

Price Waterhouse Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Torrent Power Limited

Report on the Audit of Standalone Financial Results

Opinion

1. We have audited the standalone annual financial results of Torrent Power Limited (hereinafter referred to as the 'Company') for the year ended March 31, 2022 and the standalone statement of assets and liabilities and the standalone statement of cash flows as at and for the year ended on that date, attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('Listing Regulations').
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial results:
 - i) are presented in accordance with the requirements of Regulation 33 and Regulation 52 of the Listing Regulations in this regard; and
 - ii) 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 Company for the year ended March 31, 2022 and the standalone statement of assets and liabilities and the standalone statement of cash flows as at and for the year ended on that date.

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 Standalone Financial Results' 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 obtained by us is sufficient and appropriate to provide a basis for our opinion.



Price Waterhouse Chartered Accountants LLP, 1701, 17th Floor, Shapath V, Opp. Karnavati Club, S G Highway
Ahmedabad - 380 051, Gujarat, India
T: +91 (79) 3091 7000, F: +91 (79) 3091 7082

Registered office and Head office: Sucheta Bhawan, 11A Vishnu Digambar Marg, New Delhi 110 002

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/NS00016 (ICAI registration number before conversion was 012754N)

Price Waterhouse Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Torrent Power Limited

Report on the Standalone Financial Results

Page 2 of 3

Board of Directors' Responsibilities for the Standalone Financial Results

4. These standalone financial results have been prepared on the basis of the standalone annual financial statements. The Company's Board of Directors are responsible for the preparation and presentation of these standalone financial results that give a true and fair view of the net profit and other comprehensive income and other financial information of the Company and the standalone statement of assets and liabilities and the standalone 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 Board of Directors of the Company are responsible for 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 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 standalone 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 standalone financial results by the Directors of the Company, as aforesaid.
5. In preparing the standalone financial results, the Board of Directors of the Company are responsible for assessing the ability of the Company 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.
6. The Board of Directors of the Company are responsible for overseeing the financial reporting process of the Company.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

7. Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone 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 standalone 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.



Price Waterhouse Chartered Accountants LLP

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Torrent Power Limited

Report on the Standalone Financial Results

Page 3 of 3

- 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 11 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 Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial 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 Company to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the standalone financial results represent the underlying transactions and events in a manner that achieves fair presentation.
9. We communicate with those charged with governance of the Company 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.

Other Matters

10. The standalone 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.
11. The standalone annual financial results dealt with by this report has 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 standalone financial statements of the Company for the year ended March 31, 2022 on which we 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 AIRVMT7057

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 STANDALONE 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 10	Un-audited	Refer note 10	Audited	Audited
Income					
Revenue from operations (Refer note 1)	3,633.45	3,635.46	2,994.42	13,715.74	11,776.52
Other income	90.68	87.43	75.42	296.09	250.28
Total income	3,724.13	3,722.89	3,069.84	14,011.83	12,026.80
Expenses					
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
Purchase of stock-in-trade	117.42	145.28	47.79	305.99	48.24
Employee benefits expense	103.83	121.49	102.99	514.07	521.76
Finance costs	138.44	145.24	152.76	581.56	718.96
Depreciation and amortisation expense	315.33	308.57	303.23	1,233.79	1,179.85
Other expenses	247.43	265.98	236.26	1,042.25	1,005.84
Total expenses	3,163.41	3,197.69	2,594.51	12,197.45	10,443.56
Profit before exceptional items and tax	560.72	525.20	475.33	1,814.38	1,583.24
Exceptional items (Refer note 2)	1,300.00	-	-	1,300.00	-
Profit / (Loss) before tax	(739.28)	525.20	475.33	514.38	1,583.24
Tax expense					
- Current Tax	135.94	103.24	79.11	367.45	284.48
- Deferred tax	(349.46)	41.78	(18.60)	(262.78)	(26.15)
Total tax expense	(213.52)	145.02	60.51	104.67	258.33
Profit / (Loss) for the period	(525.76)	380.18	414.82	409.71	1,324.91
Other comprehensive income :					
Items that will not be reclassified to profit or loss	5.44	(0.66)	14.04	3.03	5.18
Tax relating to other comprehensive income	1.89	(0.23)	4.91	1.06	1.79
Other comprehensive income (net of tax)	3.55	(0.43)	9.13	1.97	3.39
Total comprehensive income	(522.21)	379.75	423.95	411.68	1,328.30
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				9,485.40	9,770.61
Earnings per share (of ₹ 10/- each) (not annualised)					
(a) Basic (₹)	(10.94)	7.91	8.63	8.52	27.57
(b) Diluted (₹)	(10.94)	7.91	8.63	8.52	27.57



