torrent POWER

July 15, 2022

To,
Corporate Relationship Department
BSE Limited
14th Floor, P. J. Towers,
Dalal Street, Fort,
Mumbai-400 001
SCRIP CODE: 532779

To,
Listing Department,
National Stock Exchange of India Limited
"Exchange Plaza", C – 1, Block G
Bandra- Kurla Complex, Bandra (East),
Mumbai 400 051
SYMBOL: TORNTPOWER

Dear Sir/ Madam,

Re: Notice of 18th Annual General Meeting ("AGM") alongwith Integrated Annual Report of the Company for FY 2021-22

We would like to inform that 18th AGM of the Members of the Company is scheduled to be held on Monday, August 08, 2022 at 9:30 am IST through Video Conferencing / Other Audio Visual Means in terms of applicable circulars issued by the Ministry of Corporate Affairs and by Securities and Exchange Board of India (SEBI), to transact the businesses, as set out in the Notice of AGM.

Pursuant to Regulation 34 of the SEBI (LODR) Regulations, 2015, we enclose herewith Notice of the AGM alongwith Integrated Annual Report of the Company for FY 2021-22, which is being sent to all the Members of the Company whose e-mail addresses are registered with the Company / Registrar and Transfer Agent / Depository Participant(s).

Further, the Company is pleased to provide e-voting facility to its Members holding shares in physical or dematerialised form, as on the cut-off date i.e. **Monday, August 01, 2022** to cast their votes by electronic means on the resolutions set forth in the Notice of AGM.

Annual Report containing the Notice of AGM is also uploaded on Company's website at www.torrentpower.com.

Kindly take the same on your records.

Thanking you,

Yours faithfully,
For Torrent Power Limited

Torrent Power Limited Ahmedabad

Rahul C. Shah

Rahul Shah
Company Secretary & Compliance Officer
Encl: As above

Torrent Power Limited
Integrated Annual Report 2021-22

torrent POWER

Accelerating Growth **with Sustainability**

ACCELERATING GROWTH WITH SUSTAINABILITY

Since inception, our Company, Torrent Power has steadily expanded its footprint and delivered superior service to customers. Today, we are one of the India's leading integrated power utilities. This growth has been driven by our purpose, guided by our core values and fuelled by the passion and commitment of our people.

We have been able to maximise value creation for our stakeholders through a robust business model. It is our endeavour to align our growth strategy with national and global priorities. We are committed to accelerating our growth by operating with agility, responsibility and sustainability coupled with high governance standards.

India's growing economy, enabling policy framework and ambitions to achieve energy security and self-reliance have created a conducive environment for the accelerated growth of the power sector. We firmly believe that the integration of sustainability into core business strategy and operations is a prerequisite to achieving sustained competitive advantage and leveraging upcoming opportunities. In line with our belief, we have proactively developed and integrated a comprehensive ESG framework covering all relevant sustainability aspects into our business strategy and operations. Our ESG journey is guided by our vision of **"becoming a world-class integrated energy company powering India responsibly and sustainably".**

Our growth strategy is based on the strategic themes of 'Investment in the Company's Growth Engines', 'Achieving Operational Excellence', 'Empowerment of Stakeholders', 'Deployment of Digital Technologies, and 'Taking Responsible Actions'. Our future-focused and holistic strategy framework ensures that we are on track to achieve 'Accelerated Growth with Sustainability'.

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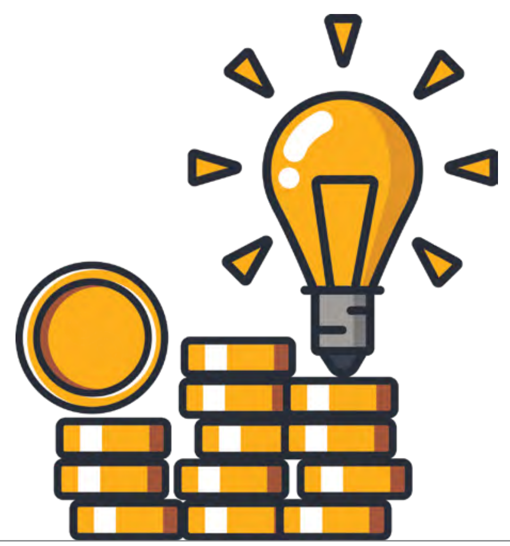

ABOUT THE REPORT

We welcome you to Torrent Power's First Integrated Annual Report for FY22. The Report provides our stakeholders with a holistic view of the business model of the Company and details the sustainable impact we have created for our stakeholders while balancing the needs of people & our planet and ensuring our operations' profitability during the financial year from April 1, 2021 to March 31, 2022. It covers the Company's Vision, Mission and Strategic Themes together with an in-depth and transparent view of both financial and non-financial information. The Report also attempts to present the success and challenges of our value creation journey during this period, including the process to arrive at material issues and subsequently devising a comprehensive ESG strategy to cover a medium to long-term roadmap.

Frameworks Referred

The presentation of the Report is in adherence to the principles and requirements of the International Integrated Reporting Council's (IIRC) <IR> Framework. The report includes sustainability performance data aligned to the 'Core' option of the Global Reporting Initiative (GRI). Other reporting frameworks referred to include Sustainability Accounting Standards Board (SASB) parameters, United Nations Sustainable Development Goals (UN SDGs), National Voluntary Guidelines (NVG) and United Nations Global Compact (UNGC) principles. A linkage to various parameters of such frameworks referred against various GRI indicators is also annexed to this report.

The statutory sections of the Report have been developed in line with the requirements of the Companies Act, 2013 (including the rules made thereunder), Indian Accounting Standards, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards issued by The Institute of Company Secretaries of India.

Reporting Boundary and Scope

The report covers all operations of the Company and its subsidiaries covering Thermal Generation, Renewable Generation, Licensed Distribution, Franchised Distribution, Transmission and Cables manufacturing business. The focus is to report on Key Material Topics identified through a systematic process by engaging various stakeholders.

Responsibility Statement

The Board of Directors acknowledge their accountability for the integrity and completeness of the Report, including its presentation, which is guided by the <IR> framework.

Feedback

In line with our goal to accelerate our sustainability journey in partnership with our stakeholders, we seek your valuable feedback and suggestions to continually improve our reporting standards and related processes. Please send in your suggestions to esg@torrentpower.com.

Forward-looking Statements

Certain statements in this Report may be forward-looking. Actual outcomes may vary from those expressed or implied. The Company assumes no responsibility to publicly amend, modify, update or revise any such statements on the basis of subsequent developments, information or events.

OUR CORE VALUES

We believe in and build upon six core values of Integrity, Passion for Excellence, Participative Decision Making, Concern for Society & Environment, Fairness with Care and Transparency.

Each of these timeless values act as our pillars of strength and ensure our longevity.

INTEGRITY

When truth is paramount

Thoughts and actions entail doing the right thing at all times and in all circumstances, whether or not anyone is watching. This requires inner courage and conviction, no matter what the consequences are. It is honouring one's commitments and being accountable for one's actions, end-to-end.

PASSION FOR EXCELLENCE

When best is not enough

Passion for excellence means not doing extra-ordinary things, but doing ordinary things in all pursuits exceedingly well. Passion and excellence are forces that fuel each other on the exclusive path to leadership. As we are what we repeatedly do, excellence then is not an act, but a habit.

PARTICIPATIVE DECISION MAKING

Involvement that engenders effectiveness

An ideal organisation facilitates participation and involvement of each of its members in various decision making processes, thus ensuring their commitment to such decisions as well as their outcome. It provides a platform for seeking and nurturing constructive ideas from individuals, teams and units which eventually yields exceptional results.

CONCERN FOR SOCIETY AND ENVIRONMENT

When every smile matters

Concern for Society & Environment is a sense of responsibility. Contribution to society defines our existence. It entails making a difference in the quality of lives and environment surrounding us. It is important to encourage fellow members on collective as well as individual basis to fulfil the responsibility of leaving behind a world rich in flora and fauna, time tested values and ideals and above all, in social fervour for our future generations.

FAIRNESS WITH CARE

Harnessing equality

Fairness and Care towards all fellow members are inextricably linked. Weaving the threads of equality, irrespective of caste, creed, religion and gender, into the day to day fabric, ensures fairness for each and every individual. Empathic care recognises the needs and aspirations of all. Only such fairness and care eventually lead fellow members to the dawn of eternal success.

TRANSPARENCY

Openness that builds enduring trust

Transparency implies openness. It is the opposite of secrecy. It encourages more informed decision making and aids in creating enduring trust among all stakeholders.

CHAIRMAN'S MESSAGE

Accelerating responsible growth for a sustainable future

Dear Stakeholders,

On behalf of the Torrent Power family, I welcome you to our first Integrated Annual Report that provides you with a view of our financial and non-financial performance for FY22. As a Company, we have always believed that we must create lasting value beyond financial returns for our stakeholders. This report shares the progress and challenges we have faced as we accelerated our growth with sustainability in the reporting year. This report also marks an important milestone in our continuous efforts to provide stakeholders with comprehensive and transparent information about the Company.

POWER SECTOR SCENARIO

As the pandemic ebbed, FY22 offered us new opportunities coupled with some challenges. The year started with a favourable outlook with a spike in power demand. In the first half of the year, we saw a growth in power demand of around 12%, highest in the decade. However, the growth trajectory soon derailed due to supply constraints of coal accompanied by high fuel prices of coal and gas. The Russia-Ukraine conflict and economic sanctions on Russia further impacted the situation. This was a year of power crisis where we saw load curtailment in some states due to the non-availability of fuel accompanied by a sharp increase in power rates. The rates were so high that the regulators had to intervene and cap power prices. The successive waves of the Covid-19 pandemic throughout the year heightened business continuity concerns. However, the resilience of our teams and the efficiency of our plants enabled us to deliver on our commitments to customers and other stakeholders despite these challenges.

Against the growing challenges of climate change, a paradigm shift to responsible energy generation, distribution and consumption is underway. The recent geopolitical conflicts reinstated the need for a swifter transition to cleaner fuels, which is imperative for sustainable development. Countries around the globe are trying to reduce their reliance on fossil fuels and increase the concentration of renewables in their energy portfolio. India is also targeting about 500 GW of installed renewable energy capacity by 2030. Our country has been a leader in renewable energy installation and will likely lead the world on this journey to clean energy in the coming years. Various efforts by the Government to promote the use of clean energy and reduce carbon footprint through multiple initiatives will accelerate India's move towards net-zero carbon emission by 2070.

