POWERGRID TELESERVICES LIMITED

Wholly Owned Subsidiary of Power Grid Corporation of India Limited
(CIN: U64200DL2021GOI390464)

DIRECTOR'S REPORT (2021-22)

POWERGRID TELESERVICES LIMITED

(Wholly Owned Subsidiary of Power Grid Corporation of India Limited)
CIN: U64200DL2021GOI390464
Regd. Office: B-9, Qutab Institutional Area, Katwaria Sarai, New Delhi - 110016
Tel: 011-26560112

DIRECTORS' REPORT

To,

Dear Shareholders,

It gives me immense pleasure to present, on behalf of the Board of Directors, the First Annual Report of POWERGRID Teleservices Limited on the working of the Company together with Audited Financial Statements and Auditors' Report for the financial year ended 31st March, 2022.

1. State of the Company's Affairs

POWERGRID Teleservices Limited (POWERTEL) was incorporated on 25th November, 2021 as a Wholly Owned Subsidiary of Power Grid Corporation of India Limited (POWERGRID) to undertake Telecommunications and Digital Technology Business which was hitherto carried out by POWERGRID to achieve rapid expansion in this growing business opportunity. The agreement for Unified License for NLD, ISP-A & ILD service authorizations was signed on 11.05.2022 and the application for IP-1 Registration is under process with DoT. The modalities for transfer of telecom business to POWERTEL are being finalized and upon receipt of approval from CERC, transfer of telecom business from POWERGRID will be initiated.

2. Financial Performance

₹ in Lakhs

Particulars	**25th November, 2021-31st March, 2022**
Revenue from Operations	-
Other Income	5.44
Total Income	**5.44**
Expenses	49.52
Profit before Tax	(44.08)
Profit after Tax	**(32.99)**
Earnings Per Equity Share (₹)	(0.37)

3. Share Capital

The Authorised and Paid up Share Capital as on 31st March, 2022 of the Company were ₹50.00 Crore and ₹9.00 Crore respectively.

4. Dividend and Transfer to Reserves

Your Directors have not recommended any dividend or transferred any amount to the reserves for the Financial Year ended 31st March, 2022.

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

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

6. 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.

7. Material Changes & Commitments

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

8. Deposits

Your Company has not accepted any deposit during the financial year 2021-22.

9. Subsidiaries, Joint Ventures and Associate Companies

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

10. 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 judgments 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 loss 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.

11. 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 under section 134(3) of the Companies Act, 2013 for financial year 2021-22.

12. Annual Return

In accordance with Section 92(3) read 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) i.e. www.powergrid.in and can be accessed in the Subsidiaries section of the Investor Relation tab.

13. Board of Directors

As on 31st March, 2022, the Board comprised of three Directors viz., Smt. Seema Gupta, Shri Mohammed Taj Mukarrum and Shri Suresh Chandra Agrawal.

There were no changes in the composition of the Board of Director of the Company during the financial year 2021-22.

The following changes took place during the financial year 2022-23 till the date of the Directors' Report:

a. Smt. Seema Gupta and Shri Mohammed Taj Mukarrum ceased to be Directors of the Company w.e.f 31st May, 2022 and 31st July, 2022, respectively, consequent to their superannuation from POWERGRID.
b. Shri Ravindra Kumar Tyagi, Shri Sreekant Kandikuppa and Shri Ravisankar Ganesan have been appointed as an Additional Directors on the board of the Company w.e.f. 23rd June, 2022, 18th July, 2022 and 08th August, 2022, respectively.

The Board placed on record its appreciation for the valuable contribution, guidance and support given by Smt. Seema Gupta and Shri Mohammed Taj Mukarrum during their tenure as Directors of the Company.

The Company has received a notice under section 160 of the Companies Act, 2013 from a member of the Company for appointment of Shri Ravindra Kumar Tyagi, Shri Sreekant Kandikuppa and Shri Ravisankar Ganesan as Directors, liable to retire by rotation, in the ensuing Annual General Meeting.

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

14. <u>Number of Board meetings during the year</u>

Since incorporation i.e. from 25th November, 2021 to financial year ended on 31st March, 2022, Four (04) meetings of Board of Directors were held on 29th November, 2021, 5th January, 2022, 15th March, 2022 and 25th March, 2022. The detail of number of meetings attended by each Director during the financial year are as under:

Name of Directors	**Designation**	**No. of Board Meetings which were entitled to attend during the Financial Year 2021-22.**	**No. of Board Meetings which were attended during the Financial Year 2021-22.**
Smt. Seema Gupta	Chairperson & Director	04	04
Shri Mohammed Taj Mukarrum	Director	04	04
Shri Suresh Chandra Agrawal	Director	04	04

15. <u>Committees of the Board</u>

<u>Audit Committee and Nomination & Remuneration Committee</u>

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).

Corporate Social Responsibility Committee

The provision of Section 135 of the Companies Act, 2013 read with Rule 5 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 were not applicable to the Company during FY 2021-22.

