

**POWERGRID VARANASI TRANSMISSION SYSTEM LIMITED**

**Wholly Owned Subsidiary of Power Grid Corporation of India Limited**

**(CIN: U40100DL2017GOI310478)**

# **POWERGRID VARANASI TRANSMISSION SYSTEM LIMITED**

**CIN: U40100DL2017GOI310478**

**Regd. Office: B-9 Qutab Institutional Area, Katwaria Sarai, New Delhi-110016 Tel: 011-26560121; Fax: 011-26601081**

## **DIRECTORS' REPORT**

To,

Dear Members,

It gives me immense pleasure to present on behalf of the Board of Directors, the Fourth Annual Report of POWERGRID Varanasi Transmission System Limited (PVTSL) on the working of the Company together with Audited Financial Statements and Auditors' Report for the financial year ended 31<sup>st</sup> March, 2021.

### **State of the Company's Affairs & Project Implementation**

POWERGRID Varanasi Transmission System Limited (PVTSL) was acquired by POWERGRID on March 27, 2018 under Tariff Based Competitive Bidding from REC Transmission Projects Company Limited (the Bid Process Co-Ordinator) for establishing Transmission System for new Western Region – Northern Region 765kV Inter Regional Corridor. The Transmission System includes establishment of a 765kV D/C Transmission Line from Vindhyachal pooling station to Varanasi and traverses the states of Madhya Pradesh and Uttar Pradesh. The Company was granted transmission license by CERC in August, 2018. The Project is successfully commissioned on August 01, 2021.

### **Financial Performance**

As on 31<sup>st</sup> March, 2021, the Company has not yet started commercial operation as the project was under execution. The expenditure during construction of Rs. 83,275.89 Lakhs incurred till 31<sup>st</sup> March, 2021 has been included under Capital Work in progress.

### **Share Capital**

As on 31<sup>st</sup> March, 2021, the Company Has Authorized and Paid up Share Capital of Rs. 19,890 Lakh and Rs. 16,805 Lakh, respectively. Subsequently, after the end of the Financial Year 2020-21, the Paid-up Share Capital has been increased to Rs.17,565 Lakhs.

### **Dividend and Transfer to Reserves**

Your Company's Project is under implementation, hence, there is no operating income/profit.

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

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

### **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, and are given as ***Annexure-I*** to the Directors' Report.

### **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.

### **Deposits**

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

### **Subsidiaries, Joint Ventures and Associate Companies**

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

### **Director's Responsibility Statement**

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

- a. in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit/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.

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

Since no commercial activity was carried out by the Company, furnishing of information in respect of Conservation of Energy, Technology absorption and Foreign Exchange Earnings and out go under section 134(3) of the Companies Act, 2013 are not applicable.

### **Annual Return**

The Annual Return of the company for the Financial year 2020-21 can be accessed through the link: [https://www.powergrid.in/sites/default/files/Draft\\_MGT-7\\_PVTSL.pdf](https://www.powergrid.in/sites/default/files/Draft_MGT-7_PVTSL.pdf).

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

As on 31<sup>st</sup> March, 2021, the Board comprised five Directors viz. Shri Anantha Sarma Boppudi, Shri Sanjai Gupta, Shri Prakash Chand Garg, Shri G. Ravisankar and Smt. Sangeeta Saxena.

Smt. Sangeeta Saxena, Shri Shankar Datt Joshi and Shri G. Ravisankar were appointed as Directors in the last Annual General Meeting held on 17.09.2020.

Shri Anantha Sarma Boppudi and Shri Prakash Chand Garg were appointed as Additional Directors w.e.f 30.11.2020 and 01.03.2021, respectively and they will hold office up to the date of ensuing Annual General Meeting (AGM). The Company has received a notice under section 160 of the Companies Act, 2013 from a member of the Company for appointment of Shri Anantha Sarma Boppudi and Shri Prakash Chand Garg as Directors of the Company, liable to retire by rotation, in the ensuing Annual General Meeting.

Consequent upon taking charge of the post of Director (Finance) in POWERGRID, Shri M. Taj Mukkarum has resigned w.e.f. 28.07.2020 from the Board of Powergrid Varanasi Transmission System limited. Further, consequent upon superannuation from POWERGRID, Shri D.C. Joshi, Shri Rajeev Kumar Chauhan and Shri Shankar Datt Joshi ceased to be directors of the Company w.e.f. 31.07.2020, 31.10.2020 and 28.02.2021, respectively.

In accordance with the provisions of the Companies Act, 2013 read with the Articles of Association of the Company, Shri Sanjai Gupta shall retire by rotation at the ensuing AGM of your Company and being eligible, offers himself for re-appointment.

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



**Number of Board meetings during the year**

During the financial year ended 31<sup>st</sup> March, 2021, seven (7) meetings of Board of Directors were held on 03.06.2020, 26.06.2020, 30.07.2020, 14.09.2020, 27.10.2020, 22.01.2021 and 24.03.2021. The details of number of meetings attended by each Director during the financial year are as under:

<b>Name of Director</b>	<b>Designation</b>	<b>No. of Board Meetings which were entitled to attend during 2020-21</b>	<b>No. of Board Meetings attendance during 2020-21</b>
Shri Anantha Sarma Bopuddi (Appointed as Additional Director w.e.f. 30.11.2020).	Chairman	2	2
Shri Sanjai Gupta	Director	7	4
Shri Prakash Chand Garg (Appointed as Additional Director w.e.f. 01.03.2021).	Additional Director	1	0
Shri G. Ravisankar	Director	4	4
Smt. Sangeeta Saxena	Director	7	7
Shri Mohammed Taj Mukarrum (Ceased to be Director w.e.f. 28.07.2020)	Director	2	2
Shri Rajeev Kumar Chauhan (Ceased to be Director w.e.f. 31.10.2020)	Chairman	5	5
Shri D.C. Joshi (Ceased to be Director w.e.f. 31.07.2020)	Director	3	1
Shri S.D. Joshi (Ceased to be Director w.e.f. 28.02.2021)	Director	6	4

## **Committees of the Board**

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

Ministry of Corporate Affairs vide its notification dt 13.07.2017 has amended Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 which inter-alia provide that a Company covered under Rule 4 (which prescribes the class/classes of companies which require at least two independent directors) shall be required to constitute an "Audit Committee" and a "Nomination and Remuneration Committee" of the Board. Thus, a Company is not falling in the prescribed classes of Companies under the said Rule 4, there is no requirement of constituting the 'Audit Committee and 'Nomination and Remuneration Committee'. PVTSL being wholly-owned subsidiary company of POWERGRID is not required to constitute 'Audit Committee and 'Nomination and Remuneration Committee'.

### **Declaration by Independent Directors**

Ministry of Corporate Affairs (MCA) vide notification dated 05<sup>th</sup> July, 2017 had amended the Rule 4 of Companies (Appointment and Qualification of Directors) Rules, 2014 {said Rule 4} as per which the unlisted public companies in the nature of wholly owned subsidiaries are exempted from the requirement of appointing Independent Directors on their Board.

Accordingly, PVTSL, being a Wholly Owned Subsidiary of Power Grid Corporation of India Limited is exempted from the requirement of appointing Independent Directors on their Board.

### **Performance Evaluation**

Your Company, being wholly-owned Subsidiary of POWERGRID, is a Government Company. The Whole time Directors & senior officials of POWERGRID (the holding company) are nominated as Directors of 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 for evaluation of CMD / Functional Directors by Administrative Ministry and for evaluation of senior officials by POWERGRID (the holding company).

### **Statutory Auditors**

M/s Dube Pande & Co., Chartered Accountants, Lucknow, was appointed by Comptroller and Auditor General (C&AG) of India as Statutory Auditors of the Company for the financial year 2020-21.

### **Statutory Auditors' Report**

M/s Dube Pandey & Co., Chartered Accountants, Lucknow, Statutory Auditors for the Financial Year 2020-21, have given an unqualified report. The report is self-explanatory and does not require any further comments by the Board.

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

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

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

Comptroller and Auditor General of India has conducted supplementary Audit and issued NIL Comments thereon for the Financial Year ended 31<sup>st</sup> March, 2021. Copy of letter dated 20<sup>th</sup> July, 2020 received from C&AG is placed at **Annexure-II** to this report.

### **Secretarial Audit Report**

M/s Surya Gupta & Associates, Practicing Company Secretary has conducted Secretarial Audit of the Company for the financial year ended 31<sup>st</sup> March, 2021. The Secretarial Auditor 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.

### **Corporate Social Responsibility (CSR)**

During the year under review, your Company's Project is under implementation, hence, there is no operating profit. Accordingly, the provisions of Section 135 of the Companies Act, 2013, regarding incurring expenditure on CSR activities are presently not applicable to the Company.

### **Development & Implementation of Risk Management Policy**

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

### **Particulars of Employees**

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

### **Prevention of Sexual Harassment at Workplace**

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

There was no incidence of Sexual Harassment during the Financial Year 2020-21.

