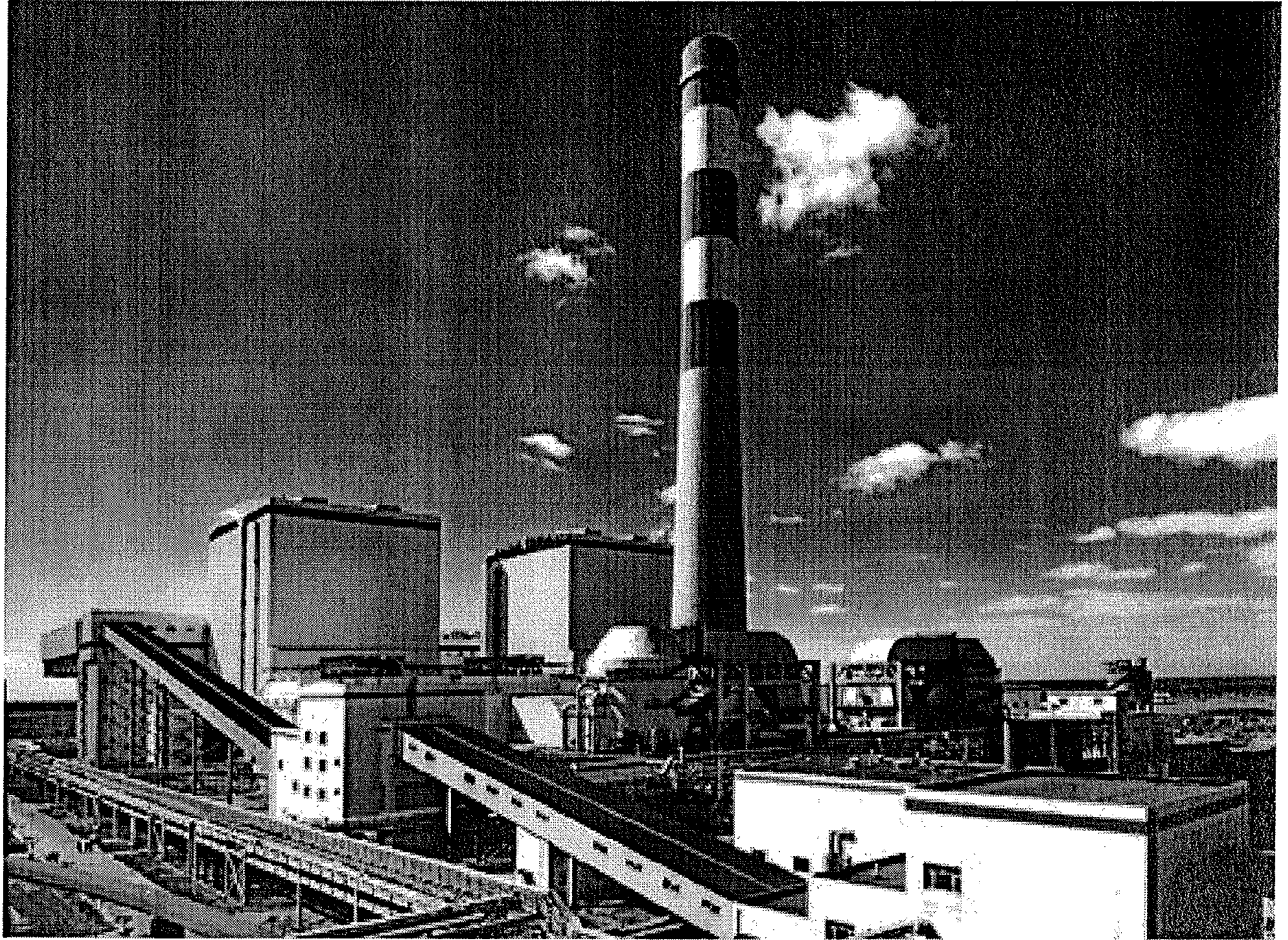




# **GAYATRI ENERGY VENTURES PRIVATE LIMITED**



**11<sup>th</sup> ANNUAL REPORT**

**2018-2019**



## INDEPENDENT AUDITORS' REPORT

To the Members of Gayatri Energy Ventures Private Limited

### Report on the Audit of the Standalone Financial Statements

#### Opinion

We have audited the standalone financial statements of Gayatri Energy Ventures Private Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2019, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2019, and the loss 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 Companies Act, 2013. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules 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 audit opinion on the standalone financial statements.

#### Emphasis of Matter

(Note Nos. referred hereunder are with reference to respective notes forming part of standalone financial statements)

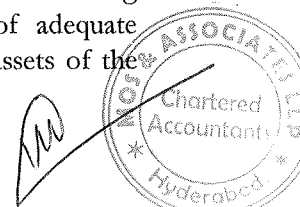
We draw members attention to the following matters:

- (i). As stated in note 15.6 regarding exit agreement entered by the company in respect of investments/advances/share application money made in certain power projects and long pending recovery of the same.

Our opinion is not qualified in respect of the above matters.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. 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 standalone financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

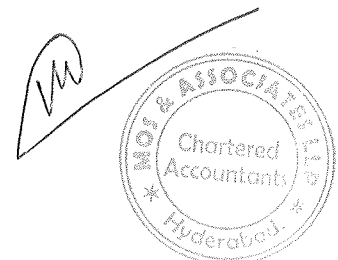
Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

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

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. 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 standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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 standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.



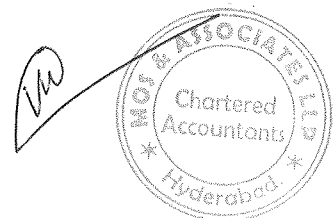
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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

- 1) As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2) As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as 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 Flow dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 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 over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
  - g) With respect to the other matters 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:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.



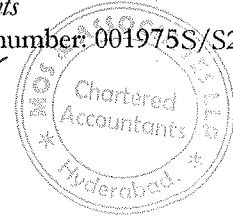
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

for M O S & Associates LLP

Chartered Accountants

Firm registration number: 001975S/S200020

  
Mani  
Partner



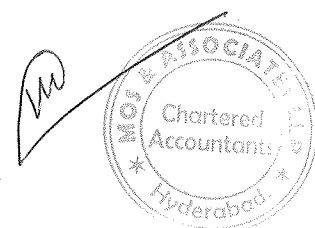
Hyderabad  
28-05-2019

Membership Number: 234119

## Annexure A to the Auditors' Report

The Annexure referred to in the Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31<sup>st</sup> March 2019, we report that:

- (i) As explained to us, and according to the information and explanations given to us by the management, the Company does not have any fixed assets. Hence paragraph 3(i) of the Order is not applicable for the current year under report.
- (ii) As explained to us, and according to the information and explanations given to us by the management, the Company does not have any physical inventories. Hence paragraph 3(ii) of the Order is not applicable for the current year under report.
- (iii) The Company has granted unsecured loans of RS 93,39,35,258 /- to companies, parties covered in the register maintained under Section 189 of the Act. In respect of such loans:
  - a. According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the terms and conditions of loans granted by the company are not prima facie prejudicial to the interest of the company except one loan granted to a party covered in the register maintained under section 189 of the Companies Act, 2013, (total loan amount granted RS 7,41,33,668/- and balance outstanding as at balance sheet date RS 7,41,33,668/-) on account of the fact that the loans are interest free and unsecured and which is significantly lower than the cost of funds to the company.
  - b. In respect of aforementioned loans, schedule of repayment of the principal and interest has not been stipulated as the principal amount is repayable on demand, except for one loan amounting to Rs 7,41,33,668/- which has schedule of repayment of principal been stipulated and the receipts are regular.
  - c. In respect of aforementioned loans, there is no amount which is overdue for more than 90 days.
- (iv) According to the information and explanation given to us, the Company has complied with the provisions of section 185 of the act except in regards to a loan granted during the previous years of Rs 7,41,33,668 /- outstanding as at Balance sheet Date. Further with regards to sec 186 of the act the company has obtained an opinion from expert regarding non applicability of provisions of sec 186 of the act for the company .
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from public during the year. Hence paragraph 3(v) of the Order is not applicable for the current year under report.
- (vi) In our opinion and according to the information and explanations given to us, the Central Government has not prescribed the maintenance of any cost records under Section 148 (1) of the Act for the current level of activities of the Company. Hence paragraph 3(vi) of the Order is not applicable for the current year under report.
- (vii) In respect of statutory dues
  - a. According to the information and explanations given to us, and based on our examination of records the Company, amounts deducted/ accrued in the books of accounts in respect of undisputed statutory dues including provident fund, income tax, value added tax, Goods and Service Tax, cess and other material statutory dues have not been regularly deposited during the year by the Company with appropriate statutory authorities and there have been serious delays in a large number of cases.



- b. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, value added tax, Goods and Service Tax, cess and other material statutory dues were in arrears as at 31st March, 2019 for a period more than six month from the date they became payable except as below:

Name of Statute	Nature of the Dues	Amount(Rs)	Period to which amount relates
Service Tax	Service Tax	1,59,500	2015-16
Income tax	TDS	1,10,48,097	2018-19

- c. According to the information and explanations given to us and based on our examination of records of the Company, there are no material dues of provident fund, income tax, value added tax, cess and other material statutory dues which have not been deposited as on 31st March, 2019 with the appropriate authorities on account of any dispute.
- (viii) Based on our audit procedures and according to the information and explanations given to us, we are of the opinion that the Company has defaulted in payment of dues to debenture holders as under:

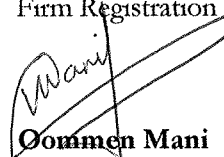
Name of Debenture Holders	Debentures due for redemption in RS	Period of default (In days)	Interest(Rs)	Period of default (In days)
Capital Fortunes Private Limited	5,00,00,000	283	19,19,589	283
Capital Fortunes Ventures Private Limited	3,98,50,000	283	1,99,33,900	283
D.V.Chalam	94,00,000	283	22,86,286	283

- (ix) According to the information and explanations given to us and based on our examination of records, the Company has not raised any money from public by the way of initial public offer, further public offer or term loans. Hence paragraph 3(ix) of the Order is not applicable for the current year under report.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of audit.
- (xi) According to the information and explanations given to us and based on examination of records, the provisions of Section 197 of the Act are not applicable to the Company. Hence paragraph 3(xi) of the Order is not applicable for the current year under report.
- (xii) As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, paragraph 3 (xii) of the Order are not applicable to the Company.
- (xiii) According to the information and explanations given to us and based on examination of records of the Company, transactions with related parties are in compliance of Sections 177 and 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) According to the information and explanations given to us and based on examination of 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. Hence, paragraph 3 (xiv) of the Order is not applicable for the current year under audit.



- (xv) According to the information and explanations given to us and based on examination of records of the Company, the Company has not entered into any non-cash transaction with directors or persons connected with him. Hence paragraph 3(xv) of the Order is not applicable for the current year under report.
- (xvi) On the basis of assessment of the nature of business of the Company, duly supported by an independent opinion from an expert, the management is of the view that provisions of section 45-IA of the Reserve Bank of India Act 1934, is not applicable to the Company. Accordingly, the Company has not got itself registered under the aforesaid provision as at 31st March, 2019.

for **M O S & Associates LLP**  
Chartered Accountants  
Firm Registration No.: 001975S/S200020

  
**Oommen Mani**  
Partner



Hyderabad  
28-05-2019

Membership No.: 234119



## **Annexure - B to the Auditors' Report**

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

We have audited the internal financial controls over financial reporting of **Gayatri Energy Ventures Private Limited** ("the Company") as of 31<sup>st</sup> March, 2019 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, 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 Companies Act, 2013.

#### **Auditors' Responsibility**

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

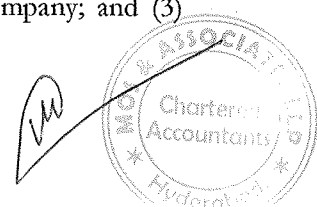
Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk.

The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

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

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3)



provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.



### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Hyderabad,  
28-05-2019

for **M O S & Associates LLP**  
Chartered Accountants  
Firm Registration No.: 001975S/S200020  
  
**Oommen Mani**  
Partner  
Membership No.: 234119  


**Gayatri Energy Ventures Private Limited**  
Standalone Balance Sheet as at 31st March, 2019

Amount in ₹

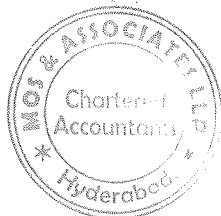
Particulars	Note No.	As at 31st March 2019	As at 31st March 2018
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
<i>Financial Assets</i>			
a) Investments	2	8,96,31,53,670	8,96,30,53,670
b) Loans	3	93,39,35,258	93,37,15,258
Other Non Current Assets	4	22,32,78,298	22,32,78,298
<b>Total Non-Current Assets</b>		<b>10,12,03,67,226</b>	<b>10,12,00,47,226</b>
<b>Current Assets</b>			
<i>Financial Assets</i>			
a) Investments	5a	30,00,00,000	30,00,00,000
b) Cash and Cash Equivalents	5b	1,62,21,152	6,24,367
c) Other Bank Balance	5c	4,95,96,004	4,66,14,400
Other Current Assets	6	25,49,92,886	25,25,97,182
<b>Total Current Assets</b>		<b>62,08,10,042</b>	<b>59,98,35,949</b>
<b>Total Assets</b>		<b>10,74,11,77,268</b>	<b>10,71,98,83,175</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
a) Equity Share Capital	7	6,52,40,300	6,52,40,300
b) Other Equity	8	5,66,81,68,631	5,99,91,67,317
<b>Total Equity</b>		<b>5,73,34,08,931</b>	<b>6,06,44,07,617</b>
<b>Liabilities</b>			
<b>Non-Current Liabilities</b>			
<i>Financial Liabilities</i>			
a) Borrowings	9	3,19,25,41,258	3,40,59,39,977
<b>Total Non-Current Liabilities</b>		<b>3,19,25,41,258</b>	<b>3,40,59,39,977</b>
<b>Current Liabilities</b>			
<i>Financial Liabilities</i>			
a) Borrowings	10a	1,58,63,73,395	1,07,15,28,055
b) Trade payables	10b	-	18,000
c) Other Financial Liabilities	10c	20,62,60,202	16,09,68,732
Other Current Liabilities	11	2,25,93,483	1,70,20,794
<b>Total Current Liabilities</b>		<b>1,81,52,27,079</b>	<b>1,24,95,35,581</b>
<b>Total Equity and Liabilities</b>		<b>10,74,11,77,268</b>	<b>10,71,98,83,175</b>

Corporate information and significant accounting policies 1

See accompanying notes forming part of the standalone financial statements

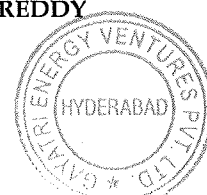
For M O S & Associates LLP  
Chartered Accountants  
Firm Reg. No: 001975S/S200020

  
**OOMMEN MANI**  
Partner  
Membership No. 234119



For and on behalf of the Board

  
**T.V. SANDEEP KUMAR REDDY**  
Director  
DIN: 00005573



  
**T. INDIRA REDDY**  
Director  
DIN: 00009906

Place: Hyderabad  
Date : 28-05-2019

**Gayatri Energy Ventures Private Limited**

Standalone Statement of Profit and Loss for the year ended 31st March, 2019

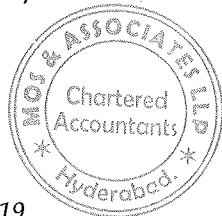
Particulars	Note No.	Amount in ₹	
		For the year ended March 31,	
		2019	2018
<b>Income</b>			
a) Other Income	12	33,12,893	13,82,819
<b>Total Income</b>		<b>33,12,893</b>	<b>13,82,819</b>
<b>Expenses</b>			
a) Finance costs	13	33,09,45,138	19,09,97,923
b) Other expenses	14	33,66,441	1,43,28,0071
<b>Total Expenses</b>		<b>33,43,11,579</b>	<b>1,62,38,77,994</b>
<b>Profit/(Loss) before tax</b>		<b>(33,09,98,686)</b>	<b>(1,62,24,95,175)</b>
Tax Expense		-	-
<b>Profit/(Loss) after tax for the year</b>		<b>(33,09,98,686)</b>	<b>(1,62,24,95,175)</b>
<b>Other Comprehensive Income</b>			
Items that will not be reclassified subsequently to profit and loss			
a) Changes in fair value of equity investment		-	2,06,14,14,716
<b>Total other comprehensive income (net of tax)</b>		<b>-</b>	<b>2,06,14,14,716</b>
<b>Total comprehensive income/(loss) for the year</b>		<b>(33,09,98,686)</b>	<b>43,89,19,541</b>
<b>Earnings Per Share (EPS)</b>			
- Basic and Diluted EPS	15.4	(50.74)	(248.70)
Corporate information and significant accounting policies	1		
See accompanying notes forming part of the standalone financial statements			

