership No.522582) UDIN: 22522582ALGZBM8185

Place: Delhi Date: 20/06/2022

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of POWERGRID BIKANER TRANSMISSION SYSTEM LIMITED (Erstwhile: BIKANER-II BHIWADI TRANSCO LIMITED) of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of Property, Plant and Equipment:
 - (a) The company does not hold any of Property, Plant and Equipment except CWIP as on 31.03.2022 hence reporting under clause 3(i) a, b, c, and d of the Order is not applicable
 - (b) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2022 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
 - ii. (a) The Company does not have any inventory and hence reporting under clause 3(ii)(a) of theOrder is not applicable.
 - (b) The Company has not been sanctioned any working capital limits, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.
 - iii. The Company has not made any 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, during the year hence reporting under clause 3(iii) of the Order is not applicable.
 - iv. The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.
 - v. The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.
 - vi. The maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause 3(vi) of the Order is not applicable to the Company.
 - vii. In respect of statutory dues:
 - (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2022 for a period of more than six months from the date they became payable.

- (b) According to records of the Company, there are no statutory dues as referred to in sub-clause (a) above, which have not been deposited on account of any dispute.
- viii. There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- ix. (a) The Company during the year has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
 - (b) The Company has not been declared wilful defaulter by any bank or financial institution orgovernment or any government authority.
 - (c) On an overall examination of the financial statements of the Company we report that, term loans were applied for the purpose for which the loans were obtained.
 - (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.
 - (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures
 - (f) The Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- x. (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year.

(b) During the year, the Company has made allotment of equity shares through Right Issue and the requirements of section 42 and section 62 of the Companies Act, 2013 have been complied with and the funds raised have been used for the purposes for which the funds were raised. To this effect, Board of Directors in their meeting held on Wednesday, 23rd February, 2022 resolved that "in pursuance of Section 62(1) and 179 of the Companies Act, 2013 read with the Companies (Share Capital and Debenture) Rules, 2014, the approval of the Board be and is hereby accorded to the Company to make call for subscription of 5,78,50,000 equity shares of ₹10/- each at par aggregating ₹57,85,00,000/-(Rupees Fifty-Seven Crore and Eighty-Five Lakh only) to POWERGRID as per the following: On Application and Allotment: ₹10/- per share by 24th March, 2022". However, it was further informed that the Company has received only an amount of ₹22,20,00,000/- (Rupees Twenty-Two Crore Twenty Lakh Only) from POWERGRID against said Equity call within due date. Accordingly, to this effect, Board of Directors in their meeting held on Tuesday, 29th March, 2022 resolved that pursuant to provisions of Section 62 of the Companies Act, 2013 and the rules framed thereunder, the consent of the Board of Directors be and is hereby accorded for allotment of 2,22,00,000 (Two Crore Twenty-Two Lakh) Equity Shares of ₹10/- (Rupees Ten Only) each at par aggregating ₹22,20,00,000/- (Rupees Twenty-Two Crore Twenty Lakh Only) to POWERGRID

- xi. (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
 - (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
 - (c) As informed to us, no whistle blower complaints have been received by the Company during the year (and up to the date of this report). Hence reporting under clause 3(xi)(c) of the Order is not applicable
- xii. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.
- xiii. In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by theapplicable accounting standards.
- xiv. The company is not required to have internal audit system under section 138 of the Companies Act, 2013 hence reporting under clause 3(xiv) of the Order is not applicable
- xv. In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of theOrder is not applicable.
 - (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- xvii. The Company has incurred cash losses during the financial year covered by our audit amounting to Rs. 2.78 Lakhs and in the immediately preceding Financial Year amounting to Rs. 0.14 Lakhs
- xviii. There has been no resignation of the statutory auditors of the Company during the year.
- xix. On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We furtherstate that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. The company is not required to spend in pursuance of its Corporate Social Responsibility under section 135 of the Companies Act, 2013. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For P A S & Company

Chartered Accountants (Firm's Registration No. 019679N)

Ankur Garg

Ankur Garg Partner (Membership No.522582) UDIN: 22522582ALGZBM8185

Place: Delhi Date: 20/06/2022

ANNEXURE - B TO THE INDEPENDENT AUDITOR'S REPORT:

The Annexure referred to in Independent Auditors' Report to the members of the Company on the Ind AS Financial Statements for the year ended 31st March, 2022, we report that:

Compliance of Directions issued by CAG under Section 143(5) of the Companies Act, 2013 for the financial year 2021-2022 in case of POWERGRID BIKANER TRANSMISSION SYSTEM LIMITED (Erstwhile: BIKANER-II BHIWADI TRANSCO LIMITED)

- 1. Whether the company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated.
 - **Reply**: According to the information and explanations given to us, the Company has a system to process all the accounting transaction through accounting package ERP System (SAP) on Computers. Since all the transaction are made on accounting package in IT System by authorized access only, therefore accounting process is made in a safe environment.
- 2. Whether there is any restructuring of an 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.

Reply: According to the information and explanations given to us there is no such case in the organization during the year.

- 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.
 - **Reply**: According to the information and explanations given to us no fund has been received by the Company from Central/State agencies.