### **Internal Financial Control Systems and their adequacy**

Your Company has, in all material respects, an adequate Internal Financial Controls System over Financial Reporting and such Internal Financial Controls over Financial Reporting were operating effectively as at 31<sup>st</sup> March, 2021.

### **Compliance with Secretarial Standards**

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

### **Maintenance of Cost Records of the Company**

Maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, is not applicable to the Company and accordingly such accounts and records are not made and maintained.

### **Right to Information**

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

### **Acknowledgement**

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

For and on behalf of  
**POWERGRID Varanasi Transmission System Limited**

Sd/-  
**(Anantha Sarma Boppudi)**  
**Chairman**  
**DIN: 08742208**

Date: 16/09/2021

Place: Gurgaon

**POWERGRID VARANASI TRANSMISSION SYSTEM LIMITED****FORM No. AOC -2**

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

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

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

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

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

Sl. No.	Particulars	Details
a	Name (s) of the related party & nature of relationship	Power Grid Corporation of India Limited (POWERGRID)) [holding company w.e.f. 27.03.2018].
b	Nature of contracts/arrangements/transaction	Part (A) to avail all inputs and services (including utilization of POWERGRID premises & facilities thereon) as may be required by the Company from POWERGRID at a Consultancy Fee @ 5.00% of the Actual Project Cost (excl. IDC & consultancy fee) plus taxes as applicable. Part (B) to take any security(ies)/guarantee(s) in connection with loan(s) and/or any form of debt

		including ECBs and/or to provide inter corporate loan(s) on cost to cost basis, or a combination thereof, up to an amount of Rs. 756 Crore from POWERGRID.
c	Duration of the contracts/arrangements/transaction	Part (A) Commissioning of the project including associated reconciliation activities. Part (B) As mutually agreed.
d	Salient terms of the contracts or arrangements or transaction including the value, if any	Refer (b)
e	Date of approval by the Board	27.03.2018 {for Part (A)}, 11.04.2018 {for Part (B)}
f	Amount paid as advances, if any	-

For and on behalf of  
**POWERGRID Varanasi Transmission System Limited**

**Sd/-**  
**(Anantha Sarma Boppudi)**  
**Chairman**  
**DIN: 08742208**

Date: 16/09/2021

Place: Gurgaon



गोपनीय  
संख्या/No.: DGA (Energy)/01-27/Acs-PVTSL/2021-22/ 1 870

INDIAN AUDIT & ACCOUNTS DEPARTMENT  
OFFICE OF THE  
PRINCIPAL DIRECTOR OF AUDIT(ENERGY)  
DELHI

दिनांक/Dated: 16.07.2021

सेवा में

अध्यक्ष,  
पावरग्रिड वाराणसी ट्रांसमिशन सिस्टम लिमिटेड  
नई दिल्ली।

विषय: 31 मार्च 2021 को समाप्त वर्ष के लिए पावरग्रिड वाराणसी ट्रांसमिशन सिस्टम लिमिटेड, नई दिल्ली के वार्षिक लेखाओं पर कम्पनी अधिनियम, 2013 की धारा 143(6)(b) के अन्तर्गत भारत के नियंत्रक-महालेखापरीक्षक की टिप्पणियाँ।

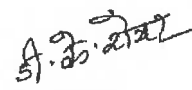
महोदय,

मैं, पावरग्रिड वाराणसी ट्रांसमिशन सिस्टम लिमिटेड के 31 मार्च 2021 को समाप्त वर्ष के लेखाओं पर कम्पनी अधिनियम, 2013 की धारा 143(6)(b) के अन्तर्गत भारत के नियंत्रक-महालेखापरीक्षक की टिप्पणियाँ अंग्रेषित कर रहा हूँ।

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

संलग्नक:- यथोपरि।

भवदीय,

  
(डी. के. शेखर)  
महानिदेशक

छठा एवं सातवीं तल, एनेक्सी बिल्डिंग, 10, बहादुरशाह ज़फर मार्ग, नई दिल्ली- 110002  
6<sup>th</sup> & 7<sup>th</sup> floor, Annexe Building, 10, Bahadurshah Zafar Marg, New Delhi – 110 002  
Ph. 23239227; Fax 23239211; e-mail: pdaenergydl@cag.gov.in

**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA  
UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL  
STATEMENTS OF POWERGRID VARANASI TRANSMISSION SYSTEM LIMITED  
FOR THE YEAR ENDED 31 MARCH 2021**

The preparation of financial statements of POWERGRID VARANASI TRANSMISSION SYSTEM LIMITED for the year ended 31 March 2021 in accordance with the financial reporting framework prescribed under the Companies Act, 2013(Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under Section 139(5) of the Act is responsible for expressing opinion on the financial statements under Section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under Section 143(10) of the Act. This is stated to have been done by them vide their Revised Audit Report dated 06.07.2021 which supersedes their earlier Audit Report dated 01.06.2021.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of POWERGRID VARANASI TRANSMISSION SYSTEM LIMITED for the year ended 31 March 2021 under Section 143(6)(a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the statutory auditor and is limited primarily to inquiries of the statutory auditor and company personnel and a selective examination of some of the accounting records.

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

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

  
(D. K. Sekar)

Director General of Audit (Energy),  
Delhi

Place: New Delhi  
Dated: 16 July 2021





**SECRETARIAL AUDIT REPORT**

**FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2021**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

The Members,

**POWERGRID VARANASI TRANSMISSION SYSTEM LIMITED**

**B-9 Qutab Institutional Area,**

**Katwaria Sarai New Delhi-110016**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate governance practice by **M/s Powergrid Varanasi Transmission System Limited** (herein after called "**the Company**") for the financial year ended 31<sup>st</sup> March, 2021. 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.

We report that:

- a) Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit;
- b) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion;
- c) We have not verified the correctness and appropriateness of the financial statements of the Company;
- d) The compliance of the provisions of the corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis;
- e) 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.

Based on our verification of the Company's books, papers, minutes 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, 2021 ("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

Digitally signed by  
SURYAKANT GUPTA  
Date: 2021.09.09  
17:40:43 +05'30'

**SURYAKANT GUPTA**

**Chamber No. 11, Basement, Saraswati Bhawan, 1/4, Lalita Park, Laxmi Nagar, Delhi-110092**

**Mob: +91 9711848828, 011-43282052**

**Email: [cssuryagupta@gmail.com](mailto:cssuryagupta@gmail.com)**

We have examined the books, papers, minute's books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2021 according to the provisions of:

- (i) The Companies Act, 2013 (the "Act") and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;  
**Not Applicable (N.A)**
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; **Applicable**
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **Not Applicable (N.A)**
- (v) The following Regulations prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):- **Not Applicable (N.A)**
  - a) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (SEBI LODR);
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
  - e) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - f) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - g) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
  - i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 and Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018;
- (vi) The other law, as informed and certified by the management of the Company which, is specifically applicable to the Company based on their sector/ industry is:

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, we have only verified the license and terms thereof issued by Central Electricity Regulatory Commission dated 27/08/2018 which is valid for a period of 25 years from the date of issue. Further, we have relied upon the representation made by the Management with respect to compliance of the terms of the Electricity Transmission License.

We have also examined compliance with the applicable clauses of the Secretarial Standard on Meetings of the Board of Directors and on General Meetings issued by the Institute of Company Secretaries of India with which the Company has generally complied with.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc.

The Company is a wholly owned subsidiary of Power Grid Corporation of India Limited (Holding Company) and is engaged in the business of Electricity Transmission.

We have checked the compliance management system of the Company to obtain reasonable assurance about the adequacy of systems in place to ensure compliance of specifically applicable laws and this verification was done on test basis. In our opinion and to the best of our information and according to explanations given to us, we believe that the compliance management system of the Company seems adequate to ensure compliance of laws specifically applicable to the Company.

We further report that the Board of Directors of the Company is duly constituted. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice was given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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 year under report, the Company has not undertaken event/action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

**For Surya Gupta & Associates  
Company Secretaries**

**SURYAKANT GUPTA**  
Digitally signed by  
SURYAKANT GUPTA  
Date: 2021.09.09  
14:22:11 +05'30'

**Suryakant Gupta  
Prop.**

**M. No.: F9250**

**COP No.: 10828**

**UDIN: F009250C000927937**

**Peer Review: 907/2020**

**Date: 09.09.2021**

**Place: Delhi**

## ANNEXURE TO SECRETARIAL AUDIT REPORT

To,

The Members,

**POWERGRID VARANASI TRANSMISSION SYSTEM LIMITED**

B-9 Qutab Institutional Area,

Katwaria Sarai, New Delhi-110016

**Our report of even date into is 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. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, followed by us, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Wherever required, we have duly verified the data/ information about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

**For Surya Gupta & Associates  
Company Secretaries**

**SURYAKANT GUPTA**  
Digitally signed by  
SURYAKANT  
GUPTA  
Date: 2021.09.09  
17:42:59 +05'30'  
M. No.: F9250  
COP No.: 10828  
UDIN: F009250C000927937  
Peer Review: 907/2020

**Date: 09.09.2021**

**Place: Delhi**





**INDEPENDENT AUDITORS' REPORT**

TO,  
THE MEMBERS OF  
**POWERGRID VARANASI TRANSMISSION SYSTEM LIMITED**

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

**Opinion**

We have audited the accompanying Ind AS Financial Statements of M/s POWERGRID VARANASI TRANSMISSION SYSTEM LIMITED ("the Company"), which comprise the Balance Sheet as at 31 March 2021, the Statement of Profit and Loss, Statement of Changes in Equity, the Statement of Cash Flows for the year then ended, and notes to the financial statements including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with IND AS and the accounting principles generally accepted in India, of state of affairs of the Company as at 31<sup>st</sup> March 2021, its profit including other comprehensive income, its Changes in Equity and its cashflows for the year ended on that date.

