

# **POWERGRID NARELA TRANSMISSION LIMITED**

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

**(CIN: U40105DL2020GOI363737)**

**ANNUAL REPORT (2024-25)**

# POWERGRID NARELA TRANSMISSION LIMITED

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

CIN: U40105DL2020GOI363737

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

Tel: 011-26560112, Email: [companysecretary@powergrid.in](mailto:companysecretary@powergrid.in)

## **DIRECTORS' REPORT**

To,  
Dear Members,

It gives me immense pleasure to present on behalf of the Board of Directors, the **Fifth (5<sup>th</sup>)** Directors' Report of **POWERGRID Narela Transmission Limited** on the working of the Company together with Audited Financial Statement and Auditors Report for the financial year ended 31<sup>st</sup> March, 2025.

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

POWERGRID Narela Transmission Limited was acquired by Power Grid Corporation of India Limited (POWERGRID) on 11<sup>th</sup> May, 2022 under Tariff based competitive bidding from PFC Consulting Limited (the Bid Process Coordinator) to establish Transmission System for "Transmission System Strengthening Scheme for Evacuation of Power from Solar Energy Zones in Rajasthan (8.1 GW) under Phase-II Part-G, on build, own, operate and maintain (BOOM) basis. Your Company was granted transmission license by CERC on 26<sup>th</sup> September, 2022. Currently the project is under implementation stage.

The Scope of Transmission Project includes: -

1. Establishment of 765/400kV, 3X1500 MVA GIS substation at Narela with 765kV (2x330 MVA) bus reactor and 400kV (1x125 MVAR) bus reactor 765/400kV, 1500 MVA ICT –3 nos. 765/400kV, 500MVA spare ICT(1-phase) – 1 no. 765kV ICT bays–3 nos. 400kV ICT bays–3 nos. 765kV line bays- 4 nos. (GIS) 330MVA, 765kV bus reactor-2 nos. 765kV bus reactor bay – 2 nos. 110 MVAR, 765kV, 1- Ph Bus Reactor (spare unit) -1 no. 125 MVA, 420kV bus reactor –1 no. 420kV bus reactor bay – 1 no. 330 MVA, 765kV line reactor- 2 nos. Switching equipment for 765kV reactor– 2 nos.
2. Khetri-Narela 765kV D/c line 1x330MVA Switchable line reactor for each circuit at Narela end of Khetri – Narela 765kV D/c line.
3. 2 nos. of 765kV line bays at Khetri for Khetri – Narela 765kV D/c line
4. LILO of 765kV Meerut Bhiwani S/c line at Narela.

### 2. **Financial Performance**

(Rs. in Lakh)

Particulars	FY 2024-25	FY 2023-24
Revenue from Operations	-	-
Other Income	1.76	0.99
Total Income	1.76	0.99
Total Expenses	64.22	106.12
Profit/ (Loss) before Tax	(62.46)	(105.13)
Tax expense (Deferred tax)	(15.56)	(26.46)

<b>Profit after Tax (Loss)</b>	<b>(46.90)</b>	<b>(78.67)</b>
<b>Earnings Per Equity Share (Rs.)</b>	<b>(0.04)</b>	<b>(0.12)</b>

### 3. **Share Capital**

As on 31<sup>st</sup> March, 2025, your Company had an Authorized and Paid-up Share Capital of Rs. 220,00,00,000/- (Rupees Two Hundred and Twenty Crore only) and Rs. 194,45,14,370/- (Rupees One Hundred and Ninety-Four Crore Forty-Five Lakh Fourteen Thousand and Three Hundred Seventy) respectively.

During the financial year ended 2024-25, following changes occurred in share capital of your Company:

Particulars	Change in Share Capital (In Rs.)	
	Authorised Share Capital	Paid up Share Capital
Share Capital as on 31 <sup>st</sup> March, 2024 (Equity Shares having face value Rs.10/- each)	166,00,00,000	100,00,00,000
Increase during the Year	54,00,00,000	94,45,14,370
Share Capital as on 31 <sup>st</sup> March, 2025 (Equity Shares having face value Rs.10/- each)	220,00,00,000	194,45,14,370

### 4. **Dividend and Transfer to Reserves**

Your Company's Project is under implementation and there is no operational income/profit. Therefore, your Company has not declared / recommended dividend or transferred any amount to reserves during the financial year ended 31<sup>st</sup> March, 2025.

### 5. **Deposits**

Your Company has not accepted any deposit as per Chapter V of Companies Act, 2013, during the financial year ended 31<sup>st</sup> March, 2025.

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

Your Company has not given any loans, provided any guarantee or security or made any investment in any other entity as per Section 186 of Companies Act, 2013 during the financial year ended 31<sup>st</sup> March, 2025.

### 7. **Particulars of contracts or arrangements with related parties**

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

### 8. **Material Changes & Commitments**

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

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

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

10. **Directors' Responsibility Statement**

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

- a. in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the loss of the Company for that period;
- c. the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the Directors had prepared the Annual Accounts on a going concern basis; and
- e. the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

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

There is no Conservation of Energy, Technology absorption and Foreign Exchange Earnings and out go under Section 134(3) of the Companies Act, 2013 for financial year 2024-25.

12. **Annual Return**

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

13. **Board of Directors and Key Managerial Personnel (KMP)**

As on 31<sup>st</sup> March, 2025, the Board of Directors of your Company comprised of Four (04) Directors viz. Shri Kailash Kumar Gupta, Shri Ashwani Kumar Gupta, Shri Alok Kumar Sharma and Smt. Neela Das.

There were some changes in the Board of Directors of the Company during the financial year 2024-25.

Shri Naveen Srivastava was appointed as Additional Director & Chairman w.e.f. 01<sup>st</sup> July, 2024. Shri Kailash Kumar Gupta was appointed as an Additional Director w.e.f.



02<sup>nd</sup> December, 2024. Shri Alok Kumar Sharma was appointed as an Additional Director w.e.f. 19<sup>th</sup> December, 2024.

Shri Sanjeev Kumar Singh ceased to be Director of the Company w.e.f. 12<sup>th</sup> April, 2024 consequent upon his transfer from Corporate Centre to SR-1 region. Shri Abhay Choudhary, ceased to be Director & Chairman of the Company w.e.f. 30<sup>th</sup> June, 2024 consequent upon his superannuation. Shri Awadhesh Kumar Mishra, ceased to be Director of the Company w.e.f. 30<sup>th</sup> September, 2024 consequent upon his superannuation. Shri Naveen Shrivastava, ceased to be Director & Chairman w.e.f. 03<sup>rd</sup> December, 2024.

The Board places on record its appreciation for the valuable contribution, guidance & support given by Shri Sanjeev Kumar Singh, Shri Abhay Choudhary, Shri Awadhesh Kumar Mishra and Shri Naveen Shrivastava during their tenure as Directors of the Company.

Shri Kailash Kumar Gupta and Shri Alok Kumar Sharma, who were appointed as an Additional Directors, hold office up to the ensuing Annual General Meeting. The Company has received a notice under section 160 of the Companies Act, 2013 from a member of the Company for appointment of Shri Kailash Kumar Gupta and Shri Alok Kumar Sharma as Director, liable to retire by rotation.

In accordance with the provisions of the Companies Act, 2013 read with Articles of Association of the Company, Smt. Neela Das shall retire by rotation at the Annual General Meeting and being eligible, offers herself for re-appointment as Director.

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

As on 31<sup>st</sup> March, 2025, Shri Vikash Chandra Thakur and Shri Amit Sharma were acting as Chief Financial Officer and Company Secretary, respectively, of your Company.

#### 14. **Number of Board meetings during the year**

During the financial year ended 31<sup>st</sup> March, 2025, Nine (9) meetings of Board of Directors were held on 13<sup>th</sup> May, 2024, 24<sup>th</sup> June, 2024, 01<sup>st</sup> August, 2024, 27<sup>th</sup> September, 2024, 28<sup>th</sup> October, 2024, 24<sup>th</sup> December, 2024, 21<sup>st</sup> January, 2025, 03<sup>rd</sup> March, 2025 and 28<sup>th</sup> March, 2025. The detail of number of meetings attended by each Director during the financial year are as under:

Name of Director	Designation	No. of Board Meetings entitled to attend during FY 2024-25.	No. of Board Meetings attended during FY 2024-25.
Shri Kailash Kumar Gupta (appointed w.e.f. 02 <sup>nd</sup> December, 2024)	Additional Director & Part-time Chairman	4	4
Shri Ashwani Kumar Gupta	Director	9	7
Shri Awadhesh Kumar Mishra (Ceased to be a Director w.e.f. 30 <sup>th</sup> September, 2024)	Director	4	2
Smt. Neela Das	Director	9	8
Shri Abhay Choudhary (Ceased to be a Director and Chairman w.e.f. 30 <sup>th</sup> June, 2024)	Director & Part-time Chairman	2	2

Shri Alok Kumar Sharma (appointed w.e.f. 19 <sup>th</sup> December, 2024)	Additional Director	4	1
Shri Naveen Srivastava (Ceased to be a Director and Chairman w.e.f. 03 <sup>rd</sup> December, 2024)	Director & Part-time Chairman	3	2
Shri Sanjeev Kumar Singh (Ceased to be a Director w.e.f. 12 <sup>th</sup> April, 2024)	Director	0	0

#### 15. **Committees of the Board**

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

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

##### **Corporate Social Responsibility Committee**

The provisions of Section 135 of the Companies Act, 2013 read with Rule 5 of Companies (Corporate Social Responsibility Policy) Rules, 2014 were not applicable to your Company during the Financial year 2024-25.

#### 16. **Declaration by Independent Directors**

Ministry of Corporate Affairs (MCA) vide notification dated 5<sup>th</sup> July, 2017 had amended the Rule 4 of Companies (Appointment and Qualification of Directors) Rules, 2014 as per which, the unlisted public companies in the nature of wholly owned subsidiaries are not required to appoint Independent Directors on their Board. Accordingly, your Company, being a wholly owned subsidiary of Power Grid Corporation of India Limited is not required to appoint Independent Directors on their Board.

#### 17. **Performance Evaluation**

Your Company, being a wholly owned Subsidiary of POWERGRID, is a Government Company. The Ministry of Corporate Affairs (MCA) vide Notification dated 5<sup>th</sup> June, 2015 has exempted Government Companies from the provisions of Section 178(2) of the Companies Act, 2013, which provides for manner of evaluation of performance of Board, its Committees and individual Directors. Further, the requirement of mentioning a statement on the manner of formal evaluation of annual performance in Board's Report as per Section 134(3)(p) of the Companies Act, 2013 is also not applicable for Government Companies, where the directors are evaluated by the Ministry or Department of the Central Government, which is administratively in charge of the Company, as per its own evaluation methodology.

The Whole-time Directors & Senior official(s) of POWERGRID are nominated as Directors in your Company. POWERGRID, being a Government Company, the Directors so nominated by it in your Company, are being evaluated under a well laid down procedure of the Department of Public Enterprises ("DPE") thereby performance of Whole Time Directors is evaluated by Administrative Ministry and as that of Senior official(s) by POWERGRID.

18. **Statutory Auditors**

Pursuant to Section 139(5) of the Companies Act, 2013 and Rule 4(2) of the Companies (Audit and Auditors) Rules, 2014, M/s. SANMARK & Associates, Chartered Accountants, was appointed by Comptroller and Auditor General of India as Statutory Auditors of the Company for the period ended 31<sup>st</sup> March, 2025.

19. **Statutory Auditors' Report**

M/s. SANMARK & Associates, Chartered Accountants Statutory Auditors for financial year 2024-25 have given an unqualified report. The report is self-explanatory and does not require any further comments by the Board.

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

Comptroller and Auditor General of India (C&AG) vide letter dated 21<sup>st</sup> May, 2025, placed at **Annexure-II** to this report, has informed that they have decided not to conduct supplementary audit of Financial Statements for the financial year ended 31<sup>st</sup> March, 2025 under Section 143(6)(a) of the Companies Act, 2013.

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

During the financial year 2024-25, the Statutory Auditors of your Company have not reported any frauds to the Board of Directors under Section 143(12) of the Companies Act, 2013, including rules made thereunder.

22. **Secretarial Audit Report**

M/s. K. K. Singh & Associates, Company Secretaries, has conducted Secretarial Audit of your Company for the financial year ended 31<sup>st</sup> March, 2025. The Secretarial Audit report is placed at **Annexure-III** to this report. The Secretarial Auditors have given an unqualified report. The report is self-explanatory and does not require any further comments by the Board.

