

APRAAVA RENEWABLE ENERGY PRIVATE LIMITED
(formerly known as CLP Wind Farms (India) Private Limited)

Annual Report 2022-23

 **Energy in action™**

Apraava Energy Information Classification: PROPRIETARY

Corporate Information

Board of Directors	Mr. Rajiv Ranjan Mishra (DIN: 00131207) Mr. Naveen Munjal (DIN: 00230313) Mr. Samir Ashta (DIN: 01957618) Mr. Haziq Beg (DIN: 00063364) Ms. Sudipta Ghosh (DIN: 08785135)
Company Secretary	Ms. Shivangi Rajpopat (ACS 18770)
Statutory Auditors	M/s. B S R & Co. LLP, Chartered Accountants (ICAI Firm Registration No. 101248W/W-100022)
Cost Auditors	M/s. Kiran J. Mehta & Co. (ICAI Firm Registration No. 000025)
Secretarial Auditors	M/s. Nilesh Shah & Associates (ICSI Firm Registration No. P2003MH008800)
Registered Office	Plot No. D-1, 3 rd Floor, Salcon Ras Vilas, District Centre, Saket, New Delhi 110017
Corporate Office	7 th Floor, Fulcrum, Sahar Road, Andheri (East), Mumbai 400 099
Corporate Identification Number	U40106DL2008PTC241157

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APRAAVA RENEWABLE ENERGY PRIVATE LIMITED

BOARD'S REPORT

To the Members,

The Board of Directors of Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited) (the "Board") has pleasure in presenting the Fifteenth Annual Report and the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 March 2023 ("FY").

1. BACKGROUND

Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms India Private Limited) ("Apraava Renewable" / the "Company") is a wholly-owned subsidiary of Apraava Energy Private Limited (formerly known as CLP India Private Limited) ("Apraava Energy"). Apraava Energy is jointly owned by CLP Group, one of the largest investor-owned power businesses in Asia and Caisse de dépôt et placement du Québec (CDPQ), one of Canada's leading institutional fund managers.

The Company has various wind power plants spread across the states of Maharashtra, Gujarat, Rajasthan, Madhya Pradesh, Karnataka and Tamil Nadu. 774 MW of the total projects of the Company are currently operational. There is no change in the nature of business of the Company during the FY.

2. INDUSTRY AND ECONOMIC SCENARIO

India's commitment to achieve net zero emissions by 2070 and 50% of its electricity requirements from renewable energy (RE) by 2030 has been a major transformational change currently shaping the sector. In the last eight years, India has had the highest growth in RE capacity addition of any major country. In August 2022, the government introduced the Electricity (Amendment) Bill, 2022 in the lower house of parliament in response to its international climate obligations.

In August 2022, the government introduced the Electricity (Amendment) Bill, 2022 in the lower house of parliament in response to its international climate obligations. The Bill once approved will address the challenges for RE growth by providing payment security to generators, empower system operator with greater control and powers for handling RE and strengthen the regulatory and adjudicatory mechanism in the country. The Bill also takes next steps in offering greater choice to end consumers and paves the way for introducing competition in the distribution segment by enabling multiple distribution licensees in an area of supply.



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Wind Power - Key Trends in FY 2022-23

According to the Central Electricity Authority ("CEA"), the total wind capacity at the end of FY 23 was 42.63 Giga-Watts ("GWs") as against 40.35 GW in FY 22. Further, 41.26 BU of wind energy were generated till March 2023, nearly 10.5% higher than previous year. However, wind capacity addition has continued to witness a downward trend since FY 17, such that installed capacity of solar surpassed wind power in FY 21. Execution-related challenges, the COVID pandemic, tight financing environment, falling costs of solar power and delays among regulators in tariff adoption are some of the key factors that have resulted in slowing down the pace of new wind power capacity addition.

Outlook for FY 24

In FY 23, the peak demand increased by 6.3% to 215.93 GW from 203 GW witnessed in FY 22. The energy demand increased by 9.5% to 1,511 BU in FY 23 as against 1,379 BU in FY 22. According to CEA, over the next five years, the growth in peak and energy demand is likely to moderate at 5.4 to 6.0 % and 6.4% to 6.7% respectively. For FY 24, the CEA has projected a peak demand and energy demand of 230 GW and 1,600 BU respectively.

India has set an ambitious target of adding up to 500 GW of RE capacity and aims to achieve 50% share in energy mix from RE by 2030. The incremental capacity additions on supply side are expected to be dominated by solar. According to CEA, there is a healthy pipeline of 92.5 GW and 25 GW of under construction / planned solar and wind capacity by FY27. The robust pipeline will support the capacity addition for both solar and wind in FY24.

Several policy actions that were taken in FY22 on some of the legacy issues such as enforcement of contractual obligations, change in law claims, payment security mechanism and timely payments to generators etc. contributed favorably to the overall health of the sector. In FY23, more policy initiatives were taken for introducing a uniform trajectory of RPOs on discoms, rules for green inter-state open access for C&I consumers, policy for bidding 50 GW of RE capacity per annum from FY24 to FY28, with at least 10 GW of wind capacity, PM-Gati National Master Plan for monitoring development of RE projects and its associated transmission evacuation systems etc.

The Company is committed to the vision of its Shareholders of clean energy transition and aims to enhance its investments in carbon neutral greenfield projects.



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3. Financial Results

Particulars	(Amount in INR Mn.)	
	Standalone	
	2022-23	2021-22
Revenue from Operations	6,730.35	7,285.39
Other Income	546.72	144.54
Profit before Depreciation, Finance Costs, Exceptional Items and Tax Expense	5,302.34	5,494.15
Less: Provision for Depreciation / Amortisation / Impairment	2,005.40	2,004.16
Profit before Finance Costs, Exceptional Items and Tax Expense	3,296.94	3,489.99
Less: Finance Costs	683.09	815.78
Profit before Exceptional Items and Tax Expense	2,613.85	2,674.21
Add / Less: Exceptional Items	-	--
Net Profit before Tax Expense	2,613.85	2,674.21
Provision for Tax [including deferred tax (expense)/saving]	405.67	626.74
Net Profit after Tax	2,208.18	2,047.47
Other Comprehensive Income (net of tax)	23.00	68.78
Total Comprehensive Income (A)	2,231.18	2,116.25
Balance of Profit brought forward (B)	12,545.01	10,471.54
Balance available for appropriation (A+B)	14,776.19	12,587.79
Proposed Dividend on Equity Shares	-	--
Transfer to General Reserve	-	--
Transfer (to)/from debenture redemption reserve (C)	163.56	(42.78)
Retained Earnings + Other Reserve (A+B+C)	14,939.75	12,545.01

4. OPERATIONAL PERFORMANCE

The Company has various wind power plants spread across the states of Maharashtra, Gujarat, Rajasthan, Madhya Pradesh, Karnataka and Tamil Nadu. The plant availability across this fleet for FY 2022-23 was 92.55% (previous year 96.54%). The generation (in million units) for FY 2022-23 was 1299.89 as compared to 1,403.6 for the same period in FY 2021-22. The shortfall in generation in comparison to the prior year being primarily on account of exceptionally low wind resources experienced in India during the period.



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5. TRANSFER TO RESERVES

INR 163.56 Mn. has been transferred from the Debenture Redemption Reserve ("DRR"). (INR 42.78 Mn., transferred to the DRR for FY 2021-22). During the FY, the Board has decided not to transfer any amount to the Free Reserves.

6. SHARE CAPITAL

During the FY, there was no change in the Authorized and Paid-Up Share Capital of the Company. The Authorised Share Capital and the Paid-Up Equity Share Capital of the Company, as on 31 March 2023 was INR 12.5 Bn. and INR 7.55 Bn respectively. The Preference Share Capital of the Company, as on 31 March 2023 was INR 1.56 Bn. The Company in FY 2020-21, had filed a petition before the Hon'ble National Company Law Tribunal ("NCLT"), New Delhi, Bench-II at New Delhi for approving the scheme of capital reduction, whereby it has proposed to reduce its excess share capital of INR 3,019.78 Mn. and return to its parent company i.e., Apraava Energy. The said scheme is pending before the NCLT as on the date of this report.

7. DIVIDEND

The Board has decided not to recommend any dividend on equity shares of the Company for the FY 2022-23 in order to conserve the resources of the Company. Further, the provisions of Section 125(2) of the Companies Act, 2013 (the "Act"), with respect to transfer of unclaimed dividend to Investor Education and Protection Fund, do not apply since no dividend has been declared and paid in respect of the equity shares issued by the Company, since incorporation.

8. NON-CONVERTIBLE DEBENTURES

The Company had the following series of Non-convertible Debentures ("NCDs") issued and outstanding at the beginning of the FY, i.e. on 01 April 2022:

Sr. No.	Particulars of the NCDs Issued	Date of Issue	Date of Redemption	Issue Size (in INR Mn.)	Outstanding as on 01 April 2022 (in INR Mn.)
1	Privately Placed, Rated, Taxable Unlisted, Secured, Redeemable, Non-Convertible Debentures	29 September 2020	Series II – 13.10.2023	100 Mn.	100Mn.
2.		29 September 2020	Series I – 13.10.2022 Series II – 13.10.2023	296.9 Mn.	296.9 Mn.



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Of the above, Series I NCDs issued on 13 October 2020 aggregating INR 196.9 Mn. were redeemed on 13 October 2022.

Details of Debenture Trustees and the Registrar and Transfer Agents for the NCDs issued by the Company, are as under:

Debenture Trustee

IDBI Trusteeship Services Limited

Asian Building, Ground Floor, 17, R. Kamani Marg, Ballard Estate, Mumbai 400 001.

Website: www.idbitrustee.com Tel: +91 22 4080 7000, Fax: +91 22 6631 1776.

e-mail: itsl@idbitrustee.com, response@idbitrustee.com

Registrar and Transfer Agent

Kfin Technologies Limited

(formerly known as Kfin Technologies Private Limited)

Selenium Tower B, Plot 31-32, Gachibowli

Financial District, Nanakramguda

Hyderabad 500 032.

Website: <https://ris.kfintech.com/>

Tel: +91 040 6716 2222, Fax: +91 040 2300 1153

e-mail: einward.ris@kfintech.com

Pursuant to Section 124 of the Act, there were no cases of unclaimed principal and / or interest amounts on the NCD's issued by the Company, which were required to be transferred to the Investor Education and Protection Fund.

9. OVERVIEW OF SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

As on 31 March 2023, the Company has 2 wholly-owned subsidiaries viz., Gale Solarfarms Limited and Tornado Solarfarms Limited. A statement containing the salient features of the subsidiaries of the Company as on 31 March 2023 in Form AOC-1, is enclosed as **Annexure 'A'**. Pursuant to Rule 6 of the Companies (Accounts) Rules, 2014, the Company is exempted from the consolidation of the accounts of its aforesaid subsidiaries as the same are consolidated with the accounts of Company's holding company viz., Apraava Energy.

10. CREDIT RATING

During the FY, Rating Agencies reaffirmed / issued ratings to the Company, as under:



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Instrument	Name of the credit rating agency	Date on which the credit rating was obtained	Original Credit Rating	Revision in the credit rating			Reasons provided by the rating agency for downward revision, if any
				Whether yes / no, if yes, date of revision	Revised credit rating	Whether revision upward or downward	
Non -Convertible Débentures INR 1,000 Mn.	India Ratings and Research Private Limited	20-December-2022	IND AA/Stable (Affirmed)	No	Not Applicable		
External Commercial Borrowings INR 1810.2 Mn. (USD 22.18 Mn)		20-December-2022	IND AA/Stable (Affirmed)	No	Not Applicable		
Rupee Term Loan INR 5183.1Mn.		20-December-2022	IND AA/Stable (Affirmed)	No	Not Applicable		
Commercial Paper INR 4,000 Mn.		20-December-2022	IND A1+	No	Not Applicable		

11. RISK MANAGEMENT AND INTERNAL CONTROLS

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Assessments to identify risk areas are carried out, from time to time and the Management is briefed on the potential risks in advance to enable the Company to manage risks through a properly defined plan. The Company has established and adopted an Enterprise Risk Management ("ERM") Framework for identification and mitigation of risks from time to time. The ERM Framework aids appropriate risk identification, assessment and monitoring practices, supplemented by a risk reporting framework. The risks are classified as environmental, strategic, legal & regulatory, financial, operational, people and project risks. The Board is periodically apprised of the business risks identified and the actions taken to manage them. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities.

Apraava's structure of internal control is based on the internationally recognised COSO (Committee of Sponsoring Organization of the Treadway Commission) 2013 integrated framework. This comprised 17 principles under the five COSO components, namely Control



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Environment, Risk Assessments, Control Activities, Information & Communication, and Monitoring Activities, in assessing the effectiveness of internal controls in the areas of Operations, Compliance and Reporting. The Management has reviewed the design, adequacy and operating effectiveness of the Internal Financial Controls of the Company. The documentation of process maps, key controls, standard operating procedures and risk registers has been completed for all businesses and functions.

Further, during FY 2022-23, Management testing has been conducted on a sample basis for all key processes. The Internal Controls team has also conducted a review of the Internal Financial Controls. There are no material unaddressed Internal Financial Controls related observations outstanding as at 31 March 2023.

Based on the above, the Board believes that adequate Internal Financial Controls exist and are effective.

12. HUMAN RESOURCES

The Company recognizes people as its most valuable asset, and it has built an open and transparent culture. The Company had 110 permanent employees on its rolls as at 31 March 2023. The Company is committed to the highest standards of health, safety and security for its employees and business associates and to operate in a healthy and safe environment.

13. CORPORATE SUSTAINABILITY AND CORPORATE SOCIAL RESPONSIBILITY

Corporate Social Responsibility ("CSR") is deeply rooted in the Company's business philosophy. The Company is committed to protection of environment as well as social culture. The Company has a CSR Policy that outlines the thrust areas of focus viz., Education and Training, Healthcare & Sanitation and Sustainable communities. The CSR Policy contains references to the broad contours of the Company's CSR programmes.

The Company partnered with the Akshaya Patra Foundation and co-funded with other corporates for a mid-day meal kitchen at Jorhat, Assam. The kitchen has a feeding capacity to cover over 30,000 mid-day meals a day. The kitchen was inaugurated in July 2022. Further, the Company also continued its mid-day meal support to 10,000 children at Nawabpet, Mahabubnagar district at Telangana.

At the north-east, the Company supported improvement of village infrastructure of a road construction project at Pudunamei village at Senapati district, Manipur and extended its support to Zadima village at Kohima district in Nagaland by provision of a power back up system for village community hall, village council block and facilities.



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Integrated village development initiatives were undertaken in communities around Sidhpur, Samana, Mahidad, Jath, Theni and Sakri projects. Water initiatives included construction and repair of farm ponds, check dams, de-siltation, rainwater harvesting structures and strengthening of drinking water infrastructure. Gram Shiksha Kendra continued to offer multiple benefits for the rural communities in villages around Samana and Mahidad. Further, women Self Help Groups were supported through capacity building and entrepreneurial training. Support to women farmers in Theni and skilling them progressed well during the reporting period.

Mobile medical van project provided primary health services to 32 villages around Company's Andhra Lake project, benefitting of 18,000 people.

The Company, in partnership with Grow Trees planted over 31,000 trees in Ramtek, Maharashtra situated by the fringe of the 'Pench Tiger Reserve' and in the periphery of Kumbhalgarh wildlife sanctuary in Rajasthan. In addition to environmental benefits, the project also generated local employment for rural community with fifty percent being women beneficiaries.

The Company also executed a women empowerment programme at Thane, Mumbai. The programme interventions included nutrition supplement, medical support, literacy skills, life skill training, counselling, and vocational skills support to girls from four government shelter homes and at the Kshamata Transformation Center.

Through a Children's Home at Bhaje in Maharashtra, the Company continued to support 112 orphan girls close to Company's Andhra Lake site.

The Annual Report on CSR Activities for the FY 2022-23 is enclosed as **Annexure 'B'**.

14. DEPOSITS

The Company did not hold any public deposits at the beginning of the FY, nor has it accepted any public deposits during the FY. Accordingly, the disclosures required pursuant to Rule 8(5)(iv) of the Companies (Accounts) Rules, 2014 and Rule 2(1)(c) of the Companies (Acceptance of Deposits) Rules, 2014 are not applicable to the Company.

15. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The provisions of Section 186 of the Act (excluding sub-section 1) pertaining to granting of loans to any persons or bodies corporate and giving of guarantees or providing security in connection with loans to any other bodies corporate or persons are not applicable to the Company, since the Company is engaged in the business of providing infrastructural



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facilities. The Company has not made loans or given guarantees or provided security to other bodies corporate, nor has it made any investments during the FY.

16. DIRECTORS

The composition of the Board as on 31 March 2023 is, as under:

Sr. No.	Name
1	Mr. Rajiv Ranjan Mishra
2	Mr. Naveen Munjal
3	Mr. Mahesh Makhija
4	Mr. Samir Ashta
5	Ms. Sudipta Ghosh
6	Mr. Malcolm Wrigley

Mr. Mahesh Makhija (DIN: 01103300) and Mr. Malcolm Wrigley resigned as Directors of the Company with effect from end of business hours on 31 March 2023 and 31 May 2023, respectively.

Ms. Sudipta Ghosh (DIN: 08785135) and Mr. Haziq Beg (00063364) were appointed as Additional Directors of the Company with effect from 30 March 2023 and 20 June 2023, respectively, and they hold office upto the date of the ensuing Annual General Meeting. The Company has received a notice under Section 160 of the Act, from a Member signifying its intention to propose the candidatures of Ms. Ghosh and Mr. Beg to the office of Directors. The Board considers the appointments of Ms. Ghosh and Mr. Beg to be in the interest of the Company and recommends the same to the Members for their approval.

None of the Directors of the Company had any pecuniary relationships or transactions with the Company during the FY, unless specified elsewhere in this report or the financial statements for the FY.

17. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge and ability, confirm that:

- in the preparation of the annual accounts for the FY 2022-23, the applicable accounting standards and guidance provided by The Institute of Chartered Accountants of India have been followed and that there are no material departures thereof;
- they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the FY and of the



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- profit and cash flows of the Company for the FY;
- c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
 - d) they have prepared the annual accounts on a going concern basis; and
 - e) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

18. CORPORATE GOVERNANCE

The Company recognizes its role as a corporate citizen and endeavors to adopt the best practices and the highest standards of corporate governance through transparency in business ethics, accountability to its customers, Government and others.

a. Board Meetings

During the FY 2022-23, four meetings of the Board were held on the following dates: 20 June 2022, 16 September 2022, 16 December 2022 and 23 February 2023. The details of Directors, their attendance at Board Meetings and at the previous Annual General Meeting ("AGM") of the Company are, given below:

Name of Director	Board Meetings		Whether present at previous AGM held on 08 July 2022
	Held	Attended	
Mr. Rajiv Ranjan Mishra	4	2	Yes
Mr. Naveen Munjal	4	2	No
Mr. Mahesh Makhija [§]	4	2	No
Mr. Samir Ashta	4	3	No
Mr. Malcolm Wrigley [#]	4	4	No
Ms. Sudipta Ghosh [*]	-	-	-

[§] Resigned as a Director of the Company with effect from 31 March 2023.

^{*}Appointed as an Additional Director with effect from 30 March 2023.

b. Committees of the Board



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The Board has constituted Committees with specific terms of reference / scope to focus effectively on separate issues interfacing the Company. The Company Secretary acts as the Secretary to all the Committees. The Committees meets at regular intervals depending on the business requirement or takes decisions by Circular Resolutions in case of urgent matters.

i) Corporate Social Responsibility ("CSR") Committee

The CSR Committee, as on 31 March 2023, comprised Mr. Rajiv Ranjan Mishra, as Chairman, Mr. Naveen Munjal, Mr. Samir Ashta, Mr. Malcolm Wrigley and Mr. Mahesh Makhija. However, Mr. Mahesh Makhija and Mr. Malcolm Wrigley ceased to be the Members with effect from the end of business hours on 31 March 2023 and Ms. Sudipta Ghosh was appointed as the Member of the Committee with effect from 1st April 2023.

During the FY 2022-23, one meeting of the CSR Committee was held on 20 June 2022. The attendance of its Members at its Meeting held during FY 2022-23 is, given below:

Name of the Member	No. of Meetings	
	Held	Attended
Mr. Rajiv Ranjan Mishra	1	0
Mr. Naveen Munjal	1	0
Mr. Mahesh Makhija	1	1
Mr. Samir Ashta	1	0
Mr. Malcolm Wrigley	1	1

ii) Funding & Treasury ("F&T") Committee

The F&T Committee, as on 31 March 2023, comprised Mr. Rajiv Ranjan Mishra as Chairman, Mr. Mahesh Makhija and Mr. Samir Ashta. However, Mr. Mahesh Makhija ceased to be the Member with effect from the end of business hours on 31 March 2023 and Ms. Sudipta Ghosh was appointed as the Member of the Committee with effect from 1st April 2023.

During the FY 2022-23, two Meetings of the F&T Committee was held on 11 October 2022 and 17 March 2023 which was attended by all the Members of the Committee.

c. Secretarial Standards

The Company is follows SS -1, i.e. Secretarial Standard on Meetings of the Board of Directors and SS – 2 i.e. Secretarial Standard on General Meetings, issued by the Institute of Company



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Secretaries of India. This Annual Report has been prepared based on recommendations provided in the 'Guidance Note on Report of the Board of Directors' issued by the Institute of Company Secretaries of India under SS – 4 i.e. Secretarial Standard on the Report of the Board of Directors.

19. COMPLIANCE MANAGEMENT SYSTEM

Apraava Renewable has a robust compliance management system which is a comprehensive framework for monitoring compliances with laws and internal policies. Compliance reviews take place multiple levels :

- Business and corporate functions ensure implementation of law through checks and controls in their internal processes;
- All compliances applicable to Apraava Energy group companies are mapped into the Compliance Management System and are confirmed by the users of the tool, classified as owners and reviewers, at prescribed frequency set in the tool, to enable generation of Compliance Reports.
- The Compliance Management System is updated on a monthly basis and is subject to periodic audit by the Internal Auditor.

20. DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance towards sexual harassment at the workplace and has adopted a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 and the rules thereunder. An Internal Complaints Committee has been constituted to redress complaints received regarding sexual harassment. All employees (permanent, contractual, temporary, trainees) are covered under this policy. During the FY, the Company has not received any complaint of sexual harassment.

21. AUDITORS

22.1. Statutory Auditors

M/s. B S R & Co. LLP, Chartered Accountants (FRN 101248W/W-100022) have been appointed as the Statutory Auditors of the Company to hold office from the conclusion of the Fourteenth AGM till the conclusion of the Nineteenth AGM of the Company to be held in the year 2027, i.e., for a period of 5 (Five) years. The Statutory Auditors' report for the FY does not contain any qualification, reservation, adverse remark or disclaimer. The Auditors' Report is published elsewhere in this Annual Report.



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The Statutory Auditors' report for the FY does not contain any qualification, reservation, adverse remark or disclaimer. The Auditors' Report is published elsewhere in this Annual Report.

22.2 Secretarial Auditors

As required under Section 204 of the Act and rules made thereunder, the Board had appointed M/s. Nilesh Shah & Associates, Practicing Company Secretaries, as Secretarial Auditors of the Company for the FY. The Secretarial Auditors' Report for the FY does not contain any qualification, reservation, adverse remark or disclaimer. The Secretarial Auditors' Report is enclosed as **Annexure C**.