**Key Audit Matters**

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

**Basis for Opinion**

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



## **Responsibility of Managements and Those Charged with Governance for the Financial Statements**

The Company's Board of Directors is responsible for the matters in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with IND AS and the accounting principles generally accepted in India, including the Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Act read with the relevant rules there under. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

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

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

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

1. As required by the Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in term of sub-section (11) of section 143 of the Companies Act, 2013, we give in the 'Annexure - A' a statement on the matters specified in the paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

- b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with IND AS and the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) As the Government Companies have been exempted from applicability of the provision of section 164(2) of the Companies Act, 2013, reporting on disqualification of Directors not required.
- f) With respect to the adequacy of internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure - B'
- g) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules 2014, in our opinion and to our best of our information and according to the explanations given to us:
  - i. The company disclosed the impact of pending litigations on the Financial position in its financial statements of the Company-Refer Note 33 to the financial statements
  - ii. The company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses;
  - iii. There has been no Delay in Transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
3. In terms of Section 143 (5) of the Companies Act 2013, we give in the "Annexure C" statement on the directions issued by the Comptroller and Auditor General of India.

**For Dube Pandey & Co.**  
**Chartered Accountants**  
**Firm Reg. No. 010593C**

**ARVIND**  
**DUBE**

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**CA Arvind Dube**  
**Partner**  
**Membership No: 77267**

**Place: Lucknow**  
**Date: 01.06.2021**



**ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT**  
**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements'**  
**section of our report to the Members of POWERGRID Varanasi Transmission System Limited**  
**of even date)**

S. No.	Particulars	Auditors Remark
(i)	(a) whether the company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;	The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
	b) whether these fixed assets have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;	The Company has a program of verification to cover all the items of tangible fixed assets which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain tangible fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
	(c) Whether the title deeds of immovable properties are held in the name of the company. If not, provide the details thereof;	According to the information and explanation given to us, the company does not have any immovable properties. Accordingly this clause of the order is not applicable to the company.
(ii)	Whether physical verification of inventory has been conducted at reasonable intervals by the management and whether any material discrepancies were noticed and if so, whether they have been properly dealt with in the books of account;	According to the information and explanation given to us, the company has conducted physical verification of inventory including construction stores at reasonable intervals and no material discrepancies have been noticed.
(iii)	Whether the company has granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. If so,	According to the information and explanations given to us, the Company has not granted unsecured loans to Companies, Firms, Limited Liability Partnerships and other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly clauses 3(iii) are not applicable to the company.
	(a) Whether the terms and conditions of the grant of such loans are not prejudicial to the company's interest;	Not Applicable
	(b) Whether the schedule of repayment of principal and payment of interest has been stipulated and whether the repayments or receipts are regular;	Not Applicable
	(c) If the amount is overdue, state the total amount overdue for more than ninety days, and whether reasonable steps have been taken by the company for recovery of the	Not Applicable



	principal and interest;	
(iv)	In respect of loans, investments, guarantees, and security whether provisions of section 185 and 186 of the Companies Act, 2013 have been complied with. If not, provide the details thereof.	In our opinion and according to the information and explanations given to us, the Company does not have loans, Investments, guarantees and security covered under Sections 185 and 186 of the Companies Act, 2013 and accordingly clause 3(iv) of the order is not applicable to the company.
(v)	In case, the company has accepted deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder, where applicable, have been complied with? If not, the nature of such contraventions be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not?	The Company has not accepted deposits during the year and does not have any unclaimed deposits as at March 31, 2021 and accordingly clause 3(v) of the order is not applicable to the company.
(vi)	Whether maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013 and whether such accounts and records have been so made and maintained.	The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Companies Act, 2013 in respect of Transmission and Telecom Operations. However, the company has not crossed the threshold limits of requirements of maintaining the Cost Records and hence the same has not been maintained.
(vii)	(a) whether the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as on the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated;	The Company has been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, and other material statutory dues applicable to it with the appropriate authorities.
	(b) where dues of income tax or sales tax or service tax or duty of customs or duty of excise or value added tax have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not be treated as a	There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, and other material statutory dues in arrears as at March 31, 2021 for a period of more than six months from the date they became payable.



	dispute).	
(viii)	Whether the company has defaulted in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders? If yes, the period and the amount of default to be reported (in case of defaults to banks, financial institutions, and Government, lender wise details to be provided).	The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3 (viii) of the Order is not applicable to the Company.
(ix)	Whether moneys raised by way of initial public offer or further public offer (including debt instruments) and term loans were applied for the purposes for which those are raised. If not, the details together with delays or default and subsequent rectification, if any, as may be applicable, be reported;	According to the information and explanations given to us, the company has raised moneys by way of further issue of share capital to the holding company and raised term loan as inter corporate borrowings from the holding company and both share capital and loan so received from the holding company have been applied for the purposes for which it is received.
(x)	whether any fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year; If yes, the nature and the amount involved is to be indicated;	To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
(xi)	Whether managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act? If not, state the amount involved and steps taken by the company for securing refund of the same;	In view of exemption given vide notification no. G. S. R. 463(E) dated June 5, 2015, issued by Ministry of Corporate Affairs, provisions of Section 197 read with Schedule V of the Act regarding managerial remuneration are not applicable to the Company. Accordingly, paragraph 3(xi) of the order is not applicable to the company.
(xii)	whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1: 20 to meet out the liability and whether the Nidhi Company is maintaining ten per cent unencumbered term deposits as specified in the Nidhi Rules, 2014 to meet out the liability;	The Company is not a Nidhi Company and hence reporting under clause 3 (xii) of the Order is not applicable to the Company.
(xiii)	Whether all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards;	In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.





**‘Annexure B’ to the Independent Auditor’s report of Even Date in the Financial Statements  
of  
POWERGRID VARANASI TRANSMISSION SYSTEM LIMITED**

**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 **POWERGRID VARANASI TRANSMISSION SYSTEM LIMITED (“the Company”)** as of March 31, 2021 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

The Board of Directors of the Company is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 the Companies Act, 2013.

**Auditor’s Responsibility**

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

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

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



## Meaning of Internal Financial Controls Over Financial Reporting

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

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

## Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

### Opinion

In our opinion, the Company, which is company incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI).

**For Dube Pandey & Co.**  
**Chartered Accountants**  
**Firm Reg. No. 010593C**

ARVIND  
DUBE



**CA Arvind Dube**  
**Partner**

**Membership No: 77267**

**Place: Lucknow**

**Date: 01.06.2021**

**"Annexure C" to the Independent Auditor's report of Even Date in the Financial Statements of POWERGRID VARANASI TRANSMISSION SYSTEM LIMITED**

Statement on the directions issued by the Comptroller and Auditor General of India

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

Sl. No.	Directions u/s 143(5) of the Companies Act, 2013	Auditor's reply on action taken on the directions	Impact on financial statement
1	Whether the Company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated.	The company is having ERP system (SAP) in place for processing all accounting transactions. No accounting transaction is being recorded/processed otherwise than the ERP system in place.	NIL
2	Whether there is any restructuring of an existing loan or cases of waiver/write off of debts/loans/interest etc. made by a lender to the company due to the company's inability to repay the loan? If yes, the financial impact may be stated. Whether such cases are properly accounted for? (In case, lender is a Government Company, then this direction is also applicable for statutory auditor of lender company).	As explained to us, there are no cases of 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.	NIL
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	As per the information and explanation given to us, no funds has been received / receivable for specific schemes from Central/ State agencies.	NIL

**For Dube Pandey & Co.**  
**Chartered Accountants**  
**Firm Reg. No. 010593C**

**ARVIND DUBE**

CA Arvind Dube

## Partner

**Membership No: 77267**

**Place: Lucknow**

Date: 01.06.2021





**Compliance Certificate**

We have conducted the audit of annual accounts of POWERGRID VARANASI TRANSMISSION SYSTEM LIMITED for the year ended 31<sup>st</sup> March 2021 in accordance with the Directions/ Sub Directions issued by C&AG of India under Section 143(5) of the Companies Act, 2013 and certify that we have complied with all the Direction/ Sub-directions issued to us.