16. Performance Evaluation

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

17. Statutory Auditors

M/s Arora & Choudhary Associates, Chartered Accountants, was appointed by Comptroller and Auditor General of India as Statutory Auditors of the Company for the period from 25th November, 2021 to 31st March, 2022.

18. Statutory Auditors' Report

M/s Arora & Choudhary Associates, Chartered Accountants, Statutory Auditors for the period from 25th November, 2021 to 31st March, 2022 have given an unqualified report. The report is self-explanatory and does not require any further comments by the Board.

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

Comptroller and Auditor General of India have decided not to conduct the supplementary audit under section 143 (6) (a) of the Companies Act, 2013 of the financial statements of the company for the year ended March 31, 2022. Copy of letter dated 29th July, 2022 received from C&AG is placed at **Annexure - II** to this report.

20. Secretarial Audit Report

The requirement of obtaining a Secretarial Audit Report from the practicing company secretary is not applicable to the Company for the financial year ended 31st March, 2022.

21. Maintenance of Cost Records of the Company

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.

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

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

23. Development & Implementation of Risk Management Policy

Your Company being a wholly owned subsidiary of POWERGRID is covered under the Risk Management Framework as being done in the holding company.

24. Particulars of Employees

As per Notification dated 5th June, 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.

25. Compliance with Secretarial Standards

The Company has followed the Secretarial Standards SS-1 & 2 issued by the Institute of Company Secretaries of India.

26. Prevention of Sexual Harassment at workplace

POWERGRID (the holding Company) has Internal Complaints Committee (ICC) in place to redress the complaints of sexual harassment.

27. 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.

28. 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.

29. 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 Teleservices Limited

Sd/-
(K. Sreekant)
Chairman
DIN: 06615674

Date: 02nd November, 2022
Place: Gurugram

Annexure I

POWERGRID TELESERVICES 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.

Sl. 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 Material contracts or arrangements or transactions at Arm's length basis.

Sl. 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)	Date of approval by the Board	-
f)	Amount paid as advances, if any	-

For and on behalf of
POWERGRID Teleservices Limited

Sd/-
(K. Sreekant)
Chairman
DIN: 06615674

Date: 02nd November, 2022
Place: Gurugram

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 TELESERVICES LIMITED FOR THE PERIOD ENDED 31 MARCH 2022

The preparation of financial statements of Powergrid Teleservices Limited for the period 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(7) 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 17.05.2022.

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 Teleservices Limited for the period 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. Sekar)
Director General of Audit (Energy)
New Delhi

Place: New Delhi
Dated: 29/07/2022

INDEPENDENT AUDITORS' REPORT

To,

The Members of Powergrid Teleservices Limited

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Powergrid Teleservices Limited** (the "Company"), which comprise the standalone balance sheet as at March 31, 2022, the standalone statement of profit and loss (including other comprehensive income), standalone Statement of changes in equity and the standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements, give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the 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;

a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2022;
b) in the case of the Statement of Profit and Loss (including Other Comprehensive Income), of the loss, total comprehensive loss for the period ended on that date;
c) in the case of the Statement of Changes in Equity, of the changes in equity for the period ended on that date and;
d) in the case of the Statement of Cash Flows, of the cash flows for the period ended on that date.

Basis for Opinion

We conducted our audit of the standalone 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 Standalone Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical

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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 standalone financial statements.

Management's Responsibilities for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one

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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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the

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adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other Legal and Regulatory Requirements

1. (A) As required by section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(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 standalone balance sheet, the standalone statement of profit and loss including other comprehensive income, standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.

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

(e) On the basis of the written representations received from the directors as on March 31, 2022 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.

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

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

a) The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements.

b) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

c) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

d)

i) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in note 38b to the accounts, no funds 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 persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

ii) The Management has represented that, to the best of its knowledge and belief, as disclosed in note 38b to the accounts, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

iii) Based on the audit procedures performed 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) contain any material misstatement.

2. As required by Section 143(5) of the Act, we give in "Annexure B", a statement on the directions and sub-directions issued by the Comptroller and Auditor General of India.

3. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure C" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

for **Arora & Choudhary Associates**
Chartered Accountants
Firm's Registration No.: 003870N

Arora & Choudhary Associates New Delhi Chartered Accountants

Vijay Kumar Choudhary
Partner
Membership No.: 081843

Place: New Delhi
Date: May 17, 2022
UDIN: 22081843AJFPDM2692

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **Powergrid Teleservices 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 Teleservices Limited** (the "Company") as of March 31, 2022 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the period 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 conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the
Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting 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 material misstatement of the financial statements, whether due to fraud or error.

