



3rd Annual Report of PowerTel
(2023-24)

POWERGRID Teleservices Limited

(wholly owned subsidiary of Power Grid Corporation of India Limited)

ANNUAL REPORT (2023-24)

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COMPANY INFORMATION

CHIEF EXECUTIVE OFFICER

SHRI SANJAY SHARMA [w.e.f. 31.07.2024]

CHIEF FINANCIAL OFFICER

SHRI SWARAJ BANERJEE

COMPANY SECRETARY

Ms. KRITIKA SHARMA [w.e.f.12.07.2024]

STATUTORY AUDITORS

M/s. GUPTA NANDA & CO., CHARTERED ACCOUNTANTS,
NEW DELHI

SECRETARIAL AUDITORS

M/s. VAPN & ASSOCIATES, COMPANY SECRETARIES,
NEW DELHI

COST AUDITOR

M/s. DHANANJAY V. JOSHI & ASSOCIATES

INTERNAL AUDITOR

M/s. VIJENDER SHARMA & Co.
M/s. DBK ASSOCIATES
M/s. JAIN CHOWDHARY & CO,
M/s. A I KOTHARI AND ASSOCIATES

REGISTERED OFFICE

B-9, QUTUB INSTITUTIONAL AREA,
KATWARIA SARAI,
NEW DELHI, INDIA, 110016
TEL: 011-2656 0112
website: www.powergrid.in
CIN No.- U64200DL2021GOI390464

BOARD OF DIRECTORS



DR. YATINDRA DWIVEDI
CHAIRMAN



SHRI VAMSI RAMAMOCHAN
BURRA
DIRECTOR & CEO
(CEO upto 17.07.2024)



SHRI PURSHOTTAM
AGARWAL
DIRECTOR



DR. SUNITA CHOHAN
DIRECTOR

SHRI K SREEKANT, CHAIRPERSON [08.08.2022 to 31.12.2023]

SHRI G. RAVISANKAR, DIRECTOR [08.08.2022 to 23.12.2023]

SHRI RAVINDRA KUMAR TYAGI, DIRECTOR [08.08.2022 to 07.01.2024]

CHAIRMAN'S ADDRESS
(3RD ANNUAL GENERAL MEETING)

Dear Members,

It gives me immense pleasure to welcome you all to the 3rd Annual General Meeting of POWERGRID Teleservices Limited (PowerTel) and present the Annual Report for the Financial Year (FY) 2023-24. The Directors' Report and Audited financial statements for the year ended March 31, 2024 have already been provided to all the shareholders.

With your permission, I take them as read.

Key milestones/ new initiatives of PowerTel during the year:

- Business Transfer Agreement between POWERGRID and PowerTel became effective from Oct. 01, 2023.
- 'Augmentation of Telecom Backbone Network and associated infrastructure' project approved by the Board.
- Commenced implementation of Data Center at Manesar, Haryana pursuant to approval by POWERGRID Board in July, 2023 to establish Pilot Data Center at Manesar through PowerTel. Central Electricity Regulatory Commission (CERC) had earlier accorded permission in November, 2022 to set up the Data Centre (DC) at Manesar through PowerTel.
- Signed an MoU with the State of Meghalaya on March 02, 2024 for strengthening of Telecom Connectivity in the State of Meghalaya.
- Established International Telecom Gateways at Muzaffarpur (Bihar) and Behrampur (West Bengal) to provide Telecom connectivity to Nepal and Bangladesh respectively.
- Played a vital role, during G20 Summit, in close co-ordination with DoT, in fending off multiple cyber-attacks, targeting various Govt. & private portals during the summit and successfully blocking more than 250 malicious sites and mitigated numerous DDoS cyber-attacks.
- Received permission from CERC on March 27, 2024 to establish Data Centres at 15 substations across the country. Based on customer requirement and business experience, establishing Data Centres at these locations would be explored.
- Participated in India Mobile Congress 2023 and Convergence India Expo 2024
- Company is proud to received appreciation from ISRO for high degree of excellence in providing & monitoring mission critical Telecom links which supported the Chandrayaan 3 Mission.
- Company has conducted a Proof of Concept (PoC) for 'Wi-Fi Deployment in Switchyard & Control Room POWERGRID's Substations to enable wireless monitoring of Equipment installed in Sub-Station'.

DIRECTORS' REPORT

Dear Shareholders,

On behalf of the Board of Directors, I am delighted to present the 3rd 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 March 31, 2024.

1. COMPANY OVERVIEW

POWERGRID Teleservices Limited (PowerTel) was incorporated on November 25, 2021 as a wholly-owned subsidiary of Power Grid Corporation of India Limited (POWERGRID) to undertake Telecommunications and Digital Technology Business (Point to Point Lease Line, MPLS-VPN, Internet Services etc.) which was hitherto carried out by POWERGRID. The Company was incorporated keeping in view the growing size of Telecom business, to provide a focused attention to Telecom business, challenges in different licensing/ regulatory requirements for Telecom business.

Unified License with service authorizations for National Long Distance (NLD), Internet Service Provider – A (ISP 'A') & International Long Distance (ILD) was obtained on May 11, 2022 from Department of Telecommunications (DoT), Govt. of India. Further, Infrastructure Provider – I (IP-I) registration was obtained on February 16, 2023 from the DoT.

Further, on May 17, 2023, CERC accorded approval for undertaking existing Telecommunications business of POWERGRID through PowerTel and pursuant to approval of the Board of Directors of POWERGRID and PowerTel, a Business Transfer Agreement (BTA) was signed on July 18, 2023 between POWERGRID and PowerTel to commence transfer of business. The business has been transferred from POWERGRID to PowerTel w.e.f. October 1, 2023.

PowerTel is the only Telecom Service Provider in the country providing Telecommunications services predominantly utilizing overhead Optic fiber network (Optical Ground Wire – OPGW) on power transmission lines on a pan India basis.

The Company's telecom network covers more than 1,00,000 km with presence in more than 3,000 locations nationwide, maintaining backbone availability of more than 99.5%. PowerTel network reaches even remote areas like Leh, Ladakh, and the North-eastern Regions, providing reliable connectivity.

PowerTel customers include Govt. Departments & Organizations, Telecom Service Providers, Over the Top (OTT) Service Providers, Enterprise Customers, Internet Service Providers (ISP) etc. Moreover, POWERGRID/PowerTel is also one of the implementing agencies of Govt. of India's prestigious National Knowledge Network (NKN) project and the Bharat Net project.

The Company is continuously exploring diverse business opportunities within the dynamic telecom sector. We are entering the International Long Distance (ILD) business to pioneer new frontiers and broaden our global presence.

In line with this forward-looking approach, we have initiated the establishment of a Pilot Data Center in Manesar, Gurugram, marking another significant milestone in our esteemed journey.

To solidify our position as a leader in telecom excellence, we have enhanced the bandwidth capacity of our India-wide telecom network, paving the way for unparalleled connectivity. Further, Company is also offering transmission towers for mobile communications.

2. FINANCIAL PERFORMANCE

The key highlights on the financial performance of your Company for the financial year ended March 31, 2024 with comparative position of previous year's performance are as under:

(Amount in INR crore, unless stated otherwise)

Sl. No.	Particulars	Year ended 31.03.2024 (Restated)	Year ended 31.03.2023 (Restated)
1.	Revenue from Operations	900.51	803.69
2.	Other Income	9.55	9.71
3.	Total Income	910.06	813.40
4.	Total Expenses	556.25	507.07
5.	Profit before Tax	353.81	306.33
6.	Profit after Tax	313.66	304.95
7.	Earnings Per Equity Share (₹)	-	-
	Basic & Diluted without business combination	10.72	(0.07)
	Basic & Diluted with business combination	4.72	4.59

The financial statements for the FY 2023-24 have been prepared in pursuance of the provisions of the applicable Indian Accounting Standards (Ind AS) prescribed under the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015.

3. SHARE CAPITAL

The Authorised Share Capital of the Company, as on March 31, 2024 stood at Rs. 800,00,00,000/-. During the FY 2023-24, your Company calls equity shares of Rs. 65,50,20,000/-. Consequently, the paid-up share capital of the Company as on March 31st, 2024 was Rs. 664,02,00,000/-.

List of Shareholders as on March 31, 2024

Sl. No.	Name of the Shareholder	No. of Shares (of Rs.10/- each) held as on 31.03.2024
1.	POWERGRID	66,40,19,994/-
2.	Shri D.K. Biswal*	1
3.	Shri Vamsi Ramamohan Burra*	1
4.	Shri Ravisankar Ganesan*	1
5.	Shri Ramesh Kumar*	1
6.	Shri Satyaprakash Dash**	1
7.	Shri Doman Yadav*	1

*One share jointly with POWERGRID.

**Transferred to Shri A.K. Das w.e.f. 23.08.2024

4. DIVIDEND & RESERVES

Your Directors have recommended an interim dividend of Rs. 41,16,92,400/- for the FY 2023-24 out of the profits and retained earnings of the Company.

5. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF THE REPORT

No material changes and commitments have occurred between the end of the financial year and the date of this report which affect the financial position of the Company.

6. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

There was no Conservation of Energy, Technology absorption and Foreign Exchange Earnings and out go in the Company for Financial Year 2023-24.

7. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

DIRECTORS

As on March 31, 2024, the Board comprised of Four (04) Directors viz., Dr. Yatindra Dwivedi, Shri Purshottam Agarwal, Shri Vamsi Ramamohan Burra and Dr. Sunita Chohan.

Following were the changes in the composition of the Board of Directors of the Company during the Financial Year 2023-24:

- Shri Ravisankar Ganesan, and Shri Ravindra Kumar Tyagi ceased to be Directors of the Company w.e.f. 23rd December 2023, and 7th January 2024, respectively due to resignation.
- Shri Sreekant Kandikuppa ceased to be Director of the Company w.e.f. December 31, 2023 consequent to his superannuation from POWERGRID.
- Dr. Yatindra Dwivedi, Shri Purshottam Agarwal and Dr. Sunita Chohan were appointed as an Additional Directors on the Board of the Company w.e.f. January 8, 2024; January 1, 2024 and February 13, 2024 respectively who hold office up to the date of ensuing Annual General Meeting.

The Board placed on record its appreciation for the valuable contribution, guidance and support given by Shri Sreekant Kandikuppa, Shri Ravisankar Ganesan and Shri Ravindra Kumar Tyagi, Directors 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 Dr. Yatindra Dwivedi, Shri Purshottam Agarwal, and Dr. Sunita Chohan as Directors in the ensuing Annual General Meeting.

In accordance with the provisions of the Companies Act, 2013, Shri Vamsi Ramamohan Burra shall retire by rotation at the Annual General Meeting of your Company and being eligible, has offered himself for re-appointment.

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

The composition of the Board of Directors of the Company as on March 31, 2024, was as follows:

S. No.	Name and DIN	Designation
1.	Dr. Yatindra Dwivedi (DIN: 10301390)	Chairman
2.	Shri Purshottam Agarwal (DIN: 08812158)	Director
3.	Shri Vamsi Ramamohan Burra* (DIN: 09806168)	Director & CEO
4.	Dr. Sunita Chohan (DIN: 09384685)	Director

*CEO upto 17.07.2024

KEY MANAGERIAL PERSONNEL (KMP)

Shri Swaraj Banerjee, was appointed as CFO of the Company, w.e.f. February 7, 2024, Shri Sanjay Sharma was appointed as CEO of the Company w.e.f. July 31, 2024 and Ms. Kritika Sharma was appointed as Company Secretary of the Company w.e.f. July 12, 2024.

8. DECLARATION BY INDEPENDENT DIRECTORS

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

9. MEETINGS OF THE BOARD OF DIRECTORS, AND ATTENDANCE OF DIRECTORS

During the Financial Year 2023-24, Fourteen (14) meetings of Board of Directors were held-on May 16, 2022, June 12, 2023; July 18, 2023; July 26, 2023; September 12, 2023; October 15, 2023; November 13, 2023; January 8, 2024; January 15, 2024; February 07, 2024; February 13, 2024; March 01, 2024; March 15, 2024 and March 31, 2024.

The details of number of meetings attended by each Director during the Financial Year are as under:

Name of Directors	Designation	No. of Board Meetings entitled to attend during the Financial Year 2023-24	No. of Board Meetings attended during the Financial Year 2023-24
Shri Sreekant Kandikuppa	Chairman & Director	07	07
Shri R.K. Tyagi	Director	07	07
Shri G. Ravisankar	Director	07	07

Shri Vamsi Ramamohan Burra	Director & CEO	14	14
Dr. Yatindra Dwivedi	Chairman & Director	07	07
Shri Purshottam Agarwal	Director	07	07
Dr. Sunita Chohan	Director	03	03

10. BOARD COMMITTEES

Audit Committee and Nomination & Remuneration Committee

The provisions of Section 177 and Section 178 of the Companies Act, 2013 read with Rule 6 of the Companies (Meeting of Board and Its Powers) Rules, 2014 & Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014 were not applicable to the Company during FY 2023-24.

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 2023-24.

Other Board level Committee

Name of the Committee	Composition as on March 31, 2024
Committee of Directors	<ol style="list-style-type: none"> Shri Purshottam Agarwal Shri Vamsi Ramamohan Burra Dr. Sunita Chohan

11. PERFORMANCE EVALUATION

Ministry of Corporate Affairs has exempted Government Companies from complying with the provisions of Section 178(2) & para VIII of Schedule IV of the act with regard to performance evaluation of Board, its committees and individual directors.

12. RISK MANAGEMENT

Risk Management is a key aspect of Corporate Governance Principles and Code of Conduct which aims to improvise the governance practices across the business activities of any organization.

Risk Management policy has been formed to ensure that all the current and future material risk exposures of the Company are identified, assessed, quantified, appropriately mitigated, minimized and managed and to enable compliance with appropriate regulations, wherever applicable, through adoption of the best practices.

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

13. ANNUAL RETURN

In compliance with the provisions of Section 92(3) read with Section 134(3)(a) of the Companies Act, 2013, copy of Annual Return of the Company is available on the website,

www.powergrid.in, of the holding Company,) i.e. POWERGRID and can be accessed in the subsidiaries section of the Investors tab.

14. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has, in all material respects, an adequate Internal Financial Controls System over Financial Reporting and such Internal Financial Controls over Financial Reporting were operating effectively during Financial Year 2023-24.

15. HUMAN RESOURCE DEVELOPMENT

Your company values its human capital and firmly believes in employee development as a critical factor for ensuring efficiency at workplace.

1. 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. As your Company is a Government Company, the information has not been included as a part of Directors' report.

16. PROTECTION OF WOMEN AT WORKPLACE

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

17. RIGHT TO INFORMATION ACT

In compliance with 'Right to Information Act, 2005' (the Act), an appropriate mechanism is in place for promoting transparency and accountability, wherein POWERGRID (Holding Company) has nominated Central Public Information Officer & Appellate Authority for your Company to provide required information under the provisions of the Act.