For P A S & Company Chartered Accountants (Firm's Registration No. 019679N)

Ankur Garg Digitally signed by Ankur Garg Date: 2022.06.20 18:30:12 +05'30'

Ankur Garg Partner

(Membership No.522582) UDIN: 22522582ALGZBM8185

Place: Delhi Date: 20/06/2022

ANNEXURE "C" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(g) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of POWERGRID BIKANER TRANSMISSION SYSTEM LIMITED (Erstwhile: BIKANER-II BHIWADI TRANSCO LIMITED) of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of sub- section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls over financial reporting of **POWERGRID BIKANER TRANSMISSION SYSTEM LIMITED** (Erstwhile: BIKANER-II BHIWADI TRANSCO LIMITED) (the "Company") as of March 31, 2022 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 Management of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conductof its business, including adherence to company's policies, the safeguarding of its assets, the prevention of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

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

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, a reasonable internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating reasonably as at 31st March, 2021, 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. We are of the opinion that the internal financial controls system over financial reporting needs further strengthening.

For P A S & Company

Chartered Accountants (Firm's Registration No. 019679N)

Ankur Garg

Digitally signed by Ankur Garg Date: 2022.06.20 18:30:21 +05'30'

Ankur Garg Partner (Membership No.522582) UDIN: 22522582ALGZBM8185

Place: Delhi Date: 20/06/2022

POWERGRID BIKANER TRANSMISSION SYSTEM LIMITED Erstwhile: BIKANER-II BHIWADI TRANSCO LIMITED CIN : U40300DL2020GOI363669

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

Balance Sheet as at 31st March, 2022

			(₹ in Lakh)
Particulars	Note	As at 31st March 2022	As at 31st March 2021
A ASSETS			
1 Non-current assets			
(a) Capital work in progess	<u>4</u>	54,979.67	2,429.36
(b) Deffered Tax Asset	<u>5</u>	0.74	0.04
(c) Other non-currrent assets	<u>6</u>	3,922.30	-
		58,902.71	2,429.40
2 Current assets			
(a) Financial Assets			
(i) Cash and cash equivalents	<u>Z</u>	1.35	1.00
(ii) Other current financial assets	<u>8</u>	36.58	54.09
		37.93	55.09
TOTAL ASSE	тs	58,940.64	2,484.49
B EQUITY AND LIABILITIES			
1 Equity			
(a) Equity Share Capital	<u>9</u>	2,221.00	1.00
(b) Other Equity	<u>10</u>	(2.18)	(0.10)
		2218.82	0.90
2 Liabilities			
(i) Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	<u>11</u>	42,459.60	-
		42,459.60	-
(i) Current liabilities			
(a) Financial liabilities			
(i) Other current financial liabilities	<u>12</u>	14,057.04	2,455.26
(b) Other current liabillities	<u>13</u>	205.18	28.33
		14,262.22	2,483.59
TOTAL EQUITY AND LIABILITI	ES	58,940.64	2,484.49

The accompanying Notes (1 to 36) form an Integral Part of Financial Statements.

As per our report on even date.

PAS & Company

Chartered Accountants, Firm Regn No. 019679N



Partner Mem. No. 522582 Place : New Delhi Date: 20.06.2022 For & On Behalf of The Board Of Directors.



Abhay Choudhary Chairman DIN: 07388432 Place: Gurugram Date: 20.06.2022



POWERGRID BIKANER TRANSMISSION SYSTEM LIMITED Erstwhile: BIKANER-II BHIWADI TRANSCO LIMITED

CIN: U40300DL2020GOI363669

B-9, Qutab Institutional Area, Katwaria Sarai, New Delhi-110016. Statement of Profit and Loss for the Period ended 31st March, 2022

(₹ in Lakh)

Sl. No.	Particulars	Note	For the year ended 31st March 2022	For the period from 12th May 2020 to 31st March 2021
Ι	Other Income	<u>14</u>	-	-
II	TOTAL INCOME		-	-
III	EXPENSES			
	Finance Costs	<u>15</u>	-	-
	Other Expenses	<u>16</u>	2.78	0.14
IV	Total Expenses		2.78	0.14
V	Profit/(Loss) Before Tax (II-IV)		(2.78)	(0.14)
VI	Tax Expense:			
	(1) Current tax - Current Year		-	-
	(2) Deferred Tax		(0.70)	(0.04)
VII	Total Tax Expense		(0.70)	(0.04)
VIII	Profit for the Period (V-VIII)		(2.08)	(0.10)
IX	Total Comprehensive Income for the period		(2.08)	(0.10)
	Earnings per Equity Share (Par Value ₹ 10 each)			
Х	(1) Basic (₹)		(0.15)	(1.18)
	(2) Diluted (₹)		(0.15)	(1.18)

The accompanying Notes (1 to 36) form an Integral Part of Financial Statements. As per our report on even date.

P A S & Company Chartered Accountants, Firm Regn No. 019679N



CA Ankur Garg Partner Mem. No. 522582 Place : New Delhi Date: 20.06.2022 For & On Behalf of The Board Of Directors.