The development of critical infrastructure sustains economic growth. The welfare of our people is intrinsically linked with the availability of adequate power generation capabilities and supplies. India has seen a GDP growth of 8.70% in FY22 which was led by public and private investments. The pace of infrastructure development and demand for electricity has also increased rapidly. This has led to an urgent need to scale installed power generation capacities and expand distribution, transmission and grid infrastructure. These efforts must be facilitated by adequate government support through pragmatic power sector reforms and private sector investments.

ACCELERATING GROWTH WITH SUSTAINABILITY AT TORRENT POWER

Sustainable Growth

We are one of the industry leaders with integrated operations across power generation, transmission and distribution. During FY22, we grew our operational footprint inorganically through several strategic acquisitions to address the changing needs of our stakeholders and the dynamic external environment.

During the year, our Company successfully completed the acquisition of 51% stake in the power distribution company of Dadra & Nagar Haveli and Daman & Diu union territory spanning an area of 603 sq. kms. The target company distributes 9 billion units of power and has annual sales of ₹4,500 Crore. Your Company has been managing these operations from April 1, 2022 and supplying electricity to around 1.5 lakh customers.

During the year, our Company also expanded its Renewable Energy portfolio (both solar and wind) by acquiring 231 MW of additional capacities. With such acquisition, the Company's renewable asset base grew to 1,018 MW and expanded our reach to the new states of Rajasthan and Madhya Pradesh. We have another 565 MW of renewable projects in the pipeline.

These investments will help us grow sustainably and profitably, creating value for our stakeholders in the medium and long term.

Operational and Financial Highlights FY22

We are led by our mission of powering India's economic growth and equitable development through access to reliable energy. We continued to deliver uninterrupted power supply to our customers – even in a year marked by a power crisis. Our efficient operations ensured that our distribution losses at licensed distribution remain one of the world's lowest at 3.9%. Our gas-based generation business had modest operations given fuel supply constraints, while the coal-based plant performed much better than last year because of resurgence in demand.

In FY22, our Earnings before Interest, Depreciation, Tax and exceptional items was higher by 6.1% compared to the previous year. The financials include a one-time non-cash charge of ₹1,300 Crore as a result of impairment of the DGEN plant. Excluding such impairment charges (net of tax), the adjusted Total Comprehensive Income (TCI) for FY22 remained higher at ₹1,389 Crore compared to ₹1,300 Crore for FY21. Company's financial performance is described in greater detail in the Management Discussion and Analysis section of this report.

Strengthening the Social Pillar

Since our inception, ensuring the safety and well-being of our employees, communities, customers and other stakeholders has been our priority. Our well-structured policies and ingrained safety culture have allowed us to operate with stringent safety measures serving the interests of all our stakeholders.

During the year, we won the British Safety Council's prestigious Sword of Honour award for excellence in health and safety and the Globe of Honour award for environmental sustainability. These recognitions testify to our high operational health and safety standards and environmental management policies and processes. We achieved five stars (>92% score) in the British Safety Council's audit and are one of just five organisations worldwide (of which only two, including Torrent Power, are electric utilities) to receive both these prestigious recognitions in 2021. Further, we are the second Company ever from India to win both these accolades in a single year, a remarkable achievement by no means.

Employees are our strength and their determination and contributions have made us one of the leading power utilities in India. We strive to foster the holistic development of our employees to create a future-ready workforce. A conducive and safe workplace keeps our employees motivated and increases productivity, leading to higher operational efficiencies and customer delight. We are focused on building a workplace where diversity is respected and actively encourage women's participation in the workforce. This year, women constituted approximately 20% of the talent we recruited.

We are committed to partnering with our community to help them grow as we expand our business. Through the reporting year, we sharpened our focus on our community engagements and CSR endeavours. Various initiatives were undertaken to expand our flagship CSR platform – REACH (Reach EAch CHild), which focuses on paediatric and women's care. Other CSR programmes of the group, including Sikshasetu, a teaching and learning initiative, Pratiti focusing on park development and maintenance and Abhivyakti, which promotes art and culture, are also making a tangible difference in the lives of our community members.

BUILDING A FUTURE-FIT COMPANY

Our focus on balancing financial and non-financial priorities and risk management is strengthening the foundation of our business and is critical for our continued success. We will continue looking for new opportunities in the distribution and transmission sectors through privatisation or franchising of distribution areas. We aim to increase our renewable portfolio through new bids or acquisitions in the coming years. As always, we remain steadfast in our commitment to good governance, a customer-centric approach and creating sustainable value for our stakeholders.

I express my gratitude to our stakeholders for their trust and faith in Torrent Power. With your support, we are firmly placed to take your Company forward on a path of financial progress and a sustainable future.

Best wishes,
Samir Mehta
Chairman

KEY PERFORMANCE HIGHLIGHTS

Our sound strategies that balance our stakeholders' short, medium and long-term needs have allowed us to perform on the financial and non-financial parameters consistently. We are driven by our passion for excellence and a firm belief of care & concern for society and the environment. Our performance has delivered on stakeholder expectations year after year on significant parameters like operational efficiency, customer service and ethical & transparent operations. While financial and operational highlights have been presented during the past years, in the current report we also highlight the performance on non-financial parameters. Despite challenges related to the pandemic, high fuel prices, coal shortages and other external threats, we have ensured an uninterrupted power supply to our customers across our operational markets. As we take proactive steps to strengthen our capabilities across the energy value chain, we continue to be led by our mission to impact lives positively.

FINANCIAL PERFORMANCE HIGHLIGHTS

Market Capitalization
₹23,642 Crore
[Previous year – ₹20,365 Crore]
3 year CAGR – 24%

Revenue from operations
₹14,258 Crore
[Previous year – ₹12,173 Crore]

Return on net worth*
13.20%
[Previous year – 12.68%]

Debt to Equity
0.83
[Previous year – 0.73]

Profit after tax*
₹1,387 Crore
[Previous year – ₹1,296 Crore]

Capital Expenditure
₹1,906 Crore
[Previous year – ₹1,358 Crore]

Credit rating
CRISIL AA+/ Stable
(Upgraded from 'CRISIL AA/ Stable' in previous year)

*before exceptional items.

OPERATIONAL PERFORMANCE HIGHLIGHTS

4,110 MW
Operational Generation Capacity

231 MW
Renewable capacity acquired

565 MW
Renewable Generation Capacity in pipeline

603 sq. km
51% stake acquired in licensed distribution area of Dadra & Nagar Haveli and Daman & Diu

3.93%
Distribution Losses at Licensed Distribution

17 BN
Units power distributed in licensed and franchised distribution area

4 MN
Total no. of consumers served

24X7
Power Availability

>99%
Power Reliability

~100%
Collection efficiency in distribution areas

SUSTAINABILITY PERFORMANCE HIGHLIGHTS

ENVIRONMENT

01 **> 90% clean energy** generation capacity

02 **43%** of green cover in generation power plants against statutory limit of 33%

03 Our Licensed distribution units won **British Safety Council's Globe of Honour Award**

04 **>87%** of total waste is diverted from disposal

05 **100% of power generation** facilities are Zero Liquid Discharge (ZLD)

06 **0.13 tCO_2e/GJ GHG Emissions** Intensity

07 **~1.14 lakh m³** of rain water harvested during the year

08 **100%** fly ash utilisation in thermal power plants

SOCIAL

01 **7,603** Total Workforce

02 **₹57 Crore** Expenditure incurred towards Community Development

03 **>93%** of employees trained during the year

04 **20% women** in total recruitment during the year

05 **38,372 hrs** of safety training provided during the year

06 **100%** of customer's complaints resolved within prescribed time

07 Our licensed distribution units **won British Safety Council's Sword** of Honour & Gas-based generation facilities got **5 star rating** for the 2nd time under Health and Safety audit

GOVERNANCE

Formation of Sustainability Committee

>55% Independent Directors

33% Women Directors

COMPANY OVERVIEW

Torrent Power is one of India's leading private integrated power utilities having a presence in power generation, transmission and distribution business. Additionally, we manufacture and supply high-quality power cables. Our operations span over six states of India - Gujarat, Maharashtra, Uttar Pradesh, Karnataka, Rajasthan and Madhya Pradesh and one union territory of Dadra & Nagar Haveli and Daman & Diu. Our broad spectrum of capabilities offers us an unmatched advantage to efficiently provide electricity to our customers and deliver a superior experience.

GENERATION

We have an aggregate operational generation capacity of 4,110 MW at present, with a distinctive mix of coal-based, gas-based, solar and wind power plants. Further, 565 MW of renewable capacity is in pipeline.

362 MW Coal-based Thermal Generation + **2,730 MW** Gas-based Thermal Generation = **3,092 MW** Total Thermal Generation Capacity

213 MW Solar Generation + **805 MW** Wind Generation = **1,018 MW** Total Renewable Generation Capacity

4,110 MW Total Operational Generation Capacity

\+

565 MW Renewable Capacity in pipeline consisting 450 MW Solar power and 115 MW Wind

In FY22, we acquired three renewable projects in line with our strategic objective to strengthen our renewables business, allowing us to expand our operational renewable portfolio by 231 MW.

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DISTRIBUTION

Our unrelenting focus on service excellence and customer experience is best demonstrated by providing continuous power supply at >99.9% power availability in the licensed areas of Ahmedabad, Gandhinagar, Surat and Dahej SEZ. We take pride in maintaining our track record of supplying power 24X7 in our licensed areas of operations. Distribution losses at licensed distribution areas have declined to ~3.93%, one of the best globally. Our technology investments and operational farsight have enabled us to achieve operational excellence. As a licensee, we are also establishing a distribution network in the Dholera Special Investment Region (DSIR), which spans 920 sq. km.

In our Franchised Distribution business, our focus is on expanding and upgrading the network in existing areas of Bhiwandi and Agra and improving the operations in the areas of Shil, Mumbra & Kalwa to serve electricity demand with minimum AT&C losses.