18. VIGIL MECHANISM AND VIGILANCE ACTIVITIES / WHISTLEBLOWER POLICY

Your Company being a wholly owned subsidiary of POWERGRID is covered under the vigil mechanism of POWERGRID, the holding Company.

19. DIRECTORS' RESPONSIBILITY STATEMENT ***[Pursuant to section 134(3)(c) of Companies Act, 2013]***

In accordance with section 134(5) of the Companies Act, 2013, the Board of Directors of the Company hereby confirms: -

- 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 Profit of the Company for that period;
- c. the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the 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.

20. AUDITOR

STATUTORY AUDITOR

The Comptroller & Auditor General of India (C&AG) appointed M/s Gupta Nanda & Co., Chartered Accountants, New Delhi as the Statutory Auditors of your Company for the FY 2023-24, in terms of the provisions of the Companies Act, 2013.

SECRETARIAL AUDITOR

Pursuant to provision of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company has appointed - M/s VAPN & Associates, Company Secretaries, New Delhi as the Secretarial Auditor of the Company for the FY 2023-24. The Secretarial Audit Report for FY 2023-24 do not contain any adverse observations and forms part of this Report.

INTERNAL AUDITOR

Your Company had Appointed M/s Vijender Sharma & Co., M/s DBK Associates, M/s Jain Chowdhary & Co, M/s A I Kothari and Associates as the Internal Auditors of the Company for FY 2023-24, in terms of the provisions of the Companies Act, 2013.

COST AUDITOR

Pursuant to provision of section 148 of the Companies Act, 2013 your Company has appointed M/s Dhananjay V. Joshi & Associates, Cost Accountant, as the Cost Auditor of the Company for the FY 2023-24.

21. ANNEXURES TO THE REPORT

The following reports are annexed and forms an integral part of this report:

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES: The particulars of contract/arrangements entered into by the Company with related parties referred to in Section 188 (1) of the Companies Act, 2013 are disclosed in Form No. AOC-2 enclosed to this report as **Appendix-A**.

A. SECRETARIAL AUDIT REPORT: The Secretarial Audit Report by M/s VAPN & Associates, Company Secretaries is enclosed to this report as **Appendix-B**.

B. AUDITORS' REPORT: The Auditors' Report on the Financial Statement of the Company for the period from April 01st, 2023 to March 31st, 2024 is enclosed under 'Auditors Report and Financial Statements for FY 2023-24' section of the Annual Report. There are no qualifications, reservations or adverse remarks made by the Statutory Auditors.

C. C&AG COMMENTS: The C&AG vide their letter dated September 11, 2024 have given "NIL" comments for the Financial Year 2023-24.

22. OTHER DISCLOSURES

- i. Your Company has generally complied with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) relating to 'Meetings of the Board of Directors' and 'General Meetings' during the FY 2023-24.
- ii. Your Company has not accepted any deposits from the public during the financial year 2023-24.
- iii. Your Company does not have Subsidiary / Associate / Joint Venture Company.
- iv. There were no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.
- v. There were no instances of fraud reported by the Auditors vide their Report for the FY 2023-24.
- vi. There are no proceedings initiated / pending against your Company under the Insolvency and Bankruptcy Code, 2016.
- vii. The Company has not given any loans or guarantees or made any investment covered under the provisions of section 186 of the Companies Act, 2013.
- viii. All Directors had disclosed his nature of their interest / concern in the company or companies or bodies corporate, firms, or other association of individuals as required under the Companies Act, 2013 from time to time.

23. ACKNOWLEDGEMENT

The Board of Directors of your Company acknowledge with deep sense of appreciation, the co-operation received from the Government of India, particularly the Ministry of Power, the Central Electricity Regulatory Commission, the Central Electricity Authority, the Department of Public Enterprises, Power Grid Corporation of India Limited, the Comptroller & Auditor General of India, the Auditors, the Department of Telecommunications, Telecom Regulatory Authority of India and various other authorities. Your Directors also takes this opportunity to convey their gratitude and sincere thanks for the cooperation and assistance received from the Holding Company i.e. (POWERGRID) / Shareholders during the period under report. The Board of Directors acknowledges your confidence and continued support and looks forward for the same in the future as well.

The Board of Directors of your Company wishes to place on record its deep appreciation for valuable guidance and significant contribution made by the separated directors during their tenure on the Board of the Company. The Directors of your Company express appreciation for the dedicated and sincere efforts of the Team PowerTel for their sustained efforts.

**For and on behalf of the Board of Directors
POWERGRID Teleservices Limited**

**Sd/-
(Dr. Yatindra Dwivedi)
Chairman
DIN: 10301390**

**Date: 24.09.2024
Place: Gurugram**

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.

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	-

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	(A) POWERGRID CORPORATION OF INDIA LIMITED (POWERGRID).
b)	Nature of contracts/arrangements/transaction	i. Investment Approval for "Establishment of Pilot Data Centre at POWERGRID Manesar substation by POWERGRID Teleservices Limited": ii. Approval for purchase of Telecommunication Business Undertaking of Power Grid Corporation of India Limited

		<p>(POWERGRID) by POWERGRID TELESERVICES LIMITED (PowerTel/Company)</p> <p>iii. Proposal (i) to borrow money in excess of the aggregate of the Paid-up Share Capital, Free Reserves and Securities Premium; (ii) to enter into Lease/License Agreement and Support Service Agreement with POWERGRID; and</p> <ul style="list-style-type: none"> • Providing the land to PowerTel at POWERGRID Manesar substation on Lease/Rental basis for establishment of Pilot Data Centre; • Providing the Support Services to PowerTel during execution of the Data Centre project at Manesar <p>iv. Proposal for approval of Related Party Transactions of PowerGrid Teleservices Limited {PowerTel / Company - A Wholly Owned Subsidiary of Power Grid Corporation of India Limited (POWERGRID)} with POWERGRID for providing such products by the Company to POWERGRID, developed specifically for POWERGRID and /or procured from third party, at cost plus 10% to cover the cost and overheads of the Company</p>
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c)	Duration of the contracts/ arrangements/ transaction	i. 60 Months contract ii. 12 Month Contract iii. 60 Months contract; <ul style="list-style-type: none"> 240 Months contract; Commence with effect from date of Investement approval of Data Centre at Manesar till completion of the project; iv. No service availed till date
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	i. Inter Corporate loan towards capital requirement for establishment of Pilot Data Centre at POWERGRID Manesar substation for an amount up to ₹571.06 Crore, as and when required from POWERGRID, on cost to cost basis; ii. Inter Corporate loan towards working capital requirement for an amount upto ₹ 200 Crore. iii. Inter Corporate loan towards capital requirement for execution of Telecom Projects, for an amount upto ₹605.92 Crore as and when required from POWERGRID, on cost to cost basis; <ul style="list-style-type: none"> As per CERC Order the lease/rental shall be evaluated by an external independent valuer. The Lease rent is Rs.15 Lakh/Year for 1st and 2nd year. Thereafter 5% increment in every 2 year); Providing Inputs & services to establishment of the Pilot Data Centre Project. A consultancy Fee @ 0.5% of the

		<p>actual project cost (excluding IDC and Consultancy fee) plus GST as applicable towards the inputs & services Availing any other products / services from PowerTel that would be provided and/or procured from third party by PowerTel, the same may be availed at cost plus 10% to cover the cost and overheads of PowerTel;</p> <p>iv. Availing any other products / services from PowerTel that would be provided and/or procured from third party by PowerTel, the same may be availed at cost plus 10% to cover the cost and overheads of PowerTel;</p>
e)	Date of approval by the Board	<p>i. 12.06.2023</p> <p>ii. 18.7.2023</p> <p>iii. 13.11.2023</p> <p>iv. 15.01.2024</p>
f)	Amount paid as advances, if any	-

For and on behalf of
POWERGRID Teleservices Limited

Sd/-
(Yatindra Dwivedi)
Chairman
DIN: 10301390

Date: 24.09.2024
Place: Gurugram



VAPN & ASSOCIATES

COMPANY SECRETARIES

FORM NO. MR - 3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2024

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

To,
The Members
Powergrid Teleservices Limited
CIN: U64200DL2021GOI390464
Registered Office: B-9, Qutub Institutional Area,
Katwaria Sarai, South Delhi, India, 110016

We have conducted the Secretarial Audit of compliance with the applicable statutory provisions and adherence to good corporate practices by **POWERGRID TELESERVICES LIMITED** (hereinafter referred to as 'the Company') for the Financial Year ended on 31st March, 2024. The Company is **wholly owned subsidiary company of POWER GRID CORPORATION OF INDIA LIMITED ("POWERGRID")** (a Government of India Enterprise). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the **Financial Year ended on 31st March, 2024 ('Audit Period')** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We report that, we have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2024 according to the provisions of (as amended):

1. The Companies Act, 2013 ('the Act') and the Rules made there under read with notifications, exemptions and clarifications thereto;





VAPN & ASSOCIATES

COMPANY SECRETARIES

2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under *[Not Applicable to the Company during the Audit Period under review];*
3. The Depositories Act, 1996 and the Regulations and bye-laws framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment, External Commercial Borrowings - *[Not Applicable to the Company during the Audit Period under review];*
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') as amended: -
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011- *[Not Applicable to the Company during the Audit Period under review];*
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015- *[Not Applicable to the Company during the Audit Period under review];*
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018- *[Not Applicable to the Company during the Audit Period under review];*
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021- *[Not Applicable to the Company during the Audit Period under review];*
 - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - *[Not Applicable to the Company during the Audit Period under review];*
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client- *[Not Applicable to the Company during the Audit Period under review];*
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021- *[Not Applicable to the Company during the Audit Period under review];*





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- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018- *[Not Applicable to the Company during the Audit Period under review];*
- (i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 - *[Not Applicable to the Company during the Audit Period under review];* and

We have also examined compliance with applicable Clauses/ Regulations of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India (ICSI); and
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("LODR Regulations"); - **[Not Applicable to the Company during the Audit Period under review];**

During Audit Period under review, the Company has generally complied with the provisions of the applicable Acts, Rules, Regulations, Guidelines, Secretarial Standards etc. as mentioned above.

We further report that during the audit period under review:

1. The Board of Directors of the Company is duly constituted with proper balance of Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
2. The Company is a wholly owned subsidiary of Power Grid Corporation of India Limited (a Government of India Enterprise). Hence, the Company is exempted from the applicability of Section 177 and Section 178 of the Companies Act, 2013 read with Rule 4(1) & (2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Rule 6 of Companies (Meeting of Board and its Powers) Rules, 2014. Being a Government Company, provisions of Section 203 of the Companies Act, 2013 shall not apply with respect to the appointment of Managing Director, Chief Executive Officer or Manager and in their absence a Whole Time Director of the Company vide Ministry of Corporate Affairs' Notification dated 5th June, 2015.





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3. Adequate notice is given to all directors to schedule the meetings of the Board along with agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
4. All decisions at Board Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors.
5. We further report that based on review of compliance mechanism established by the Company, we are of the opinion that the management has adequate systems and processes commensurate with its size and operations, to monitor and ensure compliance with all applicable laws, rules, regulations and guidelines.
6. We further report that during the review period, no major action having a bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. above have taken place except: -
 - a) Company has purchased telecommunication business undertaking of Power Grid Corporation of India limited (POWERGRID) and has made allotment of 65,50,20,000 (Sixty-Five Crore Fifty Lakhs and Twenty-Thousand) equity shares having face value of Rs.10/- against purchase consideration.

For VAPN & Associates

Practicing Company Secretaries

ICSI Unique Code: P2015DE045500

Peer Review Certificate No. 975/2020



Ashok
Partner

ACS No: 55136 | COP No: 20599

ICSI UDIN: A055136F000668529

Date: 04/07/2024

Place: New Delhi

Note: This report is to be read with letter of even date by the secretarial auditor, which is annexed as 'Annexure A' and forms an integral part of this report.



VAPN & ASSOCIATES

COMPANY SECRETARIES

"Annexure-A"

To,
The Members
Powergrid Teleservices Limited
CIN: U64200DL2021GOI390464
Registered Office: B-9, Qutub Institutional Area,
Katwaria Sarai, South Delhi, India, 110016

Our Secretarial Audit Report (Form MR-3) of even date for the period from 1st April, 2023 to 31st March, 2024, is to be read along with this letter.

1. The Company's management is responsible for the maintenance of secretarial records and compliance with the relevant provisions of corporate and other applicable laws, rules, regulations, guidelines, and standards. Our responsibility is to express an opinion on the secretarial records produced for our audit.
2. We have followed such audit practices and processes as we considered appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records.
3. We have verified the secretarial records furnished to us on a test basis to see whether the correct facts are reflected therein. We also examined the compliance procedures followed by the Company on a test basis. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
4. While forming an opinion on compliance and issuing this report:
 - (a) We have considered compliance-related action taken by the Company for the period from 1st April, 2023 to 31st March, 2024.
 - (b) We have taken an overall view, based on the compliance procedures and practices followed by the Company.
5. We have not verified the correctness and appropriateness of the financial statement (including attachments and annexures thereto), financial records, and books of accounts of the Company, as they are subject to audit by the Auditors of the Company, appointed under Section 139 of the Act.



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COMPANY SECRETARIES

6. We have obtained and relied on the Management's representation about the compliance of laws, rules and regulations and happening of events, wherever required.
7. Our Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For VAPN & Associates
Practicing Company Secretaries
ICSI Unique Code: P2015DE045500
Peer Review Certificate No. 975/2020



Ashok
Partner

ACS No: 55136 | COP No: 20599
ICSI UDIN: A055136F000668529

Date: 04/07/2024
Place: New Delhi



No. DQ 0(E)/R/01-139/ACS-PC/2024-25/115 - 2018444

भारतीय लेखापरीक्षा और लेखा विभाग
कार्यालय महा निदेशक लेखापरीक्षा (ऊर्जा)
नई दिल्ली

INDIAN AUDIT & ACCOUNTS DEPARTMENT
Office of the Director General of Audit (Energy)
New Delhi

75
आज़ादी का
अमृत महोत्सव

Dated: 11/09/2024

सेवा में,

अध्यक्ष,

पॉवरग्रिड टेलीसर्विसेज लिमिटेड,

नई दिल्ली ।

विषय:- 31 मार्च 2024 को समाप्त वर्ष के लिए पॉवरग्रिड टेलीसर्विसेज लिमिटेड के लेखाओं पर कम्पनी अधिनियम 2013 की धारा 143(6)(b) के अंतर्गत भारत के नियंत्रक एवं महालेखापरीक्षक की टिप्पणियाँ।

महोदय,

मैं, पॉवरग्रिड टेलीसर्विसेज लिमिटेड के 31 मार्च 2024 को समाप्त वर्ष के लेखाओं पर कम्पनी अधिनियम 2013 की धारा 143(6)(b) के अंतर्गत भारत के नियंत्रक एवं महालेखापरीक्षक की टिप्पणियाँ अग्रेषित कर रही हूँ।

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

भवदीया,

संलग्नक:- यथोपरि।

रूख.ए. पंडा

(एस. आह्लादिनी पंडा)
महानिदेशक

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 YEAR ENDED 31 MARCH 2024

The preparation of financial statements of POWERGRID Teleservices Limited for the year ended 31 March 2024 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139 (5) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143 (10) of the Act. This is stated to have been done by them vide their Audit Report dated 24 July 2024.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of POWERGRID Teleservices Limited for the year ended 31 March 2024 under Section 143(6)(a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the statutory auditor and is limited primarily to inquiries of the statutory auditor and company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditor's report under section 143 (6) (b) of the Act.