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

Maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, is not applicable to your Company during financial year 2024-25.

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

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

25. **Particulars of Employees**

As per Notification No. G.S.R. 463 (E) dated 5<sup>th</sup> June, 2015 issued by the Ministry of Corporate Affairs, the provisions of Section 197 of the Companies Act, 2013 &

corresponding rules of Chapter XIII shall not apply to a Government Companies. As your Company is a Government Company, the information has not been included as a part of Directors' report.

**26. Compliance with Secretarial Standards**

Your Company has followed the requirements under the applicable Secretarial Standards, i.e., Secretarial Standard-1 on 'Meetings of the Board of Directors' and Secretarial Standard-2 on 'General Meetings' of the Institute of Company Secretaries of India Limited, read with applicable circulars and notifications issued by the Ministry of Corporate Affairs from time to time.

**27. Prevention of Sexual Harassment Policy**

POWERGRID (the holding Company) has Internal Committee (IC) in place to redress the complaints of sexual harassment. There was no incidence of sexual harassment during the financial year 2024-25, as per details mentioned hereunder:

1. number of complaints of sexual harassment received in the year: NIL
2. number of complaints disposed off during the year: NIL
3. number of cases pending for more than ninety days: NIL

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

No significant / material orders passed by any authority during the Financial year impacting the going concern status and Company's operation in future.

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

Your Company has, in all material respects, an adequate Internal Financial Controls System over Financial Reporting and such Internal Financial Controls over Financial Reporting were operating effectively during Financial year 2024-25.

**30. Insolvency and Bankruptcy Code, 2016**

During the financial year 2024-25, no application has been made under the Insolvency and Bankruptcy Code; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the year along with their status as at the end of the financial year is not applicable.

**31. Compliance of Maternity Benefit Act, 1961**

Benefits under the Maternity Benefit Act, 1961 are extended to employees, if any, posted / deputed by POWERGRID (the holding Company) in its wholly owned subsidiaries including your Company. POWERGRID has duly complied with the provisions of the Maternity Benefit Act, 1961.

32. **Right to Information**

In compliance with 'Right to Information Act, 2005', 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 RTI Act.

33. **Acknowledgement**

The Board of Directors place on record their gratitude for the support of Ministry of Power, the Central Electricity Regulatory Commission, the Central Electricity Authority, Central Transmission Utility of India Limited, Grid Controller of India Limited, the Department of Public Enterprises, Power Grid Corporation of India Limited, the Comptroller & Auditor General of India, the Auditors and various other authorities.

For and on behalf of  
**POWERGRID Narela Transmission Limited**

SD/-

**(Kailash Kumar Gupta)**

**Chairman**

**DIN: 09623293**

**Date: 30<sup>th</sup> September, 2025**

**Place: Bhadla**

**POWERGRID NARELA TRANSMISSION LIMITED****FORM No. AOC -2**

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

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

<b>1.</b>	<b>Details of contracts or arrangements or transactions not at arm's length basis</b>	
	Number of contracts or arrangements or transactions not at arm's length basis	-
(a)	Corporate identity number (CIN) or foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or Permanent Account Number (PAN)/Passport for individuals or any other registration number	-
(b)	Name (s) of the related party	-
(c)	Nature of relationship	
(d)	Nature of contracts/arrangements/transaction	-
(e)	Duration of the contracts/arrangements/transaction	-
(f)	Salient terms of the contracts or arrangements or transactions including actual / expected contractual amount	-
(g)	Justification for entering into such contracts or arrangements or transactions	-
(h)	Date of approval by the Board	-
(i)	Amount paid as advances, if any	-
(j)	Date on which the resolution was passed in general meeting as required under first proviso to section 188	-
(j)	SRN of MGT-14	-
<b>2.</b>	<b>Details of Material contracts or arrangements or transactions at arm's length basis.</b>	
	Number of contracts or arrangements or transactions at arm's length basis	2
(I)	(a) Corporate identity number (CIN) or <del>foreign company registration number (FCRN) or Limited Liability Partnership number (LLPIN) or Foreign Limited Liability Partnership number (FLLPIN) or</del>	L40101DL1989GOI038121

	<del>Permanent Account Number (PAN)/Passport for individuals or any other registration number</del>	
	(b) Name (s) of the related party	Power Grid Corporation of India Limited (POWERGRID)
	(c) Nature of relationship	Holding Company
	(d) Nature of contracts/ arrangements/ transaction	<p>Part (A) to avail all inputs and services as may be required by the Company from POWERGRID (Holding Company) @ 1% of the actual project cost (excl. IDC and Consultancy Fee) plus GST as applicable.</p> <p>Part (B) to take any security(ies) / guarantee(s) in connection with loan(s) / any form of debt including ECBs and/or to avail Inter corporate loan(s) on cost to cost basis, or a combination thereof, up to an amount of Rs. 1,547.00 Crore from POWERGRID. This limit was Further increased to Rs. 1,982.71 Crore vide Board Meeting held on 21.01.2025.</p>
	(e) Duration of the contracts/ arrangements/ transaction	<p>Part (A) Till Commissioning of the project including associated reconciliation activities.</p> <p>Part (B) As mutually agreed.</p>
	(f) Salient terms of the contracts or arrangements or transaction including the value, if any	Refer (d)
	(g) Date of approval by the Board	<p>For Part (A) 11.05.2022</p> <p>For Part (B) 02.06.2022 &amp; 21.01.2025</p>
	(h) Amount paid as advances, if any	-

For and on behalf of  
**POWERGRID Narela Transmission Limited**

SD/-

(Kailash Kumar Gupta)

Chairman

DIN: 09623293

**Date: 30<sup>th</sup> September, 2025**

**Place: Bhadla**



No.DG(ACE)/Rep/01-53/ACS-PNT4/2025-26/DIS-2640969

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

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



Dated: 21/05/2025

सेवा में,

अध्यक्ष,

पावरग्रिड नरेला ट्रांसमिशन लिमिटेड,  
नई दिल्ली।

विषय: 31 मार्च 2025 को समाप्त वर्ष के लिए पावरग्रिड नरेला ट्रांसमिशन लिमिटेड, नई दिल्ली के वर्ष 2024-25 के वार्षिक लेखाओं पर कम्पनी अधिनियम, 2013 की धारा 143(6)(b) के अन्तर्गत भारत के नियन्त्रक एवं महालेखापरीक्षक की टिप्पणियाँ।

महोदय,

मैं, पावरग्रिड नरेला ट्रांसमिशन लिमिटेड, नई दिल्ली के 31 मार्च 2025 को समाप्त वर्ष के लेखाओं पर कम्पनी अधिनियम, 2013 की धारा 143(6)(b) के अन्तर्गत भारत के नियन्त्रक एवं महालेखापरीक्षक की टिप्पणियाँ अग्रेषित कर रहा हूँ। कृपया इस पत्र की संलग्नकों सहित प्राप्ति की पावती भेजी जाए।

भवदीय,

संलग्नक:- यथोपरि।

(गुलजारी लाल)

अपर उप नियंत्रक एवं महालेखापरीक्षक (ऊर्जा)



**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 NARELA TRANSMISSION LIMITED FOR THE YEAR ENDED 31 MARCH 2025**

The preparation of financial statements of POWERGRID Narela Transmission Limited for the year ended 31 March 2025 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 13 May 2025.

I, on behalf of the Comptroller and Auditor General of India, have decided not to conduct the supplementary audit of the financial statements of POWERGRID Narela Transmission Limited for the year ended 31 March 2025 under Section 143(6)(a) of the Act.

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

Place: New Delhi

Date: 21/05/2025



(Guljari Lal)

Addl. Dy. Comptroller & Auditor General (Energy)



**K. K. SINGH & ASSOCIATES**  
**COMPANY SECRETARIES**

Head Office :

384P, Sector-40, Gurugram - 122003, Haryana, India

Ph. : +91-124-4370002, Fax : +91-124-4370002

E-mail : admin@kksinghassociates.com

Website : www.kksinghassociates.com

www.kksainc.com

**FORM NO. MR-3**  
**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025**

[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,  
M/s. POWERGRID Narela Transmission Limited  
B-9, Qutab Institutional Area, Katwaria Sarai, Hauz Khas,  
South West Delhi, New Delhi,  
Delhi 110016 India.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. POWERGRID Narela Transmission Limited** (hereinafter called the "**Company**"). 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 March 31, 2025 ("**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 along with **Annexure 1** attached to this report:

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 March 31, 2025 according to the provisions of:

- (i) The Companies Act, 2013 (the "**Act**") and the rules made thereunder;
- (ii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;  
(**Not applicable to the Company during the period under review**).
- (iii) The Securities Contracts (Regulation) Act, 1956 ('**SCRA**') and the rules made thereunder; (**Not applicable to the Company during the period under review**).

at: Delhi ! Chandigarh ! Mumbai ! Bengaluru ! Chennai



- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment ("FDI"), Overseas Direct Investments ("ODI") and External Commercial Borrowings ("ECB"). **(No FDI and ECB were taken and no ODI was made by the Company during the period under review).**
- (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') **(Not applicable to the Company during the period under review as the company is an Unlisted Company).**
- (vi) The Electricity Act, 2003 and Rules and Regulations made thereunder.

Being Electricity Transmission Company, the Electricity Act, 2003 is specifically applicable to the Company in respect of which, the Company has complied the required compliances as explained to us. We have relied upon the representation made by the Management with respect to compliance in terms of the Electricity Transmission License.

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards on meeting of Board of Directors (SS-1) and on General Meeting (SS-2) issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with Stock Exchange(s), if applicable; **[Not applicable to the Company during the period under review as the Company is not listed with any of the stock exchange(s)].**

During the period under review and as per the explanations and representations made by the management and subject to clarifications given to us, the Company has satisfactorily complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards etc. as mentioned above.

We further report that:

1. The Board of Directors of the Company is duly constituted as per the Act and Rules made there under. During the year of report, there are change in the composition of the Board of Directors of the Company including the re-appointment of Director retires by rotation at the Annual General Meeting. The Company has complied with the provision of the Companies Act, 2013 for appointment and re-appointment of Directors. During the period under review, following changes in the composition of the Board of Directors were carried out in compliance with the provisions of the Act:
  - a. Shri Sanjeev Kumar Singh (DIN: 10096275) has ceased from the Directorship of the Company w.e.f. 12/04/2024 due to Resignation u/s 168 of the Companies Act, 2013.
  - b. Shri Abhay Choudhary, Director (DIN: 07388432) has ceased from the Directorship of the Company w.e.f. 30/06/2024 due to Resignation u/s 168 of the Companies Act, 2013.



- c. Shri Naveen Srivastava, (DIN: 10158134) was appointed as an Additional Director of the Company w.e.f. 01/07/2024 and regularized as a director of the company in the 4<sup>th</sup> Annual General Meeting held on 27/09/2024. Further he ceased to be Director w.e.f. 03/12/2024 due to Resignation u/s 168 of the Companies Act, 2013.
  - d. Shri Ashwani Kumar Gupta, Director (DIN: 09194985) has been reappointed as a Director of the company, who retired by rotation in the 4<sup>th</sup> Annual General Meeting held on 27/09/2024
  - e. Smt. Neela Das (DIN: 09370362) was appointed as an Additional Director of the Company w.e.f. 13/03/2024 and regularized as a director of the company in the 4<sup>th</sup> Annual General Meeting held on 27/09/2024.
  - f. Shri Awadhesh Kumar Mishra (DIN 09054314) has ceased from the Directorship w.e.f. 30/09/2024 due to Resignation u/s 168 of the Companies Act, 2013.
  - g. Shri Kailash Kumar Gupta (DIN: 09623293) was appointed as an Additional Director and Part time Chairman of the Company w.e.f. 02/12/2024.
  - h. Shri Alok Kumar Sharma, (DIN: 10626455) was appointed as an Additional Director of the Company w.e.f. 19/12/2024.
2. During the period under review, the Authorized Share Capital was increased from Rs. 1,66,00,00,000/- (Rupees One Hundred Sixty Six Crores only) divided into 16,60,00,000 (Sixteen Crore Sixty Lakh) Equity Shares of Rs. 10/- each to Rs. 220,00,00,000/- (Rupees Two Hundred and Twenty Crores Only) divided into 22,00,00,000 (Twenty-Two Crores) Equity Shares of Rs. 10/- each and accordingly altered Clause 5 of Memorandum of Association, in an Extraordinary General meeting held on 08/01/2025 of the Company.
3. During the period under review, the Company has made following issue.
- a. The Company has issued and allotted 8,61,860 Equity shares of Rs.10/- each on right issue basis to Power Grid Corporation of India Limited (Holding Company) on 13/05/2024.
  - b. The Company has issued and allotted 2,80,33,706 Equity shares of Rs.10/- each on right issue basis to Power Grid Corporation of India Limited (Holding Company) on 27/09/2024.
  - c. The Company has issued and allotted 2,48,10,000 Equity shares of Rs.10/- each on right issue basis to Power Grid Corporation of India Limited (Holding Company) on 24/12/2024.
  - d. The Company has issued and allotted 1,22,94,434 Equity shares of Rs.10/- each on right issue basis to Power Grid Corporation of India Limited (Holding Company) on 21/01/2025.
  - e. The Company has issued and allotted 2,84,51,437 Equity shares of Rs.10/- each on right issue basis to Power Grid Corporation of India Limited (Holding Company) on 28/03/2025.