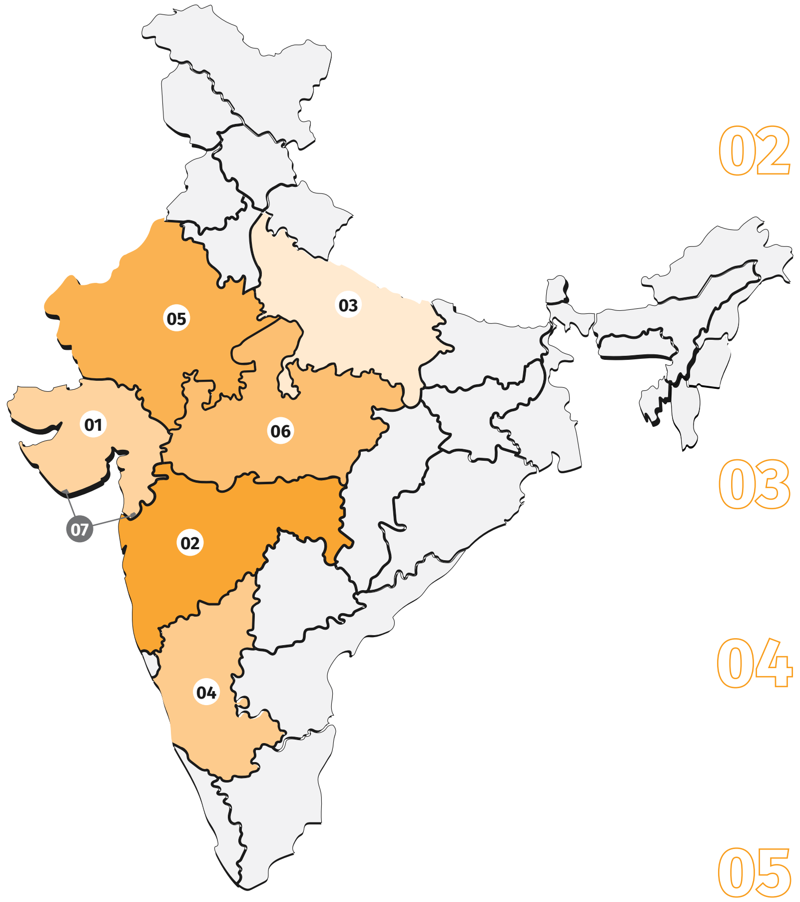
> In line with our strategic intent to grow our distribution business, we have acquired 51% equity share capital of Dadra & Nagar Haveli and Daman & Diu Power Distribution Corporation Limited, with operations taken over with effect from April 01, 2022. With this acquisition, we now supply electricity to additional 0.2 million customers spread over 603 sq.km.

TRANSMISSION

We operate 249 km and 105 km of 400 kV double circuit transmission lines and 128 km of 220 kV double circuit transmission lines for transmission of power generated at our gas-based power plants to various off-take centres.

Aerial view of SUGEN, UNOSUGEN and GENSU plants

GEOGRAPHICAL FOOTPRINT



01 GUJARAT

AMGEN (362 MW)	Sabarmati, Ahmedabad
DGEN (1200 MW)	Dahej, Bharuch
SUGEN & UNOSUGEN (1530 MW)	Kamrej, Surat
Wind (49.6 MW)	Jamnagar
Wind (251.6 MW)	Kutch
Wind (50.9 MW)	Rajkot
Wind (50.4 MW)	Bhavnagar
Wind (26 MW)	Surendranagar
Wind (70 MW)	Amreli and Rajkot
Solar (87 MW)	Kamrej, Surat
Solar (25 MW)	Surendranagar
Solar (51 MW)	Patan

Ahmedabad and Gandhinagar
Surat
Dahej SEZ
Dholera

02 MAHARASHTRA

Wind (126 MW)	Osmanabad
Solar (50 MW)	Solapur

Bhiwandi
Shil, Mumbra and Kalwa

03 UTTAR PRADESH

Agra

04 KARNATAKA

Wind (120 MW)	Gulbarga and Raichur, Karnataka

05 RAJASTHAN

Wind (24 MW)	Jaisalmer

06 MADHYA PRADESH

Wind (36 MW)	Mandsaur

07 DADRA & NAGAR HAVELI AND DAMAN & DIU

Dadra & Nagar Haveli and Daman & Diu

Legends

Power Generation

Gas
Coal
Wind
Solar

● Distribution Licensee ● Distribution Franchisee

AWARDS & CERTIFICATIONS

Awards are more than a pat on the back; they create value for the Company by enhancing our reputation and providing an additional reason to our stakeholders to take pride in being associated with Torrent Power. On the other hand, certifications assure our stakeholders of the hallmark quality of our operations. At Torrent Power, we have always worked with "Passion for Excellence"- one of our Core Values and a testimony of the same is reflected in the awards and certifications we received in FY22.

British Safety Council's prestigious

"Sword of Honour"

award for achieving excellence in the field of health and safety for Ahmedabad, Gandhinagar and Surat distribution operations and Gas-based generation facilities

"Globe of Honour"

award in the field of environmental sustainability for Ahmedabad, Gandhinagar and Surat distribution operations

BRITISH SAFETY COUNCIL

Five Star Occupational Health and Safety

Torrent Power has become first DISCOM in India to achieve **five-star rating** in Health and Safety under British Safety Council's Audit.

Our Gas-based generation facilities have also received a **five-star rating** for the 2nd time in a row under British Safety Council's Health and Safety Audit.

To compete for the "Sword of Honour" and "Globe of Honour" awards, an organisation goes through an exhaustive audit program in health, safety and environment. The organisation must demonstrate, to an independent panel of experts, its excellence in health & safety and environmental management throughout the business and must also achieve five stars (>92% score) in the British Safety Council's rigorous audit scheme. Our organisation is one of just 5 organisations (of which only two including Torrent Power are electric utilities) worldwide to receive both these prestigious recognitions. Torrent Power is only the second company ever from India to win both these accolades in a single year.

Our licensed distribution units have completed the 2nd Surveillance Audit for Integrated Management System (IMS) recertification. Our thermal plants are also IMS certified covering following certifications:

ISO 9001:2015 Quality Management System

ISO 50001:2018 Energy Management System

ISO 14001:2015 Environment Management System

ISO 45001:2018 Occupational Health and Safety Management System

ISO 55001:2014 Asset Management System (For gas-based generation facilities)

ISO 27001 Information Security Management System (for gas-based generation)

Gas-based Generation Plants have implemented 5S (Workplace Management System) and have been certified by the **Quality Circle Forum of India (QCFI)** and **Union of Japanese Scientists and Engineers (JUSE)**

NABL ACCREDITED

Meter testing laboratories at distribution units are **accredited by NABL** and comply with the requirements of international standards for testing and calibration laboratories **ISO 17025:2005**

QCFI

Awards won in Annual Convention on Quality Concepts-2021 Competition held by QCFI across various chapters:

- **"GOLD"** by SUGEN team under 'KAIZEN' Competition
- **"GOLD"** by DGEN team under 'Five S' Competition
- **"GOLD"** by AMGEN team under '5S creativity/ Kaizen' Competition
- **"SILVER"** by AMGEN team under 'Allied Quality Concept' Competition

Health and Safety systems at SUGEN have been appreciated by the National Safety Council of India with the **"Prashansha Patra"** award

The learning centre of AMGEN is CEA (Central Electricity Authority, New Delhi) recognised Category-I Training Centre since 1987. CEA has issued a certificate of recognition for five years till March 31, 2024.

Eat Right India

AMGEN received **'Eat Right Campus'** certification from FSSAI with a five-star rating

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CORPORATE GOVERNANCE

Leading with Robust Governance

At Torrent Power, we believe that adopting robust governance principles goes beyond compliance requirements and is extremely vital for growing sustainable business. Ethical, transparent and accountable business conduct has earned us our stakeholders' trust and investor confidence. We have stringent policies that mandate that we lead with ethics and principles of good business conduct in all our actions. Our Code of Conduct lays down the guidelines for business conduct aligned to our value system and regulatory requirements. It guides members of the Board and employees to recognise and deal with critical ethical issues and fosters a culture of honesty and accountability.

Our Core Governance Principles = Transparency, Integrity & Accountabilty

These principles continue to be the cornerstone of our success as we accelerate growth with sustainability. Further, timely and transparent disclosures enable our stakeholders, including investors, to understand and assess our financial and non-financial performance in line with established governance practices.

BOARD OF DIRECTORS

A well-instituted and vigilant Board to provide oversight and lead the way to weave sound governance principles in day-to-day operations is imperative for an organisation's success. Our Board provides strategic direction to steer our business ahead through efficient and profitable operations besides serving as custodians of good governance.

A Strong Board

- A diverse board, rich in experience with varied professional experience and academic background
- Our nine-member Board has an optimum combination of Executive and Non-Executive Directors, including three Women Directors*
- More than 75% of the Board members are Non-Executive*
- More than 55% of the Board members are Independent Directors*
- 33% of the Board are Women Directors*

**As of March 31, 2022.*

The Board oversees all strategic, operational and functional parameters of our Company. It ensures we run and grow our business in line with our stated goals and create long-term sustainable value for our stakeholders.

BOARD COMMITTEES

Board Committees chaired by Independent Directors bring specific domain expertise to facilitate timely decision making with due consideration to inherent or external risks. They provide recommendations on various issues relevant to our short, medium and long-term needs after thorough evaluations. Together, the Board and its committees play a crucial role in helping us improve our performance efficiency and running transparent operations.

With a view to achieving our ESG goals, the Company has, during the year, enhanced the terms of reference of the CSR committee and re-designated the Committee as CSR and Sustainability Committee.

- **A** — **Audit Committee** 100% Independent Directors
- **N** — **Nomination and Remuneration Committee** 67% Independent Directors
- **R** — **Risk Management Comittee** 75% Independent Directors
- **C** — **CSR & Sustainability Committee** 67% Independent Directors
- **S** — **Stakeholder Relationship Committee** 33% Independent Directors
- **D** — **Committee of Directors**

Chairman | Member | w.e.f. 11th May 2022

Meet our Board

SUDHIR MEHTA

N

Mr. Sudhir Mehta, Chairman Emeritus of ₹22,500 Crore Torrent Group, is the driving force behind its strong presence in Pharma and Power sectors. Born in 1954, Mr. Sudhir Mehta formally joined the family business in the early 70s.

After completing his education, Mr. Mehta joined his father in managing the affairs of Torrent Pharma and began learning the nuances of business and management under his watchful eyes. He brought great dynamism and large business acumen to the Group, resulting in the initial success of Torrent Pharma, the flagship company of the Torrent Group. He was instrumental in the commissioning of its first manufacturing facility at Ahmedabad and bagging the first export order to Russia. In recognition of its superior performance, Torrent Pharma earned the President's award for highest pharmaceuticals exports of ₹1,570 million in FY 1991-92.