22.3 Cost Auditors

As per section 148 of the Act, the Company is required to have the audit of its cost records conducted by a Cost Accountant in practice. The Board had appointed M/s. Kiran J. Mehta & Co. as the Cost Auditors of the Company for the FY. The Cost Auditors' Report for the FY does not contain any qualification, reservation, adverse remark or disclaimer. The Cost Auditors' Report is enclosed as **Annexure D**.

Further, the Board has proposed the re-appointment of M/s. Kiran J. Mehta & Co. as the Cost Auditors of the Company for the FY ending 31 March 2023, at a remuneration of INR 0.37 Mn. exclusive of taxes and out of pocket expenses, which shall be subject to ratification / approval by the shareholders at the ensuing AGM. M/s. Kiran J. Mehta & Co. have vast experience in the field of cost audit and have conducted the audit of the cost records of the Company for the past several years.

22.4 Internal Auditor

As required under Section 138 of the Act and Rule 13 of the Companies (Accounts) Rules, 2014, the Board has appointed Mr. Surender Nagarajan, who is an employee of the holding company, Apraava Energy and a Chartered Accountant, as the Internal Auditor of the Company.

22. FRAUDS REPORTED BY THE AUDITORS

During the FY, none of the Auditors have reported any fraud in terms of Section 143(12) of the Act.



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23. MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION OF THE COMPANY

There have been no material changes or commitments, affecting the financial position of the Company, which have occurred between the end of the FY to which the financial statements relate, i.e. 31 March 2023 and 20 June 2023, being the date of this Report.

24. SIGNIFICANT AND MATERIAL ORDERS

There have been no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

25. RELATED PARTY TRANSACTIONS

During the FY, the Company has not entered into any transactions with Related Parties which are not in its ordinary course of business or not on an arm's length basis and which require disclosure in this Report in terms of the provisions of Section 188(1) of the Act. A Statement containing details of material contracts or arrangements or transactions with Related Parties on an arm's length basis with respect to transactions as required under Section 188(1) of the Act, in the prescribed Form AOC-2, is enclosed as **Annexure E**. Further, details of the Related Party Transactions, as required to be disclosed pursuant to Ind AS 24 and under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014, are given in the Notes to the Financial Statements.

26. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

26.1. Conservation of Energy and Technology Absorption:

The operations of the Company are not energy intensive and do not involve substantial utilisation of energy. In view of the same, no additional measures / initiatives have been taken towards energy conservation and technology absorption during the FY 2022-23.

26.2. Foreign Exchange Earnings and Outgo:

Foreign Exchange earned in terms of actual inflows during the FY was INR 36.44 Mn. (previous FY INR 20.34 Mn.) and the Foreign Exchange Outgo during the FY in terms of actual outflows, was INR 161.05 Mn. (previous FY INR 106.04 Mn.) (excluding foreign exchange loan repayment).



APRAAVA RENEWABLE ENERGY PRIVATE LIMITED

27. VIGIL MECHANISM

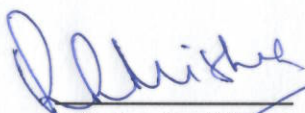
The Company has established a Vigil Mechanism for its Directors, senior management personnel and all other employees of the company. The Company encourages employees and related third parties (e.g. customers, suppliers, etc., who deal with the Company) to raise concerns about misconducts, actual or suspected fraud, violation of the Code of Conduct, malpractices or irregularities in any matters related to the Company as defined in the policy. The policy provides for adequate safeguards against victimization of persons (whistleblowers) who use it.

The Vigil Mechanism / Whistle-blowing policy was last revised on 30 June 2021. In accordance with the Act and Rules made thereunder, the Board of Directors has nominated Mr. Naveen Munjal, Director, for the purpose of vigil mechanism to whom other directors and employees may report their concerns.

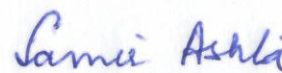
28. ACKNOWLEDGEMENT

The Directors would like to place on record their gratitude for the valuable guidance and support received from various government and regulatory agencies and to convey their appreciation to the shareholders, customers, bankers, vendors and all other business associates for the continuous support extended by them to the Company. The Directors also place on record their appreciation for the commitment, commendable efforts, teamwork and professionalism of all the employees of the Company.

For and on behalf of the Board of Directors of
Apraava Renewable Energy Private Limited
(formerly known as CLP Wind Farms (India) Private Limited)



Rajiv Ranjan Mishra
Director
DIN: 00131207



Samir Ashta
Director
DIN: 01957618

Date: 20 June 2023
Place: Mumbai



Annexure A**Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures

Part "A": Subsidiaries

(INR Mn.)		
Sr. No.	1	2
Name of the subsidiary	Gale Solarfarms Limited	Tornado Solarfarms Limited
Reporting period for the subsidiary concerned, if different from the holding company's reporting period		
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	Not Applicable	Not Applicable
Share capital	600.00	240.00
Reserves & surplus	(508.22)	(128.14)
Total assets	2,905.86	1,191.14
Total Liabilities	2,814.08	1,079.28
Investments (including non-current investments)	--	--
Turnover	326.13	151.28
Profit / (Loss) before taxation	(18.18)	(32.25)
Provision for taxation	5.76	8.38
Profit / (Loss) after taxation	(23.94)	7.89
Proposed Dividend	--	--
% of shareholding	100%	100%
Date of becoming Subsidiary Company	25-Mar-19	22-Nov-18

Notes: The following information shall be furnished at the end of the statement:

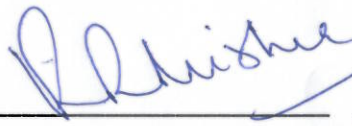
- Names of subsidiaries which are yet to commence operations – **Not Applicable**
- Names of subsidiaries which have been liquidated or sold during the year. – **Not Applicable**

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

1. Names of associates or joint ventures which are yet to commence operations – **Not Applicable**
2. Names of associates or joint ventures which have been liquidated or sold during the year – **Not Applicable.**

**For and on behalf of the Board of Directors of
Apraava Renewable Energy Private Limited
(formerly known as CLP Wind Farms (India) Private Limited**



**Rajiv Ranjan Mishra
Director
DIN: 00131207**



**Samir Ashta
Director
DIN: 01957618**

**Date: 20 June 2023
Place: Mumbai**

ANNUAL REPORT ON CSR ACTIVITIES FOR THE FINANCIAL YEAR 2022-23

Apraava Renewable Energy Private Limited
(formerly known as CLP Wind Farms (India) Private Limited)

1. Brief outline on Corporate Social Responsibility Policy of the Company

The Corporate Social Responsibility ("CSR") Policy of Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited) (the "Company" / "Apraava Renewable") establishes a common and coherent approach to CSR and facilitates an organised and efficient deployment of the Company's resources in order to contribute to the development of the communities in which it serves. The Company is committed to socially responsible corporate growth. It seeks to be an active participant in the social and economic development of the communities in which it operates, while meeting the interests of all its stakeholders. The CSR Policy's vision is that "every child, youth, and adult, has a reason to believe in the prospect of a better future", and the Policy articulates the "Implementation Strategy", which would guide the Company for implementing its future CSR programmes. The Company supports initiatives that encourage youth and women empowerment as a cross-cutting theme while doing locally relevant programmes. Broader thematic focus areas include Education & Training, Healthcare & Sanitation and Sustainable Communities. Apraava Renewable engages in long-term partnerships with credible national, regional and local community organizations, non-governmental and charitable organisations. The Apraava Energy group, of which the Company is a part, focuses on projects or programmes that offer an opportunity for its employees to be involved in and volunteer to make a positive impact on the communities. The Company also evaluates its community initiatives and the outcome and impact that they could achieve on a regular basis.

2. Composition of CSR Committee

Sr. No.	Name of the Member	Designation / Nature of Directorship	Number of Meetings of CSR Committee held during the year	Number of Meetings of CSR Committee attended during the year
1.	Mr. Rajiv Ranjan Mishra	Director	1	Nil
2.	Mr. Naveen Munjal	Director	1	Nil
3.	Mr. Samir Ashta	Director	1	1
4.	Mr. Malcolm Wrigley	Director	1	1
5.	Mr. Mahesh Makhija*	Director	1	1

*Mr. Mahesh Makhija ceased to be a Member of the Committee with effect from 31 March 2023.

The CSR Committee, as on 31 March 2023, comprised Mr. Rajiv Ranjan Mishra, as Chairman, Mr. Naveen Munjal, Mr. Samir Ashta, Mr. Malcolm Wrigley and Mr. Mahesh Makhija. However, Mr. Mahesh Makhija and Mr. Malcolm Wrigley ceased to be the Members with effect from the end of business hours on 31 March 2023 and Ms. Sudipta Ghosh was appointed as the Member of the Committee with effect from 1st April 2023.

3. Provide the web-link where composition of CSR Committee, CSR Policy and CSR Projects approved by the Board are disclosed on the website of the Company

Not Applicable

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach report)

Impact assessment study for the company's Samana and Mahidad wind farm CSR projects was initiated during the financial year. Tata Institute of Social Sciences has been engaged to carry out this study. Data collection, field visits and assessment tools are progressing. We expect the study to conclude during the financial year 2023-24.

5. (a) Average Net Profit of the Company as per sub-section (5) of Section 135

INR 2,817,020,364

5 (b) Two percent of average net profit of the Company as per sub-section (5) of Section 135

INR 56,340,407

5 (c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years

Not Applicable

5 (d) Amount required to be set off for the financial year, if any

827,638

(Out of the above, INR 739,461 has been utilised for set-off from the excess amount spent in FY 2020-21 and INR 88,177 has been utilised for set-off from the excess amount spent in FY 2021-22. The amount of INR 3,636,555 from FY 2021-22 shall still remain available for set-off after the above utilisation up to FY 2024-25.)

5 (e) Total CSR obligation for financial year [(5b+5c-5d)]

INR 51,876,214

6 (a) CSR Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project)

INR 52,299,743

6 (b) Amount spent in Administrative overheads

INR 2,614,987

6 (c) Amount spent on Impact Assessment, if applicable

INR 598,039

6 (d) Total amount spent for the Financial Year [(a)+(b)+(c)]

INR 55,512,769

6 (e) CSR amount spent or unspent for the Financial Year

Total Amount Spent for the Financial Year 2022-23 (INR)	Amount Unspent (INR)				
	Total Amount transferred to Unspent CSR Account as per sub-section 6 of Section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section 5 of Section 135		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
55,512,769	1,254,999*	24 April 2023	Not Applicable		
	1,316,447**	25 April 2023			
	354,006**	25 April 2023			

*Unutilised amount for FY 2022-23 transferred by the Company to the Company's unspent CSR account.

**Represents the CSR funds disbursed by the Company to the implementing partners and which remained unspent as on 31 March 2023. The said unutilised amounts for FY 2022-23 have been transferred by the respective implementing partners, to the Company's Unspent CSR account.

6 (f) Excess amount for set off, if any

Sr. No.	Particulars	Amount (INR)
i.	Two percent of average net profit of the Company as per sub-section (5) of section 135	56,340,407
ii.	Total amount spent for the Financial Year	55,512,769
iii.	Excess amount spent for the financial year [(ii)-(i)]	827,638
iv.	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	--
v.	Amount available for set off in succeeding financial years [(iii)-(iv)]	--

7. Details of Unspent CSR amount for the preceding three financial years

1	2	3	4	5	6			7	8
Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (INR)	Balance Amount in Unspent CSR Account under sub-section (6) of Section 135 (INR)	Amount spent in the reporting Financial Year (INR)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (INR)	Deficiency, if any
					Name of the Fund	Amount (INR)	Date of transfer		
1	FY 2020-21	Nil	Nil	Nil				Nil	Nil
2	FY 2021-22	16,534,942	Nil*	15,218,496	Not Applicable			1,316,446	--

*INR 2,789.03 which represents interest on the balances in unspent CSR account credited from time to time during the year is the balance amount unspent during the FY which will be transferred to the Prime Minister's National Relief Fund by 30 September 2023.

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year

No

If yes, enter the number of Capital assets created/ acquired

Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Sr. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pin Code of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner
---------	---	--------------------------------------	------------------	----------------------------	---

(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address
Not applicable							

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries).

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per sub-section (5) of section 135.

Not applicable

Rajiv Ranjan Mishra
DIN: 00131207
Chairman, CSR Committee
Director

Samir Ashta
DIN: 01957618
Member, CSR Committee
Director

Date: 20 June 2023

Place: Mumbai

NILESH SHAH & ASSOCIATES

Company Secretaries

UDIN: F008063E000518936

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

For the Financial Year Ended March 31, 2023

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

To,
The Members,
APRAAVA RENEWABLE ENERGY PRIVATE LIMITED
(Formerly known as CLP Wind Farms (India) Private Limited)
Plot No. D-1, 3rd Floor, Salcon Ras Vilas,
District Centre, Saket New Delhi 110 017

Dear Sir / Madam,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good Corporate Governance practice by **APRAAVA RENEWABLE ENERGY PRIVATE LIMITED (formerly known as CLP Wind Farms (India) Private Limited)** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

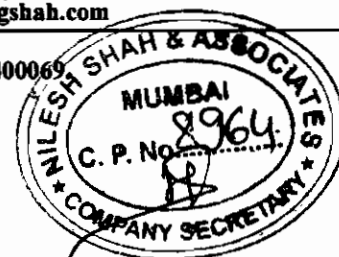
Based on our verification of the Company's books, papers, minute books, forms and returns filed with regulatory authorities and other records maintained by the Company, the information to the extent provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to us and the representations made by the Management, we hereby report that in our opinion, the Company has during the audit period covering the financial year ended on 31st March, 2023, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We further report that maintenance of proper and updated books, papers, minutes books, filing of forms and returns with applicable regulatory authorities and maintaining other records is the responsibility of management and of the Company. Our responsibility is to verify the content of the documents and returns produced before us, make objective evaluation of the content in respect of compliance and report thereon.

We have examined on test basis, the books, papers, minute books, forms and returns filed and other records maintained by the Company and produced before us for the financial year ended March 31, 2023, according to the provisions of:

211-(Back Side) 2nd Floor, Building No.1, Sona Udyog, Parsi Panchayat Road, Extn. Of Old Nagardas Road, Andheri (East), Mumbai- 400 069. Tel.: 2820 7824/ 2820 3582 E-mail : nilesh@ngshah.com

1011, C Wing, Shivam Centrium, Next to D'Mart, Sahar Road, Andheri (East), Mumbai - 400069
Tel.: 9820180091 Email: nilesh@ngshah.com; ngshah.cs@gmail.com



NILESH SHAH & ASSOCIATES

Company Secretaries

- (i) The Companies Act, 2013 and the rules made there under;
- (ii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iii) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECB), to the extent applicable to the Company;

We have also in-principally verified systems and mechanism which is in place and followed by the Company to ensure Compliance of other applicable Laws etc. as applicable to the Company). We have also relied on the representations made by the Company and its Officers in respect of systems and mechanism formed / followed by the Company for compliances of other applicable Acts, Laws and Regulations and found the satisfactory operation of the same.

We have also examined the compliance with the applicable clauses of the Secretarial Standards (SS-1 and SS-2) issued by the Institute of Company Secretaries of India under the provisions of the Companies Act, 2013.

Based on aforesaid information provided by the Company, we report that during the financial year under report, the Company has complied with the provisions of the aforementioned Acts including applicable provisions of the Companies Act, 2013 and Rules, Regulations, Guidelines, Standards etc. mentioned hereinabove and we have no observation or instances of non-Compliance in respect of the same.

We further report that:

The Board of Directors of the Company is properly constituted. The Appointment and Resignation of Directors were made in due compliance of the provision of the Act. The Board of Directors of the Company was constituted with Non-Executive Non Independent Directors and an Executive Director.

We also report that adequate notice/s and agenda were given to all directors to schedule the Board Meetings at least seven days in advance unless specifically consented by the directors for short notice and agenda. As informed to us, the Company has established an effective system for seeking and obtaining further information and clarifications on the agenda items by any Director before the meeting for meaningful participation at the meeting.

Based on the representation made by the Company and its officer, we herewith report that the majority decision is carried through and we have been informed that proper system is in place which facilitates / ensure to capture and record, the dissenting member's views, if any, as part of the minutes.

Based on the representation made by the Company and its Officers explaining us in respect of internal systems and mechanism established by the Company which ensures compliances of other Acts, Laws and Regulations applicable to the Company, we report that there are adequate systems and processes in the

211-(Back Side) 2nd Floor, Building No.1, Sona Udyog, Parsi Panchayat Road, Extn. Of Old Nagardas Road, Andheri (East), Mumbai- 400 069. Tel.: 2820 7824/ 2820 3582 E-mail : nilesh@ngshah.com

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Tel.: 9820180091 Email: nilesh@ngshah.com; ngshah.cs@gmail.com



NILESH SHAH & ASSOCIATES

Company Secretaries

Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period under review, there was a specific event / action having a major bearing on the Company's affairs and statutory compliances in pursuance of the above referred laws, rules, regulations, guidelines etc., as under:

- 1) The Company has duly redeemed the Debentures of Rs. 1969 Mn. which were due for redemption during the year under review.

Initialed On: - 20.06.2023

Signed on:- 28.06.2023

Place:- Mumbai

Peer Review No: 698/2020

Signature: -

Name:- **Hetal Shah**

For:- **Nilesh Shah & Associates**

FCS : 8063; C.P. : 8964

Note: This Report is to be read along with attached Letter provided as "Annexure - A".



211-(Back Side) 2nd Floor, Building No.1, Sona Udyog, Parsi Panchayat Road, Extn. Of Old Nagardas Road, Andheri (East), Mumbai- 400 069. Tel.: 2820 7824/ 2820 3582 E-mail : nilesh@ngshah.com

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Tel.: 9820180091 Email: nilesh@ngshah.com; ngshah.cs@gmail.com

NILESH SHAH & ASSOCIATES

Company Secretaries

'ANNEXURE A'

To
The Members,
APRAAVA RENEWABLE ENERGY PRIVATE LIMITED
(formerly known as CLP Wind Farms (India) Private Limited)
Plot No. D-1, 3rd Floor, Salcon Ras Vilas,
District Centre, Saket New Delhi 110 017.

Dear Sir / Madam,

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis (by verifying records as was made available to us) 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.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and we rely on Auditors Independent Assessment on the same.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of process followed by Company to ensure adequate Compliance.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. We have relied on the information, details, data, documents and explanation as provided by the Company and its officers and agents in electronic / digital form.

Initialed on: - 20.06.2023

Signed on: - 28.06.2023

Place: - Mumbai

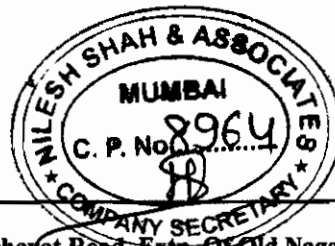
Peer Review No: 698/2020

Signature: -

Name: - **Hetal Shah**

For: - **Nilesh Shah & Associates**

FCS : 8063 C.P. : 8964



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Andheri (East), Mumbai- 400 069. Tel: 2820 7824/ 2820 3582 E-mail : nilesh@ngshah.com

1011, C Wing, Shivam Centrium, Next to D'Mart, Sahar Road, Andheri (East), Mumbai - 400069.
Tel.: 9820180091 Email: nilesh@ngshah.com; ngsbah.cs@gmail.com

COST AUDIT REPORT (FORM-CRA-3)

We Kiran J. Mehta & Co. having been appointed as Cost Auditors under section 148(3) of the Companies Act, 2013 (18 of 2013) of **APRAAVA RENEWABLE ENERGY PRIVATE LIMITED** (Formerly known as CLP WIND FARMS (INDIA) PRIVATE LIMITED) having its registered office at Plot No. D-1, 3rd Floor, Salcon Ras Vilas, District Centre, Saket, New Delhi – 110 017 (hereinafter referred to as the company), have audited the Cost Records maintained under section 148 of the said Act, in compliance with the cost auditing standards, in respect of **Electricity** Generation for the year 2022-23 maintained by the company and report, in addition to our observations and suggestions in Para 2.

- (i) We have obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of this audit.
- (ii) In our opinion, proper cost records, as per Rule 5 of the Companies (Cost Records and Audit) Rules, 2014 have been maintained by the company in respect of the product under reference.
- (iii) In our opinion, proper returns adequate for the purpose of the Cost Audit have been received from the branches not visited by us.
- (iv) In our opinion and to the best of our information, the said books and records give the information required by the Companies Act, 2013, in the manner so required.
- (v) In our opinion, the company has adequate system of internal audit of cost records which to our opinion is commensurate to its nature and size of its business. Our opinion is based on the information and explanation provided to us during the audit.
- (vi) In our opinion, information, statements in the annexure to this cost audit report gives a true and fair view of the cost of production of product, cost of sales, margin and other information relating to product under reference.
- (vii) Detailed unit-wise and product-wise cost statements and schedules thereto in respect of the product under reference of the company duly audited and certified by us are kept in the company.



2 Observations and suggestions, if any, of the Cost Auditor, relevant to the cost audit.

The Company is an electricity generation unit only. There is no distribution/service activity relating to or subsequent to the transfer of electricity at one point sale into Grid. The sale of electricity is done under PPA only. There are therefore no details relating to Part-C of the Annexure to the Cost Audit Report.

We have not come across any other details or information, which are in the nature of observations and suggestions.

Dated: this 20th day of June, 2023 at Ahmedabad

For: Kiran J Mehta and Co. (FRN - 000025)
(Cost Auditor)

Maitri K. Mehta

(Partner)
(Maitri K. Mehta – Fellow, M/23977)

UDIN: 2323977A1V7IL9LWVJ



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]

Disclosure of particulars of contracts / arrangements entered into by the Company with related parties referred to in Section 188(1) of the Companies Act, 2013 including certain arms' length transactions under third proviso thereto

1. Details of contracts or arrangement or transactions not at arm's length basis: **Not Applicable during FY 2022-23**
2. Details of material* contracts or arrangement or transactions at arm's length basis:

Sr. No.	Particulars						
	Name(s) of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Amount INR Mn.	Duration of the contracts / arrangements / transactions	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board / shareholders, if any:	Amount paid as advances, if any:
1.	CLP Holdings Limited, Entity having indirect control/ significant influence over the Company, Apraava Energy Private Limited [^] , Holding Company and certain Associate and Fellow Subsidiary companies	Cost Sharing Agreement	127.01**	No specific period	Agreement for allocation of common expenses and salaries of certain employees	Not applicable [#]	Not applicable [#]

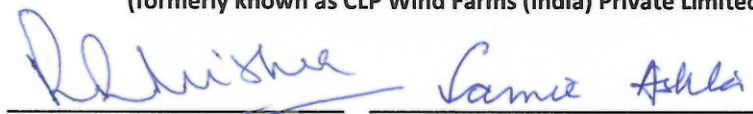
** In absence of clarity on "materiality" threshold, and as a matter of good corporate governance, the materiality threshold has been taken as 1% of the total annual turnover of the Company, as per the audited financial statements for the year under review, which criteria and amount may be reviewed from time to time.*

*** Includes INR 56.06 Mn. towards reimbursement of salary of key management personnel in accordance with cost sharing agreement with CLP India.*

** The Company has entered into these transactions under the agreements and board approval is not required for these transactions.*

^ formerly known as CLP India Private Limited

**For and on behalf of the Board of Directors of
Apraava Renewable Energy Private Limited
(formerly known as CLP Wind Farms (India) Private Limited)**

The image shows two handwritten signatures in blue ink. The signature on the left is for Rajiv Ranjan Mishra, and the signature on the right is for Samir Ashta. Both signatures are written in a cursive, flowing style.

