

# Price Waterhouse Chartered Accountants LLP

## INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Torrent Power Limited

Report on the Audit of Consolidated Financial Results

### Opinion

1. We have audited the consolidated annual financial results of Torrent Power Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") and its associate (Refer note 1 to the consolidated annual financial results) for the year ended March 31, 2022 and the consolidated statement of assets and liabilities and the consolidated statement of cash flows as at and for the year ended on that date, attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').
2. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate audited financial results of the associate, the aforesaid consolidated financial results:
  - i) include the annual financial results of the following entities (Torrent Power Limited, Torrent Power Grid Limited, Torrent Pipavav Generation Limited, Torrent Solargen Limited, Jodhpur Wind Farms Private Limited, Latur Renewable Private Limited, TCL Cables Private Limited, Torrent Solar Power Private Limited, Torrent Saurya Urja 2 Private Limited, Torrent Saurya Urja 3 Private Limited, Torrent Saurya Urja 4 Private Limited, Torrent Saurya Urja 5 Private Limited, Visual Percept Solar Projects Private Limited, LREHL Renewables India SPV1 Private Limited, Surya Vidyut Limited and Wind Two Renergy Private Limited) (Also refer note 1 to the consolidated annual financial results).
  - ii) are presented in accordance with the requirements of Regulation 33 and Regulation 52 of the Listing Regulations in this regard; and
  - iii) give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards prescribed under Section 133 of the Companies Act, 2013 (the "Act") and other accounting principles generally accepted in India, of net profit and other comprehensive income and other financial information of the Group and its associate for the year ended March 31, 2022 and the consolidated statement of assets and liabilities and the consolidated statement of cash flows as at and for the year ended on that date.



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Price Waterhouse (a Partnership Firm) converted into Price Waterhouse Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAC-5001) with effect from July 25, 2014. Post its conversion to Price Waterhouse Chartered Accountants LLP, its ICAI registration number is 012754N/N500016 (ICAI registration number before conversion was 012754N)

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### Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Consolidated Financial Results' section of our report. We are independent of the Group and its associate 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 obtained by us and other auditors in terms of their reports referred to in "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our opinion.

### Board of Directors' Responsibilities for the Consolidated Financial Results

4. These Consolidated financial results have been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors are responsible for the preparation and presentation of these consolidated financial results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Group including its associate and the consolidated statement of assets and liabilities and the consolidated statement of cash flows in accordance with the recognition and measurement principles laid down in the Indian Accounting Standards prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 and Regulation 52 of the Listing Regulations. The respective Board of Directors of the companies included in the Group and of its associate are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and its associate 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial results by the Directors of the Holding Company, as aforesaid.
5. In preparing the consolidated financial results, the respective Board of Directors of the companies included in the Group and of its associate are responsible for assessing the ability of the Group and its associate to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Group and its associate or to cease operations, or has no realistic alternative but to do so.
6. The respective Board of Directors of the companies included in the Group and of its associate are responsible for overseeing the financial reporting process of the Group and of its associate.



# Price Waterhouse Chartered Accountants LLP

## INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Torrent Power Limited

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### Auditor's Responsibilities for the Audit of the Consolidated Financial Results

7. Our objectives are to obtain reasonable assurance about whether the consolidated financial results 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 consolidated financial results.
8. 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 consolidated financial results, 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. (Refer paragraph 14 below).
  - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
  - Conclude on the appropriateness of the Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associate 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 consolidated financial results 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 Group and its associate to cease to continue as a going concern.
  - Evaluate the overall presentation, structure and content of the consolidated financial results, including the disclosures, and whether the consolidated financial results represent the underlying transactions and events in a manner that achieves fair presentation.
  - Obtain sufficient appropriate audit evidence regarding the financial results of the entities within the Group and its associate to express an opinion on the consolidated Financial Results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.



# Price Waterhouse Chartered Accountants LLP

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9. We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial results of which we are the independent auditors 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.
10. We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the Listing Regulations, as amended, to the extent applicable.