For M O S & Associates LLP

Chartered Accountants

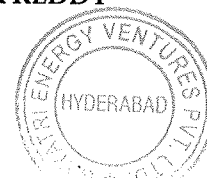
Firm Reg. No. : 001975S/S200020

  
**OOMMEN MANI**  
 Partner  
 Membership No. 234119



For and on behalf of the Board

  
**T.V. SANDEEP KUMAR REDDY**  
 Director  
 DIN: 00005573



  
**T. INDIRA REDDY**  
 Director  
 DIN: 00009906

Place: Hyderabad

Date : 28-05-2019

**Gayatri Energy Ventures Private Limited**

Standalone Statement of Cash Flows for the year ended 31st March, 2018

Amount in ₹

Particulars	For the year ended March 31,	
	2019	2018
<b>A Cash flow from operating activities</b>		
Net Profit/ (Loss) before tax	(33,09,98,686)	(1,62,24,95,175)
Adjustments for		
- Loss on sale of investments	-	1,42,42,76,050
- Interest and finance charges	33,09,45,138	19,09,97,923
- Interest and other income	(33,12,893)	(13,82,819)
<b>Operating loss before working capital changes</b>	<b>(33,66,441)</b>	<b>(86,04,021)</b>
Changes in working capital :		
Adjustments for (increase)/ decrease in operating assets		
- Other Current Assets	(23,95,704)	(19,69,691)
- Other Non Current Assets	-	1,20,000
Adjustments for increase/(decrease) in operating liabilities		
- Trade Payables	(18,000)	18,000
- Other Current Liabilities	55,72,689	1,54,02,406
<b>Net cash flow from/ (used in) operating activities (A)</b>	<b>(2,07,456)</b>	<b>49,66,694</b>
<b>B Cash flows from investing activities</b>		
Interest and other income received	3,31,289	13,82,819
Loans and advances	(2,20,000)	(7,39,23,640)
Proceeds from invest or FD and other Bank Balances	-	(4,66,14,400)
Equity Investment	(1,00,000)	
<b>Net Cash used in Investing Activities ( B )</b>	<b>11,289</b>	<b>(11,91,55,221)</b>
<b>C Cash flows from financing activities</b>		
Proceeds from Borrowings - Non current (Net)	-	2,13,62,00,000
Repayment of Borrowings - Non current	(21,33,98,719)	(1,40,00,00,000)
Proceeds from Borrowings - Current	51,48,45,340	-
Repayment of Borrowings - Current	-	(38,61,97,712)
Finance cost	(28,56,53,668)	(23,53,19,639)
<b>Net cash flow from/ (used in) in financing activities (C)</b>	<b>1,57,92,952</b>	<b>11,46,82,649</b>
<b>D Net increase/(decrease) in cash and cash equivalents (A + B + C)</b>	<b>1,55,96,785</b>	<b>4,94,122</b>
Cash and cash equivalents at the beginning of the year	6,24,367	1,30,245
<b>E Cash and cash equivalents at the end of the year</b>	<b>1,62,21,152</b>	<b>6,24,367</b>

For M O S & Associates LLP

Chartered Accountants

Firm Reg. No. 001975S/S200020

  
**GOMMEN MANI**  
 Partner  
 Membership No. 234119

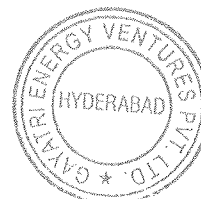


Place: Hyderabad

Date : 28-05-2019

For and on behalf of the Board

  
**T.V. SANDEEP KUMAR REDDY**  
 Director  
 DIN: 00005573



  
**T. INDIRA REDDY**  
 Director  
 DIN: 00009906

**Gayatri Energy Ventures Private Limited**

Standalone Statement of Changes in Equity for the year ended 31st March, 2019

**A. Equity Share Capital**

Particulars	Note No	Amount in ₹
As at 31st March, 2017		6,52,40,300
Changes in Equity Share Capital	6	-
As at 31st March, 2018		6,52,40,300
Changes in Equity Share Capital	6	-
As at 31st March, 2019		6,52,40,300

**B. Other Equity**

**i. Reserves and Surplus**

Particulars	Securities Premium Reserve	Retained Earnings	Equity Component of Compounded Financial Instrument	Other Comprehensive Income	Total
Balance as at 01st April, 2017	6,33,30,88,200	(1,95,45,67,371)	-	-	4,37,85,20,829
Add: Profit/ (Loss) for the year	-	(1,62,24,95,175)	-	-	(1,62,24,95,175)
Premium received on shares issued	-	-	-	-	-
Less: Gain on one time settlement of CCDs	-	26,94,20,988	-	-	26,94,20,988
Add: Changes in fair Value of equity invests	-	-	-	2,06,14,14,716	2,06,14,14,716
Equity Component of Compounded Financial Instrument	-	-	91,23,05,959	-	91,23,05,959
Balance as at 01st April, 2018	6,33,30,88,200	(3,30,76,41,558)	91,23,05,959	2,06,14,14,716	5,99,91,67,317
Add: Profit/ (Loss) for the year	-	(33,09,98,686)	-	-	(33,09,98,686)
Premium received on shares issued	-	-	-	-	-
Add: Changes in fair value of equity investments	-	-	-	-	-
Balance as at 31st March, 2019	6,33,30,88,200	(3,63,86,40,244)	91,23,05,959	2,06,14,14,716	5,66,81,68,631

For M O S & Associates LLP  
Chartered Accountants  
Firm Registration No. : 001975S/S200020

  
**OOMMEN MANI**  
Partner  
Membership No.: 234119

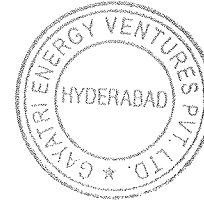


Place: Hyderabad  
Date : 28-05-2019

For and on behalf of the Board

  
**T.V. SANDEEP KUMAR REDDY**  
Director  
DIN: 00005573

  
**T. INDIRA REDDY**  
Director  
DIN:00009906



## **Note 1: Corporate information and Significant accounting policies**

### **Corporate information**

Gayatri Energy Ventures Private Limited ("the Company") is a Private Company domiciled in India, having its registered office at B1, 6-3-1090, TSR Towers, Raj Bhavan Road, Somajiguda, Hyderabad-500 082. The company is incorporated to invest in power projects/ power companies and enter into joint ventures by way of subscription to the shares, to carry on in India or elsewhere the business to generate, receive, produce, improve, buy, sell, resell, to deal in power.

### **Significant accounting policies**

This note provides a list of the significant accounting policies adopted in the preparation of these Standalone Financial Statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### **(i) Basis of preparation**

##### **a. Compliance with Ind AS**

The Company's Financial Statements have been prepared to comply with generally accepted accounting principles in accordance with the Indian Accounting Standards (herein after referred to as "Ind AS") as notified by the Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act 2013 ("the Act") read with rule 3 of the Companies (Indian Accounting Standards) Rules 2015 and Companies (Indian Accounting Standards) Amendments rules 2016.

##### **b. Basis of preparation and presentation of Financial Statements**

The Financial statements are prepared on accrual basis following the historical cost convention except in case of certain financial instruments which are measured at fair values. The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed under Schedule III to the Act. The Statement of Cash Flows has been prepared and presented as per the requirements of Indian Accounting Standard (Ind AS) - 7 on "Statement of Cash Flows". The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in Schedule III to the Act, are presented by way of notes forming part of the financial statements along with other notes required to be disclosed under the notified Ind AS. Further, the guidance notes/announcements issued by the Institute of Chartered Accountants of India (ICAI) are also considered, wherever applicable. Accounting Policies have been consistently applied except where a newly issued Accounting Standard is initially adopted or a revision to an existing Accounting Standard requires a change in the accounting policy used previously.

Fair value for measurement adopted in these financial statements is determined on such a basis, except leasing transactions that are within the scope of Ind AS 17, Net Realizable value as per Ind AS 2 or value in use as per Ind AS 36. Fair value measurements under Ind AS are categorized as below based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the Asset or Liability.

**(ii) Use of estimates**

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

**(iii) Revenue Recognition**

**Other Income**

Interest income is accounted on accrual basis as per applicable interest rates and on time proportion basis taking into account the amount outstanding.

**(iv) Foreign Currency Transactions**

- (a) The reporting currency of the company is Indian Rupee.
- (b) Foreign exchange transactions are accounted at the rates prevailing on the date of the transactions.
- (c) Monetary assets and current liabilities related to foreign currency transactions remaining unsettled at the end of the year are translated at year end rates. The difference in translation of monetary assets and liabilities and realized gains and losses on foreign exchange transactions are recognized in the Statement of Profit and Loss.
- (d) 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.

**(v) Financial Instruments**

Financial Assets and Financial Liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial Assets and Financial Liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets and Financial Liabilities (other than Financial Assets and Financial Liabilities at fair value through profit or loss) are added to or deducted from the fair value of the Financial Assets or Financial Liabilities, as appropriate, on initial recognition.

**(vi) Financial Assets**

Financial Asset is any Asset that is -

- (a) Cash
- (b) Equity Instrument of another Entity,
- (c) Contractual right to -
  - (i) receive Cash / another Financial Asset from another Entity, or
  - (ii) exchange Financial Assets or Financial Liabilities with another Entity under conditions that are potentially favourable to the Entity.

Investment in Equity Shares issued by Subsidiary and Associate are carried at cost less impairment.



*A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.*

*A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The Company has made an irrevocable election for its investments, other than those stated above, which are classified as equity instruments to present the subsequent changes in fair value in other comprehensive income based on its business model. Further, in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments other than those stated above, the subsequent changes in fair value are recognized in other comprehensive income.*

*A financial asset which is not classified in any of the above categories is subsequently fair valued through profit or loss.*

#### ***(vii) Impairment of Financial Assets***

*In accordance with Ind AS 109, the Company applies the expected credit loss ("ECL") model for measurement and recognition of impairment loss on financial assets and credit risk exposures. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. Simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL. 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 cash shortfalls), discounted at the original EIR. Lifetime ECL 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 impairment loss allowance (or reversal) recognized during the period is recognized as income/expense in the Statement of Profit and Loss.*

#### ***(viii) Financial Liabilities***

*Financial liabilities are recognized at fair value net of transaction costs and are subsequently held at amortized cost using the effective interest rate method.*

*Financial liabilities carried at fair value through profit and loss are measured at fair value with changes in fair value recognized in the Statement of profit and loss.*

*In case of compound financial instruments, the entity recognises separately the components of a financial instrument that (a) create a financial liability for the entity and (b) grants an option to the holder of the instrument to convert it into an equity instrument of the entity.*

The initial carrying amount of a compound financial instrument is allocated to its equity and liability components, the equity component is assigned with the residual amount after deducting from the fair value of the instrument as a whole, the amount separately determined for the liability component.

Transaction costs that relate to the issue of a compound financial instrument are allocated to the liability and equity components of the instrument in proportion to the allocation of proceeds.

Debentures issued are measured at amortized cost using the effective interest rate method.

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate the fair value due to the short maturity of these instruments.

#### **(ix) De-recognition of Financial Instruments**

A Financial Asset is derecognized when the right to receive cash flows from the asset has expired or the company has transferred substantially all the risks and rewards or the right to receive the cash flows under a contractual arrangement or has transferred the asset.

A Financial Liability is derecognized when the obligation under the liability is discharged or cancelled or expires. In the case where the existing liability is replaced by another liability either from the same lender or otherwise such an exchange is treated as de-recognition of the original liability and recognition of a new liability. Any change in the carrying amount of a liability is recognized in the Statement of Profit and Loss.

#### **(x) Borrowing Costs**

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are those that necessarily take a substantial period of time to get ready for their intended use or sale.

Income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing cost that is eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

#### **(xi) Earnings Per share**

Basic earnings per equity share is computed by dividing the net profit attributable to the equity shareholders of the company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

#### **(xii) Provisions and Contingent Liabilities**

(a) A provision is recognized if, as a result of a past event, the company has a present legal or constructive obligation that can be reasonably estimated, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash

*flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.*

- (b) *Contingent Liabilities are present obligations arising from a past event, when it is not probable or the probability is remote that an outflow of resources will be required to settle the obligation and they are not recognized but are disclosed in the notes forming part of the financial statements.*

**(xiii) Taxes**

*Income tax expense is recognized in the statement of profit and loss except to the extent that it relates to items recognized directly in equity, in which case, it is recognized in other comprehensive income. The income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted as on the balance sheet date.*

**(xiv) Statement of Cash Flows**

*Statement of Cash Flows is prepared by segregating the cash flows from operating, investing and financing activities. Cash flow from operating activities is reported using the indirect method. Under the indirect method, the net profit is adjusted for the effects of:*

- (a) transactions of a non-cash nature;*
- (b) any deferrals or accruals of past or future operating cash receipts or payments;*
- (c) items of income or expense associated from investing or financing cash flows; and*
- (d) Cash and cash equivalents (including bank balances) are reflected as such in the Statement of Cash Flows.*

**(xv) Impairment of Non-Financial Assets**

*As at each Balance Sheet date, the Company assesses whether there is an indication that a non-financial asset may be impaired and also whether there is an indication of reversal of impairment loss recognized in the previous periods. If any indication exists, or when annual impairment testing for an asset is required, the Company determines the recoverable amount and impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount.*

**Recoverable amount is determined:**

- (a) In case of an individual asset, at the higher of the Assets' fair value less cost to sell and value in use; and*
- (b) In case of cash generating unit (a group of assets that generates identified, independent cash flows), at the higher of cash generating unit's fair value less cost to sell and value in use.*
- (c) In assessing Value in Use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specified with the asset. In determining fair value less cost to sell, recent market transactions are taken into account. If no such transaction can be identified, an appropriate valuation model is used.*

*Impairment losses of continuing operations, including impairment on inventories, are recognised in the Statement of Profit and Loss, except for properties previously revalued with the revaluation taken to Other Comprehensive Income (OCI). For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation. When the Company considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, then the previously recognized impairment loss is reversed through the Statement of Profit and Loss.*

**(xvi) Cash and Cash Equivalents**

Cash and cash equivalents include cash, bank balances, fixed deposits and margin money deposits.

**(xvii) Commitments**

Commitments are future liabilities for contractual expenditure.

Commitments are classified and disclosed as follows:

- (a) Estimated amount of contracts remaining to be executed on capital account and not provided for;
- (b) Uncalled liability on shares and other investments partly paid;
- (c) Funding related commitment to subsidiary, associate and joint venture companies and
- (d) Other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of management.
- (e) Other commitments related to sales/procurements made in the normal course of business are not disclosed to avoid excessive details.

**(xviii) Standards issued but not yet effective**

Ministry of Corporate Affairs ("MCA"), through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified the following new and amendments to Ind ASs which the Company has not applied as they are effective from 1<sup>st</sup> April, 2019:

**(a) Ind AS 116, Leases**

The Company is required to adopt Ind AS 116, Leases from 1st April, 2019. Ind AS 116 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. There are recognition exemptions for short-term leases and leases of low-value items. Lessor accounting remains similar to the current standard – i.e. lessors continue to classify leases as finance or operating leases. It replaces existing leases guidance, Ind AS 17, Leases.

**(b) Ind AS 23 – Borrowing Costs**

The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalisation rate on general borrowings. The Company does not expect any impact from this amendment.