Rajiv Ranjan Mishra
Director
DIN: 00131207

Samir Ashta
Director
DIN: 07512473

Date: 20 June 2023
Place: Mumbai

B S R & Co. LLP

Chartered Accountants

14th Floor, Central B Wing and North C Wing,
Nesco IT Park 4, Nesco Center,
Western Express Highway,
Goregaon (East), Mumbai – 400063, India
Telephone: +91 (22) 6257 1000
Fax: +91 (22) 6257 1010

Independent Auditor's Report

To the Members of Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited) (the "Company") which comprise the balance sheet as at 31 March 2023, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to 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 Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2023, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs 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 on the financial statements.

Management's and Board of Directors Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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, the Management and Board of Directors are responsible for

Registered Office:

B S R & Co. (a partnership firm with Registration No. BA61223) converted into B S R & Co. LLP (a Limited Liability Partnership with LLP Registration No. AAB-8181) with effect from October 14, 2013

14th Floor, Central B Wing and North C Wing, Nesco IT Park 4, Nesco Center, Western Express Highway, Goregaon (East), Mumbai - 400063

Independent Auditor's Report (Continued)

Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited)

assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central

Independent Auditor's Report (Continued)

Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited)

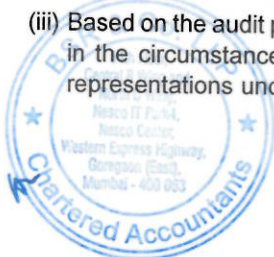
Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c. The balance sheet, the statement of profit and loss (including other comprehensive income), the 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 the Ind AS specified under Section 133 of the Act.
- e. On the basis of the written representations received from the directors as on 31 March 2023 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2023 from being appointed as a director in terms of Section 164(2) of the Act.
- f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

- a. The Company has disclosed the impact of pending litigations as at 31 March 2023 on its financial position in its financial statements - Refer Note 40 and 41 to the financial statements.
- b. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts - Refer Note 34 to the financial statements.
- c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- d (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 47(vi) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 47(vii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (iii) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above,



Independent Auditor's Report (Continued)

Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited)

contain any material misstatement.

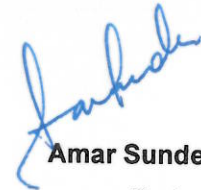
- e. The Company has neither declared nor paid any dividend during the year.
- f. As proviso to rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only with effect from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is not applicable.
- C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the Company is not a public company. Accordingly, the provisions of Section 197 of the Act are not applicable to the Company. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No.: 101248W/W-100022



Amar Sunder

Partner

Place: Mumbai

Date: 20 June 2023

Membership No.: 078305

ICAI UDIN: 23078305BGWOLL1885

Annexure A to the Independent Auditor's Report on the Financial Statements of Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited) for the year ended 31 March 2023

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangible assets.
- (i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified every year. In accordance with this programme, all property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company, except for the following which are not held in the name of the Company:

Description of property	Gross carrying value (Rs. in millions)	Held in the name of	Whether promoter, director or their relative or employee	Period held- indicate range, where appropriate	Reason for not being held in the name of the Company. Also indicate if in dispute
Forest Location located in Pune, Maharashtra	66.5	Wind World India Private Limited (Formerly known as Enercon India Private Limited)	No	Since March and April 2012	Application for Transfer of lease has been applied and awaited.
Forest Locations located in Hassan, Davangere	2.15	Chitradurga Wind Power Private Limited	No	April 2019	Application for Transfer of lease has been applied and awaited.
Government Land located in Jaisalmer, Rajasthan	2.39	Wind World India Private Limited	No	April 2019	Lease deeds are partially available in name of the company, balance are yet to be



Annexure A to the Independent Auditor's Report on the Financial Statements of Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited) for the year ended 31 March 2023 (Continued)

Description of property	Gross carrying value (Rs. in millions)	Held in the name of	Whether promoter, director or their relative or employee	Period held- indicate range, where appropriate	Reason for not being held in the name of the Company. Also indicate if in dispute
					executed
Government Land located in Jaisalmer, Rajasthan	8.08	Wind World India Private Limited	No	April 2019	Lease deeds are partially available in name of the company, balance are yet to be executed
KIADB (Karnataka Industries Area Development Board) and Forest land located at Belgaum, Karnataka	44.84	Wind World India Private Limited	No	April 2019	Application for Transfer of lease has been applied and awaited.
KIADB Industrial Land	14.40	KIADB	No	March 2010	Lease cum sale deed is available in the name of the company with option to purchase land at the expiry of the lease period. Application for extension of lease has been filed by the Company.

- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.
- (e) According to the information and explanations given to us and on the basis of our examination



Annexure A to the Independent Auditor's Report on the Financial Statements of Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited) for the year ended 31 March 2023 (Continued)

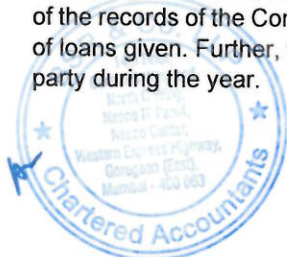
of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

- (ii) (a) The Company does not hold any physical inventories. Accordingly, clause 3(ii)(a) of the Order is not applicable
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.
- (iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments in firms, limited liability partnership or any other parties. The Company has made investments and granted loans to Companies during the year in respect of which the requisite information is as below. The Company has not provided any guarantee or security or advances in the nature of loans, secured or unsecured, to limited liability partnership or any other parties during the year.
- (a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loans as below:

Particulars	Loans (Rs. in millions)
Aggregate amount during the year Subsidiaries*	7.50
Balance outstanding as at balance sheet date Subsidiaries*	92.50

*As per the Companies Act, 2013

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made during the year and the terms and conditions of the grant of loans during the year are, prima facie, not prejudicial to the interest of the Company.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, the repayment of principal is on demand. In the case of loan to subsidiary, payment of interest has been stipulated and the receipts have been regular. However, in the case of loan to holding company, payment of interest has not been stipulated. As informed to us, the Company has not demanded repayment of the loan during the year. Thus, there has been no default on the part of the party to whom the money has been lent. Further, the Company has not given any advance in the nature of loan to any party during the year.
- (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.



Annexure A to the Independent Auditor's Report on the Financial Statements of Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited) for the year ended 31 March 2023 (Continued)

- (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment except for the following loans to its related parties as defined in Clause (76) of Section 2 of the Companies Act, 2013 ("the Act"):

	Related Parties (Rs. in millions)
Aggregate of loans	
- Repayable on demand (A)	92.50
- Agreement does not specify any terms or period of Repayment (B)	3,019.78
Total (A+B)	3,112.28
Percentage of loans to the total loans	100 %

- (iv) In our opinion and according to the information and explanation given to us, there are no loans, guarantees and securities in respect of which provision of section 185 of the Act are applicable. According to the information and explanation given to us, the provisions of 186 (except sub-section (1) of section 186) of the Act, are not applicable to the Company since the Company is engaged in the business of providing infrastructure facilities. In respect of the investments made by the Company, in our opinion the provisions of Section 186(1) of the Act have been complied with.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of generation of electricity and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.
- (vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident Fund, Income-Tax, Cess or other statutory dues have been regularly deposited by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on Employees State Insurance and Duty of Customs.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service



Annexure A to the Independent Auditor's Report on the Financial Statements of Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited) for the year ended 31 March 2023 (Continued)

Tax, Provident Fund, Income-Tax, Cess or other statutory dues were in arrears as at 31 March 2023 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.
- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.
- (c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.
- (d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Act.
- (f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act).
- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.
- (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.
- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.
- (b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.
- (xiii) The Company is a private limited company and accordingly the requirements as stipulated by



Annexure A to the Independent Auditor's Report on the Financial Statements of Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited) for the year ended 31 March 2023 (Continued)

the provisions of Section 177 of the Act are not applicable to the Company. In our opinion and according to the information and explanations given to us and on the basis of our examination of records of the Company, transactions with the related parties are in compliance with Section 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date for the period under audit.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.
- (b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (d) The Company is not part of any group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016 as amended). Accordingly, the requirements of clause 3(xvi)(d) are not applicable.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) (a) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project other than ongoing projects. Accordingly, clause 3(xx)(a) of the Order is not applicable.
- (b) In respect of ongoing projects, the Company has transferred unspent Corporate Social Responsibility (CSR) amount to a Special account within a period of 30 days from the end of the



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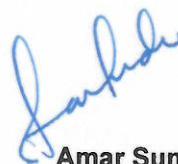
Annexure A to the Independent Auditor's Report on the Financial Statements of Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited) for the year ended 31 March 2023 (Continued)

said financial year in compliance with section 135(6) of the said Act.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022



Amar Sunder

Partner

Place: Mumbai

Date: 20 June 2023

Membership No.: 078305

ICAI UDIN:23078305BGWOLL1885

Annexure B to the Independent Auditor's Report on the financial statements of Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited) for the year ended 31 March 2023

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited) ("the Company") as of 31 March 2023 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2023, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 with reference to financial statements were 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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



Annexure B to the Independent Auditor's Report on the financial statements of Apraava Renewable Energy Private Limited (formerly known as CLP Wind Farms (India) Private Limited) for the year ended 31 March 2023 (Continued)

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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.

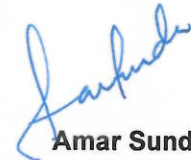
Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**

Chartered Accountants

Firm's Registration No.:101248W/W-100022



Amar Sunder

Partner

Place: Mumbai

Membership No.: 078305

Date: 20 June 2023

ICAI UDIN:23078305BGWOLL1885

Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
Balance Sheet as at March 31, 2023

(Rs. in millions)

	Note	As at March 31, 2023	As at March 31, 2022
Assets			
Non-current assets			
Property, plant and equipment	4	26,204.22	28,159.68
Capital work-in-progress	4	94.60	-
Right of use assets	31	204.35	214.51
Other intangible assets	5	1.55	2.96
Financial assets			
i. Investments	6 (a)	4,766.97	766.97
ii. Trade receivables	10 (a)	934.46	-
iii. Loans	6 (c)	92.50	85.00
iv. Other financial assets	6 (d)	57.06	43.38
Non current tax assets (net)	7	320.89	252.63
Other non current assets	8	76.72	66.53
Total non-current assets		32,753.32	29,591.66
Current assets			
Inventories	9	0.26	0.30
Financial assets			
i. Trade receivables	10 (a)	1,804.43	3,772.98
ii. Cash and cash equivalents	10 (b)	1,866.77	3,234.83
iii. Loans	10 (c)	3,019.78	3,019.78
iv. Other financial assets	10 (d)	207.51	177.98
Other current assets	11	512.33	807.76
Total current assets		7,411.08	11,013.63
Total assets		40,164.40	40,605.29
Equity and liabilities			
Equity			
Equity share capital	12	7,549.45	7,549.45
Instruments entirely equity in nature	12	1,564.56	1,564.56
Other equity	13	20,380.69	18,149.51
Total equity		29,494.70	27,263.52
Liabilities			
Non-current liabilities			
Financial liabilities			
i. Borrowings	14 (a)	4,682.56	5,108.80
ii. Lease liabilities	30	23.70	22.85
iii. Other financial liabilities	14 (b)	-	101.81
Provisions	15	90.47	74.66
Deferred tax liabilities (net)	16	2,074.85	2,112.39
Other non-current liabilities	17	154.90	283.56
Total non-current liabilities		7,026.48	7,704.07
Current liabilities			
Financial liabilities			
i. Borrowings	18	2,517.79	4,480.84
ii. Lease liabilities	31	2.15	2.15
iii. Trade payables			
Total Outstanding dues to micro enterprises and small enterprises	19 a	0.02	-
Total Outstanding dues to creditors other than micro enterprises and small enterprises	19 a	815.58	779.47
iv. Other financial liabilities	19 b	128.90	209.86
Provisions	20	15.46	10.92
Other current liabilities	21	163.32	154.46
Total current liabilities		3,643.22	5,637.70
Total liabilities		10,669.70	13,341.77
Total equity and liabilities		40,164.40	40,605.29

Summary of significant accounting policies 2

The accompanying notes are an integral part of these financial statements. 3-49

As per our report of even date attached.

For BSR & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Amar Sunder
Partner
Membership No : 078305

Mumbai
20 June 2023

For and on behalf of the Board of Directors of
Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
CIN : U40100DL2008PTC241157

Samir Ashla
Director
DIN : 01957618

Rajiv Ranjan Mishra
Director
DIN : 00131207

Shivangi Rajpopat
Company Secretary
Membership No : ACS - A18770

Mumbai
20 June 2023

Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
Statement of Profit and Loss for the year ended March 31, 2023

(Rs. in millions)

	Note	For the year ended March 31, 2023	For the year ended March 31, 2022
Income			
Revenue from operations	22	6,730.35	7,285.39
Other income	23	546.72	144.54
Total income		7,277.07	7,429.93
Expenses			
Employee benefit expense	24	551.64	470.87
Finance costs	25	683.09	815.78
Depreciation and amortization expense	26	2,005.40	2,004.16
Other expenses	27	1,423.09	1,464.91
Total expenses		4,663.22	4,755.72
Profit before tax		2,613.85	2,674.21
Tax expense	16		
Current tax		455.55	466.99
Deferred tax (credit)/expense		(49.88)	159.75
Total tax expense		405.67	626.74
Profit for the year		2,208.18	2,047.47
Other comprehensive Income			
Items that will not be reclassified to profit or loss			
Remeasurement of defined benefit liability		(6.56)	(2.21)
Income tax relating to items that will not be reclassified to profit or loss		2.29	0.77
Items that will be reclassified to profit or loss			
Effective portion of gains on hedging instruments in cash flow hedges		(109.83)	(110.10)
Effective portion of gains / (losses) on hedging instruments in cash flow hedges reclassified to profit or loss		146.12	205.27
Cost of hedging - changes in fair value		(68.97)	(145.51)
Cost of hedging - change in fair value reclassified to profit or loss		74.58	158.27
Income tax relating to items that will be reclassified to profit or loss		(14.63)	(37.71)
Total other comprehensive income for the year, net of tax		23.00	68.78
Total comprehensive income for the year		2,231.18	2,116.25
Earnings per equity share (Nominal value per share ₹ 10/- each)			
Basic earning per share	28	2.42	2.25
Diluted earning per share	28	2.42	2.25

Note

Summary of significant accounting policies 2

The accompanying notes are an integral part of these financial statements. 3-49

As per our report of even date attached.

For BSR & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Amar Sunder
Partner
Membership No : 078305

For and on behalf of the Board of Directors of
Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
CIN : U40106DL2008PTC241157

Samir Ashta
Director
DIN : 01957618

Rajiv Ranjan Mishra
Director
DIN : 00131207

Mumbai
20 June 2023

Mumbai
20 June 2023

Shivangi Rajpopat
Company Secretary
Membership No : ACS - A18770

Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
Statement of changes in equity as at March 31, 2023

(Rs. in millions)

A. Equity share capital As at March 31, 2023

Particulars	No of Shares	Amount
Balance as at 1 April 2021 (Refer Note 12)	754,945,016	7,549.45
Changes during the year	-	-
Balance as at 31 March 2022 (Refer Note 12)	754,945,016	7,549.45
Changes during the year	-	-
Balance as at 31 March 2023 (Refer Note 12)	754,945,016	7,549.45

B. Instruments entirely equity in nature (Compulsory Convertible Preference Shares) As at March 31, 2023

Particulars	No of Shares	Amount
Balance as at 1 April 2021 (Refer Note 12)	156,455,750	1,564.56
Changes during the year	-	-
Balance as at 31 March 2022 (Refer Note 12)	156,455,750	1,564.56
Changes during the year	-	-
Balance as at 31 March 2023 (Refer Note 12)	156,455,750	1,564.56

C. Other equity As at March 31, 2023

Particulars	Securities Premium Reserve	Debenture Redemption Reserve	Retained earnings	Equity Component of Corporate Guarantee	Cost of Hedging Reserve	Cash Flow Hedging Reserve	Remeasurement of Defined Benefit Plan	Total Other Equity
Balance as at 1 April 2021 (Refer Note 13)	5,063.23	220.78	9,901.59	277.71	594.49	(24.54)	-	16,033.26
Profit for the year	-	-	2,047.47	-	-	-	-	2,047.47
Other comprehensive income	-	-	-	-	8.30	61.92	(1.44)	68.78
Total comprehensive income for the year	-	-	2,047.47	-	8.30	61.92	(1.44)	2,116.25
Transfer to retained earnings	-	-	(1.44)	-	-	-	1.44	-
Transfer to debenture redemption reserve	-	131.78	(131.78)	-	-	-	-	-
Transfer from debenture redemption reserve	-	(89.00)	89.00	-	-	-	-	-
Balance as at 31 March 2022 (Refer Note 13)	5,063.23	263.56	11,904.84	277.71	602.79	37.38	-	18,149.51
Balance as at 1 April 2022 (Refer Note 13)	5,063.23	263.56	11,904.84	277.71	602.79	37.38	-	18,149.51
Profit for the year	-	-	2,208.18	-	-	-	-	2,208.18
Other comprehensive income	-	-	-	-	3.65	23.62	(4.27)	23.00
Total comprehensive income for the year	-	-	2,208.18	-	3.65	23.62	(4.27)	2,231.18
Transfer to retained earnings	-	-	(4.27)	-	-	-	4.27	-
Transfer to debenture redemption reserve	-	33.33	(33.33)	-	-	-	-	-
Transfer from debenture redemption reserve	-	(196.89)	196.89	-	-	-	-	-
Balance as at 31 March 2023 (Refer Note 13)	5,063.23	100.00	14,272.31	277.71	606.44	61.00	-	20,380.69

For movement and description of reserves refer note 13.

The accompanying notes are an integral part of these financial statements.

	Note
Summary of significant accounting policies	2
The accompanying notes are an integral part of these financial statements.	3-49
As per our report of even date attached.	

For BSR & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Amar Sunder
Partner
Membership No : 078305

Samir Ashta
Director
DIN : 01957618

Mumbai
20 June 2023

Mumbai
20 June 2023

For and on behalf of the Board of Directors of
Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
CIN : U30106DL2008PTC241157

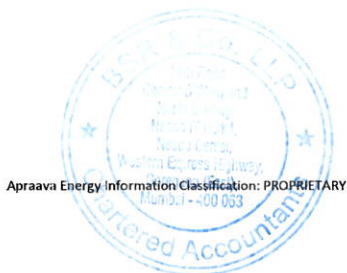
Rajiv Ranjan Mishra
Director
DIN : 00131207

Shivangi Rajpopat
Company Secretary
Membership No : ACS - A18770

Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
Statement of cash flows for the year ended March 31, 2023

(Rs. in millions)

	As at March 31, 2023	As at March 31, 2022
A. Cash flow from operating activities :		
Profit before tax	2,613.85	2,674.21
Adjustments for :		
Depreciation and amortization expense	2,005.40	2,004.16
Finance cost	677.54	810.44
Interest income	(209.93)	(45.13)
Un-realised exchange (gain)	(0.18)	(0.17)
Advance recoverable written off	-	0.87
Liabilities written back to the extent no longer required	(0.27)	-
Premium /other cost on derivatives	74.57	158.16
Loss on disposal of property, plant and equipment	-	0.71
Interest expense on lease liability	2.15	2.19
Decommissioning cost	3.40	3.15
Equalisation of operation and maintenance	(124.15)	(139.15)
Operating profit before working capital changes	5,042.38	5,469.44
Working capital adjustments :		
Increase in trade payables	36.58	186.11
Increase in provisions	10.39	6.31
Increase / (Decrease) in other current liabilities	4.35	(11.43)
Decrease / (Increase) in non current assets	1.88	(1.88)
Decrease in other current assets	295.43	21.67
Decrease / (Increase) in other current financial assets	5.60	(25.04)
Decrease / (Increase) in other non current financial assets	0.87	(11.08)
Decrease in trade receivables	1,034.09	588.27
Decrease in inventories	0.04	11.39
Net change in working capital	1,389.23	764.32
Cash generated from operations	6,431.61	6,233.76
Income tax paid (net)	(523.80)	(494.70)
Net cash generated from operating activities	5,907.81	5,739.06
B. Cash flow from investing activities :		
Purchase of property, plant and equipment (including capital work in progress)	(108.67)	(75.73)
Proceeds from sale of property, plant and equipment	-	0.56
Acquisition of intangible assets	(0.12)	-
Interest received	201.80	37.42
Interest received on loan to subsidiaries	7.17	7.26
Maturity of bank deposits	-	40.00
Purchase of Investments	(4,000.00)	-
Loan given to subsidiary company	(7.50)	-
Net cash (used in) / generated from investing activities	(3,907.32)	9.51
C. Cash flow from financing activities		
Proceeds from non current borrowings	1,969.00	1,000.00
Repayment of non current borrowings	(3,626.82)	(2,778.85)
Repayment of current borrowings	(500.00)	(780.00)
Interest and financial charges	(1,209.43)	(1,310.62)
Repayment of lease liability (net)	(1.30)	(2.20)
Net cash (used) in financing activities	(3,368.55)	(3,871.67)
D. Net (decrease) / increase in cash and cash equivalents (A + B + C)	(1,368.06)	1,876.90
E. Cash and cash equivalents at the beginning of the year	3,234.83	1,357.93
F. Cash and cash equivalents at the end of the year (D+E) (refer note 10(b))	1,866.77	3,234.83
Reconciliation of cash and cash equivalents as per the cash flow statement:		
Cash and cash equivalents as per above comprise the following: :		
Cash on hand	0.02	0.02
Bank balances		
In current accounts	202.75	1,029.16
Fixed deposits (less than 3 months maturity)	1,664.00	2,205.65
	1,866.77	3,234.83



Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
Statement of cash flows (Continued) for the year ended March 31, 2023

(Rs. in millions)

Notes:

1 The above statement of cash flows has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS-7 as amended) Statement of Cash flows.

2 The Company had access to undrawn working capital facilities of ₹ 7,500.00 millions (31 March 2022 ₹ 7,483.10 millions) to meet their future liquidity requirements.

3 Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities.

Cash flow reconciliation As at March 31, 2023

Particulars	Opening Balance	Cash flow	Foreign exchange movement	Non-cash changes Fair value change	Other adjustments	Closing Balance
Debentures (refer note 14 a & 18)	3,051.93	(1,969.00)	-	-	(50.35)	1,032.58
Rupee Loan (refer note 14(a) & 18)	3,465.15	1,520.09	-	-	(3.27)	4,981.97
Foreign Currency Loan (refer note 14(a) & 18)	2,572.46	(1,208.91)	(182.18)	-	4.33	1,185.70
Foreign exchange forward contracts (refer note 10(d) & 14(b) & 19(b))	286.12	-	211.15	(414.62)	-	82.65
Loans and Advances from Related Parties (refer note 14(a))	0.10	-	-	-	-	0.10
Working capital Loan	500.00	(500.00)	-	-	-	-
Interest rate swaps (refer note 6(c) & 10(d) & 14(b) & 19(b))	15.57	-	-	(23.72)	-	(8.15)
Cross Currency interest rate swap (refer note 14(b) & 19(b))	(32.14)	-	(28.97)	(12.55)	-	(73.66)
Foreign currency options (refer note 10(d))	(2.38)	-	-	0.95	-	(1.43)
Total	9,856.81	(2,157.82)	-	(449.94)	(49.29)	7,199.76

Cash flow reconciliation As at March 31, 2022

Particulars	Opening Balance	Cash flow	Foreign exchange movement	Non-cash changes Fair value change	Other adjustments	Closing Balance
Debentures (refer note 14 a & 18)	3,911.18	(890.00)	-	-	30.75	3,051.93
Rupee Loan (refer note 14(a) & 18)	2,888.23	573.98	-	-	2.94	3,465.15
Foreign Currency Loan (refer note 14(a) & 18)	4,316.48	(1,462.83)	(305.29)	-	24.10	2,572.46
Foreign exchange forward contracts (refer note 10(d) & 14(b) & 19(b))	389.37	-	315.65	(418.90)	-	286.12
Loans and Advances from Related Parties (refer note 14(a))	0.10	-	-	-	-	0.10
Working capital Loan	1,280.00	(780.00)	-	-	-	500.00
Interest rate swaps (refer note 6(c) & 10(d) & 14(b) & 19(b))	77.68	-	-	(62.11)	-	15.57
Cross Currency interest rate swap (refer note 14(b) & 19(b))	11.29	-	(10.36)	(33.07)	-	(32.14)
Foreign currency options (refer note 10(d))	(8.73)	-	-	6.35	-	(2.38)
Total	12,865.60	(2,558.85)	-	(507.73)	57.79	9,856.81

The accompanying notes are an integral part of these financial statements.