### Other Matters

11. The consolidated financial results also include the Group's share of net profit/loss after tax of Rs. Nil and Rs. Nil and total comprehensive income/ loss of Rs. Nil and Rs. Nil for the year ended March 31, 2022 respectively, as considered in the consolidated financial results, in respect of one associate, whose financial results have not been audited by us. These financial results have been audited by other auditor whose report have been furnished to us by the Management and our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of this associate, is based solely on the reports of the other auditor and the procedures performed by us as stated in paragraph 10 above.
12. Our opinion on the consolidated Financial Results is not modified in respect of the above matter with respect to our reliance on the work done and the report of the other auditor.
13. The Financial Results include the results for the quarter ended March 31, 2022, being the balancing figures between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year, which are neither subject to limited review nor audited by us.
14. The consolidated annual financial results dealt with by this report have been prepared for the express purpose of filing with National Stock Exchange of India Limited and BSE Limited. These results are based on and should be read with the audited consolidated financial statements of the group and its associate, for the year ended March 31, 2022 on which we have issued an unmodified audit opinion vide our report dated May 10, 2022.

For Price Waterhouse Chartered Accountants LLP

Firm Registration Number: 012754N / N500016

Priyanshu Gundana

Partner

Membership Number: 109553

UDIN: 22109553 AIRV02 2634

Place: Ahmedabad

Date: May 10, 2022

## TORRENT POWER LIMITED

Registered Office: "Samanvay", 600, Tapovan, Ambawadi, Ahmedabad - 380 015, Ph.: 079-26628000

CIN: L31200GJ2004PLC044068; Website: www.torrentpower.com; E-mail: cs@torrentpower.com

### STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2022

Particulars	(₹ in Crore except per share data)				
	For the quarter ended			For the year ended	
	31.03.2022	31.12.2021	31.03.2021	31.03.2022	31.03.2021
	Refer note 11	Un-audited	Refer note 11	Audited	Audited
<b>Income</b>					
Revenue from operations (Refer note 2)	3,743.65	3,767.43	3,084.13	14,257.61	12,172.66
Other income	96.94	65.71	32.41	235.04	141.81
<b>Total income</b>	<b>3,840.59</b>	<b>3,833.14</b>	<b>3,116.54</b>	<b>14,492.65</b>	<b>12,314.47</b>
<b>Expenses</b>					
Electrical energy purchased	1,617.83	1,442.39	925.15	5,116.39	3,358.36
Fuel cost	623.13	768.74	826.33	3,403.40	3,610.55
Cost of materials consumed	54.83	64.15	23.99	262.64	104.21
Purchase of stock-in-trade	117.42	145.28	47.79	305.99	48.24
Changes in inventories of finished goods and work-in-progress	(5.79)	13.45	6.34	(11.11)	8.86
Employee benefits expense	107.99	126.21	105.90	533.54	538.94
Finance costs	151.23	156.64	163.74	628.21	775.73
Depreciation and amortisation expense	339.68	333.90	327.84	1,333.86	1,279.55
Other expenses	237.60	273.26	234.18	1,055.76	1,038.26
<b>Total expenses</b>	<b>3,243.92</b>	<b>3,324.02</b>	<b>2,661.26</b>	<b>12,628.68</b>	<b>10,762.70</b>
<b>Profit before exceptional items and tax</b>	<b>596.67</b>	<b>509.12</b>	<b>455.28</b>	<b>1,863.97</b>	<b>1,551.77</b>
Exceptional items (Refer note 3)	1,300.00	-	-	1,300.00	-
<b>Profit / (Loss) before tax</b>	<b>(703.33)</b>	<b>509.12</b>	<b>455.28</b>	<b>563.97</b>	<b>1,551.77</b>
Tax expense					
- Current tax	138.18	104.18	79.88	372.48	287.85
- Deferred tax	(354.14)	35.49	(22.70)	(267.21)	(31.95)
<b>Total tax expense</b>	<b>(215.96)</b>	<b>139.67</b>	<b>57.18</b>	<b>105.27</b>	<b>255.90</b>
<b>Profit / (Loss) for the period</b>	<b>(487.37)</b>	<b>369.45</b>	<b>398.10</b>	<b>458.70</b>	<b>1,295.87</b>
<b>Other comprehensive income :</b>					
Items that will not be reclassified to profit or loss	5.06	(0.57)	15.40	2.89	6.13
Tax relating to other comprehensive income	1.82	(0.23)	5.25	1.04	2.02
<b>Other comprehensive income (net of tax)</b>	<b>3.24</b>	<b>(0.34)</b>	<b>10.15</b>	<b>1.85</b>	<b>4.11</b>
<b>Total comprehensive income</b>	<b>(484.13)</b>	<b>369.11</b>	<b>408.25</b>	<b>460.55</b>	<b>1,299.98</b>
<b>Profit for the period attributable to :</b>					
Owners of the company	(488.04)	368.08	396.93	453.98	1,290.93
Non-controlling interests	0.67	1.37	1.17	4.72	4.94
<b>Total comprehensive income attributable to :</b>					
Owners of the company	(484.80)	367.74	407.08	455.83	1,295.04
Non-controlling interests	0.67	1.37	1.17	4.72	4.94
Paid up equity share capital (F.V. ₹ 10/- per share)	480.62	480.62	480.62	480.62	480.62
Reserves excluding revaluation reserves as per balance sheet of previous accounting year				9,462.56	9,703.62
<b>Earnings per share (EPS)</b>					
Earnings per share (of ₹ 10/- each) (not annualised)					
(a) Basic (₹)	(10.15)	7.66	8.26	9.45	26.86
(b) Diluted (₹)	(10.15)	7.66	8.26	9.45	26.86