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



(S. Ahladini Panda)
Director General of Audit (Energy)

Place: New Delhi
Date: 11/09/2024

GUPTA NANDA & CO.

CHARTERED ACCOUNTANTS

Address:

S-1, FIRST FLOOR, RAJOURI GARDEN,
NEW DELHI-110027
PHONE: 25459787, 9582950999, 45577987
BRANCH: JAIPUR, MUMBAI, JAMMU
E-mail- guptananda8891@gmail.com
Website: www.guptananda.com

Head Office: 20-A, RAJOURI ENCLAVE (LIG), NEAR CAMBRIDGE SCHOOL, RAJOURI GARDEN, NEW DELHI-110027

INDEPENDENT AUDITORS' REPORT

To,

The Members of **POWERGRID TELESERVICES LIMITED**

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **POWERGRID TELESERVICES LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March 2024, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and notes to financial statement including a summary of the material accounting policies and other explanatory information (hereinafter referred to as "Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2024 and its profit, the total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standard on Auditing ("SAs") specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of



India ("ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Statements of the current period. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to communicate in our report.

Other Matters

Pursuant to Business Transfer Agreement signed between Power Grid Corporation of India Ltd. (POWERGRID, Holding Company) and the Company, Telecom Undertaking of POWERGRID has been transferred as a going concern and on a slump sale basis effective from 1st October, 2023. Accordingly, Comparative accounting period presented in the financial statements of the Company related to Telecom undertaking which were previously audited by the POWERGRID Auditors has been restated for the accounting impact of the transfer under IND AS, as if the purchase has occurred from the beginning of the comparative period in the financial statements.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility and Sustainability Report, Corporate Governance and Shareholder's Information, but does not include the financial statements and our Auditor's Report thereon. The other information as identified above is expected to be made available to us after the date of this Auditor's Report.

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



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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard as the Board Report is expected to be made available to us after the date of this auditor's report.

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

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

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

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

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



Auditors' Responsibility

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

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

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.



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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of Section 143(11) of the Act, we give in **Annexure "A"** a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, based on our audit we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.



- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid Financial Statements comply with the Ind AS prescribed under section 133 of the Act read with relevant rules issued thereunder.
- e. As the Government Companies have been exempted from applicability of the provision of section 164(2) of the Companies Act, 2013, reporting on disqualification of Director is not required.
- f. With respect to the adequacy of the internal financial controls over financial reporting with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure "B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
- g. Pursuant to Notification No. GSR 463(E) dated 5th June 2015 issued by the Ministry of Corporate Affairs, Government of India, provision of Section 197 of the Companies Act, 2013 are not applicable to the Company, being a Government Company.
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The company has disclosed the impact of pending litigations on its financial position in its Financial Statements.
 - ii. The company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2024.



- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement
- v. The dividend declared or paid during the year by the Company is in accordance with Section 123 of the Companies Act, 2013.
- vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.



As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

3. In terms of Section 143(5) of the Companies Act 2013, we give in the "Annexure-C" statement on the directions issued by the Comptroller and Auditor General of India.

For M/s Gupta Nanda & Co.
Chartered Accountants
FRN No. 09039N


Sanjive Nanda
Partner(FCA)

Membership No.087108

Place: New Delhi

Date: 24.07.2024

UDIN: 24087108 BKH XV Q 5655



ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

As referred to in our Independent Auditors' Report of even date to the members of the **POWERGRID TELESERVICES LIMITED**, on the Financial Statements for the year ended 31 March 2024, we report that:

- (i) a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant & Equipment
(B) The Company has maintained proper records showing full particulars of intangible assets.
 - b) The Property, Plant & Equipment have been physically verified by the management during the year. In our opinion, frequency of verification is reasonable having regard to size of the company and the nature of its business. No material discrepancies were noticed on such verification.
 - c) The Company does not have any immovable property. Hence Reporting under clause 3(i)(c) is not applicable.
 - d) In our opinion and according to the information and explanations given to us, the company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year. Accordingly, the provision of clause 3(i)(d) of the Order is not applicable.
 - e) In our opinion and according to the information and explanations given to us, no proceedings have been initiated or are pending against the company for holding any Benami property under the "Benami Transactions (Prohibition) Act, 1988 and Rules made thereunder.
- (ii) (a) The inventories have been physically verified by the management during the year. In our opinion, frequency of verification, coverage & procedure adopted by the company for verification is reasonable having regard to the size of the company and nature of its business. No discrepancies of 10% or more in the aggregate for each class of inventory between physical inventory and books records were noticed on such verification.
- (b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at any point of time during the year from banks or financial institutions on the basis of security of current assets and hence reporting under paragraph 3(ii)(b) of the Order is not applicable.



- (iii) According to the information and explanations given to us, the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to Companies, Firms, Limited Liability Partnerships or any other parties. Accordingly, provisions of paragraph 3(iii) (a) to paragraph 3(iii)(f) are not applicable to the company.
- (iv) In our opinion and according to the information and explanation given to us, The Company has not entered into any transaction covered under Sections 185 and 186 of the Act. Accordingly, the provisions of clause 3(iv) of the Order are not applicable.
- (v) In our opinion and according to the information and explanations given to us, the company has not accepted any deposit from the public & no amounts has been deemed to be deposits in accordance with the provisions of the sections 73 to 76 or any other relevant provisions of the Act, and the rules framed thereunder. Accordingly, paragraph 3(v) of the Order is not applicable to the company.
- (vi) We have broadly reviewed the cost records maintained by the company specified by the Central Government under sub section (1) of section 148 of the Companies Act, 2013, in respect of Operations of the Company and we are of the opinion that prima facie the prescribed records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) a) According to the information and explanations given to us, the Company is generally regular in depositing undisputed statutory dues with appropriate authorities including Income Tax, Goods and Services Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Custom, Duty of Excise, Value Added Tax, Cess and other statutory dues applicable to the Company and that there are no undisputed statutory dues outstanding as at 31 March 2024 for a period of more than six months from the date they became payable. We note that the company being a subsidiary of the POWERGRID Group and is not having any employees on its role, the provisions of the Provident Fund and the provisions of the Employees State Insurance Act are not applicable to the Company.
- b) According to information and explanations given to us, there are no statutory dues referred to in sub- clause (a) have not been deposited on account of dispute.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not recorded in the books of account any transaction which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Accordingly, the provisions of paragraph 3(viii) of the Order are not applicable.



- (ix) In our opinion, based on our examination of the records and according to the information and explanations given to us,
- (a) The Company has not defaulted during the year in repayment of loans & payment of Interest to its financial institutions, bankers, dues to the Bond holders and other Lenders. Accordingly, paragraph 3(ix)(a) not applicable to the company.
 - (b) The Company has not been declared willful defaulter by any bank/financial institution/other lender.
 - (c) Term loans have been applied for the purpose for which the loans were obtained.
 - (d) The Company has not raised any funds on short term basis to be utilized for long term purpose. Hence, clause 3(ix)(d) is not applicable.
 - (e) The Company does not have any Subsidiaries, Joint ventures or Associates. Accordingly, paragraph 3(ix)(e) and 3(ix)(f) are not applicable to the Company.
- (x) (a) The company has not raised money by way of an initial public offer or further public offer (including debt instruments) during the year and hence reporting under paragraph 3(x)(a) of the Order is not applicable to the Company.
- (b) In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and hence reporting under paragraph 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) According to the information and explanations given to us and as represented by the management and based on our examination of the books and records of the Company, no case of material fraud on the company or by the company has been noticed or reported during the year.
- (b) As no fraud has been noticed during the year as mentioned at xi(a) above, report under sub-Section (12) of Section 143 of the Companies Act in the Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 is not applicable.
- (c) According to the information and explanations given to us, no whistle-blower complaints have been received during the year by the Company.




- (xii) The company is not a Nidhi Company as prescribed under section 406 of the Act. Accordingly, clause 3(xii)(a), 3(xii)(b) & 3(xii)(c) of the Order is not applicable to the company.
- (xiii) According to the information and explanations given to us and as represented by the management, all transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and the details have been disclosed in the Financial Statements as required by the applicable Indian Accounting Standards.
- (xiv) (a) According to the information and explanations given to us and based on our examination of the records of the company, the company has an internal audit system commensurate with the size and the nature of its business.
- (b) The reports of the Internal Auditors for the period under audit were considered by us in determining the nature, timing and extend of our audit procedures.
- (xv) According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them covered under section 192 of the Act. Accordingly, paragraph 3(xv) of the Order is not applicable to the company.
- (xvi) According to the information and explanations given to us, the Company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, paragraphs 3(xvi) are not applicable to the Company.
- (xvii) According to the information and explanations given to us and based on our examination of the records of the company, the company has not incurred any cash losses in the current Financial Year and in the immediately preceding Financial Year. Accordingly, provisions of clause 3(xvii) of the order are not applicable.
- (xviii) There has not been any resignation of the statutory auditors during the year. Accordingly, provisions of clause 3 (xviii) of the order are not applicable.
- (xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and Management plans and based on our examination of the records of the company, in our opinion, no material uncertainty exists as on the date of the audit report and the company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability.



- xx) According to the information and explanations given to us and based on our examination of the records, the Company is not required to comply with section 135 of the Companies Act, 2013. Accordingly, paragraph 3(xx)(a) & 3(xx)(b) are not applicable to the Company.
- xxi) The Company does not have any Subsidiaries, Joint ventures or Associates. Accordingly, paragraph 3(xxi) is not applicable to the company.

For M/s Gupta Nanda & Co.
Chartered Accountants
FRN No. 09039N


Sanjive Nanda
Partner(FCA)
Membership No.087108
Place: New Delhi
Date: 24.07.2024
UDIN: 24087108 BKH XVA5655



ANNEXURE - "B"

As referred to in our Independent Auditors' Report of even date to the members of the M/s POWERGRID TELESERVICES LIMITED ("the Company"), on the financial statements for the year ended 31st March 2024

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 with reference to Financial Statements of the Company as of 31st March 2024 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial control with reference to Financial Statements 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 with reference to Financial Statements 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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls over the financial reporting of company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Control over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and 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 with reference to Financial Statements 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 with reference to Financial Statements and their operating effectiveness. Our audit of internal financial



controls over financial reporting with reference to Financial Statements included obtaining an understanding of internal financial controls over financial reporting with reference to Financial Statements, 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 with reference to Financial Statements.

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 with reference to Financial Statements include those policies and procedures that:

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

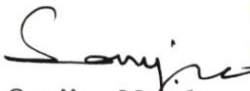
Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal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



Opinion

In our opinion, to the best of our information and according to the explanation 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 31st March 2024, based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India."

For M/s Gupta Nanda & Co.
Chartered Accountants
FRN No. 09039N


Sanjive Nanda
Partner(FCA)



Membership No.087108

Place: New Delhi

Date: 24.07.2024

UDIN: 24087108BKHXVQ5655

Annexure 'C' to the Independent Auditors' Report

As referred to in our Independent Auditors' Report of even date to the Members of the **POWERGRID TELESERVICES LIMITED** ("the Company"), on the Financial Statements for the year ended 31 March 2024, we report the statement on the directions issued by the Comptroller and Auditor General of India

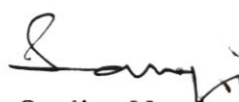
We have verified various documents and other relevant records and also on the basis of information and explanations provided to us, by the management of **POWERGRID TELESERVICES LIMITED** to ascertain whether the company has complied with the section 143(5) of the Companies Act, 2013 and give our report against each specific direction as under.

Sl. No.	Directions u/s 143(5) of the Companies Act, 2013	Auditor's reply on action taken on the directions	Impact on financial statement
1	Whether the Company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated.	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 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 are properly accounted for? (In case, lender is a Government company, then this direction is	Based on our verification and explanations and information given to us, there were 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



	also applicable for statutory auditor of lender company).		
3	Whether funds (grants/subsidy etc.) received/receivable for specific schemes from Central/State Government or its agencies were properly accounted for/utilized as per its term and conditions? List the cases of deviation	Based on our verification and explanations and information given to us, no funds were received / receivable for specific schemes from Central/ State government or its agencies.	NIL

For M/s Gupta Nanda & Co.
Chartered Accountants
FRN No. 09039N


Sanjive Nanda
Partner(FCA)



Membership No.087108

Place: New Delhi

Date: 24.07.2024

UDIN: 24087108BKHxVQ5655

GUPTA NANDA & CO.

CHARTERED ACCOUNTANTS

Address:

S-1, FIRST FLOOR, RAJOURI GARDEN,
NEW DELHI-110027
PHONE: 25459787, 9582950999, 45577987
BRANCH: JAIPUR, MUMBAI, JAMMU
E-mail- guptananda8891@gmail.com
Website: www.guptananda.com

Head Office: 20-A, RAJOURI ENCLAVE (LIG), NEAR CAMBRIDGE SCHOOL, RAJOURI GARDEN, NEW DELHI-110027

Compliance Certificate

We have conducted the audit of annual accounts of **POWERGRID TELESERVICES LIMITED** for the year ended 31 March 2024 in accordance with the Directions/ Sub Directions issued by C&AG of India under Section 143(5) of the Companies Act, 2013 and certify that we have complied with all the Direction/ Sub-directions issued to us.