**(c) Ind AS 28 – Long-term Interests in Associates and Joint Ventures**

The amendments clarify that an entity applies Ind AS 109 Financial Instruments, to long-term interests in an associate or joint venture that form part of the net investment in the associate or joint venture but to which the equity method is not applied. The Company does not currently have any long-term interests in associates and joint ventures.

Note 2. Financial Assets

2. Non Current Investments

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
<b>Unquoted Equity Shares</b>		
<b>Equity Shares of ₹ 10/- each fully paid up</b>		
<b>(a) Investment in Subsidiaries</b>		
i. 49,57,834 shares (As at 31st March 2018 : 49,57,834 shares) of Bhandara Thermal Power Corporation Limited (BTPCL)	4,95,78,340	4,95,78,340
ii. 10,000 shares (As at 31st March 2018 : Nil) of Indra Energy Holdings Private Limited (IEHPL)	1,00,000	-
<b>(b) Investment in Associates</b>		
i. 26,36,13,095 shares (As at 31st March 2018: 26,36,13,095 shares) of NCC Infrastructure Holdings Limited (NCCIHL) (Refer Note: 15.3)	2,89,69,35,152	2,89,69,35,152
ii. 30,000 shares (As at 31st March 2018 : 30,000 shares) of Sembcorp Gayatri O & M Company Pvt Ltd (SGOM)	3,00,000	3,00,000
<b>(c) Investment in Others</b>		
i. 32,34,52,917 Shares (As at 31st March 2018 : 32,34,52,917 shares) of Sembcorp Energy India Limited (SEIL) (Formerly Thermal Powertech Corporation India Limited (TPCIL))	6,01,62,40,178	6,01,62,40,178
<b>Total</b>	<b>8,96,31,53,670</b>	<b>8,96,30,53,670</b>

**Pledge of shares**

i) During the preceding financial years the company has pledged the entire Equity Shares held by it in BTPCL in favour of IL&FS towards a loan availed by BTPCL which was subsequently repaid, however as at 31st March, 2019, the shares pledged are yet to be released by the lender.

ii) Pledge of entire equity shares of Sembcorp Energy India Limited (Formerly Thermal Powertech Corporation India Limited) held by Gayatri Energy Ventures Pvt Ltd in favour of Edelweiss Credit Opportunities Fund, ECL Finance Limited as a collateral security for NCD's issued by the Company.

3. Loans

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
<b>(a) To Related Parties - Unsecured, Considered Good</b>		
i. Loan to Subsidiary company	85,98,01,590	85,95,81,590
ii. Other Companies in which KMP have significant influence	7,41,33,668	7,41,33,668
<b>Total</b>	<b>93,39,35,258</b>	<b>93,37,15,258</b>

**Repayment schedule**

i) The loan issued to subsidiary company is interest free, unsecured and has no fixed repayment schedule.

ii) The Company during the preceding year had issued Non-Convertible Debentures at par for an aggregate face value of ₹ 220 crores in two series of ₹ 150 crores and ₹ 70 crores. The proceeds was to be used to repay the issue expenses and the repayment of the IFCI loan in the company and the holding company. One of the conditions stipulated in operation of escrow mechanism is "Further notwithstanding anything contrary contained herein, the debenture trustee is entitled to appropriate money lying in GEVPL Escrow Account towards the outstanding obligations of this GHTPL issue and or/ GEVPL series II issue and /or Series I issue at such ratio as decided by the debenture trustee at its own discretion. Decision of the debenture trustee in this regard is conclusive, final and binding on the Issuer and security providers. "The Company based on the above has transferred an amount of ₹ 741,33,668 to the Escrow Account of Gayatri Hotels & Theatres Pvt Ltd. As per the agreement, the loan will be due at the end of four years from the agreement date i.e. 13th Oct, 2017.

4. Other Non Current Assets

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
(a) Call Option Fee for TPCIL (Refer Note no. 15.7)	21,25,56,463	21,25,56,463
(b) Mobilization Advance to a Company where KMP exercise substantial interest (Refer Note no. 15.8)	1,07,21,835	1,07,21,835
<b>Total</b>	<b>22,32,78,298</b>	<b>22,32,78,298</b>

**Financial Assets****5a. Investments**

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
<b>Unquoted Equity Shares</b>		
<b>Equity Shares of ₹ 10/- each fully paid up</b>		
(a) 2,74,49,989 Shares (As at 31st March 2018 : 2,74,49,989 Shares) of Jinbhuvish Power Generation Private Limited (JPGPL) (Refer Note 15.6)	30,00,00,000	30,00,00,000
<b>Total</b>	<b>30,00,00,000</b>	<b>30,00,00,000</b>

**Pledge of shares**

i) 2,74,49,989 Equity Shares of JPGPL held by the Gayatri Energy Ventures Pvt. Ltd are pledged in favour of Jinbhuvish Power Generations Private Limited (JPGPL) In terms with exit agreement with the Escrow agent (ICICI Bank).

**5b. Cash and cash equivalents**

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
(a) Cash in hand	80	180
(b) Balances with banks in current accounts	1,62,21,072	6,24,187
	<b>1,62,21,152</b>	<b>6,24,367</b>

**5c. Other Bank Balances**

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
(a) Balances with banks in Fixed Deposit Accounts (DSRA)*	4,95,96,004	4,66,14,400
<b>Total</b>	<b>4,95,96,004</b>	<b>4,66,14,400</b>

\*Note: As per the terms and conditions of NCDs issued to ECL Finance Limited and Edelweiss Credit Opportunities Fund, the company has deposited the amount towards DSRA, which shall be utilised for quarterly principal repayment in case of default by the company.

**6. Other Current Assets**

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
(a) Income tax refund	5,47,354	2,17,095
(b) Share Application Money Given Pending for Allotment (Refer Note no. 15.6)	15,44,45,532	15,23,80,087
(c) Advance for Purchase of Equity Shares (Refer Note no. 15.6)	10,00,00,000	10,00,00,000
<b>Total</b>	<b>25,49,92,886</b>	<b>25,25,97,182</b>

**Note 7. Share Capital**

Particulars	As at 31st March 2019		As at 31st March 2018	
	Number of shares	Amount in ₹	Number of shares	Amount in ₹
(a) Authorised Share Capital				
Equity shares of ₹ 10/- each	2,50,00,000	25,00,00,000	2,50,00,000	25,00,00,000
(b) Issued, Subscribed and Fully Paid up Share Capital				
Equity shares of ₹ 10/- each	65,24,030	6,52,40,300	65,24,030	6,52,40,300
<b>Total</b>	<b>65,24,030</b>	<b>6,52,40,300</b>	<b>65,24,030</b>	<b>6,52,40,300</b>

**Note 7 (a) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:**

Particulars	As at 31st March 2019		As at 31st March 2018	
	Number of shares	Amount in ₹	Number of shares	Amount in ₹
Equity shares of ₹ 10/- each with voting rights				
At the beginning of the period	65,24,030	6,52,40,300	65,24,030	6,52,40,300
Issued during the period - Fresh Issue	-	-	-	-
<b>Outstanding at the end of the period</b>	<b>65,24,030</b>	<b>6,52,40,300</b>	<b>65,24,030</b>	<b>6,52,40,300</b>

**Rights, preferences and restrictions attached to Equity Shares**

The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. The Company has not declared/proposed dividend during the year. In the event of liquidation of the Company, the holders 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.

**Note 7 (b) Details of shares held by the holding company, the ultimate holding company**

Particulars	As at 31st March 2019		As at 31st March 2018	
	Number of shares	Amount in ₹	Number of shares	Amount in ₹
Equity shares of ₹ 10/- each with voting rights				
Gayatri Projects Limited - Holding Company	*65,24,030	6,52,40,300	*65,24,030	6,52,40,300

**Note 7 (c) Details of shares held by each shareholder holding more than 5% shares:**

Particulars	As at 31st March 2019		As at 31st March 2018	
	Number of shares held	% holding	Number of shares held	% holding
Equity shares of ₹ 10/- each with voting rights				
Gayatri Projects Limited - Holding Company	*65,24,030	100%	*65,24,030	100%

\* Shares held by holding company includes nominal value of shares held by promoters of the holding company.

8. Other Equity

Particulars	As at 31st March 2019	As at 31st March 2018
<i>Reserves &amp; Surplus</i>		
<i>(a) Securities premium reserve</i>		
Opening balance	6,33,30,88,200	6,33,30,88,200
Add : Premium on shares issued during the year	-	-
<b>Closing balance (A)</b>	<b>6,33,30,88,200</b>	<b>6,33,30,88,200</b>
<i>(b) Retained Earnings</i>		
Opening balance	(3,30,76,41,558)	(1,95,45,67,371)
less: Gain on one time settlement of CCDs	-	26,94,20,988
Add : Profit / (Loss) for the year	(33,09,98,686)	(1,62,24,95,175)
<b>Closing balance (B)</b>	<b>(3,63,86,40,244)</b>	<b>(3,30,76,41,558)</b>
<i>(c) Equity Component on compounded financial instrument (C)</i>		
Opening Balance	91,23,05,959	-
Add: Change in value	-	91,23,05,959
<b>Closing Balance (C)</b>	<b>91,23,05,959</b>	<b>91,23,05,959</b>
<i>(d) Other Comprehensive Income</i>		
Opening Balance	2,06,14,14,716	-
Add: Movement in OCI during the year	-	2,06,14,14,716
<b>Closing Balance (D)</b>	<b>2,06,14,14,716</b>	<b>2,06,14,14,716</b>
<b>Total (A+B+C+D)</b>	<b>5,66,81,68,631</b>	<b>5,99,91,67,317</b>



9. Financial Liabilities

9a. Borrowings

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
<b>(a) Secured - Debentures at amortised cost</b>		
(i) Non Convertible Debentures (NCD) (Series I and II)	1,87,74,93,993	2,09,08,92,712
Less: Amount of Debentures maturing within the next twelve months	(17,50,00,000)	(17,50,00,000)
<b>Total Secured Borrowings (A)</b>	<b>1,70,24,93,993</b>	<b>1,91,58,92,712</b>
<b>(b) Unsecured - Debentures at amortised cost</b>		
(i) Optionally Fully Convertible Debentures (OFCD)	9,92,50,000	9,92,50,000
Less: Amount of Debentures maturing within the next twelve months	(9,92,50,000)	(9,92,50,000)
(ii) Compulsorily Convertible debentures (CCD)	1,49,00,47,265	1,49,00,47,265
<b>Total Unsecured Borrowings (B)</b>	<b>1,49,00,47,265</b>	<b>1,49,00,47,265</b>
<b>Total (A+B)</b>	<b>3,19,25,41,258</b>	<b>3,40,59,39,977</b>

Note 9 (a) 15.6% Non Convertible Debentures (NCD) of Face Value ₹ 10,00,000/- each Series I and Series II - Secured

**Terms of repayment**

- (i) The tenure of series I debentures shall be 48 months from the date of allotment of debentures and shall be redeemed in 16 equal quarterly installments commencing from 31st December 2017. The debentures shall be redeemed on pari-passu basis.
- (ii) The tenure of series II debentures shall be 48 months from the date of allotment of debentures and shall be redeemed at the end of the 36th and 48th months in two equal installments. The debentures shall be redeemed on pari-passu basis.
- (iii) The Series I and II debentures shall carry a running coupon rate of 12% per annum compounded monthly payable quarterly on 30th September, 31st December, 31st March and 30th June each year. The First Coupon payment shall be made on 31st December, 2017 and 30th September, 2018 respectively.

**Nature of Security**

- (i) 32,34,52,917 shares of Sembcorp Energy India Limited (Formerly Thermal Powertech Corporation India Limited) held by the company where pledged in favour of ECL Finance Limited and Edelweiss Credit Opportunities Fund as a collateral security for NCD's issued by the Company.
- (ii) Pledge of 26% of paid up Equity Capital of the company held by Gayatri Projects Limited
- (iii) Pledge of 22524190 and 7475810 (3 Crores) Equity Shares of Gayatri Projects Limited held by Ms. T. Indira Subbarami Reddy and Mr. T. V Sandeep Kumar Reddy in favour of Edelweiss Credit Opportunities Fund, ECL Finance Limited as a collateral security for NCD's.

Note 9 (b) Details of Unsecured Optionally Fully Convertible Debentures (OFCDs)

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
9% Optionally Fully Convertible Debentures (OFCDs) of ₹ 10 each (unsecured)	9,92,50,000	9,92,50,000

**Terms of OFCD and repayment**

During the year the Company has defaulted in repayment of dues to the Holders of OFCDs. However the company has entered into revised agreement for swap shares, as per terms of revised agreement entered, the holders of OFCDs have a right to swap their OFCDs before 30/10/2019 against equity shares of the company. Pursuant to such conversion the OFCD holders shall be issued equity shares of the company worth of ₹ 21.195 Crores.

Note 9(c) Details of Unsecured compulsorily convertible debentures (CCD'S) issued by the Company:

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
0.01% Compulsorily Convertible Debentures (CCD'S) of Face Value of ₹ 1483 each	2,40,23,53,224	2,40,23,53,224

**Terms of Repayment**

- a) Issuer shall pay interest on CCD'S at 0.01%. Such interest shall accrue and be paid annually in arrears at purchasers discretion with previous communication to selling shareholder.
- b) CCD'S shall be compulsorily converted into 16,19,928 shares within a period of 5 years from the date of their issuance (Conversion ratio being 1:1).
- c) 16,19,928 CCD's were issued to NCCIHL pursuant to purchase of SGPL Shares from them.

9(d) The maturity profile of long term borrowings is set out as follows:

Particulars	Amount in ₹			
	2019-20	2020-21	2021-22	2022-23
<b>Non-Convertible Debentures (NCD)</b>				
Series I	17,50,00,000	17,50,00,000	8,75,00,000	-
Series II	-	75,00,00,000	75,00,00,000	-
<b>Compulsorily Convertible debentures (CCD)</b>	-	-	-	2,40,23,53,224
<b>Total</b>	<b>17,50,00,000</b>	<b>92,50,00,000</b>	<b>83,75,00,000</b>	<b>2,40,23,53,224</b>

9(e) The Company has defaulted in payment of interest and redemption of debentures in respect of the following:

Debentures	Interest		Debentures due for redemption	
	Period of Defaults (in days)	Amount in ₹	Period of Defaults (in days)	Amount in ₹
	Optionally Fully Convertible Debentures (OFCD)			
Capital Fortunes Private Limited	283	19,19,589	283	5,00,00,000
Capital Fortunes Ventures Private Limited	283	1,99,33,900	283	3,98,50,000
D.V.Chalam	283	22,86,286	283	94,00,000

**10. Financial Liabilities**
**10a. Borrowings**

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
(a) Debentures due for redemption	9,92,50,000	-
(b) Amount of NCD maturing within the next twelve months	17,50,00,000	17,50,00,000
(c) Amount of OFCD's maturing within the next twelve months	-	9,92,50,000
(d) Unsecured Loan from Holding Company	1,31,21,23,395	79,72,78,055
<b>Total</b>	<b>1,58,63,73,395</b>	<b>1,07,15,28,055</b>

i. The Loan received from Holding company is interest free, unsecured and with no fixed payment terms

**10b. Trade Payables**

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
(a) Sitting Fee Payable	-	18,000
<b>Total</b>	<b>-</b>	<b>18,000</b>

**10c. Other Financial Liabilities**

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
(a) Interest accrued but not due on Debentures	14,49,29,304	12,37,77,609
(b) Interest accrued and due on Debentures	2,41,39,775	-
(c) Financial liability of compounded financial instrument	3,71,91,123	3,71,91,123
<b>Total</b>	<b>20,62,60,202</b>	<b>16,09,68,732</b>

**11. Other current liabilities**

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
(a) Statutory Payable	2,14,31,845	1,61,29,156
(b) Audit Fee Payable	11,61,638	8,91,638
<b>Total</b>	<b>2,25,93,483</b>	<b>1,70,20,794</b>

**12. Other Income**

Particulars	Amount in ₹	
	For the year ended March 31,	
	2019	2018
(a) Interest Income	33,12,893	13,82,819
<b>Total</b>	<b>33,12,893</b>	<b>13,82,819</b>

**13. Finance costs**

Particulars	Amount in ₹	
	For the year ended March 31,	
	2019	2018
(a) Interest on Debentures	33,09,45,138	26,03,01,812
(b) Less: Interest gain on one time settlement	-	(6,93,03,889)
<b>Total</b>	<b>33,09,45,138</b>	<b>19,09,97,923</b>

**14. Other expenses**

Particulars	Amount in ₹	
	For the year ended March 31,	
	2019	2018
(a) Payments to Auditors	2,95,000	2,95,000
(b) Telephone and Internet Expenses	2,421	2,199
(c) Loss on Investment	-	1,42,42,76,050
(d) Filing Fee	5,610	30,885
(e) Legal and Professional Expenses	61,500	65,65,740
(f) Printing and Stationery	240	1,750
(g) Consultancy Charges	18,500	35,000
(h) Travelling Expenses	162	1,730
(i) Interest on TDS	24,18,028	3,19,309
(j) Sitting Fees	1,40,000	1,70,000
(k) Bank charges	178	3,40,383
(l) Demat and Pledge Charges	4,24,802	4,42,025
(m) Miscellaneous Expenses	-	4,00,000
<b>Total</b>	<b>33,66,441</b>	<b>1,43,28,80,071</b>

## 15. Other Notes forming part of the Standalone Financial Statements

### 15.1 Commitments

Particulars	₹ in Crores	
	As at March 31,	
	2019	2018
Commitments towards investment in subsidiaries and associates	850	850
<b>Total</b>	<b>850</b>	<b>850</b>

### 15.2 Employee Benefits

The Company has no liability for employee benefits, in accordance with the provisions of Ind AS – 19 “Employee Benefits”. Hence, no provision has been made in the books of accounts.