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

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New Delhi
Chartered Accountants

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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2022, based on the criteria for internal financial control over financial reporting 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 ICAI.

for **Arora & Choudhary Associates**
Chartered Accountants
Firm's Registration No.: 003870N

Arora & Choudhary Associates New Delhi Chartered Accountants

Vijay Kumar Choudhary
Partner
Membership No.: 081843

Place: New Delhi
Date: May 17, 2022
UDIN: 22081843AJFPDM2692

ANNEXURE "B" 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 Teleservices Limited** of even date)

With reference to the Annexure B referred to in the Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2022, we report the following:

S.No.	Directions	Auditor's Comment	Impact on financial statements
1.	Whether the Company has a system in place to process all the accounting transactions through the IT system? if yes, the implications of processing accounting transactions the outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated.	The company is having ERP system (SAP) in place for processing all accounting transactions. No accounting transaction is being recorded/ processed otherwise than the ERP system in place.	Nil
2.	Whether there is any restructuring of an existing loan or cases of the 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. Whether such cases properly accounted for? (In the case, the lender is a government company, then this direction is also applicable to the statutory auditor of the lender company.	As per the information and explanation given to us, there are no cases of restructuring of an existing loan or cases of waiver/ write off of debts/ loan/interest etc. made by a lender to the company due to the company's inability to repay the loan.	Nil
3.	Whether funds (grants/subsidy etc.) received/receivable for specific schemes from central/State Governments or its agencies were properly	As per the information and explanation given to us, no funds from Central/State agencies were received/ receivable for specific schemes during the financial year by thecompany.	Nil

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	accounted for utilized as per its term and conditions? List the causes of deviation.		

for **Arora & Choudhary Associates**
Chartered Accountants
Firm's Registration No.: 003870N

Vijay Kumar Choudhary
Partner
Membership No.: 081843

Place: New Delhi
Date: May 17, 2022
UDIN: 22081843AJFPDM2692

ANNEXURE "C" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 3 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of **Powergrid Teleservices Limited** of even date)

With reference to the Annexure C referred to in the Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31 March 2022, we report the following:

i) Since the company does not hold any property, plant & equipment and intangible assets, hence the paragraph 3(i) is not applicable to the company.

ii) (a) Since the company does not hold any inventory, accordingly the paragraph 3 (ii)(a) of the order is not applicable to the company.

(b) Since, Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of the security of current assets at any point of time during the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.

iii) In our opinion and according to the information and explanations given to us, the Company has not granted any loan, secured or unsecured to companies, firms, Limited Liability Partnerships (LLPs) or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly, paragraph 3(iii) of the Order is not applicable to the Company.

iv) In our opinion and according to the information and explanations given to us, the Company has not made any loans or Investments made in respect of the provisions of section 185 and 186 of the Act. Accordingly, paragraph 3(iv) of the Order is not applicable to the Company.

v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.

vii) According to the information and explanations given to us, in respect of statutory dues:

a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into Goods and Services Tax ("GST").

b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Customs Duty, 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.

c) There are no dues of Income Tax, Sales Tax, Custom Duty, Cess 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.

Arora & Choudhary Associates * Chartered Accountants * New Delhi

ix)

a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.

b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority

c) The Company has not taken any term loan during the period and there are no outstanding term loans at the beginning of the period and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

d) The company has not raised any funds on short term basis. Hence reporting under clause 3(ix)(d) of the Order is not applicable.

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.

f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

x) a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) or term loans during the period and hence, clause 3 (x)(a) of the order is not applicable to the Company.

b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

xi) a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the period.

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 upto the date of this report.

c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv) According to the information and explanations given to us and based on our examination of the records of the Company, Internal Audit as per section 138 of the Act is not applicable to the company during the period, hence reporting under clause (xiv) of the Order is not applicable.

Arora & Choudhary Associates ★ Chartered Accountants ★ New Delhi

xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

xvi) a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clauses 3(xvi)(a) of the Order is not applicable.

b) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

c) According to the information and explanations provided to us during the course of audit, the Group does not have any CICs.

xvii) The Company was incorporated on November 25, 2021 and is yet to commence commercial operation. The revenue from operation was NIL during F.Y. 2021-22. The company has incurred cash loss of Rs. 44.89 Lakhs which are preliminary expenses during the financial period covered by our audit.

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 realisation 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.

xx) According to the information and explanations given to us and based on our examination of the records of the Company, the Company is not required to comply with Section 135 of the Companies Act, 2013 therefore, clause 3(xx) of the Order is not applicable.

for **Arora & Choudhary Associates**
Chartered Accountants
Firm's Registration No.: 003870N

Arora & Choudhary Associates New Delhi Chartered Accountants

Vijay Kumar Choudhary
Partner
Membership No.: 081843
Place: New Delhi
Date: May 17, 2022
UDIN: 22081843AJFPDM2692