As per our report of even date attached.

For BSR & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Amar Sunder
Partner
Membership No : 078305

Mumbai
20 June 2023

For and on behalf of the Board of Directors of
Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
CIN : U48106DL2008PTC241157

Samir Ashta
Director
DIN : 01957618

Rajiv Ranjan Mishra
Director
DIN : 00131207

Shivangi Rajpopat
Company Secretary
Membership No : ACS - A18770

Mumbai
20 June 2023

Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
Notes to the Financial Statements
for the year ended March 31, 2023

(Rs. in millions)

1 Corporate Information

Apraava Renewable Energy Private Limited having CIN : U40106DL2008PTC241157 is engaged in sale of Wind Power Energy having registered office at Plot No. D-1, 3rd Floor, Salcon Ras Vilas, District Centre, Saket, New Delhi 110017. The company was incorporated on July 29, 2008. The details of operations is stated below:

Name of Plant	Status
50.40MW wind power at Samana II, Gujarat	Fully set up and Operational
72.00 MW wind power at Saundatti, Karnataka	Fully set up and Operational
49.50MW wind power at Theni I, Tamil Nadu	Fully set up and Operational
39.60 MW wind power at Harapanahalli, Karnataka	Fully set up and Operational
106.40 MW wind power at Andhra Lake, Maharashtra	Fully set up and Operational
50.40MW wind power at Sipla, Rajasthan	Fully set up and Operational
50.40MW wind power at Mahidad, Rajasthan	Fully set up and Operational
60.00 MW wind power at Jath, Maharashtra	Fully set up and Operational
102.40 MW wind power at Bhakrani (Sipla -II), Rajasthan	Fully set up and Operational
100.80 MW wind power at Tejuva, Rajasthan	Fully set up and Operational
92.00 MW wind power at Chandgarh, Madhya Pradesh	Fully set up and Operational

2 Basis of preparation, measurement and significant accounting policies

This note provides a list of significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied while preparing financial statements of the Company to all the years presented, unless otherwise stated.

2.1 Basis of preparation and measurement:

a. Basis of preparation

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

The financial statements of the Company for the year ended March 31, 2023 were approved for issue in accordance with the resolution of the Board of Directors on June 20, 2023.

b. Basis of measurement

The financial statements have been prepared on an accrual basis and under the historical cost convention, except for the following assets and liabilities which have been measured at fair value:

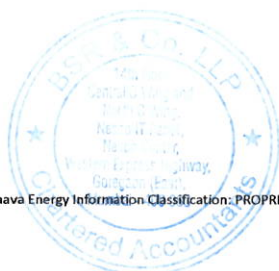
- i) Derivative financial instruments
- ii) Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).

2.2 Summary of significant accounting policies:

a. Property, Plant and equipment

Freehold land is carried at historical cost. All others items of property, plant and equipment are stated at historical cost less depreciation. Cost of acquisition comprises purchase price, duties, levies and any directly attributable cost of bringing the asset to its working condition for the intended use, including relevant borrowing costs and any expected costs of decommissioning. Subsequent expenditures related to an item of fixed asset are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

If significant part of an item of property, plant and equipment have different useful life, then they are accounted for as separate items (major components) of property, plant and equipment.



Apraava Energy Information Classification: PROPRIETARY



(Rs. in millions)

2.2 Summary of significant accounting policies: (Continued)

Depreciation methods, estimated useful lives and residual value

In case of leased assets, depreciation is charged on SLM basis over the estimated useful life or primary lease period of the asset, whichever is shorter.

b. Intangible assets

-Computer software : 5 years

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

Revenue from sale of electricity is recognized in accordance with the Power Purchase Agreement ('PPA'). The supply takes place on continuous basis throughout the year. Revenue is recognised as electricity is supplied as per the terms of the PPA based on the tariff rate as specified in PPA being a transaction price net of rebate offered. Amount accrued under the terms of the PPA which are invoiced subsequent to year end on reconciliation / actualization basis are disclosed as unbilled revenue (Contract asset)

Generation Based Incentive is recognized on accrual basis in accordance with the scheme announced by the Ministry of New and Renewable Energy Wind Power Division.

Delayed payment charges and interest on delayed payment for power supply are recognized based on reasonable certainty regarding ultimate collection.

Interest Income is recognized using effective interest method.

Dividend income is accounted for when the right to receive income is established.

Clean Development Mechanism (CDM) revenue is recognized when the customer takes possession of the carbon units. CDM units are invoiced as per the transaction price which is agreed with different customers which is further netted off by discounts given to customers if any.

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.



Apraava Renewable Energy Private Limited
Notes to the Financial Statements (Continued)
for the year ended March 31, 2023

(Rs. in millions)

2.2 Summary of significant accounting policies: (Continued)

c. Revenue recognition (Continued)

Contract Balances (Continued)

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional i.e. only the passage of time is required before payment of consideration is due.

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. Contract liabilities are recognised as revenue when the Company performs under the contract.

d. Government Grants

Government grants are recognized at their fair values when there is reasonable assurance that the grant will be received and the Company will comply with all the attached conditions.

Government grants relating to income are deferred and recognised in the statement of profit or loss over the period necessary to match them with the costs that they are intended to compensate and presented within other income.

e. Foreign currency translation

(i) 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 rupee (INR), which is the company's functional and presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in the statement of profit or loss. They are deferred in equity if they relate to qualifying cash flow hedges.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/ (losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss and recognised in the statement of profit and loss in accordance with the classification of non monetary asset and liability i.e. fair value through profit and loss("FVTPL") or fair value through other comprehensive income("FVTOCI").

f. Measurement of fair values

A number of the Company's accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities.

Significant valuation issues are reported to the Company's Board of Director's.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

-Level 1 : quoted prices (unadjusted) in active markets for identical assets or liabilities.

-Level 2 : inputs other than quoted prices included in Level 1 that are observable for the assets or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

-Level 3 : inputs for the assets or liability that are not based on observable market data (unobservable inputs).



(Rs. in millions)

2.2 Summary of significant accounting policies: (Continued)

f. Measurement of fair values (Continued)

When measuring the fair values of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of fair value of hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognises transfer between levels of the fair value hierarchy at the end of reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in Note 33 (Financial instruments).

g. Financial Instruments

a. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company become a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

b. Classification and measurement

For the purpose of subsequent measurement, financial assets of the Company are classified in the following categories:

- Financial assets measured at amortized cost
- Financial assets measured at fair value through other comprehensive income (FVTOCI) and
- Financial assets measured at fair value through profit and loss (FVTPL)

The classification of financial assets depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows. Management determines the classification of its financial assets at initial recognition.

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

i. Financial assets measured at amortized cost:

A financial asset is measured at amortized cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows; and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables, bank deposits, security deposits, investment in Government Securities, bonds, cash and cash equivalents and employee loans, etc.

ii. Financial instruments measured at fair value through other comprehensive income

A financial instrument shall be measured at fair value through other comprehensive income if both of the following conditions are met:

- a) the objective of the business model is achieved by both collecting contractual cash flows and selling financial assets; and
- b) the asset's contractual cash flow represent SPPI.

Financial instruments included within FVTOCI category are measured initially as well as at each reporting period at fair value. Fair value movements are recognized in other comprehensive income (OCI). Currently, the Company does not have any asset classified under this category.



(Rs. in millions)

2.2 Summary of significant accounting policies: (Continued)

g. Financial Instruments (Continued)

b. Classification and measurement (Continued)

iii. Financial instruments measured at fair value through profit and loss

Fair value through profit and loss is the residual category. Any financial instrument which does not meet the criteria for categorization as at amortized cost or fair value through other comprehensive income is classified at FVTPL. Financial instruments included within FVTPL category are measured initially as well as at each reporting period at fair value. Fair value movements are recorded in statement of profit and loss.

Financial assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated - e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales or financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cash flows from specified assets (e.g. non-recourse features).



(Rs. in millions)

2.2 Summary of significant accounting policies: (Continued)

g. Financial Instruments (Continued)

b. Classification and measurement (Continued)

iii. Financial instruments measured at fair value through profit and loss (Continued)

Financial assets: Subsequent measurement and gain and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit and loss. However, see note 33 for derivatives designated as hedging instruments.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

iv. Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised only when:

- The rights to receive cash flows from the asset have been transferred, or
- The Company retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.



Apraava Renewable Energy Private Limited
Notes to the Financial Statements (Continued)
for the year ended March 31, 2023

(Rs. in millions)

2.2 Summary of significant accounting policies: (Continued)

g. Financial Instruments (Continued)

b. Classification and measurement (Continued)

iv. Derecognition of financial assets (Continued)

When the Company has transferred an asset, it evaluates whether it has substantially transferred all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. When the Company has not transferred substantially all the risks and rewards of ownership of a financial asset, the financial asset is not derecognized.

When the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the entity has not retained control of the financial asset. When the entity retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the asset.

c. Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet where there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

h. Income Taxes

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate in India adjusted by changes in deferred tax assets and liabilities attributed to temporary differences and to unused tax losses.

(i) **Current tax** : The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situation in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amount expected to be paid to the tax authorities.

Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

(ii) **Deferred tax** : Deferred tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be recognized.

Deferred tax assets and liabilities are measured using enacted or substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be realised or settled.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be recognized. Deferred income tax liabilities are recognized for all taxable temporary differences.

(iii) **Minimum Alternative Tax** : Minimum Alternative Tax ('MAT') credit entitlement under the provisions of the Income-tax Act, 1961 is recognised as a deferred tax asset when it is probable that future economic benefit associated with it in the form of adjustment of future income tax liability, will flow to the Company and the asset can be measured reliably. MAT credit entitlement is set off to the extent allowed in the year in which the Company becomes liable to pay income taxes at the enacted tax rates. MAT credit entitlement is reviewed at each reporting date and is recognised to the extent that is probable that future taxable profits will be available against which they can be used. MAT credit entitlement has been presented as deferred tax asset in the balance sheet. Significant management judgement is required to determine the probability of recognition of MAT credit entitlement.



Apraava Energy Information Classification: PROPRIETARY



(Rs. in millions)

2.2 Summary of significant accounting policies: (Continued)

h. Income Taxes (Continued)

Current and deferred tax is recognised in the statement of profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

i. Impairment of assets

i. Tangible assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

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. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated.

An assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation and amortisation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit or loss.

ii. Financial Assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets:

a) Financial assets that are debt instruments and are measured at amortized cost e.g. loans, deposits and trade receivables.

b) Financial assets that are debt instruments and are measured at Fair Value through Other Comprehensive Income (FVTOCI).

For recognition of impairment loss on financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If in 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.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/expense in the statement of profit and loss.

Lifetime ECLs are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12 month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all shortfalls), discounted at the original effective interest rate (EIR). ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/expense in the statement of profit and loss.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109, Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.



Apraava Renewable Energy Private Limited
Notes to the Financial Statements (Continued)
for the year ended March 31, 2023

(Rs. in millions)

2.2 Summary of significant accounting policies: (Continued)

j. Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

k. Derivative financial instruments and hedging activities

A derivative is initially recognised at fair value on the date a derivative contract is entered into and is subsequently remeasured at its fair value. The method of recognising the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged. The Company designates certain derivatives as cash flow hedges, which are hedges of the cash flows of recognised financial assets or financial liabilities or highly probable forecast transactions (e.g. floating interest rate loans)

The Company documents at the inception of the hedging transaction the economic relationship between hedging instruments and hedged items including whether the hedging instrument is expected to offset changes in cash flows of hedged items. The Company documents its risk management objective and strategy for undertaking various hedge transactions at the inception of each hedge relationship.

The full fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity of the hedged item is more than 12 months; it is classified as a current asset or liability when the remaining maturity of the hedged item is less than 12 months. Trading derivatives are classified as a current asset or liability.

Cash flow hedges

The effective portion of changes in the fair values of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income. The gain or loss relating to the ineffective portion is recognised immediately in the statement of profit or loss.

Amounts accumulated in equity are reclassified to profit or loss in the periods when the hedged items affect profit or loss. Such reclassification from equity will offset the effect on profit or loss of the corresponding hedged item to achieve the overall hedging result. However, when the highly probable forecast transaction that is hedged results in the recognition of a non-financial asset (for example, inventory or fixed assets), the gains and losses previously deferred in equity are transferred from equity and included in the initial measurement of the cost of the asset at the time of acquisition.

When a hedging instrument expires or is sold, terminated or exercised, or when a hedge no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively, any cumulative gain or loss existing in equity at that time remains in equity and is reclassified from equity to profit or loss in the same period as the hedged forecast cash flows ultimately affect profit or loss. When a forecast transaction is no longer expected to occur, the cumulative gain or loss that has been deferred in equity is reclassified to the statement of profit or loss immediately.

l. Provisions and Contingencies

Provisions are recognised when there is a present legal or statutory obligation or constructive obligation as a result of past events and where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

Contingent liabilities are recognized only when there is a possible obligation arising from past events due to occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or where any present obligation cannot be measured in terms of future outflow of resources or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis.

Contingent assets where it is probable that future economic benefits will flow to the Company are not recognised but disclosed in the financial statements. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.



(Rs. in millions)

2.2 Summary of significant accounting policies: (Continued)

m. Leases

As a lessee

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

The Company determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, if the Company changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases including vehicle. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.



Apraava Renewable Energy Private Limited
Notes to the Financial Statements (Continued)
for the year ended March 31, 2023

(Rs. in millions)

2.2 Summary of significant accounting policies: (Continued)

n. Employee benefits

Short-term obligations:

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

Post-employment obligations:

i. Defined Contribution Plan

Provident Fund: Contribution towards provident fund for employees is made to the regulatory authorities, where the Company has no further obligations. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made on a monthly basis. The contributions are recognised as employee benefit expense, when they are due.

ii. Defined Benefit Obligations

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

iii. Gratuity: The Company provides for gratuity, a defined benefits plan (the "Gratuity Plan") covering eligible employees in accordance with the payment of Gratuity Act, 1972. The Gratuity Plan provides lump sum payments to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. The Gratuity Scheme is administered through Life insurance corporation of India (LIC) under its Company Gratuity Scheme. Contributions are paid to LIC in accordance with the demands received. Re-measurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the statement of profit or loss as past service cost.

Other Long-term employee benefits

Leave Liability: Accumulated leave liability, which are expected to be availed or encashed within 12 months from the end of the year end are treated as short term employee benefits. The obligation towards the same is measured at the expected cost of accumulating leave liability as the additional amount expected to be paid as a result of the unused entitlement as at the year end.

Accumulated leave liability, which are expected to be availed or encashed beyond 12 months from the end of the year end are treated as other long term employee benefits. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year. The leave obligations are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Actuarial losses/ gains are recognised in the Statement of Profit and Loss in the year in which they arise.



Apraava Renewable Energy Private Limited
Notes to the Financial Statements (Continued)
for the year ended March 31, 2023

(Rs. in millions)

2.2 Summary of significant accounting policies: (Continued)

o. Inventories

Inventories are measured at lower of cost and net realizable value. Cost for the purpose of valuation of stores and spares are determined on weighted average basis. Cost of inventories comprise all costs of purchase after deducting non refundable rebates and discounts and all other costs incurred in bringing the inventories to their present location and condition. Cost are assigned to individual items of inventory on the weighted average cost basis. Net realizable value ("NRV") is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale. NRV for stores and spares, are not written down below cost except in cases where the price of such materials have declined and it is estimated that the cost of generating the electricity will exceed its selling price. Where necessary, due allowance is made for all damaged, obsolete and slow moving items.

Clean Development Mechanism

Clean Development Mechanism (CDM) inventory has been valued at the lower of cost or net realizable value. The cost represents expenses incurred by the Company to generate Certified Emission reduction (CER) and Voluntary emissions reduction (VER) that can be measured reliably.

p. Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker is considered to be the Board of Directors who makes strategic decisions and is responsible for allocating resources and assessing performance of the operating segments.

q. Earning per share

The Company presents basic and diluted earnings per share (EPS) data for its equity shares.

Basic EPS is calculated by dividing the profit attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period.

Diluted EPS is determined by adjusting profit attributable to equity shareholders and the weighted average number of equity shares outstanding, for the effects of all dilutive potential equity shares.



2.3 Significant accounting judgements, estimates and assumptions

The application of the Company's accounting policies as described in Note 2, in the preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities.

The estimates and assumptions are based on historical experience and other factors that are considered to be relevant. The estimates and underlying assumptions are reviewed on an ongoing basis and any revisions thereto are recognized in the period in which they are revised or in the period of revision and future periods if the revision affects both the current and future periods. Actual results may differ from these estimates which could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Current/ Non-current classification

The Company classifies an asset as current asset when:

- it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
- it holds the asset primarily for the purpose of business operations;
- it expects to realise the asset within twelve months after the reporting period; or
- the asset is cash or a cash equivalent unless the asset is 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 classified as current when –

- it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;
- it holds the liability primarily for the purpose of business operations;
- the liability is due to be settled within twelve months after the reporting period; or
- it does not have an 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.

Key Sources of estimation uncertainty :

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. Existing circumstances and assumptions about future developments may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

i. Useful lives of property, plant and equipment

In case of the Wind Turbine generators, in whose case the life of the assets has been estimated at 22 years based on technical assessment, taking into account the nature of the assets, the estimated usage of the asset, the operating condition of the asset, anticipated technological changes, manufacturer warranties and maintenance support, depreciation on the same is provided based on the useful life of each such component based on technical assessment. Refer note 4 for details of value of Wind Turbine generator and its depreciation.

ii. Fair value measurement of financial instruments

In estimating the fair value of financial assets and financial liabilities, the Company uses market observable data to the extent available. Where such Level 1 inputs are not available, the Company establishes appropriate valuation techniques and inputs to the model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Information about the valuation techniques and inputs used in determining the fair value of various assets and liabilities are disclosed in Note 33.



Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
Notes to the Financial Statement (Continued)
for the year ended March 31, 2023

(Rs. in millions)

2 Basis of preparation, measurement and significant accounting policies (Continued)

2.3 Significant accounting judgements, estimates and assumptions (Continued)

Key Sources of estimation uncertainty : (Continued)

iii. Impairment

Determining whether property, plant and equipment are impaired requires an estimation of the value in use of the relevant cash generating units. The value in use calculation is based on a discounted cash flow model over the estimated useful life of the Power Plants. Further, the cash flow projections are based on estimates and assumptions relating to tariff, operational performance of the Plants, life extension plans, exchange variations, inflation, terminal value etc. which are considered reasonable by the Management.

iv. Taxes

Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies, including estimates of temporary differences reversing on account of available benefits from the Income Tax Act, 1961. Deferred tax assets recognised to the extent of the corresponding deferred tax liability, reversing in similar time frame (refer note 16)

v. Application of interpretation for service concession arrangements

Management has assessed applicability of Appendix - C of Ind AS - 115 "Revenue from Contracts with Customers" - Service Concession Arrangements. In assessing the applicability, the management has exercised significant judgement in relation to the underlying ownership of the assets, the ability to enter into power purchase arrangements with any customer, ability to determine prices, useful life etc., in concluding that the arrangements do not meet the criteria for recognition as service concession arrangements.

vi. Defined benefit plans (gratuity benefits)

A liability in respect of defined benefit plans is recognised in the balance sheet, and is measured as the present value of the defined benefit obligation at the reporting date less the fair value of the plan's assets. The present value of the defined benefit obligation is based on expected future payments at the reporting date, calculated annually by independent actuaries. Consideration is given to expected future salary levels, experience of employee departures and periods of service. Refer note 29 for details of the key assumptions used in determining the accounting for these plans.



(Rs. in millions)

2 Basis of preparation, measurement and significant accounting policies (Continued)

2.3 Significant accounting judgements, estimates and assumptions (Continued)

Key Sources of estimation uncertainty : (Continued)

vii. Provision against obsolete and slow-moving inventories

The Company reviews the condition of its inventories and makes provision against obsolete and slow-moving inventory items which are identified as no longer suitable for sale or use. Company estimates the net realisable value for such inventories based primarily on the latest invoice prices and current market conditions. The Company carries out an inventory review at each balance sheet date and makes provision against obsolete and slow-moving items. The Company reassesses the estimation on each balance sheet date. Refer note 9

viii. Fair Value Estimation of Derivative Financial Instruments

Estimates and judgments are continually 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.

ix. Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

x Impairment of financial assets

The Company assesses impairment based on expected credit losses (ECL) model on trade receivables. The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

3 Recent pronouncement

The amendments to Schedule III of the Companies Act, 2013 are applicable from 01 April 2023. The Company has given effect of amendment by inclusion of the relevant disclosures under explanatory notes or by way of additional notes, wherever significant in nature.

3.1 Standard issued but not yet effective:

Recent Indian Accounting Standards (Ind AS) issued not yet effective

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

Ind AS 1 – Presentation of Financial Statements

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

Ind AS 12 – Income Taxes

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company does not expect this amendment to have any significant impact in its financial statements.

Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its financial statements.



(Rs. in millions)

4 Property, Plant and Equipment as at March 31, 2023

Particulars	Gross carrying amount				Accumulated Depreciation				Net carrying amount	
	As on 1 April 2022	Additions/ Adjustments during the year	Disposals/Adjustments during the year	As on 31 March 2023	As on 1 April 2022	For the year	Disposals/Adjustments during the year	As on 31 March 2023	As on 31 March 2022	As on 31 March 2023
Freehold land	17.85	-	-	17.85	-	-	-	-	-	17.85
Building	32.73	0.74	-	33.47	7.08	1.06	-	8.14	8.14	25.33
Plant & Machinery	15.48	30.45	-	45.93	4.97	5.34	-	10.31	10.31	35.62
Furniture & Fixtures	6.28	-	-	6.28	2.49	0.45	-	2.94	2.94	3.34
Computers	21.48	2.35	-	23.83	15.17	2.86	-	18.03	18.03	5.80
Office equipment	2.82	-	-	2.82	2.28	0.05	-	2.33	2.33	0.49
Vehicles	14.11	4.73	-	18.84	3.41	2.16	-	5.57	5.57	13.27
Wind Turbine Generators	41,730.21	-	-	41,730.21	13,645.88	1,981.81	-	15,627.69	15,627.69	26,102.52
Total	41,840.96	38.27	-	41,879.23	13,681.28	1,993.73	-	15,675.01	15,675.01	26,204.22
Capital work in progress	-	132.87	38.27	94.60	-	-	-	-	-	94.60
Total	-	132.87	38.27	94.60	-	-	-	-	-	94.60

Property, Plant and Equipment as at March 31, 2022

Particulars	Gross carrying amount				Accumulated Depreciation				Net carrying amount	
	As on 1 April 2021	Additions/ Adjustments during the year	Disposals/Adjustments during the year	As on 31 March 2022	As on 1 April 2021	For the year	Disposals/Adjustments during the year	As on 31 March 2022	As on 31 March 2021	As on 31 March 2022
Freehold land	17.85	-	-	17.85	-	-	-	-	-	17.85
Building	32.08	0.65	-	32.73	5.22	1.86	-	7.08	7.08	25.65
Plant & Machinery	13.88	1.60	-	15.48	3.70	1.27	-	4.97	4.97	10.51
Furniture & Fixtures	6.28	-	-	6.28	2.04	0.45	-	2.49	2.49	3.79
Computers	17.06	4.42	-	21.48	12.55	2.62	-	15.17	15.17	6.31
Office equipment	2.69	0.13	-	2.82	2.23	0.05	-	2.28	2.28	0.54
Vehicles	14.16	5.05	5.10	14.11	5.27	1.97	3.83	3.41	3.41	10.70
Wind Turbine Generators	41,730.21	-	-	41,730.21	11,664.07	1,981.81	-	13,645.88	13,645.88	28,084.33
Total	41,834.21	11.85	5.10	41,840.96	11,695.08	1,990.03	3.83	13,681.28	13,681.28	28,159.68
Capital work in progress	0.24	-	0.24	-	-	-	-	-	-	-
Total	0.24	-	0.24	-	-	-	-	-	-	-

Note:

i Refer note 14(a) for property, plant and equipment pledged as security for liabilities.

ii Refer note 37 for contractual commitments for the acquisition of property, plant and equipment.