Standalone Statement of Assets and Liabilities

(₹ in Crore)

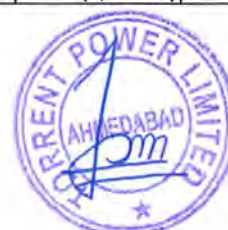
Particulars	As at March 31, 2022	As at March 31, 2021
	Audited	Audited
ASSETS		
Non-current assets		
Property, plant and equipment (Refer note 2)	14,096.46	15,384.78
Right-of-use assets	178.47	178.35
Capital work-in-progress	1,186.07	837.73
Investment property	13.27	0.37
Intangible assets	18.99	18.39
Financial assets		
Investments in subsidiaries	1,028.17	414.73
Other investments	132.82	124.20
Loans	349.32	1,070.24
Other financial assets (Refer note 8)	652.81	74.01
Non-current tax assets (net)	8.64	8.32
Other non-current assets	331.12	333.37
Sub total - Non-current assets	17,996.14	18,444.49
Current assets		
Inventories	437.96	386.16
Financial assets		
Investments	253.27	241.63
Trade receivables	1,363.63	1,275.52
Cash and cash equivalents	161.79	95.55
Bank balances other than cash and cash equivalents	45.14	93.22
Loans	1,031.53	116.33
Other financial assets	2,193.63	2,053.62
Other current assets	121.52	71.49
Sub total - Current assets	5,608.47	4,333.52
Total - Assets	23,604.61	22,778.01
EQUITY AND LIABILITIES		
Equity		
Equity share capital	480.62	480.62
Other equity	9,485.40	9,770.61
Sub total - Equity	9,966.02	10,251.23
Liabilities		
Non-current liabilities		
Financial liabilities		
Borrowings	6,119.99	6,071.12
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	37.27	30.96
Other financial liabilities	10.68	10.00
Deferred tax liabilities (net)	317.79	518.15
Other non-current liabilities	1,259.13	1,157.39
Sub total - Non-current liabilities	7,895.32	7,903.73
Current liabilities		
Financial liabilities		
Borrowings	1,745.93	1,092.99
Trade payables		
Total outstanding dues of micro and small enterprises	50.27	36.51
Total outstanding dues other than micro and small enterprises	1,057.34	934.26
Lease liabilities	4.95	5.05
Other financial liabilities	1,892.49	1,669.30
Other current liabilities	601.36	537.29
Provisions	269.55	303.20
Current tax liabilities (net)	121.38	44.45
Sub total - Current liabilities	5,743.27	4,623.05
Total - Equity and liabilities	23,604.61	22,778.01



Standalone Statement of Cash Flows

(₹ in Crore)