Adequate notice of at least seven days or shorter notice with due consent was given to all directors to schedule the Board Meetings along with agenda and detailed notes on agenda and also 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.

Majority decision is carried through and recorded in the minutes of the meetings. Further, as informed and verified from minute book, no dissent was given by any director in respect of the resolutions passed in the Board meetings.

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

**We further report** that during the Audit Period, the Company hasn't undertaken any events/actions which may be construed as major in pursuance of above referred laws, rules, regulations, guidelines, standards etc.

**Date: 29/09/2025**

**Place: Gurugram**

**UDIN: A051178G001383344**

**FOR K. K. SINGH & ASSOCIATES  
COMPANY SECRETARIES**



A handwritten signature in blue ink, appearing to read "Nilesch Bhradwaj".

**Nilesch Bhradwaj  
Partner**

**CP No. 18820**

**ACS No. A51178**

**Peer Review No. 2247/2022**



## ANNEXURE 1

To,  
The Members,  
M/s. POWERGRID Narela Transmission Limited  
CIN: U40105DL2020GOI363737  
B-9, Qutab Institutional Area, Katwaria Sarai, Hauz Khas,  
South West Delhi, New Delhi, Delhi 110016 India.

**Sub: Our Report of even date is to be read along with this letter.**

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our Audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices, we followed provide a reasonable basis our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules, and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of the procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. As per the information provided by the Company, there are no pending cases filed by or against the company which will have material impact on the company.

Date: 29/09/2025  
Place: Gurugram  
UDIN: A051178G001383344

FOR K. K. SINGH & ASSOCIATES  
COMPANY SECRETARIES



*(Signature)*

Nilesh Bhradwaj  
Partner  
CP No. 18820  
ACS No. A51178  
Peer Review No. 2247/2022



# S A N M A R K S & ASSOCIATES

## Chartered Accountants

### INDEPENDENT AUDITORS' REPORT

To the Members of M/s POWERGRID Narela Transmission Limited

#### **Report on the audit of the Standalone Financial Statements**

#### **Opinion**

We have audited the accompanying Standalone Financial Statements of **M/s POWERGRID Narela Transmission Limited** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March 2025, and the Statement of Profit and Loss (including Other Comprehensive Income), statement of changes in equity and statement of cash flows for the year then ended, and notes to financial statements including material accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its Loss and Total Comprehensive Income, changes in equity and its Cash Flows for the year ended on that date.

#### **Basis for Opinion**

We conducted our audit in accordance with the Standard on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Standalone financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Financial Statements.

#### **Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance



# S A N M A R K S & ASSOCIATES

## Chartered Accountants

(including other Comprehensive Income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013, for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone financial statements, Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The company's Board of Directors are also responsible for overseeing the Company's financial reporting process.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial statements as a whole, and informing our opinion thereon, and we do not provide a separate opinion on these Key Audit Matters as per SA 701. The company is a wholly owned subsidiary of a listed parent but is not a listed entity and there is no law or regulation requires us to report on Key Audit Matters. However, in our professional judgement and based on our detailed discussion with the management, we have determined that the key audit matters to be communicated in our report is nil.

### Auditors' Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists.





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Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone financial statements.

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

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

Obtain an understating 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 control system in place and the operating effectiveness of such controls.

Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

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

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

Materiality is the magnitude of misstatements in the Standalone Financial Statements that individually or in aggregate makes it probable that the economic decisions of a reasonable knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work



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## Chartered Accountants

and in evaluating the results of our work and (ii) To evaluate the effect of any identified misstatements in the standalone Financial Statements.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

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

In terms of sub section (5) of section 143 of the Companies Act, 2013, we give in the **Annexure "B"** a statement on the directions issued under the aforesaid section by the Comptroller and Auditor General of India.

As required by Section 143 (3) of the Act, based on our audit we report that:

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;

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 and records.

The Balance Sheet, the Statement of Profit and Loss, (including other comprehensive income), Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;

In our opinion, the aforesaid standalone Financial Statements comply with the Indian Accounting Standards specified under section 133 of the Act, being IND AS, read with Rule 7 of the Companies (Accounts) Rules, 2014.



# S A N M A R K S & ASSOCIATES

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Being a Subsidiary of a Government Company, Section 164(2) of the Act pertaining to disqualification of Directors are not applicable to the Company.

With respect to the adequacy of the Internal Financial Controls over Financial Reporting of the Company and the Operating Effectiveness of such Controls, refer to our separate report in **Annexure "C"**.

Pursuant to Notification No. GSR 463(E) dated 5th June 2015 issued by the Ministry of Corporate Affairs, Government of India, provisions of Section 197 of the Companies Act, 2013, are not applicable to the Company, being a subsidiary of Government Company; and

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, in our opinion and to the best of our information and according to the explanations given and management representations provided to us:

The Company does not have any pending litigations which would impact its Financial Position;

The Company did not have any Long-Term Contracts including Derivative Contracts for which there were any material foreseeable losses;

There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Pursuant to the Companies (Audit and Auditors) Rules, 2014, issued by the Central Government of India in terms of rule 11 of the Act, we report that,

The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("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;

The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("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



# S A N M A R K S & ASSOCIATES

## Chartered Accountants

whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

Based on such audit procedures that we have 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) contain any material mis-statement.

We have carried out an examination in accordance with the Implementation Guidelines on Reporting on Audit Trail by Auditors under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (Revised 2024 Edition) issued by the Institute of Chartered Accountants of India. Whereby, we have performed test checks for the company whose Standalone Financial Statements have been audited under the Act, we report that the company has used an accounting software i.e. SAP for maintaining its books of accounts as a part of the POWERGRID Group, and the said accounting (ERP) software has a feature of recording audit trail (edit log) facility and the said audit trail has operated throughout the year for all the relevant transactions recorded in the said software. Further, based on the results of specific audit checks performed during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the company as per the statutory requirements for record retention.

For **S A N M A R K S & ASSOCIATES**

Chartered Accountants

(Firm Reg. No: 003343N)

**KAILASH  
CHAND  
GUPTA**

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Date: 2025.05.13  
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**CA KAILASH CHAND GUPTA**

(Partner)

Membership No.: 088219

UDIN: **25088219BMOJYH3526**

Place: Faridabad, Haryana

Date: 13/05/2025



# S A N M A R K S & ASSOCIATES

## Chartered Accountants

### Annexure 'A' to the Independent Auditors' Report

As referred to in our Independent Auditors' Report of even date to the members of the **POWERGRID Narela Transmission Limited**, on the Standalone Financial Statements for the year ended 31st March 2025, we report that:

- (i) a) (A) According to information and explanations given to us, the company has the capital work in progress for establishment of Transmission System for Transmission System Strengthening Scheme for evacuation of power from Solar Energy Zones in Rajasthan (8.1 GW) under Phase-II- Part G on the balance sheet date and no Property, Plant & Equipment is capitalized on the date.

(B) According to information and explanations given to us, the company has not capitalized any Intangible asset during the period.

- b) According to information and explanations given to us, the company has not capitalized any Property, Plant & Equipment (including Intangible asset) during the period. Hence, reporting under clause 3(i)(b) of the Order is not applicable.

- c) In our opinion and according to information and explanations given to us and on the basis of an examination of the records of the Company, the title deeds of immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favor of the lessee) are held in the name of the Company except:

Description of the property	Gross Carrying Amount (₹ in Lakh)	Held in the name of	Whether promoter, director or their relative or employee	Period held – indicate range, where appropriate	Reason for not being held in name of company
NIL	NIL	NIL	NIL	NIL	NIL

- 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. Hence, reporting under clause 3(i)(d) of the Order is not applicable.



# S A N M A R K S & ASSOCIATES

## Chartered Accountants

- 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. Accordingly, reporting requirements in relation to paragraph 3(i) (e) are not applicable to the company.
- (ii) (a) According to information and explanations given to us, the company does not have any inventories hence reporting under paragraph (ii) a is not applicable to the company.
- (b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets.
- (iii) According to the information and explanations given to us, the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, paragraph 3(iii) is not applicable to the company. We further report that bank guarantees given as a part of contractual obligations of the company towards its normal course of business are not considered as guarantees given in the nature of loans for the purpose of reporting under this clause.
- (iv) According to the information and explanations given to us, the company has not granted any loans or made any investments or provided any guarantee or securities to the parties as specified under section 185 and 186 of the Act. Accordingly, clause 3(iv) of the Order is 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 there under. Accordingly, paragraph 3(v) of the Order is not applicable to the company.
- (vi) The company is not required to maintain cost records under section 148 (1) of the Companies Act, 2013. Hence Paragraph 3 (vi) of the order is not applicable to the company.
- (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



# S A N M A R K S & ASSOCIATES

## Chartered Accountants

outstanding as at 31 March 2025 for a period of more than six months from the date they became payable. We note that the company being a subsidiary of the Power Grid Corporation of India Ltd. and are not having any employee on its role, the provisions of the Provident Fund and the provisions of the Employees State Insurance Act are not applicable to the Company.

- b) According to information and explanations given to us, there are no statutory dues referred to in sub- clause (a) have not been deposited on account of dispute.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not recorded in the books of account any transaction which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Accordingly, reporting requirements in relation to paragraph 3(viii) are not applicable to the company.
- (ix) In our opinion, based on our examination of the records and according to the information and explanations given to us,
- (a) The Company has not defaulted during the year in repayment of loans & payment of Interest to its financial institutions, bankers and dues to the Bond holders, as there are nil such loans taken by the company from financial institutions, bankers and or dues to the Bond holders.
  - (b) The company has not been declared wilful defaulter by any bank/financial institution/other lender.
  - (c) Term loans (received only from the parent company) have been applied for the purpose for which the loans were obtained.
  - (d) Funds raised on short term basis (received only from the parent company) have not been utilized for long term purpose.
  - (e) The Company do not have any Subsidiaries, Joint ventures or Associates. Accordingly, paragraph 3(ix)(e) and 3(ix)(f) are not applicable to the company.
- (x) (a) The company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year.
- (b) In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, paragraph 3(x)(a) and 3(x)(b) are not applicable to the company.





# S A N M A R K S & ASSOCIATES

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- (xi) (a) According to the information and explanations given to us and as represented by the management, we have been informed that no case of fraud has been committed on or by the company during the year.
- (b) As no fraud has been noticed during the year as mentioned at xi(a) above, report under sub-Section (12) of Section 143 of the Companies Act in the Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules 2014 is not applicable.
- (c) According to the information and explanations given to us, no whistle-blower complaints 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) 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 by the company are done ensuring compliance with the requirements of sections 177 and 188 of the Act, wherever applicable and the details have been disclosed in the standalone financial statements as required by the applicable Indian Accounting Standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the company, the company is not required to appoint Internal Auditor u/s138 of the Companies Act, 2013. Accordingly, paragraph 3(xiv) is not applicable to the company.
- (xv) According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3(xv) is not applicable to the company.
- (xvi) According to the information and explanations given to us, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, paragraphs 3(xvi) are not applicable to the company.
- (xvii) According to the information and explanations given to us and based on our examination of the records of the company, the company has incurred cash losses of Rs. 62.46 Lakh in the current Financial Year and Rs. 105.13 Lakh in the immediately preceding Financial Year.
- (xviii) There has not been any resignation of the statutory auditors during the year.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and





# S A N M A R K S & ASSOCIATES

## Chartered Accountants

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 evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

(xx) The company was not having net worth of rupees five hundred crore or more or turnover of rupees one hundred crore or more or net profit of five crores or more during the immediately preceding financial period and hence provision of section 135 of the Companies Act are not applicable to the Company during the financial period. Accordingly, paragraph 3 (xx)(a) & 3 (xx) (b) are not applicable to the company.