**Date: 01.06.2021**

**Place: Lucknow**

**For Dube Pandey & Co.**

**Chartered Accountants**

**FRN No. 010593C**

**ARVIND  
DUBE**

**(CA Arvind Dube)**

**Membership No. 77267**

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**POWERGRID VARANASI TRANSMISSION SYSTEM LTD.**  
(Formerly WR-NR POWER TRANSMISSION LTD)  
CIN : U40100DL2017GOI310478

**Balance Sheet as at 31st March 2021**

(₹ in Lakh)

Particulars	Note No.	As at 31st March 2021	As at 31st March 2020
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
CAPITAL WORK-IN-PROGRESS	4	83,275.89	70,853.35
INTANGIBLE ASSETS UNDER DEVELOPMENT	5	6,655.82	3,862.59
OTHER NON-CURRENT ASSETS	6	153.03	1,253.11
		<b>90,084.74</b>	<b>75,969.05</b>
<b>CURRENT ASSETS</b>			
FINANCIAL ASSETS			
CASH AND CASH EQUIVALENTS	7	1.47	44.73
		<b>1.47</b>	<b>44.73</b>
<b>Total Assets</b>		<b>90,086.21</b>	<b>76,013.78</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
EQUITY SHARE CAPITAL	8	16,805.00	12,505.00
OTHER EQUITY	9	0.59	(0.67)
		<b>16,805.59</b>	<b>12,504.33</b>
<b>LIABILITIES</b>			
<b>NON-CURRENT LIABILITIES</b>			
FINANCIAL LIABILITIES			
BORROWINGS	10	65,805.41	53,626.04
		<b>65,805.41</b>	<b>53,626.04</b>
<b>CURRENT LIABILITIES</b>			
FINANCIAL LIABILITIES			
OTHER CURRENT FINANCIAL LIABILITIES	11	7,404.97	9,696.79
OTHER CURRENT LIABILITIES	12	70.24	186.62
CURRENT TAX LIABILITIES (NET)	13	-	-
		<b>7,475.21</b>	<b>9,883.41</b>
<b>Total Equity and Liabilities</b>		<b>90,086.21</b>	<b>76,013.78</b>

The accompanying Notes 1 to 37 form an integral part of the Financial Statements.

In terms of our Report of even date

**For Dube Pandey & Co**

Chartered Accountants

ICAI FRN: 010593C

**ARVIND**

**DUBE**

**Arvind Dube**

Partner

Membership No. : 77267

Place: Lucknow

Date: 01.06.2021

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**Anantha  
Sarma  
Boppudi**

**B. Anantha Sarma**

Chairman

DIN: 08742208

Place : Gurugram

Date: 01.06.2021

**SHYAM  
MANOHAR  
SINGH**

**S. M. Singh**

CFO

Place: Lucknow

Date: 01.06.2021

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

**Ravisankar  
Ganesan**

**G Ravi Sankar**

Director

DIN: 08816101

Place : Gurugram

Date: 01.06.2021

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**POWERGRID VARANASI TRANSMISSION SYSTEM LTD.**  
(Formerly WR-NR POWER TRANSMISSION LTD)  
CIN : U40100DL2017GOI310478

**Statement of Profit and Loss for the year ended 31st March, 2021**

(₹ in Lakh)

Particulars	Note No.	For the year ended 31st March 2021	For the year ended 31st March 2020
<b>Income</b>			
Other income	14	1.56	-
<b>Total Income</b>		<b>1.56</b>	<b>-</b>
<b>Expenses</b>			
Finance cost	15	-	-
Other Expenses	16	-	-
<b>Total Expenses</b>		<b>-</b>	<b>-</b>
<b>Profit /(Loss) before tax</b>		<b>1.56</b>	<b>-</b>
<b>Tax expenses</b>			
Current tax		0.30	-
Deferred tax		-	-
<b>Profit /(Loss) for the period</b>		<b>1.26</b>	<b>-</b>
<b>Other Comprehensive Income</b>		<b>-</b>	<b>-</b>
<b>Total Comprehensive Income / (Loss) for the period</b>		<b>1.26</b>	<b>-</b>
Earnings per Equity Share (Par Value ₹ 10 each)			
Basic (in ₹)		<b>0.00</b>	<b>-</b>
Diluted (in ₹)		<b>0.00</b>	<b>-</b>

The accompanying Notes 1 to 37 form an integral part of the Financial Statements.

In terms of our Report of even date  
**For Dube Pandey & Co**

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

Chartered Accountants  
ICAI FRN: 010593C

**ARVIND DUBE**

**Arvind Dube**

Partner

Membership No. : 77267

Place : Lucknow

Date : 01.06.2021

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Date: 2021.06.01 20:16:19 +05'30'

**Anantha Sarma Boppudi**

**B. Anantha Sarma**

Chairman

DIN: 08742208

Place : Gurugram

Date : 01.06.2021

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**SHYAM MANOHAR SINGH**

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**S. M. Singh**

CFO

Place : Lucknow

Date : 01.06.2021

**Ravisankar Ganesan**

**G Ravi Sankar**

Director

DIN: 08816101

Place : Gurugram

Date : 01.06.2021

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**POWERGRID VARANASI TRANSMISSION SYSTEM LTD.**  
(Formerly WR-NR POWER TRANSMISSION LTD)  
CIN : U40100DL2017GOI310478

**Statement of Cash Flows for the year ended March 31, 2021**

(₹ in Lakh)

Particulars	For the year ended 31st March 2021	For the year ended 31st March 2020
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Profit/(Loss) before Tax	1.56	-
<b>Operating Profit/(Loss) before working capital change</b>	1.56	-
<b>Cash Generated from Operations</b>	<b>1.56</b>	<b>-</b>
Tax Paid	(5.02)	-
Tax Refund Received	25.99	-
<b>Net Cash Flow from Operating Activities (A)</b>	<b>22.53</b>	<b>-</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Capital work in progress (CWIP)	(8,127.01)	(51,086.64)
Increase / Decrease in Other Non Current Assets	1,078.81	2,497.68
Increase / Decrease in other Current Financial Liabilities and other Current Liabilities	(3,083.87)	8,492.58
Intangible Assets under Development	(2,793.23)	(1,594.72)
<b>Net cash used in Investing activities (B)</b>	<b>(12,925.30)</b>	<b>(41,691.10)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Issue of Equity Share Capital	4,300.00	12,500.00
Loan received during the year	12,179.37	33,407.53
Interest Paid	(3,619.86)	(3,192.82)
Retentions from Contractor / Suppliers	-	(1,023.17)
<b>Net Cash Flow from Financing Activities (C)</b>	<b>12,859.51</b>	<b>41,691.54</b>
<b>Net change in Cash and Cash Equivalents (A)+(B)+(C)</b>	<b>(43.26)</b>	<b>0.44</b>
Cash and Cash Equivalents (Opening Balance)	44.73	44.29
<b>Cash and Cash Equivalents (Closing Balance) Note - 7</b>	<b>1.47</b>	<b>44.73</b>

The accompanying Notes 1 to 37 form an integral part of the Financial Statements.

**Notes:**

- i) Cash and cash equivalents consists of balances with banks.
- ii) Previous year figures have been re-grouped / rearranged whenever necessary.

In terms of our Report of even date

**For Dube Pandey & Co**  
Chartered Accountants  
ICAI FRN: 010593C

**ARVIND DUBE**  
Arvind Dube  
Partner  
Membership No. : 77267  
Place : Lucknow  
Date : 01.06.2021

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

Anantha  
Sarma  
Boppudi  
**B. Anantha Sarma**  
Chairman  
DIN: 08742208

Ravisankar  
Ganesan  
**G Ravi Sankar**  
Director  
DIN: 08816101

**SHYAM MANOHAR SINGH**  
S. M. Singh  
CFO  
Place : Lucknow  
Date: 01.06.2021

**POWERGRID VARANASI TRANSMISSION SYSTEM LTD.**  
(Formerly WR-NR POWER TRANSMISSION LTD)  
CIN : U40100DL2017GOI310478

**Statement of Changes in Equity for the year ended March 31, 2021**

<b>A. Equity Share Capital</b> (₹ in Lakh)	
<b>As at 1st April, 2020</b>	<b>12,505.00</b>
Changes in equity share capital	4,300.00
<b>Balance at 31st March, 2021</b>	<b>16,805.00</b>
<b>As at 1st April, 2019</b>	<b>5.00</b>
Changes in equity share capital	12,500.00
<b>Balance at 31st March, 2020</b>	<b>12,505.00</b>

<b>B. Other Equity</b> (₹ in Lakh)	
	<b>Reserves &amp; Surplus</b>
	<b>Retained Earnings</b>
<b>As at 1st April, 2020</b>	<b>(0.67)</b>
Total Comprehensive Income for the year	1.26
<b>Balance at 31st March, 2021</b>	<b>0.59</b>
<b>As at 1st April, 2019</b>	<b>(0.67)</b>
Total Comprehensive Income for the year	0.00
<b>Balance at 31st March, 2020</b>	<b>(0.67)</b>

The accompanying Notes 1 to 37 form an integral part of the Financial Statements.  
Refer to Note No. 9 for nature and movement of other equity.