POWERGRID Teleservices Limited
CIN U64200DL2021GOI390464
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
A	**ASSETS**		
1	**Non-current assets**		
	(a) Other non-currrent assets	4	530.54
	(b) Deferred Tax Asset	5	11.90
			542.44
2	**Current assets**		
	(a) Financial Assets		
	(i) Cash and cash equivalents	6	374.78
	(ii) Other current financial assets		-
	(b) Other current assets		-
			374.78
	TOTAL ASSETS		**917.22**
B	**EQUITY AND LIABILITIES**		
1	**Equity**		
	(a) Equity Share Capital	7	900.00
	(b) Other Equity	8	(32.99)
			867.01
2	**Liabilities**		
(i)	**Non-current liabilities**		
	(a) Financial Liabilities		
	(i) Borrowings		-
			-
(ii)	**Current liabilities**		
	(a) Financial liabilities		
	(i) Other current financial liabilities	9	49.40
	(b) Other current liabillities	10	0.81
			50.21
	TOTAL EQUITY AND LIABILITIES		**917.22**

The accompanying Notes (1 to 33) form an Integral Part of Financial Statements

As per our report on even date.
For Arora & Choudhary Associates
Chartered Accountants
Firm's Registration Number: 003870N

Arora Choudhary Associates New Delhi Chartered Accountants

Vijay Kumar Choudhary
Partner
Membership No.: 081843
Place : New Delhi
Date: 17-05-22

For & On Behalf of The Board Of Directors.

Seema Gupta
Chairperson
DIN: 06636330
Place: Gurugram
Date: 17-05-2022

Mohammed Taj Mukarrum
Director
DIN: 8097837
Place: Gurugram
Date: 17-05-2022

POWERGRID Teleservices Limited
CIN U64200DL2021GOI390464
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 Period From 25th Nov 2021 to 31st March 2022
I	Revenue From Operations		-
II	Other Income	11	5.44
III	Total Income (I + II)		**5.44**
IV	**EXPENSES**		
	Other Expenses	12	49.52
	Total Expenses (IV)		**49.52**
V	Profit/(Loss) Before Tax (III - IV)		(44.08)
VI	Tax Expense:		
	(1) Current tax - Current Year		0.81
	- Earlier Years		-
	(2) Deferred Tax		(11.90)
	Total Tax Expense (VI)		**(11.09)**
VII	Profit /Loss for the Period (V-VI)		**(32.99)**
VIII	Other Comprehensive Income		-
IX	Total Comprehensive Income for the period (VII+VIII)		**(32.99)**
X	Earnings per Equity Share (Par Value of ₹ 10 each)		
	(1) Basic (₹)		**(0.37)**
	(2) Diluted (₹)		**(0.37)**

The accompanying Notes (1 to 33) form an Integral Part of Financial Statements

As per our report on even date.
For Arora & Choudhary Associates
Chartered Accountants
Firm's Registration Number: 003870N

Arora & Choudhary Associates New Delhi Chartered Accountants

Vijay Kumar Choudhary
Partner
Membership No.: 081843
Place : New Delhi
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DIN: 8097837
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Date: 17-05-2022

POWERGRID Teleservices Limited
CIN U64200DL2021GOI390464
B-9, Qutab Institutional Area, Katwaria Sarai, New Delhi-110016
Statement of Cash flows for the period ended 31st March, 2022

(₹ in Lakh)

Sl. No.	Particulars	For the Period From 25th November 2021 to 31st March 2022
A	**CASH FLOW FROM OPERATING ACTIVITIES**	
	Net Profit/ (Loss) before Tax	(44.08)
	Adjustment for Changes in Working Capital	
	Increase/(Decrease) in Other Financial Liabilities	2.12
	(Increase)/Decrease in Other Current Assets	-
	Preliminary Expenses Written off	47.28
	Net Cash from Operating Activities	**5.32**
B	**CASH FLOW FROM INVESTING ACTIVITIES**	
	Capital work in progress (including advances of capital expenditure)	-
	Adjustment for Changes in Assets and Liabilities	(530.54)
	Net Cash used in Investing Activities	**(530.54)**
C	**CASH FLOW FROM FINANCING ACTIVITIES**	
	Issue of Shares	900.00
	Proceeds from Borrowings	-
	Interest paid during period	-
	Net Cash used in Financing Activities	**900.00**
D	Net change in Cash and Cash equivalents (A+B+C)	374.78
E	Cash and Cash equivalents (Opening balance)	-
F	Cash and Cash equivalents (Closing balance) (Refer Note 6)	**374.78**

Further Notes
Note 1 -Cash and cash equivalents consist of balances with banks.
The accompanying Notes (1 to 33) form an Integral Part of Financial Statements

As per our report on even date.
For Arora & Choudhary Associates
Chartered Accountants
Firm's Registration Number: 003870N

Vijay Kumar Choudhary
Partner
Membership No.: 081843
Place : New Delhi
Date: 17-05-22

For & On Behalf of The Board Of Directors.