Consolidated Statement of Assets and Liabilities

(₹ in Crore)

Particulars	As at	As at
	March 31, 2022	March 31, 2021
	Audited	Audited
<b>ASSETS</b>		
<b>Non-current assets</b>		
Property, plant and equipment (Refer note 3)	16,759.39	17,129.25
Right-of-use assets	214.60	178.35
Capital work-in-progress	1,297.27	837.73
Intangible assets	123.29	18.44
Financial assets		
Investments	132.82	124.20
Loans	121.87	155.70
Other financial assets	101.55	75.83
Deferred tax assets (net)	35.12	24.50
Non-current tax assets (net)	10.56	12.83
Other non-current assets (Refer note 9)	1,000.47	337.48
	<b>Sub total - Non-current assets</b>	<b>18,894.31</b>
<b>Current assets</b>		
Inventories	537.57	450.35
Financial assets		
Investments	273.70	341.58
Trade receivables	1,602.70	1,420.29
Cash and cash equivalents	289.41	107.28
Bank balances other than cash and cash equivalents	62.93	95.14
Loans	19.90	-
Other financial assets	2,298.81	2,153.41
Other current assets	140.74	76.36
	<b>Sub total - Current assets</b>	<b>4,644.41</b>
	<b>Total - Assets</b>	<b>23,538.72</b>
<b>EQUITY AND LIABILITIES</b>		
<b>Equity</b>		
Equity share capital	480.62	480.62
Other equity	9,462.56	9,703.62
	<b>Sub total - Equity</b>	<b>10,184.24</b>
<b>Non-controlling interests</b>	<b>35.93</b>	<b>36.36</b>
<b>Liabilities</b>		
<b>Non-current liabilities</b>		
Financial liabilities		
Borrowings	7,099.15	6,672.18
Trade payables		
Total outstanding dues of micro and small enterprises	-	-
Total outstanding dues other than micro and small enterprises	150.46	116.11
Lease liabilities	39.10	30.96
Other financial liabilities	0.33	1.17
Deferred tax liabilities (net)	345.21	527.51
Other non-current liabilities	1,261.67	1,160.34
	<b>Sub total - Non-current liabilities</b>	<b>8,508.27</b>
<b>Current liabilities</b>		
Financial liabilities		
Borrowings	1,999.27	1,108.37
Trade payables		
Total outstanding dues of micro and small enterprises	54.02	38.17
Total outstanding dues other than micro and small enterprises	1,057.11	936.62
Lease liabilities	5.11	5.05
Other financial liabilities	2,021.51	1,799.77
Other current liabilities	613.56	542.02
Provisions	274.55	335.30
Current tax liabilities (net)	122.54	44.55
	<b>Sub total - Current liabilities</b>	<b>4,809.85</b>
	<b>Total - Equity and liabilities</b>	<b>23,538.72</b>