(xxi) The Company do not have any Subsidiaries, Joint ventures or Associates. Accordingly, paragraph 3(xxi) is not applicable to the company.

For **S A N M A R K S & ASSOCIATES**

Chartered Accountants

(Firm Reg. No: 003343N)

KAILASH  
CHAND  
GUPTA

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Date: 2025.05.13  
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**CA KAILASH CHAND GUPTA**

(Partner)

Membership No.: 088219

UDIN: **25088219BMOJYH3526**

Place: Faridabad, Haryana

Date: 13/05/2025



# S A N M A R K S & ASSOCIATES

## Chartered Accountants

### Annexure – “B” to Independent Auditor’ Report

As referred to in our Independent Auditors’ Report to the Members of the **M/s POWERGRID NARELA Transmission Limited (“The Company”)**, on the Standalone Financial Statements for the Year Ended 31<sup>st</sup> March 2025, we Report that:

Sl. No.	Directions u/s143(5) of the Companies Act,2013	Auditor’s Comments
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. Based on our verification, no accounting transaction is being recorded/processed other than through the ERP system in place.
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 also applicable for statutory auditor of lender company).	There are no cases of restructuring of existing loan or cases of waiver/write off of debts/loans/interest etc.
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.	No funds (grants/subsidy etc.) have been received/receivable from Central/State Government or its agencies.

For **S A N M A R K S & ASSOCIATES**

Chartered Accountants

(Firm Reg. No: 003343N)

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Date: 2025.05.13  
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**CA KAILASH CHAND GUPTA**

(Partner)

Membership No.: 088219

UDIN: **25088219BMOJYH3526**

Place: Faridabad, Haryana

Date: 13/05/2025



# S A N M A R K S & ASSOCIATES

## Chartered Accountants

### ANNEXURE – “C” to the Independent Auditor’s Report

As referred to in our Independent Auditors’ Report to the members of the **M/s POWERGRID Narela Transmission Limited** (“the Company”), on the Standalone Financial Statements for the year ended 31<sup>st</sup> March 2025.

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

We have audited the Internal Financial Controls over Financial Reporting of the company as at 31<sup>st</sup> March 2025 in conjunction with our audit of the Financial Standalone Statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

The Company’s management and Board of Directors of the Company is responsible for establishing and maintaining Internal Financial Control based on “the Internal Control over Financial Reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI)”. These responsibilities include the design, implementation and maintenance of adequate Internal Financial Controls that were operating effectively for ensuring the orderly and efficient conduct of its business, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under Companies Act, 2013.

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

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Control over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of Internal Financial Controls. Those Standards and the Guidance Note require that we comply with ethical



# S A N M A R K S & ASSOCIATES

## Chartered Accountants

requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

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

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

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

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

Because of the inherent limitations of internal financial controls over financial reporting, internal financial controls being managed through employees deputed from parent company including chief financial officer of the company, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud



# SAN MARKS & ASSOCIATES

## Chartered Accountants

may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial controls over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### Opinion

In our opinion, the Company has, in all material respects, an adequate Internal Financial Controls System over Financial Reporting and such Internal Financial Controls over Financial Reporting were operating effectively as at 31st March 2025, based on "the Internal Financial Controls over Financial Reporting criteria established by the Company considering the essential components of Internal Control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India."

For **SAN MARKS & ASSOCIATES**

Chartered Accountants

(Firm Reg. No: 003343N)

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Date: 2025.05.13  
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**CA KAILASH CHAND GUPTA**

(Partner)

Membership No.: 088219

UDIN: **25088219BMOJYH3526**

Place: Faridabad, Haryana

Date: 13/05/2025



# S A N M A R K S & ASSOCIATES

## Chartered Accountants

### Compliance Certificate

We have conducted the audit of annual accounts **POWERGRID Narela Transmission Limited** for the year ended 31<sup>st</sup> March 2025 in accordance with the directions/sub-directions issued by the C&AG of India under Section 143(5) of the Companies Act, 2013 and certify that we have complied with all the Directions/Sub-directions issued to us.

For **S A N M A R K S & ASSOCIATES**  
Chartered Accountants  
(Firm Reg. No: 003343N)

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Date: 2025.05.13  
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**CA KAILASH CHAND GUPTA**  
(Partner)  
Membership No.: 088219  
UDIN: **25088219BMOJYH3526**  
Place: Faridabad, Haryana  
Date: 13/05/2025

**POWERGRID Narela Transmission Limited**  
(Erstwhile Khetri-Narela Transmission Limited)

CIN : U40105DL2020GOI363737

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

Balance Sheet as at 31 March, 2025

(₹ In Lakh)

Particulars	Note	As at 31 March, 2025	As at 31 March, 2024
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, plant & equipment	<a href="#">4</a>	10,593.90	-
(b) Capital work in progress	<a href="#">5</a>	1,65,135.96	1,34,064.90
(c) Intangible assets under development	<a href="#">6</a>	1,002.15	-
(d) Deferred Tax Assets (Net)	<a href="#">7</a>	54.82	39.26
(e) Other non-current assets	<a href="#">8</a>	4,335.16	3,827.03
		<b>1,81,121.99</b>	<b>1,37,931.19</b>
<b>Current assets</b>			
(a) Financial assets			
(i) Cash and cash equivalents	<a href="#">9</a>	0.28	0.10
(ii) Bank Balances other than Cash and cash equivalents	<a href="#">10</a>	360.49	2.90
(iii) Other current financial assets	<a href="#">11</a>	-	69.57
		<b>360.77</b>	<b>72.57</b>
<b>Total Assets</b>		<b>1,81,482.76</b>	<b>1,38,003.76</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share capital	<a href="#">12</a>	19,445.14	10,000.00
(b) Other Equity	<a href="#">13</a>	(163.64)	(116.74)
		<b>19,281.50</b>	<b>9,883.26</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	<a href="#">14</a>	1,45,694.98	1,10,231.14
(b) Other non-current liabilities	<a href="#">15</a>	0.10	-
		<b>1,45,695.08</b>	<b>1,10,231.14</b>
<b>Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	<a href="#">16</a>	2,158.66	1,633.22
(ii) Trade payables	<a href="#">17</a>	-	-
(a) Total Outstanding dues of micro & small enterprises		-	-
(b) Total Outstanding dues of creditors other than micro & small enterprises		6.81	166.17
(iii) Other current financial liabilities	<a href="#">18</a>	14,002.71	15,843.07
(b) Other current liabilities	<a href="#">19</a>	338.00	246.90
		<b>16,506.18</b>	<b>17,889.36</b>
<b>Total Equity and Liabilities</b>		<b>1,81,482.76</b>	<b>1,38,003.76</b>

The accompanying notes (1 to 43) form an integral part of financial statements

As per our report of even date

**For SANMARKS & Associates**

Chartered Accountants

Firm Regn. No. 003343N

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**KAILASH CHAND GUPTA**

Partner

Mem. No. 088219

Place: Faridabad

Date: 13 May, 2025

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GUPTA

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**Kailash Kumar Gupta**

Chairperson

DIN: 09623293

Place: Gurugram

Date: 13 May, 2025

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**Vikash Chandra Thakur**

Chief Finance Officer

PAN: ABRPT5542L

Place: Faridabad

Date: 13 May, 2025

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**Ashwani Kumar Gupta**

Director

DIN: 09194985

Place: Gurugram

Date: 13 May, 2025

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**Amit Sharma**

Company Secretary

Mem. No. A65333

Place: Gurugram

Date: 13 May, 2025

**POWERGRID Narela Transmission Limited**  
(Erstwhile Khetri-Narela Transmission Limited)

CIN : U40105DL2020GOI363737

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

Statement of Cash Flows For the Year ended 31 March, 2025

(₹ In Lakh)

Sl. No.	Particulars	For the Year ended 31 March, 2025	For the Year ended 31 March, 2024
<b>A</b>	<b>CASH FLOW FROM OPERATING ACTIVITIES</b>		
	Profit Before Tax	(62.46)	(105.13)
	Adjustment for :		
	<b>Adjustment for Changes in Assets and Liabilities:</b>		
	Increase/(Decrease) in Liabilities & Provisions	(68.16)	166.17
	(Increase)/Decrease in Other financial assets	69.57	-
	(Increase)/Decrease in Other Non-current Assets	(1.98)	-
		<b>(0.57)</b>	<b>166.17</b>
	<b>Cash generated from operations</b>	<b>(63.03)</b>	<b>61.04</b>
	Direct Taxes (paid)/refund	40.64	(42.17)
	<b>Net Cash from Operating Activities</b>	<b>(22.39)</b>	<b>18.87</b>
<b>B</b>	<b>CASH FLOW FROM INVESTING ACTIVITIES</b>		
	Property, Plant & Equipment, Intangible Assets and Capital Work in Progress (including Advances for Capital Expenditure)	(37,188.40)	(73,525.88)
	-Bank Deposits	(357.59)	(2.90)
	<b>Net Cash used in Investing Activities</b>	<b>(37,545.99)</b>	<b>(73,528.78)</b>
<b>C</b>	<b>CASH FLOW FROM FINANCING ACTIVITIES</b>		
	Issue of Shares	9,445.14	9,999.00
	Proceeds from Borrowings		
	Non Current	35,989.28	69,341.69
	Current	-	-
	Repayment of Borrowings		
	Current	-	-
	Finance Costs paid	(7,865.86)	(5,872.55)
	<b>Net Cash used in Financing Activities</b>	<b>37,568.56</b>	<b>73,468.14</b>
<b>D</b>	<b>Net change in Cash and Cash equivalents (A+B+C)</b>	<b>0.18</b>	<b>(41.77)</b>
<b>E</b>	<b>Cash and Cash equivalents (Opening balance)</b>	<b>0.10</b>	<b>41.87</b>
<b>F</b>	<b>Cash and Cash equivalents (Closing balance)</b>	<b>0.28</b>	<b>0.10</b>

The accompanying notes (1 to 43) form an integral part of financial statements

Further Notes

Note 1 - Cash and cash equivalents consist of balances with banks.

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

As per our report of even date

**For SANMARKS & Associates**

Chartered Accountants

Firm Regn. No. 003343N

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Date: 2025.05.13 19:54:49 +05'30'

**KAILASH CHAND GUPTA**

Partner

Mem. No. 088219

Place: Faridabad

Date: 13 May, 2025

For and on behalf of the Board of Directors

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GUPTA

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Date: 2025.05.13 17:50:29  
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**Kailash Kumar Gupta**

Chairperson

DIN: 09623293

Place: Gurugram

Date: 13 May, 2025

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**Vikash Chandra Thakur**

Chief Finance Officer

PAN: ABRPT5542L

Place: Faridabad

Date: 13 May, 2025

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**Ashwani Kumar Gupta**

Director

DIN: 09194985

Place: Gurugram

Date: 13 May, 2025

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Date: 2025.05.13  
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**Amit Sharma**

Company Secretary

Mem. No. A65333

Place: Gurugram

Date: 13 May, 2025



**POWERGRID Narela Transmission Limited**  
(Erstwhile Khetri-Narela Transmission Limited)  
CIN : U40105DL2020GOI363737

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

Statement of Changes in Equity For the Year ended 31 March, 2025

**A. Equity Share Capital** (₹ In Lakh)

As at 01 April, 2024	10,000.00
Changes in equity share capital	9,445.14
As at 31 March, 2025	19,445.14
As at 01 April, 2023	1.00
Changes in equity share capital	9,999.00
As at 31 March, 2024	10,000.00

**B. Other Equity** (₹ In Lakh)

Particulars	Reserves and Surplus		Total
	Self Insurance Reserve	Retained Earnings	
As at 01 April, 2024	-	(116.74)	(116.74)
Total Comprehensive Income for the year	-	(46.90)	(46.90)
As at 31 March, 2025	-	(163.64)	(163.64)
As at 01 April, 2023	-	(38.07)	(38.07)
Total Comprehensive Income for the year	-	(78.67)	(78.67)
As at 31 March, 2024	-	(116.74)	(116.74)

The accompanying notes (1 to 43) form an integral part of financial statements  
Refer to Note 13 for nature and movement of Reserve and Surplus.