The astute businessman in Mr. Mehta was quick to foresee the emerging opportunities in the power sector. He led Torrent's foray into this sector by acquiring the ailing Mahendra Cables in the late 80's, TCL Cables Private Limited. This was followed by the acquisition of Ahmedabad Electricity Company and Surat Electricity Company in the early 90's, now part of Torrent Power Limited. Over the years, he planned strategies and built resources with the aim of making Torrent Power a leader in this sector. As a result of his efforts, a 655 MW dual fuel combined cycle power project was commissioned within stipulated cost and time.

Mr. Mehta took over as the Chairman of the Torrent Group in 1998 after the demise of his father, Mr. UN Mehta. Under the able leadership of Mr. Mehta, Torrent Group has since grown into a leading business group.

Torrent Pharma today has a strong presence in various therapeutic segments with seven world-class operational manufacturing plants and a state-of-the-art research centre. Torrent Pharma's global operations are spread across 40 countries with wholly owned subsidiaries in most major markets. The acquisition of Elder Pharma's Indian branded business in 2013, the Dermaceutical business of Zyg Pharma in 2015, the API plant of Glochem Industries in 2016, women healthcare brands from Novartis and Unichem's Indian branded business and its Sikkim Plant in 2017 further strengthened Torrent Pharma's position.

Alongside, Torrent Power today has a strong foothold in generation, distribution and transmission segments. The Company now has an aggregate installed generation capacity of ~4.1 GW, largely consisting of clean sources such as gas (2.7 GW) and renewables (1.0 GW). It distributes nearly 26 billion units of power per annum including units distributed at Dadra & Nagar Haveli and Daman & Diu and caters to a peak demand of approximately 4,850 MW to over 4 million customers across 12 cities.

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SAMIR MEHTA

S D

Mr. Samir Mehta, 58, is the Chairman of ₹22,500 Crore Torrent Group.

Under his leadership, Torrent Pharma took several strategic initiatives, including forays into new therapies and geographies, large investments in product development infrastructure and capabilities, and building state-of-the-art manufacturing facilities and acquisitions, thus establishing Torrent as one of India's fast growing and well-respected Pharma majors. His emphasis on professional organisational design, precise execution and operational efficiencies has built a strong and globally competitive generic business platform in Torrent Pharma.

Mr. Mehta has also guided the Group's entry and growth in the power sector. Torrent Power has systematically improved its performance on all efficiency parameters and ranks amongst the best run power utilities in the country. His emphasis on efficiency and reliability has led the Company to demonstrate exemplary operational capabilities and high customer orientation, thus setting new benchmarks in the sector and attracting many accolades.

In a move to expand its business presence, Mr. Mehta mentored the Group's entry into the emerging City Gas Distribution (CGD) sector by participating in bidding rounds for new areas and acquiring existing CGD entities. In a short span, Torrent has established an investment plan of ₹10,000 Crore and started rolling out its network across 17 geographical areas in India.

Much before the current emphasis on CSR, Mr. Mehta always conducted business in a socially responsible way, giving a new dimension to the traditional meaning of CSR. He has emphasised environmental responsibility in industrial operations and the creation of local livelihoods in the influence areas of Torrent establishments. His belief that improving community health and school education of the underprivileged class are powerful instruments for social empowerment and upliftment has driven much of the Group's investments in CSR activities.

With a fine blend of business acumen and cautious entrepreneurial optimism, Mr. Mehta has positively influenced all aspects of the Group culture with his contemporary outlook and innovative ideas. Torrent Group has established a reputation for being employee-centric and, above all, fair and humane in all its dealings.

PANKAJ PATEL

N S

Mr. Pankaj Patel is the Chairman of Zydus Lifesciences Limited, an innovation-driven, global healthcare company with operations in more than 50 countries worldwide. A stalwart and a visionary, Mr. Pankaj Patel combines both research and techno-commercial expertise. Mr. Patel has been nominated as a Member of the Mission Steering Group (MSG), the highest policy making and steering body constituted under the National Health Mission (NHM) and of the Drug Technical Advisory Board by the Ministry of Health & Family Welfare, Govt. of India, New Delhi. Mr. Patel is also on the Board of Invest India. Mr. Patel is also the Past President of the Federation of Indian Chamber of Commerce & Industry (FICCI).

He is a Member of the Board of Governors of the Indian Institute of Management (IIM), Ahmedabad. He is also the Chairman of the Board of Governors and Society, IIM, Udaipur. Mr. Patel is currently on the Governing Board of Ahmedabad University, CEPT and the Chairman of the School of Life Sciences - Ahmedabad University. He is also a Member of the Board of the Narsee Monjee Institute of Management Studies, a Member of the Governing Board of the Gujarat Law Society, Nirma University and the Anant National University, Ahmedabad.

Mr. Pankaj Patel is the Executive Chairman, Vice President and Trustee of the Gujarat Cancer Society and Chairman of the Gujarat Cancer and Research Institute, a Regional Cancer Centre and one of the largest cancer centres in India, reaching out to the needy and underprivileged cancer patients. He also officiates as the Chairman of the Deaf and Mute School, Ahmedabad.

SAMIR BARUA

A C R

Samir Kumar Barua was Director of IIMA (2007-2013) and Professor at IIMA (1980-2016).

Academic Qualification: M. Tech. (IIT Kanpur) in Industrial Engineering and Operations Research and PhD in Management (IIM Ahmedabad).

His academic and professional pursuits span several disciplines and functional areas in management, including corporate strategy, corporate governance, capital markets, portfolio theory, international finance, operations management, and decision sciences. He has been visiting faculty in academic institutions in several countries. He has extensive experience in designing and conducting national and international executive training programmes. He has co-authored two books, over 200 papers and articles and over 60 case studies in management.

He has been a consultant to many public and private organisations in the manufacturing, banking, energy and financial sectors. He has prepared policy papers for the finance minister, Ministry of Finance, Government of India; Reserve Bank of India (RBI); Securities Exchange Board of India (SEBI) in the areas of banking and capital markets. He has served as a member of several policy making committees set up by the government, including those on Reforms of Indian Capital Markets; Reforms of the Media Sector; Pricing of Petroleum Products. He was a member of the Committee set up by FICCI for preparing a Report on Reforms of Stock Exchanges.

He has been a member of the Technical Committee on Government Securities of RBI; Risk Management Group for Equities constituted by SEBI; Steering Committee and the Curriculum Committee on Certification for trading in Financial Markets of NSE; Governing Board of Bombay Stock Exchange; Derivatives Market Council of BSE; Index Committee of BSE; Governing Board of Foundation for Research on Portfolio Management of ICFAI; Technical Advisory Committee on Monetary Policy of RBI. He was a member of the Expert Committee on Pricing of Petroleum Products of the Government of India. He has worked with several Ministries of Government of India in diverse professional capacities.

He has served on the Board of over 25 corporate and non-corporate entities, that include fortune 500 companies and international organisations. He has been on the governing boards of several academic and training institutions. He is actively associated with several start-up ventures.

KEKI MISTRY

A

Mr. Keki Mistry joined as an Independent Director on the Board on January 28, 2010. He is a Member of the Audit Committee of the Board.

Born in 1954, Mr. Keki M. Mistry is a Fellow member of The Institute of Chartered Accountants of India. A renowned professional with over four decades of varied work experience in the banking and financial services domain, he is currently the Vice Chairman and CEO of Housing Development Finance Corporation Limited (HDFC). He is also the Non-Executive Chairman on the Board of Directors of HDFC ERGO General Insurance Company Ltd.

As a part of HDFC's core management team, Mr. Keki Mistry has played a critical role in the successful transformation of HDFC into India's leading integrated financial services conglomerate by facilitating the formation of companies including HDFC Bank Ltd., HDFC Asset Management Company Ltd., HDFC Life Insurance Company Ltd. and HDFC ERGO General Insurance Company Ltd.

He is currently a member of the Primary Markets Advisory Committee set up by the Securities and Exchange Board of India (SEBI). He was the Chairman of the CII National Council on Corporate Governance for five years (2016-17 to 2017-18 and 2019-20 to 2021-22).

USHA SANGWAN

A C R

Born in 1958, Usha Sangwan, 63 years, was the first ever woman Managing Director of LIC of India, the largest life insurer in the world in terms of number of customers. She is a postgraduate in Economics, a postgraduate Diploma holder in Human Resource Management and a Licentiate from the Insurance Institute of India. She joined LIC of India in 1981 as a Direct Recruit Officer and handled various important positions during her 37 years stint with LIC, finally reaching the top position of Managing Director.

She has worked in all core areas of life insurance, including Marketing, Personnel, Operations, Housing Finance, Group Business, Direct Marketing, International Operations, Corporate Communications, Investment-Risk Management and Research, Investment – Monitoring & Accounts, Customer Relationship, New Business and Reinsurance, Corporate Planning, Estate, Office Services, Health Insurance and HRD. Her expertise lies in analytics, strategy, execution, people skill, customer centricity, use of technology, particularly in marketing and servicing and setting up of systems.

She was also a Board member of various national and international companies. Prominent among them are Axis Bank, Bombay Stock Exchange, Grasim Industries, Ambuja Cements, Ultratech Cement, GIC-RE, Voltas, LIC International Bahrain, Singapore, Nepal and Sri Lanka.

Presently she is an Independent Director on the Board of Godrej Housing Finance, Trident Ltd, and SBI Life. She is a member of the Bank Board Bureau set up by the Government of India. She is a member of the Women Empowerment Programme of Niti Aayog, Government of India, a Member of the BCCI Fempower programme and a chartered member of the Association of International Wealth Managers. She was also a jury member to select Women Transforming India by Niti Ayog and a Jury member to select the top 100 Women in Finance by AIWMI. She has travelled nationally and internationally widely.

She was featured in Forbes magazine as one of Asia's top 50 power business women. She has also been awarded the Most Powerful Business Woman Award by Business Today for three years consecutively. She was featured in Business World, Femina and on the cover page of Beaurocracy. She was honoured by 92.7 Big FM, Colour TV, Dun & Bradstreet and Loksatta, among others.

RADHIKA HARIBHAKTI

A C N R

Smt. Radhika Haribhakti joined as Non-Executive Independent Director on the Board on August 7, 2021.