Seema Gupta
Chairperson
DIN: 06636330
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Mohammed Taj Mukarrum
Director
DIN: 8097837
Place: Gurugram
Date: 17-05-2022

POWERGRID Teleservices Limited
CIN U64200DL2021GOI390464
B-9, Qutab Institutional Area, Katwaria Sarai, New Delhi-110016
Statement of Changes in Equity for the year ended 31st March, 2022

A. Equity Share Capital

Particulars	(₹ in Lakh)
As at 25th November 2021	-
Changes in equity share capital	900.00
As at 31st March 2022	**900.00**

B. Other Equity (₹ in Lakh)

Particulars	Reserves and Surplus	Total
	Retained Earnings	
As at 25th November 2021	-	-
Total Comprehensive Income for the Period	(32.99)	(32.99)
As at 31st March 2022	**(32.99)**	**(32.99)**

Refer Note No. 8 for Nature & movement of Reserves & Surplus

The accompanying Notes (1 to 33) form an Integral Part of Financial Statements

As per our report on even date.
For Arora & Choudhary Associates
Chartered Accountants
Firm's Registration Number: 003870N

Vijay Kumar Choudhary
Partner
Membership No.: 081843
Place : New Delhi
Date: 17-05-22

For & On Behalf of The Board Of Directors.

Seema Gupta
Chairperson
DIN: 06636330
Place: Gurugram
Date: 17-05-2022

Mohammed Taj Mukarrum
Director
DIN: 8097837
Place: Gurugram
Date: 17-05-2022

Notes to Financial Statements

1. Corporate and General Information

1.1. POWERGRID Teleservices 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 developing, operating and maintaining Telecommunications Networks and other related allied activities.

The Financial Statements of the Company for the Period ended March 31, 2022 were approved for issue by the Board of Directors on May 17, 2022.

1.2. Since, the company is incorporated on November 25, 2021, previous year figures are not applicable.

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 ₹), 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

Arora & Choudhary Associates
New Delhi
Chartered Accountants

revision affects both current and future years (refer Note no. 3 on critical accounting estimates, assumptions and judgments).

v) Current and non-current classification

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

An asset is current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

All other liabilities are classified as non-current.

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

The Company recognizes twelve months period as its operating cycle.

2.2 Property, Plant and Equipment

Initial Recognition and Measurement

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

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

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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.

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.

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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.

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 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.

Particulars	Useful life
a. Computers and Peripherals	3 Years
b. Servers and Network Components	5 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.

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

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New Delhi
Chartered Accountants

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.

Telecom Licenses are amortised on straight line basis over their respective useful lives.

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

Arora & Choudhary Ass... Chartered ... New Delhi 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 is 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.

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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.

Arora & Choudhary Associates
New Delhi
Chartered Accountants

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.

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De-recognition of financial assets

A financial asset is derecognized only when

i) The right to receive cash flows from the asset have expired, or
ii) a) The company has transferred the rights to receive cash flows from the financial asset (or) retains the contractual rights to receive the cash flows of the financial assets, but assumes a contractual obligation to pay the cash flows to one or more recipients and

b) the company has transferred substantially all the risks and rewards of the asset (or) the company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

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

Impairment of financial assets:

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

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

Financial Liabilities

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

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De-recognition of financial liability

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

Offsetting of financial instruments

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

2.12 Foreign Currency Translation

(a) Functional and presentation currency

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

(b) Transactions and balances

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

2.13 Income Tax

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

Current income tax

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

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the company's financial statements and the corresponding tax bases used in

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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

Income from Telecom Services, net of downtime credit, is recognised on the basis of terms of agreements/purchase orders from the customers. Upfront fee received in advance under long term contracts providing Indefeasible Right to Use (IRU), is recognised as revenue on the basis of estimation of revenue over the period of contract.

As at each reporting date, income includes an accrual for services rendered to the customers but not yet billed.

Rebates on early payment are deducted from the amount of revenue.

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 is 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.

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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 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. The Reserve created as above is shown as "Self Insurance Reserve" under 'Other Equity'.

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2.18 Prior Period Items

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

2.19 Earnings per Share

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

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

2.20 Statement of Cash Flows

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

3 Critical Estimates and Judgments

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

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

The areas involving critical estimates or judgments are:

Useful life of property, plant and equipment

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

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

Provisions and contingencies

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

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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. 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.

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Note 4- OTHER NON-CURRENT ASSETS

(Unsecured considered good unless otherwise specified)

(₹ in Lakh)

Particulars	As at 31st March 2022
Advances for Capital Expenditure	
Advances Against License Fee	530.00
Advance tax and Tax deducted at source	0.54
Total	**530.54**

Note 5- Deferred Tax Asset

(₹ in Lakh)

Particulars	As at 31st March 2022
Deferred Tax Asset	
Deferred tax Asset	11.90
Total	**11.90**

Note 6- Cash and Cash Equivalents

(₹ in Lakh)

Particulars	As at 31st March 2022
Cash and Cash Equivalents	
In Term Deposits with Maturity less than 3 month	373.90
In Current Accounts	0.88
Total	**374.78**

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POWERGRID Teleservices Limited

Note 7 - Equity Share Capital

(₹ in Lakh)

Particulars	**As at 31st March 2022**
Equity Share Capital	
Authorised Share Capital 50,00,00,000 (31st March 2022) 5,00,00,000 equity sha	5,000.00
Issued, Subscribed and Paid up Share Capital	
90,00,000 fully paid up Equity shares of Rs. 10/- each at par	900.00
Total	**900.00**