As per our report of even date  
**For SANMARKS & Associates**  
Chartered Accountants  
Firm Regn. No. 003343N

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Date: 2025.05.13 19:49:18  
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**KAILASH CHAND GUPTA**  
Partner  
Mem. No. 088219  
Place: Faridabad  
Date: 13 May, 2025

For and on behalf of the Board of Directors

KAILASH  
KUMAR GUPTA

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Date: 2025.05.13  
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**Kailash Kumar Gupta**  
Chairperson  
DIN: 09623293  
Place: Gurugram  
Date: 13 May, 2025

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Date: 2025.05.13  
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**Vikash Chandra Thakur**  
Chief Finance Officer  
PAN: ABRPT5542L  
Place: Faridabad  
Date: 13 May, 2025

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KUMAR GUPTA

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Date: 2025.05.13  
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**Ashwani Kumar Gupta**  
Director  
DIN: 09194985  
Place: Gurugram  
Date: 13 May, 2025

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Date: 2025.05.13  
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**Amit Sharma**  
Company Secretary  
Mem. No. A65333  
Place: Gurugram  
Date: 13 May, 2025

**POWERGRID Narela Transmission Limited**  
(Erstwhile Khetri-Narela Transmission Limited)  
CIN : U40105DL2020GOI363737

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

Statement of Profit and Loss For the Year ended 31 March, 2025

(₹ In Lakh)

Particulars	Note	For the Year ended 31 March, 2025	For the Year ended 31 March, 2024
Other Income	<a href="#">20</a>	1.76	0.99
<b>Total Income</b>		<b>1.76</b>	<b>0.99</b>
<b>EXPENSES</b>			
Finance costs	<a href="#">21</a>	-	-
Other expenses	<a href="#">22</a>	64.22	106.12
<b>Total expenses</b>		<b>64.22</b>	<b>106.12</b>
<b>Profit/(loss) before tax</b>		<b>(62.46)</b>	<b>(105.13)</b>
Tax expense:			
Current tax	<a href="#">27</a>	-	-
Deferred tax		(15.56)	(26.46)
<b>Total tax expenses</b>		<b>(15.56)</b>	<b>(26.46)</b>
<b>Profit/ (Loss) for the period</b>		<b>(46.90)</b>	<b>(78.67)</b>
Other Comprehensive Income		-	-
<b>Total Comprehensive Income for the period</b>		<b>(46.90)</b>	<b>(78.67)</b>
Earnings per equity share ( Par value ₹10/- each):			
Basic and Diluted (in ₹)		(0.04)	(0.12)

The accompanying notes (1 to 43) form an integral part of financial statements

As per our report of even date  
For **SANMARKS & Associates**

Chartered Accountants

Firm Regn. No. 003343N

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Date: 2025.05.13 19:50:09  
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**KAILASH CHAND GUPTA**

Partner

Mem. No. 088219

Place: Faridabad

Date: 13 May, 2025

For and on behalf of the Board of Directors

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GUPTA

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Date: 2025.05.13  
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**Kailash Kumar Gupta**

Chairperson

DIN: 09623293

Place: Gurugram

Date: 13 May, 2025

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**Vikash Chandra Thakur**

Chief Finance Officer

PAN: ABRPT5542L

Place: Faridabad

Date: 13 May, 2025

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Date: 2025.05.13 17:54:17  
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**Ashwani Kumar Gupta**

Director

DIN: 09194985

Place: Gurugram

Date: 13 May, 2025

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**Amit Sharma**

Company Secretary

Mem. No. A65333

Place: Gurugram

Date: 13 May, 2025

## Notes to Financial Statements

### Note 1 Corporate and General Information

POWERGRID Narela Transmission Limited (Erstwhile Khetri-Narela Transmission Limited) ("the Company") is a public company domiciled and incorporated in India under the provisions of The Companies Act and a wholly owned subsidiary of Power Grid Corporation of India Limited. The registered office of the Company is situated at B-9, Qutab Institutional Area, Katwaria Sarai, New Delhi-110 016, India and Corporate Office of the Company is situated at SCO Bay No. 05 to 10, Sector 16A, Faridabad-121001 (Haryana). .

The Company was incorporated on 15 May, 2020 for establishment of Transmission System for Transmission System Strengthening Scheme for Evacuation of Power from Solar Energy Zones In Rajasthan (8.1 GW) Under Phase II - Part G on Build, Own, Operate and Maintain (BOOM) basis. POWERGRID has acquired 100% equity shares from PFC Consulting Limited on 11 May, 2022. Currently, The project is under construction stage.

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

The financial statements of the company for the year ended 31 March 2025 were approved for issue by the Board of Directors on 13 May, 2025.

### Note 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 and the provisions of Electricity Act, 2003, in each case, to the extent applicable and as amended thereafter.

##### ii) Basis of Measurement

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

##### iii) Functional and presentation currency

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

**iv) Use of estimates**

The preparation of financial statements requires estimates and assumptions that affect the reported amount of assets, liabilities, revenue and expenses during the reporting period. Although, such estimates and assumptions are made on a reasonable and prudent basis taking into account all available information, actual results could differ from these estimates. The estimates and underlying assumptions are reviewed on an 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 realised or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised 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 recognises 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, where final settlement of bills with contractors is yet to be effected, capitalisation is done on provisional basis subject to necessary adjustments in the year of final settlement.

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

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 capitalised as part of cost of the related building.

Spares parts individually costing more than ₹10,00,000/- standby equipment and servicing equipment which meets the recognition criteria of Property, Plant and Equipment are capitalised.

#### **Subsequent costs**

Subsequent expenditure is recognised 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 recognised 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 derecognised 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 disposal or 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 capitalisation.

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

Interest during construction and expenditure (net) allocated to construction as per policy above are kept as a separate item under CWIP and apportioned to the assets being capitalised 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 capitalised 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 recognised as an intangible asset when the same is ready for its use.

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

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

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

## **2.5 Depreciation/ Amortisation - Property, Plant and Equipment**

Depreciation/ Amortisation on the items of Property, Plant and Equipment is provided on straight line method based on the useful life specified in Schedule II of the Companies Act, 2013 except for the following items of property, plant and equipment on which depreciation is provided based on estimated useful life as per technical assessment.

<b>Particulars</b>	<b>Useful life</b>
1 Computers and Peripherals	3 Years
2 Servers and Network Components	5 Years
3 Buildings (RCC frame structure)	35 Years
4 Substation Equipment	35 Years
5 Transmission line	35 Years

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

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

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

Where the cost of depreciable property, plant and equipment has undergone a change due to price adjustment, change in duties or similar factors, the unamortised balance of such asset is depreciated prospectively.

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

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

**Right of Use Assets:**

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

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

**Intangible Assets**

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

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

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

The amortisation period and the amortisation 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**

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

Impairment losses recognised 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 amortisation, if no impairment loss had been recognised.

## **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 realisable value.

Spares which do not meet the recognition criteria as Property, Plant and Equipment, including spare parts individually costing upto ₹10,00,000/- are recorded as inventories.

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

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

## **2.10 Leases**

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

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

- (i) the contract involves use of an identified assets,



- (ii) the customer has substantially all the economic benefits from the use of the asset through the period of the lease and
- (iii) the customer has the right to direct the use of the asset.

**i) As a Lessee**

At the date of commencement of the lease, the Company recognises a right-of-use asset (ROU) and a corresponding lease liability for all lease arrangements in which it is a lessee, except for lease with a term of twelve months or less (i.e. short-term leases) and leases for which the underlying asset is of low value. For these short-term and leases for which the underlying asset is of low value, the Company recognises 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 recognised at cost, which comprises the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the inception date of the lease along with any initial direct costs, restoration obligations and lease incentives received.

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

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

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

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

**ii) As a Lessor**

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

**a) Finance leases**

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

Net investment in leased assets are recorded as receivable 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 capitalised as property, plant and equipment and depreciated over its economic life. Rental income from operating lease is recognised 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

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.

#### **Derecognition of financial assets**

A financial asset is derecognised 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 recognising 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 & borrowings, trade and other payables.

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

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

**Subsequent measurement**

After initial recognition, financial liabilities are subsequently measured at amortised cost using the EIR method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate (EIR). Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the EIR. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are 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 recognised in the financial statements, whichever is earlier. In case the transaction is recognised 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**

Transmission Income is accounted for based on tariff orders notified by the Electricity Regulatory Commissions.

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

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

The Transmission system incentive / disincentive is accounted for based on certification of availability by the respective Regional Power Committees (RPCs) and in accordance with the Transmission Service Agreement (TSA) signed by the Company along with applicable rules and regulations. Where certification by RPCs is not available, incentive/disincentive is accounted for on provisional basis as per estimate of availability by the company and differences, if any is accounted upon certification by RPCs.

### **Other Operating Revenue**

Income from Scrap generated from other than Plant, Property and Equipment is accounted for as and when sold.

### **2.14.2 Other Income**

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

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

Income from Scrap generated from other than Plant, Property and Equipment is accounted for as and when sold.

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

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

## **2.15 Dividends**

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

## **2.16 Provisions and Contingencies**

### **a) Provisions**

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

### **b) Contingencies**

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

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

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

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

Ordinary shares are classified as equity.

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

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

#### **2.18 Prior Period Items**

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



### **Note 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.

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.

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 recognising 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.

##### **Income Taxes:**

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

**Note 4 Property, Plant and Equipment**

		Cost					Accumulated depreciation			Net Book Value	
Particulars	As at 01 April, 2024	Additions during the year	Disposal	Adjustment during the year	As at 31 March, 2025	As at 01 April, 2024	Additions during the year	Disposal	Adjustment during the year	As at 31 March, 2025	As at 31 March, 2024
Land	-	10,593.90	-	-	10,593.90	-	-	-	-	-	-
a) Freehold	-	10,593.90	-	-	10,593.90	-	-	-	-	10,593.90	-
Total	-	10,593.90	-	-	10,593.90	-	-	-	-	10,593.90	-

		Cost					Accumulated depreciation			Net Book Value	
Particulars	As at 01 April, 2023	Additions during the year	Disposal	Adjustment during the year	As at 31 March, 2024	As at 01 April, 2023	Additions during the year	Disposal	Adjustment during the year	As at 31 March, 2024	As at 31 March, 2023
Land	-	-	-	-	-	-	-	-	-	-	-
a) Freehold	-	-	-	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-	-	-	-	-

1 The Company owns Freehold Land of 16.027 hectare (Previous Year 0 hectare) of land amounting to ₹10,593.9 Lakh (Previous Year ₹0 Lakh) based on available documentation.

2 Refer Note 25 for details of immovable properties where title deeds are not in the name of the company.

**Note 5 Capital work in progress**
**(₹ In Lakh)**

Particulars	As at 01 April, 2024	Additions during the year	Adjustments	Capitalised during the year	As at 31 March, 2025
<b>Plant &amp; Equipments (including associated civil works)</b>					
a) Transmission	22,553.09	8,903.53	-	-	31,456.62
b) Sub-Station	53,702.88	5,742.68	10,593.90	-	48,851.66
Construction Stores (Net of Provision)	48,319.21	16,478.29	-	-	64,797.50
<b>Expenditure pending allocation</b>					
i) Expenditure during construction period (net) - (Note 23)	9,489.72	10,540.46	-	-	20,030.18
<b>Grand Total</b>	<b>1,34,064.90</b>	<b>41,664.96</b>	<b>10,593.90</b>	<b>-</b>	<b>1,65,135.96</b>

**(₹ In Lakh)**

Particulars	As at 01 April, 2023	Additions during the year	Adjustments	Capitalised during the year	As at 31 March, 2024
<b>Plant &amp; Equipments (including associated civil works)</b>					
a) Transmission	-	22,553.09	-	-	22,553.09
b) Sub-Station	53,702.88				53,702.88
Construction Stores (Net of Provision)	-	48,319.21	-	-	48,319.21
<b>Expenditure pending allocation</b>					
i) Expenditure during construction period (net) - (Note 23)	148.20	9,341.52	-	-	9,489.72
<b>Grand Total</b>	<b>53,851.08</b>	<b>80,213.82</b>	<b>-</b>	<b>-</b>	<b>1,34,064.90</b>

**Note 5/Capital work in progress (Details of Construction stores at cost) (₹ In Lakh)**

Particulars	As at 31 March, 2025	As at 31 March, 2024
<b>Construction Stores</b>		
Towers	25,717.74	20,648.27
Conductors	22,265.42	17,710.97
Other Line Materials	4,429.21	3,580.71
Sub-Station Equipments	10,713.99	5,172.60
Unified Load Despatch & Communication(ULDC) Materials	1,433.91	1,011.66
Others	237.23	195.00
<b>Total</b>	<b>64,797.50</b>	<b>48,319.21</b>
<b>i) Material with Contractors</b>	<b>-</b>	<b>-</b>
Towers	25,717.74	20,648.27
Conductors	22,265.42	17,710.97
Other Line Materials	4,429.21	3,580.71
Sub-Station Equipments	10,713.99	5,172.60
Unified Load Despatch & Communication(ULDC) Materials	1,433.91	1,011.66
Others	237.23	195.00
<b>Total</b>	<b>64,797.50</b>	<b>48,319.21</b>

Refer Note 25 for ageing and completion schedule for Capital work in progress (CWIP) for the Project whose completion is overdue or has exceed its cost compared to original plan.