In terms of our Report of even date

**For Dube Pandey & Co**

Chartered Accountants

ICAI FRN: 010593C

**ARVIND DUBE**  
Arvind Dube  
Partner  
Membership No. : 77267  
Place : Lucknow  
Date : 01.06.2021

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

Anantha  
Sarma  
Boppudi  
**B. Anantha Sarma**  
Chairman  
DIN: 08742208

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Ravisankar  
Ganesan  
**G Ravi Sankar**  
Director  
DIN: 08816101

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**SHYAM MANOHAR SINGH**  
**S. M. Singh**  
CFO  
Place : Lucknow  
Date: 01.06.2021

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## **Notes to Financial Statements**

### **1. Corporate and General Information**

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

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

The Financial Statements of the Company for the year ended 31 March 2021 were approved for issue by the Board of Directors on June 1, 2021.

### **2. Significant Accounting Policies**

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

#### **2.1 Basis of Preparation**

##### **i) Compliance with Ind AS**

The financial statements are prepared in compliance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act), Companies (Indian Accounting Standards) Rules, 2015, the relevant provisions of the Companies Act, 2013 (to the extent notified), The Companies Act, 1956 and the provisions of Electricity Act, 2003, in each case, to the extent applicable and as amended thereafter.

##### **ii) Basis of Measurement**

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

##### **iii) Functional and presentation currency**

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

##### **iv) Use of estimates**

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

##### **v) Current and non-current classification**

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

An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or

- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

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

All other liabilities are classified as non-current.

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

The Company recognizes twelve months period as its operating cycle.

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

### **Initial Recognition and Measurement**

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

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

If the cost of the replaced part or earlier inspection component is not available, the estimated cost of similar new parts/inspection 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.

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

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

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

Expenditure on leveling, clearing and grading of land is capitalized as part of cost of the related buildings.

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

### **Subsequent costs**

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

The cost of replacing part of an item of Property, Plant and Equipment is recognized in the carrying amount of the item if it is probable that future economic 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 derecognized. The costs of the day-to-day servicing of property, plant and equipment are recognised in the Statement of Profit and Loss as incurred.

## **Derecognition**

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

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

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

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

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

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

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

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

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

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

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

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

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

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

### **2.5 Depreciation/ Amortisation**

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

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

<b>Particulars</b>	<b>Useful life</b>
a. Computers and Peripherals	3 Years
b. Servers and Network Components	5 years
c. Buildings (RCC frame structure)	35 years
d. Transmission line	35 years
e. Substation Equipment	35 years

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

Mobile phones are charged off in the year of purchase.

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

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

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

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

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

#### **Right of Use Assets:**

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

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

#### **Intangible Assets**

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

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

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

The amortization period and the amortization method for intangible assets 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 capitalized (net of income on temporary deployment of funds) as part of the cost of such assets till the assets are ready for the intended use. Qualifying assets are assets which take a substantial period of time to get ready for their intended use.

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

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

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

The recoverable amount of an asset or cash-generating unit is the higher of its fair value less costs to disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows

have not been adjusted. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the “cash-generating unit”, or “CGU”).

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

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

## **2.8 Cash and cash equivalents**

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

## **2.9 Inventories**

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

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

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

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

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

## **2.10 Leases**

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

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

### **i) As a Lessee**

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

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



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

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

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

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

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

## **ii) As a Lessor**

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

### **a) Finance leases**

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

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

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

### **b) Operating leases**

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

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

## **2.11 Financial instruments**

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

### **Financial Assets**

#### **Classification**

The Company classifies its financial assets in the following categories:

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

The classification depends on the following:

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

#### **Initial recognition and measurement**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs, if any, that are attributable to the acquisition of the financial asset.

## **Subsequent measurement**

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

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

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

A financial asset is derecognized only when

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

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

## **Impairment of financial assets:**

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

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

## **Financial Liabilities**

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

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

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

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

## **Subsequent measurement**

After initial recognition, financial liabilities are subsequently measured at amortised cost using the EIR method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate (EIR). Any difference between the

proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the EIR. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognized.

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

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

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

### **Offsetting of financial instruments**

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

## **2.12 Foreign Currency Translation**

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

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

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

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

## **2.13 Income Tax**

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

### **Current income tax**

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

### **Deferred tax**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the company's financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the Balance Sheet method. Deferred tax assets are generally recognised for all deductible temporary differences, unused tax losses and unused tax credits to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, unused tax losses and unused tax credits can be utilised. The

carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised.

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

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

## **2.14 Revenue**

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The Company recognizes revenue when it transfers control over a product or service to a customer.

### **2.14.1 Revenue from Operations**

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

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

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

### **2.14.2 Other Income**

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

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

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

Insurance claims are accounted for based on certainty of realization.

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

## **2.15 Dividends**

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

## **2.16 Provisions and Contingencies**

### **a) Provisions**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted. Unwinding of the discount

is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each Balance Sheet date and are adjusted to reflect the current best estimate.

## **b) Contingencies**

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

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

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

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

Ordinary shares are classified as equity.

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

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

### **2.18 Prior Period Items**

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

### **2.19 Earnings per Share**

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

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

### **2.20 Statement of Cash Flows**

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

### **3 Critical Estimates and Judgments**

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

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

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

##### Useful life of property, plant and equipment

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

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

##### Provisions and contingencies

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

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

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

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

##### Income Taxes:

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

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**Note 4/ CAPITAL WORK IN PROGRESS**

(₹ in Lakh)

Particulars	As at 1st April 2020	Additions during the period	Adjustments	Capitalised during the period	As at 31st March 2021
Plants and Equipments (Transmission Line)	26,987.84	34,022.09	-	-	61,009.93
<b>Expenditure Pending Allocation</b>					
Expenditure During Construction Period (Net) (Note 17)	7,803.94	4,438.18	-	-	12,242.12
Construction Stores	36,061.57	1,891.24	27,928.97	-	10,023.84
<b>Total</b>	<b>70,853.35</b>	<b>40,351.51</b>	<b>27,928.97</b>	<b>-</b>	<b>83,275.89</b>

**Note 4/ CAPITAL WORK IN PROGRESS**

(₹ in Lakh)

Particulars	As at 1st April, 2019	Additions during the period	Adjustments	Capitalised during the period	As at 31st March 2020
Plants and Equipments (Transmission Line)	5,428.58	21,559.26	-	-	26,987.84
<b>Expenditure Pending Allocation</b>					
Expenditure During Construction Period (Net) (Note 17)	2,906.01	4,897.93	-	-	7,803.94
Construction Stores	8,239.30	27,822.27	-	-	36,061.57
<b>Total</b>	<b>16,573.89</b>	<b>54,279.46</b>	<b>-</b>	<b>-</b>	<b>70,853.35</b>

**Note 4/ CAPITAL WORK IN PROGRESS (Detail of Construction Store)**

(₹ in Lakh)

Particulars	As at 31st March 2021	As at 31st March 2020
<b>Construction Stores</b>		
Towers	4,345.78	13,760.11
Conductor	3,755.96	17,972.91
Other Line Materials	1,922.10	4,328.55
<b>Total</b>	<b>10,023.84</b>	<b>36,061.57</b>

**Construction Store include:**

(₹ in Lakh)

Particulars	As at 31st March 2021	As at 31st March 2020
<b>i) Material in Transit</b>		
Towers	3.87	3,404.82
Conductor	233.98	0.00
Other Line Materials	26.93	0.00
<b>ii) Material with Contractors</b>		
Towers	4,341.91	10,355.29
Conductor	3,521.98	17,972.91
Other Line Materials	1,895.17	4,328.55
<b>Total</b>	<b>10,023.84</b>	<b>36,061.57</b>

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**Note 5 / INTANGIBLE ASSETS UNDER DEVELOPMENT**

(₹ in Lakh)

Particulars	As at 1st April 2020	Additions during the period	Adjustments	Capitalised during the period	As at 31st March 2021
Intangible Assets Under Development - Right of Way (Afforstation)	3,862.59	2,793.23	-	-	6,655.82
<b>Total</b>	<b>3,862.59</b>	<b>2,793.23</b>	<b>-</b>	<b>-</b>	<b>6,655.82</b>

**Note 5 / INTANGIBLE ASSETS UNDER DEVELOPMENT**

(₹ in Lakh)