For M/s Gupta Nanda & Co.
Chartered Accountants
FRN No. 009039N



Sanjeev Nanda

Partner

Membership No. 087108

Place: New Delhi

Date: 24.07.2024

UDIN : 24087108BKHXVS2568

POWERGRID Teleservices Limited

CIN:U64200DL2021GOI390464

B-9, Qutub Institutional Area, Katwaria Sarai, New Delhi-110016

Balance Sheet As at 31 March 2024

(₹ in crore)

Particulars	Note No	As at 31 March 2024	As at 31 March 2023 (Restated)
ASSETS			
Non-current assets			
Property Plant and Equipment	5	655.34	636.43
Capital work-in-progress	6	369.70	255.78
Intangible assets	7	4.82	5.11
Other non-current assets	8	32.28	7.23
		1,062.14	904.55
Current assets			
Inventories	9	18.37	26.98
Financial Assets			
Trade receivables	10	360.71	206.85
Cash and cash equivalents	11	7.06	3.86
Bank balances other than Cash and cash equivalents	12	36.43	-
Other current financial assets	13	37.35	5.20
Other current assets	14	15.47	37.29
		475.39	280.18
Total Assets		1,537.53	1,184.73
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	15	664.02	9.00
Other Equity	16	95.20	387.89
		759.22	396.89
Liabilities			
Non-current liabilities			
Financial Liabilities			
Borrowings	17	36.30	-
Lease liabilities		21.26	22.25
Other non-current financial liabilities	18	7.34	4.42
Deferred tax liabilities(Net)	19	18.53	22.29
Other non-current liabilities	20	214.76	194.15
		298.19	243.11
Current liabilities			
Financial Liabilities			
Borrowings	21	0.93	-
Lease liabilities		0.63	0.78
Trade payables			
(A) total outstanding dues of micro enterprises and small enterprises	22	22.67	6.81
(B) total outstanding dues of creditors other than micro enterprises and small enterprises	22	100.55	23.60
Other current financial liabilities	23	164.59	175.16
Other current liabilities	24	188.92	335.64
Provisions	25	1.83	2.74
Current Tax Liabilities (Net)	26	-	-
		480.12	544.73
Total Equity and Liabilities		1,537.53	1,184.73

The accompanying notes (1 to 50) form an integral part of financial statements

As per our report of even date

For M/s Gupta Nanda & Co.

Chartered Accountants

FRN: 009039N

For and on behalf of the Board of Directors

Sanjive Nanda
CA Sanjive Nanda
Partner
M. No. 087108



Purshottam Agarwal
Purshottam Agarwal
Director
DIN: 08812158

Sunita Chohan
Dr. Sunita Chohan
Director
DIN: 09384685

Swara Banerjee
Swara Banerjee
Chief Financial Officer
PAN: ABPPB4189F

Kritika Sharma
Kritika Sharma
Company Secretary
PAN: IVVPS4197A
Mem. No. A66362

Place: New Delhi
Date: 24.07.2024

Place: Gurugram
Date: 24.07.2024

POWERGRID Teleservices Limited

CIN:U64200DL2021GOI390464

B-9, Qutub Institutional Area, Katwaria Sarai, New Delhi-110016

Statement of Profit and Loss for the year ended 31 March 2024

(₹ in crore)

Particulars	Note No.	For the year ended 31 March 2024 (Restated)	For the year ended 31 March 2023 (Restated)
Revenue From Operations	27	900.51	803.69
Other Income	28	9.55	9.71
Total Income		910.06	813.40
EXPENSES			
Finance costs	29	32.78	37.05
Depreciation and amortization expense	30	88.63	79.27
Other expenses	31	434.84	390.75
Total expenses		556.25	507.07
Profit/(Loss) Before Tax		353.81	306.33
Tax expense:			
Current tax		42.78	-
Deferred tax		(2.63)	1.38
		40.15	1.38
Profit for the period		313.66	304.95
Other Comprehensive Income		-	-
Total Comprehensive Income for the period		313.66	304.95
Earnings per equity share (Par value ₹ 10/- each):			
Basic & Diluted (₹) without Business Combination	47	10.72	(0.07)
Basic & Diluted (₹) with Business Combination		4.72	4.59

The accompanying notes (1 to 50) form an integral part of financial statements

As per our report of even date

For M/s Gupta Nanda & Co.

Chartered Accountants

FRN: 009039N

For and on behalf of the Board of Directors**CA Sanjive Nanda**

Partner

M. No. 087108

**Purshottam Agarwal**



Director

DIN: 08812158

**Dr. Sunita Chohan**

Director

DIN: 09384685


Swaraj Banerjee
Chief Financial Officer
PAN: ABPPB4189F
Kritika Sharma
Company Secretary
PAN: IVVPS4197A
Mem. No. A66362

Place: New Delhi

Date: 24.07.2024

Place: Gurugram

Date: 24.07.2024

Statement of Cash Flows for the year ended 31 March 2024

		(₹ in crore)	
Sl. No.	Particulars	For the year ended 31 March 2024 (Restated)	For the year ended 31 March 2023 (Restated)
A	CASH FLOW FROM OPERATING ACTIVITIES		
	Profit Before Tax	353.81	306.33
	Adjustment for :		
	Depreciation & amortization expenses	88.63	79.27
	Provisions	15.29	-
	Finance Costs	32.78	37.05
	Provisions Written Back	(0.59)	(5.36)
	FERV loss / (gain)	0.10	0.43
	Interest income on Deposits	(0.27)	(0.19)
		135.94	111.20
	Operating profit before Changes in Assets and Liabilities	489.75	417.53
	Adjustment for Changes in Assets and Liabilities:		
	(Increase)/Decrease in Inventories	8.61	0.09
	(Increase)/Decrease in Trade Receivables	(168.56)	(69.32)
	(Increase)/Decrease in Other Financial Assets	(32.15)	1.30
	(Increase)/Decrease in Other Non-current Assets	0.32	6.03
	(Increase)/Decrease in Other Current Assets	21.82	(4.17)
	Increase/(Decrease) in Liabilities & Provisions	(74.18)	16.67
		(244.14)	(49.40)
	Cash generated from operations	245.61	368.13
	Direct Taxes (paid)/refund	(68.18)	(0.04)
	Net Cash from Operating Activities	177.43	368.09
B	CASH FLOW FROM INVESTING ACTIVITIES		
	Property, Plant & Equipment and Capital Work in Progress (including Advances for Capital Expenditure)	(220.77)	(219.29)
	Interest received on Deposits	0.27	0.19
	Bank balances other than cash and cash equivalents	(36.43)	-
	Net Cash used in Investing Activities	(256.93)	(219.10)
C	CASH FLOW FROM FINANCING ACTIVITIES		
	Proceeds from Borrowings		
	Non Current	37.23	-
	Current	3.61	-
	Repayment of Borrowings		
	Current	(3.61)	-
	Repayment of Lease Liabilities (Including interest)	(2.02)	(2.11)
	Finance Costs paid	(0.05)	(0.04)
	Dividend paid	(41.17)	-
	Net Cash used in Financing Activities	(6.01)	(2.15)
D	Net change in Cash and Cash equivalents (A+B+C)	(85.51)	146.84
E	Cash and Cash equivalents (Opening balance)	3.86	3.74
F	Adjustment pursuant to Common Control transactions	88.71	(146.72)
G	Cash and Cash equivalents (Closing balance) (Refer Note No 11)	7.06	3.86

Further Notes

Note 1 - Cash and cash equivalents consist of balances with banks and deposits with original maturity of upto three months.
Note 2 - Previous year figures have been re-grouped/re-arranged wherever necessary.

As per our report of even date
For M/s Gupta Nanda & Co.
Chartered Accountants
FRN: 009039N

For and on behalf of the Board of Directors

 CA Sanjive Nanda Partner M. No. 087108	 Purnhottam Agarwal Director DIN: 08812158	 Dr. Sunita Chohan Director DIN: 09384685
 Swaraj Banerjee Chief Financial Officer PAN: ABPPB4189F	 Kritika Sharma Company Secretary PAN: NVPS4197A Mem. No. A66362	

Place: New Delhi
Date: 24.07.2024

Place: Gurugram
Date: 24.07.2024

POWERGRID Teleservices Limited

CIN:U64200DL2021GOI390464

B-9, Qutub Institutional Area, Katwaria Sarai, New Delhi-110016

Statement of Changes in Equity for the year ended 31 March 2024

A. Equity Share Capital

(₹ in crore)

As at 01 April 2023	9.00
Changes during the year	655.02
As at 31 March 2024	664.02
As at 01 April 2022	9.00
Changes during the year	-
As at 31 March 2023	9.00

B. Other Equity

(₹ in crore)

Particulars	Capital Reserve	Common Control Adjustment A/c	Retained Earnings	Total
As at 01 April 2023 (Restated)	-	388.28	(0.39)	387.89
Total Comprehensive Income for the year	-	156.33	157.33	313.66
Recognised during the year	(21.70)	-	-	(21.70)
Adjustment during the year	1.13	-	-	1.13
Adjustment pursuant to Common Control transactions	-	110.41	-	110.41
Purchase Consideration	-	(655.02)	-	(655.02)
Interim Dividend paid	-	-	(41.17)	(41.17)
As at 31 March 2024	(20.57)	-	115.77	95.20

(₹ in crore)

Particulars	Capital Reserve	Common Control Adjustment A/c	Retained Earnings	Total
As at 01 April 2022 (Restated)	-	230.01	(0.33)	229.68
Total Comprehensive Income for the year	-	305.01	(0.06)	304.95
Adjustment pursuant to Common Control transactions	-	(146.74)	-	(146.74)
Interim Dividend paid	-	-	-	-
As at 31 March 2023 (Restated)	-	388.28	(0.39)	387.89

The accompanying notes (1 to 50) form an integral part of financial statements
Refer Note 16 for nature and movement of Reserve and Surplus.

As per our report of even date

For M/s Gupta Nanda & Co.

Chartered Accountants

FRN: 009039N

For and on behalf of the Board of Directors

CA Sanjiv Nanda

Partner

M. No. 087108



Purshottam Agarwal

Director

DIN: 08812158

Dr. Sunita Chohan

Director

DIN: 09384685

Swraj Banerjee

Chief Financial Officer

PAN: ABPPB4189F

Kritika Sharma

Company Secretary

PAN: IVVPS4197A

Mem. No. A66362

Place: New Delhi

Date: 24.07.2024

Place: Gurugram

Date: 24.07.2024

Notes to Financial Statements

1. Corporate and General Information

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, Qutub Institutional Area, Katwaria Sarai, New Delhi-110 016, India.

The company is engaged in business of developing, operating and maintaining Telecommunications Networks and other allied activities.

The financial statements of the company for the year ended 31 March 2024 were approved for issue by the Board of Directors on 24.07.2024.

2. Material Accounting Policy Information

A summary of the material accounting policy information 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, 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 Crore 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 on-going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years (refer Note no. 3 on critical accounting estimates, assumptions and judgments).



v) Current and non-current classification

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

An asset is current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

All other liabilities are classified as non-current.

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

The Company recognizes twelve months period as its operating cycle.

2.2 Property, Plant and Equipment

Initial Recognition and Measurement

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

In the case of commissioned assets, deposit works/cost- plus contracts 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 levelling, clearing and grading of land if incurred for construction of building is capitalized as part of cost of the related building.

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

The acquisition or construction of some items of property, plant and equipment although not directly increasing the future economic benefits of any particular existing item of property, plant and equipment, may be necessary for the company to obtain future economic benefits from its other assets. Such items are recognized as property, plant and equipment.



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 & Equipment is recognized in the carrying amount of the item if it is probable that future economic benefits embodied within the part will flow to the company and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. If the cost of the replaced part or earlier inspection component is not available, the estimated cost of similar new parts/ inspection component 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.

The costs of the day-to-day servicing of property, plant and equipment are recognised in the Statement of Profit & Loss as incurred.

Derecognition

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

The gain or loss arising from derecognition 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 derecognition.

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

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

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

2.4 Intangible Assets and Intangible Assets under development

Intangible assets with finite useful life that are acquired separately 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 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.

Expenditure on research activities is recognised as an expense in the period in which it is incurred.



Expenditure on development activities 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.

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 telecom business is provided on straight line method as per useful life specified in Schedule II of the Companies Act, 2013 except for property, plant and equipment specified in the following paragraphs.

Depreciation on following items of property, plant and equipment is provided based on estimated useful life as per technical assessment.

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

Residual value of above assets is considered as Nil.

Mobile phones are charged off in the year of purchase.

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

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

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

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

Right of Use Assets:

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

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 are 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

All the borrowed funds (except short term funds for working capital) are earmarked to specific projects. The borrowing costs are allocated to the projects in proportion to the funds so earmarked.

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

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

2.7 Impairment of non-financial assets

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

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

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

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

2.8 Cash and cash equivalents

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

2.9 Inventories

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

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/surplus stores and spares and non-moving unserviceable inventories is ascertained on review and provided for.

2.10 Leases

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

To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves use of an identified assets, (ii) the customer has substantially all the economic benefits from the use of the asset through the period of the lease and (iii) the customer has the right to direct the use of the asset.

i) As a Lessee

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

Certain lease arrangements include 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 2.8 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 2.7 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 such leased assets are recorded at the lower of the fair value of the leased property and the present value of the minimum lease payments as Lease Receivables under current and non-current other financial assets.



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

b) Operating leases

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

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

2.11 Financial instruments

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

Financial Assets

Classification

The Company classifies its financial assets in the following categories:

- at amortised cost,
- at fair value through other comprehensive income
- at fair value through profit or loss

The classification depends on the following:

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

Initial recognition and measurement

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

Subsequent measurement

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

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

Debt instruments at Fair value through profit or loss (FVPL): Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. Interest income and



net gain or loss on a debt instrument that is subsequently measured at FVPL are recognised in statement of profit and loss and presented within other income in the period in which it arises.

Equity investments

All equity investments in scope of Ind AS 109 'Financial Instruments' are measured at fair value. The company may, on initial recognition, make an irrevocable election to present subsequent changes in the fair value in other comprehensive income (FVOCI) on an instrument by-instrument basis.

For equity instruments classified as at FVOCI, all fair value changes on the instrument, excluding dividends are recognized in the OCI. There is no recycling of the amounts from OCI to Profit or Loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Derecognition 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 Expected Credit Loss (ECL) is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Financial Liabilities

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

The Company's financial liabilities include loans, 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 derecognised.

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

Derecognition 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.

Foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/ (losses).

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 countries where the company operates and generates taxable income and any adjustment to tax payable in respect of previous years.

Deferred tax

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

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

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority.

2.14 Revenue

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

Significant Financing Component

Where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year, the Company assesses the effects of significant financing component in the contract. As a consequence, the Company makes adjustment in the transaction prices for the effects of time value of money.

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.

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).

Liquidated damages, warranty claims and interest on advances to suppliers are recognized when no significant uncertainty as to measurability and collectability exists.



Income from Scrap is accounted for as and when sold.

Dividend income is recognized when right to receive payment is established.

Insurance claims for loss of profit are accounted for in the year of acceptance. Other insurance claims are accounted for based on certainty of realization.

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

2.15 Dividends

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

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 balance sheet.