Smt. Haribhakti is 63 years of age and has over 30 years of experience in Commercial and Investment Banking with Bank of America, JM Morgan Stanley and DSP Merrill Lynch. She has advised several large corporates and led their Equity and Debt offerings in Domestic as well as International Capital Markets. She now offers advisory services as RH Financial but is primarily engaged as an Independent Director on multiple Boards.

She graduated in Commerce from Gujarat University and did her Post Graduate in Management from the Indian Institute of Management, Ahmedabad (IIMA).

She is an Independent Director on the Boards of EIH Associated Hotels Limited, ICRA Limited, Navin Fluorine International Limited, Rain Industries Limited and Pipeline Infrastructure Limited.

She has also been closely associated with issues of Women Empowerment and financial inclusion and has served on the Boards of non-profits for over 18 years, including 12 years as Chairperson.

MAMTA VERMA, IAS

Smt. Mamta Verma, IAS, joined as Non-Executive Director on the Board on August 7, 2021.

Smt. Mamta Verma, IAS, 49 years is MA with Psychology and has done Masters of Public Policies from Minneapolis Hubert H. Humphrey School of Public Affairs, U.S.A. She is a Senior IAS Officer having rich experience in the field of Management & Administration. She has held positions in GoG such as Collector, District Development Officer, Additional Chief Executive, Additional Industries Commissioner, Special Commissioner, Commercial Taxes, Industries Commissioner, Director & Municipal Administrator, Chief Executive Officer of Ahmedabad Urban Development Authority (AUDA) and Gujarat Urban Development Corporation (GUDA), Principal Secretary, Tourism, Yatradham and Civil Aviation.

During her tenure as Industries Commissioner and Chairperson of Industrial Extension Bureau, she was instrumental in implementation and execution of some of the most path-breaking reforms and initiatives of government of India such as "Ease of Doing Business Reforms" as well as "Competitive Ranking of Startups".

Presently she is Principal Secretary, Energy & Petrochemicals Department, Gandhinagar. Prior to her present assignment she was also instrumental in formulating policies such as Industrial Policy, 2015, Heritage Policy etc. and started as Industrial Commissioner and also acted as Principal Secretary, Tourism, Yatradham, Civil Aviation.

KETAN DALAL

A R

Mr. Ketan Dalal joined as Non-Executive Independent Director on the Board on May 11, 2022.

Ketan Dalal, 65, is a veteran Chartered Accountant with 40 years of extensive experience in taxation, corporate and investment structuring, including mergers and acquisitions. He was the Joint Head, Tax, All India and the Managing Partner (West) and a member of the India Leadership Team at PwC India. Since April'17, he has been independently pursuing his professional interests and runs a boutique Structuring and Tax firm, Katalyst Advisors Pvt. Ltd.

He was a member of the "Working Group on Non-Resident Taxation" formed by the Ministry of Finance, Government of India in 2003. He has also served on various committees of several professional and business organisations. He was a member of SEBI committees, including the High Powered Advisory Committee (HPAC) on Consent Orders and Compounding.

He has been listed among India's leading tax advisors in International Tax Review, a leading global magazine on international tax policy and offers advice around the world. He has written several books and articles, including the "Indian Taxation Decoded - An MNC Perspective" in 2018.

JINAL MEHTA

C S D

Jinal Mehta, 39, is the Managing Director of the Company. He has done his Bachelor of Business Studies (BBS) and Master of Business Administration (MBA) from the University of Technology Sydney (UTS), Sydney, Australia.

He has more than 15 years of experience across all facets of the power sector – generation, transmission and distribution. He was involved during the project and operations phases of the 1,147.5 MW SUGEN Mega Power Project and 382.5 MW SUGEN Expansion (i.e. UNOSUGEN). Subsequently, he was responsible for the implementation of the 1,200 MW DGEN Mega Power Project. Thereafter, he took charge of the Company's distribution business in April'14 and led significant operational improvements in both the licensed and franchised distribution businesses in terms of network modernisation, reduction in AT&C losses, improved customer services and timely regulatory approvals for recovery of costs. Under his leadership, the Company grew its Distribution business further by obtaining a distribution license for Dholera Special Industrial Region (SIR) and the Union Territory of Dadra & Nagar Haveli and Daman & Diu, and was appointed as the Distribution Franchisee by MSEDCL for Shil, Mumbra & Kalwa (SMK) in Thane District. During his leadership, Torrent Power has strengthened its leadership position in the Power Distribution business and distributes nearly 26 billion units of power per annum including units distributed at Dadra & Nagar Haveli and Daman & Diu and caters to a peak demand of approx. 4,850 MW to over 4 million customers across 12 cities.

Apart from conventional generation, transmission and distribution, his contribution to growing renewable capacity, both Solar and Wind Power, has resulted in renewable energy becoming a significant part of our generation portfolio today with plans for further growth. Accelerated commitment to increase the renewable portfolio has enabled the Company to undertake several acquisitions, during the period, with an aggregate capacity of 231 MW. With these acquisitions, the Company now has an aggregate installed generation capacity of ~4.1 GW, which consists largely of clean generation sources such as gas (2.7 GW) and renewables (1.0 GW).

OUR ESG GOVERNANCE FRAMEWORK

CSR and Sustainability Committee

The Board Committee acts as the apex committee providing leadership on the organisation's sustainability agenda and future goals.

ESG Steering Committee

Responsible for sustainability goal-setting and steering the sustainability agenda
- Provides guidance and operational insights and reviews activities of ESG working groups
- Identifies new ESG opportunities to incorporate into business operations

ESG Working Groups

Responsible for the the implementation of the ESG initiatives, monitoring its progress, tracking the relevant data and KPIs, etc.

RISK MANAGEMENT

Helping achieve organisational objectives

Our risk management practices are guided by a comprehensive Enterprise Risk Management (ERM) framework, which lays down principles for identification, documentation, managing and monitoring risks being faced or likely to be faced by the Company. It helps consolidate all risks, focus on key risks, quantify & manage them better and implement proper controls to either reduce or eliminate the risks.

We are mindful that a robust risk management framework is an essential component of business strategy and enables an organisation to achieve sustained competitive advantage. Accordingly, we have laid out a detailed Risk Management Policy taking inputs from COSO's Framework: Enterprise Risk Management – Integrating with Strategy and Performance. This highlights our focus on considering risk in the strategy-setting process and driving performance. A direct outcome of this approach is risk-adjusted decision making, better capital allocation, enhanced risk oversight and improved performance management. It also helps us successfully respond to new opportunities in the market besides enhancing our brand appeal.

To supplement our ERM framework, we have put in place robust internal control systems to ensure efficiency in operations, optimum utilisation of resources, reliable financial reporting and compliance with all applicable laws and regulations. The internal control system is aligned to COSO Internal Control Integrated Framework. Our well-defined Risk Control Matrices serve as the primary document for internal control assessment, categorised into Entity Level controls, process-level controls and IT controls. The design and operating effectiveness of internal controls are evaluated and improved to make our operations more efficient. Internal auditors assess the adequacy and effectiveness of internal controls. They share periodic reports on their findings with the management and the Audit Committee along with recommendations for process improvements. Adequacy of internal financial controls concerning financial statements and their operating effectiveness are also assessed by statutory auditors annually.

RISK GOVERNANCE

Board of Directors
↓
Risk Management Committee (RMC)
↓
Chief Risk Officer (CRO)
↓
Risk Champions
↓
Risk Co-ordinators

The Company's Board is the apex body having direct oversight over the risk management process. We have constituted a Risk Management Committee (RMC) at the Board level in accordance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The RMC consists of four members, including three Independent Directors and the Chief Risk Officer (CRO). It is responsible for monitoring and reviewing the Risk Management Policy, guiding the development of the Risk Management framework and reporting to the Board on Risk Management activities.

At the management level, the CRO is accountable for risk management processes. The CRO is responsible for reviewing reports for briefing the RMC and ensuring the achievement of objectives of the risk management framework. The CRO also acts as a communication link between the RMC and Risk Champions and recommends improvements in the risk management framework in line with global best practices.

Unit heads are designated as Risk Champions. Risk Champions and Risk Co-ordinators are accountable for monitoring the external macro-economic and industry landscape, identifying and assessing risks and developing appropriate mitigation strategies.

RISK MANAGEMENT PROCESS

Risk Identification
Risk identification involves the identification of events that could negatively affect the implementation of strategy or achievement of objectives. These events could emanate from internal or external factors. Risks identified are classified into unit risk, industry risk and macro-economic risk.

Risk Assessment and Mitigation
Risk Assessment involves assessing the extent to which identified risks can impact the achievement of objectives. The assessment is done from two perspectives - impact and likelihood. Based on this, risks are categorized into Low, Medium & High Risks. Mitigation plan with implementation timelines are prepared for all risks.

Risk Monitoring
Risk monitoring involves monitoring of the approved mitigation plan and timely reporting of the status of its implementation.

Creating/ Updating Risk Register
Identified risks are documented in risk registers. The risk registers are updated, reviewed and approved on quarterly basis.

Review and Reporting
Top priority risks are identified, reported and reviewed on periodic basis. Policy deviations, failure of existing control measures and other major issues, if any, are also reported.

KEY RISKS

Key risks and concerns affecting our operations and their mitigation plans are disclosed under Management Discussion and Analysis section forming part of this Report.

SUSTAINABLE VALUE CREATION

Corporate Overview
Governance
Sustainable Value Creation
Statutory Reports
Financial Statements

STAKEHOLDER ENGAGEMENT

Forging mutually beneficial connections

At Torrent Power, we are mindful of the importance of a robust and transparent stakeholder engagement framework for accelerated and sustainable growth. Effective engagement assists in translating stakeholder expectations into company goals and thereby helps set the base for effective business growth. We obtain constant feedback from all stakeholders, and it is an essential component of our approach to sustainable development. We derive our value proposition from our long-term strategic partnerships with capital providers, our people, suppliers, customers, the local community and other significant stakeholders. We strive to maximise stakeholder value through responsible and sustainable operations.