15.3 During the previous year, pursuant to various agreements entered between the company, Sembcorp Gayatri Power Ltd (SGPL), Sembcorp utilities Pte. Ltd (SUL), Sembcorp Energy India Ltd (SEIL) and NCC Infra Holding Ltd (NCCIHL) for the reorganization of SembCorp group’s power portfolio in India to consolidate its beneficial holdings in SGPL, the company had sold its partial investment in NCCIHL. Further, pursuant to the agreement the company had agreed to sell its remaining shares held in NCCIHL to NCC Limited on a mutually agreed price on receipt of “subsequent tranche letter” from NCC Limited. The company is yet to receive the letter to sale the investment as at 31st March, 2019 and hence, the effect of transfer of shares will be recognized on transfer of shares.

### 15.4 Earnings Per Share

Basic & Diluted EPS:	Amount in ₹	
Particulars	2018-19	2017-18
Net Profit after tax attributable to Equity Share Holders (A)	(33,09,98,686)	(1,62,24,95,175)
Weighted Average number of Equity Shares outstanding (B)	65,24,030	65,24,030
Basic Earnings per Share (A/B)	(50.74)	(248.70)

**Note:** Potential Equity shares on conversion of CCD'S and OFCD'S have been ignored, since it is anti-dilutive in nature.

15.5 Contracts remaining to be executed on capital account as on 31st March, 2019 are Nil. (Previous Year ₹ Nil).

15.6 During the preceding financial years, the company had made an investment/ advance/ share application money to Jimbhuvish Power Generation Private Limited and Jimbhuvish Power Project Limited to set up a coal-based power plant at Maharashtra and as on 31st March, 2019 the total investment/ advance/ share application amount is ₹55,44,45,532 /-. The Company had decided to exit from the said power project and in this regard entered into an exit agreement on 25th May, 2013, which was subsequently amended by various letter agreements and as per the latest agreement the company shall exit from the said power project by 31st October, 2019. The management of the company is of the opinion that despite there been a considerable delay in exiting from the power project, there is no need for any provision/impairment to be made and the company shall exit from the investments made and recover the entire amount in the due course.

- 15.7 During the previous financial years, the Company had entered into Master Shareholders agreement with Sembcorp Utilities PTE Ltd (SUPL), Sembcorp Energy India Limited (formerly Thermal Power Corporation India Limited) (SEIL) and Sembcorp Gayatri Power Limited (SGPL). Pursuant to this agreement, the company has an option to exercise the call option of purchasing 5.88% of shareholding of SEIL, which can be exercised earlier of 30 days prior to the filing of the red hearing prospectus by SEIL with the SEBI on 25th May, 2021. As at 31st March, 2019, SEIL has filed the Draft Red Herring Prospectus with the SEBI as part of its listing process with the stock exchanges and has got approval from the SEBI.
- 15.8 During the preceding financial years, the company had given mobilisation advance to Yamne Power Private Limited (YPPL) to execute works at a thermal project to be setup by its subsidiary BTPCL. As the contract works were not executed due to various factors such as pending coal allotment and non-acquisition of complete land by BTPCL, the mobilisation advance has not been adjusted/recovered. The management of the subsidiary company is very much confident of commencement of thermal power project and recovery of the advances made and hence no provision is to be made.

**15.9 Related parties disclosures:**

*As per Ind AS 24, the disclosures of transactions with the related parties are given below:*

*(a). List of Related parties and Relationships as disclosed by the Company:*

<b>Names of related parties</b>	<b>Description of relationship</b>
Gayatri Projects Limited	Holding Company
Bhandara Thermal Power Corporation Limited Indira Energy Holdings Private Limited	Subsidiary Companies
Sembcorp Gayatri O&M Company Private Limited NCC Infrastructure Holdings Limited	Associate Companies
T. V. Sandeep Kumar Reddy – Director T. Indira Reddy– Director	Key Management Personnel (KMP)
T. Saritha Reddy T. Rajiv Reddy T. Anirudh Reddy	Relatives of KMP
<i>Companies in which KMP / Relatives of KMP can exercise significant influence</i>	
Yamne Power Private Limited	Deep Land Holdings Private Limited
Gayatri Sugars Limited	Gayatri Hotel Ventures Private Limited
Gayatri Hitech Hotels Limited	Sai Maatarini Tollways Limited
Gayatri Hotels and Theatres Private Limited	Invento Labs Private Limited
Gayatri Highways Limited (Gayatri Domicile Limited)	Sembcorp Energy India Limited (Thermal Powertech Corporation India Limited)
Hyderabad Expressways Limited	Cyberabad Expressways Limited
Gayatri Capital Limited	Gayatri Hi-Tech Hotels Limited
Sembcorp Gayatri Power Limited#	Gayatri Bio-organics Limited
Allox Resources LLP	Gayatri Hotels and Theatres Private Limited
Gayatri Leasefin Private Limited	Indira Constructions Private Limited
Gayatri Fin-Holdings Private Limited	Indore Dewas Tollways Limited
Flynt Mining LLP	HKR Roadways Limited

b. Transactions with Related Parties

Particulars	Holding Company	Subsidiary Company	Associate Company	Amount in ₹
				Company in which KMP or Relatives of KMP can exercise significant influence/ substantial interest
Unsecured Loans given	-	2,20,000	-	-
	-	(7,55,000)	-	(7,41,33,668)
Unsecured Loans Recovered	-	-	-	-
	-	(9,65,028)	-	-
Compulsorily Convertible Debentures (CCD's) issued	-	-	(2,40,23,53,224)	-
Shares been purchased	-	-	(2,85,42,96,740)	-
Sales of Investment	-	-	(56,05,88,548)	-
Advance / Loan Given	27,00,000 (79,34,76,497)	-	-	-
Advance/ Loan Received	51,75,45,340 (40,72,78,785)	-	-	-
Closing Balance DR	-	85,98,01,590 (90,93,69,958)	2,89,72,35,152 (2,89,72,35,152)	1,07,21,835 (1,07,21,835)
Closing Balance CR	1,30,85,53,795 (79,72,78,055)	-	-	-

Figures in brackets relate to the previous financial year.

15.10 During the past few years the company has been incurring losses and as at 31st March, 2019 the accumulated losses have significantly impacted the net-worth of the company. The company has invested into various power projects which are in various stages of implementations and operations. The holding company has given assurance of continuous financial support to the company. Further, as per the information available with the company, the fair market value of the investments made by the company in power projects is far in excess of carrying value of the investment.

15.11 During the year, the Company has acquired entire shares of Indira Energy Holdings Private Limited (IEHPL) from its promoters for a consideration of ₹ 1,00,000/-.

15.12 In the absence of profits, the Company has not created Debenture Redemption Reserve as stipulated in the Companies Act, 2013.

15.13 Auditors' Remuneration

Particulars	Amount in ₹	
	2018-19	2017-18
Statutory Audit Fee	2,50,000	2,50,000
Certification Fee	-	35,000
<b>Total</b>	<b>2,50,000</b>	<b>2,50,000</b>

#### 15.14 Contingent Liabilities:

Details of contingent liabilities to the extent not provided are as follow:

Particulars	₹ in Crores	
	2018-19	2017-18
Corporate Guarantees given	169.69	141.14

#### 15.15 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The Company strives to safeguard its ability to continue as a going concern so that they can maximize returns for the shareholders and benefits for other stake holders. The aim is to maintain an optimal capital structure and minimize the cost of capital.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may return capital to shareholders, issue new shares or adjust the dividend payment to shareholders (if permitted). Consistent with other entities in the industry, the Company monitors its capital using the gearing ratio which is total debt divided by total equity.

Particulars	Amount in ₹	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Debt:</b>		
i) Non-Current Borrowings	3,19,25,41,258	3,40,59,39,977
ii) Current Maturities of Non-Current Borrowings	27,42,50,000	27,42,50,000
iii) Current / Short term Borrowings	1,31,21,23,395	79,72,78,055
iv) Interest and other financial liability	20,62,60,202	16,09,68,732
<b>Total Debt:</b>	<b>4,98,51,74,855</b>	<b>4,63,84,36,764</b>
<b>Equity:</b>		
i) Equity Share capital	6,52,40,300	6,52,40,300
ii) Other Equity	3,60,67,53,915	3,93,77,52,601
<b>Total Equity:</b>	<b>3,67,19,94,215</b>	<b>4,00,29,92,901</b>
Total debt to equity ratio (Gearing ratio)	1.36	1.16

#### Financial Instruments:

Some of the Company's financial assets and financial liabilities are measured at fair value at the end of the reporting period.

#### Financial Instruments by category.

Financial Assets and Financial Liabilities are the categories of Financial Instruments.

#### Financial Assets:

Particulars	Amount in ₹	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>EQUITY INVESTMENTS:</b>		
<b>Measured at fair value through profit or loss (FVTPL):</b>		
Equity Investments in Other Entities	-	-
<b>Measured at Cost:</b>		
i) Investments in Equity Instruments of Subsidiaries, Associates	2,94,69,13,492	2,94,68,13,492
<b>Measured at fair value through other comprehensive income (OCI)</b>		
Equity Investments in Other Entities	6,01,62,40,178	6,01,62,40,178

**Financial liabilities:****Amount in ₹**

<i>Particulars</i>	<i>As at 31<sup>st</sup> March, 2019</i>	<i>As at 31<sup>st</sup> March, 2018</i>
<b>Measured at amortized cost:</b>		
Financial Liabilities i.e Debentures/Borrowings	3,46,67,91,258	3,68,01,89,977

**A. Fair value hierarchy**

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 inputs are other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 inputs are unobservable inputs for the Asset or Liability.

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of 31<sup>st</sup> March, 2019:

**Amount in ₹**

<i>Particulars</i>	<i>As at 31<sup>st</sup> March, 2019</i>	<i>As at 31<sup>st</sup> March, 2018</i>
Equity Investments – Unquoted	6,01,62,40,178 (Level-2)	6,01,62,40,178 (Level -2)

**15.16 Financial risk management objectives and policies**

The Company's activities expose it to a variety of financial risks like market risk, credit risk and liquidity risks. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

**(a) Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Major financial instruments affected by market risk, includes loans and borrowings.

**(i). Interest rate risk**

Majority of the Non-current (Long Term) borrowings of the Company bear fixed interest rate with coupon returns fixed, thus interest rate risk is limited for the Company.

**(ii). Foreign Currency Risk:**

The company has no foreign currency exposures. Hence, there is no foreign currency risk.

**(iii). Equity Price Risks:**

Majority of the Company's investments are made into non-listed equity securities. Since there is no exposure into listed equity investments, the changes of equity securities price would not have a material effect on the profit or loss of the Company.

**(b) Credit risk management**

Credit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due causing financial loss to the company. Credit risks arise from company's activities in investments. The company has a prudent and conservative process for managing its credit risk arising in the course of its business activities.

**(c) Liquidity Risk:**

Liquidity Risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company's management and finance department is responsible for liquidity, funding as

well as settlement management. In addition, processes and policies related to such risks are overseen by the senior management.

The following are the details regarding contractual maturities of significant financial liabilities:

a) As at 31<sup>st</sup> March, 2019 Amount in ₹

Particulars	On Demand	Less than 1 year	2-5 Years	More than 5 Years	Total
Borrowings	1,31,21,23,395	27,42,50,000	4,16,48,53,224	-	5,75,12,26,619
Trade Payables	-	-	-	-	-
Interest Accrued	2,41,39,775	14,49,29,304	-	-	16,90,69,079
<b>Total</b>	<b>1,33,62,63,170</b>	<b>41,91,79,304</b>	<b>4,16,48,53,224</b>	<b>-</b>	<b>5,92,02,95,698</b>

b) As at 31<sup>st</sup> March, 2018 Amount in ₹

Particulars	On Demand	Less than 1 year	2-5 Years	More than 5 Years	Total
Borrowings	79,72,78,055	27,42,50,000	4,33,98,53,224	-	5,41,13,81,279
Trade Payables	18,000	-	-	-	18,000
Interest Accrued	-	12,37,77,609	-	-	12,37,77,609
<b>Total</b>	<b>79,72,96,055</b>	<b>39,80,27,609</b>	<b>4,33,98,53,224</b>	<b>-</b>	<b>5,53,51,76,888</b>

#### 15.17 Compound Financial Instruments

In case of compound financial instruments, the entity recognizes separately the components of a financial instrument that;

(a) creates a financial liability of the entity, and;

(b) grants an option to the holder of the instrument to convert it into an equity instrument of the entity.

The initial carrying amount of a compound financial instrument is allocated to its equity and liability components, the equity component is assigned the residual amount after deducting from the fair value of the instrument as a whole the amount separately determined for the liability component.

Amount in ₹

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Compounded financial instruments		
Compulsorily Convertible Debentures (CCDs)		
Liability Component	149,00,47,265	149,00,47,265
Equity Component	91,23,05,959	91,23,05,959

15.18 As per the information available with the Company, there are no Micro, Small and Medium Enterprises to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March 2019 (Previous Year – ₹Nil).

15.19 Deferred Tax Asset has not been recognized by the Company due to absence of virtual certainty that sufficient future taxable income will be available against which such deferred tax asset can be realized.

15.20 Earnings in Foreign Currency: ₹Nil. (Previous Year: ₹Nil)  
Expenditure in Foreign Currency: ₹Nil. (Previous Year: ₹Nil)

15.21 The balances under Other Current Assets and Other Non-Current Assets are subject to reconciliation and confirmation.

15.22 Figures have been rounded off to the nearest Rupee.

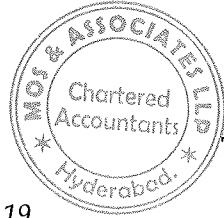


15.23 Previous year's figures have been regrouped/ reclassified wherever considered necessary to correspond with the current year's classification/disclosure.

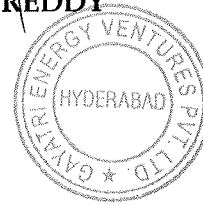
**For M O S & ASSOCIATES LLP**  
Chartered Accountants  
Firm Reg. No.: 001975S/S200020

*For and on behalf of the Board*

  
**MOHAMED MOMEN MANI**  
Partner  
Membership No. 234119



  
**T.V. SANDEEP KUMAR REDDY**  
Director  
DIN: 00005573



  
**T. INDIRA REDDY**  
Director  
DIN: 00009906

Place: Hyderabad  
Date: 28-05-2019



## INDEPENDENT AUDITOR'S REPORT

To the Members of Gayatri Energy Ventures Private Limited

Report on the Audit of the Consolidated Financial Statements

### Opinion

We have audited the accompanying consolidated financial statements of Gayatri Energy Ventures Private Limited (hereinafter referred to as the 'Holding Company') and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associates, which comprise the consolidated Balance Sheet as at 31<sup>st</sup> March, 2019, and the consolidated statement of Profit and Loss (including Other Comprehensive Income), the consolidated statement of changes in equity and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associates as at 31<sup>st</sup> March, 2019, of consolidated loss, consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year then ended.