Particulars	For the year ended	
	March 31, 2022	March 31, 2021
	Audited	Audited
Cash flow from operating activities		
Profit before tax	514.38	1,583.24
Adjustments for :		
Depreciation and amortisation expense	1,233.79	1,179.85
Amortisation of deferred revenue	(89.86)	(82.20)
Provision of earlier years written back	(1.04)	(2.47)
Loss on sale / discarding of property, plant and equipment	25.73	12.03
Gain on disposal of property, plant and equipment	(30.04)	(3.39)
Bad debts written off (net of recovery)	47.00	49.81
Reversal of provision for onerous contracts	(27.57)	-
Provision for onerous contracts	0.53	1.02
Allowance for doubtful debts (net)	(40.90)	21.48
Exceptional items (Refer note 2)	1,300.00	-
Finance costs	581.56	718.96
Interest income	(144.30)	(154.29)
Dividend income	(14.65)	(30.75)
Rent income from investment property	(1.16)	(0.24)
Impairment for non-current investments	1.60	1.60
Gain on sale of current investments in mutual funds	(24.22)	(17.59)
Gain on slump sale pursuant to scheme of arrangement	-	(7.27)
Net (gain) / loss arising on current investments in mutual funds measured at fair value through profit or loss	0.47	(0.56)
Net gain arising on financial assets / liabilities measured at amortised cost	(28.93)	(11.39)
Financial guarantee commission (amortised)	(5.00)	(1.22)
Net unrealised loss / (gain) on foreign currency transactions	(5.20)	10.67
Operating profit before working capital changes	3,292.19	3,267.29
Movement in working capital:		
Adjustments for decrease / (increase) in operating assets:		
Inventories	(51.80)	150.46
Trade receivables	(94.21)	(322.45)
Other financial assets	(280.88)	(183.73)
Other assets	(31.35)	61.76
Adjustments for increase / (decrease) in operating liabilities:		
Trade payables	197.87	(41.61)
Other financial liabilities	126.78	65.76
Provisions	(3.58)	(34.16)
Other liabilities	55.26	(39.36)
Cash generated from operations	3,210.28	2,923.96
Taxes paid (net)	(229.48)	(253.54)
Net cash flow generated from operating activities	2,980.80	2,670.42
Cash flow from investing activities		
Payments for property, plant and equipment & intangible assets	(1,540.64)	(1,280.70)
Proceeds from sale of property, plant and equipment & intangible assets	47.24	7.23
Consideration received on slump sale	-	256.95
Non-current investments in subsidiaries	(606.26)	(0.15)
Advance against equity investment	(555.00)	-
Purchase of non-current investments	(1.91)	(1.86)
Loans to related parties	(469.40)	(253.67)
Repayment of loans from related parties	276.64	221.33
(Investments) / redemption in bank deposits (net) (maturity more than three months)	51.16	47.70
(Investments) / redemption in inter corporate deposits	113.39	(100.24)
Interest received	144.62	198.61
(Purchase of) / proceeds from current investments (net)	12.11	278.72
Dividend received from non-current investments	14.65	30.75
Rent income from investment property	1.16	0.24
Net cash used in investing activities	(2,512.24)	(595.09)



Standalone Statement of Cash Flows (Contd.)

Particulars	For the year ended	
	March 31, 2022	March 31, 2021
	Audited	Audited
Cash flow from financing activities		
Proceeds from long-term borrowings	1,100.00	300.00
Proceeds from short-term borrowings	702.74	700.00
Repayment of long-term borrowings	(860.34)	(808.12)
Prepayment of long-term borrowings	(235.49)	(628.58)
Repayment of short-term borrowings	-	(700.00)
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	(696.89)	(264.34)
Principal element of lease payments	(9.38)	(7.10)
Finance costs paid	(599.55)	(762.94)
Net cash used in financing activities	(402.32)	(2,058.86)
Net (decrease) / increase in cash and cash equivalents	66.24	16.47
Cash and cash equivalents as at beginning of the period	95.55	79.42
Cash and cash equivalents transferred pursuant to slump sale	-	(0.34)
Cash and cash equivalents as at end of the period	161.79	95.55

Notes:

- 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. The recovery of carrying amount of loan and equity ₹ 93.29 Crore is also dependent on the availability of buyer for above mentioned land. The Company has invested equity and loan aggregating to ₹ 110.84 Crore in TPGL and impairment in value of investment is of ₹ 17.55 Crore as at March 31, 2022.
- Chief operating decision maker evaluates the Company's performance and allocates resources to the whole of Company's business viz. "Generation, Transmission and Distribution of Power" as an integrated utility. Hence the Company does not have any reportable segment as per Ind AS - 108 "Operating Segments". Company's operations are wholly confined within India and as such there is no reportable geographical information.