Abhay Choudhary Chairman DIN: 07388432 Place: Gurugram Date: 20.06.2022

POWERGRID BIKANER TRANSMISSION SYSTEM LIMITED Erstwhile: BIKANER-II BHIWADI TRANSCO LIMITED

CIN: U40300DL2020GOI363669

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

Statement of Cash flows for the Period ended 31st March, 2022

		,	(₹ in Lakh)
SI.		For the period from	
No	Particulars	1st Apr 2021 to 31st	12th May 2020 to
	ratticulats	March 2022	31st March 2021
•			
Α	CASH FLOW FROM OPERATING ACTIVITIES		
	Profit Before Tax	(2.78)	(0.14)
	Net Cash from Operating Activities	(2.78)	(0.14)
В	CASH FLOW FROM INVESTING ACTIVITIES		
	Capital work in progress (including advances of capital expenditure)	(57,596.32)	(2,429.36)
	Adjustment for Changes in Assets and Liabilities	11,999.44	2,429.50
	Net Cash used in Investing Activities	(45,596.88)	0.14
С	CASH FLOW FROM FINANCING ACTIVITIES		
	Issue of Shares	2,220.00	1.00
	Proceeds from Borrowings	42,459.60	-
	Interest paid	920.41	
	Net Cash used in Financing Activities	45,600.01	1.00
D	Net change in Cash and Cash equivalents (A+B+C)	0.35	1.00
Ε	Cash and Cash equivalents (Opening balance)	1.00	-
F	Cash and Cash equivalents (Closing balance) (Refer Note 7)	1.35	1.00

Note:

1. Previous period figures have been re-grouped/ re-arranged wherever necessary

2. The accompanying Notes (1 to 36) form an Integral Part of Financial Statements.

As per our report on even date.

PAS & Company

Chartered Accountants, Firm Regn No. 019679N



CA Ankur Garg Partner Mem. No. 522582 Place : New Delhi Date: 20.06.2022 For & On Behalf of The Board Of Directors.



Abhay Choudhary Chairman DIN: 07388432 Place: Gurugram Date: 20.06.2022



POWERGRID BIKANER TRANSMISSION SYSTEM LIMITED Erstwhile: BIKANER-II BHIWADI TRANSCO LIMITED CIN : U40300DL2020GOI363669

Statement of Changes in Equity for the year ended 31st March, 2022

A. Equity Share Capital

Particulars	(₹ in Lakh)
As at 01st April 2021	1.00
Changes in equity share capital	2,220.00
As at 31st March 2022	2,221.00

Particulars	(₹ in Lakh)
As at 12th May 2020	-
Changes in equity share capital	1.00
As at 31st March 2021	1.00

B. Other Equity (₹ in Lakh	
Particulars	Reserves and Surplus
	Retained Earnings
As at 01st April 2021	(0.10)
Total Comprehensive Income for the Period	(2.08)
As at 31st March 2022	(2.18)

(₹ in Lakh)

Reserves and Surplus
Retained Earnings
-
(0.10)
(0.10)

The accompanying Notes (1 to 36) form an Integral Part of Financial Statements. Refer to Note 10 for Nature & Movement of Other Equity. As per our report on even date.

PAS & Company



CA Ankur Garg Partner Mem. No. 522582 Place : New Delhi Date: 20.06.2022 For & On Behalf of The Board Of Directors.



Abhay Choudhary Chairman DIN: 07388432 Place: Gurugram Date: 20.06.2022



Notes to Financial Statements

1. Corporate and General Information

POWERGRID Bikaner Transmission System Limited (Erstwhile: Bikaner-II Bhiwadi 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, 2022 were approved for issue by the Board of Directors on 20th June⁷, 2022.

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), The Companies Act, 1956 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 \mathbb{R}), 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/noncurrent 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 leveling, 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.

Par	ticulars	Useful life
a.	Computers and Peripherals	3 Years
b.	Servers and Network Components	5 years
c.	Buildings (RCC frame structure)	35 years
d.	Transmission line	35 years
e.	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/disposed.

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.

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 recognizion, 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 unfavorable 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 \gtrless), 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 consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The Company recognizes revenue when it transfers control over 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 CERC 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 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 <u>Critical Estimates and Judgments</u>

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.

Estimation of uncertainties relating to the global health pandemic from COVID-19:

In assessing the recoverability of trade receivables and contract assets, the company has considered internal and external information up to the date of approval of these financial statements including credit reports and economic forecasts. As the company's revenue is based on CERC tariff order and falls under essential services and based on the current indicators of future economic conditions, the company expects to recover the carrying amount of these assets.

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/ CAPITAL WORK IN PROGRESS

					(₹ in Lakh)
Particulars	As ar 1st Apr 2021	Additions during the period	Adjustments	Capitalised during the period	As at 31st March 2022
Plant & equipments (including associated civil works)					
Transmission Line	-	19,806.85	-	-	19,806.85
Substation	-	4,128.95	-	-	4,128.95
Expenditure Pending Allocation					
Expenditure During Construction Period (net)	2,429.36	2,039.15	-	-	4,468.51
Construction Stores	-	26,578.69	-	-	26,578.69
Total	2,429.36	52,553.64	-	-	54,983.00

(₹ in Lakh)

					(C III Lakii)
Particulars	As at 12th May 2020	Additions during the period	Adjustments	Capitalised during the period	As at 31st March 2021
Plant & equipments (including associated civil works)					
Transmission Line	-	-	-	-	-
Substation	-	I	-	-	-
Expenditure Pending Allocation					
Expenditure During Construction Period (net)	-	2429.36	-	-	2,429.36
Construction Stores	-	-	-	-	-
Total	-	2,429.36	-	-	2,429.36

Construction Stores		(₹ in Lakh)
Particulars	As at 31st	As ar 1st Apr
	March 2022	2021
Cons. stores-Tower	10,413.26	-
Cons. stores-Conductor	5,459.03	-
Other Line Materials	3,809.57	-
Sub-Station Equipments	6,135.48	-
Unified Load Despatch (ULDC) Materials	757.32	-
Other	4.03	-
Total	26,578.69	-