Consolidated Statement of Cash Flows

(₹ in Crore)

Particulars	For the year ended	
	March 31, 2022	March 31, 2021
	Audited	Audited
<b>Cash flow from operating activities</b>		
Profit before tax	563.97	1,551.77
<b>Adjustments for :</b>		
Depreciation and amortisation expense	1,333.86	1,279.55
Amortisation of deferred revenue	(90.27)	(82.62)
Provision of earlier years written back	(1.04)	(2.47)
Loss on sale / discarding of property, plant and equipment	23.66	12.03
Gain on disposal of property, plant and equipment	(30.05)	(3.56)
Bad debts written off (net of recovery)	46.83	54.55
Reversal of provision for onerous contracts	(55.07)	-
Provision for onerous contracts	0.53	1.02
Allowance for doubtful debts (net)	(32.71)	14.62
Exceptional items (Refer note 3)	1,300.00	-
Finance costs	628.21	775.73
Interest income	(66.62)	(79.66)
Gain on sale of current investments in mutual funds	(27.84)	(19.35)
Net (gain) / loss arising on current investments in mutual funds measured at fair value through profit or loss	2.20	(2.75)
Net gain arising on financial assets / liabilities measured at amortised cost	(28.93)	(11.39)
Net unrealised loss / (gain) on foreign currency transactions	(5.34)	10.49
<b>Operating profit before working capital changes</b>	<b>3,561.39</b>	<b>3,497.96</b>
<b>Movement in working capital:</b>		
Adjustments for decrease / (increase) in operating assets:		
Inventories	(85.44)	147.89
Trade receivables	(119.78)	(209.71)
Other financial assets	(287.41)	(184.17)
Other assets	(43.68)	65.89
Adjustments for increase / (decrease) in operating liabilities:		
Trade payables	196.61	(66.11)
Other financial liabilities	118.13	71.55
Provisions	(3.92)	(32.46)
Other liabilities	62.33	(47.50)
<b>Cash generated from operations</b>	<b>3,398.23</b>	<b>3,243.34</b>
Taxes paid (net)	(231.05)	(255.78)
<b>Net cash flow generated from operating activities</b>	<b>3,167.18</b>	<b>2,987.56</b>
<b>Cash flow from investing activities</b>		
Payments for property, plant and equipment & intangible assets	(1,809.14)	(1,295.97)
Proceeds from sale of property, plant and equipment & intangible assets	49.44	7.42
Acquisition of subsidiaries net of cash and cash equivalents	(515.23)	-
Advance against equity investment	(555.00)	-
Purchase of non-current investments	(1.91)	(1.86)
Loans to related parties	(7.95)	(18.70)
Repayment of loans from related parties	21.30	19.00
(Investments) / redemption in bank deposits (net) (maturity more than three months)	50.63	91.90
(Investments) / redemption in inter corporate deposits	113.40	(100.24)
Interest received	69.31	99.88
(Purchase of) / proceeds from current investments (net)	102.03	288.11
<b>Net cash used in investing activities</b>	<b>(2,483.12)</b>	<b>(910.46)</b>



Consolidated Statement of Cash Flows (Contd.)

(₹ in Crore)

Particulars	For the year ended	
	March 31, 2022	March 31, 2021
	Audited	Audited
<b>Cash flow from financing activities</b>		
Proceeds from long-term borrowings	1,125.22	900.00
Proceeds from short-term borrowings	693.22	700.00
Repayment of long-term borrowings	(885.59)	(860.75)
Prepayment of long-term borrowings	(235.49)	(1,124.84)
Repayment of short-term borrowings	-	(703.28)
Repayment of Accelerated Power Development and Reform Programme (APDRP) loan	(3.82)	(3.82)
Receipt of contribution from consumers	200.41	116.04
Dividend paid	(702.04)	(268.55)
Principal element of lease payments	(44.35)	(7.10)
Finance costs paid	(649.49)	(808.68)
<b>Net cash used in financing activities</b>	<b>(501.93)</b>	<b>(2,060.98)</b>
<b>Net (decrease) / increase in cash and cash equivalents</b>	<b>182.13</b>	<b>16.12</b>
Cash and cash equivalents as at beginning of the period	107.28	91.16
<b>Cash and cash equivalents as at end of the period</b>	<b>289.41</b>	<b>107.28</b>