- 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 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;
- 7 (a) On July 30, 2021, the Company has entered into a Securities Purchase Agreement (SPA) with Lightsources India Limited and Lightsources 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.
- 8 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 standalone financial results which shall be reclassified to "investment in subsidiary" on the date of acquisition i.e April 1, 2022.
- 9 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.
- 10 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.
- 11 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.



- 12 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.
- 13 Refer Annexure I for disclosure required pursuant to Regulation 52(4) & 54(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).
- 14 The Company is in compliance with the requirements of Chapter XII of SEBI operational circular no. SEBI/HO/DDHS/CIR/P/2021/613 dated August 10, 2021 applicable to Large Corporate Borrowers.

Details relating to identification as a 'Large Corporate':

Sr. No.	Particulars	Details
1	Name of the Company	Torrent Power Limited
2	CIN	L31200GJ2004PLC044068
3	Outstanding borrowing of company as on March 31, 2022	₹ 7,188.27 Crore
4	Highest credit rating during the previous financial year along with name of the Credit Rating Agency	Credit Rating: CRISIL AA + / Stable Credit Rating Agency: CRISIL Ratings Limited
5	Name of Stock Exchange in which the fine shall be paid, in case of shortfall in the required borrowing under the framework	National Stock Exchange of India Limited

Details of incremental borrowings done during the financial year ended March 31, 2022:

1	Name of the Company	Torrent Power Limited
2	CIN	L31200GJ2004PLC044068
3	Report filed for FY:	FY 2021-22

4	Details of the Current block:	
Sr. No.	Particulars	Details
i.	2-year block period FYs	(T) FY 2021-22, (T+1) FY 2022-23
ii.	Incremental borrowing done in FY 2021-22 (a)	₹ 1,100 Crore
iii.	Mandatory borrowing to be done through debt securities in FY 2021-22 (b) = (25% of a)	₹ 275 Crore
iv.	Actual borrowings done through debt securities in FY 2021-22 (c)	₹ 250 Crore
v.	Shortfall in the borrowing through debt securities, if any, for FY 2020-21 carried forward to FY 2021-22 (d)	Nil
vi.	Quantum of (d), which has been met from (c) (e)	N.A
vii.	Shortfall in the mandatory borrowing through debt securities for FY 2021-22, (after adjusting for any shortfall in borrowing for FY 2020-21 which was carried forward to FY 2021-22) (f) = (b) - [(c) - (e)] (If the calculated value is zero or negative, write "nil")	₹ 25 Crore (shortfall of ₹ 25 Crore carried forward to FY 2022-23)

5	Details of penalty to be paid, if any, in respect to previous block	Nil
---	---	-----

For, TORRENT POWER LIMITED


Jinal Mehta
Managing Director

Place : Ahmedabad
Date : May 10, 2022



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):

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	NCD Series wise details given hereunder				
52(4)(f)	Debt service coverage ratio	2.39	3.36	2.45	1.96	1.78
52(4)(g)	Interest service coverage ratio	6.58	6.40	6.11	6.01	4.76
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)	108.30	187.26	187.26	108.30	187.26
52(4)(j)	Net worth (₹ in Crore)	9,966.02	10,920.78	10,251.23	9,966.02	10,251.23
52(4)(k)	Net Profit after tax (other than other comprehensive income) (₹ in Crore)	(525.76)	380.18	414.82	409.71	1,324.91
52(4)(l)	Earnings per share (₹) (not annualised)	(10.94)	7.91	8.63	8.52	27.57
52(4)(m)	Current ratio	1.36	1.92	1.39	1.36	1.39
52(4)(n)	Long term debt to working capital	3.09	2.16	3.39	3.09	3.39
52(4)(o)	Bad debts to account receivable (not annualised)	-1.29%	-0.10%	-0.85%	0.39%	4.85%
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	0.32	0.34	0.36	0.34
52(4)(r)	Debtors turnover (not annualised)	2.60	2.51	2.25	10.39	9.59
52(4)(s)	Inventory turnover (not annualised)	7.87	7.77	6.83	33.29	23.93
52(4)(t)	Operating margin (%)	25.43%	24.52%	28.58%	24.31%	27.44%
52(4)(u)	Net profit margin (%)	-14.47%	10.46%	13.85%	2.99%	11.25%
54(3)	Security cover available	NCD Series wise details given hereunder				