### Basis for Opinion

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

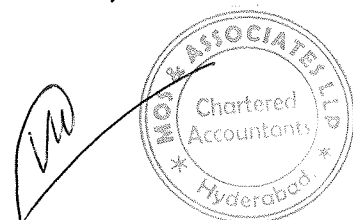
### Emphasis of Matter

(Note Nos. referred hereunder are with reference to respective notes forming part of consolidated financial statements)

We draw members attention to the following matters:

- (i). As stated in note 17.6 regarding exit agreement entered by the company in respect of investments/advances/share application money made in certain power projects and long pending recovery of the same.
- (ii). As stated in note 17.9 with regard to recovery of contract advances given by the subsidiary company, as reported in the auditors' report on financial statements of the subsidiary company under Emphasis of Matter paragraph, the contract advances are long pending for recovery.

Our opinion is not qualified in respect of the above matters.



## **Responsibilities of Management and those Charged with Governance for the Consolidation Financial Statements**

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including its associates in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

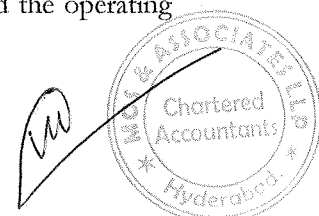
The respective Board of Directors of the companies included in the Group and of its associates are also responsible for overseeing the financial reporting process of the Group and its associates.

## **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated 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 consolidated 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company and its subsidiary companies, has adequate internal financial controls system in place and the operating effectiveness of such controls.



- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group 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 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associate entities to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidation financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, 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.

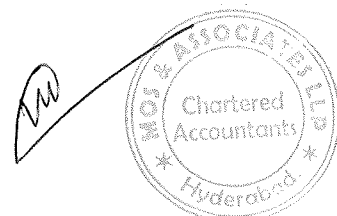
We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Other Matters**

We did not audit the financial statements of one associate in which the share of Group's loss of ₹ 17,56,56,208/- included in consolidated financial statements. These financial statements/financial information have been audited by other auditor whose audit report have been furnished to us by the management and our opinion on the consolidated Ind AS financial statements in so far as it relates to the amounts and disclosures included in respect of the associate and our report in terms of subsection (3) and



(11) of section 143 of the Act, in so far as it relates to the associate, is solely based on such reports of the other auditors.

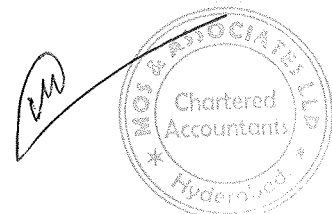
We have relied on unaudited (management certified) financial statements/financial information of one associate in which the share of Group's loss of ₹ 8,885/- is included in consolidated financial statements. In respect of unaudited (management certified) financial statements, our opinion on the consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of this associate, is based solely on such unaudited financial statements/financial information.

Our Opinion on the consolidated financial statements, and our report on other legal and regulatory requirements below, is not qualified in respect of the above matters with respect to our reliance on the work done and the reports of other auditor and financial statements/ financial information certified by the Management.

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

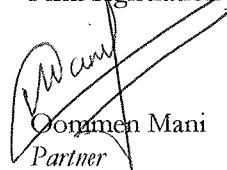
As required by Section 143(3) of the Act, we report, to the extent applicable, that:

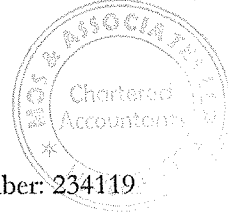
- (a). We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- (b). In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- (c). The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income), the consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- (d). In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e). On the basis of the written representations received from the directors of the Holding Company as on 31<sup>st</sup> March, 2019 taken on record by the Board of Directors of the Holding Company, its subsidiaries and associate companies incorporated in India, none of the directors of the Group companies and its associate companies incorporated in India is disqualified as on 31<sup>st</sup> March, 2019 from being appointed as a director in terms of Section 164(2) of the Act.
- (f). With respect to the adequacy of internal financial controls over financial reporting of the Group and its associate entities incorporated in India and the operating effectiveness of such controls, refer to our separate report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial control over financial reporting of those companies, for reasons stated therein.
- (g). 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, as amended in our opinion and to the best of our information and according to the explanations given to us:



- (i) The consolidated financial statements disclose impact of pending litigations on the consolidated financial position of the Group and its associate entities.
- (ii) The Group and its associate entities did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group and its associate entities.

for M O S & Associates LLP  
Chartered Accountants  
Firm registration number: 001975S/S200020

  
Gomen Mani  
Partner



Membership Number: 234119

Hyderabad  
28/05/2019

## **Annexure - A to the Auditors' Report**

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

We have audited the internal financial controls over financial reporting of Gayatri Energy Ventures Private Limited ("the Holding Company") and its subsidiaries (collectively referred to as "the Group"), its Associates as of 31<sup>st</sup> March, 2019 in conjunction with our audit of the consolidated Ind AS financial statements of the holding company for the year ended on that date.

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

The Respective Board of Directors of the Holding Company, its subsidiary companies and associate companies are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, 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 Companies Act, 2013.

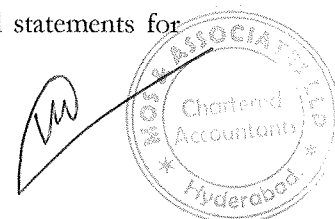
#### **Auditors' Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, 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 and the audit evidence obtained by the other auditors in terms of their reports referred in the other matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial controls system over financial reporting.

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

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for



external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

### **Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Holding Company, its subsidiary companies and associate companies, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

### **Other Matter**

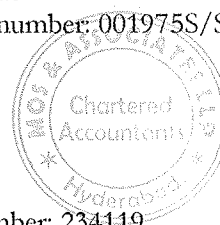
Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to financial statements insofar as it relates to one associate companies, which is company incorporated in India, is based on the corresponding report of the auditor of the company. Our opinion is not qualified in respect of this matter.

for M O S & Associates LLP

Chartered Accountants

Firm registration number: 001975S/S200020

  
Ommen Mani  
Partner



Membership Number: 234119

Hyderabad  
28/05/2019



**Gayatri Energy Ventures Private Limited**  
Consolidated Balance Sheet as at 31st March 2019

		Amount in ₹	
Particulars	Note No.	As at 31st March 2019	As at 31st March 2018
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, Plant & Equipment	2	62,21,15,373	62,21,15,373
Capital work-in-progress	2	6,56,35,916	6,45,28,385
Goodwill	3	22,26,95,289	22,20,74,854
<b>Financial Assets</b>			
a) Investments	4	7,85,39,16,363	8,02,95,81,457
b) Loans	5	7,41,33,668	7,41,33,668
Other Non Current Assets	6	22,32,78,298	44,44,82,550
<b>Total Non-Current Assets</b>		<b>9,06,17,74,908</b>	<b>9,45,69,16,287</b>
<b>Current Assets</b>			
<b>Financial Assets</b>			
a) Investments	7a	30,00,00,000	30,00,00,000
b) Cash and cash equivalents	7b	1,70,41,000	7,91,000
c) Other bank balances	7c	4,95,96,004	4,66,14,400
c) Other financial assets	7d	-	68,27,756
Other current assets	8	46,85,27,045	25,26,96,134
<b>Total Current Assets</b>		<b>83,51,64,049</b>	<b>60,69,29,290</b>
<b>Total Assets</b>		<b>9,89,69,38,957</b>	<b>10,06,38,45,577</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
a) Equity Share Capital	9	6,52,40,300	6,52,40,300
b) Other Equity	10	4,82,28,66,319	5,32,95,45,632
<b>Total Equity</b>		<b>4,88,81,06,619</b>	<b>5,39,47,85,932</b>
<b>Liabilities</b>			
<b>Non-Current Liabilities</b>			
<b>Financial Liabilities</b>			
a) Borrowings	11	3,19,25,41,258	3,40,59,39,977
<b>Total Non-Current Liabilities</b>		<b>3,19,25,41,258</b>	<b>3,40,59,39,977</b>
<b>Current Liabilities</b>			
<b>Financial Liabilities</b>			
a) Borrowings	12a	1,58,63,73,395	1,07,15,28,055
b) Trade payables	12b	-	18,000
c) Other Financial Liabilities	12c	20,62,60,202	16,09,68,732
Other current liabilities	13	2,36,57,483	3,06,04,881
<b>Total Current Liabilities</b>		<b>1,81,62,91,080</b>	<b>1,26,31,19,668</b>
<b>Total Equity and Liabilities</b>		<b>9,89,69,38,957</b>	<b>10,06,38,45,577</b>
Corporate information and significant accounting policies <span style="float: right;">1</span>			
See accompanying notes forming part of the consolidated financial statements			

For MOS & Associates LLP

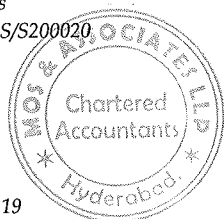
Chartered Accountants

Firm Reg. No: 001975S/S200020

  
**OOMMEN MANI**  
Partner

Membership No. 234119

Place: Hyderabad  
Date : 28-05-2019



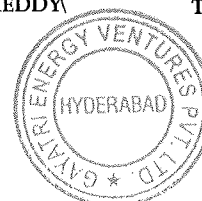
For and on behalf of the Board

  
**T.V. SANDEEP KUMAR REDDY**

Director  
DIN: 00005573

  
**T. INDIRA REDDY**

Director  
DIN: 00009906



**Gayatri Energy Ventures Private Limited**

Consolidated Statement of Profit and Loss for the year ended 31st March 2019

Amount in ₹

Particulars	Note No.	For the year ended March 31,	
		2019	2018
<b>Income</b>			
a. Other Income	14	1,09,72,354	13,82,819
<b>Total Income</b>		<b>1,09,72,354</b>	<b>13,82,819</b>
<b>Expenses</b>			
a. Finance costs	15	33,09,45,138	19,09,97,923
b. Other expenses	16	1,09,87,574	1,43,48,76,449
<b>Total Expenses</b>		<b>34,19,32,712</b>	<b>1,62,58,74,372</b>
<b>Profit/ (Loss) before tax</b>		<b>(33,09,60,358)</b>	<b>(1,62,44,91,553)</b>
<b>Less: profit &amp; loss from associate</b>		<b>(17,56,65,093)</b>	<b>(32,67,28,426)</b>
<b>Tax Expense</b>		<b>53,862</b>	<b>-</b>
<b>Profit/(Loss) after tax for the year</b>		<b>(50,66,79,313)</b>	<b>(1,95,12,19,979)</b>
<b>Other Comprehensive Income</b>			
Items that will not be reclassified subsequently to profit and loss			
a. Changes in fair value of equity investment		-	2,06,14,14,716
<b>Total other comprehensive income/(loss), net of tax</b>		<b>-</b>	<b>2,06,14,14,716</b>
<b>Total comprehensive income for the period</b>		<b>(50,66,79,313)</b>	<b>11,01,94,737</b>
<b>Earnings Per Share (EPS)</b>			
- Basic & Diluted EPS	17.4	(77.66)	(299.08)
<b>Corporate information and significant accounting policies</b>	<b>1</b>		

See accompanying notes forming part of the consolidated financial statements

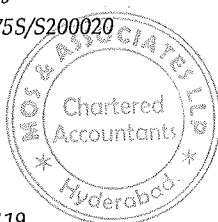
For M O S & Associates LLP

Chartered Accountants

Firm Reg. No. : 001975S/S200020


  
MOMMEN MANI  
Partner

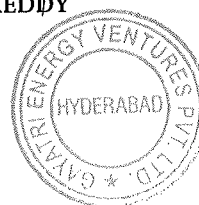
Membership No. 234119



For and on behalf of the Board

  
T.V. SANDEEP KUMAR REDDY  
Director  
DIN: 00005573

  
T.INDIRA REDDY  
Director  
DIN: 00009906



Place: Hyderabad

Date : 28-05-2019

**Gayatri Energy Ventures Private Limited**

Consolidated Statement of Cash Flows for the year ended 31st March 2019

Amount in ₹

Particulars	For the year ended March 31,	
	2019	2018
<b>A Cash flow from operating activities</b>		
Profit/ (Loss) before tax	(33,10,14,220)	(1,62,44,91,553)
Adjustments for		
- Interest and finance charges	33,09,45,138	19,09,97,923
- Interest and other income	(1,09,72,354)	(13,82,819)
- Loss on sale of investments	-	1,42,42,76,050
- Provision for doubtful advance/ Goodwill	55,95,994	-
<b>Operating loss before working capital changes</b>	<b>(54,45,442)</b>	<b>(1,06,00,399)</b>
Changes in working capital :		
Adjustments for (increase)/decrease in operating assets		
- Other current assets	(1,25,434)	(19,79,214)
- Other Non current assets	(97,219)	1,20,000
- Other current financial assets	62,07,322	9,25,046
Adjustments for increase/(decrease) in operating liabilities		
- Trade Payables	(18,000)	18,000
- Other Current Liabilities	(69,47,398)	1,74,41,621
<b>Net cash flow from/ (used in) operating activities (A)</b>	<b>(64,26,171)</b>	<b>59,25,054</b>
<b>B Cash flows from investing activities</b>		
Purchase of fixed assets including changes in CWIP	(11,07,531)	(7,96,410)
Sale of Non current investment	-	-
Interest and other income received	79,90,750	13,82,819
Loans and advances	-	(7,41,33,668)
Investment in FD and other bank balances	-	(4,66,14,400)
<b>Net Cash used in Investing Activities ( B )</b>	<b>68,83,219</b>	<b>(12,01,61,659)</b>
<b>C Cash flows from financing activities</b>		
Proceeds from Borrowings - Non current	-	2,13,62,00,000
Repayment of Borrowings - Non current	(21,33,98,719)	(1,40,00,00,000)
Proceeds from Borrowings - Current	51,48,45,340	-
Repayment of Borrowings - Current	-	(38,61,97,712)
Interest paid	(28,56,53,668)	(23,53,19,636)
<b>Net cash flow from/ (used in) in financing activities (C)</b>	<b>1,57,92,952</b>	<b>11,46,82,652</b>
<b>D Net increase/(decrease) in cash and cash equivalents (A + B + C)</b>	<b>1,62,50,000</b>	<b>4,46,047</b>
Cash and cash equivalents at the beginning of the year	7,91,000	3,44,953
<b>E Cash and cash equivalents at the end of the year</b>	<b>1,70,41,000</b>	<b>7,91,000</b>

See accompanying notes forming part of the consolidated financial statements.