**Notes:**

- The consolidated financial results include the financial results of Torrent Power Limited (the "Company") and fourteen subsidiaries: Torrent Power Grid Limited, Torrent Pipavav Generation Limited, Torrent Solargen Limited, Jodhpur Wind Farms Private Limited, Latur Renewable Private Limited, TCL Cables Private Limited, Torrent Solar Power Private Limited, Torrent Saurya Urja 2 Private Limited, Torrent Saurya Urja 3 Private Limited, Torrent Saurya Urja 4 Private Limited (w.e.f July 20, 2021), Torrent Saurya Urja 5 Private Limited (w.e.f July 16, 2021), Visual Percept Solar Projects Private Limited (w.e.f. February 15, 2022), Surya Vidyut Limited (w.e.f. March 11, 2022) and LREHL Renewables India SPV 1 Private Limited (w.e.f. March 25, 2022) (the "Group"). The Company has not invested equity in its associate Wind Two Renergy Private Limited and accordingly, share of profit of the associate is not included in the consolidated financial results.
- Revenue from operations for the previous year ended March 31, 2021 includes ₹ 250.62 Crore on account of favourable orders received from the Appellate Tribunal for Electricity in respect of disputed Revenue Gap related to carrying costs of earlier years.
- Net carrying value of Property, Plant & Equipment ("PPE") as at March 31, 2022 includes ₹ 1,378.90 Crore pertaining to 1,200 MW DGEN Mega Power Project located at Dahej, Gujarat ("DGEN"). DGEN started commercial operations with effect from November 2014 and thereafter has operated only intermittently / partially due to various factors such as unavailability of domestic gas, high prices of imported gas and non-availability of power selling arrangement.

In view of the above and given the current economic environment, during the current year, the Company has carried out an impairment assessment of DGEN as at March 31, 2022 by considering the recoverable amount based on value-in-use of DGEN in accordance with Indian Accounting Standard 36 'Impairment of Assets'. Value-in-use is determined considering a discount rate of 14.5% (March 31, 2021 - 13%) and cash flow projections over a period of 18 years (March 31, 2021 - 19 years), being the balance useful life of DGEN in terms of Central Electricity Regulatory Commission (Terms and Conditions of Tariff) Regulations, 2019 on the basis that the Company expects to supply power in the future, inter alia, under long term power selling agreements. Based on the assessment, recoverable value of PPE by using value-in-use is ₹ 1,378.90 Crore which is lower than the carrying amount of PPE of ₹ 2,678.90 Crore and accordingly additional impairment loss of ₹ 1,300.00 Crore has been provided, which has been disclosed as an Exceptional item in the statement of profit and loss.

Assessment of 'value-in-use' involves several key assumptions including expected demand, future price of fuel, expected tariff rates for electricity, discount rate, exchange rate and electricity market scenario, based on past trends and the current and likely future state of the industry. Management reviews such assumptions periodically to factor updated information based on events or changes in circumstances in order to make fresh assessment of impairment, if any.

- Torrent Pipavav Generation Limited ("TPGL"), a subsidiary of the Company and a joint venture between the Company and Gujarat Power Corporation Limited ("GPCL"), had made payments in nature of compensation for acquisition of private land as per the court orders in Amreli, Gujarat for the purpose of developing a coal-based power plant of 1,000+ MW. Due to non-availability of fuel linkage, Government of Gujarat ("GoG") vide its letter dated December 06, 2017, communicated that the said project may not be developed and accordingly, the joint venture is intended to be dissolved. Further, as per the said letter, the cost of land would be reimbursed after the disposal of land. With reference to this, in the month of March 2019, GPCL has written a letter to Collector, Amreli stating that the land is surrendered to the Government of Gujarat and requested Energy and Petroleum Department, GoG to take further action in the matter. It is learnt that the Government of Gujarat is exploring the possibility of usage of Land for industrial purpose. The management has made an impairment assessment of the amount recoverable from Government of Gujarat and concluded that there is no impairment in the carrying amount of the land. The timing of the recoverability of the amounts invested in land would depend upon the availability of the buyer. Considering the above facts, assets and liabilities are reflected at their net realisable values or cost whichever is lower and the financial results of TPGL for the year ended March 31, 2022 have been prepared on a non-going concern basis.