Ageing schedule of Capital work-in-progress

(i) As on 31 March 2023:

Particulars	Outstanding for following periods from due date of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects-in-progress	94.60	-	-	-	94.60
Projects temporarily suspended	-	-	-	-	-
Total	94.60	-	-	-	94.60

Details of projects which are overdue:

Particulars	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects-in-progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-

(ii) As on 31 March 2022:

Particulars	Outstanding for following periods from due date of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects-in-progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
Total	-	-	-	-	-

Details of projects which are overdue:

Particulars	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects-in-progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-



(Rs. in millions)

(iii). All Property, Plant and Equipment are held in the name of the company except for below as on 31 March 2023:

Relevant line item in the Balance Sheet	Description of item of property value	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative# of promoter / director or employee of promoter / director	Property held since which date	Reason for not being held in the name of the company
Freehold land	KIADB Industrial Land	14.40	Karnataka Industries Area Development Board	No	March 2010	Lease cum sale deed is available in the name of the company with option to purchase land at the expiry of the lease period. The company has filed application for extension of lease.

All Property, Plant and Equipment are held in the name of the company except for below as on 31 March 2022

Relevant line item in the Balance Sheet	Description of item of property value	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative# of promoter / director or employee of promoter / director	Property held since which date	Reason for not being held in the name of the company
Freehold land	KIADB Industrial Land	14.40	Karnataka Industries Area Development Board	No	March 2010	Lease cum sale deed is available in the name of the company with option to purchase land at the expiry of the lease period.



Particulars	Gross carrying amount				Amortisation		Net carrying amount
	As on 1 April 2022	Additions/ Adjustments during the year	Disposals/ Adjustments during the year	As on 31 March 2023	As on 1 April 2022	For the year 31 March 2023	
Other Intangible Assets							
Computer Software	18.16	0.12	-	18.28	15.20	1.53	1.55
Total	18.16	0.12	-	18.28	15.20	1.53	1.55

Intangible Assets As at March 31, 2022

Particulars	Gross carrying amount				Amortisation		Net carrying amount
	As on 1 April 2021	Additions/ Adjustments during the year	Disposals/ Adjustments during the year	As on 31 March 2022	As on 1 April 2021 For the year	As on 31 March 2022	
Other Intangible Assets							
Computer Software	18.16	-	-	18.16	11.22	3.98	2.96
Total	18.16	-	-	18.16	11.22	3.98	2.96



Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
Notes to the Financial Statements (Continued)
as at March 31, 2023

(Rs. in millions)

	As at March 31, 2023	As at March 31, 2022
6 (a) Non-current investments		
Unquoted:		
Investment carried at cost		
(a) Investments in equity instruments of subsidiaries:		
60,000,000 (31st March 2022: 60,000,000) Equity shares of ₹ 10/- each held in Gale Solarfarms Private Limited (refer note 36)	441.96	441.96
24,000,000 (31st March 2022: 24,000,000) Equity shares of ₹ 10/- each held in Tornado Solarfarms Private Limited (refer note 36)	325.01	325.01
(b) Investments in preference instruments:		
509,554,140 (31st March 2022: Nil) CCPS of ₹ 7.85/- (Face value ₹ 10/-) each held in Jhajar Power Limited (refer note 36)	4,000.00	-
	4,766.97	766.97
Aggregate amount of unquoted investments at cost	4,766.97	766.97
Aggregate amount of unquoted investments after impairment	-	-
6 (b) Loans		
Unsecured, considered good		
Loan to subsidiaries (refer note 36)	92.50	85.00
	92.50	85.00
6 (c) Other non-current financial assets		
(i) Derivatives		
Cross currency interest rate swaps	37.60	22.09
Foreign currency options	-	0.96
(ii) Others		
Security deposits		
Security deposits - unsecured, considered good	19.39	19.40
Bank demand deposits with original maturity more than 1 year	0.07	0.93
	57.06	43.38
7 Non current tax assets (net)		
Advance income tax	320.89	252.63
(Net of provision of tax for March 2023: ₹ 3,997.58 millions and March 2022: ₹ 3,542.98 millions)		
	320.89	252.63
8 Other non-current assets		
Capital advances	76.62	64.55
Advances other than capital advances		
Prepaid expenses	-	1.88
Balance with government authorities	0.10	0.10
	76.72	66.53

(Rs. in millions)

9 Inventories	As at March 31, 2023	As at March 31, 2022
At lower of cost and net realisable value		
CER and VER Certificate	0.26	0.30
	<u>0.26</u>	<u>0.30</u>

Note:

1. Stock of Certified Emission reduction and Voluntary Emission reduction as on March 31 2023 is 14,879 units and 1,464 units (March 31 2022 is 18,547 units and 1,323 units) respectively.
2. Number of CERs under certification (NIL units)
3. Depreciation and operating and maintenance costs of Emission Reduction equipment expensed during the year ₹ Nil.

10 (a) Trade Receivables

Non Current:		
Trade Receivables- Considered good, Unsecured	934.46	-
Non Current Trade Receivables	<u>934.46</u>	<u>-</u>
Current:		
Trade Receivables- Considered good, Unsecured	1,804.43	3,772.98
Current Trade Receivables	<u>1,804.43</u>	<u>3,772.98</u>

Note:

- (i) The Company exposure to credit risks and loss allowance related to trade receivables are disclosed under note 31.
- (ii) Ministry of Power (MOP) has issued the Electricity (Late Payment Surcharge and related matters) Rule, 2022 vide notification dated 03rd June 2022. It has been notified that the total outstanding dues upto the date of notification of this rule shall be rescheduled for payment by the distributing licensee in the form of equated monthly installments. Accordingly MP Power Management Company Ltd, Bangalore Electricity Supply Company (Bescom), Tamil Nadu Electricity Board (TNEB) has opted to avail the liquidation plan and their outstanding dues being converted into EMI's.

Trade Receivables ageing schedule As at March 31, 2023

Particulars	Not yet due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) Undisputed Trade Receivable - considered good	1,780.75	953.62	-	-	-	4.52	2,738.89
(ii) Undisputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivable - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivable - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivable - credit impaired	-	-	-	-	-	-	-
Total	<u>1,780.75</u>	<u>953.62</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>4.52</u>	<u>2,738.89</u>

Trade Receivables ageing schedule As at March 31, 2022

Particulars	Not yet due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) Undisputed Trade Receivable - considered good	408.02	1,865.96	1,204.68	290.29	3.65	0.38	3,772.98
(ii) Undisputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Trade Receivable - credit impaired	-	-	-	-	-	-	-
(iv) Disputed Trade Receivable - considered good	-	-	-	-	-	-	-
(v) Disputed Trade Receivable - which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Trade Receivable - credit impaired	-	-	-	-	-	-	-
Total	<u>408.02</u>	<u>1,865.96</u>	<u>1,204.68</u>	<u>290.29</u>	<u>3.65</u>	<u>0.38</u>	<u>3,772.98</u>

10 (b) Cash and cash equivalents

Balance with banks demand deposits (less than 3 months original maturity)	1,664.00	2,205.65
Balance with banks in Current Accounts	202.75	1,029.16
Cash on hand	0.02	0.02
	<u>1,866.77</u>	<u>3,234.83</u>

10 (c) Loans current financial assets

Unsecured, considered good		
Loans to Related Party:		
Loan to Holding Company (refer note 36)	3,019.78	3,019.78
	<u>3,019.78</u>	<u>3,019.78</u>

10 (d) Other current financial assets

(i) Derivatives		
Cross currency Interest rate swaps	36.06	10.05
Foreign currency options	1.43	1.42
Interest rate swaps	8.15	-
(ii) Others		
Interest accrued on deposits	3.49	2.53
Receivables from related parties	5.46	2.87
Generation based incentive receivable	152.92	161.11
	<u>207.51</u>	<u>177.98</u>

11 Other current assets

Advances to suppliers	5.49	264.13
Prepaid expenses	91.97	112.86
Other advances	3.59	7.10
Contract asset (Unbilled Revenue) (Refer Note 22)	411.28	423.67
	<u>512.33</u>	<u>807.76</u>

Contract Asset ageing schedule As at March 31, 2023

Particulars	Not yet due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) Undisputed Contract Asset-considered good	411.28	-	-	-	-	-	411.28
(ii) Undisputed Contract Asset-which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Contract Asset-credit impaired	-	-	-	-	-	-	-
(iv) Disputed Contract Asset-considered good	-	-	-	-	-	-	-
(v) Disputed Contract Asset-which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Contract Asset-credit impaired	-	-	-	-	-	-	-
Total	<u>411.28</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>411.28</u>

Contract Asset ageing schedule As at March 31, 2022

Particulars	Not yet due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) Undisputed Contract Asset-considered good	423.67	-	-	-	-	-	423.67
(ii) Undisputed Contract Asset-which have significant increase in credit risk	-	-	-	-	-	-	-
(iii) Undisputed Contract Asset-credit impaired	-	-	-	-	-	-	-
(iv) Disputed Contract Asset-considered good	-	-	-	-	-	-	-
(v) Disputed Contract Asset-which have significant increase in credit risk	-	-	-	-	-	-	-
(vi) Disputed Contract Asset-credit impaired	-	-	-	-	-	-	-
Total	<u>423.67</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>423.67</u>

Apraava Renewable Energy Private Limited
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Notes to the Financial Statements (Continued)
as at March 31, 2023

(Rs. in millions)

12 Equity share capital	As at March 31, 2023	As at March 31, 2022
a. Authorised :		
1,000,000,000 (31 March 2022: 1,000,000,000) Equity shares of ₹ 10 each	10,000.00	10,000.00
250,000,000 (31 March 2022: 250,000,000) Compulsory Convertible Preference Shares of ₹ 10 each fully paid up	2,500.00	2,500.00
	12,500.00	12,500.00
b. Issued , Subscribed and paid-up		
754,945,016 (31 March 2022: 754,945,016) Equity shares of ₹ 10 each	7,549.45	7,549.45
Total	7,549.45	7,549.45
156,455,750 (31 March 2022 : 156,455,750) Compulsorily Convertible Preference Shares of ₹ 10 each fully paid up	1,564.56	1,564.56
Total	1,564.56	1,564.56

c. Reconciliation of Equity shares outstanding at the beginning and end of the year :

Particulars	As at March 31, 2023		As at March 31, 2022	
	Number of Shares	Amount (Rs. Million)	Numbers of Shares	Amount (Rs. Million)
Outstanding at the beginning of the year	754,945,016	7,549.45	754,945,016	7,549.45
Issued during the year	-	-	-	-
Outstanding at the end of the year	754,945,016	7,549.45	754,945,016	7,549.45

d. Reconciliation of Preference shares outstanding at the beginning and end of the year :

Particulars	As at March 31, 2023		As at March 31, 2022	
	Number of Shares	Amount (Rs. Million)	Numbers of Shares	Amount (Rs. Million)
Outstanding at the beginning of the year	156,455,750	1,564.56	156,455,750	1,564.56
Issued during the year	-	-	-	-
Outstanding at the end of the year	156,455,750	1,564.56	156,455,750	1,564.56

e. Terms / Rights

i) Terms / Rights attached to Equity shares

The Company has only one class of equity Shares having a par value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed, if any, by the Board of Directors is subject to approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holder of equity Shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

ii). Terms / Rights attached to Compulsory Convertible Preference Shares (CCPS)

The Compulsory Convertible Preference Shares ("CCPS") are convertible into fixed number of equity shares at any time within 15 years at the sole option of the Company at a premium of 5% to the Fair Market Value of the equity share of the company prevailing on the date of conversion into equity shares. Anytime after 15 years, the conversion will take place at a premium of 5% to Fair Market Value for each year of holding of CCPS. The CCPS on conversion into equity shares shall rank pari passu with existing equity shares in all respect.



(Rs. in millions)

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	Amount	No. of Shares	Amount
Equity shares:				
Shares held by Apraava Energy Private Limited (Formerly known as CLP India Private Limited), the holding company (refer note i below)	754,945,016	7,549.45	754,945,016	7,549.45
Compulsory Convertible Preference Shares:				
CCPS held by Apraava Energy Private Limited (Formerly known as CLP India Private Limited), the holding company (refer note i below)	156,455,750	1,564.56	156,455,750	1,564.56

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	% holding	No. of Shares	% holding
Equity shares:				
Shares held by Apraava Energy Private Limited (Formerly known as CLP India Private Limited), the holding company (refer note i below)	754,945,016	100%	754,945,016	100%
Compulsory Convertible Preference Shares:				
CCPS held by Apraava Energy Private Limited (Formerly known as CLP India Private Limited), the holding company (refer note i below)	156,455,750	100%	156,455,750	100%

h. No shares have been issued for consideration other than cash during the period of five years immediately preceding the reporting date.

Promoter Name	As at March 31, 2023		As at March 31, 2022		% Change during the year
	No of shares	% of Total Shares	No of shares	% of Total Shares	
Equity shares:					
Shares held by Apraava Energy Private Limited (Formerly known as CLP India Private Limited), the holding company (refer note i below)	754,945,016	100%	754,945,016	100%	-
Compulsory Convertible Preference Shares:					
CCPS held by Apraava Energy Private Limited (Formerly known as CLP India Private Limited), the holding company (refer note i below)	156,455,750	100%	156,455,750	100%	-

Balance at the beginning of the current reporting period (number)	Changes compulsorily convertible preference shares due to prior period errors	Restated balance at the beginning of the current reporting period	Changes compulsorily convertible preference shares during the current year	Balance at the end of the current reporting period
156,455,750	-	-	-	156,455,750

Balance at the beginning of the current reporting period (number)	Changes compulsorily convertible preference shares due to prior period errors	Restated balance at the beginning of the current reporting period	Changes compulsorily convertible preference shares during the current year	Balance at the end of the current reporting period
156,455,750	-	-	-	156,455,750

(i) Out of 754,945,016 equity shares and 156,455,750 Compulsorily convertible preference shares, 385,021,959 (31 March 2022: 385,021,959) Equity Shares and 79,792,433 (31 March 2022: 79,792,433) Compulsory Convertible Preference shares respectively are pledged by Apraava Energy Private Limited (Formerly known as CLP India Private Limited) in favour of IDBI Trusteeship Services Limited (in its capacity as security trustee for and on behalf of lenders for various facilities advanced to Apraava Renewable Energy Private Limited (Formerly known as CLP Wind Farms (India) Private Limited)



Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
Notes to the Financial Statements (Continued)
as at March 31, 2023

(Rs. in millions)

	As at March 31, 2023	As at March 31, 2022
13 Other Equity		
(a) Reserves and surplus		
Securities premium reserve	5,063.23	5,063.23
Debenture redemption reserve	100.00	263.56
Retained earnings	14,272.31	11,904.84
Equity component of Corporate Guarantee	277.71	277.71
Total other equity	19,713.25	17,509.34
Securities premium reserve		
Opening Balance	5,063.23	5,063.23
Closing Balance	5,063.23	5,063.23
Debenture Redemption Reserve		
Opening Balance	263.56	220.78
Transfer from retained Earnings	33.33	131.78
Transfer to retained Earnings	(196.89)	(89.00)
Closing Balance	100.00	263.56
Retained earnings		
Opening Balance	11,904.84	9,901.59
Profit for the year	2,208.18	2,047.47
Items of other comprehensive income recognised directly in retained earnings		
- Remeasurement of post employment benefit obligation	(6.56)	(2.21)
- Tax on Remeasurement of post employment benefit obligation	2.29	0.77
Transfer to Debenture Redemption Reserve	(33.33)	(131.78)
Transfer from Debenture Redemption Reserve	196.89	89.00
Closing Balance	14,272.31	11,904.84
Equity component of Corporate Guarantee		
Opening Balance	277.71	277.71
Closing Balance	277.71	277.71
(b) Other Comprehensive Income		
i. Cashflow Hedging Reserve		
Opening balance - Cash Flow Hedging Reserve	37.38	(24.54)
Change in fair value	(109.83)	(110.10)
Change in reclassification to the statement of profit and loss	146.12	205.27
Change in Deferred Tax Asset/(Liability) on above	(12.67)	(33.25)
Closing balance - Cash Flow Hedging Reserve	61.00	37.38
ii. Cost of Hedging Reserve		
Opening balance - Cost of Hedging Reserve	602.79	594.49
Change in fair value	(68.97)	(145.51)
Change in reclassification to the statement of profit and loss	74.58	158.27
Deferred Tax Asset/(Liability) on Change	(1.96)	(4.46)
Closing balance - Cost of Hedging Reserve	606.44	602.79
Total (OCI)	667.44	640.17
Total other equity (a+b)	20,380.69	18,149.51



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(Rs. in millions)

13 Other Equity (Continued)

Notes :

Nature and purpose of other reserves

(i) Securities premium

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013.

(ii) Debenture Redemption reserve

The Company is required to create a debenture redemption reserve out of the profits which is available for payment of dividend for the purpose of redemption of debentures

(iii) Retained earnings

The amount represents profits that can be distributed by the Company as dividends to its equity shareholders.

(iv) Equity contribution is towards corporate guarantee issued by Holding company to banks and Financial institutions.

(v) Cash flow Hedging reserve

This comprises the effective portion of the cumulative net change in the fair value of cash flow hedging instruments related to hedged transactions that have not yet occurred.

(vi) Cost of hedging reserve

The company designates the spot component of foreign currency forward contracts and the intrinsic value of foreign currency option contracts as hedging instruments in cash flow hedge relationships. The company defers changes in the forward element of foreign currency forward contracts and the time value element of foreign currency option contracts in the costs of hedging reserve, as permitted by Ind AS 109 'Financial Instruments'.

(vii) Remeasurements of defined benefit liability /(asset)

Remeasurements of defined benefit liability/ (asset) comprises actuarial gains and losses and return on plan assets (excluding interest income).



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(Rs. in millions)

14 (a) Non current borrowings	As at March 31, 2023	As at March 31, 2022
Secured		
Debentures	1,032.58	3,051.93
Term loans		
From banks		
Rupee loan	3,983.38	2,467.24
Foreign currency loan	1,185.70	2,572.46
From financial institutions		
Rupee loan	998.59	997.91
Unsecured		
Loan from holding Company (Refer note 36)	0.10	0.10
Total non-current borrowings	7,200.35	9,089.64
Less: Current maturities of long term debt (included in note 18)	2,481.21	3,876.87
Less: Interest accrued (included in note 18)*	36.58	103.97
	4,682.56	5,108.80



(Rs. in millions)

a. Nature of Security and terms of repayment for secured borrowings

- (i) All secured loan are secured by (i) a first ranking pari passu Security Interest in favour of the Common Security Trustee, in respect of:
 - (A) all the Secured Immovable Assets (except land) and the Secured Movable Assets and Intangibles, present and future, relating to the Corporate Structure
 - (B) Execution of relevant agreements or issuance of relevant notifications, with counterparties of the Corporate Structure Projects Documents for Security Interest over all rights, title and interest of the Company under such Project Documents and the right to substitute the Company (either by way of legal assignment or contractual assignment);
 - (C) the Secured Current Assets, present and future, relating to the Corporate Structure Projects
 - (D) the Accounts (including all sub-accounts thereunder other than the Distribution Account), the Debt Service Reserve Account, and any other reserves and any other bank accounts of the Company in relation to the Corporate Structure Projects,
- (ii) a first ranking pari passu pledge in favour of the Common Security Trustee in respect of the Equity Shares held by the Sponsor in the Company representing, at all times, at least, 51% of the Equity Shares of the Company.
- (iii) The Company has not been declared as wilful defaulter by concern bank /lenders in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.
- (iv) The quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.

b. Terms of repayment for secured borrowings

Nature of Loan

Foreign Currency Loan from BNP Paribas Bank as on 31st March 2023: Rs. 565.08 Millions (USD 6.89 Millions) and 31st March 2022: Rs. 759.39 Millions (USD 10 Millions) for 50.4 Sipla Project.

Foreign Currency Loan from SCB, UK as on 31st March 2023: Nil and 31st March 2022: Rs. 178.22 Millions (USD 2.35 Millions) for 102.4 MW Bhakrani Project.

Foreign Currency Loan from HSBC Bank Limited, Singapore as on 31st March 2023: Nil and 31st March 2022: Rs. 178.22 Millions (USD 2.35 Millions) for 102.4 MW Bhakrani Project.

Term loan from IDFC Bank Limited as on 31st March 2023: Rs. 0.67 Millions and 31st March 2022: Rs. 3.33 Millions Millions for 72 MW Saundatti project.

Foreign currency loan from Standard Chartered Bank, UK as on 31st March 2023: Rs 311.11 Millions (USD 3.79 Millions) and 31st March 2022: Rs 735.85 Millions (USD 9.70 Millions) for Mahidad (50.4 MW), Jath (60 MW).

Foreign currency loan from DBS Bank Ltd., Singapore as on 31st March 2023: Rs 311.11 Millions (USD 3.79 Millions) and 31st March 2022: Rs 735.85 Millions (USD 9.70 Millions) for Mahidad (50.4 MW) and Tejuva (100.8 MW) Projects.

Term loan from SBI Bank Limited as on 31st March 2023: Rs. 1,380.00 Millions and 31st March 2022: Rs. 1,495.00 Millions for Theni project (49.50 MW), Bhakrani Project (102.4 MW) and Chandgarh (92 MW) Projects.

Term loan from HDFC Bank Limited as on 31st March 2023: Rs. 395.93 Millions and 31st March 2022: Rs. 599.21 Millions for Andhra Lake project.

Term loan from HDFC Bank Limited as on 31st March 2023: Rs. 245.74 Millions and 31st March 2022: Rs. 373.71 Millions for Hara project.

Term loan from HDFC Limited as on 31st March 2023: Rs. 1,000.00 Millions and 31st March 2022: Rs. 1,000.00 Millions for Jath project.