Particulars	As at 1st April 2019	Additions during the period	Adjustments	Capitalised during the period	As at 31st March 2020
Intangible Assets Under Development - Right of Way (Afforstation)	2,267.87	1,594.72	-	-	3,862.59
<b>Total</b>	<b>2,267.87</b>	<b>1,594.72</b>	<b>-</b>	<b>-</b>	<b>3,862.59</b>



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**Note 6/ OTHER NON-CURRENT ASSETS**

(Unsecured considered good unless otherwise specified)

(₹ in Lakh)

Particulars	As at 31st March 2021	As at 31st March 2020
<b><u>A) Advances for Capital Expenditure</u></b>		
Advances Against Bank guarantees	121.24	1,200.05
<b><u>B) Deposits with CDSL</u></b>	0.10	0.10
<b><u>C) Advances recoverable in cash or in kind or for value to be received</u></b>		
Advance Tax and Tax Deducted at Source	31.99	52.96
Adjustment of Tax Liabilities - Note 13	(0.30)	-
<b>Total</b>	<b>153.03</b>	<b>1,253.11</b>

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**Note 7/Cash and cash equivalents**

(₹ in Lakh)

Particulars	As at 31st March 2021	As at 31st March 2020
Balance with Banks- In Current Accounts with scheduled banks	1.47	44.73
<b>Total</b>	<b>1.47</b>	<b>44.73</b>

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**Note 8 - Equity Share Capital**

(₹ in Lakh)

Particulars	As at 31st March 2021	As at 31st March 2020
<b>Equity Share Capital</b> Authorised Share Capital 19,89,00,000 Equity Shares (Previous year 18,90,00,000 Equity Shares) of ₹ 10/- each at par	<b>19,890.00</b>	<b>18,900.00</b>
<b>Issued, Subscribed and Paid up Share Capital</b> 16,80,50,000 fully paid up Equity shares (Previous year 12,50,50,000 fully paid up Equity Shares) of ₹ 10/- each at par	<b>16,805.00</b>	<b>12,505.00</b>
<b>Total</b>	<b>16,805.00</b>	<b>12,505.00</b>

**Further Notes:**

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

Particulars	For the year ended 31st March 2021		For the year ended 31st March 2020	
	No. of Shares	Amount (₹ in Lakh)	No. of Shares	Amount (₹ in Lakh)
Shares outstanding at the beginning of the year	12,50,50,000	12,505.00	50,000	5.00
Shares Issued during the year	4,30,00,000	4,300.00	12,50,00,000	12,500.00
Shares outstanding at the end of the year	16,80,50,000	16,805.00	12,50,50,000	12,505.00

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

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

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

Particulars	As at 31st March 2021		As at 31st March 2020	
	No. of Shares	% of holding	No. of Shares	% of holding
Power Grid Corporation of India Limited # (Holding Company)	16,80,50,000	100%	12,50,50,000	100%

# Out of 16,80,50,000 Equity Shares (Previous year 12,50,50,000 Equity Shares) 6 Equity Shares are held by Nominees of M/s Power Grid Corporation of India Limited on its behalf.

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**Note 9/ Other Equity**

**(₹ in Lakh)**

<b>Particulars</b>	<b>As at 31st March 2021</b>	<b>As at 31st March 2020</b>
<b>Reserves and Surplus</b>		
<b>Retained Earnings</b>		
Balance at the beginning of the period	(0.67)	(0.67)
Add : Net Profit for the period	1.26	-
<b>Total</b>	<b>0.59</b>	<b>(0.67)</b>

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**Note 10/ Borrowings**

(₹ in Lakh)

Particulars	As at 31st March 2021	As at 31st March 2020
<b>Unsecured</b>		
Loan from Power Grid Corporation of India Limited (Holding Company)	67,239.77	54,384.73
Less: Interest accrued on borrowing from Power Grid Corporation of India Limited (Holding Company)	1,434.36	758.69
<b>TOTAL</b>	<b>65805.41</b>	<b>53626.04</b>

Note :

- i) The Inter Corporate Loan is provided by the Holding Company on cost to cost basis. The various sources of loans being extended to the company by Holding company are Fixed interest and floating interest rate which get reset periodically.
- ii) There have been no default in payment of interest on loan during the year.
- iii) Disclosure regarding related party transaction has been shown in Note no 27

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**Note 11/ OTHER CURRENT FINANCIAL LIABILITIES**

(₹ in Lakh)

Particulars	As at 31st March 2021	As at 31st March 2020
<b>A) Interest accrued on borrowings from Power Grid Corporation of India Limited (Holding Company)</b>	1,434.36	758.69
	<b>1,434.36</b>	<b>758.69</b>
<b>B) Others</b>		
Dues for Capital Expenditure	535.31	1,104.79
Payable to Power Grid Corporation of India Limited (Holding Company) - Consultancy Fee	-	636.11
Retention money - Contractors / Others	5,434.95	7,196.78
Auditor Remuneration Payable	0.35	0.42
	<b>5,970.61</b>	<b>8,938.10</b>
<b>Total</b>	<b>7,404.97</b>	<b>9,696.79</b>

**Further Notes :**

1. The disclosure with regard to Micro and Small Enterprises as required under " The Micro, Small and Medium Enterprises Development Act, 2006" is given in Note No. 25.
2. Disclosure regarding related party transaction has been shown in Note no 27

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**Note 12/ Other Current Liabilities**

(₹ in Lakh)

Particulars	As at 31st March 2021	As at 31st March 2020
Statutory Dues	70.24	186.62
<b>Total</b>	<b>70.24</b>	<b>186.62</b>

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**Note 13/Current Tax Liabilities (Net)**

(₹ in Lakh)

Particulars	As at 31st March 2021	As at 31st March 2020
<b>Taxation (Including interest on tax )</b>		
As per last balance sheet	-	-
Addition during the year	0.30	-
Amount adjusted during the year	-	-
<b>Total</b>	<b>0.30</b>	<b>-</b>
Net off against Advance tax and TDS	0.30	-
<b>Closing Balance</b>	<b>-</b>	<b>-</b>



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**Note 14/ Other Income**

(₹ in Lakh)

Particulars	For the year ended 31st March 2021	For the year ended 31st March 2020
Interest on advances to contractors	56.22	258.23
Interest on income tax refund	1.56	-
FV gain on initial recognition of financial liabilities	-	300.66
Less: Transferred to Expenditure during Construction (Net) - Note 17	56.22	558.89
<b>Total</b>	<b>1.56</b>	<b>-</b>

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**Note 15/Finance Cost**

(₹ in Lakh)

Particulars	For the year ended 31st March 2021	For the year ended 31st March 2020
Interest on loan from Powergrid Corporation of India Ltd. (Holding Company)	4,295.53	2,682.16
Other Finance Cost	-	177.42
Unwinding of discount on Financial Liabilities (FV)	107.27	333.24
Less: Transferred to Expenditure during Construction (Net) - Note 17	4,402.80	3,192.82
<b>Total</b>	<b>-</b>	<b>-</b>

**Further Notes :**

1. Disclosure regarding related party transaction has been shown in Note no 27.

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**Note 16/ Other Expenses**

(₹ in Lakh)

Particulars	For the year ended 31st March 2021	For the year ended 31st March 2020
Professional Fees to Powergrid	71.13	2,258.04
Auditor Remuneration		
Audit Fees	0.36	0.36
In Other Capacity	0.21	0.14
Internal Audit Fees & Expenses	0.24	-
Physical Verification Audit Fees & Expenses	0.17	-
Bank Charges	0.06	0.02
ROC Filing Expenses	10.93	-
Payment to CERC as Licence Fee / Others	5.00	5.44
ROC Charges	3.50	-
Less: Transferred to Expenditure during Construction (Net) - Note 17	91.60	2,264.00
<b>Total</b>	<b>-</b>	<b>-</b>

Disclosure regarding related party transaction has been shown in Note no 27.

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**Note 17 / Expenditure During Construction (Net)**

(₹ in Lakh)

Particulars	For the year ended 31st March 2021	For the year ended 31st March 2020
<b>A. Finance Cost</b>		
Interest on loan from Powergrid Corporation of India Ltd. (Holding Company)	4,295.53	2,682.16
Other Finance Cost	-	177.42
Unwinding of discount on Financial Liabilities (FV)	107.27	333.24
<b>Total (A)</b>	<b>4,402.80</b>	<b>3,192.82</b>
<b>B. Other Expenses</b>		
Professional fees to Powergrid	71.13	2,258.04
Auditor Remuneration		
Audit Fees	0.36	0.36
In Other Capacity	0.21	0.14
Internal Audit Fees & Expenses	0.24	-
Physical Verification Audit Fees & Expenses	0.17	-
Bank charges	0.06	0.02
ROC Filing Expenses	10.93	-
Payment to CERC as Licence Fee / Others	5.00	5.44
ROC Charges	3.50	-
<b>Total (B)</b>	<b>91.60</b>	<b>2,264.00</b>
<b>C. Less: Other Income</b>		
Interest from advances to contractors	56.22	258.23
FV gain on initial recognition of financial liabilities	-	300.66
<b>Total (C)</b>	<b>56.22</b>	<b>558.89</b>
<b>Grand Total (A+B-C)</b>	<b>4,438.18</b>	<b>4,897.93</b>

## 18. Exceptional and Extraordinary items

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

## 19. Party Balances and Confirmations

Balances of Trade Receivables and recoverable shown under Assets and Trade and Other Payables shown under Liabilities include balances subject to confirmation/reconciliation and consequential adjustments if any. However reconciliations are carried out on ongoing basis.