Construction Store include:		(₹ in Lakh)
Particulars	As at 31st	As ar 1st Apr
	March 2022	2021
Material with Contractor		
Cons. stores-Tower	10,413.26	-
Cons. stores-Conductor	5,459.03	-
Other Line Material	3,809.57	-
Sub-Station Equipments	6,135.48	-
Unified Load Despatch (ULDC) Materials	757.32	-
Other	4.03	-
Total	26,578.69	-

Further Note:-

a) Details of Expenditure during construction is given in Note 17

b) Refer note 33(b) for aging of Capital work in progress & Capital work in progress schedule for the project whose completion is overdue or has exceeded its cost component to original cost

Note 5/ DEFERED TAX ASSETS

		(₹ in Lakh)
Particulars	As at 31st March 2022	As at 31st March 2021
Defered Tax Assets	0.74	0.04
Total	0.74	0.04

Movements in Deferred Tax Assets (₹ in Lakh) **Unused Tax** Total Particualrs Losses As at 12th May 2020 Charged/(Credited) 0.04 0.04 to Profit or Loss As at 31st March 2021 0.04 0.04 As at 1st April 2021 0.04 0.04 Charged/(Credited) to Profit or Loss 0.70 0.70 As at 31st March 2022 0.74 0.74

Amount taken to Statement of Profit and Loss		(₹ in Lakh)
Particulars	As at 31 st March 2022	As at 31 st March 2021
(Increase)/Decrease in Deferred Tax Assets	(0.70)	(0.04)
Net Amount taken to Statement of Profit and Loss	(0.70)	(0.04)

Note 6/ OTHER NON-CURRENT ASSETS

(Unsecured considered good unless otherwise specified)

(₹ in Lakh)

		()
Particulars	As at 31st March 2022	As at 31st March 2021
Advances for Capital Expenditure		
Advances Against Bank guarantees*	3,883.31	-
Advances recoverable in kind or for value to be received		
Tax collected and deducted at source	38.99	-
Total	3,922.30	-

*advances paid to vendor/contractor

Note 7/Cash and cash equivalents

		(₹ in Lakh)
Particulars	As at 31st March 2022	As at 31st March 2021
Balance with Banks-		
-In Current accounts	1.35	1.00
Total	1.35	1.00

Note 8/Other Current Financial Assets

(Unsecured considered Good unless otherwise s	tated)	(₹ in Lakh)
Particulars	As at 31st March 2022	As at 31st March 2021
Other considered goods*	36.58	54.09
Total	36.58	54.09

*(Rs. 36.58 lakh include gst refundable Rs. 33.05 Lakh and accrued interest income from vendors of Rs. 3.53 Lakh)

Note : Breakup of Related Parties is provided in Note 25

Note 9- Equity Share Capital

		(₹ in Lakh)
Particulars	As at 31st March 2022	As at 31st March As at 31st March 2022 2021
Equity Share Capital		
Authorized		
7,00,000 equity shares of ₹10/- each at par fully paid up (Previous year 10,000 equuity shares at ₹10/- each at par)	7,000.00	1.00
Issued,Subscribed and Paid up Share Capital		
2,22,10,000 Equity shares of Rs. 10/- each at par fully paid up (Previous year 10,000 equuity shares at ₹10/- each at par)	2,221.00	1.00
Total	2,221.00	1.00

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 period end	For the period ended 31st March, 2022	For the period e 2	For the period ended 31st March, 2021
	No.of Shares	₹ in Lakh	No.of Shares	₹ in Lakh
Shares outstanding at the beginning of the period	10,000	1.00	'	1
Shares Issued during the period	2,22,00,000	2,220.00	10,000	1.00
Shares outstanding at the end of the period	2,22,10,000	2,221.00	10,000	1.00

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) Shareholders holding more than 5% equity shares of the Company: - Powergrid corporation of india limited

Dativities	Ac at 21at 1	A c at 21 ct Mauch 2000	Ac at 21at	A 6 at 21 at Mauch 2021	
T diffundio	TISTC IP SH	VIALCH, 2022	ISTC IP SV	IVIAICII, 2021	
	No.of Shares	% of holding	% of holding No.of Shares % of holding	% of holding	
Power Grid Corporation of India Limited # (Holding Company)	2,22,10,000	100%	10,000	100%	
5) Shareholding by Promoters					
Particulars	As	As at 31st March,2022		As at	As at 31st March,2021

% Change during the year 100% % of holding 100%10,000 No.of Shares % Change during the year % of holding 100%No.of Shares 2,22,10,000 Power Grid Corporation of India Limited # (Holding Company)

Out of 2,22,10,000 Equity Shares (Previous year 10,000 equuity shares at ₹10/- each at par), 6 Equity Shares are Held by 6 Nominees of M/s Power Grid Corporation of India Limited (POWERGRID) jointly with POWERGRID.

Note: Power Grid Corporation of India Limited is the promoter of the company and there is no change in equity holding during the year.

Note 10/ Other Equity

		(₹ in Lakh)
Particulars	As at 31st March 2022	As at 31st March 2021
Reserves and Surplus		
Retained Earnings		
Balance at the beginning of the period	(0.10)	-
Addition during the period	(2.08)	(0.10)
Balance at the end of the period	(2.18)	(0.10)
Total	(2.18)	(0.10)

Note 11/ Borrowings

		(₹ in Lakh)
Particulars	As at 31st March 2022	As at 31st March 2021
Unsecured Loan From M/s Power Grid Corp. of India Ltd. (Holding Co.)	42,662.90	-
Less: Int Accrued on borrowings	(203.30)	
Total	42,459.60	-

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 present rate of interest on the loan is 6.65% p.a. 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 loan or payment of interest thereon as at the end of the period.