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 ended 31st March, 2022**	
	No.of Shares	**₹ in Lakh**
Shares outstanding at the beginning of the period		
Shares Issued during the period	9,000,000	900.00
Shares outstanding at the end of the period	9,000,000	900.00

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

4) Shareholding by Holding Company

Particulars	**As at 31st March, 2022**	
	No.of Shares	**% of holding**
Power Grid Corporation of India Limited # (Holding Company)	9,000,000	100%

Out of 90,00,000 Equity Shares, 6 Equity Shares are held by Nominees of M/s Power Grid Corporation of India

5) Shareholders holding more than 5% equity shares of the company

Particulars	**As at 31st March,2022**	
	No.of Shares	**% of holding**
Power Grid Corporation of India Limited # (Holding Company)	9,000,000	100%

6) Shareholding by Promoters

Particulars	**As at 31st March,2022**	
	No.of Shares	**% of holding**
Power Grid Corporation of India Limited (Holding Company)#	9,000,000	100%

Out of 90,00,000 Equity Shares, 6 Equity Shares are held by 6 Nominees of M/s Power Grid Corporation of India Limited Jointly with Power Grid Corporation Of India Limited

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Note 8- Other Equity

(₹ in Lakh)

Particulars	As at 31st March 2022
Reserves and Surplus	
Retained Earnings	
Balance at the beginning of the period	-
Addition during the period	(32.99)
Balance at the end of the period	(32.99)
Total	**(32.99)**

Note 9- Other Current Financial Liabilities

(₹ in Lakh)

Particulars	As at 31st March 2022
Others	
i) Payable To Power Grid Corporation of India Ltd. (Holding Co.)	47.87
ii) Others*	1.53
TOTAL	**49.40**
TOTAL	**49.40**

*Provision for Audit Fee, Stamp Duty and related expenses on Issue of Shares pertaining to FY 2021-22

Note 10- Current Tax Liabilities

(₹ in Lakh)

Particulars	As at 31st March 2022
Taxation (Including Interest on Tax)	
As per last balance sheet	-
Additions during the period	0.81
Adjusted during the period	
TOTAL	**0.81**
Total	**0.81**

Note 11- Other Income

(₹ in Lakh)

Particulars	For the Period From 25th Nov 2021 to 31st March 2022
Interest on Term Deposit	5.44
Total	**5.44**

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POWERGRID Teleservices Limited

Note 12- Other Expenses

(₹ in Lakh)

Particulars	For the Period From 25th Nov 2021 to 31st March 2022
Audit Fee Statutory Auditors	0.50
Rates and taxes others	0.08
Preliminary Expenses Written off	47.28
Licenses fee to DOT	1.55
Bank Charges	0.11
Total	**49.52**

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13. Exceptional and Extraordinary items

There are no exceptional and extraordinary items as at the Balance Sheet date.

14. Party Balances and Confirmations

Some balances shown under Assets and Payables shown under Liabilities include balances subject to confirmation/reconciliation and consequential adjustments if any. However reconciliations are carried out on ongoing basis.

15. Auditors Remuneration

(₹ in Lakh)

S. No.	Particulars	For the Period From 25th Nov 2021 to 31st March, 2022
1	Audit Fees	0.50
2.	Other Matters (In other capacity)	-
	Total	**0.50**

16. Employee Benefits

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

17. 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."

18. Corporate Social Responsibilities (CSR) :

As per section 135 of the Companies Act, 2013, along with Companies (Corporate Social responsibility Policy) Rules, 2021 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 the company has not satisfied any of the criteria provided

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in Section 135 of the Companies Act 2013, the company is not required to spend any amount for CSR Activities.

19. MSME Payments :

Based on information available with the company, there are few supplier's/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 MSMED Act, 2006 is given as under:

(₹ in Lakh)

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

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20. Fair Value Measurements

Assets and Liabilities which are measured at amortised cost for which Fair values are disclosed

(₹ in lakh)

Financial Instruments by category	As at 31.03.2022
	Amortised cost
Financial Assets	
Trade Receivables	
Cash & cash Equivalents	374.78
Total Financial assets	**374.78**
Financial Liabilities	
Other Financial Liabilities	
Current	49.40
Total financial liabilities	**49.40**

(i) Fair Value Heirarchy

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

Financial instruments that are measured at Amortised Cost:

(₹ in lakh)

Particulars	Level	As at 31.03.2022	
		Carrying Amount	Fair value
Financial Assets			
Total Financial Assets			
Financial Liabilities			
Borrowings	2		0
Deposits/retention money from contractors and others	2		0
Total financial liabilities			

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

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Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds, over-the-counter derivatives) 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 asset 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.