2.19 Earnings per Share

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

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

2.20 Statement of Cash Flows

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

3. Critical Estimates and Judgments

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

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

The areas involving critical estimates or judgments are:

Useful life of property, plant and equipment:

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

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

Provisions and contingencies:

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

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

Income Taxes:

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



POWERGRID Teleservices Limited**Note 4/ Business Combination**

Pursuant to Business Transfer Agreement signed between Power Grid Corporation of India Ltd. (POWERGRID, Holding Company) and the Company, Telecom Undertaking of POWERGRID has been transferred as a going concern and on a slump sale basis effective from 1st October, 2023. As Telecom Undertaking is transferred from Holding Company, the slump sale has been accounted in accordance with "Pooling of Interest Method" laid down by Appendix C of Indian Accounting Standard 103 (IND AS 103) : (Business Combination of entities under common control), notified under the Companies Act, 2013. Accordingly, all assets and liabilities of Telecom Undertaking have been recorded in the books of account of the Company at their existing carrying amounts and in the same form. Comparative accounting period presented in the financial statements of the Company has been restated for the accounting impact of the transfer, as stated above, as if the purchase has occurred from the beginning of the comparative period in the financial statements i.e. 1st April 2022.

Following are the assets and liabilities taken over by the Company on 1 October, 2023

(₹ in crore)

Particulars	As at 1 October, 2023
ASSETS	
Non-current assets	
Property Plant and Equipment	632.24
Capital work-in-progress	300.57
Intangible assets	0.04
Other non-current assets	7.22
	940.07
Current assets	
Inventories	16.22
Financial Assets	
Trade receivables	249.78
Other current financial assets	6.78
Other current assets	34.92
	307.70
Total Assets	1,247.77
Non-current liabilities	
Financial Liabilities	
Other non-current financial liabilities	3.14
Other non-current liabilities	271.59
	274.73
Current liabilities	
Financial Liabilities	
Trade payables	
(A) total outstanding dues of micro enterprises and small enterprises	2.10
(B) total outstanding dues of creditors other than micro enterprises and small enterprises	10.99
Other current financial liabilities	117.93
Other current liabilities	185.68
Provisions	1.32
	318.02
Total Liabilities	592.75
Consideration paid for purchase of Telecom Undertaking from POWERGRID	655.02



Note 4/ Business Combination (Contd.)

Re-stated Balance Sheet as at 31 March 2023

(₹ in crore)

Particulars	Year Ended March 31, 2023		
	Before Effect of Business Combination	Effect of Telecom Undertaking purchased from POWERGRID	Revised Balance Sheet post effect of Business Combination
ASSETS			
Non-current assets			
Property Plant and Equipment	-	636.43	636.43
Capital work-in-progress	-	255.78	255.78
Intangible assets	5.06	0.05	5.11
Other non-current assets	0.02	7.21	7.23
Deferred Tax Assets (Net)	0.14	(0.14)	-
	5.22	899.33	904.55
Current assets			
Inventories	-	26.98	26.98
Financial Assets			
Trade receivables	-	206.85	206.85
Cash and cash equivalents	3.86	-	3.86
Other current financial assets	-	5.20	5.20
Other current assets	0.01	37.28	37.29
	3.87	276.31	280.18
Total Assets	9.09	1,175.64	1,184.73
EQUITY AND LIABILITIES			
Equity			
Equity Share capital	9.00	-	9.00
Other Equity	(0.39)	388.28	387.89
	8.61	388.28	396.89
Non-current liabilities			
Financial Liabilities			
Lease liabilities	-	22.25	22.25
Other non-current financial liabilities	-	4.42	4.42
Deferred tax liabilities(Net)	-	22.29	22.29
Other non-current liabilities	-	194.15	194.15
	-	243.11	243.11
Current liabilities			
Financial Liabilities			
Lease liabilities	-	0.78	0.78
Trade payables			
(A) total outstanding dues of micro enterprises and small enterprises	-	6.81	6.81
(B) total outstanding dues of creditors other than micro enterprises and small enterprises	-	23.60	23.60
Other current financial liabilities	0.48	174.68	175.16
Other current liabilities	-	335.64	335.64
Provisions	-	2.74	2.74
	0.48	544.25	544.73
Total Liabilities	0.48	787.36	787.84
Total Equity and Liabilities	9.09	1,175.64	1,184.73



Note 4/ Business Combination (Contd.)

Re-stated Statement of Profit and Loss for the year ended 31st March 2023

(₹ in crore)

Particulars	Year Ended March 31,2023		
	Before Effect of Business Combination	Effect of Telecom Undertaking purchased from POWERGRID	Revised balance sheet post effect of Business Combination
Revenue From Operations	-	803.69	803.69
Other Income	0.19	9.52	9.71
Total Income	0.19	813.21	813.40
EXPENSES			
Finance costs	-	37.05	37.05
Depreciation and amortization expense	0.24	79.03	79.27
Other expenses	0.03	390.72	390.75
Total expenses	0.27	506.80	507.07
Profit/(Loss) Before Tax	(0.08)	306.41	306.33
Tax expense:			
Current tax	-	-	-
Deferred tax	(0.02)	1.40	1.38
	(0.02)	1.40	1.38
Profit for the period	(0.06)	305.01	304.95
Other Comprehensive Income	-	-	-
Total Comprehensive Income for the period	(0.06)	305.01	304.95



Note 4/ Business Combination (Contd.)

Re-stated Statement of Profit and Loss for the year ended 31st March 2024

(₹ in crore)

Particulars	6 Month of Telecom Undertaking	Profit & Loss for the year ended March 31,2024 without common control adjustment	Revised Profit & Loss post effect of Business Combination
Revenue From Operations	430.50	470.01	900.51
Other Income	6.34	3.21	9.55
Total Income	436.84	473.22	910.06
EXPENSES			
Finance costs	15.71	17.07	32.78
Depreciation and amortization expense	42.45	46.18	88.63
Other expenses	223.08	211.76	434.84
Total expenses	281.24	275.01	556.25
Profit/(Loss) Before Tax	155.60	198.21	353.81
Tax expense:			
Current tax	-	42.78	42.78
Deferred tax	(0.73)	(1.90)	(2.63)
	(0.73)	40.88	40.15
Profit for the period	156.33	157.33	313.66
Other Comprehensive Income	-	-	-
Total Comprehensive Income for the period	156.33	157.33	313.66



POWERGRID Teleservices Limited
Note 5/Property Plant and Equipment

Particulars	Cost				Accumulated depreciation				Net Book Value	
	As at 01 April 2023 (Restated)	Additions during the year	Disposal	Adjustment during the year	As at 31 March 2024	As at 01 April 2023 (Restated)	Additions during the year	Disposal	Adjustment during the year	As at 31 March 2024
Plant & Equipment										
a) Sub-station	3.25	0.38	-	-	3.63	1.39	0.28	-	-	1.67
b) Telecom	1,065.09	104.77	-	-	1,169.86	458.07	85.41	-	-	543.48
Furniture & Fixtures	1.48	0.65	-	-	2.13	0.75	0.22	-	-	0.97
Office equipment	4.40	0.71	-	-	5.11	2.43	0.65	-	-	3.08
Electronic Data Processing & Word Processing Machines	1.61	0.09	-	-	1.70	1.25	0.19	-	-	1.44
Construction and Workshop equipment	0.45	0.11	-	-	0.56	0.21	0.03	-	-	0.32
Electrical installation	0.02	0.02	-	-	0.04	0.02	-	-	-	0.02
Workshop & Testing Equipments	0.24	0.03	-	-	0.27	0.04	0.02	-	-	0.06
Right-of-use (ROU) Assets										
a) ROU Asset- Buildings	1.93	0.70	-	1.93	0.70	1.03	0.37	-	1.30	0.10
b) ROU Asset- Plant & Machinery- Telecom	23.55	22.80	-	23.55	22.80	0.40	1.17	-	1.17	0.40
Grand Total	1,102.02	130.26	-	25.48	1,206.80	465.59	88.34	-	2.47	551.46

Particulars	Cost				Accumulated depreciation				Net Book Value	
	As at 01 April 2022	Addition Due to Business Combination at 01 April 2022	Additions during the year	Disposal	Adjustment during the year	As at 31 March 2023 (Restated)	Additions during the year	Disposal	Adjustment during the year	As at 31 March 2023 (Restated)
Plant & Equipment										
a) Sub-station	-	3.01	0.24	-	-	3.25	1.11	-	-	1.39
b) Telecom	-	965.47	99.62	-	-	1,065.09	381.12	-	-	458.07
Furniture & Fixtures	-	1.34	0.14	-	-	1.48	0.57	-	-	0.75
Office equipment	-	3.61	0.79	-	-	4.40	1.77	-	-	2.43
Electronic Data Processing & Word Processing Machines	-	1.27	0.34	-	-	1.61	1.11	-	-	1.25
Construction and Workshop equipment	-	0.45	-	-	-	0.45	0.17	-	-	0.36
Electrical installation	-	0.02	-	-	-	0.02	0.02	-	-	0.24
Workshop & Testing Equipments	-	0.16	0.08	-	-	0.24	0.03	-	-	0.20
Right-of-use (ROU) Assets										
a) ROU Asset- Buildings	-	1.06	0.87	-	-	1.93	0.65	-	-	1.03
b) ROU Asset- Plant & Machinery- Telecom	-	0.22	23.33	-	-	23.55	0.03	-	-	0.40
Grand Total	-	976.61	125.41	-	-	1,102.02	386.58	-	-	465.59



POWERGRID Teleservices Limited
Note 5/Property Plant and Equipment

Further Notes:

1. The company is utilising the transmission assets of its holding company for providing Telecommunication service and sharing 10% of its revenue to DICs as per the order of CERC. These transmission assets shall be handed over back to the holding company as and when required for its core business.

Prashant Agarwal

Sanyal



POWERGRID Teleservices Limited

Note 6/Capital work in progress

(₹ in crore)

Particulars	As at 01 April 2023 (Restated)	Additions during the year	Adjustments	Capitalised during the year	As at 31 March 2024
Buildings	0.11	0.35	-	-	0.46
Plant & Equipments - Telecom	51.19	101.52	-	90.21	62.50
Construction Stores (Net of Provision)	183.28	196.76	99.96	-	280.08
Expenditure pending allocation					
i) Expenditure during construction period(net) (Note 32)	21.20	9.66	(1.45)	5.65	26.66
Grand Total	255.78	308.29	98.51	95.86	369.70

(₹ in crore)

Particulars	As at 01 April 2022 (Restated)*	Additions during the year	Adjustments	Capitalised during the year	As at 31 March 2023 (Restated)
Buildings	-	0.11	-	-	0.11
Plant & Equipments - Telecom	58.98	80.42	-	88.21	51.19
Construction Stores (Net of Provision)	91.35	169.87	77.94	-	183.28
Expenditure pending allocation					
i) Expenditure during construction period(net) (Note 32)	17.53	9.12	(2.18)	7.63	21.20
Grand Total	167.86	259.52	75.76	95.84	255.78

* Due to business Combination

Further Notes:

1. Refer Note 34 (b) for ageing of Capital Work in Progress (CWIP) & Refer Note 34 (c) for CWIP completion schedule for the projects whose completion is overdue or has exceeded its cost compared to original plan.



POWERGRID Teleservices Limited

Note 6/Capital work in progress (Contd.)

Details of Construction stores

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
Construction Stores		
Telecom Materials	280.04	183.28
Others	0.04	-
Total	280.08	183.28



Note 7/Intangible assets

Note 7/Intangible assets		Cost				Accumulated Amortisation				Net Book Value		₹ in crore
		As at 01 April 2023 (Restated)	Additions during the year	Disposal	Adjustment during the year	As at 31 March 2024	As at 01 April 2023 (Restated)	Additions during the year	Disposal	Adjustment during the year	As at 31 March 2024	
Particulars												
	Electronic Data Processing Software	1.28	-	-	-	1.28	-	0.03	-	-	1.26	0.05
	Telecom Licenses	5.30	-	-	-	5.30	0.24	-	-	-	4.80	5.06
	Total	6.58	-	-	-	6.58	1.47	0.29	-	-	1.76	5.11

Particulars	Cost						Accumulated Amortisation				Net Book Value		
	As at 01 April 2022	Addition Due to Business Combination at 01 April 2022	Additions during the year	Disposal	Adjustment during the year	As at 31 March 2023 (Restated)	As at 01 April 2022	Addition Due to Business Combination at 01 April 2022	Additions during the year	Disposal	Adjustment during the year	As at 31 March 2023 (Restated)	As at 31 March 2022
Electronic Data Processing Software	-	1.23	0.05	-	-	1.28	-	1.21	0.02	-	-	0.05	-
Telecom Licenses	-	-	5.30	-	-	5.30	-	-	0.24	-	-	5.05	-
Total	-	1.23	5.35	-	-	6.58	-	1.21	0.26	-	-	5.11	-



POWERGRID Teleservices Limited**Note 8/Other non-current Assets**

(Unsecured considered good unless otherwise stated)

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
Advances for Capital Expenditure		
Unsecured		
a. Against bank guarantees	0.07	0.01
b. Others	0.08	0.17
	0.15	0.18
Advances other than for Capital Expenditure		
Security Deposits	1.38	1.53
Advances recoverable in kind or for value to be received		
Balance with Authorities	0.74	0.15
Advance tax and Tax deducted at source#	25.42	0.02
Others*	4.59	5.35
	30.75	5.52
Total	32.28	7.23

Further notes:

Net of Current Tax Liabilities - Note 26.

*Others include Prepaid expenses etc.



POWERGRID Teleservices Limited

Note 9/Inventories

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
Components, Spares & other spare parts	17.77	26.71
Loose tools	0.50	0.23
Consumable stores	0.10	0.04
Total	18.37	26.98



POWERGRID Teleservices Limited

Note 10/Trade receivables

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
Trade receivables - Unsecured		
Considered good	318.78	205.53
Credit Impaired	58.61	43.91
	377.39	249.44
Receivable from related parties - Unsecured		
Considered good	41.93	1.32
	419.32	250.76
Less: Loss Allowance	58.61	43.91
Total	360.71	206.85

Further Notes:

1. Refer Note 36 for disclosure as per IND AS 115 "Revenue from Contracts with Customers" & Note 43 for details of trade receivables from related parties
2. Trade Receivables includes unbilled receivables amounting to ₹ 73.62 Crs. (Previous Year ₹ 35.82 Crs.)
3. Ageing of Trade Receivables (including legal cases) is as follows:

Particulars	Not due	Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	Total
As at 31.03.2024							
Considered- Good	-	215.77	56.12	14.08	1.12	-	360.71
Significant increase in Credit Risk	-	-	-	-	-	-	-
Credit Impaired	-	-	-	0.15	37.40	37.55	75.10
	-	-	-	0.04	20.96	21.06	42.06
Total	-	215.77	56.12	14.27	1.18	58.36	419.32
As at 31.03.2023 (Restated)							
Considered- Good	-	99.72	33.83	23.21	14.27	-	206.85
Significant increase in Credit Risk	-	-	-	-	-	-	-
Credit Impaired	-	-	-	-	-	37.55	37.55
	-	-	0.04	0.08	-	6.24	6.36
Total	-	99.72	33.87	23.29	14.27	43.79	250.76

(₹ in crore)



POWERGRID Teleservices Limited

Note 11/Cash and cash equivalents

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
Balance with banks-		
-In Current accounts	3.13	-
-In term deposits (with maturity less than 3 months)(including interest accrued)	3.93	3.86
Total	7.06	3.86



POWERGRID Teleservices Limited

Note 12/ Bank balances other than Cash & cash equivalents

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
In Term Deposits having maturity over 3 months but upto 12 months (including interest accrued)	36.43	-
Total	36.43	-



POWERGRID Teleservices Limited**Note13/Other current financial assets**

(Unsecured considered good unless otherwise stated)

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
Contract Assets #	3.27	4.15
Advance to/Receivable from Related Parties ##	32.52	-
Others ###	1.56	1.05
Total	37.35	5.20

Further notes:

Refer Note 36 for disclosure as per Ind AS 115 'Revenue from Contracts with Customers'.