## 20. Auditors Remuneration

(₹ in Lakh)			
S. No.	Particulars	For the year ended 31 <sup>st</sup> March, 2021	For the year ended 31 <sup>st</sup> March, 2020
1	Audit Fees	0.36	0.36
2	In Other Capacity	0.21	0.14
	<b>Total</b>	<b>0.57</b>	<b>0.50</b>

## 21. Employee Benefits

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

**22.** Borrowing Cost Capitalized/Shifted to IDC during the year ₹4,402.80 lakh (Previous Year ₹ 3,192.82 lakh) in the respective carrying amount of Property, Plant and Equipment/Capital work in progress(CWIP) as per Ind AS 23 "Borrowing Costs".

## 23. Leases

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

## 24. Corporate Social Responsibilities (CSR) :

As per section 135 of the Companies Act, 2013, along with Companies (Corporate Social responsibility Policy) Rules, 2021 read with DPE guidelines no F.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 Corporate Social Responsibility Policy. Since the company is under construction stage, hence section 135 of the Companies Act, 2013 is not applicable to the company.

## 25. MSME Payments :

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

(₹ in Lakh)

Sr. No	Particulars	For the year ended 31st March, 2021	For the year ended 31st March, 2020
1	Principal amount and interest due thereon remaining unpaid to any supplier as at end of each accounting year: Principal 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
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	Nil	Nil
4	The amount of interest accrued and remaining unpaid at the end of each accounting year.	Nil	Nil
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	Nil	Nil

## 26. Fair Value Measurements

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

(₹ in Lakh)

	As on 31st March 2021	As on 31st March, 2020
<b>Financial Instruments by category</b>	<b>Amortised Cost</b>	<b>Amortised Cost</b>
<b><u>Financial Assets</u></b>		
Cash & cash Equivalents	1.47	44.73
<b>Total Financial assets</b>	<b>1.47</b>	<b>44.73</b>
<b><u>Financial Liabilities</u></b>		
Borrowings (including current maturity of long term borrowings and interest accrued)	67239.77	54384.73
Other Current Financial Liabilities	5970.61	8938.10
<b>Total financial liabilities</b>	<b>73210.38</b>	<b>63322.83</b>

**(i) Fair Value Hierarchy**

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

(₹ in Lakh)

Assets and liabilities which are measured at amortised cost for which fair values are disclosed	Level	As on 31st March 2021	As on 31 <sup>st</sup> March, 2020
Financial Assets		-	-
Total Financial Assets			
Financial Liabilities			
Borrowings		73849.10	53512.66
Other financial liabilities			
Deposits / retention money from contractors and others	2	-	-
Total financial liabilities	-	73849.10	53512.66

**Level 1:** Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity Instruments, traded bonds and mutual funds that have quoted price. The fair value of all equity instruments (including bonds) which are traded in the stock exchanges is valued using the closing price as at the reporting period. The mutual funds are valued using the closing NAV.

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

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

There are no transfers between levels 1 and 2 during the year.

The company's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

**(ii) Valuation technique used to determine fair value**

Specific valuation techniques used to value financial instruments include:

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

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

**(iii) Fair value of financial assets and liabilities measured at amortized cost**

(₹ in Lakh)

	As on 31st March 2021		As on 31st March, 2020	
Particulars	Carrying Amount	Fair value	Carrying Amount	Fair value
Financial Assets				
<b>Total Financial Assets</b>				
<b>Financial Liabilities</b>				
Borrowings(including current maturity of long term borrowings)	67239.77	73849.10	54384.73	53512.66
Other financial liabilities	-	-	-	-
<b>Total financial liabilities</b>	<b>67239.77</b>	<b>73849.10</b>	<b>54384.73</b>	<b>53312.66</b>

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

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

**27. Related party Transactions**

**(a) Holding Company**

Name of entity	Place of business / country of incorporation	Proportion of Ownership Interest	
		As on 31st March 2021	As on 31st March, 2020
Power Grid Corporation of India Limited	India	100%	100%

**(b) Subsidiaries of Holding Company**

Name of entity	Place of business/country of incorporation
POWERGRID Vizag Transmission Limited	India
POWERGRID NM Transmission Limited	India
POWERGRID Unchahar Transmission Limited	India
POWERGRID Kala Amb Transmission Limited	India
POWERGRID Jabalpur Transmission Limited	India
POWERGRID Warora Transmission Limited	India
POWERGRID Parli Transmission Limited	India
POWERGRID Southern Interconnector Transmission System Limited	India
POWERGRID Vemagiri Transmission Limited	India
POWERGRID Medinipur Jeerat Transmission Limited	India



POWERGRID Mithilanchal Transmission Limited (Erstwhile ERSS XXI Transmission Limited)	India
POWERGRID Jawaharpur Firozabad Transmission Limited (Erstwhile Jawaharpur Firozabad Transmission Limited)	India
POWERGRID Khetri Transmission System Limited (Erstwhile Khetri Transco Limited)	India
POWERGRID Bhuj Transmission Limited (Erstwhile Bhuj-II Transmission Limited)	India
POWERGRID Bhind Guna Transmission Limited (Erstwhile Bhind Guna Transmission Limited)	India
POWERGRID Ajmer Phagi Transmission Limited (Erstwhile Ajmer Phagi Transco Limited)	India
POWERGRID Fatehgarh Transmission Limited (Erstwhile Fatehgarh-II Transco Limited)	India
POWERGRID Rampur Sambhal Transmission Limited (Erstwhile Rampur Sambhal Transco Limited)	India
POWERGRID Meerut Simbhavali Transmission Limited (Erstwhile Meerut-Simbhavali Transmission Limited)	India
Central Transmission Utility of India Limited <sup>1</sup>	India
POWERGRID Ramgarh Transmission Limited (Erstwhile Ramgarh New Transmission Limited) <sup>2</sup>	India
Jaypee POWERGRID Limited <sup>3</sup>	India
Bikaner-II Bhiwadi Transco Limited <sup>4</sup>	India

<sup>1</sup> Incorporated on 28.12.2020.

<sup>2</sup> 100% equity acquired from REC Power Distribution Company Limited on 09.03.2021.

<sup>3</sup> Wholly owned subsidiary from 25.03.2021 (Joint venture till 24.03.2021).

<sup>4</sup> 100% equity acquired from PFC Consulting Limited on 25.03.2021.

### (c) Joint Ventures of Holding Company -

Name of entity	Place of business / Country of incorporation
Powerlinks Transmission Limited	India
Torrent Power Grid Limited	India
Jaypee POWERGRID Limited <sup>1</sup>	India
Parbati Koldam Transmission Company Limited	India
Teestavalley Power Transmission Limited <sup>2</sup>	India
North East Transmission Company Limited	India
National High Power Test Laboratory Private Limited	India
Bihar Grid Company Limited	India
Kalinga Bidyut Prasaran Nigam Private Limited <sup>3</sup>	India
Cross Border Power Transmission Company Limited	India
RINL POWERGRID TLT Private Limited <sup>4</sup>	India
Power Transmission Company Nepal Ltd	Nepal

<sup>1</sup> Joint venture till 24.03.2021 (Wholly owned subsidiary from 25.03.2021).

<sup>2</sup> POWERGRID & Teesta Urja Ltd are the Joint venture partners in Teestavalley Power Transmission Limited & holds 26% & 74 % equity, respectively as per Shareholding agreement. On call of additional equity by Teestavalley Power Transmission limited, POWERGRID contributed their share while the other JV partner has not yet contributed their share of money. Consequently, the holding of POWERGRID increased to 30.92% against 26% provided in shareholding agreement.

<sup>3</sup> The present status of the Company (M/s KBPNL) as per MCA website is "Strike Off".

<sup>4</sup> POWERGRID's Board of Directors in its meeting held on 01.05.2018 accorded in principle approval to close RINL Powergrid TLT Private Limited (RPTPL) and seek consent of other JV Partner Rashtriya Ispat Nigam Limited (RINL). RINL's Board of Directors in its meeting held on 01.03.2019 has agreed in principle for winding up proceedings of RPTPL & to seek the approval from Ministry of Steel, Government of India, for closure of RPTPL. RINL's Board of Directors in its meeting held on 05.11.2019 has advised to put up the closure proposal again to Ministry of steel for onward submission to NITI Ayog. The Approval from Government is awaited.