(ii) Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- 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

21. Disclosure as per Ind AS 24 - "Related Party Disclosures"

(a) Holding Company:-

Name of entity	Place of business/ Country of incorporation	Proportion of Ownership Interest
		As at 31.03.2022
Power Grid Corporation of India Limited	India	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

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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 Bhind Guna Transmission Limited (Erstwhile Bhind Guna 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 Bikaner Transmission System Limited (Erstwhile Bikaner-II Bhiwadi Transco 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 Energy Services Limited[3]	India
[1]100% equity acquired by POWERGRID from REC Power Development and Consultancy Limited (erstwhile REC Power Distribution Company Limited) on 04.06.2021	
[2]100% equity acquired by POWERGRID from PFC Consulting Limited on 08.06.2021	
[3] 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

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[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.

(d) Associates of Holding Company

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 remaining 26% stake in 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

(e) Key Management Personnel

S.N.	Name	Designation	Date of Appointment	Date of Cessation
1.	Smt Seema Gupta	Chairperson	29/12/2021	-
2.	Shri Suresh Chandra Agrawal	Director	25/11/2021	-
3.	Shri Mohammed Taj Mukarrum	Director	25/11/2021	-

(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.

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(g) 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**
Amounts payable	
Power Grid Corporation of India Ltd. (Holding Company)	
Reimbursement of expenses	47.87

(h) Transactions with related parties

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

(₹ in lakh)

Particulars	**For the Period From 25th Nov 2021 to 31st March 2022**
Power Grid Corporation of India Ltd. (Holding Company)	
Reimbursement of expenses	47.87
Investments Received during the year (Equity/Share application Money)	900

22. Segment Information

Business Segment

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 segments have been identified on the basis of product/services. The company has a single reportable segment i.e., Telecom Services

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

23. Contingent Liabilities and contingent assets

There is **Nil** Contingent Liabilities as at 31st March 2022.

24. Capital and other Commitments

(₹ in lakh)

Particulars	As at 31.03.2022
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	-

25. Capital management

a) Risk Management

The company's objectives when managing capital are to

- maximize the shareholder value;
- safeguard its ability to continue as a going concern;
- maintain an optimal capital structure to reduce the cost of capital.

For the purpose of the company's capital management, equity capital includes issued equity capital, and all other equity reserves attributable to the equity holders of the company. The company manages its capital structure and makes adjustments in light of changes in economic conditions. To maintain or adjust the capital structure, the company may adjust the dividend payment to shareholders, regulate investments in new projects, return capital to shareholders or issue new shares.

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

Particulars	As at 31.03.2022
Long term debt (₹ in lakh)	-
Equity (₹ in lakh)	900
Long term debt to Equity ratio	-

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

26. Earnings per share

Particulars	For the period 25th November 2021 to 31st Mar 2022
(a) Basic and diluted earnings per share attributable to the equity holders of the company (in Rupees)	(0.37)
(b) Total Earnings attributable to the equity holders of the company (in lakhs)	(32.99)
(c) Weighted average number of shares used as the denominator (in numbers)	9000000

27. Financial Risk Management:

The Company's principal financial liabilities comprise loans and borrowings denominated in Indian rupees, trade payables and other payables. The Company identifies, evaluates and manages Financial risks in close co-operation with the

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Company's operating Units. The main purpose of these financial liabilities is to finance the Company's capital investments and operations.

The Company's principal financial assets include, 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 recoveries are made, these are recognized in the statement of profit and loss.

(i) Trade Receivables and Contract Assets

Contract Assets primarily relate to companies right to consideration for work completed but not billed at the reporting date and have substantially same risk characteristics as the trade receivables for the same type of contract.

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

- **Cash and cash equivalents**

The Company held cash and cash equivalents of ₹ 374.78 Lakh as on 31st March, 2022. The cash and cash equivalents are held with Scheduled Commercial Bank and do not have any significant credit risk.

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(iii) Exposure to credit risk:-

Particulars	As at 31.03.2022
Financial assets for which loss allowance is measured using 12 months Expected Credit Losses (ECL)	
Cash and cash equivalents	374.78
Total	**374.78**

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 expected credit loss provision is not required.

(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 behavior. Considering the above factors and the prevalent regulations, the trade receivables 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 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.

(i) Financing Arrangements

The company had access to the borrowing facilities with the Parent Company as per Agreement at the end of the reporting period.

(ii) Maturities of financial liabilities

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

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

(₹ in lakh)

Contractual maturities of financial liabilities	Within a year	Between 1-5 years	Beyond 5 years	Total
As at 31.03.2022				
Borrowings (including interest outflows)				
Trade payables				
Other financial liabilities	49.40			
Others				
Total	**49.40**			

C) Market Risk

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

i. Currency risk

ii. Interest rate risk

i) Currency risk

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

ii) Interest rate risk

As on Reporting date the Company does not have any borrowings

28. 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 positions.