- 5 Interim dividend for FY 2021-22 of ₹ 9.00 per equity aggregating to ₹ 432.56 Crore was paid in March 22. The Board of Directors has not considered any further dividends for FY 2021-22. Accordingly, payment of interim dividend will be considered as final dividend for FY 2021-22.
- 6 Chief operating decision maker evaluates the Group's performance and allocates resources to the whole of Group's business viz. "Generation, Transmission and Distribution of Power" as an integrated utility. Further, the Group's cable business is not a reportable segment in terms of revenue, profit, assets and liabilities. Hence the Group does not have any reportable segment as per Ind AS - 108 "Operating Segments". Group's operations are wholly confined within India and as such there is no reportable geographical information.
- 7 The immovable and movable assets of the Company, both present and future, are mortgaged and hypothecated by way of first pari passu charge in favour of holders of secured Non Convertible Debentures (NCD) along with lenders of term loans, fund-based working capital facilities and non-fund based credit facilities, availed by the Company (except assets detailed in (i), (ii) & (iii) below which are not provided as security to NCD holders / term loan lender as mentioned there in).
- (i) Assets not given as security to NCD holders of Series no. 5
- immovable assets, movable fixed assets and debt service reserve accounts pertaining to the Renewable Projects;
  - leasehold land bearing plot nos. B15 to B28 situated in the Atali Industrial Estate in Taluka Vagra, District Bharuch;
- (ii) Assets not given as security to NCD holders of Series no. 6 & 7
- immovable and movable assets of Renewable Projects;
  - debt service reserve accounts maintained for the benefit of lenders of term loans;
  - investments / deposits made out of Non-Convertible Debenture Reserve;
  - leasehold land bearing plot nos. B15 to B28 situated in the Atali Industrial Estate in Taluka Vagra, District Bharuch;
  - non-agricultural plot of land at village Kamatghar, Taluka Bhiwandi, District Thane bearing survey no.119, Hissa no. 2/3 along with building thereon;
  - immovable property located at no. 2, Dharam Marg, Chanakya Puri, New Delhi.
- (iii) Assets not given as security to lender of ₹ 250.00 Crore term loan availed in March 2022
- immovable assets of Renewable Projects;
  - leasehold land bearing plot nos. B15 to B28 situated in the Atali Industrial Estate in Taluka Vagra, District Bharuch;
- 8 (a) On July 30, 2021, the Company has entered into a Securities Purchase Agreement (SPA) with Lightsource India Limited and Lightsource Renewable Energy (India) Limited for the acquisition of 100% of the share capital and all securities of LREHL Renewables India SPV 1 Private Limited (LREHL), which operates a 50 MW solar power plant, situated in the state of Maharashtra. On completion of the conditions precedent to SPA, LREHL has become wholly owned subsidiary of the Company w.e.f. March 25, 2022.
- (b) On September 21, 2021, the Company has entered into a Share Purchase Agreement (SPA) with CESC Limited, Haldia Energy Limited and other Nominal Shareholders for the acquisition of 100% of the share capital of Surya Vidyut Limited (SVL), which operates a 156 MW wind power plants, situated in the state of Gujarat, Rajasthan and Madhya Pradesh. On completion of the conditions precedent to SPA, SVL has become wholly owned subsidiary of the Company w.e.f. March 11, 2022.