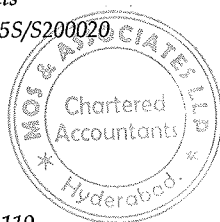
For M O S & Associates LLP

Chartered Accountants

Firm Reg. No. 001975S/S200020

  
**GOMMEN MANI**  
Partner

Membership No. 234119



Place: Hyderabad

Date : 28-05-2019

For and on behalf of the Board

  
**T.V. SANDEEP KUMAR REDDY**

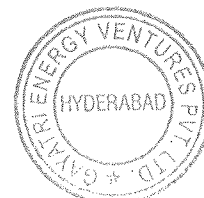
Director

DIN: 00005573

  
**T. INDIRA REDDY**

Director

DIN: 00009906



**Gayatri Energy Ventures Private Limited**

Consolidated Statement of Changes in Equity for the year ended 31st March, 2019

**A. Equity Share Capital**

Particulars	Note No	Amount in ₹
As at 31st March 2017		6,52,40,300
Changes in Equity Share Capital	9	-
As at 31st March 2018		6,52,40,300
Changes in Equity Share Capital	9	-
As at 31st March 2019		<u>6,52,40,300</u>

**B. Other Equity**

**i. Reserves and Surplus**

Amount in ₹

Particulars	Securities Premium Reserve	Retained Earnings	Equity Component of Compound Financial Instrument	Other Comprehensive Income	Total
As at 01st April 2017	6,33,30,88,200	(2,29,54,64,252)	-	-	4,03,76,23,948
Add : Premium on shares issued during the year	-	-	-	-	-
Add: Profit/ (Loss) for the year	-	(1,62,44,91,553)	-	-	(1,62,44,91,553)
Less: Security premium utilized	-	-	-	-	-
Less: Share of Loss from Associate	-	(32,67,28,426)	-	-	(32,67,28,426)
Gain on onetime settlement on CCD's	-	26,94,20,988	-	-	26,94,20,988
Add: Changes in fair value of equity investment	-	-	-	2,06,14,14,716	2,06,14,14,716
Equity Component of Compounded Financial Instrument	-	-	91,23,05,959	-	91,23,05,959
<b>Balance as at 31st March 2018</b>	<b>6,33,30,88,200</b>	<b>(3,97,72,63,243)</b>	<b>91,23,05,959</b>	<b>2,06,14,14,716</b>	<b>5,32,95,45,632</b>
Add : Premium on shares issued during the year	-	-	-	-	-
Add: Profit/ (Loss) for the year	-	(33,10,14,220)	-	-	(33,10,14,220)
Less: Security premium utilized	-	-	-	-	-
Less: Share of Loss from Associate	-	(17,56,65,093)	-	-	(17,56,65,093)
Add: Changes in fair value of equity investment	-	-	-	-	-
<b>Balance as at 31st March 2019</b>	<b>6,33,30,88,200</b>	<b>(4,48,39,42,556)</b>	<b>91,23,05,959</b>	<b>2,06,14,14,716</b>	<b>4,82,28,66,319</b>


For M O S & Associates LLP  
Chartered Accountants  
Firm Registration No. : 001975S/S200020


For and on behalf of the Board

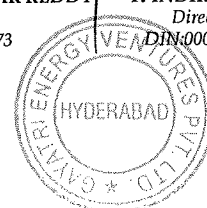
  
**GOMMEN MANI**  
Partner  
Membership No.: 234119



Place: Hyderabad  
Date :28-05-2019

  
**T.V. SANDEEP KUMAR REDDY**  
Director  
DIN: 00005573

  
**T. INDIRA REDDY**  
Director  
DIN:00009906



## **Note 1: Corporate information and Significant accounting policies**

### **Corporate information**

Gayatri Energy Ventures Private Limited ("the Company") is a Private Company domiciled in India, having its registered office at B1, 6-3-1090, TSR Towers, Raj Bhavan Road, Somajiguda, Hyderabad-500 082. The company is incorporated to invest in power projects/ power companies and enter into joint ventures by way of subscription to the shares, to carry on in India or elsewhere the business to generate, receive, produce, improve, buy, sell, resell, to deal in power.

### **Significant accounting policies**

This note provides a list of the significant accounting policies adopted in the preparation of these Standalone Financial Statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

#### **(i) Basis of preparation**

##### **a. Compliance with Ind AS**

The Company's Financial Statements have been prepared to comply with generally accepted accounting principles in accordance with the Indian Accounting Standards (herein after referred to as "Ind AS") as notified by the Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act 2013 ("the Act") read with rule 3 of the Companies (Indian Accounting Standards) Rules 2015 and Companies (Indian Accounting Standards) Amendments rules 2016.

##### **b. Basis of preparation and presentation of Financial Statements**

The Financial statements are prepared on accrual basis following the historical cost convention except in case of certain financial instruments which are measured at fair values. The Balance Sheet and the Statement of Profit and Loss are prepared and presented in the format prescribed under Schedule III to the Act. The Statement of Cash Flows has been prepared and presented as per the requirements of Indian Accounting Standard (Ind AS) - 7 on "Statement of Cash Flows". The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in Schedule III to the Act, are presented by way of notes forming part of the financial statements along with other notes required to be disclosed under the notified Ind AS. Further, the guidance notes/announcements issued by the Institute of Chartered Accountants of India (ICAI) are also considered, wherever applicable. Accounting Policies have been consistently applied except where a newly issued Accounting Standard is initially adopted or a revision to an existing Accounting Standard requires a change in the accounting policy used previously.

Fair value for measurement adopted in these financial statements is determined on such a basis, except leasing transactions that are within the scope of Ind AS 17, Net Realizable value as per Ind AS 2 or value in use as per Ind AS 36. Fair value measurements under Ind AS are categorized as below based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the Asset or Liability.

## **(ii) Use of estimates**

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

## **(iii) Revenue Recognition**

### **Other Income**

Interest income is accounted on accrual basis as per applicable interest rates and on time proportion basis taking into account the amount outstanding.

## **(iv) Foreign Currency Transactions**

- (a) The reporting currency of the company is Indian Rupee.
- (b) Foreign exchange transactions are accounted at the rates prevailing on the date of the transactions.
- (c) Monetary assets and current liabilities related to foreign currency transactions remaining unsettled at the end of the year are translated at year end rates. The difference in translation of monetary assets and liabilities and realized gains and losses on foreign exchange transactions are recognized in the Statement of Profit and Loss.
- (d) 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.

## **(v) Financial Instruments**

Financial Assets and Financial Liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial Assets and Financial Liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of Financial Assets and Financial Liabilities (other than Financial Assets and Financial Liabilities at fair value through profit or loss) are added to or deducted from the fair value of the Financial Assets or Financial Liabilities, as appropriate, on initial recognition.

## **(vi) Financial Assets**

Financial Asset is any Asset that is -

- (a) Cash
- (b) Equity Instrument of another Entity,
- (c) Contractual right to –
  - (i) receive Cash / another Financial Asset from another Entity, or
  - (ii) exchange Financial Assets or Financial Liabilities with another Entity under conditions that are potentially favorable to the Entity.

Investment in Equity Shares issued by Subsidiary and Associate are carried at cost less impairment.

*A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.*

*A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The Company has made an irrevocable election for its investments, other than those stated above, which are classified as equity instruments to present the subsequent changes in fair value in other comprehensive income based on its business model. Further, in cases where the Company has made an irrevocable election based on its business model, for its investments which are classified as equity instruments other than those stated above, the subsequent changes in fair value are recognized in other comprehensive income.*

*A financial asset which is not classified in any of the above categories is subsequently fair valued through profit or loss.*

#### ***(vii) Impairment of Financial Assets***

*In accordance with Ind AS 109, the Company applies the expected credit loss ("ECL") model for measurement and recognition of impairment loss on financial assets and credit risk exposures. The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. Simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECL at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL. 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 cash shortfalls), discounted at the original EIR. Lifetime ECL 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 impairment loss allowance (or reversal) recognized during the period is recognized as income/expense in the Statement of Profit and Loss.*

#### ***(viii) Financial Liabilities***

*Financial liabilities are recognized at fair value net of transaction costs and are subsequently held at amortized cost using the effective interest rate method.*

*Financial liabilities carried at fair value through profit and loss are measured at fair value with changes in fair value recognized in the Statement of profit and loss.*

*In case of compound financial instruments, the entity recognises separately the components of a financial instrument that (a) create a financial liability for the entity and (b) grants an option to the holder of the instrument to convert it into an equity instrument of the entity.*

The initial carrying amount of a compound financial instrument is allocated to its equity and liability components, the equity component is assigned with the residual amount after deducting from the fair value of the instrument as a whole, the amount separately determined for the liability component.

Transaction costs that relate to the issue of a compound financial instrument are allocated to the liability and equity components of the instrument in proportion to the allocation of proceeds.

Debentures issued are measured at amortized cost using the effective interest rate method.

For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate the fair value due to the short maturity of these instruments.

#### **(ix) De-recognition of Financial Instruments**

A Financial Asset is derecognized when the right to receive cash flows from the asset has expired or the company has transferred substantially all the risks and rewards or the right to receive the cash flows under a contractual arrangement or has transferred the asset.

A Financial Liability is derecognized when the obligation under the liability is discharged or cancelled or expires. In the case where the existing liability is replaced by another liability either from the same lender or otherwise such an exchange is treated as de-recognition of the original liability and recognition of a new liability. Any change in the carrying amount of a liability is recognized in the Statement of Profit and Loss.

#### **(x) Borrowing Costs**

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are those that necessarily take a substantial period of time to get ready for their intended use or sale.

Income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing cost that is eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

#### **(xi) Earnings Per share**

Basic earnings per equity share is computed by dividing the net profit attributable to the equity shareholders of the company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

#### **(xii) Provisions and Contingent Liabilities**

(a) A provision is recognized if, as a result of a past event, the company has a present legal or constructive obligation that can be reasonably estimated, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash



flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

- (b) Contingent Liabilities are present obligations arising from a past event, when it is not probable or the probability is remote that an outflow of resources will be required to settle the obligation and they are not recognized but are disclosed in the notes forming part of the financial statements.

**(xiii) Taxes**

Income tax expense is recognized in the statement of profit and loss except to the extent that it relates to items recognized directly in equity, in which case, it is recognized in other comprehensive income. The income tax for current and prior periods is recognized at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted as on the balance sheet date.

**(xiv) Statement of Cash Flows**

Statement of Cash Flows is prepared by segregating the cash flows from operating, investing and financing activities. Cash flow from operating activities is reported using the indirect method. Under the indirect method, the net profit is adjusted for the effects of:

- (a) transactions of a non-cash nature;
- (b) any deferrals or accruals of past or future operating cash receipts or payments;
- (c) items of income or expense associated from investing or financing cash flows; and
- (d) Cash and cash equivalents (including bank balances) are reflected as such in the Statement of Cash Flows.

**(xv) Impairment of Non-Financial Assets**

As at each Balance Sheet date, the Company assesses whether there is an indication that a non-financial asset may be impaired and also whether there is an indication of reversal of impairment loss recognized in the previous periods. If any indication exists, or when annual impairment testing for an asset is required, the Company determines the recoverable amount and impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount.

**Recoverable amount is determined:**

- (a) In case of an individual asset, at the higher of the Assets' fair value less cost to sell and value in use; and
- (b) In case of cash generating unit (a group of assets that generates identified, independent cash flows), at the higher of cash generating unit's fair value less cost to sell and value in use.
- (c) In assessing Value in Use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specified with the asset. In determining fair value less cost to sell, recent market transactions are taken into account. If no such transaction can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the Statement of Profit and Loss, except for properties previously revalued with the revaluation taken to Other Comprehensive Income (OCI). For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation. When the Company considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, then the previously recognized impairment loss is reversed through the Statement of Profit and Loss.

**(xvi) Cash and Cash Equivalents**

Cash and cash equivalents include cash, bank balances, fixed deposits and margin money deposits.

**(xvii) Commitments**

Commitments are future liabilities for contractual expenditure.

Commitments are classified and disclosed as follows:

- (a) Estimated amount of contracts remaining to be executed on capital account and not provided for;
- (b) Uncalled liability on shares and other investments partly paid;
- (c) Funding related commitment to subsidiary, associate and joint venture companies and
- (d) Other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of management.
- (e) Other commitments related to sales/procurements made in the normal course of business are not disclosed to avoid excessive details.

**(xviii) Standards issued but not yet effective**

Ministry of Corporate Affairs ("MCA"), through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified the following new and amendments to Ind ASs which the Company has not applied as they are effective from 1<sup>st</sup> April, 2019:

**(a) Ind AS 116, Leases**

The Company is required to adopt Ind AS 116, Leases from 1st April, 2019. Ind AS 116 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognises a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. There are recognition exemptions for short-term leases and leases of low-value items. Lessor accounting remains similar to the current standard – i.e. lessors continue to classify leases as finance or operating leases. It replaces existing leases guidance, Ind AS 17, Leases.

**(b) Ind AS 23 – Borrowing Costs**

The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalisation rate on general borrowings. The Company does not expect any impact from this amendment.

**(c) Ind AS 28 – Long-term Interests in Associates and Joint Ventures**

The amendments clarify that an entity applies Ind AS 109 Financial Instruments, to long-term interests in an associate or joint venture that form part of the net investment in the associate or joint venture but to which the equity method is not applied. The Company does not currently have any long-term interests in associates and joint ventures.

Note 2. Property, Plant and Equipment, Capital Work in Progress

	Amount in ₹	
Year Ended 31st March 2018	Land	Capital Work In Progress (Refer Note 2a)
<b>Gross Carrying Amount</b>		
As at 1st April 2017	62,21,15,373	6,37,31,975
Additions	-	7,96,410
Disposals	-	-
<b>Closing Gross Carrying Amount (A)</b>	<b>62,21,15,373</b>	<b>6,45,28,385</b>
Accumulated Depreciation	-	-
Depreciation during the year	-	-
<b>Closing Accumulated Depreciation (B)</b>	<b>-</b>	<b>-</b>
<b>Net Carrying Amount (A) - (B)</b>	<b>62,21,15,373</b>	<b>6,45,28,385</b>

	Amount in ₹	
Year Ended 31st March 2019	Land	Capital Work In Progress (Refer Note 2a)
<b>Gross Carrying Amount</b>		
As at 1st April 2018	62,21,15,373	6,45,28,385
Additions	-	11,07,531
Disposals	-	-
<b>Closing Gross Carrying Amount (A)</b>	<b>62,21,15,373</b>	<b>6,56,35,916</b>
Accumulated Depreciation	-	-
Depreciation during the year	-	-
<b>Closing Accumulated Depreciation (B)</b>	<b>-</b>	<b>-</b>
<b>Net Carrying Amount (A) - (B)</b>	<b>62,21,15,373</b>	<b>6,56,35,916</b>

Bhandara Thermal Power Corporation Limited (BTPCL) the Subsidiary Company has pledged the entire Land, the details of the Pledge are as follows:

- a) 600.46 Acres of Land has been Pledged to IDBI Bank on behalf of Gayatri Projects Limited, Holding Company, for External Commercial Borrowings taken by them.
- b) 21.291 Acres of Land has been Pledged to IL&FS Financial Services Limited towards loan taken by BTPCL which is yet to be released by the IL & FS as the loan is repaid by the BTPCL.

Note 3. Goodwill

	Amount in ₹	
Year Ended 31st March 2018	Goodwill on Amalgamation	Goodwill on Consolidation
<b>Gross Carrying Amount</b>		
As at 1st April 2017	97,219	22,19,77,635
Additions	-	-
<b>Closing Gross Carrying Amount (A)</b>	<b>97,219</b>	<b>22,19,77,635</b>
Accumulated Amortization	-	-
Amortization Expenses	-	-
<b>Closing Accumulated Amortized Expenditure (B)</b>	<b>-</b>	<b>-</b>
<b>Net Carrying Amount (A) - (B)</b>	<b>97,219</b>	<b>22,19,77,635</b>

	Amount in ₹	
Year Ended 31st March 2019	Goodwill on Amalgamation	Goodwill on Consolidation
<b>Gross Carrying Amount</b>		
As at 1st April 2018	97,219	22,19,77,635
Additions	-	7,17,654
Disposals	-	-
<b>Closing Gross Carrying Amount (A)</b>	<b>97,219</b>	<b>22,26,95,289</b>
Accumulated Amortization	-	-
Amortization Expenses	97,219	-
<b>Closing Accumulated Amortized Expenditure (B)</b>	<b>97,219</b>	<b>-</b>
<b>Net Carrying Amount (A) - (B)</b>	<b>-</b>	<b>22,26,95,289</b>

**Note 4. Financial Assets****Note 4. Non Current Investments**

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
<b>Unquoted Equity Shares</b>		
<b>Equity Shares of ₹ 10/- each fully paid up</b>		
(A) Investment in Associates		
i. 26,36,13,095 shares (As at 31st March 2018: 26,36,13,095 shares) of NCC Infrastructure Holdings Limited (NCCIHL) (Refer note no. 17.3)	1,83,74,97,532	2,01,31,53,740
ii. 30,000 shares (As at 31st March 2018: 30,000 shares) of Sembcorp Gayatri O & M Company Pvt Ltd (SGOM)	1,78,653	1,87,538
(B) Investment in Others		
i. 32,34,52,917 Shares (As at 31st March 2018: 32,34,52,917 shares) of Sembcorp Energy India Limited (Formerly Thermal Powertech Corporation India Limited)	6,01,62,40,178	6,01,62,40,178
<b>Total</b>	<b>7,85,39,16,363</b>	<b>8,02,95,81,457</b>

**Pledge of shares**

i) Pledge of entire equity shares of Sembcorp Energy India Limited (Formerly Thermal Powertech Corporation India Limited) held by Gayatri Energy Ventures Private Limited in favour of Edelweiss Credit Opportunities Fund, ECL Finance Limited as a collateral security for NCD's issued by the Company.