**Note 6 Intangible assets under development**

(₹ In Lakh)				
Particulars	As at 01 April, 2024	Additions during the year	Adjustments	Capitalised during the year
Right of Way-Afforestation expenses	-	1,002.15	-	-
<b>Total</b>	-	<b>1,002.15</b>	-	<b>1,002.15</b>

(₹ In Lakh)				
Particulars	As at 01 April, 2023	Additions during the year	Adjustments	Capitalised during the year
Right of Way-Afforestation expenses	-	-	-	-
<b>Total</b>	-	-	-	-

Refer Note 25 for ageing and completion schedule for Intangible Asset under Development (IAUD) for the Project whose completion is overdue or has exceed its cost compared to original plan.

**Note 7 Deferred tax Assets (Net)**
**(₹ In Lakh)**

Particulars	As at 31 March, 2025	As at 31 March, 2024
<b><u>Deferred Tax Assets</u></b>		
Unused Tax Losses	54.82	39.26
<b>Deferred tax assets (Net)</b>	<b>54.82</b>	<b>39.26</b>

**Movement in Deferred Tax Assets**
**(₹ in Lakh)**

	Unused Tax Losses	Total
<b>As at 01 April, 2023</b>	12.80	12.80
- (Charged) / Credited to Profit or Loss	26.46	26.46
<b>As at 31 March, 2024</b>	<b>39.26</b>	<b>39.26</b>
- (Charged) / Credited to Profit or Loss	15.56	15.56
<b>As at 31 March, 2025</b>	<b>54.82</b>	<b>54.82</b>

**Amount taken to Statement of Profit and Loss**
**(₹ in Lakh)**

Particulars	For the Year ended 31 March, 2025	For the Year ended 31 March, 2024
Increase/(Decrease) in Deferred Tax Liabilities	-	-
(Increase)/Decrease in Deferred Tax Assets	(15.56)	(26.46)
<b>Net Amount taken to Statement of Profit and Loss</b>	<b>(15.56)</b>	<b>(26.46)</b>

**Note 8 Other non-current Assets**

(Unsecured considered good unless otherwise stated)

**(₹ In Lakh)**

<b>Particulars</b>	<b>As at 31 March, 2025</b>	<b>As at 31 March, 2024</b>
<b>Advances for Capital Expenditure</b>		
Unsecured		
a. Against bank guarantees	296.57	3,753.46
b. Others	3,922.07	-
	<b>4,218.64</b>	<b>3,753.46</b>
<b>Advances other than for Capital Expenditure</b>		
Security Deposits	25.78	23.78
<b>Advances recoverable in kind or for value to be received</b>		
Balance with Customs Port Trust and other authorities	81.58	-
Advance tax and Tax deducted at source	9.16	49.79
<b>Total</b>	<b>4,335.16</b>	<b>3,827.03</b>

**Further Notes:**

The above advance for capital expenditure includes interest from advances to 1 contractors amounting to Rs. 0.3 lakh (Previous Year Rs. 16.52 lakh)

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

Particulars	As at 31 March, 2025	As at 31 March, 2024
<b>Balance with banks</b>		
-In Current accounts	0.28	0.10
<b>Total</b>	<b>0.28</b>	<b>0.10</b>

**Note 10 Bank Balances other than Cash and Cash equivalents** (₹ In Lakh)

Particulars	As at 31 March, 2025	As at 31 March, 2024
In Term Deposits having maturity over 3 months but upto 12 months (including Interest accrued)	360.49	2.90
<b>Total</b>	<b>360.49</b>	<b>2.90</b>

**Note 11 Other Current Financial Assets**

Particulars	As at 31 March, 2025	As at 31 March, 2024
(Unsecured considered good unless otherwise stated)		
Others	-	69.57
<b>Total</b>	<b>-</b>	<b>69.57</b>

**Note 12 Equity Share capital**

Particulars	(₹ In Lakh)	
	As at 31 March, 2025	As at 31 March, 2024
<b>Equity Share Capital Authorised</b>		
22000000 (Previous Year 166000000) equity shares of ₹10/- each at par	22,000.00	16,600.00
<b>Issued, subscribed and paid up</b>		
194451437 (Previous Year 100000000) equity shares of ₹10/- each at par	19,445.14	10,000.00
<b>Total</b>	<b>19,445.14</b>	<b>10,000.00</b>

**Further Notes:**

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

Particulars	For the Year ended 31 March, 2025		For the Year ended 31 March, 2024	
	No. of Shares	₹ in Lakh Amount	No. of Shares	₹ in Lakh Amount
Shares outstanding at the beginning of the year	10,00,00,000	10,000.00	10,000	1.00
Shares Issued during the year	9,44,51,437	9,445.14	9,99,90,000	9,999.00
Shares outstanding at the end of the year	<b>19,44,51,437</b>	<b>19445.14</b>	<b>10,00,00,000</b>	<b>10000.00</b>

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

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

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

Particulars	As at 31 March, 2025		As at 31 March, 2024		% Change
	No. of Shares	% of holding	No. of Shares	% of holding	
Power Grid Corporation of India Limited (Promoter)#	19,44,51,437	100%	10,00,00,000	100%	0%
#Out of 194451437 Equity shares (Previous year 100000000 Equity shares) 600 equity shares (Previous year 600 Equity Shares) are held by nominees of M/s Power Grid Corporation of India Limited on its behalf .					



**Note 13 Other Equity****(₹ In Lakh)**

<b>Particulars</b>	<b>As at 31 March, 2025</b>	<b>As at 31 March, 2024</b>
<b>(i) Retained Earnings</b>		
Balance at the beginning of the year	(116.74)	(38.07)
Add: Additions		
Net Profit/(Loss) for the period	(46.90)	(78.67)
<b>Balance at the end of the year</b>	<b>(163.64)</b>	<b>(116.74)</b>
<b>Total</b>	<b>(163.64)</b>	<b>(116.74)</b>

**Note 14 Borrowings (Non-current)****(₹ In Lakh)**

<b>Particulars</b>	<b>As at 31 March, 2025</b>	<b>As at 31 March, 2024</b>
<b>Rupee Term Loans (Unsecured)</b>		
Loan from Power Grid Corporation of India Limited (Holding Company)	1,50,344.90	1,11,938.73
Less: Current maturities of Long term Borrowing (Refer Note 16)	2,158.66	1,633.22
Less: Interest accrued on borrowings (Refer Note 18)	2,491.26	74.37
<b>Total</b>	<b>1,45,694.98</b>	<b>1,10,231.14</b>

**Further Notes:**

- 1** The various sources of Loans being extended to the company by Holding Company are Fixed Interest and floating interest rate which get reset periodically. The rate of interest on the loan ranged from 7.08% p.a. to 8.55% p.a. (For Previous Year From 7.35% p.a. to 8.20% p.a. ) during the financial year. Loan is repayable in Quarterly Installments of equal amount over the period of 35 Years from commissioning of the Project Assets with prepayment facility without any additional charges.
- 2** There has been no default in repayment of loans or payment of interest thereon as at the end of the year
- 3** Refer Note 34 for details of Loan from related parties.

**Note 15 Other non-current liabilities****(₹ In Lakh)**

<b>Particulars</b>	<b>As at 31 March, 2025</b>	<b>As at 31 March, 2024</b>
Safety Corpus Fund	0.10	-
<b>Total</b>	<b>0.10</b>	<b>-</b>

**Note 16 Borrowings (Current)****(₹ In Lakh)**

<b>Particulars</b>	<b>As at 31 March, 2025</b>	<b>As at 31 March, 2024</b>
<b>Current maturities of long term borrowings</b>		
Rupee Term Loans (Unsecured)		
Loan From M/s Power Grid Corporation of India Ltd. (Holding Company)	2,158.66	1,633.22
<b>Total</b>	<b>2,158.66</b>	<b>1,633.22</b>

**Further Notes:**

- 1 The various sources of Loans being extended to the company by Holding Company are Fixed Interest and floating interest rate which get reset periodically. The rate of interest on the loan ranged from 7.08% p.a. to 8.55% p.a. (For Previous Year From 7.35% p.a. to 8.20% p.a. ) during the financial year. Loan is repayable in Quarterly Installments of equal amount over the period of 35 Years from commissioning of the Project Assets with prepayment facility without any additional charges.
- 2 There has been no default in repayment of loans or payment of interest thereon as at the end of the year
- 3 Refer Note 34 for details of Loan from related parties.

## Note 17 Trade payables (₹ In Lakh)

Particulars	As at 31 March, 2025	As at 31 March, 2024
<b>For goods and services</b>		
(A) Total outstanding dues of Micro enterprises and small enterprises	-	-
(B) Total outstanding dues of creditors other than Micro enterprises and small enterprises		
Related Parties	-	165.64
Others	6.81	0.53
<b>Total</b>	<b>6.81</b>	<b>166.17</b>

### Further Notes:

1 Disclosure with regard to Micro and Small enterprises as required under "Division II of Schedule III of The Companies Act, 2013" and "The Micro, Small and Medium Enterprises Development Act, 2006" is given in Note 30.

2 Refer Note 34 for amount payable to related parties.

### 3 Ageing of Trade Payables is as follows:

Particulars	Unbilled Dues	Not Due	<1Y	1Y-2Y	2Y-3Y	>3Y	Total
As at 31 March, 2025							
MSME							
Disputed	-	-	-	-	-	-	-
Undisputed	-	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Others</b>							
Disputed	-	-	-	-	-	-	-
Undisputed	6.81	-	-	-	-	-	6.81
<b>Total Trade Payables</b>	<b>6.81</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>6.81</b>
As at 31 March, 2024							
MSME							
Disputed	-	-	-	-	-	-	-
Undisputed	-	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Others</b>							
Disputed	-	-	-	-	-	-	-
Undisputed	0.53	-	165.64	-	-	-	166.17
<b>Total Trade Payables</b>	<b>0.53</b>		<b>165.64</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>166.17</b>

**Note 18 Other Current Financial Liabilities****(₹ In Lakh)**

Particulars	As at 31 March, 2025	As at 31 March, 2024
<b>Interest accrued on borrowings from</b>		
Power Grid Corporation of India Limited (Holding Company)	2,491.26	74.37
<b>Others</b>	-	-
Dues for capital expenditure	825.21	2,532.37
Deposits/Retention money from contractors and others	9,828.50	13,236.33
Related parties	857.74	-
<b>Total</b>	<b>11,511.45</b>	<b>15,768.70</b>
<b>Total</b>	<b>14,002.71</b>	<b>15,843.07</b>

**Further Note -**

1 Disclosure with regard to Micro and Small enterprises as required under “Division II of Schedule III of The Companies Act, 2013” and “The Micro, Small and Medium Enterprises Development Act, 2006” is given in Note 30.

2 Refer Note 34. for amount payable to related parties.

**Note 19 Other current liabilities****(₹ In Lakh)**

Particulars	As at 31 March, 2025	As at 31 March, 2024
Statutory dues	338.00	246.90
<b>Total</b>	<b>338.00</b>	<b>246.90</b>

**Note 20 Other income****(₹ In Lakh)**

Particulars	For the Year ended 31 March, 2025	For the Year ended 31 March, 2024
<b>Interest income from financial assets held at amortised cost</b>		
Advances to contractors	72.08	484.99
Others*	1.76	0.99
<b>Total</b>	<b>73.84</b>	<b>485.98</b>
Less: Transferred to expenditure during construction (Net) - Note 23	72.08	484.99
<b>Total</b>	<b>1.76</b>	<b>0.99</b>

**Further Notes:**

\*Others include interest on income tax refund, etc.