3.Disclosure with regard to related party is under Note no. 25

		(₹ in Lakh)
Particulars	As at 31st March 2022	As at 31st March 2021
A) Interest accrued but not due on borrowings		
Interest accrued but not due on borrowings from Power Grid Corporation of India Ltd. (Holding Co.)	203.30	-
TOTAL (A)	203.30	-
B) Others		
i) Dues for Capital Expenditure	6,297.65	2,454.97
ii) Deposits/Retention money from contractors and others.	7,556.09	-
iii) Others	-	0.29
TOTAL (B)	13,853.74	2,455.26
Total (A+B)	14,057.04	2,455.26

Note 12/Other Current Financial Liability

Further Note :

1. Disclosure with regard to Micro and Small Enterprises as required under "The Micro, Small and Medium Enterprises Development Act, 2006" is given in Note 23

2.Breakup of Related Parties is provided in Note 25

Note 13/Other Current Liabilities

		(₹ in Lakh)
Particulars	As at 31st March 2022	As at 31st March 2021
Statutory Dues	205.18	28.33
Total	205.18	28.33

Note 14/OTHER INCOME

Note 14/01 HER INCOME		(₹ in Lakh)
Particulars	For the year ended 31st March 2022	For the period from 12th May 2020 to 31st March 2021
Sale of tenders	-	35.00
Interest from advances to contractors	294.55	-
Less: Transferred to Expenditure during	(294.55)	(35.00)
Construction(Net)-Note 17		
Total	-	-

Note 15/Finance Cost

		(₹ in Lakh)
Particulars	For the period from 1st Apr 2021 to 31st March 2022	For the period from 12th May 2020 to 31st March 2021
Interest and finance charges on financial liabilities at		
amortised cost		
Interest - Others	1,123.71	15.94
Sub Total	1,123.71	15.94
Less: Transferred to Expenditure during Construction (Net) -		
Note 17	(1,123.71)	(15.94)
Total	-	-

Note : Breakup of Related Parties is provided in Note 25

POWERGRID BIKANER TRANSMISSION SYSTEM LIMITED

Note 16/ Other Expenses

		(₹ in Lakh)
Particulars	For the period from 1st Apr 2021 to 31st March 2022	For the period from 12th May 2020 to 31st March 2021
Power charges	0.09	-
Legal Expenses	0.03	0.01
Professional chagres (including TA/DA)	0.64	
Consultancy Charges (Including TA/DA)	1142.27	2071.58
Payments to Auditors		
- Statutory Audit Fees	0.30	0.55
Physical verification fee	0.13	
Advertisement and publicity	0.33	3.67
Printing and stationery	0.02	-
Licence Fee To CERC	-	26.00
Miscellaneous Expenses	-	308.03
Preliminary Expenses Written off	-	0.14
Bank Charges	-	30.71
Rates and taxes	65.63	7.87
Sub Total	1,209.44	2,448.56
Less: Transferred to Expenditure during Construction (Net) - Note 17	(1,206.66)	(2,448.42)
Total	2.78	0.14

Note : Breakup of Related Parties is provided in Note 25

POWERGRID BIKANER TRANSMISSION SYSTEM LIMITED

Note 17/ Expenditure During Construction (Net)

Note 17/ Expenditure During Construction (Net)		
		(₹ in Lakh)
Particulars	For the year ended 31st March 2022	For the period from 12th May 2020 to 31st March 2021
	_	
A. Finance Cost		
Interest and finance charges on financial liabilities		
Interest - Others	1,123.71	15.94
Total (A)	1,123.71	15.94
B. Other Expenses		
Power charges	0.09	-
Legal Expenses	-	0.01
Professional chagres	0.00	-
Consultancy Charges	1142.27	2,071.58
Audit Fee Statutory Auditors (Including paid In other capacities)	(0.30)	0.55
Advertisement and publicity	3.67	3.67
Licence Fee To CERC	-	26.00
Miscellaneous Expenses	-	308.03
Bank Charges	-	30.71
Rates and taxes	64.26	7.87
Total (B)	1,209.99	2,448.42
C. Less : Other Income		
Sale of tenders	-	(35.00)
Interest from advances to contractors	(294.55)	-
Total (C)	(294.55)	(35.00)
Grand Total (A+B+C)	2,039.15	2,429.36

18.Party Balances and Confirmations

a) Some balances of recoverable shown under Assets and Payables shown under Liabilities 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.

19. Employee Benefits

The Company does not have any permanent employees. The personnel working for the company are from holding company on secondment basis 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.

Since there are no permanent 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.

20.Borrowing cost incurred during the year is ₹ 1,123.71Lakh (Previous Year ₹ 15.94 Lakh) has been transferred to Capital work in Progress (CWIP) as per Ind AS 23 'Borrowing Costs'.

21.Disclosure as per Ind AS 116 - "Leases"

The company does not have any lease arrangements either as a lessor or lessee therefore Ind AS 116 "leases" does not apply to the company.

22.Corporate Social Responsibilities (CSR) :

As per section 135 of the Companies Act, 2013, along with Companies (Corporate Social responsibility Policy) Rules, 2014 read with DPE guidelines no F.N0.15 (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 Corporate Social Responsibility Policy.

Since company does not meet conditions mentioned in section, hence section 135 of the Companies Act, 2013 is not applicable to the company.