Details of related parties are provided in Note 43.

Others include Amount recoverable from Customers, Other advance, etc.



POWERGRID Teleservices Limited**Note 14/Other current assets**

(Unsecured considered good unless otherwise stated)

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
Advances other than for Capital Expenditure		
Advances recoverable in kind or for value to be received		
Contractors & Suppliers	0.84	6.25
Balance with Authorities	1.39	1.18
	2.23	7.43
Others*	13.24	29.86
Total	15.47	37.29

Further notes:

*Others include input tax credit - GST etc.



POWERGRID Teleservices Limited

Note 15/Equity Share capital

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023
Equity Share Capital		
Authorised		
80,00,00,000 (Previous Year 5,00,00,000) equity shares of ₹ 10 each at par	800.00	50.00
Issued, subscribed and paid up		
66,40,20,000 (Previous Year 90,00,000) fully paid up equity shares of ₹ 10/- each at par	664.02	9.00

Further Notes:

1) Reconciliation of number and amount of share capital outstanding at the beginning and at the end of the reporting period

Particulars	As at 31 March 2024		As at 31 March 2023	
	No. of Shares	Amount (₹ in crore)	No. of Shares	Amount (₹ in crore)
Shares outstanding at the beginning of the year	90,00,000	9.00	90,00,000	9.00
Additions during the year #	65,50,20,000	655.02	-	-
Shares outstanding at the end of the year	66,40,20,000	664.02	90,00,000	9.00

During the current year, the company has issued 65,50,20,000 equity shares without receiving payment in cash, pursuant to the transfer of its Telecom Business Undertaking by Power Grid Corporation of India Limited to the company on a going concern basis under slump sale on 1st October, 2023 (Refer Note 4)

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 to voting rights proportionate to their shareholding at meetings of the Shareholders.

4) Shareholding of Promoters and Shareholders holding more than 5% equity shares of the Company

Particulars	As at 31 March 2024		As at 31 March 2023		% Change
	No. of Shares	% of holding	No. of Shares	% of holding	
Power Grid Corporation of India Limited (Holding Company)	66,40,20,000	100%	90,00,000	100%	-

Out of 66,40,20,000 (Previous Year 90,00,000) Equity Shares are held by 6 Nominees of M/s Power Grid Corporation of India Limited on its behalf.



POWERGRID Teleservices Limited

Note 16/Other Equity

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
Retained Earnings		
Balance at the beginning of the year	(0.39)	(0.33)
Net Profit for the period	157.33	(0.06)
Interim dividend paid	(41.17)	-
Balance at the end of the year (A)	115.77	(0.39)
Capital Reserve		
Balance at the beginning of the year	-	-
Recognised during the year	(21.70)	-
Adjustment during the year	1.13	-
Balance at the end of the year (B)	(20.57)	-
Common Control Adjustment A/c		
Balance at the beginning of the year	388.28	230.01
Net Profit for the period	156.33	305.01
Adjustment pursuant to Common Control transactions	110.41	(146.74)
Purchase Consideration	(655.02)	-
Balance at the end of the year (C)	-	388.28
Total (A+B+C)	95.20	387.89



POWERGRID Teleservices Limited

Note 17/ Borrowings (Non-current)

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
Unsecured		
Loan from Power Grid Corporation of India Limited (Holding Company)	37.23	-
Current maturities of Non Current Borrowing (Refer note 21)	(0.93)	-
	36.30	-

Further Notes: -

- 1) Loan extended to the company by its Holding Company is at floating interest rate which is reset periodically. The prevailing interest rate on the loan is 7.35% p.a and the loan is repayable in equal quarterly Installments over a period of 11 Years starting from 31st March 2025, with prepayment facility without any additional charges.
- 2) There has been no default in repayment of loan or payment of interest thereon as at the end of the period.
- 3) Refer Note 43 for details of loan from Related Party.



POWERGRID Teleservices Limited

Note 18/Other non-current financial liabilities

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
Deposits/Retention money from contractors and others	7.34	4.42
Total	7.34	4.42



Note 19/ Deferred tax liabilities (Net)

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
A. Deferred Tax Liabilities		
Difference in book depreciation and tax depreciation	20.57	33.48
Deferred Tax Liabilities (A)	20.57	33.48
B. Deferred Tax Assets		
Others	2.04	11.19
Deferred Tax Assets (B)	2.04	11.19
Deferred Tax Liabilities (Net) (A-B)	18.53	22.29

Further Notes:-

Movement in Deferred Tax Liabilities

(₹ in crore)

Particulars	Property Plant and Equipment	Others	Total
As at 01.04.2022	33.02	-	33.02
Charged/(credited) to profit or loss	0.46	-	0.46
Charged/(credited) to OCI	-	-	-
As at 31.03.2023	33.48	-	33.48
Charged/(credited) to profit or loss	(16.03)	4.25	(11.78)
Charged/(credited) to capital reserve	(1.13)	-	(1.13)
Charged/(credited) to OCI	-	-	-
As at 31.03.2024	16.32	4.25	20.57

Movement in Deferred Tax Assets

(₹ in crore)

Particulars	Property Plant and Equipment	Others	Total
As at 01.04.2022	11.99	0.12	12.11
Charged/(credited) to profit or loss	(0.94)	0.02	(0.92)
Charged/(credited) to OCI	-	-	-
As at 31.03.2023	11.05	0.14	11.19
Charged/(credited) to profit or loss	(9.15)	-	(9.15)
Charged/(credited) to capital reserve	-	-	-
Charged/(credited) to OCI	-	-	-
As at 31.03.2024	1.90	0.14	2.04

Recognised in Statement of Profit and Loss/Other Comprehensive Income (OCI)

Particulars	For the year ended 31 March 2024 (Restated)	For the year ended 31 March 2023 (Restated)
Increase/ (Decrease) in Deferred Tax Liabilities	(11.78)	0.46
Decrease/ (Increase) in Deferred Tax Assets	9.15	0.92
Amount charged/ (credited) to profit or loss	(2.63)	1.38
Increase/ (Decrease) in Deferred Tax Liabilities	-	-
Amount charged/ (credited) to OCI	-	-



POWERGRID Teleservices Limited

Note 20/Other non-current liabilities

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
Advance from customers *	214.76	194.15
Total	214.76	194.15

Further Notes:

* Refer Note 36 for disclosure as per Ind AS 115 'Revenue from Contracts with Customers'.



POWERGRID Teleservices Limited

Note 21/Borrowings (Current)

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
Current maturities of long term borrowings		
Rupee Term Loans (Unsecured)		
Loan from M/s Power Grid Corporation of India Ltd. (Holding Company)	0.93	-
Total	0.93	-

Further Notes: -

- 1) Refer Note 17 for terms of repayment of borrowings.
- 2) There has been no default in repayment of loan or payment of interest thereon as at the end of the period.
- 3) Refer Note 43 for details of loan from Related Party.



POWERGRID Teleservices Limited

Note 22/Trade payables

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
For goods and services		
(A) total outstanding dues of micro enterprises and small enterprises	22.67	6.81
(B) total outstanding dues of creditors other than micro enterprises and small enterprises*	100.55	23.60
Total	123.22	30.41

Further Notes:

Disclosure with regard to Micro and Small enterprises as required under " Division II of Schedule III of The Companies Act, 2013" and "The Micro, Small and Medium Enterprises Development Act, 2006" is given in Note 39.

* Trade payables includes ₹ 75.25 Crore (Previous Year ₹ 0.00 Crore) from related parties (Refer Note 43).

Ageing of Trade payables is as follows

Particulars	Unbilled	<1Y	1Y-2Y	2Y-3Y	>3Y	Total
As at 31.03.2024						
MSME						
Disputed	-	-	-	-	-	-
Undisputed	4.44	18.23	-	-	-	22.67
Total	4.44	18.23	-	-	-	22.67
Others						
Disputed	-	-	-	-	-	-
Undisputed	59.36	41.19	-	-	-	100.55
Total	59.36	41.19	-	-	-	100.55
Total Trade Payables	63.80	59.42	-	-	-	123.22
As at 31.03.2023						
MSME						
Disputed	-	-	-	-	-	-
Undisputed	5.13	1.68	-	-	-	6.81
Total	5.13	1.68	-	-	-	6.81
Others						
Disputed	-	-	-	-	-	-
Undisputed	14.37	8.30	0.72	0.20	0.01	23.60
Total	14.37	8.30	0.72	0.20	0.01	23.60
Total Trade Payables	19.50	9.98	0.72	0.20	0.01	30.41



POWERGRID Teleservices Limited**Note 23/Other current financial liabilities**

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
Interest accrued on borrowings from		
Power Grid Corporation of India Limited (Holding Company)	0.05	-
	0.05	-
Others		
Dues for capital expenditure	44.42	61.25
Deposits/Retention money from contractors and others	113.70	64.50
Related parties*	2.57	0.48
Others **	3.85	48.93
	164.54	175.16
Total	164.59	175.16

Further notes:

Disclosure with regard to Micro and Small enterprises as required under "The Micro, Small and Medium Enterprises Development Act, 2006" is given in Note 39.

* Details of amount payable to related parties are provided in Note 43.

** Others include payable to contractors etc.



POWERGRID Teleservices Limited

Note 24/Other current liabilities

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
Advances from customers *	169.23	315.83
Statutory dues	19.69	19.81
Total	188.92	335.64

Further notes:

* Refer Note 36 for disclosure as per Ind AS 115 'Revenue from Contracts with Customers'.



POWERGRID Teleservices Limited**Note 25/Provisions**

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
Others		
i) Downtime Service Credit-Telecom		
As per last balance sheet	1.32	3.25
Additions during the year	2.22	8.59
Amounts adjusted during the year	1.71	10.52
Closing Balance	1.83	1.32
ii) Provision Others		
As per last balance sheet	1.42	2.26
Additions/(adjustments) during the year	(1.42)	(0.84)
Closing Balance	-	1.42
Total	1.83	2.74



POWERGRID Teleservices Limited**Note 26/Current Tax Liabilities (Net)**

(₹ in crore)

Particulars	As at 31 March 2024	As at 31 March 2023 (Restated)
Taxation (Including interest on tax)		
As per last balance sheet	-	-
Additions during the year	42.78	-
Amount adjusted during the year		-
Total	42.78	-
Net off against Advance tax and TDS	42.78	-
Closing Balance	-	-



POWERGRID Teleservices Limited**Note 27/Revenue from Operations**

(₹ in crore)

Particulars	For the year ended 31 March 2024 (Restated)	For the year ended 31 March 2023 (Restated)
Sale of services		
NLD	834.95	748.28
ISP	64.34	54.45
IP1	1.22	0.96
Total	900.51	803.69



POWERGRID Teleservices Limited**Note 28/Other income**

(₹ in crore)

Particulars	For the year ended 31 March 2024 (Restated)	For the year ended 31 March 2023 (Restated)
Interest income from finance assets held at amortised cost		
Interest income from Indian Banks	0.27	0.19
Interest from advances to contractors	0.01	0.07
	0.28	0.26
Others		
Provisions written back	0.59	5.36
Fair Value gain on initial recognition of Financial liability	3.89	1.28
Miscellaneous income *	4.90	2.95
	9.38	9.59
	9.66	9.85
Less: Transferred to expenditure during construction (Net) - Note 32	0.11	0.14
Total	9.55	9.71

Further Notes:

*Miscellaneous income include Liquidated Damages Recovered, Other Income, etc.



POWERGRID Teleservices Limited**Note 29/Finance costs**

(₹ in crore)

Particulars	For the year ended 31 March 2024 (Restated)	For the year ended 31 March 2023 (Restated)
Interest and finance charges on financial liabilities at amortised cost		
Unwinding of discount on financial liabilities	32.26	36.59
Interest on Loan from Power Grid Corporation of India Limited (Holding Company)	0.10	-
Interest on Lease Liability	0.85	0.48
Other Finance charges*	-	0.04
	33.21	37.11
Less: Transferred to Expenditure during Construction (Net) - Note 32	0.43	0.06
Total	32.78	37.05

*Other Finance charges include Interest paid to DOT.