**Note 21 Finance costs****(₹ In Lakh)**

Particulars	For the Year ended 31 March, 2025	For the Year ended 31 March, 2024
<b>i) Interest and finance charges on financial liabilities at amortised cost</b>		
Power Grid Corporation of India Limited (Holding Company)	10,284.74	5,486.24
Less: Interest Income on Temporary deployment of Funds	(2.00)	(0.60)
<b>Total</b>	<b>10,282.74</b>	<b>5,485.64</b>
Less: Transferred to expenditure during construction (Net) - Note 23	10,282.74	5,485.64
<b>Total</b>	<b>-</b>	<b>-</b>

**Further Notes:**

1 Refer Note 34 for Interest paid to related parties.

**Note 22 Other expenses****(₹ In Lakh)**

Particulars	For the Year ended 31 March, 2025	For the Year ended 31 March, 2024
Power charges	-	0.30
Less: Recovery from contractors	-	-
Legal expenses	0.16	0.93
Professional charges	0.65	0.57
Consultancy expenses	316.06	823.95
<b>Payments to Statutory Auditors</b>		
Audit Fees	0.86	0.36
In Other Capacity	0.24	0.31
	1.10	0.67
Cost Audit and Physical verification Fees	-	0.04
Regulatory Commission Petition & Other charges	5.00	15.00
Miscellaneous expenses	8.99	0.41
Security Expenses	-	4.34
Rates and taxes	62.06	104.40
	394.02	950.61
Less: Transferred to expenditure during construction (Net) - Note 23	329.80	844.49
	<b>64.22</b>	<b>106.12</b>
<b>Total</b>	<b>64.22</b>	<b>106.12</b>

**Further Notes:**

Refer Note 34 for Expenses paid to related parties.

**Note 23 Expenditure during Construction (Net)****(₹ In Lakh)**

<b>Particulars</b>	<b>For the Year ended 31 March, 2025</b>	<b>For the Year ended 31 March, 2024</b>
<b>A. Other Expenses</b>		
Power charges	-	0.30
Legal expenses	-	0.89
Consultancy expenses	316.06	823.95
Regulatory Commission Petition & Other charges	5.00	-
Miscellaneous expenses	8.74	15.01
Security Expenses	-	4.34
<b>Total (A)</b>	<b>329.80</b>	<b>844.49</b>
<b>B. Finance Costs</b>		
a) Interest and finance charges on financial liabilities at amortised cost	-	-
Power Grid Corporation of India Limited (Holding Company)	10,284.74	5,486.24
<b>Total (B)</b>	<b>10,282.74</b>	<b>5,485.64</b>
<b>C. Less: Other Income</b>		
Contractors	72.08	484.99
<b>Total (C)</b>	<b>72.08</b>	<b>484.99</b>
<b>GRAND Total</b>	<b>10,540.46</b>	<b>5,845.14</b>

**Further Notes:**

1 Refer Note 34 for Expenses paid to related parties.

**Note 24 Financial Risk Management**

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

The Company's principal financial assets include 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 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**

There are no trade receivables as at 31 march, 2025 and as at 31 march, 2024.

**(ii) Other Financial Assets (excluding trade receivables )****· Cash and cash equivalents**

The Company held cash and cash equivalents of ₹0.28 Lakh (Previous Year ₹0.1 Lakh). The cash and cash equivalents are held with public sector banks and high rated private sector banks and do not have any significant credit risk.

**· Deposits with banks and financial institutions**

The Company held deposits with banks and financial institutions of ₹360.49 Lakh (Previous Year ₹2.9 Lakh). Term deposits are placed with public sector banks and have negligible credit risk.

**(iii) Exposure to credit risk****(₹ In Lakh)**

Particulars	As at 31 March, 2025	As at 31 March, 2024
<b>Financial assets for which loss allowance is measured using 12 months Expected Credit Losses (ECL)</b>		
Other non-current financial assets	-	0.00
Cash and cash equivalents	0.28	0.10
Deposits with banks and financial institutions	360.49	2.90
Other current financial assets	-	69.57
<b>Total</b>	<b>360.77</b>	<b>72.57</b>

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

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

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

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

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



(B) **Liquidity Risk**

Liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. The Company has entered into Inter-Corporate Loan Agreement for Funding of its obligations.

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

**Maturities of financial liabilities**

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

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

(₹ in lakh)

Contractual maturities of financial liabilities	Within a year	Between 1-5 years	Beyond 5 years	Total
<b>As at 31 March, 2025</b>				
Borrowings (including interest outflows)	13,492.94	59,540.08	1,08,918.15	1,81,951.17
Trade payables	6.81			6.81
<u>Other financial liabilities</u>				-
Lease liabilities				-
Others	11,511.45			11,511.45
<b>Total</b>	<b>25,011.20</b>	<b>59,540.08</b>	<b>1,08,918.15</b>	<b>1,93,469.43</b>
<b>As at 31 March, 2024</b>				
Borrowings (including interest outflows)	10,372.11	45,307.71	2,10,018.80	2,65,698.62
Other Current Financial Liability	15,843.07			15,843.07
Trade payables	166.17			166.17
<u>Other financial liabilities</u>				
Lease liabilities				-
Others	15,843.07			15,843.07
<b>Total</b>	<b>26,381.35</b>	<b>45,307.71</b>	<b>2,10,018.80</b>	<b>2,81,707.86</b>

(C) **MARKET RISK**

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

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

(i) **Currency risk**

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

(ii) **Interest rate risk**

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

**Note 25 Additional Regulatory Information as per Schedule III to the Companies Act, 2013**

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

(₹ in lakh)

Particulars	<1 Year	1-2 Years	2-3 Years	>3 Years	Total
<b>As at 31 March, 2025</b>					
Rajasthan Phase III Part B1	31,071.06	84,215.44	49,458.20	391.26	1,65,135.96
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>31,071.06</b>	<b>84,215.44</b>	<b>49,458.20</b>	<b>391.26</b>	<b>1,65,135.96</b>
<b>As at 31 March, 2024</b>					
Rajasthan Phase III Part B1	84,215.44	49,458.20	391.26	-	1,34,064.90
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>84,215.44</b>	<b>49,458.20</b>	<b>391.26</b>	<b>-</b>	<b>1,34,064.90</b>

- 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:

As at 31 March 2025

(₹ in lakh)

Particulars	Project	<1 Year	1-2 Years	2-3 Years	>3 Years	Total
Projects in progress	Transmission System for Transmission System Strengthening Scheme for Evacuation of Power from Solar Energy Zones In Rajasthan (8.1 GW) Under Phase II - Part G	1,65,135.96	-	-	-	1,65,135.96

As at 31 March 2024

Projects in progress	Transmission System for Transmission System Strengthening Scheme for Evacuation of Power from Solar Energy Zones In Rajasthan (8.1 GW) Under Phase II - Part G	1,34,064.90	-	-	-	1,34,064.90
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- d) Aging of Intangible assets under development is as follows:

(₹ in lakh)

Particulars	<1 Year	1-2 Years	2-3 Years	>3 Years	Total
<b>As at 31 March, 2025</b>					
Rajasthan Phase III Part B1	1,002.15	-	-	-	1,002.15
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>1,002.15</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,002.15</b>
<b>As at 31 March, 2024</b>					
Rajasthan Phase III Part B1	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

- e) Completion of Intangible assets under development (IAUD) is neither overdue nor has exceeded its cost compared to its original plan.
- f) No proceeding has been initiated or pending against the company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder as at the end of the financial year.
- g) The Company is not sanctioned any working capital limit secured against current assets by any Finance Institutions.
- h) The company was not declared as a wilful defaulter by any bank or financial Institution or other lender during the financial year.
- i) The Company does not have any transactions, balances or relationship with Struck off companies.
- j) The Company does not have any Charges on the Assets of the Company.
- k) 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.

l) Ratios

Ratio	Numerator	Denominator	Current Year	Previous Year	Variance	Reason for variance >25%
a) Current Ratio	Current Assets	Current Liabilities	0.02	0.01	100%	The company is in construction phase
b) Debt Equity Ratio	Total Debt	Shareholder's Equity	7.67	-1147.09	-101%	Drawl of Equity for funding of project
c) Debt Service Coverage Ratio	Profit for the period + Depreciation and amortization expense + Finance costs	Interest & Lease Payments + Principal Repayments	-0.01	-0.01	-55%	Drawl of Equity for funding of project
d) Return on Equity Ratio	Profit for the period	Average Shareholder's Equity	0%	-1%	-60%	The company is in construction phase and providing deferred tax on unused tax losses.
e) Inventory turnover ratio	Revenue from Operations	Average Inventory	NA	NA		
f) Trade Receivable Turnover Ratio	Revenue from Operations	Average Trade Receivables (before deducting provision)	NA	NA		

g) Trade payable turnover ratio	Gross Other Expense (-) FERV, Provisions, Loss on disposal of PPE	Average Trade payables	4.56	0.00		
h) Net capital turnover ratio	Revenue from Operations	Current Assets - Current Liabilities	NA	NA		
i) Net profit ratio	Profit for the period	Revenue from Operations	NA	NA		
j) Return on Capital employed	Earnings before interest and taxes	Tangible Net Worth + Total Debt + Deferred Tax Liability	NA	NA		
k) Return on investment	$\{MV(T1) - MV(T0) - \text{Sum } [C(t)]\}$	$\{MV(T0) + \text{Sum } [W(t) * C(t)]\}$	NA	NA		

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

**Note 26** 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 27** Central Transmission Utility of India Limited (CTUIL) (Fellow Subsidiary Company) was notified as CTU w.e.f. 01.04.2021 by GOI vide Notification No. CG-DL-E-09032021-225743 and is entrusted with the job of centralized Billing, Collection and Disbursement (BCD) of transmission charges on behalf of all the IST licensees. Accordingly, CTUIL is raising bills for transmission charges to DICs on behalf of IST licensees. The debtors and their recovery are accounted based on the list of DICs given by CTUIL.

**Note 28 Disclosure as per Ind AS 115 - "Revenue from Contracts with Customer"**

The company does not have any contract assets or contract liability as at 31 March, 2025 and 31 March, 2024.

**Note 29** Borrowing cost capitalised during the year is ₹10282.74 Lakh (Previous Year ₹5485.64 Lakh) in the respective carrying amount of Property, Plant and Equipment/Capital work in Progress (CWIP) as per Ind AS 23 'Borrowing Costs'.

**Note 30** Based on information available with the company, there are few suppliers/service providers who are registered as micro, small or medium enterprise under The Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006). Information in respect of micro and small enterprises as required by Companies Act 2013 and MSMED Act, 2006 is given as under:

(₹ in lakh)					
Sr. No.	Particulars	Trade Payables		Others	
		As at 31 March, 2025	As at 31 March, 2024	As at 31 March, 2025	As at 31 March, 2024
1	Principal amount and interest due thereon remaining unpaid to any supplier as at end of each accounting year:				
	Principal	Nil	Nil	Nil	Nil
	Interest	Nil	Nil	Nil	Nil
2	The amount of Interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	Nil	Nil	Nil	Nil
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	Nil	Nil	Nil	Nil
4	The amount of interest accrued and remaining unpaid at the end of each accounting year	Nil	Nil	Nil	Nil
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	Nil	Nil	Nil	Nil

**Note 31 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 does not have any lease arrangements as a lessee.

**Note 32 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 33 Fair Value Measurement**

(₹ in lakh)

Financial Instruments by category	As at 31 March, 2025	As at 31 March, 2024
	Amortised cost	Amortised cost
<b>Financial Assets</b>		
Cash & cash Equivalents	0.28	0.10
Bank Balances other than cash & cash equivalents	360.49	2.90
<b>Other Financial Assets</b>		
Current	-	69.57
Non-Current	-	-
<b>Total Financial assets</b>	<b>360.77</b>	<b>72.57</b>
<b>Financial Liabilities</b>		
Borrowings	1,50,344.90	1,11,938.73
Trade Payables	6.81	166.17
<b>Other Financial Liabilities</b>		
Other Current Financial Liabilities	11,511.45	15,768.70
Non-Current	-	-
<b>Total financial liabilities</b>	<b>1,61,863.16</b>	<b>1,27,873.60</b>

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

**Financial instruments that are measured at Amortised Cost:**

(₹ in lakh)

Particulars	Level	As at 31 March, 2025		As at 31 March, 2024	
		Carrying Amount	Fair value	Carrying Amount	Fair value
<b>Financial Liabilities</b>					
Borrowings	2	1,50,344.90	1,59,086.05	1,11,938.73	1,14,641.06
<b>Total financial liabilities</b>		<b>1,50,344.90</b>	<b>1,59,086.05</b>	<b>1,11,938.73</b>	<b>1,14,641.06</b>

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

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

**(a) Holding Company**

Name of entity	Place of business/ Country of incorporation	Proportion of Ownership Interest	
		As at 31 March, 2025	As at 31 March, 2024
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 Teleservices Limited	India
POWERGRID Gomti Yamuna Transmission Limited	India
POWERGRID Neemuch Transmission System Limited	India
POWERGRID 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 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 Bewar Dausa Transmission Limited (Erstwhile Bewar Dausa Transmission Limited)	India
POWERGRID Bikaner Neemrana Transmission Limited (Erstwhile Bikaner III Neemrana Transmission Limited)	India