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
(a) Unsecured, Considered Good		
Term Loan to Related party	7,41,33,668	7,41,33,668
<b>Total</b>	<b>7,41,33,668</b>	<b>7,41,33,668</b>

**Loan to Related party**

The Company during the preceeding year had issued Non-Convertible Debentures at par for an aggregate face value of ₹ 220 crores in two series of ₹ 150 crores and ₹ 70 crores. The proceeds was to be used to repay the issue expenses and the repayment of the IFCI loan in the company and the holding company. One of the conditions stipulated in operation of escrow mechanism is "Further notwithstanding anything contrary contained herein, the debenture trustee is entitled to appropriate money lying in GEVPL Escrow Account towards the outstanding obligations of this GHPL issue and or/ GEVPL series II issue and /or Series I issue at such ratio as decided by the debenture trustee at its own discretion. Decision of the debenture trustee is this regard is conclusive, final and binding on the Issuer and security providers." The Company based on the above has transferred an amount of ₹ 741,33,668 to the Escrow Account of Gayatri Hotels & Theatres Pvt Ltd. As per the agreement, the loan will be due at the end of four years from the agreement date i.e. 13th Oct, 2017.

**Note 6. Other Non Current Assets**

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
(a) Call Option Fee (Refer Note no.17.7)	21,25,56,463	21,25,56,463
(b) Mobilization Advance to a Company where KMP are having substantial Interest (Refer Note no.17.8)	1,07,21,835	1,07,21,835
(c) Mobilization Advance to a Company where KMP are having substantial Interest	-	21,57,05,477
(d) Stamp Duty paid in Advance	14,78,935	14,78,935
(e) Advance for Land	40,19,840	40,19,840
Less: Provision for doubtful Advances	(54,98,775)	-
<b>Total</b>	<b>22,32,78,298</b>	<b>44,44,82,550</b>

**Note 7. Financial Assets****Note 7a. Investments**

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
i) 2,74,49,989 Shares (As at 31st March 2018 : 2,74,49,989 Shares) of Jinbhuvish Power Generation Private Limited (JPGPL) (Refer Note No.17.6)	30,00,00,000	30,00,00,000
<b>Total</b>	<b>30,00,00,000</b>	<b>30,00,00,000</b>

ii) 2,74,49,989 Equity Shares of Jinbhuvish Power Generations Private Limited (JPGPL) held by the Gayatri Energy Ventures Pvt. Ltd are pledged in favour of (JPGPL) In terms with exit agreement with the Escrow agent (ICICI Bank).

**Note 7b. Cash and cash equivalents**

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
(a) Cash on hand	421	421
(b) Balances with banks in current accounts	1,70,40,579	7,90,579
<b>Total</b>	<b>1,70,41,000</b>	<b>7,91,000</b>

**Note 7c. Other Bank Balances**

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
(a) Balances with banks in Fixed Deposit Accounts (DSRA)	4,95,96,004	4,66,14,400
<b>Total</b>	<b>4,95,96,004</b>	<b>4,66,14,400</b>

\*Note: As per the terms and conditions of NCDs issued to ECL Finance Limited and Edelweiss Credit Opportunities Fund, the company has deposited the amount towards DSRA, which shall be utilised for quarterly principal repayment in case of default by the company. DSRA, which shall be utilised for quarterly principal repayment in case of default by the company.

**Note 7d. Other Financial Assets**

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
(a) Interest Receivable	-	68,27,756
<b>Total</b>	<b>-</b>	<b>68,27,756</b>

**Note 8. Other Current Assets**

Particulars	Amount in ₹	
	As at 31st March 2019	As at 31st March 2018
(a) TDS Receivable	6,06,532	2,76,273
(b) Share Application Money Given Pending for Allotment (Refer Note no. 17.6)	15,44,45,532	15,23,80,087
(c) Advance for Purchase of Equity Shares (Refer Note no. 17.6)	10,00,00,000	10,00,00,000
(d) Other Receivables	21,34,44,730	-
(e) Other Advances	30,251	39,774
<b>Total</b>	<b>46,85,27,045</b>	<b>25,26,96,134</b>

**Note 9. Share Capital**

Particulars	As at 31st March 2019		As at 31st March 2018	
	Number of shares	Amount in ₹	Number of shares	Amount in ₹
(a) Authorised Share Capital				
Equity shares of ₹ 10/- each	2,50,00,000	25,00,00,000	2,50,00,000	25,00,00,000
(b) Issued, Subscribed and Fully Paid up Share Capital				
Equity shares of ₹ 10/- each	65,24,030	6,52,40,300	65,24,030	6,52,40,300
<b>Total</b>	<b>65,24,030</b>	<b>6,52,40,300</b>	<b>65,24,030</b>	<b>6,52,40,300</b>

**Note 9 (a) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:**

Particulars	As at 31st March 2019		As at 31st March 2018	
	Number of shares	Amount in ₹	Number of shares	Amount in ₹
Equity shares of ₹ 10/- each with voting rights				
At the beginning of the period	65,24,030	6,52,40,300	65,24,030	6,52,40,300
Issued during the period - Fresh Issue	-	-	-	-
<b>Outstanding at the end of the period</b>	<b>65,24,030</b>	<b>6,52,40,300</b>	<b>65,24,030</b>	<b>6,52,40,300</b>

**Rights, preferences and restrictions attached to Equity Shares**

The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. The Company has not declared/ proposed dividend during the year. In the event of liquidation of the Company, the holders 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.

**Note 9 (b) Details of shares held by the holding company, the ultimate holding company**

Particulars	As at 31st March 2019		As at 31st March 2018	
	Number of shares	Amount in ₹	Number of shares	Amount in ₹
Equity shares of ₹ 10/- each with voting rights				
Gayatri Projects Limited - Holding Company	*65,24,030	6,52,40,300	*65,24,030	6,52,40,300

**Note 9 (c) Details of shares held by each shareholder holding more than 5% shares:**

Particulars	As at 31st March 2019		As at 31st March 2018	
	Number of shares held	% holding	Number of shares held	% holding
Equity shares of ₹ 10/- each with voting rights				
Gayatri Projects Limited - Holding Company	*65,24,030	100%	*65,24,030	100%

\* Shares held by holding company includes nominal value of shares held by promoters of the holding company.

<b>Note 10. Other Equity</b>		<b>Amount in ₹</b>	
<b>Particulars</b>	<b>As at 31st March 2019</b>	<b>As at 31st March 2018</b>	
<b>Reserves &amp; Surplus</b>			
<b>(a) Securities premium reserve</b>			
Opening balance	6,33,30,88,200	6,33,30,88,200	
Add : Premium on shares issued during the year		-	
Closing balance (A)	<u>6,33,30,88,200</u>	<u>6,33,30,88,200</u>	
<b>(b) Retained Earnings</b>			
Opening balance	(3,97,72,63,243)	(2,29,54,64,252)	
Add : Profit / (Loss) for the year	(33,10,14,220)	(1,62,44,91,553)	
Less: Share of Loss from Associate	(17,56,65,093)	(32,67,28,426)	
Less : Gain on one time settlement of CCD'S	-	26,94,20,988	
Closing balance (B)	<u>(4,48,39,42,556)</u>	<u>(3,97,72,63,243)</u>	
<b>(c) Other Comprehensive Income</b>			
Opening Balance	2,06,14,14,716	-	
Add: Movement in OCI during the year		2,06,14,14,716	
Closing Balance (C)	<u>2,06,14,14,716</u>	<u>2,06,14,14,716</u>	
<b>(d) Equity component on compounded financial instrument</b>			
Opening Balance	91,23,05,959	-	
Add: Changes during the year	-	91,23,05,959	
Closing Balance (D)	<u>91,23,05,959</u>	<u>91,23,05,959</u>	
<b>Total (A+B+C+D)</b>	<u><u>4,82,28,66,319</u></u>	<u><u>5,32,95,45,632</u></u>	

**Note 11. Financial Liabilities**

**Note 11. Borrowings**

		<b>Amount in ₹</b>	
<b>Particulars</b>	<b>As at 31st March 2019</b>	<b>As at 31st March 2018</b>	
<b>(a) Secured - Debentures at amortised cost</b>			
(i) Non Convertible Debentures (NCD) (Series I and II)	1,87,74,93,993	2,09,08,92,712	
Less: Amount of Debentures maturing within the next twelve months	(17,50,00,000)	(17,50,00,000)	
<b>Total Secured Borrowings (A)</b>	<u>1,70,24,93,993</u>	<u>1,91,58,92,712</u>	
<b>(b) Unsecured - Debentures at amortised cost</b>			
(i) Optionally Fully Convertible Debentures (OFCD)	9,92,50,000	9,92,50,000	
Less: Amount of Debentures maturing within the next twelve months	(9,92,50,000)	(9,92,50,000)	
(ii) Compulsorily Convertible debentures (CCD'S)	1,49,00,47,265	1,49,00,47,265	
<b>Total Unsecured Borrowings ( B)</b>	<u>1,49,00,47,265</u>	<u>1,49,00,47,265</u>	
<b>Total (A+B)</b>	<u><u>3,19,25,41,258</u></u>	<u><u>3,40,59,39,977</u></u>	

**Note 11 (a) 15.6% Non Convertible Debentures (NCD) of Face Value ₹ 10,00,000/- each Series I and Series II - Secured**

**Terms of repayment**

(i) The tenure of series I debentures shall be 48 months from the date of allotment of debentures and shall be redeemed in 16 equal quarterly installments commencing from 31st December, 2017. The debentures shall be redeemed on pari-passu basis.

(ii) The tenure of series II debentures shall be 48 months from the date of allotment of debentures and shall be redeemed at the end of the 36th and 48th months in two equal installments. The debentures shall be redeemed on pari-passu basis.

(iii) The Series I and II debentures shall carry a running coupon rate of 12% per annum compounded monthly payable quarterly on 30th September, 31st December, 31st March and 30th June each year. The First Coupon payment shall be made on 31st December, 2017 and 30th September, 2018 respectively.

**Nature of Security**

(i) 32,34,52,917 shares of Sembcorp Energy India Limited (Formerly Thermal Powertech Corporation India Limited) held by the company where pledged in favour of ECL Finance Limited and Edelweiss Credit Opportunities Fund as a collateral security for NCD's issued by the Company.

(ii) Pledge of 26% of paid up Equity Capital of the company held by Gayatri Projects Limited.

(iii) Pledge of 2,25,24,190 and 74,75,810 (3 Crores) Equity Shares of Gayatri Projects Limited held by Ms. T. Indira Subbarami Reddy and Mr. T. V Sandeep Kumar Reddy in favour of Edelweiss Credit Opportunities Fund, ECL Finance Limited as a collateral security for NCD's.

**Note 11 (b) (i) Details of Unsecured Optionally Fully Convertible Debentures**

		<b>Amount in ₹</b>	
<b>Particulars</b>	<b>As at 31st March 2019</b>	<b>As at 31st March 2018</b>	
9% Optionally Fully Convertible Debentures (OFCD) of Rs.10 each (unsecured)	9,92,50,000	9,92,50,000	

**Terms of OFCD and repayment**

During the year the Company has defaulted in repayment of dues to the Holders of OFCDs. However the company has entered into revised agreement for swap shares, as per terms of revised agreement entered, the holders of OFCDs have a right to swap their OFCDs before 30/10/2019 against equity shares of the company.

**Note 11 (c) (ii) Details of Unsecured compulsorily convertible debentures (CCD'S) issued by the Company: Amount in ₹**

Particulars	As at 31st March 2019	As at 31st March 2018
0.01% Compulsorily Convertible Debentures (CCD'S) of Face Value of Rs 1483 each	2,40,23,53,224	2,40,23,53,224

**Terms of Repayment**

a) Issuer shall pay interest on CCD'S at 0.01%. Such interest shall accrue and be paid annually in arrears at purchasers discretion with previous communication to selling shareholder.

b) CCD'S shall be compulsorily converted into 16,19,928 shares within a period of 5 years from the date of their issuance (Conversion ratio being 1:1).

c) 16,19,928 CCD's were issued to NCCIHL pursuant to purchase of SGPL Shares from them.

**11(d) The maturity profile of long term borrowings is set out as follows: Amount in ₹**

Particulars	2019-20	2020-21	2021-22	2022-23
Non-Convertible Debentures (NCD)				
Series I	17,50,00,000	17,50,00,000	8,75,00,000	
Series II	-	75,00,00,000	75,00,00,000	-
Compulsorily Convertible debentures (CCD)	-	-	-	2,40,23,53,224
<b>Total</b>	<b>17,50,00,000</b>	<b>92,50,00,000</b>	<b>83,75,00,000</b>	<b>2,40,23,53,224</b>

**11(e) The Company has defaulted in payment of interest and redemption of debentures in respect of the following:**

Debentures	Interest		Debentures due for redemption	
	Period of Defaults (in days)	Amount in ₹	Period of Defaults (in days)	Amount in ₹
Optionally Fully Convertible Debentures (OFCD)				
Capital Fortunes Private Limited	283	19,19,589	283	5,00,00,000
Capital Fortunes Ventures Private Limited	283	1,99,33,900	283	3,98,50,000
D.V.Chalam	283	22,86,286	283	94,00,000

**Note 12. Financial Liabilities****Note 12a. Borrowings**

Particulars	As at 31st March 2019	As at 31st March 2018
(a) Debentures due for redemption	9,92,50,000	9,92,50,000
(b) Amount Of NCD maturing within the next twelve months	17,50,00,000	17,50,00,000
(c) Unsecured Loan from Holding Company	1,31,21,23,395	79,72,78,055
<b>Total</b>	<b>1,58,63,73,395</b>	<b>1,07,15,28,055</b>

i. The Loan received from Holding company is interest free, unsecured and with no fixed payment terms

**Note 12b. Trade Payables**

Particulars	As at 31st March 2019	As at 31st March 2018
(a) Sitting Fee Payable	-	18,000
<b>Total</b>	<b>-</b>	<b>18,000</b>

**Note 12c. Other Financial Liabilities**

Particulars	As at 31st March 2019	As at 31st March 2018
(a) Interest accrued but not due on Debentures	14,49,29,304	12,37,77,609
(b) Interest accrued and due on Debentures	2,41,39,775	-
(c) Financial liability of compounded financial instrument	3,71,91,123	3,71,91,123
<b>Total</b>	<b>20,62,60,202</b>	<b>16,09,68,732</b>



<b>Note 13. Other current liabilities</b>		<b>Amount in ₹</b>	
Particulars	As at 31st March	As at 31st March	
	2019	2018	
(a) Statutory Payable	2,14,58,845	2,88,86,181	
(b) Audit Fee Payable	18,89,775	13,28,175	
(c) Income Tax Payable	53,863	-	
(d) Others (including Minority Interest)	2,55,000	3,90,525	
<b>Total</b>	<b>2,36,57,483</b>	<b>3,06,04,881</b>	

<b>Note 14. Other Income</b>		<b>Amount in ₹</b>	
Particulars	For the year ended March 31,		
	2019	2018	
(a) Interest Income	1,09,72,354	13,82,819	
<b>Total</b>	<b>1,09,72,354</b>	<b>13,82,819</b>	

<b>Note 15. Finance costs</b>		<b>Amount in ₹</b>	
Particulars	For the year ended March 31,		
	2019	2018	
(a) Interest on Debentures (Net)	33,09,45,138	26,03,01,812	
Less: (b) Interest gain on one time settlement of CCD'S	-	(6,93,03,889)	
<b>Total</b>	<b>33,09,45,138</b>	<b>19,09,97,923</b>	

<b>Note 16. Other expenses</b>		<b>Amount in ₹</b>	
Particulars	For the year ended March 31,		
	2019	2018	
(a) Loss on Investment	-	1,42,42,76,050	
(b) Payments to Auditors	5,54,600	4,72,000	
(c) Telephone & Internet Expenses	2,421	2,199	
(d) Filing Fee	12,165	32,865	
(e) Legal & Professional Expenses	70,900	66,26,240	
(f) Printing & Stationery	1,990	2,956	
(g) Consultancy Charges	18,500	35,000	
(h) Travelling Expenses	462	1,730	
(i) TDS-Interest Payment	39,94,958	20,75,001	
(j) Sitting Fees	1,40,000	1,70,000	
(k) Bank charges	184	3,40,383	
(l) Demat & Pledge Charges	5,95,400	4,42,025	
(m) Misc Expenses	-	4,00,000	
(n) Provision for doubtful advance/ Goodwill	55,95,994	-	
<b>Total</b>	<b>1,09,87,574</b>	<b>1,43,48,76,449</b>	

## 17. Other Notes forming part of the Consolidated Financial Statements

### 17.1 Commitments

Particulars	₹ in Crores	
	As at March 31,	
	2019	2018
Commitments towards investment in subsidiaries and associates	850	850
<b>Total</b>	<b>850</b>	<b>850</b>

### 17.2 Employee Benefits

The Company has no liability for employee benefits, in accordance with the provisions of Ind AS – 19 “Employee Benefits”. Hence, no provision has been made in the books of accounts.