We have identified and evaluated key stakeholders based on their potential to influence our business and the ability of our operations and performance to impact them. We communicate with them regularly through a combination of pre-determined, structured and need-based engagement techniques which are summarised below:

Stakeholder Group	Their Significance	Engagement Method
Capital providers [Shareholders & Lenders]	Capital providers are the core of our existence. We thrive on creating long-term value for them.	• Investor meetings and presentations • Quarterly earnings call • AGM • Regular meetings with bankers & other financial institutions
Board of Directors	The Board provides guidance and decisions on various aspects of the business including strategy execution and performance.	• Board meetings • Board committee meetings
Government and Regulators	The evolution of policy and regulatory frameworks is crucial for business sustainability. Therefore, engaging with regulatory bodies and government becomes inevitable.	• Regular liasoning • Inputs on policy matters • Scheduled meetings
Employees	Our people are the foundation of our success. We leverage their skills and competencies to execute our growth plans and strategies.	• Employee engagement events • Appraisal deliberations • Feedback on employee engagement initiatives
Suppliers	We rely on several business partners for smooth and uninterrupted operations.	• Supplier meetings
Customers	Our customers are fundamental to our business and we strive to provide them with quality and reliable power.	• Customer service • Customer meetings • Customer satisfaction survey & feedback • Customer care centres
Community	The support of our communities is crucial to strengthening our social licence to operate. Community engagement allows us to give back to society by enabling their socio-economic development	• Community interaction through CSR initiatives • Employee volunteerism for CSR activities
Media	Helps to keep our stakeholders informed of key business initiatives and developments	• Media briefings • Press releases
Industry Associations	Policy advocacy and thought leadership	• Industry association memberships, meetings and conferences

MATERIALITY ASSESSMENT

What matters most

Identifying and prioritising issues that are most important to our business and stakeholders helps us focus our sustainability efforts to create economic, environmental and social value for all our stakeholders.

MATERIALITY ASSESSMENT PROCESS

Stakeholder priorities are continuously evolving and we must adapt our operations to meet their expectations. Being a part of the electric utility sector, Torrent Power is mindful of the potential impact our operations can have on society and the environment. Hence, we conducted a thorough materiality assessment to identify and prioritise material topics that are most relevant for the sustainable growth of our business.

Our materiality assessment approach is outlined below:

Developing the universe → **Stakeholder Engagement** → **Prioritisation** → **Material Topics** → **Integration**

Developing the universe

To identify issues that are material for Torrent Power's long-term sustainability, a universe of such topics was developed. This universe of issues was developed after an extensive review of potential business risks, global standards and guidelines and reporting requirements of global standards such as GRI, Sustainability Accounting Standards Board (SASB), United Nations Sustainable Development Goals (UN SDGs), National Voluntary Guidelines (NVG), United Nations Global Compact (UNGC) and the International Framework <IR> by the International Integrated Reporting Council (IIRC). Focus areas of various ESG Rating platforms such as S&P Global Yearbook, FTSE Russell, MSCI, Sustainalytics, CDP (formerly Carbon Disclosure Project) and Dow Jones Sustainability Index (DJSI) were also considered while developing the universe of material issues for capturing broader sustainability trends, risks and opportunities.

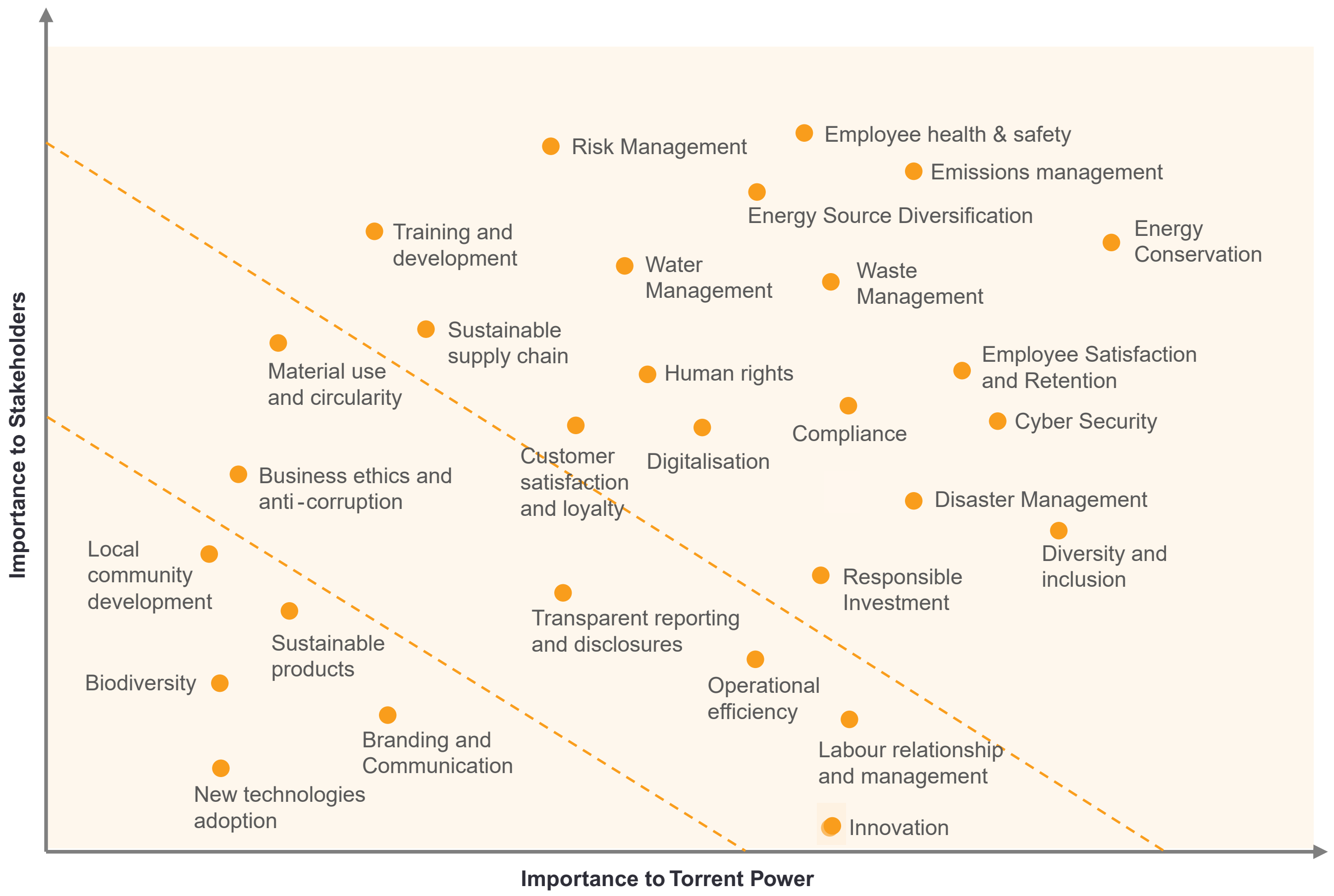
Stakeholder Engagement

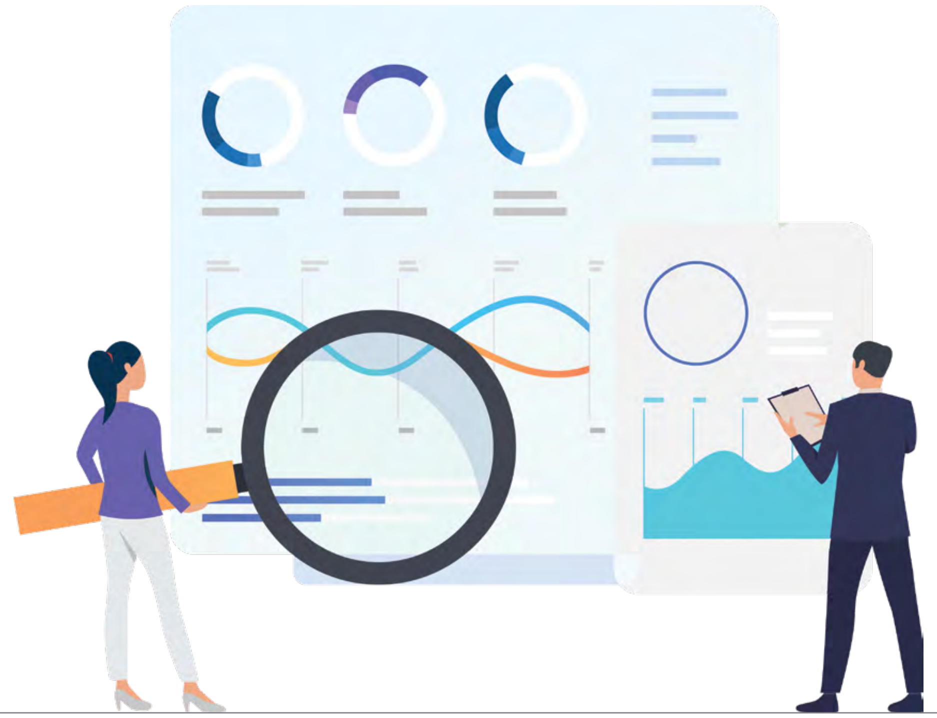
Questionnaires were developed considering the universe of issues and were circulated to various stakeholders – investors, lenders, top management, employees, suppliers, customers, etc. Secondary research on our peers and competitors was also undertaken to better understand the sector-specific material issues. Discussions with senior management were conducted to seek their perspective on the material issues.

Prioritisation – Materiality matrix

Based on the feedback received, a materiality matrix was developed wherein the issues were plotted considering the level of importance to stakeholders vis-a-vis importance to Torrent Power.

Items of high importance to our stakeholders and the Company were used to draw up the list of Material Topics critical for driving our sustainability initiatives. The following list of material issues was finalised through extensive consultations with our senior management team.





Material Topics	Linkages with Capitals	UN SDG linkages
1. Climate Change Management MT 1 ➲ Emission Management, MT 2 ➲ Energy Source Diversification MT 3 ➲ Energy Conservation	Natural Capital, Manufactured Capital	7, 9, 11, 12, 13
2. Business Continuity MT 4 ➲ Cyber Security MT 5 ➲ Responsible Investment MT 6 ➲ Disaster Management MT 7 ➲ Digitalisation	Intellectual Capital, Financial Capital, Manufactured Capital	7, 8, 9, 11, 12, 13
3. Governance, Risk & Compliance MT 8 ➲ Compliance MT 9 ➲ Risk Management	Financial Capital, Manufactured Capital	8, 16
4. Resource Management MT 10 ➲ Water Management MT 11 ➲ Waste Management MT 12 ➲ Sustainable Supply Chain	Natural Capital, Social & Relationship Capital	6, 11, 12, 13, 14, 15
5. People Management MT 13 ➲ Employee Satisfaction retention MT 14 ➲ Employee Health & Safety MT 15 ➲ Training and Development Mt 16 ➲ Diversity and Inclusion MT 17 ➲ Human Rights	Human Capital, Manufactured Capital	3, 5, 8, 10, 16
6. Customer Delight MT 18 ➲ Customer Satisfaction & Loyalty	Social & Relationship Capital	8, 9, 10, 11

Financial Capital · Manufactured Capital · Intellectual Capital · Human Capital · Social & Relationship Capital · Natural Capital

Integration

The identified material topics are integrated with our business processes, operations and monitoring mechanisms. We have mapped issues material to our business with the United Nations Sustainable Development Goals (SDGs) to contribute towards global sustainability goals. This mapping enables us to adopt a focused approach towards stakeholder value creation.