POWERGRID Teleservices Limited**Note 30/Depreciation and amortization expense**

(₹ in crore)

Particulars	For the year ended 31 March 2024 (Restated)	For the year ended 31 March 2023 (Restated)
Depreciation of Property, Plant and Equipment	86.80	78.26
Amortization of Intangible assets	0.29	0.26
Depreciation on ROU Assets	1.54	0.75
Total	88.63	79.27



POWERGRID Teleservices Limited
Note 31/Other expenses

(₹ in crore)

Particulars	For the year ended 31 March 2024 (Restated)	For the year ended 31 March 2023 (Restated)
Repair & Maintenance		
Buildings	0.28	0.31
Plant & Machinery		
Telecom equipments	70.98	56.12
Others	1.28	2.23
	72.26	58.35
Manpower Cost	115.09	115.55
Power charges	4.95	5.34
Expenses of Diesel Generating sets	0.25	0.29
Stores consumed	0.02	-
Right of Way charges-Telecom	89.03	84.65
Patrolling Expenses-Telecom	1.89	2.01
Last Mile connectivity-Telecom	11.61	9.20
Legal expenses	2.74	0.26
Professional charges	0.33	0.32
Consultancy expenses	-	0.07
Communication expenses	0.78	1.18
Tender expenses	0.05	0.38
Payments to Statutory Auditors		
Audit Fees	0.02	0.01
In Other Capacity	-	0.14
Arrears	0.01	0.01
	0.03	0.16
Advertisement and publicity	0.52	0.01
Printing and stationery	0.05	0.04
Books Periodicals and Journals	-	0.01
EDP hire and other charges	0.02	0.03
Rent #	21.51	17.05
CERC petition & Other charges	0.03	0.06
Miscellaneous expenses	1.47	1.89
Security Expenses	1.99	2.31
Hiring of Vehicle	1.06	1.20
Insurance	0.43	0.39
Rates and taxes	1.10	0.01
License Fees to DOT	70.00	64.24
Bandwidth charges dark fibre lease charges (Telecom)	31.30	34.21
Foreign Exchange Rate Variation	0.10	0.43
Provisions for Doubtful loans, advances, debts, claims etc.	15.29	-
	444.18	399.95
Less: Transferred to Expenditure during Construction (Net) - Note 32	9.34	9.20
Total	434.84	390.75

Refer Note 40 for Short-term lease expenses



POWERGRID Teleservices Limited

Note 32/ Expenditure during Construction (Net)

(₹ in crore)

Particulars	For the year ended 31 March 2024 (Restated)	For the year ended 31 March 2023 (Restated)
A. Other Expenses		
Manpower Cost	9.22	9.02
Legal expenses	0.01	-
Professional charges	0.06	0.01
Tender expenses	0.05	0.15
Miscellaneous expenses	-	0.02
Total (A)	9.34	9.20
B. Finance Costs		
a) Interest and finance charges on financial liabilities at amortised cost		
Interest on Loan from Power Grid Corporation of India Limited (Holding Company)	0.06	-
Others	0.37	0.06
Total (B)	0.43	0.06
C. Other Income		
Interest from Contractors	-	0.07
Miscellaneous income	0.11	0.07
Total (C)	0.11	0.14
Grand Total (A+B-C)	9.66	9.12



Note 33 Financial Risk Management

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

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

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

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

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

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

(A) Credit Risk:

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

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

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

(i) Trade Receivables

Trade receivables consist of receivables relating to telecom services of ₹419.32 crore as on 31 March, 2024 (₹250.76 crore as on 31 March, 2023).

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

Cash and cash equivalents

The Company held cash and cash equivalents of ₹7.06 crore (Previous Year ₹3.86 crore). The cash and cash equivalents are held with banks and do not have any significant credit risk.

Deposits with banks and financial institutions

The Company held deposits with banks of ₹36.43 crore (Previous Year ₹0.00 crore). Term deposits are placed with banks and have negligible credit risk.

(iii) Exposure to credit risk

(₹ in crore)		
Particulars	As at 31 March, 2024	As at 31 March, 2023 (Restated)
Financial assets for which loss allowance is measured using 12 months Expected Credit Losses (ECL)		
Other non-current financial assets	-	-
Cash and cash equivalents	7.06	3.86
Deposits with banks and financial institutions	36.43	-
Other current financial assets	34.08	1.05
Total	77.57	4.91
Financial assets for which loss allowance is measured using Life time Expected Credit Losses (ECL)		
Trade receivables	419.32	250.76
Contract Assets	3.27	4.15

(iv) Provision for expected credit losses

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

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



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

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

Considering the above factors the trade receivables and contract assets continue to have a negligible credit risk on initial recognition and thereafter on each reporting date.

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

(v) **Ageing analysis of trade receivables**

The ageing analysis of the trade receivables is as below:

(₹ in crore)

Ageing	Unbilled	Not due	0-30 days past due	31-60 days past due	61-90 days past due	91-120 days past due	More than 120 days past due	Total
Gross carrying amount as on 31 March, 2024	73.62	-	145.64	23.27	38.43	5.30	133.06	419.32
Gross carrying amount as on 31 March, 2023 (Restated)	35.82	-	43.33	25.96	16.14	1.86	127.65	250.76

(vi) **Reconciliation of impairment loss provisions**

The movement in the allowance for impairment in respect of financial assets during the year was as follows:

(₹ in crore)

Particulars	Trade receivables
Balance as at 01 April, 2022	47.63
Impairment loss recognised/ (reversed)	(3.72)
Balance as at 31 March, 2023 (Restated)	43.91
Impairment loss recognised/ (reversed)	14.70
Balance as at 31 March, 2024	58.61

Based on historic default rates, the Company believes that, apart from the above, no impairment allowance is necessary in respect of any other assets as the amounts are insignificant.

(B) **Liquidity Risk**

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

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

Maturities of financial liabilities

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

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

(₹ in crore)

Contractual maturities of financial liabilities	Within a year	Between 1-5 years	Beyond 5 years	Total
As at 31 March, 2024				
Borrowings (including interest outflows)	3.67	23.51	26.13	53.31
Trade payables	123.22	-	-	123.22
Other financial liabilities				
Lease liabilities	2.24	9.38	24.46	36.08
Others	164.59	8.80	0.02	173.41
Total	293.72	41.69	50.61	386.02
As at 31 March, 2023 (Restated)				
Borrowings (including interest outflows)	-	-	-	-
Trade payables	30.41	-	-	30.41
Other financial liabilities				
Lease liabilities	2.47	9.25	27.68	39.40
Others	175.16	5.58	-	180.74
Total	208.04	14.83	27.68	250.55



(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**

The Company is exposed to currency risk in respect of procurement of goods and services whose purchase consideration are in foreign currency. The Company's exposure to foreign currency risk not hedged by a derivative instrument or otherwise at the end of the reporting period is as follows:-

Particulars	Amount in Foreign Currency (in Crore)			Amount (₹ in Crore)	
		As at 31.03.2024	As at 31.03.2023	As at 31.03.2024	As at 31.03.2023
Trade Payables/deposits and retention money	USD	0.14	0.14	11.62	11.46

(ii) **Interest rate risk**

The company has taken borrowings from Parent Company on cost to cost basis. The Company is exposed to interest rate risk because of the cash flows associated with floating rate borrowings. The loans being extended to the company by parent company are at floating interest rate which gets reset periodically. The Company's interest rate risk is not considered significant; hence sensitivity analysis for the risk is not disclosed.



Note 34 Additional Regulatory Information as per Schedule III to the Companies Act, 2013

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

(₹ in crore)

Particulars	<1 Year	1-2 Years	2-3 Years	>3 Years	Total
As at 31.03.2024					
Projects in progress	366.62	3.08	-	-	369.70
Projects temporarily Suspended	-	-	-	-	-
Total	366.62	3.08	-	-	369.70
As at 31.03.2023 (Restated)					
Projects in progress	254.25	0.49	-	1.04	255.78
Projects temporarily Suspended	-	-	-	-	-
Total	254.25	0.49	-	1.04	255.78

- c) For capital-work-in progress (CWIP), whose completion is overdue or has exceeded its cost compared to its original plan, CWIP completion schedule is as follows:

For the projects as on 31 March 2024:

(₹ in crore)

Particulars	Project	<1 Year	1-2 Years	2-3 Years	>3 Years	Total
Projects in progress	Establishment of LIMS for ILD	5.09	-	-	-	5.09
Projects in progress	Package-Z	2.22	-	-	-	2.22
Projects in progress	Pkg-M-1, M-2 & M-3	29.35	-	-	-	29.35
Projects in progress	Pkg-R, S & T etc	0.41	-	-	-	0.41
Projects in progress	Pkg-U, V, W, X, I-1, I-2 & I-3	76.03	-	-	-	76.03
Projects in progress	Procurement of NOKIA Spare Cards	0.08	-	-	-	0.08
Projects in progress	Procurement of Router & Card Nokia	0.08	-	-	-	0.08
Projects in progress	Telecom BB Augmentation	0.00	-	-	-	0.00

For the projects as on 31 March 2023:

(₹ in crore)

Particulars	Project	<1 Year	1-2 Years	2-3 Years	>3 Years	Total
Projects in progress	Establishment of LIMS for ILD	7.60	-	-	-	7.60
Projects in progress	Package-Z	4.40	-	-	-	4.40
Projects in progress	Pkg-M-1, M-2 & M-3	40.04	-	-	-	40.04
Projects in progress	Pkg-R, S & T etc	4.33	-	-	-	4.33
Projects in progress	Pkg-U, V, W, X, I-1, I-2 & I-3	98.64	-	-	-	98.64
Projects in progress	Procurement of Router & Card Nokia	0.08	-	-	-	0.08
Projects in progress	Telecom BB Augmentation	5.15	-	-	-	5.15
Projects in progress	Aug. of Tel. Network (Pkg.-L)	3.77	-	-	-	3.77
Projects in progress	Auxiliary System Project (Synergy)	0.01	-	-	-	0.01
Projects in progress	Backbone Augmentation for BSNL Req.	0.10	-	-	-	0.10
Projects in progress	NKN Project for booking of various works	0.05	-	-	-	0.05
Projects in progress	Package-K	1.60	-	-	-	1.60
Projects in progress	SMPS DCPS at NRTCC, Okhla	1.11	-	-	-	1.11

- d) The company does not have any Intangible assets under development as on 31.03.2024 & 31.03.2023.
- e) No proceeding has been initiated or pending against the company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder as at the end of the financial year.
- f) The Company was not sanctioned any working capital limit secured against current assets by any Finance Institutions.
- g) The company was not declared as a wilful defaulter by any bank or financial Institution or other lender during the financial year.
- h) Relationship with Struck off companies.

Name of struck off Company	Nature of transactions with struck-off Company	Balance outstanding as at 31.03.2024	Balance outstanding as at 31.03.2023 (Restated)	Relationship with the Struck off company, if any, to be disclosed
Shubhra Communications Ltd.	Receivables	0.04	0.04	Not a related party



Roofers Media Pvt. Ltd.	Receivables	0.02	0.02	Not a related party
Ambala Broadband Services Pvt. Ltd.	Receivables	0.00	-	Not a related party
Expeditive Infotech Pvt. Ltd.	Receivables	0.08	0.08	Not a related party
Glan Solution India Pvt. Ltd.	Receivables	0.03	0.03	Not a related party
Arctos Telecom Pvt. Ltd.(OPC)	Receivables	0.08	0.08	Not a related party
Yash Techno Media Pvt. Ltd.	Receivables	0.06	0.06	Not a related party
Blue Sky Communication	Receivables	0.00	-	Not a related party
Viscom Media Pvt. Ltd.	Receivables	0.02	0.02	Not a related party
Beamon Technologies Pvt. Ltd.	Receivables	0.04	0.04	Not a related party
Vaishali Computech Private Limited	Receivables	-	-	Not a related party
Matrix Telecom Solutions Private Limited	Payable	-	0.00	Not a related party
Synergy Telecommunications Pvt. Ltd.	Payable	0.00	0.16	Not a related party

- i) The Company does not have any Charges on the Assets of the Company.
- j) The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017 during the financial year.

k) Ratios

Ratio	Numerator	Denominator	Current Year	Previous Year	Variance	Reason for variance >25%
a) Current Ratio	Current Assets	Current Liabilities	0.99	0.52	92%	Due to Increase in Trade receivables and Decrease in Advances from customers
b) Debt Equity Ratio	Total Debt	Shareholder's	0.05	N/A	-	-
c) Debt Service Coverage Ratio	Profit for the period + Depreciation and amortization expense + Finance costs + FERV + Loss on Sale of Fixed Assets	Finance Cost + Lease Payments + Principal Repayments	12.51	10.77	16%	-
d) Return on Equity Ratio	Profit for the period	Average Shareholder's Equity	0.54	0.96	-43%	Due to increase in Equity Shareholders Fund
e) Inventory turnover ratio	Revenue from Operations	Average Inventory	39.70	29.74	34%	Due to increase in Revenue from Operations
f) Trade Receivable Turnover Ratio	Revenue from Operations	Average Trade Receivables (before deducting	2.69	3.73	-28%	Due to increase in Trade Receivables
g) Trade payable turnover ratio	Gross Other Expense (-) FERV, Provisions, Loss on disposal of PPE	Average Trade payables	5.58	15.20	-63%	Due to increase in Trade Payables
h) Net capital turnover ratio	Revenue from Operations	Current Assets - Current Liabilities	-190.18	-3.04	6160%	Due to increase in Revenue from operations
i) Net profit ratio	Profit for the period	Revenue from Operations	0.35	0.38	-8%	-
j) Return on Capital employed	Earnings before interest and taxes	Tangible Net Worth + Total Debt + Deferred Tax	0.48	0.83	-42%	Due to increase in Capital Employed.
k) Return on investment	Income from Investments & Capital Appreciation	Time weighted Investments	NA	NA	-	-

- 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.



Note 35 a) Some balances of Trade Receivables, Recoverable shown under Assets, Trade payables and Other Payables shown under Liabilities include balances subject to confirmation/ reconciliation and consequential adjustments if any. However, reconciliations are carried out on ongoing basis. The management does not expect any material adjustment in the books of accounts as a result of the reconciliation.

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

Note 36 Disclosure as per Ind AS 115 - "Revenue from Contracts with Customer"

a) The movement in contract assets during the year is as follows:

(₹ in crore)		
Particulars	For the Year ended 31 March, 2024 (Restated)	For the Year ended 31 March, 2023 (Restated)
Balance at the beginning	4.15	5.16
Add: Revenue recognised during the period	3.27	4.15
Less: Invoiced during the period	4.15	5.16
Less: Impairment/reversal during the period	-	-
Add: Translation gain/(Loss)	-	-
Balance at the end	3.27	4.15

b) The movement in contract liability during the year is as follows:

(₹ in crore)		
Particulars	For the Year ended 31 March, 2024 (Restated)	For the Year ended 31 March, 2023 (Restated)
Balance at the beginning	509.98	592.82
Add: Advance billing during the period	224.73	263.68
Less: Revenue recognised during the period	-	-
a) From contract liability as at beginning of the period	324.23	340.95
b) From contract liability recognised during the period	26.49	5.57
Add: Translation gain/(Loss)	-	-
Balance at the end	383.99	509.98

c) The entity determines transaction price based on expected value method considering its past experiences of refunds or significant reversals in amount of revenue. In estimating significant financing component, management considers the financing element inbuilt in the transaction price based on imputed rate of return. Reconciliation of Contracted Price vis-a-vis revenue recognized in profit or loss statement is as follows:

(₹ in crore)		
Particulars	For the Year ended 31 March, 2024 (Restated)	For the Year ended 31 March, 2023 (Restated)
Contracted price	871.99	767.64
Add/ (Less)- Discounts/ rebates provided to customer	-	-
Add/ (Less)- Performance bonus	-	-
Add/ (Less)- Adjustment for significant financing component	28.52	36.05
Add/ (Less)- Other adjustments	-	-
Revenue recognised in profit or loss statement	900.51	803.69

Note 37 FERV Loss of ₹0.10 crore (Previous Year ₹0.43 crore) has been recognised in the Statement of Profit and Loss.

Note 38 Borrowing cost capitalised during the year is ₹0.43 crore (Previous Year ₹0.06 crore) in the respective carrying amount of Property, Plant and Equipment/Capital work in Progress (CWIP) as per Ind AS 23 'Borrowing Costs'.