17.3 During the previous year, pursuant to various agreements entered between the company, Sembcorp Gayatri Power Ltd (SGPL), Sembcorp utilities Pte. Ltd (SUL), Sembcorp Energy India Ltd (SEIL) and NCC Infra Holding Ltd (NCCIHL) for the reorganization of SembCorp group’s power portfolio in India to consolidate its beneficial holdings in SGPL, the company had sold its partial investment in NCCIHL. Further, pursuant to the agreement the company had agreed to sell its remaining shares held in NCCIHL to NCC Limited on a mutually agreed price on receipt of “subsequent tranche letter” from NCC Limited. The company is yet to receive the letter to sale the investment as at 31st March, 2019 and hence, the effect of transfer of shares will be recognized on transfer of shares.

### 17.4 Earnings Per Share

Particulars	Amount in ₹	
	2018-19	2017-18
Net Profit after tax attributable to Equity Share Holders (A)	(50,66,79,313)	(1,95,12,19,979)
Weighted Average number of Equity Shares outstanding (B)	65,24,030	65,24,030
Basic Earnings per Share (A/B)	(77.66)	(299.08)

Note: Potential Equity shares on conversion of CCD'S and OFCD'S have been ignored, since it is anti-dilutive in nature.

17.5 Contracts remaining to be executed on capital account as on 31st March, 2019 are ₹90.03. (Previous Year ₹90.03).

17.6 During the preceding financial years, the company had made an investment/ advance/ share application money to Jimbhuvish Power Generation Private Limited and Jimbhuvish Power Project Limited to set up a coal-based power plant at Maharashtra and as on 31st March, 2019 the total investment/ advance/ share application amount is ₹55,44,45,532 /-. The Company had decided to exit from the said power project and in this regard entered into an exit agreement on 25th May, 2013, which was subsequently amended by various letter agreements and as per the latest agreement the company shall exit from the said power project by 31st October, 2019. The management of the company is of the opinion that despite there been a considerable delay in exiting from the power project, there is no need for any provision/impairment to be made and the company shall exit from the investments made and recover the entire amount in the due course.

- 17.7 During the previous financial years, the Company had entered into Master Shareholders agreement with Sembcorp Utilities PTE Ltd (SUPL), Sembcorp Energy India Limited (formerly Thermal Power Corporation India Limited) (SEIL) and Sembcorp Gayatri Power Limited (SGPL). Pursuant to this agreement, the company has an option to exercise the call option of purchasing 5.88% of shareholding of SEIL, which can be exercised earlier of 30 days prior to the filing of the red hearing prospectus by SEIL with the SEBI or 25th May, 2021. As at 31st March, 2019, SEIL has filed the Draft Red Herring Prospectus with the SEBI as part of its listing process with the stock exchanges and has got approval from the SEBI.
- 17.8 During the preceding financial years, the company had given mobilisation advance to Yamne Power Private Limited (YPPL) to execute works at a thermal project to be setup by its subsidiary BTPCL. As the contract works were not executed due to various factors such as pending coal allotment and non-acquisition of complete land by BTPCL, the mobilisation advance has not been adjusted/recovered. The management of the subsidiary company is very much confident of commencement of thermal power project and recovery of the advances made and hence no provision is to be made.
- 17.9 During the preceding financial years, Bhandara Thermal Power Corporation Limited (BTPCL) (subsidiary company) had given Contract Advance of ₹ 21,57,05,477/- to Indira Energy Holdings Private Limited (subsidiary company / the Contractor) towards execution of road works at proposed Thermal Power Project site. As the said contract work was not executed due to various factors such as pending coal allotment and non-acquisition of complete proposed project land, etc, the Mobilisation Advance has not been adjusted /recovered. The management of the BTPCL (Subsidiary company) is very much confident of commencement of Thermal Power Project and further opined that the mobilisation advance will be recovered out of running bills to be submitted and hence no provision is required to be made regarding contract advance.
- 17.10 During the year, the Company has acquired entire shares of Indira Energy Holdings Private Limited (IEHPL) from its promoters for a consideration of ₹ 1,00,000/-.
- 17.11 In the absence of profits, the Company has not created Debenture Redemption Reserve as stipulated in the Companies Act, 2013.

**17.12 Contingent Liabilities:**

<b>Particulars</b>	<b>₹ in Crores</b>	
	<b>2018-19</b>	<b>2017-18</b>
Corporate Guarantees given	169.69	141.14

### 17.13 Related parties' disclosures

As per Ind AS 24, the disclosures of transactions with the related parties are given below:

(a). List of Related parties and Relationships as disclosed by the Company:

Names of related parties	Description of relationship
Gayatri Projects Limited	Holding Company
Bhandara Thermal Power Corporation Limited Indira Energy Holdings Private Limited	Subsidiary Companies
Sembcorp Gayatri O&M Company Private Limited NCC Infrastructure Holdings Limited	Associate Companies
T. V. Sandeep Kumar Reddy – Director T. Indira Reddy– Director	Key Management Personnel (KMP)
T. Saritha Reddy T. Rajio Reddy T. Anirudh Reddy	Relatives of KMP
Companies in which KMP / Relatives of KMP can exercise significant influence	
Yamne Power Private Limited	Deep Land Holdings Private Limited
Gayatri Sugars Limited	Gayatri Hotel Ventures Private Limited
Gayatri Hitech Hotels Limited	Sai Maatarini Tollways Limited
Gayatri Hotels and Theatres Private Limited	Invento Labs Private Limited
Gayatri Highways Limited (Gayatri Domicile Limited)	Sembcorp Energy India Limited (Thermal Powertech Corporation India Limited)
Hyderabad Expressways Limited	Cyberabad Expressways Limited
Gayatri Capital Limited	Gayatri Hi-Tech Hotels Limited
Sembcorp Gayatri Power Limited#	Gayatri Bio-organics Limited
Allox Resources LLP	Gayatri Hotels and Theatres Private Limited
Gayatri Leasefin Private Limited	Indira Constructions Private Limited
Gayatri Fin-Holdings Private Limited	Indore Dewas Tollways Limited
Flynt Mining LLP	HKR Roadways Limited

# Company has been amalgamated into Sembcorp Energy India Limited based on the scheme of amalgamation approved on 31/10/2018.

### b. Transactions with Related Parties

Particulars	Amount in ₹		
	Holding Company	Associate Company	Company in which KMP or Relatives of KMP can exercise significant influence/ substantial interest
Unsecured Loans given	-	-	-
Receivable on Sales of Investment	-	-	(7,41,33,668)
Compulsorily Convertible Debentures' (CCD's) issued	-	(2,40,23,53,224)	21,34,44,730

Shares been purchased	-	-	-
	-	(2,85,42,96,740)	-
Sales of Investment	-	-	-
	-	(56,05,88,548)	-
Advance / Loan Given	27,00,000	-	-
	(79,34,76,497)	-	-
Advance/ Loan Received	51,75,45,340	-	-
	(40,72,78,785)	-	-
Closing Balance DR	-	1,83,76,76,185	8,48,55,503
	-	(2,01,33,41,279)	(30,05,60,980)
Closing Balance CR	1,30,85,53,795	-	-
	(79,72,78,055)	-	-

Figures in brackets relate to the previous financial year.

17.14 During the past few years the company has been incurring losses and as at 31st March, 2019 the accumulated losses have significantly impacted the net-worth of the company. The company has invested into various power projects which are in various stages of implementations and operations. The holding company has given assurance of continuous financial support to the company. Further, as per the information available with the company, the fair market value of the investments made by the company in power projects is far in excess of carrying value of the investment.

#### 17.15 Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The Company strives to safeguard its ability to continue as a going concern so that they can maximize returns for the shareholders and benefits for other stake holders. The aim is to maintain an optimal capital structure and minimize the cost of capital. (Refer note 17.14)

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may return capital to shareholders, issue new shares or adjust the dividend payment to shareholders (if permitted). Consistent with other entities in the industry, the Company monitors its capital using the gearing ratio which is total debt divided by total equity.

Particulars	Amount in ₹	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Debt:</b>		
i) Non-Current Borrowings	3,19,25,41,258	3,40,59,39,977
ii) Current Maturities of Non-Current Borrowings	27,42,50,000	27,42,50,000
iii) Current / Short term Borrowings	1,31,21,23,395	79,72,78,055
iv) Interest and other financial liability	20,62,60,202	16,09,68,732
<b>Total Debt:</b>	<b>4,98,51,74,855</b>	<b>4,63,84,36,764</b>
<b>Equity:</b>		
i) Equity Share capital	6,52,40,300	6,52,40,300
ii) Other Equity	4,82,28,66,319	5,32,95,45,631
<b>Total Equity:</b>	<b>4,88,81,06,619</b>	<b>5,39,47,85,931</b>
<b>Total debt to equity ratio (Gearing ratio)</b>	<b>1.02</b>	<b>0.85</b>

### 17.16 Financial Instruments:

Some of the Company's financial assets and financial liabilities are measured at fair value at the end of the reporting period.

**Financial Instruments by category.**

Financial Assets and Financial Liabilities are the categories of Financial Instruments.

#### Financial Assets:

Amount in ₹

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>EQUITY INVESTMENTS:</b>		
<i>Measured at fair value through profit or loss (FVTPL):</i>		
Equity Investments in Other Entities	-	-
<i>Measured at Cost:</i>		
i) Investments in Equity Instruments of Subsidiaries, Associates	1,83,76,76,185	2,01,33,41,279
<i>Measured at fair value through other comprehensive income (OCI)</i>		
Equity Investments in Other Entities	6,01,62,40,178	6,01,62,40,178

#### Financial liabilities:

Amount in ₹

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<i>Measured at amortized cost:</i>		
Financial Liabilities i.e Debentures/Borrowings	3,46,67,91,258	3,68,01,89,977

#### A. Fair value hierarchy

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 inputs are other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 inputs are unobservable inputs for the Asset or Liability.

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as of 31<sup>st</sup> March, 2019:

Amount in ₹

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Equity Investments – Unquoted	6,01,62,40,178 (Level-2)	6,01,62,40,178 (Level -2)

### 17.17 Financial risk management objectives and policies

The Company's activities expose it to a variety of financial risks like market risk, credit risk and liquidity risks. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

#### (a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk. Major financial instruments affected by market risk, includes loans and borrowings.

##### (i). Interest rate risk

Majority of the Non-current (Long Term) borrowings of the Company bear fixed interest rate with coupon returns fixed, thus interest rate risk is limited for the Company.

##### (ii). Foreign Currency Risk:

The company has no foreign currency exposures. Hence, there is no foreign currency risk.

##### (iii). Equity Price Risks:

Majority of the Company's investments are made into non-listed equity securities. Since there is no exposure into listed equity investments, the changes of equity securities price would not have a material effect on the profit or loss of the Company.

#### (b) Credit risk management

Credit risk is the risk that a customer or counterparty to a financial instrument fails to perform or pay the amounts due causing financial loss to the company. Credit risks arise from company's activities in investments. The company has a prudent and conservative process for managing its credit risk arising in the course of its business activities.

#### (c) Liquidity Risk:

Liquidity Risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company's management and finance department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by the senior management.

The following are the details regarding contractual maturities of significant financial liabilities:

##### a) As at 31<sup>st</sup> March, 2019 Amount in ₹

Particulars	On Demand	Less than 1 year	2-5 Years	More than 5 Years	Total
Borrowings	1,31,21,23,395	27,42,50,000	4,16,48,53,224	-	5,75,12,26,619
Trade Payables	-	-	-	-	-
Interest Accrued	2,41,39,775	14,49,29,304	-	-	16,90,69,079
<b>Total</b>	<b>1,33,62,63,170</b>	<b>41,91,79,304</b>	<b>4,16,48,53,224</b>	<b>-</b>	<b>5,92,02,95,698</b>

##### b) As at 31<sup>st</sup> March, 2018 Amount in ₹

Particulars	On Demand	Less than 1 year	2-5 Years	More than 5 Years	Total
Borrowings	79,72,78,055	27,42,50,000	4,33,98,53,224	-	5,41,13,81,279
Trade Payables	18,000	-	-	-	18,000
Interest Accrued	-	12,37,77,609	-	-	12,37,77,609
<b>Total</b>	<b>79,72,96,055</b>	<b>39,80,27,609</b>	<b>4,33,98,53,224</b>	<b>-</b>	<b>5,53,51,76,888</b>

### 17.18 Compound Financial Instruments

In case of compound financial instruments the entity recognizes separately the components of a financial instrument that;

- (a) creates a financial liability of the entity, and;  
(b) grants an option to the holder of the instrument to convert it into an equity instrument of the entity.

The initial carrying amount of a compound financial instrument is allocated to its equity and liability components, the equity component is assigned the residual amount after deducting from the fair value of the instrument as a whole the amount separately determined for the liability component.

Particulars	Amount in ₹	
	As at 31 <sup>st</sup> March 2019	As at 31 <sup>st</sup> March 2018
Compounded financial instruments Compulsorily Convertible Debentures (CCDs)		
Liability Component	149,00,47,265	149,00,47,265
Equity Component	91,23,05,959	91,23,05,959

17.19 As per the information available with the Company, there are no Micro, Small and Medium Enterprises to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March 2019 (Previous Year – ₹Nil).

17.20 Deferred Tax Asset has not been recognized by the Company due to absence of virtual certainty that sufficient future taxable income will be available against which such deferred tax asset can be realized.

17.21 Earnings in Foreign Currency: ₹Nil. (Previous Year: ₹Nil)  
Expenditure in Foreign Currency: ₹Nil. (Previous Year: ₹Nil)


17.22 The balance under Other Current Assets and Other Non-Current Assets are subject to reconciliation and confirmation.

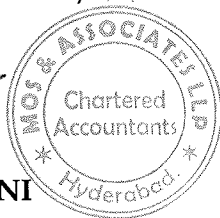
17.23 Figures have been rounded off to the nearest Rupee.

17.24 Previous year's figures have been regrouped/ reclassified wherever considered necessary to correspond with the current year's classification/disclosure.

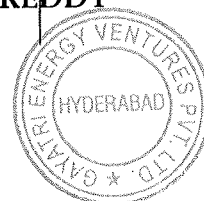
For M O S & ASSOCIATES LLP  
Chartered Accountants  
Firm Reg. No. : 001975S/S200020

For and on behalf of the Board

  
**OOMMEN MANI**  
Partner  
Membership No. 234119



  
**T.V. SANDEEP KUMAR REDDY**  
Director  
DIN: 00005573



  
**T. INDIRA REDDY**  
Director  
DIN: 00009906

Place: Hyderabad  
Date: 28-05-2019