INTEGRATED STRATEGY FRAMEWORK

Our strategic focus is driven by our vision of becoming "a world-class integrated energy company powering India responsibly and sustainably". To achieve this larger purpose, we have adopted the following mission statement:

- Reducing GHG emissions through diversifying the energy mix
- Building a safe and secure workplace to achieve the aspiration of zero-harm
- Improving customer safety, satisfaction and experience
- Improving employee satisfaction through work-life balance and planned career development initiatives
- Contribute positively to the communities where we operate
- Building a culture of sustainability and responsibility while achieving excellence across operations and leveraging technological capabilities

Further, to drive the Company towards our stated Vision and Mission, our objectives have been categorised into five themes, giving a clear roadmap for implementing our ESG-led growth strategy. Under each strategic theme, focus areas have been identified, highlighting the "Growth with Sustainability" path for the Company. For each focus area, appropriate KPIs and targets have been defined to measure the organisational achievements.

The implementation of the framework is guided by our core values, high corporate governance standards and appropriate risk management strategies. This strategic framework is designed to ensure our long-term growth and improve business agility and resilience.

Aligning Business Strategy with Sustainability

Being mindful of the importance of ESG parameters, we have adopted a holistic approach to integrate sustainability into our core business strategy & operations and ingrain it into the organisational culture. Long-term shared value creation starts with identifying a diverse set of stakeholders, interacting with them, and then incorporating their priorities into our key business choices, considering both financial and non-financial issues.

During the year, we undertook an elaborate exercise to develop a comprehensive ESG Framework and adopted challenging targets to augment our performance on material ESG aspects.

Relevant ESG aspects were identified through a comprehensive review of Global Trends, Sectoral Issues, Materiality Assessment, and good industry practices. Furthermore, exhaustive interactions with senior management were conducted to gain insights regarding key business objectives and risks.

Global Trends

Global trends provide an understanding of sustainability patterns that are emerging globally and have a potential to impact the Company

Materiality Assessment

Materiality Assessment helps in focusing on issues that are material for the Company

Sectoral Issues

Sectoral issues are those that are recognised as important for the Power and Utilities Sector

Senior Management Insights

Senior Management insights on business objectives and risks

Industry Good Practices

Industry good practices provide insights on best practices implemented in the Power and Utilities Sector on relevant ESG aspects

INTEGRATED STRATEGIC FRAMEWORK

Vision

To be a world-class integrated energy company powering India responsibly and sustainably

Mission

- Reducing GHG emissions through diversifying the energy mix
- Building a safe and secure workplace to achieve the aspiration of zero-harm
- Improving customer safety, satisfaction and experience
- Improving employee satisfaction through work-life balance and planned career development initiatives
- Contribute positively to the communities where we operate
- Building a culture of sustainability and responsibility while achieving excellence across operations and leveraging technological capabilities

Core Values

Integrity

Passion for Excellence

Participative Decision-Making

Concern for Society & Environment

Fairness with Care

Transparency

Strategic Themes

ST1 Invest in Company's Growth Engine

- Focus on sustainable growth
- Increase in generation capacity focusing on renewable energy
- Expanding distribution areas; both franchised as well as licensed
- Enhance investment in the transmission segment
- Opportunity for sale of pooled RTC power [Renewable + Thermal]
- Exploring new business models eg. green hydrogen, EV charging points, etc.

ST2 Operational Excellence

- Unmatched distribution model
- Rational allocation of capital
- Strong project management skills
- Risk Management
- Business Continuity

ST3 Empowered Stakeholders

- Customer Safety & Satisfaction
- Sustainable Supply Chain
- Employee engagement, satisfaction & safety
- Local community engagement
- Corporate Governance
- Human Rights

ST4 Deploy Digital Technologies

- Enterprise Architecture
- Big data analytics
- Adopting emerging technologies
- Increasing digitalisation
- Focus on cyber security measures

ST5 Responsible Actions

- Emissions Management
- Energy Conservation
- Water Stewardship
- Waste Management
- Responsible Investment

Supported by Robust Governance and Risk Management

ST 1 INVEST IN THE COMPANY'S GROWTH ENGINE

CAPITALS LINKED

Being an integrated power utility, we aim to expand our portfolio consistently in power generation, transmission and distribution. Prudent capital allocation and rational bidding are principles that are followed to achieve long-term and sustainable growth and enhanced shareholder returns. Growth drivers are monitored to address any interim issues that arise which may impact our business, shareholder returns and value creation for other stakeholders. We leverage technology to progress on our strategic objectives with appropriate change management skills as needed over time.

KPIs

- Addition in generation capacity
- Addition in distribution operation areas
- Number of consumers served and power distributed

ST 2 OPERATIONAL EXCELLENCE

CAPITALS LINKED

Besides being one of the strategic themes, operational excellence is also aligned with our core value of "Passion for Excellence". In each of our decisions and actions, high standards are set to surpass the earlier best and create new benchmarks to maximise stakeholder value. Even while working through strategic and operational challenges due to the dynamic nature of our business, we stay focused on building world-class generation assets and unmatched distribution models. Customer satisfaction remains our priority and we work towards ensuring a 24X7 power supply in the area of our operations.

KPIs

- Distribution Losses
- Power reliability > 99%
- 24X7 power availability
- Collection efficiency
- Return on net worth
- Return on capital employed
- Increase in market capitalisation
- Capital expenditure for business operations

ST 3 EMPOWERED STAKEHOLDERS

CAPITALS LINKED

We want to establish a link between profitable growth and a stronger positive influence on employees, customers, business partners, communities and other stakeholders. Employees are our assets and their satisfaction means our greater growth. Our commitment to being a fair and equal business is based on our ongoing efforts to guarantee that human rights are respected in each sphere of our operations. We aim to maximise positive impact and minimise negative impact throughout our value chain by collaborating with business partners to tackle the sustainability challenges to the extent possible. Building a positive social impact is ingrained in our culture and flows from our Founder's philosophy of giving back to society generously. Customers are the heart of our business, and ensuring safe and reliable operations for them is of paramount importance to us.

KPIs

- Gender Diversity: Women participation in the workforce and leadership
- Employee retention rate
- Employee satisfaction levels
- Lost time Injury Frequency Rate (LTIFR)
- Customer satisfaction rate
- Community engagement
- Expenditure towards community
- Number of lives benefitted
- Supplier assessment on ESG parameters
- Board learning and development on ESG
- Training of employees on human rights
- Training of security personnel on human rights

ST 4 DEPLOY DIGITAL TECHNOLOGIES

CAPITALS LINKED

Our digitalisation-led strategy has been imperative in enhancing our performance. Measures on this front include the adoption of new technologies and a stringent focus on Cyber Security, among other factors that have enabled us to integrate new technology tools while ensuring our long-term viability. Our technology strategy is also focused on working in partnership with our customers and innovating in ways that help us achieve our common goals.

KPIs

- Enhancing security of IT infrastructure
- ISO 27001 Certification
- Periodic Vulnerability Assessment and Penetration Testing
- Security Incident and Event Management
- High System Availability
- Increase in automation of operations / digitalisation
- Training and capacity building on Cyber Security
- Data Security in Value-Chain

ST 5 RESPONSIBLE ACTIONS

CAPITALS LINKED

In line with our focus on resource efficiency and abatement opportunities, which is integrated into our responsible action strategy, we continue to explore and implement ways to reduce our energy use and emissions. To reduce our environmental impact, we continue to optimise our use of natural resources by recycling water efficiently, managing waste, lowering air pollution, and positively impacting the environment to reach our sustainability targets using resources efficiently.

KPIs

- Decrease in GHG Emissions Intensity
- Reduction in Water Consumption
- Increase in Rainwater Harvesting
- Zero Waste diverted to landfills
- Increase in Waste Recycled/Reused
- Carbon Offset strategies
- Climate-related financial reporting practices
- Use of Internal Carbon Price and Internal Water Price for assessment of new projects

VALUE CREATION MODEL

INPUTS

Financial Capital
- ₹10,289 Crore Total Net Worth
- ₹8,248 Crore Net Debt

Manufactured Capital
- 4,110 MW Operational Generation Capacity
- New acquisitions during the years
- 1432 Km of distribution operation areas [Licensed and Franchised]
- 482 kms of Transmission Lines
- ₹1,906 Crore Capital Expenditure incurred during the year

Intellectual Capital
- Regular system upgrades
- Various digitalisation initiatives undertaken during the year
- NABL accredited testing laboratories
- Upgradation of Plant Control System and Generator Control System at SUGEN

Human Capital
- 7,603 Total Permanent Workforce
- Focus on improving Gender Diversity
- 709 Total Trainings conducted
- ₹534 Crore Employee Benefit Expense

Social & Relationship Capital
- ₹57 Crore incurred on Community Initiatives
- High power reliability and timely & efficient resolution of consumer complaints

Natural Capital
- ~ ₹6,300 Crore Cumulative Investment in Renewable Energy
- 7,79,959 MT gas used
- 13,76,832 MT of Coal used
- 14,380 Million Litres of water used

VALUE CREATION MODEL

Vision
To be a world-class integrated energy company powering India responsibly and sustainably

Mission
- Reducing GHG emissions through diversifying the energy mix
- Building a safe and secure workplace to achieve the aspiration of zero-harm
- Improving customer safety, satisfaction and experience
- Improving employee satisfaction through work-life balance and planned career development initiatives
- Contribute positively to the communities where we operate
- Building a culture of sustainability and responsibility while achieving excellence across operations and leveraging technological capabilities

Business Activities
- Power Generation
- Power Distribution
- Power Transmission
- Cables Manufacturing

Our Strategic Themes
- Invest in Company's Growth Engine
- Operational Excellence
- Empowered Stakeholders
- Deploy Digital Technologies
- Responsible Actions

Core Values
- Integrity
- Passion for Excellence
- Participative Decision Making
- Concern for Society & Environment
- Fairness With Care
- Transparency

OUTPUT & OUTCOMES

Financial Capital
- ₹14,258 Crore Revenue from operations ₹3,826 Crore EBITDA
- ₹23,642 Crore Market Capitalisation
- ₹1,389 Crore Total Comprehensive Income*
- 13.20% Return on Equity*
- CRISIL Credit rating upgradation to AA+/Stable

Manufactured Capital
- 17 BN units of electricity distributed
- 3.93% Distribution Losses at Licensed Distribution
- ~100% collection efficiency
- > 99% plant availability
- 7,903 MUs Power generated from thermal power plants
- 1,744 MUs power generated from renewable power plants @ 17% PLF of solar plants and 27% PLF of wind plants.