23. MSME Payments :

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:

					(₹ in Lakh)
	Particulars	Trade Payables		Oth	ers
N		As at	As at	As at	As at
0		31.03.2022	31.03.2021	31.03.2022	31.03.2021
1	Principal amount and interest due				
	thereon remaining unpaid to any				
	supplier as at end of each accounting				
	year:				
	Principal	NIL	NIL	NIL	NIL
	Interest	NIL	NIL	NIL	NIL
2	The amount of Interest paid by the	NIL	NIL	NIL	NIL
	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				
3	The amount of interest due and	NIL	NIL	NIL	NIL
	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				
4	The amount of interest accrued and	NIL	NIL	NIL	NIL
	remaining unpaid at the end of each				
	accounting year				
5	The amount of further interest	NIL	NIL	NIL	NIL
	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				

24. Fair Value Measurement

		(₹ in lakh)
Financial Instruments by	As at 31.03.2022	As at 31.03.2021
category	Amortised cost	Amortised cost
<u>Financial Assets</u>		
Cash & cash Equivalents	1.35	1.00
Other Current Financial Assets	36.58	54.09
Total Financial assets	37.93	55.09
Financial Liabilities		
Borrowings	42,662.90	-
Other Financial Liabilities		
Current	13,853.74	2,455.26
Total financial liabilities	56,516.64	2,455.26

 $(\mp := 1 \circ 1 \circ 1)$

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) As at 31.03.2022 As at 31.03.2021 Carryin Particulars Level Carrying Fair Fair value g Amount value Amount Financial Assets ----**Total Financial Assets** _ _ _ **Financial Liabilities** Borrowings 2 42.662.90 40,691.23 _ _ **Total financial liabilities** 42,662.90 40,691.23 _

The carrying amounts of 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.

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.

25. Disclosure as per Ind AS 24 - "Related Party Disclosures" (a) Holding Company

	Place of business/	ace of business/ Proportion of Ownership Interes	
Name of entity	Country of incorporation	As at 31.03.2022	As at 31.03.2021
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 (Erstwhile Jawaharpur Firozabad Transmission Limited)	India
POWERGRID Khetri Transmission System Limited (Erstwhile Khetri Transco Limited)	India
POWERGRID Bhuj Transmission Limited (Erstwhile Bhuj-II Transmission Limited)	India
POWERGRID Ajmer Phagi Transmission Limited (Erstwhile Ajmer Phagi Transco Limited)	India
POWERGRID Fatehgarh Transmission Limited (Erstwhile Fatehgarh-II Transco Limited)	India
POWERGRID Rampur Sambhal Transmission Limited (Erstwhile Rampur Sambhal Transco Limited)	India
POWERGRID Meerut Simbhavali Transmission Limited (Erstwhile Meerut-Simbhavali Transmission Limited)	India
Central Transmission Utility of India Limited	India
POWERGRID Ramgarh Transmission Limited (Erstwhile Ramgarh New Transmission Limited)	India
POWERGRID Himachal Transmission Limited (Erstwhile Jaypee POWERGRID Limited)	India
POWERGRID Bhind Guna Transmission Limited (Erstwhile Bhind Guna Transmission Limited)	India
POWERGRID Sikar Transmission Limited (Erstwhile Sikar New Transmission Limited) ¹	India
POWERGRID Bhadla Transmission Limited (Erstwhile Fatehgarh Bhadla Transco Limited) ¹	India
POWERGRID Aligarh Sikar Transmission Limited (Erstwhile Sikar II Aligarh Transmission Limited) ²	India

POWERGRID Teleservices Limited ³	India	
POWERGRID Energy Services Limited ⁴ India		
¹ 100% equity acquired by POWERGRID from REC Power Development and Consultancy		
Limited (erstwhile REC Power Distribution Company Limited) on 04.06.2021		
^{2100%} equity acquired by POWERGRID from PFC Consulting Limited on 08.06.2021		
³ Incorporated on 25.11.2021		
⁴ Incorporated on 14.03.2022		

(c) 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 ¹	India
Cross Border Power Transmission Company Limited	India
RINL POWERGRID TLT Private Limited ²	India
Power Transmission Company Nepal Limited	Nepal

¹ POWERGRID has invested ₹ 407.49 crore during year in Energy Efficiency Services Limited (EESL), thereby increasing its shareholding from 5.71% to 33.33%. EESL has been considered as Joint Venture w.ef. 01.09.2021 being the Joint control has been reinstated vide Agreement dated 01.09.2021.

² 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, Government of India, for closure of RPTPL. RINL's Board of Directors in its meeting held on 05.11.2019 has advised to put up the closure proposal again to Ministry of steel for onward submission to NITI Ayog. The Ministry of Steel vide letter dated 29.09.2020 informed RINL that closure of RPTPL is being examined and seeks further clarifications from RINL. Accordingly, relevant information was forwarded by RINL to The Ministry of Steel. The Approval from Government is still awaited.

Name of entity	Place of business/ Country of incorporation	
POWERGRID Kala Amb Transmission Limited ¹	India	
POWERGRID Jabalpur Transmission Limited ¹	India	
POWERGRID Vizag Transmission Limited ¹	India	
POWERGRID Warora Transmission Limited ¹	India	
POWERGRID Parli Transmission Limited ¹	India	
¹ Associates of Holding Company w.e.f. 13.05.2021 (Wholly owned Subsidiaries of Holding		
Company till 12.05.2021); POWERGRID has transferred its		
POWERGRID Vizag Transmission Limited (PVTL) on 31.03.2022	, hence PVTL has ceased to	
be the Associate of Holding Company w.e.f. 31.03.2022		

(d) Associates of Holding Company

(e) Board of Directors

S1.	Name	Designation	Date of	Date of
No.			Appointment	Cessation
1.	Shri Abhay Choudhary	Chairman	25/03/2021	-
2.	Shri A.K. Mishra	Director	25/03/2021	-
3.	Shri Rajil Srivastava	Director	25/03/2021	-
4.	Shri S.K. Jain	Director	30/03/2021	-
5.	Shir Neeraj Singh	Director	13/05/2020	31/05/2021

(f) 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 and are not considered to be significant keeping in view the size, either individually or collectively.