#### (d) Key Management Personnel

Name	Designation	Date of Appointment	Date of Separation
Shri B. Anantha Sarma	Chairman*	30/11/2020	Continuing
Shri Sanjai Gupta	Director*	02/07/2019	Continuing
Shri P. C. Garg	Director*	01/03/2021	Continuing
Shri G Ravi Sankar	Director*	07/08/2020	Continuing
Smt. Sangeeta Saxena	Director*	21/05/2020	Continuing
Shri Rajeev Kumar Chauhan	Chairman*	09/01/2019	31/10/2020
Mohammed Taj Mukarrum	Director*	27/03/2018	28/07/2020
Shri Deep Chandra Joshi	Director*	27/03/2018	31/07/2020
Shri S. D. Joshi	Director*	27/12/2019	28/02/2021
Shri Shyam Manohar Singh	CFO	23.01.2020	Continuing

\*Part time directors not the KMP of Company.

#### (e) Transactions with related parties

The following transactions occurred with related parties:

(₹ in Lakh)

Particulars	As on 31st March 2021	As on 31st March, 2020
<b>Power Grid Corporation of India Ltd. (Holding Company)</b>		
Consultancy Charges (excluding Taxes)	60.28	1913.59
Investments Received during the year (Equity)	4300.00	12500.00
Loan Received during the year	12179.37	33407.53
Interest on Loan	4295.53	2682.16

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

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

(₹ in Lakh)		
Particulars	As on 31st March 2021	As on 31st March, 2020
<b>Power Grid Corporation of India Ltd. (Holding Company)</b>		
Purchases of goods and services –Consultancy	-	636.11
Loans from Holding Company	65805.41	53626.04
Accrued Interest on Loan from Holding Company	1434.36	758.69

**28. Segment Information****Business Segment**

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

**29. Contingent Liabilities and contingent assets****Contingent Liabilities -**

Claims against the Company not acknowledged as debts – NIL (Previous Year – NIL)

**30. Capital and Other Commitments**

(₹ in Lakh)		
Particulars	As on 31st March 2021	As on 31st March, 2020
Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of Advances)	2056.90	8297.32

**31. Capital management****a) Risk Management**

The company's objectives when managing capital are to

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

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

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

Particulars	As on 31st March 2021	As on 31 <sup>st</sup> March, 2020
Long term debt (₹ in Lakh)	65805.41	53626.04
Equity (₹ in Lakh)	16805.59	12504.33
Long term debt to Equity ratio	80:20	81 : 19

No changes were made in the objectives, policies or processes for managing capital during the year ended 31<sup>st</sup> March, 2021 and 31<sup>st</sup> March, 2020.

### 32. Earnings per share

(Amount in ₹)

(a) Basic and diluted earnings per share attributable to the equity holders of the company	As on 31st March 2021	As on 31 <sup>st</sup> March, 2020
Basic and diluted earnings per share attributable to the equity holders of the company from Continuing operations	0.00	-

(₹ in Lakh)

(b) Reconciliation of earnings used as numerator in calculating earnings per share	As on 31st March 2021	As on 31 <sup>st</sup> March, 2020
Total Earnings attributable to the equity holders of the company	1.26	-

(No. of Shares)

(c) Weighted average number of shares used as the denominator	As on 31st March 2021	As on 31 <sup>st</sup> March, 2020
Total weighted average number of equity shares used as the denominator in calculating basic earnings per share	13,60,80,137	3,23,50,547

### 33. Financial Risk Management:

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

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

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

- a) Credit risk,
- b) Liquidity risk,
- c) Market risk.

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

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

#### **A) Credit Risk**

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

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

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

##### **(i) Trade Receivables and Unbilled Revenue**

The Company primarily provides transmission facilities to inter-state transmission service customers (DICs) comprising mainly state utilities owned by State Government. CERC tariff regulations allows payment against monthly bills towards transmission charges within a period of 45 days from the date of the bill and levy of charge on delayed payment beyond 45 days.

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

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

###### **• Cash and cash equivalents**

The Company held cash and cash equivalents of ₹ 1.47 Lakh as on 31<sup>st</sup> March, 2021 (₹ 44.73 Lakh as on 31<sup>st</sup> March, 2020). 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.

###### **○ Exposure to credit risk**

(₹ in Lakh)

Particulars	As on 31st March 2021	As on 31st March, 2020
Financial assets for which loss allowance is measured using 12 months Expected Credit Losses (ECL)		

Cash and cash equivalents	1.47	44.73
<b>Total</b>	<b>1.47</b>	<b>44.73</b>

○ **Provision for expected credit losses**

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

The Company has assets where the counter-parties have sufficient capacity to meet the obligations and where the risk of default is very low. At initial recognition, financial assets (excluding trade receivables and unbilled revenue) are considered as having negligible credit risk and the risk has not increased from initial recognition. Therefore expected credit loss provision is not required.

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

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

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

**B) Liquidity risk**

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

(i) Financing Arrangements

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

(ii) Maturities of financial liabilities

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

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

(₹ in Lakh)

<b>Contractual maturities of financial liabilities</b>	<b>Within a year</b>	<b>Between 1-5 years</b>	<b>Beyond 5 years</b>	<b>Total</b>
<b>As on 31st March 2021</b>				
Borrowings (including interest outflows)	5618.16	45000.04	60657.30	111275.50
Other Current Financial Liabilities	5970.61	-	-	5970.61
<b>Total</b>	<b>11588.77</b>	<b>45000.04</b>	<b>60657.30</b>	<b>117246.11</b>

<b>As on 31<sup>st</sup> March 2020</b>				
Borrowings (including interest outflows)	-	34643.00	65204.00	99847.00
Other Current financial liabilities	8938.10	-	-	8938.10
<b>Total</b>	<b>8938.10</b>	<b>34653.00</b>	<b>65204.00</b>	<b>108785.10</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.

### 34. Income Tax expense

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

#### (a) Income tax expense -

(₹ in Lakh)

Particulars	As on 31st March 2021	As on 31st March, 2020
<u>Current Tax</u>		
Current tax on profits for the year	0.30	-
<b>Total current tax expense (A)</b>	<b>0.30</b>	<b>-</b>
<u>Deferred tax expense</u>		
Originating and reversal of temporary differences	0.00	-
<b>Total deferred tax expense/(benefit) (B)</b>	<b>0.00</b>	<b>-</b>
<b>Income tax expense (A+B)</b>	<b>0.30</b>	<b>-</b>

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

The company had made a tax provision of ₹ 0.30 Lakh for the year ended 31st March, 2021 (for the Year FY 2019-20 ₹ Nil) towards current Tax.

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

**(₹ in Lakh)**

<b>Particulars</b>	<b>As on 31st March 2021</b>	<b>As on 31st March, 2020</b>
Profit before income tax expense	1.56	-
Tax using Company's Domestic Tax rate 25.168% (Previous Year: 25.168%)	0.30	-
<b>TAX EFFECT OF:</b>		
Adjustments for current tax of prior periods	-	-
Deferred Tax expense / (income)	-	-
<b>Tax Expenses recognized in statement of Profit &amp; Loss</b>	<b>0.30</b>	<b>-</b>

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

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

**36. A) Disclosure on Covid-19 Impact**

The company is mainly engaged in the business of transmission of electricity and the tariffs for the transmission services are regulated in terms of the CERC Tariff Regulations which provide for recovery of the annual transmission charges based on system availability. As per the Government of India guidelines, transmission units and services fall under the category of essential services and exempted from lockdown.

The company has considered various internal and external information available up to the date of approval of Financial Results and there has been no material impact on the operations of the company for the year ended 31<sup>st</sup> March 2021. The company will continue to monitor any material changes to future economic conditions.

**B) Recent Pronouncements**

The Ministry of Corporate Affairs ("MCA") through a notification dated March 24, 2021, has amended Division II of Schedule III of the Companies Act, 2013 w.e.f. April 1, 2021. The Company will assess and implement the amendments to Division II in FY 2021-22, as applicable.



37. a) Figures have been rounded off to nearest rupee in Lakh up to two decimal.  
b) The previous year figures have been reclassified/re-grouped to confirm to the current year's classification.

As per our report of even date attached.

**For M/S Dube Pandey & Co**  
ICAI FRN : 010593C  
Chartered Accountants

**ARVIND  
DUBE**

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**Arvind Dube**  
Partner  
Membership No. 77267

**Place: Lucknow**  
**Date: 01.06.2021**

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

**Anantha  
Sarma  
Boppudi  
B. Anantha Sarma  
Chairman  
DIN: 08742208**

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**Place: Gurugram**  
**Date: 01.06.2021**

**Ravisankar  
Ganesan  
G Ravi Sankar  
Director  
DIN: 08816101**

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**Place: Gurugram**  
**Date: 01.06.2021**

**SHYAM  
MANOHAR  
SINGH**

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cn=SHYAM MANOHAR SINGH  
Date: 2021.06.01 16:06:14 +05'30'

**S. M. Singh  
CFO  
Place: Lucknow  
Date: 01.06.2021**