Non Convertible Debentures as on 31st March 2023: Nil and 31st March 2022: Rs. 1,969.00 Millions

Non Convertible Debentures as on 31st March 2023: Rs. 1,000.00 Millions and 31st March 2022: Rs. 1,000.00 Millions

Term loan from Credit Agricole Corporate and Investment Bank as on 31st March 2023: Rs. 1,000 Millions and 31st March 2022: Nil

Term loan from Barclays Bank PLC as on 31st March 2023: Rs. 969 Millions and 31st March 2022: Nil

Terms of Repayment

Repayable in 26 Half yearly Installments starting from September, 2016 along with interest on quarterly basis at 3 months Libor + 375 bps till June 2016, thereafter LIBOR + 191 bps

Repayable in 24 Half yearly Installments starting from 30-Sep-2013 at Interest rate of LIBOR + 3.75% until June 30, 2016 and LIBOR + 2.60% thereafter

Repayable in 24 Half yearly Installments starting from 30-Sep-2013 at Interest rate of LIBOR + 3.75% until June 30, 2016 and LIBOR + 2.60% thereafter

Repayable in 52 Quarterly Installments starting from July 2010 along with interest on monthly basis at 1 year MCLR plus spread of 90 bps

Repayable in 36 Quarterly Installments starting from June 2015 along with interest on quarterly basis at 3 months LIBOR + 325 bps till March 31, 2016, 3 months LIBOR + 215 bps till March 31, 2018 thereafter LIBOR +

Repayable in 36 Quarterly Installments starting from June 2015 along with interest on quarterly basis at 3 months LIBOR + 325 bps till March 31, 2016, 3 months LIBOR + 215 bps till March 31, 2018 thereafter LIBOR + 230 bps

Repayable in 38 Quarterly Installments starting from Dec 2016 along with interest on monthly basis at SBI 1 year Benchmark rate plus spread of 115 bps

Repayable in 25 Quarterly Installments starting from December 2018 along with interest on monthly basis at HDFC 1 year Benchmark rate plus spread of 40 bps

Repayable in 24 Quarterly Installments starting from January 2019 along with interest on monthly basis at HDFC 1 year Benchmark rate plus spread of 40 bps

Repayable on 5th Apr 2025. Interest at 7.50% pa payable monthly

Repaid on 13 Oct 2022. Interest at 6.90% pa (WHT additional) payable annually

Repayable on 13 Oct 2023. Interest at 7.90% pa (incl. WHT) payable annually

Repayable on 10 Oct 2025. Interest at 8.35% pa payable monthly

Repayable on 11 Oct 2024. Interest at 8.40% pa payable monthly

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(Rs. in millions)

14 (b) Other non current financial liabilities

As at March 31, 2023 As at March 31, 2022

(i) Derivatives

Foreign exchange forward contracts	-	98.80
Interest Rate Swaps	-	3.01

-	101.81
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15 Provisions - non- current

Provision for decommissioning liability	45.86	42.46
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Provision for employee benefits

Provision for gratuity (refer note 29)	19.55	13.26
Provision for compensated absences (refer note 29)	25.06	18.94

90.47	74.66
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(Rs. in millions)

16 Income Tax expenses	For the year ended March 31, 2023	For the year ended March 31, 2022
(a) The major components of income tax expenses for the year are as under:		
i) Recognised in the statement of profit & loss		
Current tax		
In respect of current year (Minimum Alternate Tax)	455.55	466.99
Total current tax expense	455.55	466.99
Deferred tax		
Relating to origination and reversal of temporary difference	(49.88)	159.75
Income tax expenses reported in the statement of profit and loss	405.67	626.74
ii) Recognised in other comprehensive income		
Deferred tax		
-on remeasurement of defined benefit plan	(2.29)	(0.77)
-on net movement on cash flow hedges	14.63	37.71
Total deferred tax expense	12.34	36.94
(b) Reconciliation of tax expense and the accounting profit for the year is as under:		
Profit before tax	2,613.85	2,674.21
Tax at the corporate tax rate 34.94% (31 March 2022 - 34.94%)	913.38	934.37
Tax effect of amounts which are not deductible / (taxable) in calculating taxable income:		
Non-deductible expenses	40.59	38.32
Impact of difference in tax rate between MAT rate and corporate tax rate	50.42	102.49
(Recognition) of MAT credit	(600.00)	(450.00)
Others	1.28	1.56
Income tax expense reported in statement of profit and loss	405.67	626.74

Deferred tax (net)

The balance comprises temporary differences attributable to:

Deferred tax liabilities:

Property, plant and equipment	4,774.18	4,258.77
Derivatives	358.48	343.85
Total deferred tax liabilities (A)	5,132.66	4,602.62

Deferred tax assets:

Deferred O&M	99.09	142.47
Others	38.28	27.32
MAT credit entitlement (refer note i below)	2,920.44	2,320.44
Total deferred tax asset (B)	3,057.81	2,490.23

Net deferred tax (liability)

	(2,074.85)	(2,112.39)
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Movement of temporary differences As at March 31, 2023

Particulars	As at 1 April 2022	Recognised in profit or loss	Recognised in other comprehensive income	As at 31 March 2023
Property, plant and equipment and intangible assets (net)	(4,258.77)	(515.41)	-	(4,774.18)
Employee benefits expenses	-	(2.29)	2.29	-
Deferred O&M Liabilities	142.47	(43.38)	-	99.09
Derivatives	(343.85)	-	(14.63)	(358.48)
MAT credit entitlement (refer note i below)	2,320.44	600.00	-	2,920.44
Others	27.32	10.96	-	38.28
Total	(2,112.39)	49.88	(12.34)	(2,074.85)

Movement of temporary differences As at March 31, 2022

Particulars	As at 1 April 2021	Recognised in profit or loss	Recognised in other comprehensive income	As at 31 March 2022
Property, plant and equipment and intangible assets (net)	(3,687.38)	(571.39)	-	(4,258.77)
Employee benefits expenses	-	(0.77)	0.77	-
Deferred O&M Liabilities	191.09	(48.62)	-	142.47
Derivatives	(306.14)	-	(37.71)	(343.85)
MAT credit entitlement (refer note i below)	1,870.44	450.00	-	2,320.44
Others	16.29	11.03	-	27.32
Total	(1,915.70)	(159.75)	(36.94)	(2,112.39)

(i) The Company has not recognized deferred tax assets to the extent of unused tax credits of Rs 1209.03 Millions (31 March 2022 Rs 1203.64 Millions). The unused tax credits have an expiry of more than 5 years.

(ii) On 12th December, 2019, vide The Taxation Laws (Amendment) Act, 2019 ('the Act'), the Government of India inserted Section 115BAA in the Income Tax Act, 1961 which provides domestic companies a non-reversible option to pay corporate tax at reduced rates effective 1st April, 2019, subject to certain conditions. The Company has evaluated the impact of the Ordinance and basis that the Company has decided not to avail the choice of the reduced tax rate in the foreseeable future.

(Rs. in millions)

	As at March 31, 2023	As at March 31, 2022
17 Other non-current liabilities		
Deferred O&M liability	154.90	283.56
	<u>154.90</u>	<u>283.56</u>

Unsecured

Term loans		
From bank		
Working capital loan repayable on demand	-	500.00
Current maturities of long term borrowings	2,481.21	3,876.87
Interest accrued but not due on borrowings	36.58	103.97
	<u>2,517.79</u>	<u>4,480.84</u>

19 a Trade payables

Total Outstanding dues to micro enterprises and small enterprises (Refer note 43)	0.02	-
Total Outstanding dues to creditors other than micro enterprises and small enterprises	815.58	779.47
	<u>815.60</u>	<u>779.47</u>

Trade Payables due to related parties (Refer note 36)

0.25

Particulars	Not yet due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) MSME	0.02	-	-	-	-	0.02
(ii) Others	815.09	0.49	-	-	-	815.58
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	815.11	0.49	-	-	-	815.60

Particulars	Not yet due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-	-
(ii) Others	712.32	67.15	-	-	-	779.47
(iii) Disputed dues - MSME	-	-	-	-	-	-
(iv) Disputed dues - Others	-	-	-	-	-	-
Total	712.32	67.15	-	-	-	779.47

(i) **Derivatives**

(i) Derivatives		
Foreign exchange forward contracts	82.65	187.32
Interest rate swaps	-	12.56
(ii) Others		
Payables to Capital creditors	46.25	9.98
	128.90	209.86

Provision for employee benefits

Provision for employee benefits		
Provision for gratuity (refer note 29)	6.89	4.90
Provision for compensated absences (refer note 29)	8.57	6.02
	<u>15.46</u>	<u>10.92</u>

Statutory dues (including TDS, PF,etc)

Deferred O&M liability	128.66	124.15
	163.32	154.46



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(Rs. in millions)

22 Revenue from Operations	For the year ended March 31, 2023	For the year ended March 31, 2022
Revenue from Sale of Electricity	6,330.79	6,877.48
Less : Rebates	(7.39)	(14.60)
	6,323.40	6,862.88
Other operating revenue:		
Generation based incentive	356.56	402.17
Income from sale of Certified Emission Reductions (CERS)	50.39	20.34
	6,730.35	7,285.39

Note: Generation based incentive is classified as other operating revenue based on incentive scheme announced by Indian Renewable Energy Development Agency (IREDA). Incentive is recognised in books based on generation of electricity from Wind Power Projects.

Disclosure under Ind AS 115 - Revenue from contracts with customers:

The operations of the Company are limited to one segment i.e. Power Generation.

Disaggregation of revenue from contracts with customers:

The management determines that the segment information reported under Note 38 Segment reporting is sufficient to meet the disclosure objective with respect to disaggregation of revenue under Ind AS 115 Revenue from contract with Customers. Hence, no separate disclosures of disaggregated revenues are reported.

Contract balances:		
Contract asset (Unbilled revenues) (Refer note 11)	411.28	423.67
Changes in Contract assets are as follows:		
Balance at the beginning of the year	423.67	519.10
Invoices raised during the year	6,311.01	6,767.45
Revenue recognized during the year	(6,323.40)	(6,862.88)
Balance at the end of the year	411.28	423.67
Reconciliation of revenue from Sale of Electricity		
Revenue from contract with customer as per the contract price	6,330.79	6,877.48
Adjustments:		
Less: Rebates	7.39	14.60
Revenue from contract with customers	6,323.40	6,862.88

The following table provides information about receivables and contract liabilities from contracts with customers.

Receivables, which are included in 'trade receivables' (Refer note 10a)	2,738.89	3,772.98
Contract liabilities	-	-



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Apraava Renewable Energy Private Limited
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(Rs. in millions)

23 Other income

(a) Interest income

(i) on financial assets held at amortised cost

Interest on fixed deposits	202.76	37.87
Delayed payment charges	324.48	56.04
Interest on Loan to subsidiaries and fellow subsidiaries	7.17	7.26

(ii) Others

Exchange fluctuation (net)	0.18	0.17
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(c) Other non-operating income

Miscellaneous income	11.86	43.20
Liabilities written back to the extent no longer required	0.27	-

546.72	144.54
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24 Employee benefits expenses

Salaries, wages and bonus	506.50	433.98
Contribution to provident and other funds (Refer Note 29)	19.78	14.61
Gratuity expense (Refer Note 29)	10.26	9.40
Staff welfare expenses	15.10	12.88

551.64	470.87
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25 Finance costs

Interest expenses on financial liabilities measured at amortised cost

- on long term borrowings	665.99	800.17
- on lease liabilities	2.15	2.19
- Loans from holding company	0.01	0.01
Other borrowing costs	11.54	10.26
Decommissioning cost	3.40	3.15

683.09	815.78
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26 Depreciation and amortization expenses

Depreciation of property, plant and equipment (refer note 4)	1,993.73	1,990.03
Depreciation of right of use asset (refer note 30)	10.14	10.15
Amortization of intangible assets (refer note 5)	1.53	3.98

2,005.40	2,004.16
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Apraava Energy Information Classification: PROPRIETARY



Apraava Renewable Energy Private Limited
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(Rs. in millions)

27 Other expenses

	For the year ended March 31, 2023	For the year ended March 31, 2022
Operation fees and maintenance expenses	972.83	950.20
Insurance	100.94	98.64
Travelling and conveyance	37.56	20.92
Legal and professional fees	67.37	53.25
Advance recoverable written off	-	0.87
Payment to auditors (Refer Note 39)	5.08	2.79
Rates and Taxes	33.23	37.29
Expenditure towards Corporate Social Responsibilities (CSR) activities (Refer Note 44)	55.52	59.12
Loss on disposal of fixed assets	-	0.71
Bank Charges	0.41	0.40
Premium /other cost on derivatives	74.57	158.16
IT operating costs	20.99	18.97
Electricity expenses	0.02	7.75
Miscellaneous expenses	54.57	55.84
	1,423.09	1,464.91



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(Rs. in millions)

28 Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

Ordinary equity shares that will be issued upon the conversion of a compulsory convertible preference shares are included in the calculation of basic earnings per share from the date the contract is entered into.

i. Profit attributable to equity holders of the Company	As at March 31, 2023	As at March 31, 2022
Profit attributable to equity holders of the company: (Basic and Diluted)	2,208.18	2,047.47
ii. Weighted average number of shares used as the denominator		
Weighted average number of equity shares used as the denominator in calculating basic earnings per share (numbers)	754,945,016	754,945,016
Compulsory convertible preference shares (numbers)	156,455,750	156,455,750
Weighted average number of equity shares and potential equity shares used as the denominator in calculating basic and diluted earnings per share (numbers)	911,400,766	911,400,766
 (a) Basic earning per share	 2.42	 2.25
(b) Diluted earnings per share	2.42	2.25



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(Rs. in millions)

29 Employee Benefit Obligation

The Company contributes to the following post employment benefit plan:

Defined contribution plans

The company also has certain defined contribution plans. Contributions are made to provident fund in India for employees at the rate of 12% of basic salary as per regulations. The contributions are made to registered provident fund administered by the government. The obligation of the company is limited to the amount contributed and it has no further contractual nor any constructive obligation. The expense recognised during the year towards defined contribution plan is ₹ 19.78 Million (31 March 2022 – ₹ 14.61 Million).

Defined Benefit Plan: Gratuity

The company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/termination is the employee's last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The Company operates a gratuity plan through the "CLP Wind Farms (India) Private Limited Employees Gratuity Fund". Gratuity plan is a funded plan and the Company through Gratuity Trust makes contributions to Life Insurance Corporation of India funds. The company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimations of expected gratuity payments. The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at 31 March 2023. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

Gratuity

The amounts recognised in the balance sheet and the movements in the net defined benefit obligation over the year are as follows:

Movement in net defined benefit obligation As at March 31, 2023

Particulars	Present value of obligation	Fair value of plan assets	Net amount
01 April 2021	37.49	(25.44)	12.05
Transfer in/ (out) obligation	4.32	-	4.32
Current service cost	4.43	-	4.43
Interest expense/(income)	2.32	(1.66)	0.65
Total amount recognised in profit or loss	11.06	(1.66)	9.40
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(0.04)	(0.04)
(Gain)/loss from change in demographic assumptions	0.06	-	0.06
(Gain)/loss from change in financial assumptions	0.38	-	0.38
Experience (gains)/losses	1.81	-	1.81
Total amount recognised in other comprehensive income	2.25	(0.04)	2.21
Employer contributions	-	(5.51)	(5.51)
Benefit payments	(2.54)	2.54	-
31 March 2022	48.26	(30.10)	18.16
01 April 2022	48.26	(30.10)	18.16
Transfer in/ (out) obligation	3.42	-	3.42
Current service cost	5.77	-	5.77
Interest expense/(income)	2.82	(1.75)	1.07
Total amount recognised in profit or loss	12.01	(1.75)	10.26
Remeasurements			
Return on plan assets, excluding amounts included in interest expense/(income)	-	(0.32)	(0.32)
(Gain)/loss from change in demographic assumptions	0.03	-	0.03
(Gain)/loss from change in financial assumptions	(1.13)	-	(1.13)
Experience (gains)/losses	7.98	-	7.98
Total amount recognised in other comprehensive income	6.88	(0.32)	6.56
Employer contributions	-	(6.85)	(6.85)
Benefit payments	(3.30)	1.61	(1.69)
31 March 2023	63.85	(37.41)	26.44

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(Rs. in millions)

29 Employee Benefit Obligation (Continued)

The net liability disclosed above relates to funded gratuity plan is as follows:	As at March 31, 2023	As at March 31, 2022
Present value of funded obligations	63.85	48.26
Fair value of plan assets	(37.41)	(30.10)
Deficit of funded gratuity plan	26.44	18.16
Current - Gratuity (Liability)	6.89	4.90
Non - current - Gratuity (Liability)	19.55	13.26
Total	26.44	18.16

The significant actuarial assumptions were as follows:	As at March 31, 2023	As at March 31, 2022
Discount rate	7.30%	6.85%
Return on Plan Assets	7.30%	6.85%
Salary growth rate	6.00%	6.00%
Remaining working life	4.32 Years	4.49 Years
Attrition rate	14.20% at all ages	15.10% at all ages
Mortality Table	standard table – Indian Assured Lives Mortality (2012-14) Table	standard table – Indian Assured Lives Mortality (2012-14) Table

Sensitivity of the defined benefit obligation As at March 31, 2023

Particulars	Change in assumption (percentage)	Increase in assumption	Decrease in assumption
Gratuity			
Discount Rate	0.50 %	62.65	65.12
Salary growth rate	0.50 %	65.13	62.63
Attrition Rate CY	10.00 %	63.88	63.77

Sensitivity of the defined benefit obligation As at March 31, 2022

Particulars	Change in assumption (percentage)	Increase in assumption	Decrease in assumption
Gratuity			
Discount Rate	0.50 %	47.31	49.26
Salary growth rate	0.50 %	49.25	47.31
Attrition Rate CY	10.00 %	48.22	48.29

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The method and types of assumption used in preparing the sensitivity analysis did not changed compared to prior year.

The major categories of plans assets are as follows: As at March 31, 2023

Particulars	Unquoted	Total	in %
Investment funds with LIC of India	37.41	37.41	100
Total	37.41	37.41	100.00

The major categories of plans assets are as follows: As at March 31, 2022

Particulars	Unquoted	Total	in %
Investment funds with LIC of India	30.10	30.10	100
Total	30.10	30.10	100.00

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29 Employee Benefit Obligation (Continued)

Note: Gratuity trust pays contribution to LIC which in turn invests the amount in various instruments. As it is done by LIC in totality basis along with contributions from other participants, hence the company wise investment in planned assets-category/class wise is not available.

Risk exposure

Through its defined benefit plans, the company is exposed to a number of risks, the most significant of which are detailed below:

Actuarial Risk: It is the risk that benefits will cost more than expected. This can arise due to one of the following reasons:

Adverse Salary Growth Experience: Salary hikes that are higher than the assumed salary escalation will result into an increase in Obligation at a rate that is higher than expected.

Variability in mortality rates: If actual mortality rates are higher than assumed mortality rate, the Gratuity benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cashflow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate.

Variability in withdrawal rates: If actual withdrawal rates are higher than assumed withdrawal rate, the Gratuity benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.

Investment Risk: For funded plans that rely on insurers for managing the assets, the value of assets certified by the insurer may not be the fair value of instruments backing the liability. In such cases, the present value of the assets is independent of the future discount rate. This can result in wide fluctuations in the net liability or the funded status if there are significant changes in the discount rate during the inter-valuation period.

Liquidity Risk: Employees with high salaries and long durations or those higher in hierarchy, accumulate significant level of benefits. If some of such employees resign/retire from the company there can be strain on the cashflows.

Market Risk: Market risk is a collective term for risks that are related to the changes and fluctuations of the financial markets. One actuarial assumption that has a material effect is the discount rate. The discount rate reflects the time value of money. An increase in discount rate leads to decrease in Defined Benefit Obligation of the plan benefits & vice versa. This assumption depends on the yields on the government bonds and hence the valuation of liability is exposed to fluctuations in the yields as at the valuation date.

Legislative Risk: Legislative risk is the risk of increase in the plan liabilities or reduction in the plan assets due to change in the legislation/regulation. The government may amend the Payment of Gratuity Act thus requiring the companies to pay higher benefits to the employees. This will directly affect the present value of the Defined Benefit Obligation and the same will have to be recognized immediately in the year when any such amendment is effective.

The Company expects to make a contribution of ₹ 6.89 millions (2022: ₹ 4.90 millions) to the defined benefits plan during the next financial year.

The average duration of the defined benefit obligation is 20.85 years (2022 – 20.78 years). The expected maturity analysis of gratuity is as follows:

The expected maturity analysis of gratuity is as follows: As at March 31, 2023

Particulars	Less than a year	Between 1-2 years	Between 2 - 5 years	Over 5 years	Total
As at year end					
Defined benefit obligation (Gratuity)	17.93	8.59	22.65	26.18	75.35
Total	17.93	8.59	22.65	26.18	75.35

The expected maturity analysis of gratuity is as follows: As at March 31, 2022

Particulars	Less than a year	Between 1-2 years	Between 2 - 5 years	Over 5 years	Total
As at year end					
Defined benefit obligation (Gratuity)	14.11	5.49	15.06	22.85	57.51
Total	14.11	5.49	15.06	22.85	57.51

Asset-Liability matching study

The Gratuity benefits liabilities of the Company are funded. However, there are no minimum funding requirements for a Gratuity Benefits plan in India. The trustees of the plan have outsourced the investment management of the fund to an insurance company. The insurance company in turn manages these funds as per the mandate provided to them by the trustees and the asset allocation which is within the permissible limits prescribed in the insurance regulations. Due to the restrictions in the type of investments that can be held by the fund, it may not be possible to explicitly follow an asset-liability matching strategy to manage risk actively in a conventional fund.

Other long-term employee benefit obligations - Compensated absence

The leave obligation covers the Company's liability for sick and earned leave. The amount of the provision of INR 31.30 million (31 March 2022: INR 24.96 million) is presented as current (leave obligations expected to be settled within the next 12 months) and non current. Based on the actuarial valuation obtained in this respect, the following table sets out the amounts recognised in the Company's financial statements as at balance sheet date:

(a) Compensated absence (Unfunded)	As at March 31, 2023	As at March 31, 2022
Current	8.57	6.02
Non-current	25.06	18.94
Total	33.63	24.96

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30 Leases as lessee

The entity has leased contracts for land used in its operations. Leases of land has lease terms of 30 years. The entity recognized a right of use asset at the date of initial application at an amount equal to lease liability, adjusted by the amount of any prepaid or accrued lease payments relating to that lease recognized in the balance sheet immediately before the date of initial application.

i. Right-of-use assets

Following are the changes in the carrying value of right of use as at 31 March 2023

Particulars	Category of ROU asset		Total
	Leasehold Land	Buildings	
Gross carrying value			
As at 01 April 2022	292.71	-	292.71
Additions	-	-	-
Disposals	-	-	-
As at 31 Mar 2023	292.71	-	292.71
Accumulated depreciation			
As at 01 April 2022	78.20	-	78.20
Depreciation charge for the year	10.14	-	10.14
Disposals	-	-	-
As at 31 Mar 2023	88.34	-	88.34
Net carrying value			
As at 31 Mar 2023	204.35	-	204.35

The aggregate depreciation expense on ROU assets is included under depreciation and amortisation expense in the statement of Profit and Loss.