POWERGRID Neemrana 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
POWERGRID Sikar Khetri Transmission Limited (Erstwhile Sikar Khetri Transmission Limited)	India

POWERGRID Bidar Transmission limited (Erstwhile Bidar Transmission Limited)	India
POWERGRID Mandsaur Transmission Limited (Erstwhile Rajasthan IV C Power Transmission Limited) -100% equity acquired by POWERGRID from REC Power Development Consultancy Limited on 19-Aug-2024	India
POWERGRID Khavda IV-E2 Power Transmission Limited (Erstwhile Khavda IV-E2 Power Transmission Limited) -100% equity acquired by POWERGRID from REC Power Development Consultancy Limited on 30-May-2024	India
POWERGRID Mewar Transmission Limited(Erstwhile Rajasthan IV E Power Transmission Limited) -100% equity acquired by POWERGRID from REC Power Development Consultancy Limited on 19-Aug-2024	India
POWERGRID Sirohi Transmission Limited (Erstwhile Sirohi Transmission Limited) -100% equity acquired by POWERGRID from PFC Consulting Limited on 22-Aug-2024	India
POWERGRID Beawar-Mandsaur Transmission Limited (Erstwhile Beawar - Mandsaur Transmission Limited) -100% equity acquired by POWERGRID from PFC Consulting Limited on 22-Aug-2024	India
POWERGRID Khavda PS1 and 3 Transmission Limited (Erstwhile Khavda PS1 and 3 Transmission Limited) -100% equity acquired by POWERGRID from PFC Consulting Limited on 07-Nov-2024	India
POWERGRID Bhadla Bikaner Transmission Limited (Erstwhile Bhadla-III & Bikaner-III Transmission Limited) -100% equity acquired by POWERGRID from PFC Consulting Limited on 30-Aug-2024	India
POWERGRID South Olpad Transmission Limited (Erstwhile South Olpad Transmission Limited) -100% equity acquired by POWERGRID from PFC Consulting Limited on 15-Oct-2024	India
POWERGRID Bhadla-III Power Transmission Limited (Erstwhile Bhadla III Power Transmission Limited) -100% equity acquired by POWERGRID from REC Power Development Consultancy Limited on 28-Aug-2024	India
POWERGRID Kurawar Transmission Limited (Erstwhile Rajasthan IV H1 Power Transmission Limited) -100% equity acquired by POWERGRID from REC Power Development Consultancy Limited on 15-Oct-2024	India
POWERGRID Jam Khambhaliya Transmission Limited (Erstwhile Jam Khambhaliya Transmission Limited) -100% equity acquired by POWERGRID from PFC Consulting Limited on 15-Oct-2024	India
POWERGRID West Central Transmission Limited (Erstwhile Khavda V-A Power Transmission Limited) -100% equity acquired by POWERGRID from REC Power Development Consultancy Limited on 19-Nov-2024	India
POWERGRID Barmer I Transmission Limited (Erstwhile Barmer I Transmission Limited) -100% equity acquired by POWERGRID from PFC Consulting Limited on 07-Nov-2024	India
POWERGRID Bikaner IV Transmission Limited (Erstwhile Bikaner A Power Transmission Limited) -100% equity acquired by POWERGRID from REC Power Development Consultancy Limited on 11-Nov-2024	India

POWERGRID Siwani Transmission Limited (Erstwhile Bikaner B Power Transmission Limited) -100% equity acquired by POWERGRID from REC Power Development Consultancy Limited on 11-Nov-2024	India
POWERGRID Kudankulam Transmission Limited (Erstwhile Kudankulam ISTS Transmission Limited) -100% equity acquired by POWERGRID from PFC Consulting Limited on 10-Jan-2025	India
POWERGRID GHIROR TRANSMISSION LIMITED(Erstwhile Rajasthan IV 4A Power Transmission Limited) -100% equity acquired by POWERGRID from REC Power Development Consultancy Limited on 30-Dec-2024	India
POWERGRID Koppal Gadag Augmentation Transmission Limited (Erstwhile Gadag II and Koppal II Transmission Limited) -100% equity acquired by POWERGRID from PFC Consulting Limited on 16-Jan-2025	India
Khavda V-B1B2 Power Transmission Limited -100% equity acquired by POWERGRID from REC Power Development Consultancy Limited on 18-Feb-2025	India
Bidar Transco Limited -100% equity acquired by POWERGRID from REC Power Development Consultancy Limited on 18-Feb-2025	India
Chitradurga Bellary REZ Transmission Limited -100% equity acquired by POWERGRID from PFC Consulting Limited on 21-Mar-2025	India
Fatehgarh II And Barmer I PS Transmission Limited -100% equity acquired by POWERGRID from PFC Consulting Limited on 21-Mar-2025	India
Banaskantha Transco Limited -100% equity acquired by POWERGRID from REC Power Development Consultancy Limited on 24-Mar-2025	India
Kurnool-IV Transmission Limited -100% equity acquired by POWERGRID from REC Power Development Consultancy Limited on 24-Mar-2025	India
Rajasthan V Power Transmission Limited -100% equity acquired by POWERGRID from REC Power Development Consultancy Limited on 24-Mar-2025	India
Kurnool III PS RE Transmission Limited -100% equity acquired by POWERGRID from PFC Consulting Limited on 27-Mar-2025	India

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

<b>Name of entity</b>	<b>Place of business / Country of incorporation</b>
Powerlinks Transmission Limited	India
Torrent POWERGRID Limited	India
Parbati Koldam Transmission Company Limited	India
Sikkim Power Transmission Limited (Erstwhile Teestavalley Power Transmission Limited)	India
North East Transmission Company Limited	India
National High Power Test Laboratory Private Limited	India
Bihar Grid Company Limited	India
Energy Efficiency Services Limited	India
Cross Border Power Transmission Company Limited	India
RINL POWERGRID TLT Private Limited (under process of liquidation)	India
Butwal-Gorakhpur Cross Border Power Transmission Limited	India
Rajasthan Power Grid Transmission Company Limited (incorporated on 27-11-2024)	India
Power Transmission Company Nepal Limited	Nepal

(d) Associates of Holding Company\*

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

\*The above Companies ceased to be the associate of Holding Company subsequent to the transfer their Equity Shares by POWERGRID to POWERGRID Infrastructure Investment Trust on 30-12-2024.

(e) Key Managerial Personnel

Name	Designation	Date of Appointment	Date of Cessation / Separation
Sh. Abhay Choudhary	Chairman	11-May-22	30-Jun-24
Sh. Naveen Srivastava	Chairman	01-Jul-24	03-Dec-24
Sh. Kailash Kumar Gupta	Chairman	02-Dec-24	Continuing
Sh. Sanjeev Kumar Singh	Director	10-Apr-23	12-Apr-24
Sh. A. K. Mishra	Director	11-May-22	30-Sep-24
Sh. Ashwani Kumar Gupta	Director	11-May-22	Continuing
Sh. Alok Kumar Sharma	Additional Director	19-Dec-24	Continuing
Smt. Neela Das	Director	13-Mar-24	Continuing
Sh. Vikash Chandra Thakur	CFO	25-Oct-23	Continuing
Sh. Amit Sharma	Company Secretary	25-Oct-23	Continuing

(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 lakh)		
Particulars	As at 31 March, 2025	As at 31 March, 2024
<b><u>Amounts payable</u></b>		
<b>Power Grid Corporation of India Ltd. (Holding Company)</b>		
Purchases of goods and services – Consultancy & Gang charges	857.74	165.64
Loans from Holding Company	1,47,853.64	1,11,864.36
Interest Accrued on Loan	2,491.26	74.37

**(h) Transactions with related parties**

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

(₹ in lakh)

Particulars	For the Year ended 31 March, 2025	For the Year ended 31 March, 2024
<b>Power Grid Corporation of India Ltd. (Holding Company)</b>		
Purchase of Goods or Services – Consultancy Expense	267.85	698.26
Reimbursement of Expenses (Gangs charges)	699.05	-
Reimbursement of Expenses (Material Diversion)	-	17.76
Reimbursement of Expenses (CPG charges)	7.40	11.41
Additional Loan obtained during the year	35,989.28	69,341.69
Investments Received during the year (Equity/Share application Money)	9,445.14	9,999.00
Interest paid on Loan	10,284.74	5,486.24
Investments Received during the year (Equity/Share application Money)	9,445.14	9,999.00

**Note 35 Segment Information**

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

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

**Note 36 Capital and other Commitments**

(₹ in lakh)

Particulars	As at 31 March, 2025	As at 31 March, 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	12,747.82	36,262.05

**Note 37 Contingent Liabilities and contingent assets****A. Contingent Liabilities**

Claims against the Company not acknowledged as debts in respect of: Nil (Previous year Nil)

**B. Contingent Assets**

There are no contingent assets as on the reporting date.

**Note 38 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, 2025	As at 31 March, 2024
Total debt (₹ in lakh)	1,47,853.64	1,11,864.36
Equity (₹ in lakh)	19,281.50	9,883.26
Long term debt to Equity ratio	7.67	11.32

No changes were made in the objectives, policies or processes for managing capital during the years ended 31.03.2025 and 31.03.2024.

**Note 39 Earnings per share**

Particulars	For the Year ended 31 March, 2025	For the Year ended 31 March, 2024
Basic and diluted earnings per share attributable to the equity holders of the company (in ₹)	-0.04	-0.12
Total Earnings attributable to the equity holders of the company (₹ in lakh)	-46.90	-78.67
Weighted average number of shares used as the denominator	12,43,79,305	6,37,92,869.00

**Note 40 Income Tax expense**

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

**(a) Income tax expense****(₹ in lakh)**

Particulars	For the Year ended 31 March, 2025	For the Year ended 31 March, 2024
<u>Current Tax</u>		
Current tax on profits for the year	-	-
<u>Deferred Tax expense</u>		
Origination and reversal of temporary differences	(15.56)	(26.46)
<b>Total deferred tax expense/benefit</b>	<b>(15.56)</b>	<b>(26.46)</b>
<b>Income tax expense (A+B)</b>	<b>(15.56)</b>	<b>(26.46)</b>

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

(₹ in lakh)

Particulars	For the Year ended 31 March, 2025	For the Year ended 31 March, 2024
Profit before income tax expense including movement in Regulatory Deferral Account Balances	(62.46)	(105.13)
<b>Tax at the Company's domestic tax rate of 25.168 %</b>	<b>(15.72)</b>	<b>(26.46)</b>
Tax effect of:		
Unabsorbed tax losses	0.16	(0.00)
<b>Income tax expense</b>	<b>(15.56)</b>	<b>(26.46)</b>

**Note 41 Employee Benefits**

The Company does not have any permanent employees. The personnel working for the company are from holding company on secondment basis and are working on time share basis. The employee cost (including retirement benefits such as Gratuity, leave encashment, post-retirement benefits etc.) in respect of personnel working for the company are paid by holding company. 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 42 Recent Pronouncements**

**Amendments to Indian Accounting Standards (Ind AS):**

On 12.08.2024, Ministry of Corporate Affairs ("MCA") has notified the Companies (Indian Accounting Standards) Amendment Rules, 2024 applicable from 01.04.2024 introducing Ind AS 117 "Insurance Contracts", and amendments to Ind AS 116 "Lease". The Company has assessed that the amendments have no effect on the Accounts of the Company.

**Note 43** a) Figures have been rounded off to nearest rupees in lakh up to two decimals.

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

As per our report of even date  
**For SANMARKS & Associates**

Chartered Accountants

Firm Regn. No. 003343N

KAILASH  
CHAND  
GUPTA

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**KAILASH CHAND GUPTA**

Partner

Mem. No. 088219

Place: Faridabad

Date: 13 May, 2025

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

KAILASH  
KUMAR GUPTA

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**Kailash Kumar Gupta**

Chairperson

DIN: 09623293

Place: Gurugram

Date: 13 May, 2025

VIKASH CHANDRA  
THAKUR

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**Vikash Chandra Thakur**

Chief Finance Officer

PAN: ABRPT5542L

Place: Faridabad

Date: 13 May, 2025

ASHWANI

KUMAR GUPTA

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**Ashwani Kumar Gupta**

Director

DIN: 09194985

Place: Gurugram

Date: 13 May, 2025

AMIT

SHARMA

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**Amit Sharma**

Company Secretary

Mem. No. A65333

Place: Gurugram

Date: 13 May, 2025