- (c) On February 10, 2022, the Company has entered into a Share Purchase Agreement (SPA) with Daimond Properties Private Limited and Balarampur Chini Mills Limited, for acquisition of 100% of Shares of Visual Percept Solar Projects Private Limited (VPSPL), which operates a 25 MW solar power plant, situated in the state of Gujarat. On completion of the conditions precedent to SPA, VPSPL has become wholly owned subsidiary of the Company w.e.f. February 15, 2022.
- 9 The Hon'ble Administrator of the Union Territory of Dadra and Nagar Haveli and Daman and Diu (the "Holding Entity") has issued a Letter of Intent ("LOI") dated February 07, 2022 to the Company as a successful bidder, pursuant to its Bid, to purchase 51 % shares in Dadra and Nagar Haveli and Daman and Diu Power Distribution Corporation Limited (the "Distribution company"), (a company incorporated for holding assets of the Electricity Department, Daman and Diu and DNH Power Distribution Corporation Limited (DNH PDCL) related to electricity distribution business), which shall be responsible for distribution and retail supply of electricity and shall hold distribution license in the Union Territory of Dadra and Nagar Haveli and Daman and Diu.
- On March 15, 2022, the Company entered into a Share Purchase Agreement (SPA) and Shareholders Agreement (SHA) with the Holding Entity and the Distribution company for purchase of 51% shares of the Distribution company from the Holding Entity.
- Basis the Share Purchase Agreement read with The Dadra and Nagar Haveli and Daman and Diu Electricity (Reorganisation and Reforms) Transfer Scheme, 2022 (the "transfer scheme"), the effective date of transfer has been notified by the UT Administrator, Union Territory of Dadra and Nagar Haveli and Daman and Diu as April 1, 2022 for the purpose of implementing the transfer scheme.
- As per the transfer scheme, the electricity distribution and retail supply undertakings of the Electricity Department and DNH PDCL including the assets, proceedings and liabilities shall stand transferred to and vested in the distribution company, thereby acquiring control of the electricity distribution business, with effect from the notified transfer date i.e., April 1, 2022. The decisions over the relevant activities of the electricity distribution business shall continue to be taken by the Electricity Department and DNH PDCL until March 31, 2022.
- Accordingly, the amount of purchase consideration transferred for acquiring the shares of the distribution company has been shown as "Advance against equity investment" as at March 31, 2022 in the consolidated financial results.
- 10 Subsequent to year end, on April 23, 2022, the Company has entered into a Share Purchase Agreement (SPA) with SkyPower Southeast Asia III Investments Limited, SkyPower Southeast Asia Holdings 2 Limited (the Sellers) for the acquisition of 100% of the share capital of Sunshakti Solar Power Projects Private Limited, which operates 50 MW solar power plant, situated in the state of Telangana. Enterprise value estimated for this acquisition is approx ₹ 417 Crore subject to closing price adjustments. The acquisition is subject to customary conditions for transaction closure.
- 11 Figures for the quarter ended March 31, 2022 and March 31, 2021 are the balancing figures between audited figures for the full financial year ended March 31, 2022 and March 31, 2021 and the published year to date figures upto the third quarter of the respective financial years.
- 12 Audit Committee has reviewed the above results and the same have been subsequently approved by the Board of Directors in their respective meetings held on May 10, 2022.