Following are the changes in the carrying value of right of use as at 31 March 2022

Particulars	Category of ROU asset		Total
	Leasehold Land	Buildings	
Gross carrying value			
As at 01 April 2021	292.71	-	292.71
Additions	-	-	-
Disposals	-	-	-
As at 31 Mar 2022	292.71	-	292.71
Accumulated depreciation			
As at 01 April 2021	68.05	-	68.05
Depreciation charge for the year	10.15	-	10.15
Disposals	-	-	-
As at 31 Mar 2022	78.20	-	78.20
Net carrying value			
As at 31 Mar 2022	214.51	-	214.51

The aggregate depreciation expense on ROU assets is included under depreciation and amortisation expense in the statement of Profit and Loss.

ii. Lease liability

As at March 31, 2023 **As at March 31, 2022**

Maturity analysis of lease liability - undiscounted contractual cash flows

Less than one year	4.01	2.65
One to three years	5.79	8.45
More than three years	35.68	35.68
Total undiscounted cash flows	45.48	46.78

Discounted lease liabilities

Current	2.15	2.15
Non-Current	23.70	22.85
Total lease liabilities	25.85	25.00

The following is the movement in lease liabilities

Balance at the beginning of the year	25.00	25.01
Additions	-	-
Finance cost accrued during the year	2.15	2.19
Deletions	-	-
Payment of lease liabilities	(1.30)	(2.20)
Balance at the end of the year	25.85	25.00

(Rs. in millions)

iii. Amount recognised in profit or loss

Income from sub-leasing right-of-use assets presented in 'other revenue' ₹ Nil (31 March 2022 ₹ Nil).

Lease expenses recognised in statement of profit and loss account not included in the measurement of lease liability:	For the year ended March 31, 2023	For the year ended March 31, 2022
Short-term lease rent expense	-	-

Depreciation and impairment losses

Depreciation of right of use lease asset	10.14	10.15
	10.14	10.15

Finance Cost

Interest expense on lease liability	2.15	2.19
	2.15	2.19

iv. Amount recognised in statement of cash flows

	As at March 31, 2023	As at March 31, 2022
Cash outflow for short-term leases	-	-
Principal component of Cash outflow for long-term leases	1.30	2.20
Total cash outflow for leases	1.30	2.20

(v). All Lease agreements for Right of Use assets are held in the name of the company except for below as on 31 March 2023:

Relevant line item in the Balance Sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter / director or employee of promoter / director	Property held since which date	Reason for not being held in the name of the company
Right of use assets	Forest Location located in Pune, Maharashtra	66.50	Wind World India Private Limited (Formerly known as Enercon India Private Limited)	No	March 2012	Application for Transfer of lease has been applied and awaited.
Right of use assets	24 Forest Locations located in Hassan, Davangere	2.15	Chitradurga Wind Power Private Limited	No	April 2019	Application for Transfer of lease has been applied and awaited.
Right of use assets	Locations of Govt Land located in Jaisalmer, Rajasthan	2.39	Wind World India Private Limited (Formerly known as Enercon India Private Limited)	No	April 2019	Lease deeds are partially available in name of the company, balance are yet to be executed
Right of use assets	Locations of Govt Land located in Jaisalmer, Rajasthan	8.08	Wind World India Private Limited (Formerly known as Enercon India Private Limited)	No	April 2019	Lease deeds are partially available in name of the company, balance are yet to be executed
Right of use assets	Forest Locations located in Belgaum, Karnataka	44.84	Wind World India Private Limited (Formerly known as Enercon India Private Limited)	No	April 2019	Application for Transfer of Lease for Forest land approval has been applied and awaited.

All Lease agreements for Right of Use assets are held in the name of the company except for below as on 31 March 2022:

Relevant line item in the Balance Sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter / director or employee of promoter / director	Property held since which date	Reason for not being held in the name of the company
Right of use assets	Forest Location located in Pune, Maharashtra	66.50	Wind World India Private Limited (Formerly known as Enercon India Private Limited)	No	March 2012	Application for Transfer of lease has been applied and awaited.
Right of use assets	24 Forest Locations located in Hassan, Davangere	2.15	Chitradurga Wind Power Private Limited	No	April 2019	Application for Transfer of lease has been applied and awaited.
Right of use assets	Locations of Govt Land located in Jaisalmer, Rajasthan	2.39	Wind World India Private Limited (Formerly known as Enercon India Private Limited)	No	April 2019	Lease deeds are partially available in name of the company, balance are yet to be executed
Right of use assets	Locations of Govt Land located in Jaisalmer, Rajasthan	8.08	Wind World India Private Limited (Formerly known as Enercon India Private Limited)	No	April 2019	Lease deeds are partially available in name of the company, balance are yet to be executed
Right of use assets	Forest Locations located in Belgaum, Karnataka	44.84	Wind World India Private Limited (Formerly known as Enercon India Private Limited)	No	April 2019	Application for Transfer of Lease for Forest land approval has been applied and awaited.



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31 Financial risk management

Financial risk management

The Company has exposure to the following risks arising from financial instruments:

- Credit risk ;
- Liquidity risk ; and
- Market risk

Risk management framework

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors has established the Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the board of directors on its activities.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investments securities.

The carrying amounts of financial assets represent the maximum credit risk exposure.

Trade receivables and unbilled revenue

The Company has significant concentration of credit risk with respect to the sale of electricity as the Company sells its electricity output to state electricity boards in India through Power Purchase Agreements (PPA's) for 13 to 25 years. Management closely monitors the credit quality and collectability of receivables from its off takers.

The Company's exposure to credit risk for trade receivables and other receivables is as follows.

Credit Risk for trade and other receivables

	As at March 31, 2023	As at March 31, 2022
Trade Receivables		
Electricity Procurers	2,707.69	3,772.91
Other than electricity procurers	31.20	0.07
Unbilled receivables	411.28	423.67
Loan	3,112.28	3,104.78
	6,262.45	8,068.40

Receivables Ageing

	As at March 31, 2023	As at March 31, 2022
Neither past due nor impaired	1,778.89	408.09
Past Due 1-30 days	149.62	259.40
Past Due 31-90 days	109.43	277.56
Past Due 91-120 days	122.16	498.17
More than 120 days	578.79	2,329.76
	2,738.89	3,772.98

At 31 March 2023, the carrying amount (including unbilled revenue) of the Company's most significant customer (a state electricity board) is INR 1051.21 Million (31 March 2022: INR 1796.50 Million).



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31 Financial risk management (Continued)

The Company is having receivables from State Electricity Board which is part of the Government undertaking. The agreement with the State Electricity Board has a provision for delayed payment charges if the payment is delayed beyond the credit period. The Company is also having receivable from Clean Development Mechanism (CDM) customers as per sale agreement of CDM.

Cash and cash equivalents

Credit risk on cash and cash equivalents is limited as the Company generally invests in deposits with banks with high credit ratings assigned by domestic credit rating agencies.

Derivatives and other financial assets

Credit risk on derivatives and other financial assets is limited as the Company generally obtains derivative contracts from banks and financial institutions with high credit ratings assigned by domestic credit rating agencies.



(Rs. in millions)

31 Financial risk management (Continued)

ii. Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and making available an adequate amount of committed credit facilities with staggered maturities to reduce refinancing risk in any year and to fund working capital, debt servicing, dividend payments, new investments and close out market positions if required. The company maintains significant flexibility to respond to opportunities and events by ensuring that committed credit lines are available to meet future funding requirements. Management also monitor rolling forecasts of the company's undrawn borrowing facilities and cash and cash equivalents on the expected cash flows. This is generally carried out at Company level in accordance with practice and limits set by the company. In addition, the Company's liquidity management policy involves close monitoring of liquidity position by monitoring cash collection and level of liquid assets necessary to meet cash outflow obligation, monitoring balance sheet liquidity ratios against external regulatory requirements and maintaining debt financing plans.

Financing arrangements

As at March 31, 2023 As at March 31, 2022

Borrowing Facilities

Floating rate

- Expiring within one year (bank overdraft and other facilities)

7,500.00

8,000.00

The Company had access to undrawn working capital facilities of ₹ 7,500.00 millions (31 March 2022 ₹ 7,483.10 millions) to meet their future liquidity requirements.

Maturity profile of financial liabilities

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

Contractual maturities of financial liabilities As at March 31, 2023

Particulars	Not later than 1 year	Between 1 and 2 years	Between 2 and 5 years	Later than 5 years	Total
Non-derivative					
Rupee currency term loans from banks and financial institutions	587.97	1,592.42	2,801.58	-	4,981.97
Foreign currency term loans from banks and financial institutions	897.25	288.45	-	-	1,185.70
Lease Liabilities	2.15	2.11	5.92	15.67	25.85
Loan from related party	-	0.10	-	-	0.10
Debentures	1,032.58	-	-	-	1,032.58
Trade payables	815.60	-	-	-	815.60
Working capital loans from banks	-	-	-	-	-
Payables for purchase of property plant and equipment	46.25	-	-	-	46.25
Total non-derivative financial liabilities	3,381.80	1,883.08	2,807.50	15.67	8,088.05
Derivative					
Forward exchange contracts used for hedging	82.65	-	-	-	82.65
Interest rate swap contracts used for hedging	-	-	-	-	-
Interest rate swap contracts used for hedging	-	-	-	-	-
- Net Cash flow	11.96	-	-	-	11.96
Total derivative financial liabilities	94.61	-	-	-	94.61
Total non-derivative and derivative financial liabilities	3,476.41	1,883.08	2,807.50	15.67	8,182.66

Contractual maturities of financial liabilities As at March 31, 2022

Particulars	Not later than 1 year	Between 1 and 2 years	Between 2 and 5 years	Later than 5 years	Total
Non-derivative					
Rupee currency term loans from banks and financial institutions	447.44	587.96	2,429.75	-	3,465.15
Foreign currency term loans from banks and financial institutions	1,479.26	826.79	266.41	-	2,572.46
Lease Liabilities	2.15	2.11	5.92	14.82	25.00
Loan from related party	-	0.10	-	-	0.10
Debentures	2,054.14	997.79	-	-	3,051.93
Working capital loans from banks	779.47	-	-	-	779.47
Trade payables	500.00	-	-	-	500.00
Payables for purchase of property plant and equipment	9.98	-	-	-	9.98
Total non-derivative financial liabilities	5,272.44	2,414.75	2,702.08	14.82	10,404.09
Derivative					
Forward exchange contracts used for hedging	187.32	98.80	-	-	286.12
Interest rate swap contracts used for hedging	12.56	3.01	-	-	15.57
Interest rate swap contracts used for hedging	-	-	-	-	-
- Net Cash flow	(51.21)	15.20	30.08	-	(5.93)
Total derivative financial liabilities	148.67	117.01	30.08	-	295.76
Total non-derivative and derivative financial liabilities	5,421.11	2,531.76	2,732.16	14.82	10,699.85



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32 Financial risk management (Continued)

b. Interest rate risk

The Company's interest rate risk arises from debt borrowings. Borrowings issued at variable rates expose the Company to cash flow interest rate risk, while borrowings issued at fixed rates expose the Company to fair value interest rate risk. The risks are managed by monitoring an appropriate mix between fixed and floating rate borrowings, and by the use of interest rate swaps.

Exposure to interest rate risk

The Companies interest rate risk arises primarily from borrowings. The interest rate profile of the Company's interest bearing financial instruments is as follows:

(a) Interest rate risk exposure	As at March 31, 2023	As at March 31, 2022
Fixed-rate borrowings		
Debentures	1,032.58	3,051.93
	1,032.58	3,051.93
Impact of interest rate swap	1,185.70	2,572.02
	2,218.28	5,623.95
Variable-rate borrowings		
Long term borrowings	6,167.67	6,037.61
Short term borrowings	-	500.00
	6,167.67	6,537.61
Impact of interest rate swap	(1,185.70)	(2,572.02)
Total borrowings	4,981.97	3,965.59

Fair value sensitivity analysis for fixed-rate instruments

The Company does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss, and the Company does not designate derivatives (interest rate swaps) as hedging instruments under a fair value hedge accounting model. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

Cash flow sensitivity analysis for variable-rate instruments (other than variable rate instruments hedged using floating to fixed interest rate swaps)

A reasonably possible change of 20 basis points (bps) in interest rates at the reporting date would have increased/ (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

Cash flow sensitivity analysis for variable-rate instruments As at March 31, 2023

Particulars	Impact on other components of equity - 20 bps increase	Impact on other components of equity - 20 bps decrease
Interest Rate*	(5.50)	5.50
Total	(5.50)	5.50

Cash flow sensitivity analysis for variable-rate instruments As at March 31, 2022

Particulars	Impact on other components of equity - 20 bps increase	Impact on other components of equity - 20 bps decrease
Interest Rate*	(3.53)	3.53
Total	(3.53)	3.53



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32 Financial risk management (Continued)

iii. Market risk

Market risk is the risk that changes in market prices – such as foreign exchange rates and interest rates – will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Company. The Company seeks to apply hedge accounting to manage volatility in profit or loss.

Foreign currency risk

The Company is exposed to currency risk on account of its borrowings and other payables in foreign currency. The functional currency of the Company is Indian Rupee. The Company uses forward exchange contracts and foreign currency options to hedge its currency risk.

The Company uses a combination of option contracts and foreign exchange forward contracts to hedge its exposure in foreign currency risk. The Company designates the spot element of forward contracts and the intrinsic value of option contracts as the hedging instrument.

Exposure to currency risk

The currency profile of financial assets and financial liabilities as at March 31, 2023 and March 31, 2022 are as below:

(a) Foreign currency risk exposure

Particulars	As at March 31, 2023	As at March 31, 2022
	USD	USD
The Company's exposure to foreign currency risk at the end of the reporting period expressed in INR, are as follows		
Financial liabilities		
Long term borrowings	1,185.70	2,572.46
Net exposure of foreign currency risk (assets)	1,185.70	2,572.46
Financial Assets		
Derivatives assets	(1,185.70)	(2,572.46)

The following significant exchange rates have been applied during the year.

The following significant exchange rates have been applied during the year.	As at March 31, 2023	As at March 31, 2022
Year-end spot rate		
USD 1	82.10	75.82

Sensitivity analysis

All foreign currency exposures of the company has been hedged through derivative instruments, hence there is no impact on the profits.

Sensitivity analysis - Impact on PAT Strengthening/Weakening As at March 31, 2023

Particulars	Impact on profit after tax - Strengthening	Impact on profit after tax - Weakening	Impact on other components of equity - Strengthening	Impact on other components of equity - Weakening
Effect in INR				
5% movement				
USD	-	-	-	-

Sensitivity analysis - Impact on PAT Strengthening/Weakening As at March 31, 2022

Particulars	Impact on profit after tax - Strengthening	Impact on profit after tax - Weakening	Impact on other components of equity - Strengthening	Impact on other components of equity - Weakening
Effect in INR				
5% movement				
USD	-	-	-	-



(Rs. in millions)

33 Financial instruments – Fair values and risk management

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy.

a. Financial Instruments by category

Particulars	As at March 31, 2023			As at March 31, 2022		
	FVTPL	Fair value - hedging instrument	Amortised Cost	FVTPL	Fair value - hedging instrument	Amortised Cost
Financial assets						
Non current investments (Refer Note 6 a)	-	-	4,766.97	-	-	766.97
Loans (Refer Note 6 b & 10 c)	-	-	3,112.28	-	-	3,104.78
Derivatives (Non Current) (Refer Note 6 c)	-	37.60	-	-	23.05	-
Other Non-current financial assets (Refer Note 6 c)	-	-	19.46	-	-	20.33
Trade receivables (Refer Note 10 a)	-	-	2,738.89	-	-	3,772.98
Cash and cash equivalents (Refer Note 10 b)	-	-	1,866.77	-	-	3,234.83
Derivatives (Current) (Refer Note 10 d)	-	45.64	-	-	11.47	-
Other Current financial asset (Refer Note 10 d)	-	-	161.87	-	-	166.51
Total Financial Assets	-	83.24	12,666.24	-	34.52	11,066.40
Financial liabilities						
Non-current borrowings (Refer Note 14 a)	-	-	4,682.56	-	-	5,108.80
Derivatives (Non Current) (Refer Note 14 b)	-	-	-	-	101.81	-
Lease Liabilities (Non Current) (Refer Note 30)	-	-	23.70	-	-	22.85
Lease Liabilities (Current) (Refer Note 30)	-	-	2.15	-	-	2.15
Short term borrowings (Refer Note 18)	-	-	2,517.79	-	-	4,480.84
Trade payables (Refer Note 19 a)	-	-	815.60	-	-	779.47
Derivatives (Current) (Refer Note 19 b)	-	82.65	-	-	199.88	-
Other Current financial liabilities (Refer Note 19 b)	-	-	46.25	-	-	9.98
Total Financial liabilities	-	82.65	8,088.05	-	301.69	10,404.09

b. Fair Value hierarchy

Financial assets and liabilities measured at fair value

Particulars	As at March 31, 2023				As at March 31, 2022			
	Level 1	Level 2	Level 3	Carrying Amount	Level 1	Level 2	Level 3	Carrying Amount
Financial assets								
Financial assets at FVTOCI								
Derivatives designated as hedges	-	-	-	-	-	-	-	-
Cross currency Interest rate swaps	-	73.66	-	73.66	-	32.14	-	32.14
Foreign currency options	-	1.43	-	1.43	-	2.38	-	2.38
Foreign exchange forward contracts	-	-	-	-	-	-	-	-
Interest rate swaps	-	8.15	-	8.15	-	-	-	-
Total financial assets	-	83.24	-	83.24	-	34.52	-	34.52
Financial liabilities								
Financial liabilities at FVTOCI								
Derivatives designated as hedges	-	-	-	-	-	-	-	-
Cross currency Interest rate swaps	-	-	-	-	-	-	-	-
Foreign exchange forward contracts	-	82.65	-	82.65	-	286.12	-	286.12
Interest rate swaps	-	-	-	-	-	15.57	-	15.57
Total financial liabilities	-	82.65	-	82.65	-	301.69	-	301.69

Assets and liabilities which are measured at amortised cost for which fair values are disclosed

Particulars	As at March 31, 2023				As at March 31, 2022			
	Level 1	Level 2	Level 3	Carrying Amount	Level 1	Level 2	Level 3	Carrying Amount
Financial assets								
Non current investments	-	-	4,766.97	4,766.97	-	-	766.97	766.97
Security Deposits	-	-	19.39	19.39	-	-	19.40	19.40
Loan	-	-	3,112.28	3,112.28	-	-	3,104.78	3,104.78
Trade receivables	-	-	2,738.89	2,738.89	-	-	3,772.98	3,772.98
Cash and cash equivalents	-	-	1,866.77	1,866.77	-	-	3,234.83	3,234.83
Bank balances other than above	-	-	0.07	0.07	-	-	0.93	0.93
Other financial assets	-	-	161.87	161.87	-	-	166.51	166.51
Total financial assets	-	-	12,666.24	12,666.24	-	-	11,066.40	11,066.40
Financial liabilities at amortised cost								
Non current Borrowings	-	-	4,682.56	4,682.56	-	-	5,108.80	5,108.80
Short Term Borrowings	-	-	2,517.79	2,517.79	-	-	4,480.84	4,480.84
Lease liabilities	-	-	25.85	25.85	-	-	25.00	25.00
Other financial Liabilities	-	-	46.25	46.25	-	-	9.98	9.98
Trade Payable	-	-	815.60	815.60	-	-	779.47	779.47
Total financial liabilities	-	-	8,088.05	8,088.05	-	-	10,404.09	10,404.09

b. Fair Value hierarchy (Continued)

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. The company has no such financial instruments.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, 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.

Valuation techniques and significant unobservable inputs

The following table shows the valuation technique used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the statement of financial position, as well as significant unobservable inputs used.



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Particulars	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
Debentures	"Discounted Cash flow: The fair value is estimated considering net present value calculated using discount rates derived from quoted securities with similar maturity and credit rating that are traded in active market, adjusted by an illiquidity factor."	Not applicable	Not applicable
Derivative instruments	"Forward pricing: The fair value is determined using quoted forward exchange rates at the reporting date and present value calculations based on high credit quality yield curves in the respective currencies."	Not applicable	Not applicable
Other financial assets & liabilities	"Discounted Cash flow: The valuation model considers the present value of expected payment, discounted using a risk-adjusted discount rate."	Not applicable	Not applicable



(Rs. in millions)

34 Hedge Accounting Disclosure

The Company's risk management policy is to hedge its foreign currency exposure in accordance with the exposure limits advised from time to time. The Company uses forward exchange contracts, options and cross currency interest rate swaps to hedge its currency risk and interest rate swaps to hedge its interest rate risk. Such contracts are generally designated as cash flow hedges.

The hedging instruments are denominated in the same currency as the highly probable future transaction value, therefore the hedge ratio is 1:1. The Company's policy is for the critical terms of the hedging instrument to align with the hedged item.

The Company determines the existence of an economic relationship between the hedging instrument and hedged item based on the currency, amount and timing of their respective cash flows. The Company assesses whether the derivative designated in each hedging relationship is expected to be and has been effective in offsetting changes in the cash flows of the hedged item using the hypothetical derivative method.