(a) Income tax expense –

(₹ in lakh)

Particulars	**For the period from 25th Nov 2021 to 31st March 2022**
Current Tax	
Current tax on profits for the year	0.81
Adjustments for current tax of prior periods	
Pertaining to regulatory deferral account balances (A)	
Total current tax expense (B)	**0.81**
Deferred Tax expense	

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Origination and reversal of temporary differences	(11.90)
Previously unrecognised tax credit recognised as Deferred Tax Asset this year	
Total deferred tax expense /benefit (C)	**(11.90)**
Income tax expense (B+C-A)	**(11.09)**

Current tax is reckoned based on the current year's income and tax payable thereon in accordance with the applicable tax rates as per the prevailing tax laws.

The company had made a tax provision of ₹ 0.81 Lakh for year ended 31st March, 2022 towards current tax.

In accordance with Ind-AS 12 on Accounting for Taxes on Income, the Company has computed Deferred Tax Asset amounting to ₹ 11.90 Lakh for year ended 31st March, 2022 on account of timing difference.

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

(₹ in lakh)

Particulars	**For the period from 25th Nov 2021 to 31st March 2022**
Profit before income tax expense including movement in Regulatory Deferral Account Balances	(44.08)
Tax at the Company's domestic tax rate of 25.168 %	**(11.09)**
Tax effect of:	
Non-Deductible tax items	11.90
Tax exempt income	
Deferred Assets for Deferred Tax Liability	
Previous Years tax liability	-
Unabsorbed tax losses	-
Deferred Tax expense/(income)	-
Minimum alternate tax adjustments	-
Income tax expense	**0.81**

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

a) The company does not have any immovable properties where title deeds are not in the name of the company:

b) Ageing of Capital Work in Progress is as follows:

(₹ in lakh)

Particulars	<1 Year	1-2 Years	2-3 Years	>3 Years	Total
As at 31.03.2022	-	-	-	-	-
Project in progress	-	-	-	-	-
Total	-	-	-	-	-

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) For Intangible assets under development, the completion is neither overdue nor has exceeded its cost compared to its original plan.

e) Aging of Intangible assets under development is as follows:

(₹ in lakh)

Particulars	<1 Year	1-2 Years	2-3 Years	>3 Years	Total
As at 31.03.2022	-	-	-	-	-
Project in progress	-	-	-	-	-
Total	-	-	-	-	-

f) 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.

g) The Company is not sanctioned any working capital limit secured against current assets by any Finance Institutions.

h) The company was not declared as a wilful defaulter by any bank or financial Institution or other lender during the financial year.

i) The company does not have any transactions or Outstanding balance with struck off companies.

j) The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017 during the financial year.

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k) **Ratios**

Ratio	Numerator	Denominator	Current Year
(a) Current Ratio	Current Assets	Current Liabilities	7.46
(b) Debt-Equity Ratio	Total Debt	Shareholder's Equity	N/A
(c) Debt Service Coverage Ratio	Profit for the period + Depreciation and amortization expense + Finance costs	Interest & Lease Payments + Principal Repayments	N/A
(d) Return on Equity Ratio	Profit for the period	Average Shareholder's Equity	N/A
(e) Inventory turnover ratio	Revenue from Operations	Average Inventory	N/A
(f) Trade Receivables turnover ratio	Revenue from Operations	Average Trade Receivables (before deducting provision)	N/A
(g) Trade payables turnover ratio	Gross Other Expense (-) FERV, Provisions, Loss on disposal of PPE	Average Trade payables	N/A
(h) Net capital turnover ratio	Revenue from Operations	Current Assets - Current Liabilities	N/A
(i) Net profit ratio	Profit for the period	Revenue from Operations	N/A
(j) Return on Capital employed	Earnings before interest and taxes	Tangible Net Worth + Total Debt + Deferred Tax Liability	N/A
(k) Return on investment	{MV(T1) – MV(T0) – Sum [C(t)]}	{MV(T0) + Sum [W(t) * C(t)]}	N/A

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l) 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.

m) 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.

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

30. Disclosure on Ind AS 115 "Revenue from Contracts with Customers

The Company's Accounting Policies for its revenue streams are disclosed in Note 2.14. The Assets of the Company are under-construction and Company is yet to commence its operation, therefore Ind AS 115 is not applicable.

31. Disclosure of material impact of Covid-19 pandemic

The Company has considered various internal and external information available up to the date of approval of Financial Results and there has been no material impact on the operations of the company for the Period ended 31 March 2022. The company will continue to monitor any material changes to future economic conditions.

32. 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.

33. Figures have been rounded off to nearest rupee in lakh up to two decimal.

As per our report of even date attached.

For Arora & Choudhary Associates
Chartered Accountants
FRN: 003870N

Arora & Choudhary Associates * New Delhi * Chartered Accountants

Vijay Kumar Choudhary
Partner
Membership No.: 081843

Place: New Delhi
Date : 17-05-22

For and on behalf of Board of Directors

Seema Gupta
Chairperson
DIN: 06636330

Place: Gurugram
Date : 17.05.2022

Mohammed Taj Mukarrum
Director
DIN: 8097837

Place: Gurugram
Date : 17.05.2022