- 13 Previous period figures have been re-grouped / re-classified wherever necessary, to conform to current period's classification in order to comply with the requirements of the amended Schedule III to the Companies Act, 2013 effective April 1, 2021.
- 14 Refer Annexure I for disclosure required pursuant to Regulation 52(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).
- 15 Summary of key standalone financial results of the Company is as follows:

(₹ in crore)

Particulars	For the quarter ended			For the year ended	
	31.03.2022	31.12.2021	31.03.2021	31.03.2022	31.03.2021
	Refer note 11	Un-audited	Refer note 11	Audited	Audited
Revenue from operations	3,633.45	3,635.46	2,994.42	13,715.74	11,776.52
Profit before tax	(739.28)	525.20	475.33	514.38	1,583.24
Profit after tax	(525.76)	380.18	414.82	409.71	1,324.91
Total comprehensive income	(522.21)	379.75	423.95	411.68	1,328.30

Note : The standalone financial results of the Company for the above mentioned periods are available in the investors section in [www.torrentpower.com](http://www.torrentpower.com) and also with the stock exchanges where it is listed. The information above has been extracted from the published standalone financial results.

For, TORRENT POWER LIMITED

Place : Ahmedabad  
Date : May 10, 2022



*Jinal Mehta*  
Jinal Mehta  
Managing Director



**ANNEXURE I:**

**Disclosures pursuant to Regulation 52(4) & 54(3) of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirement) Regulations, 2015 (as amended) (Consolidated) :-**

Regulation No.	Particulars	For the quarter ended			For the year ended	
		31.03.2022	31.12.2021	31.03.2021	31.03.2022	31.03.2021
52(4)(c)	Debt equity ratio	0.83	0.66	0.73	0.83	0.73
52(4)(f)	Debt service coverage ratio	2.41	2.91	2.38	1.95	1.74
52(4)(g)	Interest service coverage ratio	6.52	6.06	5.77	5.87	4.59
52(4)(h)	Outstanding redeemable preference shares (quantity and value)	NA	NA	NA	NA	NA
52(4)(i)	Capital redemption reserve / Debenture redemption reserve (₹ in Crore)	139.60	211.76	187.26	139.60	187.26
52(4)(j)	Net worth (₹ in Crore)	9,979.11	10,898.13	10,220.60	9,979.11	10,220.60
52(4)(k)	Net Profit after tax (other than other comprehensive income) (₹ in Crore)	(487.37)	369.45	398.10	458.70	1,295.87
52(4)(l)	Earnings per share (₹) (not annualised)	(10.15)	7.66	8.26	9.45	26.86
52(4)(m)	Current ratio	1.16	1.70	1.40	1.16	1.40
52(4)(n)	Long term debt to working capital	4.23	2.53	3.20	4.23	3.20
52(4)(o)	Bad debts to account receivable (not annualised)	-0.69%	-0.08%	-0.79%	0.81%	4.34%
52(4)(p)	Current liability ratio	0.30	0.23	0.25	0.30	0.25
52(4)(q)	Total debts to total assets	0.36	0.31	0.33	0.36	0.33
52(4)(r)	Debtors turnover (not annualised)	2.29	2.24	2.09	9.43	9.02
52(4)(s)	Inventory turnover (not annualised)	6.89	6.98	6.14	28.86	23.22
52(4)(t)	Operating margin (%)	26.46%	24.79%	29.65%	25.19%	28.47%
52(4)(u)	Net profit margin (%)	-13.02%	9.81%	12.91%	3.22%	10.65%

**Formulae for the computation of the Ratios :**

- 1 **Debt equity ratio** = (All long term debt outstanding (including unamortised expense)+ contingent liability pertaining to corporate / financial guarantee given + short term debt outstanding in lieu of long term debt) / (Equity share capital + Preference share capital + all reserves (excluding revaluation reserve) + deferred tax liabilities – deferred tax assets – Intangible assets - Intangible assets under development)
- 2 **Debt service coverage ratio** = (Profit after tax + Deferred tax + Depreciation and amortisation + Interest on debt) / (Principal repayment of debt (excluding voluntary prepayments if any) + Interest on debt + Lease payment)
- 3 **Interest service coverage ratio** = (Profit after tax + Deferred tax + Depreciation and amortisation + Interest on debt) / (Interest on debt)
- 4 **Current ratio** = Current assets / (Current liabilities- Security deposits from consumers - Service line deposits from consumers- Deferred revenue)
- 5 **Long term debt to working capital ratio** = (All long term debt outstanding (including unamortised expense)+ contingent liability pertaining to corporate / financial guarantee given) / (Current assets- (Current Liabilities- Security deposits from consumers - Service line deposits from consumers- Deferred revenue -Current maturity of long term debt))
- 6 **Bad debts to account receivable ratio** = (Bad debts written off (net of recovery) + Allowance for doubtful debts (net))/ (Average gross trade receivables)
- 7 **Current liability ratio** = (Current liabilities- Security deposits from consumers - Service line deposits from consumers- Deferred revenue) / (Total liabilities)
- 8 **Total debts to Total assets ratio** = (All long term debt outstanding (including unamortised expense)+ contingent liability pertaining to corporate / financial guarantee given + Short term debt) / (Total assets)
- 9 **Debtors turnover ratio** = (Revenue from operations) / (Average trade receivables)
- 10 **Inventory turnover ratio** = (Revenue from operations) / (Average inventories)
- 11 **Operating margin** = (Profit before tax + Finance costs + Depreciation and amortisation - Other income) / (Revenue from operations)
- 12 **Net profit margin** = (Profit after tax) / (Revenue from operations)