In these hedge relationships, changes in timing of the hedged transactions is the main source of hedge ineffectiveness.

a. Disclosure of effects of hedge accounting on financial position As at March 31, 2023

Particulars	Nominal Value - Assets	Carrying amount of hedging instrument - Assets	Carrying amount of hedging instrument - Liabilities	Maturity date	Hedge ratio	Average strike price/ rate	Changes in fair value of the hedging instrument	Change in the value of the hedged item used as the basis for recognising hedge effectiveness
Cash Flow Hedges								
Foreign exchange and interest rate risks								
CCIRS (USD)	490.70	73.66	-	Apr'23 - Mar'25	1:1	71.29	12.56	(12.56)
Forwards	717.46	1.43	-	Apr'23 - Mar'24	1:1	94.66	(211.15)	211.15
Options	19.05	-	82.65	Apr'23 - Mar'24	1:1	77.00	-	-
Interest Rate Risk								
Interest rate swaps	622.20	8.15	-	Apr'23-Mar'24	1:1	82.10	23.73	(23.73)
	1,849.41	83.24	82.65				(174.86)	174.86

a. Disclosure of effects of hedge accounting on financial position As at March 31, 2022

Particulars	Nominal Value - Assets	Carrying amount of hedging instrument - Assets	Carrying amount of hedging instrument - Liabilities	Maturity date	Hedge ratio	Average strike price/ rate	Changes in fair value of the hedging instrument	Change in the value of the hedged item used as the basis for recognising hedge effectiveness
Cash Flow Hedges								
Foreign exchange and interest rate risks								
CCIRS (USD)	713.98	32.13	-	Apr'22 - Mar'25	1:1	71.29	33.07	(33.07)
Forwards	2,277.61	-	286.12	Apr'22 - Mar'24	1:1	90.96	(315.65)	315.65
Options	91.82	2.38	-	Apr'22 - Mar'24	1:1	77.00	-	-
Interest Rate Risk								
Interest rate swaps	2,239.86	-	15.58	Apr'22-Mar'24	1:1	75.82	62.10	(62.10)
	5,323.27	34.51	301.69				(220.48)	220.48



(Rs. in millions)

34 Hedge Accounting Disclosure (Continued)

b. Disclosure of effects of hedge accounting on financial performance As at March 31, 2023

Particulars	Change in the value of the hedging instrument recognised in OCI	Hedge ineffectiveness recognised in profit or loss	Line item in the statement of profit or loss that includes the hedge ineffectiveness	Cost of hedging recognised in OCI	Amount reclassified from cash flow hedging reserve to profit or loss	Line item affected in statement of profit or loss because of the reclassification
Cash Flow Hedge						
(i) CCIRS	71.06	-	-	-	(58.50)	-
(ii) Foreign Exchange risk	(211.15)	-	-	-	211.15	-
(iii) Interest rate Risk	30.26	-	-	-	(6.52)	-

b. Disclosure of effects of hedge accounting on financial performance As at March 31, 2022

Particulars	Change in the value of the hedging instrument recognised in OCI	Hedge ineffectiveness recognised in profit or loss	Line item in the statement of profit or loss that includes the hedge ineffectiveness	Cost of hedging recognised in OCI	Amount reclassified from cash flow hedging reserve to profit or loss	Line item affected in statement of profit or loss because of the reclassification
Cash Flow Hedge						
(i) CCIRS	105.30	-	-	-	(72.23)	-
(ii) Foreign Exchange risk	(315.65)	-	-	-	315.65	-
(iii) Interest rate Risk	100.25	-	-	-	(38.15)	-

c. The following table provides a reconciliation by risk category of components of equity and analysis of OCI items, net of tax, resulting from cash flow hedge accounting

Movements in cash flow hedging reserve As at March 31, 2023

Particulars	Foreign Currency Risk - Forwards	Interest Rate Risk - Interest rate swap	Interest Rate Risk - Coupon only swaps	Foreign Currency & Interest rate risk - CCIRS	Total
As at opening	-	33.57	12.44	(8.63)	37.38
Add: Changes in spot element of foreign exchange contracts	(211.15)	-	-	-	(211.15)
Add: Changes in fair value of interest rate swaps	-	30.26	-	71.06	101.32
Less: Amounts reclassified to profit or loss	211.15	(6.52)	-	(58.50)	146.12
Less: Deferred tax relating to the above	-	(8.29)	-	(4.39)	(12.68)
As at closing	-	49.02	12.44	(0.46)	61.00

Movements in cash flow hedging reserve As at March 31, 2022

Particulars	Foreign Currency Risk - Forwards	Interest Rate Risk - Interest rate swap	Interest Rate Risk - Coupon only swaps	Foreign Currency & Interest rate risk - CCIRS	Total
As at opening	-	(6.83)	12.44	(30.15)	(24.54)
Add: Changes in spot element of foreign exchange contracts	(315.65)	-	-	-	(315.65)
Add: Changes in fair value of interest rate swaps	-	100.25	-	105.30	205.55
Less: Amounts reclassified to profit or loss	315.65	(38.15)	-	(72.23)	205.27
Less: Deferred tax relating to the above	-	(21.70)	-	(11.55)	(33.25)
As at closing	-	33.57	12.44	(8.63)	37.38



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Notes to the Financial Statements (Continued)
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34 Hedge Accounting Disclosure (Continued)

c. The following table provides a reconciliation by risk category of components of equity and analysis of OCI items, net of tax, resulting from cash flow hedge accounting

Movements in cost of Hedging reserve As at March 31, 2023

Particulars	Foreign Currency Risk - Forwards	Foreign Currency Risk - Options	Total
As at opening	581.71	21.07	602.79
Cost of hedging - changes in fair value	(68.02)	(0.95)	(68.97)
Cost of hedging - change in fair value reclassified to profit or loss	74.58	-	74.58
Deferred tax relating to the above	(2.29)	0.33	(1.96)
As at closing	585.98	20.45	606.44

Movements in cost of Hedging reserve As at March 31, 2022

Particulars	Foreign Currency Risk - Forwards	Foreign Currency Risk - Options	Total
As at opening	569.28	25.20	594.49
Cost of hedging - changes in fair value	(139.05)	(6.35)	(145.40)
Cost of hedging - change in fair value reclassified to profit or loss	158.16	-	158.16
Deferred tax relating to the above	(6.68)	2.22	(4.46)
As at closing	581.71	21.07	602.79



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35 Capital Management

The primary objective of the company's capital management is to safeguard the company's ability to continue as a going concern, maintain a strong credit rating and a healthy capital ratio to support the business and to enhance shareholder value.

The company manages its capital structure and makes adjustments to it in light of changes in economic conditions and business strategies to maintain or adjust the capital structure, issue new shares or raise and repay debts. The company's capital management objectives, policies or processes were unchanged during 2022 and 2023.

The company monitors capital on the basis of net debt to equity ratio.

Capital Management	As at March 31, 2023	As at March 31, 2022
Total Debt	7,200.35	9,589.64
Net Debt	5,333.58	6,354.81
Adjusted Net debt	8,802.93	10,106.94
 Total capital(based on total debt)	 36,695.05	 36,853.16
Total capital(based on net debt)	34,828.28	33,618.33
Total capital(based on adjusted net debt)	28,827.26	26,623.35
 Total debt to total capital(based on total debt) ratio (%)	 19.62%	 26.02%
Net debt to total capital(based on net debt) ratio (%)	15.31%	18.90%
Adjusted Net debt to total capital(based on adjusted net debt) ratio (%)	30.54%	37.96%

Notes

- (a) Total debt equals to bank loans and other borrowings.
- (b) Net debt equals to total debt less bank balances, cash and other liquid funds.
- (c) Total capital (based on total debt) equals to total debt plus total equity.
- (d) Total capital (based on net debt) equals to net debt plus total equity.
- (e) Total equity equals to equity share capital and other reserves.
- (f) Adjusted net debt equals to total liabilities less cash and cash equivalents.
- (g) Total capital(based on adjusted net debt) equals to total equity less hedging reserves.



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36 Related party relationships, transactions and balances

(a) List of Related Parties and Relationships

i. The Company is controlled by the following entities:-

Nature of relationship	Entity name
Holding Company	Apraava Energy Private Limited (Formerly known as CLP India Private Limited)

ii. Entities having indirect control/ significant influence over the Company:

CLP Holdings Limited, Hong Kong
 CDPQ Infrastructure Asia II PTE. Ltd

iii. Related parties with whom transactions have taken place during the current/previous year.

a. Key management personnel

Mr. Rajiv Ranjan Mishra, Director
 Mr. Samir Ashta, Director
 Mr. Mahesh Makhija, Whole Time Director (till 30 March 2023)
 Mr. Malcolm Wrigley, Director
 Mr. Naveen Munjal, Director
 Ms. Sudipta Ghosh, Director (wef 30 March 2023)

b. Other related parties - Entities which are subsidiaries or where control/significant influence exist of parties as given in (i) or (ii) a above.

i Wholly Owned Subsidiaries

Gale Solarfarms Limited
 Tornado Solarfarms Limited

ii Fellow Subsidiaries

Jhajjar Power Limited
 Apraava Wind Energy (Khandke) Private Limited (Formerly known as CLP Wind Farms (Khandke) Private Limited)
 Apraava Wind Energy (Theni – Project II) Private Limited (Formerly known as CLP Wind Farms (Theni - Project II) Private Limited)
 CLP Business Management Limited (till 20 December 2022)
 CLP Business Management and Support Limited (till 20 December 2022)
 Satpura Transco Private Limited
 Cleansolar Renewable Energy Private Limited
 Divine Solren Private Limited
 Kohima-Mariani Transmission Limited

ii Associate

CLP Business Management and Support Limited, Hong Kong (wef 20 December 2022)

iv Post Employment benefit plan Entity

CLP Wind Farms (India) Pvt. Ltd. Employees Gratuity Fund



Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
Notes to the Financial Statement (Continued)
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36 Related party relationships, transactions and balances (Continued)

(b) Related party transactions and balances

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

Nature of Transaction	Year	Holding Company	Subsidiaries	Fellow Subsidiaries	Associate	Key Management Personnel
Loan Given to						
Gale Solarfarms Limited	March 31, 2023	-	7.50	-	-	-
	March 31, 2022	-	-	-	-	-
Interest Income recognised on loan given to						
Gale Solarfarms Limited	March 31, 2023	-	7.17	-	-	-
	March 31, 2022	-	7.26	-	-	-
Interest Expense on loans taken						
Apraava Energy Private Limited	March 31, 2023	0.01	-	-	-	-
	March 31, 2022	0.01	-	-	-	-
Remuneration to Key Management Personnel						
(Refer Note 1 below)	March 31, 2023	-	-	-	-	38.12
	March 31, 2022	-	-	-	-	39.18



Apraava Renewable Energy Private Limited
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36 Related party relationships, transactions and balances (Continued)

(b) Related party transactions and balances (Continued)

Net Expenses reimbursed to						
Apraava Energy Private Limited	March 31, 2023	1.85	-	-	-	-
	March 31, 2022	0.72	-	-	-	-
Employee benefit expense reimbursed to Apraava Energy Private Limited (Refer Note 2 below)	March 31, 2023	79.89	-	-	-	-
	March 31, 2022	86.25	-	-	-	-
Information Technology Services received from						
- CLP Business Management and Support Limited, Hong	March 31, 2023	-	-	-	9.00	-
	March 31, 2022	-	-	-	10.25	-
Net Expenses reimbursed from						
- Apraava Energy Private Limited	March 31, 2023	1.30	-	-	-	-
	March 31, 2022	0.31	-	-	-	-
- Apraava Wind Energy (Khandke) Private Limited	March 31, 2023	-	-	0.01	-	-
	March 31, 2022	-	-	16.97	-	-
- Gale Solarfarms Limited	March 31, 2023	-	3.21	-	-	-
	March 31, 2022	-	5.30	-	-	-
- Tornado Solarfarms Limited	March 31, 2023	-	1.29	-	-	-
	March 31, 2022	-	1.64	-	-	-
- Cleansolar Renewable Energy Private Limited	March 31, 2023	-	-	3.00	-	-
	March 31, 2022	-	-	1.41	-	-
- Divine Solren Private Limited	March 31, 2023	-	-	27.21	-	-
	March 31, 2022	-	-	17.87	-	-
- Kohima-Mariani Transmission Limited	March 31, 2023	-	-	0.02	-	-
	March 31, 2022	-	-	1.08	-	-
- Satpura Transco Private Limited	March 31, 2023	-	-	0.01	-	-
	March 31, 2022	-	-	-	-	-
- Jhajjar Power Limited	March 31, 2023	-	-	1.80	-	-
	March 31, 2022	-	-	-	-	-
Purchase of compulsorily convertible preference shares						
- Apraava Energy Private Limited (Refer Note 4 below)	March 31, 2023	4,000.00	-	-	-	-
	March 31, 2022	-	-	-	-	-
Bank Guarantees given on behalf of Company by						
Apraava Energy Private Limited	March 31, 2023	1,288.20	-	-	-	-
	March 31, 2022	1,745.20	-	-	-	-
Bank Guarantees given on behalf of Company surrendered by						
Apraava Energy Private Limited	March 31, 2023	1,745.20	-	-	-	-
	March 31, 2022	1,132.60	-	-	-	-



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36 Related party relationships, transactions and balances (Continued)

(b) Related party transactions and balances (Continued)

Balances outstanding at the year end:						
Receivables:						
- Apraava Energy Private Limited	March 31, 2023	3.66	-	-	-	-
	March 31, 2022	-	-	-	-	-
- Gale Solarfarms Limited	March 31, 2023	-	-	-	-	-
	March 31, 2022	-	2.87	-	-	-
- Jhajjar Power Limited	March 31, 2023	-	-	1.80	-	-
	March 31, 2022	-	-	-	-	-
Payables:						
- Kohima-Mariani Transmission Limited	March 31, 2023	-	-	0.25	-	-
	March 31, 2022	-	-	-	-	-
Loan Receivable at year end						
Apraava Energy Private Limited (Interest free)	March 31, 2023	3,019.78	-	-	-	-
	March 31, 2022	3,019.78	-	-	-	-
Gale Solarfarms Limited (Interest rate 8.25%)	March 31, 2023	-	92.50	-	-	-
	March 31, 2022	-	85.00	-	-	-
Loan Payable						
Apraava Energy Private Limited	March 31, 2023	0.10	-	-	-	-
	March 31, 2022	0.10	-	-	-	-
Bank Guarantees outstanding as at year end						
Apraava Energy Private Limited	March 31, 2023	1,288.20	-	-	-	-
	March 31, 2022	1,745.20	-	-	-	-

(c) Contribution to post Employment benefit plan Entity

CLP Wind Farms (India) Pvt. Ltd. Employees Gratuity Fund	March 31, 2023	6.85
	March 31, 2022	5.51

Note:

(1) Includes Rs. 56.06 Millions (Previous Year Rs. 56.88 Millions) towards managerial remuneration allocated to the Company in terms of cost sharing agreement with Group Companies.

(2) The above remuneration does not include provisions for incremental gratuity and leave encashment liabilities, since the provisions are based on actuarial valuations for the Company as a whole.

(3) Company has filed the petition before the National Company Law Tribunal (NCLT), Delhi for approving the scheme of capital reduction whereby it has proposed to reduce its excess share capital of Rs. 3,019.78 million and return to its parent company i.e. 'Apraava Energy Private Limited'. The scheme is pending before NCLT.

(4) During the year 22-23 the company has purchased 509,554,140 nos. of Compulsorily convertible preference shares of Jhajjar Power Limited from Apraava Energy Private Limited at Rs 7.85/share based on valuation carried out by holding company through an independent valuer.



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37 Capital and other commitments

Estimated amounts of contracts remaining to be executed on capital account and other commitments (net of advances) which are not provided for 31st March 2023: ₹ 107.44 million and 31st March 2022: ₹ 26.12 million .

38 Segment Reporting

The Company's activities during the year revolve around power generation. Considering the nature of Company's business and operations, as well as based on reviews of operating results by the chief operating decision maker to make decisions about resource allocation and performance measurement, there is only one reportable segment in accordance with the requirements of Ind AS - 108 - "Operating Segments", prescribed under Companies (Indian Accounting Standards) Rules, 2015.

"Therefore, based on the guiding principles given in Ind AS 108 "Operating Segments", the Company's business activity fall with in a single operating segment, namely generation and distribution of electricity. Accordingly, the disclosure requirements on reportable segments of Ind AS 108 are not applicable.

Entity -wide disclosures"

Entity -wide disclosures details as per Ind AS 108 :-

- (i) Revenue from operations reported are from single stream of operations.
- (ii) The Company is operating in a single geographical area and there are no overseas customers of the Company.
- (iii) There are no non- current assets located outside India.
- (iv) Major individual customer with whom revenue exceeds more than 10% of the Company's revenue :-

	As at March 31, 2023	As at March 31, 2022
Maharashtra State Electricity Distribution Company Limited	1,600.26	1,591.29
Jodhpur Vidyut Vitran Nigam Limited	1,269.67	1,701.10
Madhya Pradesh Power Management Company Limited	675.58	995.99
Gujarat Urja Vikas Nigam Limited	666.67	705.92
Bangalore Electricity Supply Company Limited	711.20	708.22
Ajmer Vidyut Vitran Nigam Limited	573.64	705.92
	5,497.02	6,408.44

39 Payment to auditors (including taxes)

	As at March 31, 2023	As at March 31, 2022
As auditor :		
Audit fee	2.06	1.92
Other services	2.85	0.79
Out of pocket expenses	0.17	0.08
	5.08	2.79

40 Contingent liabilities

	As at March 31, 2023	As at March 31, 2022
Contingent liabilities		
a. Claims against the company not acknowledged as debts		
Income Tax demand appealed (Refer note (a) below)	515.67	515.67

(a) The contingent liability for income tax is mainly on account of major disallowances /additions made in the assessment proceedings for Assessment year (A.Y) 2014-15 to A.Y 2017-18 which are on account of disallowance of Forward Premium, Asset written off and other miscellaneous addition / disallowances. The Company has contested all the above issues before the Income Tax Appellate Tribunal for A.Y 2014-15 to A.Y 2016-17 and Commissioner of Income Tax (Appeals) for A.Y 2017-18 and same are pending before the said authorities for disposal.

The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed contingent liabilities where applicable, in its financial statements. The management of the Company is in the opinion, supported with advise from their tax consultant, that they have a strong case and does not expect the outcome of these proceedings to have a materially adverse effect on its financial statements. Future cash outflows/uncertainties, if any, in respect of above are determinable only on receipt of judgments/decisions pending with forums/authorities.

(b) The Company had previously executed agreement with Wind World India Limited and its group companies ('Wind World') for execution of Yermala project in state of Maharashtra. Company has terminated Yermala project and had entered into settlement agreements with Wind World for recovery of advances given to Wind World. Pursuant to such settlement agreements, Company had encashed bank guarantees amounting to ₹ 3,831.46 Million given previously by Wind World to the Company. The amounts recovered were towards (a) advances given to Wind World and (b) assets included under capital work-in-progress. As at March 31, 2018, the payables to Wind World by the Company is ₹1,199.88 Million, while the Company has Wind World's assets amounting to ₹ 1,216.87 million (which will be transferred to Wind World upon satisfaction of conditions stated in the settlement agreements). As the Company intends to settle the above transactions on net basis, the Company has offset the assets and payables and presented the net amount in the balance sheet as on March 31, 2018. It is to be noted that Wind World is undergoing IBC proceedings before National Company Law Tribunal, Ahmedabad ('NCLT'); where in Apraava is part of list of operational creditors and has also filled an operational claim before NCLT. The NCLT proceedings are currently on-going, including appeal proceedings before the National Company Law Appellate Tribunal.

41 Legal Disclosure

The Company's wind farm projects in Samana and Mahidad, Gujarat; Saundatti, Karnataka, Andhra Lake, Maharashtra, Sipla and Bhakrani (Sipla -II); Rajasthan were being developed by Wind World India Limited (formerly known as Enercon India Limited) (WWIL) a subsidiary of Enercon GmbH, Germany. In year 2010, Dr. Alloys Wobben filed civil suit against the Company and CLP Power India Private Limited (a Company which is now not a relevant party), claiming infringement of intellectual property rights and seeking a permanent injunction restraining the Company from infringement of intellectual property rights. The Company has filed relevant name change applications before the Hon'ble Court, which is pending hearing. Based on legal advice, the Company believes that it has good prospects of defending these claims and the legal proceedings are unlikely to result in any material outflow of economic benefits to the Company, especially in view of Dr. Wobben's demise in July 2021.



Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
Notes to the Financial Statements (Continued)
for the year ended March 31, 2023

(Rs. in millions)

42 Transfer Pricing

As per Transfer Pricing Rules of the Income Tax Act, 1961 every Company is required to get a transfer pricing study conducted to determine whether the international or domestic transactions with associated enterprises were under taken at an arm's length basis for each financial year end. The Company has established a comprehensive system of maintenance of information and documents as required by transfer pricing legislation under 92-92F of the Income Tax Act, 1961. Transfer pricing study for the year ended March 31, 2022 has been completed and no adjustment was necessary consequent to such study. Transfer pricing study for the year ended March 31, 2023 is currently in progress and in opinion of the Company's management adjustments, if any, are not expected to be material.

43 Payable to micro, Small and Medium Enterprises

The amounts due to Micro, Small and Medium Enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 as at March 31, 2023: ₹ 0.02 Million (March 31, 2022: ₹ Nil) based on the information available with the company. No interest has been paid/ is payable by the company during the year ended March 31, 2023 (March 31, 2022: ₹ Nil) in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006. This information has been relied upon by auditors.

44 Corporate Social Responsibility

Under Section 135 of the Companies Act, 2013, the Company is required to spend, in every financial year, atleast 2% of the average net profits of the Company made during the three immediately preceding financial years on Corporate Social Responsibility (CSR), pursuant to its policy in this regard.

Particulars	For the year ended 31 March 2023	For the year ended 31 March 2022
a) Gross amount required to be spent by the Company during the year	56.34	55.40
b) Amount approved by the Board to be spent during the year	56.34	55.40
c) Amount spent and paid during the year	55.52	59.12
Particulars of amount spent and paid during the year:		
(i) Construction/acquisition of any asset	-	-
(ii) On Purpose other than (i) above	-	-
(iii) Health care and community development	55.52	59.12
Total	55.52	59.12

Details of on-going projects	For the year ended 31 March 2023	For the year ended 31 March 2022
Opening Balance		
- With Company	-	-
- In separate CSR Unspent Account	16.53	-
Amount required to be spent during the year	56.34	55.40
Amount spent during the year		
- From Company's bank account	53.91	42.59
- From separate CSR Unspent Account	15.22	-
- Utilisation of excess amount spent (carry forward from earlier years)	0.83	-
Closing Balance		
- With Company	-	-
- In separate CSR Unspent Account	2.93	16.53

Reason for unspent amount - The amount pertains to ongoing projects and will be utilised in due course. The same has been transferred to separate Unspent CSR Bank account before 30 April 2023.

Nature of CSR activities - Promoting education and sports, environment sustainability, COVID-19 relief and rural development projects, tree plantation and development and sanitation and hygiene.

d) Related party transactions in relation to Corporate Social Responsibility: Nil



Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
Notes to the Financial Statements (Continued)
for the year ended March 31, 2023

(Rs. in millions)

45 Employees Provident Fund

In February 2019, Hon'ble Supreme Court of India in its judgement clarified the applicability of allowances that should be considered to measure obligations under Employees Provident Fund Act, 1952. There are interpretative challenges on the application of judgement retrospectively and as such the Company does not consider that there is any probable obligations for past periods. Accordingly, based on evaluation the Company has made a provision for provident fund contribution on prospective basis.

46 Code on Social Security, 2020

The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The effective date from which the changes are applicable is yet to be notified and the rules for quantifying the financial impact are yet to be framed. The Company is in the process of carrying out the evaluation and will give appropriate impact in the financial statements in the period in which the Code becomes effective and the related rules to determine the financial impact are published.

47 Other Statutory Information

- i) As on March 31, 2023 there is no unutilised amounts in respect of any issue of securities and long term borrowings from banks and financial institutions. The borrowed funds have been utilised for the specific purpose for which the funds were raised.
- ii) The Company does not have any charges or satisfaction, which is yet to be registered with Registrar of Companies beyond the statutory period.
- iii) The Company is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act read with the Companies (Restriction on number of Layers) Rules, 2017.
- iv) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- v) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- vi) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
- vii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
- viii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961



Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
Notes to the Financial Statements (Continued)
for the year ended March 31, 2023

(Rs. in millions)

48 Analytical Ratios:

Ratios	Numerator / Denominator	As at 31-Mar-2023	As at 31-Mar-2022	Variance	Reason for variance more than 25%
Current Ratio	Current Assets / Current Liabilities	2.03	1.95	4%	-
Debt-Equity Ratio	Total Debt / Shareholder's Equity	0.24	0.35	-31%	Improvement on account of repayment of debts
Debt Service Coverage Ratio	Earnings available for debt service / Debt Service	2.04	1.16	76%	Improvement on account of repayment of debts
Return on Equity Ratio	Net Profits after taxes / Average Shareholder's Equity	7.78%	7.81%	0%	-
Inventory turnover ratio	Cost of goods sold / Average Inventory*	-	-	-	-
Trade Receivables turnover ratio	Net Credit Sales / Avg. Accounts Receivable	2.07	1.79	15%	-
Trade payables turnover ratio	Net Credit Purchases / Average Trade Payables	1.22	1.38	-12%	-
Net capital turnover ratio	Net Sales / Working Capital	1.79	1.36	32%	Change on account of reduction in current borrowings and reduction in current trade receivables
Net profit ratio	Net Profit / Net Sales	32.81%	28.10%	17%	-
Return on Capital employed	Earning before interest and taxes / Capital Employed	8.70%	9.36%	-7%	-
Return on Investment	Interest (Finance Income) / Investment**	-	-	-	-

*No inventory as on 31 March 2023

**No investments as on 31 March 2023

49 Information with regard to other matters specified in Schedule III of the Act, is either Nil or not applicable to the Company.

The accompanying notes are an integral part of these financial statements.

As per our report of even date attached.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Amar Sunder
Partner
Membership No : 078305

Mumbai
20 June 2023

Samir Ashla
Samir Ashta
Director
DIN : 01957618

Mumbai
20 June 2023

For and on behalf of the Board of Directors of
Apraava Renewable Energy Private Limited
(Formerly known as CLP Wind Farms (India) Private Limited)
CIN (U40106DL2008PTC241157)

Rajiv Ranjan Mishra
Director
DIN : 00131207

Shivangi Rajpopat
Company Secretary
Membership No : ACS - A18770