Note 39 Based on information available with the company, there are few suppliers/service providers who are registered as micro, small or medium enterprise under The Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006). Information in respect of micro and small enterprises as required by Companies Act 2013 and MSMED Act, 2006 is given as under:

Sr. No	Particulars	Trade Payables		Others	
		As at 31 March, 2024	As at 31 March, 2023 (Restated)	As at 31 March, 2024	As at 31 March, 2023 (Restated)
1	Principal amount and interest due thereon remaining unpaid to any supplier as at end of each accounting year:				
	Principal	22.67	6.81	0.25	-
	Interest	-	-	-	-
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	-	-	-	-
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	-	-	-	-
4	The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-	-	-
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	-	-	-	-

Note 40 Disclosure as per Ind AS 116 - "Leases"

a) As a Lessor - Finance Leases:

The company does not have any lease arrangements as a lessor

b) As a Lessee:

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

ROU Assets:

Additions, termination/disposal and depreciation charge on right of use assets for the year and carrying amount of the same as at the end of the financial year by class of underlying asset has been disclosed in Note 5 as a separate line item.

Lease Liabilities:

Interest expense on lease liabilities for the year is shown under Note 29 and Total cash outflow for leases for the year has been disclosed in statement of cash flow under financing activities as separate line item and maturity analysis of lease liabilities has been disclosed in Note 33.

Short term leases:

The company, during the financial year, has incurred ₹19.07 crore (Previous Year ₹15.10 crore) with respect to short term leases.

The company was committed to short term leases and the total commitment of such leases at the end of financial year was ₹4.12 Crore (Previous Year ₹1.83 Crore).



Note 41 Corporate Social Responsibility (CSR) Expenses

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

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

Note 42 Fair Value Measurement

(₹ in crore)

Financial Instruments by category	As at 31 March, 2024	As at 31 March, 2023 (Restated)
	Amortised cost	Amortised cost
Financial Assets		
Trade Receivables	360.71	206.85
Cash & Cash Equivalents	7.06	3.86
Bank Balances	36.43	-
Other Financial Assets		
Current	37.35	5.20
Non-Current	-	-
Total Financial assets	441.55	215.91
Financial Liabilities		
Borrowings	37.23	-
Trade Payables	123.22	30.41
Other Financial Liabilities		
Current	164.59	175.16
Non-Current	7.34	4.42
Total financial liabilities	332.38	209.99

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

Financial instruments that are measured at Amortised Cost:

(₹ in crore)

Particulars	Level	As at 31 March, 2024		As at 31 March, 2023 (Restated)	
		Carrying Amount	Fair value	Carrying Amount	Fair value
Financial Liabilities					
Borrowings	2	37.23	37.01	-	-
Deposits/retention money from contractors and others	2	7.34	8.06	4.42	4.87
Total financial liabilities		44.57	45.07	4.42	4.87

The carrying amounts of trade receivables, trade payables, bank balance, cash and cash equivalents, other current financial assets, short term borrowings and other current financial liabilities are considered to be the same as their fair values, due to their short-term nature.



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

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

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

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

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

Valuation technique used to determine fair value:

Specific valuation techniques used to value financial instruments includes:

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

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

Note 43 Disclosure as per Ind AS 24 - "Related Party Disclosures"

(a) Holding Company

Name of entity	Place of business/ Country of incorporation	Proportion of Ownership	
		As at 31 March, 2024	As at 31 March, 2023
Power Grid Corporation of India Limited	India	100%	100%

(b) Subsidiaries of Holding Company

Name of entity	Place of business / Country of incorporation
POWERGRID Vemagiri Transmission Limited	India
POWERGRID NM Transmission Limited	India
POWERGRID Unchahar Transmission Limited	India
POWERGRID Southern Interconnector Transmission System Limited	India
POWERGRID Medinipur Jeerat Transmission Limited	India
POWERGRID Mithilanchal Transmission Limited	India
POWERGRID Varanasi Transmission System Limited	India
POWERGRID Jawaharpur Firozabad Transmission Limited	India
POWERGRID Khetri Transmission System Limited	India
POWERGRID Bhuj Transmission Limited	India
POWERGRID Bhind Guna Transmission Limited	India
POWERGRID Ajmer Phagi Transmission Limited	India
POWERGRID Fatehgarh Transmission Limited	India
POWERGRID Rampur Sambhal Transmission Limited	India
POWERGRID Meerut Simbhavali Transmission Limited	India
Central Transmission Utility of India Limited	India
POWERGRID Ramgarh Transmission Limited	India
POWERGRID Himachal Transmission Limited	India
POWERGRID Bikaner Transmission System Limited	India
POWERGRID Sikar Transmission Limited	India
POWERGRID Bhadla Transmission Limited	India



POWERGRID Aligarh Sikar Transmission Limited	India
POWERGRID Energy Services Limited	India
POWERGRID Narela Transmission Limited (Erstwhile Khetri Narela Transmission Limited)	India
POWERGRID Gomti Yamuna Transmission Limited (Erstwhile Mohanlalganj Transmission Limited)	India
POWERGRID Neemuch Transmission System Limited (Erstwhile Neemuch Transmission Limited)	India
POWERGRID ER NER Transmission Limited (Erstwhile ER NER Transmission Limited)	India
POWERGRID Khavda II-B Transmission Limited (Erstwhile Khavda II-B Transmission Limited)	India
POWERGRID Khavda II-C Transmission Limited (Erstwhile Khavda II-C Transmission Limited)	India
POWERGRID Khavda RE Transmission System Limited (Erstwhile Khavda II-RE Transmission Limited)	India
POWERGRID KPS2 Transmission System Limited (Erstwhile KPS2 Transmission Limited)	India
POWERGRID KPS3 Transmission Limited (Erstwhile KPS3 Transmission Limited)	India
POWERGRID ERWR Power Transmission Limited (Erstwhile ERWR Power Transmission Limited)	India
POWERGRID Raipur Pool Dhamtari Transmission Limited (Erstwhile Raipur Pool Dhamtari Transmission Limited)	India
POWERGRID Dharamjaigarh Transmission Limited (Erstwhile Dharamjaigarh Transmission Limited)	India
POWERGRID Bhadla Sikar Transmission Limited (Erstwhile Bhadla Sikar Transmission Limited)	India
POWERGRID Ananthpuram Kurnool Transmission Limited (Erstwhile Ananthpuram Kurnool Transmission Limited)*	India
POWERGRID Bhadla III Transmission Limited (Erstwhile Bhadla III Transmission Limited)*	India
POWERGRID Ramgarh II Transmission Limited (Erstwhile Ramgarh II Transmission Limited)**	India
POWERGRID Beawar Dausa Transmission Limited (Erstwhile Beawar Dausa Transmission Limited)\$	India
POWERGRID Bikaner Neemrana Transmission Limited (Erstwhile Bikaner III Neemrana Transmission Limited)\$	India
POWERGRID Neemrana II Bareilly Transmission Limited (Erstwhile Neemrana II Bareilly Transmission Limited)\$	India
POWERGRID Vataman Transmission Limited (Erstwhile Vataman Transmission Limited)#	India
POWERGRID Koppal Gadag Transmission Limited (Erstwhile Koppal II Gadag II Transmission Limited)#	India
Sikar Khetri Transmission Limited ##	India
Bidar Transmission limited ##	India



*100% equity acquired by POWERGRID from PFC Consulting Limited on 27.09.2023.

**100% equity acquired by POWERGRID from REC Power Development and Consultancy Limited on 26.10.2023.

\$100% equity acquired by POWERGRID from PFC Consulting Limited on 30.10.2023.

#100% equity acquired by POWERGRID from PFC Consulting Limited on 26.12.2023.

\$\$100% equity acquired by POWERGRID from PFC Consulting Limited on 27.12.2023.

##100% equity acquired by POWERGRID from REC Power Development and Consultancy Limited on 09.02.2024.

(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
Sikkim Power Transmission Limited	India
North East Transmission Company Limited	India
National High Power Test Laboratory Private Limited	India
Bihar Grid Company Limited	India
Energy Efficiency Services Limited	India
Cross Border Power Transmission Company Limited	India
RINL POWERGRID TLT Private Limited (under process of liquidation)	India
Butwal-Gorakhpur Cross Border Power Transmission Limited	India
Power Transmission Company Nepal Limited	Nepal

(d) Associates of Holding Company

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

(e) Key Managerial Personnel

Name	Designation	Date of Appointment	Date of Cessation/ Separation
Shri Yatindra Dwivedi	Chairman	08.01.2024	-
Shri Purshottam Agarwal	Director	01.01.2024	-
Shri Vamsi Ramamohan Burra	Director	01.12.2022	-
Dr Sunita Chohan	Director	13.02.2024	-
Shri Vamsi Ramamohan Burra	Chief Executive Officer	07.02.2024	-
Shri Swaraj Banerjee	Chief Financial Officer	07.02.2024	-
Shri Sreekant Kandikuppa	Director	18.07.2022	31.12.2023
Shri Ravindra Kumar Tyagi	Director	23.06.2022	07.01.2024
Shri Ravisankar Ganesan	Director	08.08.2022	23.12.2023

(f) Government Related Entities

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

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



The above transactions are in the course of normal day-to-day business operations and are not considered to be significant keeping in view the size, either individually or collectively.

(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 crore)		
Particulars	As at 31 March, 2024	As at 31 March, 2023 (Restated)
Amounts Payable		
Power Grid Corporation of India Ltd. (Holding Company)		
Loans from Holding Company	37.23	-
Interest Accrued on Loan	0.05	-
Other Payables	77.82	0.48
Amounts Receivable		
Power Grid Corporation of India Ltd. (Holding Company)		
Other Receivables	72.40	-
Bihar Grid Company Limited (Joint Venture)		
Sale of Telecom Services	0.24	0.14
Energy Efficiency Services Limited (Joint Venture)		
Sale of Telecom Services	1.80	1.18
National High Power Test Laboratory Private Limited (Joint Venture)		
Sale of Telecom Services	0.01	-

(h) Transactions with related parties

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

(₹ in crore)		
Particulars	For the year ended 31.03.2024 (Restated)	For the year ended 31.03.2023 (Restated)
Power Grid Corporation of India Ltd. (Holding Company)		
Purchase of Goods or Services – Manpower on secondment basis	56.00	-
Payable of Purchase Price on Slump sale of Telecom Undertaking	655.02	-
Reimbursement of Expenses	0.62	-
Repayment of Loan	3.61	-
Additional Loan obtained during the year	40.84	-
Interest paid on Loan	0.10	-
Dividend Paid	41.17	-
Sale of Telecom Services	40.35	-
Collection of Money Received from Customers in POWERGRID A/c	169.35	-
Sharing of Revenue to DICs through POWERGRID	45.49	-
Bihar Grid Company Limited (Joint Venture)		
Sale of Telecom Services	0.24	0.21
Energy Efficiency Services Limited (Joint Venture)		
Sale of Telecom Services	1.14	1.35
National High Power Test Laboratory Private Limited (Joint Venture)		
Sale of Telecom Services	0.02	-



Note 44 Segment Information

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

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

Note 45 Capital and other Commitments

(₹ in crore)

Particulars	As at 31 March, 2024	As at 31 March, 2023 (Restated)
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	134.96	290.59

Note 46 Contingent Liabilities and contingent assets**A. Contingent Liabilities**

Claims against the Company not acknowledged as debts in respect of contingent liabilities amount to ₹89.75 crore (Previous Year ₹77.54 crore) which includes claim of ₹25.01 crore (Previous Year ₹12.81 crore) related to Arbitration cases/ROW cases.

B. Contingent Assets

There is Nil Contingent Assets as at 31st March 2024 and as at 31st March 2023.

Note 47 Capital management**a) Risk Management**

The company's objectives when managing capital are to

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

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

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

Particulars	As at 31 March, 2024	As at 31 March, 2023 (Restated)
Total debt (₹ in crore)	37.23	-
Equity (₹ in crore)	759.22	396.89
Long term debt to Equity ratio	0.05	NA

No changes were made in the objectives, policies or processes for managing capital during the years ended 31.03.2024 and 31.03.2023.

Pushan Aggarwal



b) Dividends

(₹ in crore)

Particulars	For the Year ended 31 March, 2024	For the Year ended 31 March, 2023 (Restated)
Interim dividend for the year ended 31.03.2024 of ₹0.62 (31.03.2023– Nil) per fully paid up share	41.17	-

Earnings per share

Particulars	For the Year ended 31 March, 2024 (Restated)	For the Year ended 31 March, 2023 (Restated)
Basic and diluted earnings per share attributable to the equity holders of the company (in ₹)		
Total Earnings attributable to the equity holders of the company (₹ in Crs.)	313.66	304.95
Weighted average number of shares used as the denominator	66,40,20,000	66,40,20,000
Nominal Value Per Share	10	10
Earnings per share (Basic)		
Without Business Combination		
-Basic & Diluted	10.72	(0.07)
With Business Combination		
-Basic & Diluted	4.72	4.59

Note 48 Income Tax expense

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

(a) Income tax expense

(₹ in crore)

Particulars	For the Year ended 31 March, 2024	For the Year ended 31 March, 2023 (Restated)
Current Tax		
Current tax on profits for the year	42.78	-
Total current tax expense (A)	42.78	-
Deferred Tax expense		
Origination and reversal of temporary differences	(2.63)	1.38
Total deferred tax expense /benefit (B)	(2.63)	1.38
Income tax expense (A+B)	40.15	1.38

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

(₹ in crore)

Particulars	For the Year ended 31 March, 2024 (Restated)	For the Year ended 31 March, 2023 (Restated)
Profit before income tax expense	353.81	306.33
Tax at the Company's domestic tax rate of 25.168 %	89.04	77.10
Tax effect of:		
Non-Deductible tax items	0.10	-
Tax exempt income	(0.67)	-
Deferred Assets for Deferred Tax Liability	(6.49)	-
Common Control Adjustments	(39.15)	(77.10)
Unabsorbed tax losses	(0.05)	-
Deferred Tax expense/(income)	(2.63)	1.38
Minimum alternate tax adjustments	-	-
Income tax expense	40.15	1.38



Note 49 Employee Benefits

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

Note 50 a) Figures have been rounded off to nearest rupees in Crores up to two decimals.

b) Previous year figures have been regrouped/ rearranged wherever considered necessary.

As per our report of even date

For M/s Gupta Nanda & Co.

Chartered Accountants

FRN: 009039N


CA Sanjive Nanda
Partner

M. No. 087108




For and on behalf of the Board of Directors



Purshottam Agarwal

Director

DIN: 08812158



Swaraj Banerjee

Chief Financial Officer

PAN: ABPPB4189F



Dr. Sunita Chohan

Director

DIN: 09384685


24/07/2024

Kritika Sharma

Company Secretary

PAN: IVVPS4197A

Mem. No. A66362

Place: New Delhi

Date: 24.07.2024

Place: Gurugram

Date: 24.07.2024