(h) 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 31.03.2022	As at 31.03.2021
Amounts payable		
1.Power Grid Corporation of India Ltd. (Holding		
<u>Company)</u>		
Purchases of goods and services -Consultancy	303.76	377.60
Other Payables	-	2,105.69
Loans from Holding Company	42,459.60	-
Interest Accrued on Loan	203.30	-
2.PFC Consulting Limited (Holding Company)		
Recoverable From PFC Consulting Ltd	-	54.09

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

	For the year	For the year
Particulars	ended 31st	ended 31 st
	March, 2022	March, 2021

Power Grid Corporation of India Ltd. (<u>Holding</u> <u>Company)</u>		
Consultancy Charges (Excluding Taxes)	907.56	377.60
Reimbursement of BG Charges (Excluding Taxes)	-	30.71
Reimbursement of payment to EPC Vendor	4,666.96	-
Investments Received during the year (Equity/Share application Money)	2,220.00	1.00
CERC Fees	26.00	26.00
Additional Loan obtained during the year	42,459.60	-
Interest paid on Loan	1,123.71	-
PFC Consulting Limited (<u>Holding Company)</u>		
Interest on borrowings	-	15.94
Manpower charges	-	313.42
Reimbursement of expenses	-	347.96
Consultancy Charges	-	1375.52

26. 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.

27. Capital and other Commitments

		(₹ in lakh)
Particulars	As at 31.03.2022	As at 31.03.2021
Estimated amount of contracts remaining to be		
executed on capital account and not provided for		
(net of advances)	63,312.87	1,234.32

28. Contingent Liabilities and contingent assets

Contingent Liabilities

Claims against the Company not acknowledged as debts - NIL

29. Capital management

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 is as follows: -

Particulars	As at 31.03.2022	As at 31.03.2021
Long term debt (₹ in lakh)	42,459.60	-
Equity (₹ in lakh)	2218.82	0.90
Long term debt to Equity ratio	19.14	-

No changes were made in the objectives, policies or processes for managing capital during the years ended 31.03.2022 and 31.03.2021.

30. Earnings per share

		(Amount in ₹)
Particulars	For the year ended 31.03.2022	For the year ended 31.03.2021
(a) Basic and diluted earnings per share		
attributable to the equity holders of the company	(0.15)	(1.18)
(b) Total Earnings attributable to the equity		
holders of the company (₹ in Lakh)	(2.08)	(0.10)
(c) Weighted average number of shares used as		
the denominator	14,09,863	10,000

31. 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 and Contract Assets

The Company primarily provides transmission facilities to inter-state transmission service customers (DICs) comprising mainly state utilities owned by State Governments and the main revenue is from transmission charges. CERC (Sharing of Inter-State Transmission Charges and Losses) Regulations, 2020 ("CERC Sharing Regulations") allow payment against monthly bills towards transmission charges within due date i.e., 45 days from the date of presentation of the bill and levy of surcharge on delayed payment beyond 45 days. However, in order to improve the cash flows of company, a graded rebate is provided for payments made within due date. If a DIC fails to pay any bill or part thereof by the Due Date, the Central Transmission Utility (CTU) may encash the Letter of Credit provided by the DIC and utilise the same towards the amount of the bill or part thereof that is overdue plus Late Payment Surcharge, if applicable.

Contract Assets primarily relates to the Company's right to consideration for services provided but not billed at the reporting date and has substantially the same risk characteristics as the trade receivables for the same type of contracts.

(ii) Other Financial Assets (excluding trade receivables and contract assets)

• Cash and cash equivalents

The Company held cash and cash equivalents of ₹1.35 lakh (Previous Year ₹1.00 lakh). The cash and cash equivalents are held with public sector banks and do not have any significant credit risk.

		(₹ in lakh)
Particulars	As at 31.03.2022	As at 31.03.2021
Financial assets for which loss allowance is measured using 12 months Expected Credit Losses (ECL)		``
Cash and cash equivalents	1.35	1.00
Other Current Financial Assets	36.58	54.09
Total	37.93	55.09

(iii) Exposure to credit risk

(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 contract assets) 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 contract assets 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.

(Fin Iakh)

			<i>(</i> (<u>in Laknj</u>
Contractual maturities of financial liabilities	Within a year	Between 1-5 years	Beyond 5 years	Total
As on 31 st March, 2022				
Borrowings (including interest outflows)	2,105.72	16,216.21	75,142.70	93,464.63
Other Current Financial Liabilities	13,853.74	-	_	13,853.74
Total	15,959.46	16,216.21	75,142.70	1,07,318.37
As on 31 st March, 2021				
Other Current Financial Liabilities	2,455.26	-	_	2,455.26
Total	2,455.26	-	-	2,455.26

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 three 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 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.