Non-convertible debenture series wise debt equity ratio :

Sr 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
1	Series 1 (10.35%, 550 Secured Redeemable Non-Convertible Debentures)	0.76	0.65	0.73	0.76	0.73
2	Series 2 (10.35%, 200 Secured Redeemable Non-Convertible Debentures)	0.76	0.65	0.73	0.76	0.73
3	Series 3 (8.95%, 165 Secured Redeemable Non-Convertible Debentures)	0.76	0.65	0.73	0.76	0.73
4	Series 4 (10.25%, 2,700 Unsecured Redeemable Non-Convertible Debentures)	0.68	0.59	0.65	0.68	0.65
5	Series 5 (7.65%, 1,000 Secured Redeemable Non-Convertible Debentures)	0.68	0.59	0.65	0.68	0.65
6	Series 6 (7.30%, 3,000 Secured Redeemable Non-Convertible Debentures)	0.68	0.59	0.65	0.68	0.65
7	Series 7 (6.50%, 6.90%, 7.25%, 2,500 Secured Redeemable Non-Convertible Debentures)	0.68	NA	NA	0.68	NA

Non-convertible debenture series wise Security cover available :

Sr 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
1	Series 1 (10.35%, 550 Secured Redeemable Non-Convertible Debentures) \$	2.24	2.49	2.38	2.24	2.38
2	Series 2 (10.35%, 200 Secured Redeemable Non-Convertible Debentures) \$	2.24	2.49	2.38	2.24	2.38
3	Series 3 (8.95%, 165 Secured Redeemable Non-Convertible Debentures) #	1.82	2.09	1.91	1.82	1.91
4	Series 4 (10.25%, 2,700 Unsecured Redeemable Non-Convertible Debentures)	NA	NA	NA	NA	NA
5	Series 5 (7.65%, 1,000 Secured Redeemable Non-Convertible Debentures) #	1.65	1.90	1.71	1.65	1.71
6	Series 6 (7.30%, 3,000 Secured Redeemable Non-Convertible Debentures) #	1.62	1.87	1.66	1.62	1.66
7	Series 7 (6.50%, 6.90%, 7.25%, 2,500 Secured Redeemable Non-Convertible Debentures) #	1.62	NA	NA	1.62	NA

\$ Fixed Asset Coverage ratio

Total Asset Coverage Ratio

Formulae for the computation of the Ratios :

- Debt equity ratio = Ratios are computed as per financial covenants provided in respective Information Memorandum.
- 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)
- Interest service coverage ratio = (Profit after tax + Deferred tax + Depreciation and amortisation + Interest on debt) / (Interest on debt)
- Current ratio = Current assets / (Current liabilities- Security deposits from consumers - Service line deposits from consumers- Deferred revenue)
- 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))
- Bad debts to account receivable ratio = (Bad debts written off (net of recovery) + Allowance for doubtful debts (net))/ (Average gross trade receivables)
- Current liability ratio = (Current liabilities- Security deposits from consumers - Service line deposits from consumers- Deferred revenue) / (Total liabilities)
- 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)
- Debtors turnover ratio = (Revenue from operations) / (Average trade receivables)
- Inventory turnover ratio = (Revenue from operations) / (Average inventories)
- Operating margin = (Profit before exceptional items and tax + Finance costs + Depreciation and amortisation - Other income) / (Revenue from operations)
- Net profit margin = (Profit after tax) / (Revenue from operations)
- Security cover available = Ratios are computed as per financial covenants provided in respective Information Memorandum.