32. 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

(u) meome an expense		(₹ in lakh)
Particulars	For the year ended 31.03.2022	For the year ended 31.03.2021
Current Tax	-	-
Current tax on profits for the year	-	-
Adjustments for current tax of prior periods	-	-
Total current tax expense (A)	-	-
Deferred Tax expense	-	-
Origination and reversal of temporary differences	(0.70)	(0.04)
Total deferred tax expense /(benefit) (B)	(0.70)	(0.04)
Income tax expense (A+B)	(0.70)	(0.04)
Pertaining to regulatory deferral account		-
balances	-	
Total tax expense including tax on movement in		
regulatory deferral account balances	(0.70)	(0.04)

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

Particulars	For the year ended 31.03.2022	For the year ended 31.03.2021
Profit/(Loss) before income tax expense including movement in Regulatory Deferral Account Balances	(2.78)	(0.14)
Deferred Tax Income for current year at the Company's domestic tax rate of 25.168 %	(0.70)	(0.04)
Tax effect of: Deferred Tax Expense on unabsorbed losses of previous year(s) due to re-instate on current tax		
rate Tax Expenses recognized in statement of	-	
Profit & Loss	(0.70)	(0.04)

33. Additional Regulatory Information as per Schedule III to the Companies Act, 2013

- a) The Company do not have any 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	An				
	<1 Year	1-2 Years	2-3 Years	>3 Years	Total

As at 31.03.2022					
Transmission system strengthening scheme for evacuation of power from solar energy zones in Rajasthan (8.1 GW) under phase II – Part F	52,550.31	2,429.36	-	-	54,979.67
Total	52,550.31	2,429.36	-	-	54,979.67
As at 31.03.2021					
Transmission system strengthening scheme for evacuation of power from solar energy zones in Rajasthan (8.1 GW) under phase II – Part F	2,429.36	-	-	-	2,429.36
Total	2,429.36	-	-	-	2,429.36

- c) For capital-work-in progress (CWIP), the completion of Project is neither overdue, nor has exceeded its cost compared to its original plan.
- d) 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.
- e) The Company is not sanctioned any working capital limit secured against current assets by any Finance Institutions.
- f) The company was not declared as a wilful defaulter by any bank or financial Institution or other lender during the financial year.
- g) The Company do not have any transactions or Outstanding balance with Struck off Companies.
- h) The Company does not have any Charges on the Assets of the Company.
- i) 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.

Ratio	Numerator	Denominato r	Current Year	Previou s Year	Varian ce	Reason for variance >25%
(a) Current Ratio	Current Assets	Current Liabilities	0.00	0.02	88%	Increase in Other current financial liabilities
(b) Debt- Equity Ratio	Total Debt	Shareholder' s Equity	19.14	-	NA	
(c) Debt Service Coverage Ratio	Profit for the period + Depreciatio n and amortizatio n expense + Finance	Interest & Lease Payments + Principal Repayments	NA	NA	NA	

j) Ratios

	costs					
(d) Return on Equity Ratio	Profit for the period	Average Shareholder' s Equity	(0.19%)	(21.75%)	99.14%	Equity infusion during the 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	NA	NA	NA	
(h) Net capital turnover ratio	Revenue from Operations	Current Assets - Current Liabilities	NA	NA	NA	
(i) Net profit ratio	Profit for the period	Revenue from Operations	NA	NA	NA	
(j) Return on Capital employed	Earnings before interest and taxes	Tangible Net Worth + Total Debt + Deferred Tax Liability	(0.01%)	(16.03%)	99.96%	Infusion of debt during the year
(k) Return on investment	Income from Investment + Capital Appreciatio n	Average Investments	NA	NA	NA	

- k) 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.
- 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.
- m) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

34. Disclosure of material impact of COVID-19 pandemic

The Company is mainly engaged in the business of transmission of electricity and the tariffs for the transmission services are regulated in terms of the Transmission Service Agreements signed with LTTCs which provide for recovery of the annual transmission charges based on system availability.

Due to the COVID-19 pandemic, various lockdowns were declared by the Central/ State Governments/ Local Authorities from time to time. However, as per the Government guidelines, transmission units and services were exempted from the said lockdown restrictions. There has been no significant impact due to the pandemic on the availability of the transmission system of the Company.

In the above backdrop, the Company has considered various internal and external information available up to the date of approval of financial statements in assessing the impact of COVID-19 pandemic on the financial statements for the year ended 31 March 2022.

Based on the above, there has been no material impact on the operations or profitability of the company during the financial year due to the pandemic

The Company has assessed the liquidity position for the next one year and of the recoverability and carrying value of its assets comprising of Property Plant and equipment, trade receivables and others as at Balance Sheet date and the management is of the view that there are no material adjustments required in the financial statements. However, the impact assessment of COVID 19 is a continuing process given the uncertainties associated with its nature and duration. The Company will continue to monitor any material changes to future economic conditions.

35. Recent Pronouncements

On 23.03.2022, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2022 applicable from 01.04.2022. The Company will assess and implement the amendments to Division II in the FY 2022-23, as applicable.

36. 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.

As per our report on even date For P A S & Company Chartered Accountants **Firm Regn. No.** 019679N

Ankur Digitally signed by Ankur Garg Date: 2022.06.20 18:06:15 +05'30'

CA Ankur Garg Partner M. No : 522582 For and on behalf of the Board of Directors



Abhay Choudhary Chairman DIN: 07388432



S. K. Jain Director DIN: 09128784

Place : New Delhi Date: 20.06.2022 Place: Gurugram Date: 20.06.2022 Place: Gurugram Date: 20.06.2022