Intellectual Capital
- Enhanced protection for systems
- Use of latest technologies
- Customer friendly technologies
- > 60% of total revenue collection electronically

Human Capital
- 8.7% women representation in the total workforce
- ~20 % women recruited in new talent acquisition
- 17.4 hours of training per employee

Social & Relationship Capital
- World class paediatric health facilities for the society at large
- 80% customer satisfaction score
- British Safety Council's prestigious "Sword of Honour" award for health and safety

Natural Capital
- >90% of Clean Generation Capacity
- 0.13 tCO_2e/GJ Emissions Intensity
- 26,659 GJ of reduction in energy consumption
- 100% of thermal power plants are Zero Liquid Discharge units
- 100% fly ash utilisation from coal-based plants
- 1,018 MW Renewable Generation Portfolio
- British Safety Council's prestigious "Globe of Honour" award for environment sustainability

*before exceptional items

FINANCIAL CAPITAL

Creating Value for Our Stakeholders

The long-term survival of any organisation is directly related to its financial health. At Torrent Power, we are conscious of this fact and constantly strive to make optimum use of our resources, even as we scale new heights and generate value for all our stakeholders.

UNITED NATIONS SUSTAINABLE DEVELOPMENT GOALS

7 AFFORDABLE AND CLEAN ENERGY
8 DECENT WORK AND ECONOMIC GROWTH
9 INDUSTRY, INNOVATION AND INFRASTRUCTURE
13 CLIMATE ACTION

STRATEGIC THEMES

- ST 1 – Invest in the Company's Growth Engine
- ST 2 – Operational Excellence
- ST 4 – Deploy Digital Technologies
- ST 5 – Responsible Actions

MATERIAL TOPICS

- MT 5 – Responsible Investment
- MT 9 – Risk Management

INTERLINKAGE OF CAPITALS

Capitals	Manufacturing Capital	Intellectual Capital	Human Capital	Social and Relationship Capital	Natural Capital
Interlinkage of Financial Capital with other capitals	Investments to meet growing consumer demand including load growth, enhancing power reliability, etc.	Investments in technology upgrades for reliable & predictable plant operations with improved cyber security	Providing financial support to the family in the event of demise of an employee	Providing financial support for community development programmes	Investments in green energy to reduce GHG emissions intensity
Impact	₹1,906 Crore of Capital Expenditure incurred during the year	₹4 Crore spent on Plant Control System and Generator Control System upgradation during the year	Compensation of minimum ₹25 Lakh & maximum ₹50 Lakhs is provided	₹57 Crore spent on community development initiatives during the year	₹1,140 Crore invested in renewable energy business through acquisitions during the year

HIGHLIGHTS FY22

₹ 23,642 Crore
Market Capitalisation as of March 31, 2022 [3 year CAGR – 24%]

₹ 31,889 Crore
Enterprise Value as of March 31, 2022 [3 year CAGR – 15%]

₹ 14,258 Crore
Revenue from Operations

₹ 2,648 Crore
Net Cash Generated from Operating Activities

₹ 3,826 Crore
EBITDA

₹ 1,384 Crore
TCI excluding minority interest*

13.20%
Return on Net Worth*

13.13%
Return on Capital Employed*

2.30
Net Debt to EBITDA

0.83
Debt to Equity

1.95x
Debt Service Coverage Ratio

5.87x
Interest Service Coverage Ratio

₹ 1,140 Crore
Investment in Renewable Projects Acquisition

₹ 555 Crore
Investment to acquire New Distribution Area of Dadra & Nagar Haveli and Daman & Diu

₹ 1,906 Crore
Capital Expenditure

CRISIL Credit rating upgraded to
CRISIL AA+/ Stable

*excluding exceptional items

Value creation for our stakeholders has remained our primary objective despite increasing external headwinds. We are focused on bettering our performance and creating value for our shareholders through exponential growth. Judicious and rational capital allocation, minimising risk in the process and accountability to the last rupee spent have ensured strong cash flows and consistent returns for providers of equity capital.

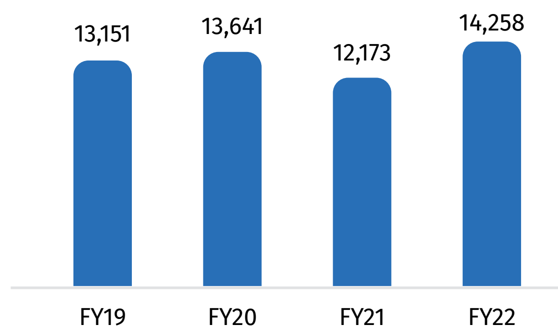
We attribute our performance to our strong financial principles. Prudent bidding practices have helped us strike the optimum balance between growth and returns for our stakeholders. This is amply reflected in our high Return on Net Worth of 13.20% excluding exceptional item of DGEN impairment. We strive to keep costs minimal while ensuring consistent growth. Efficient cost management coupled with 19% savings in finance costs during FY22 resulted in a 7% rise in our total comprehensive income before exceptional items.

We have ensured continuity of operations and business portfolio growth despite challenges and have strived to maximise value for our stakeholders. In the present scenario, when the power sector is struggling with liquidity issues, we have ensured uninterrupted operations through effective working capital management.

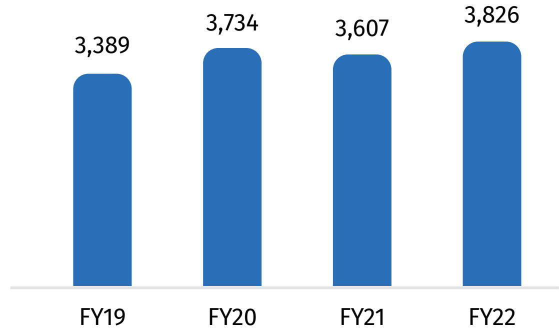
Our financial discipline led to up-gradation of our long-term rating from CRISIL AA/ Stable to CRISIL AA+/ Stable. With our growing credibility and low Debt to Equity ratio of 0.83, we are assured of access to affordable capital for pursuing future growth opportunities.

KEY FINANCIAL INDICATORS (₹ in Crore)

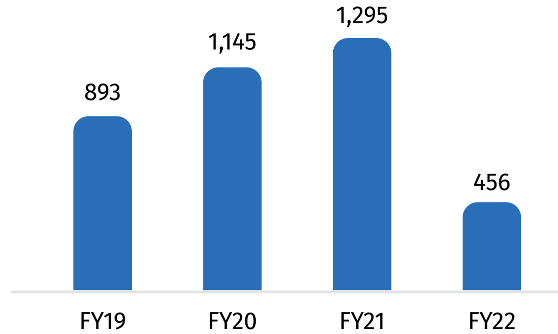
Revenue from Operations



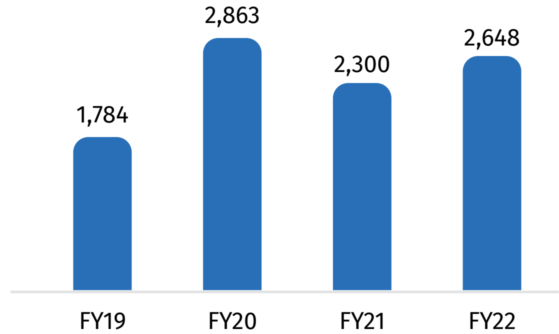
EBITDA



Total Comprehensive Income*

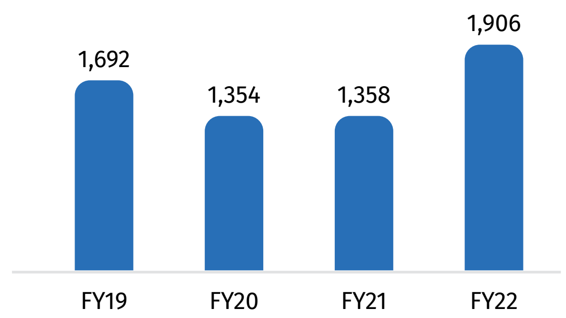


Net Cash Generated from Operating Activities

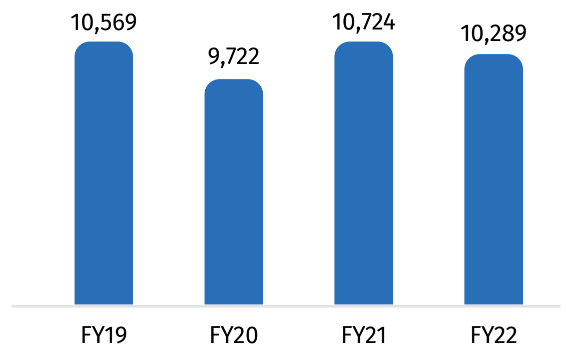


*without minority interest

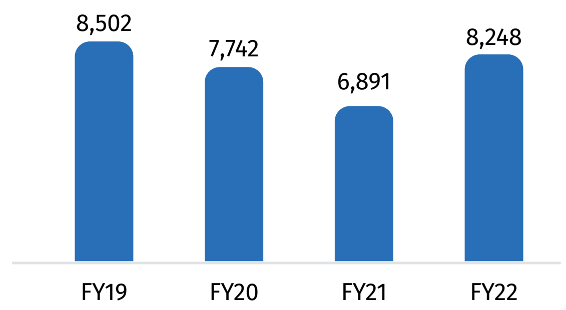
Capital Expenditure



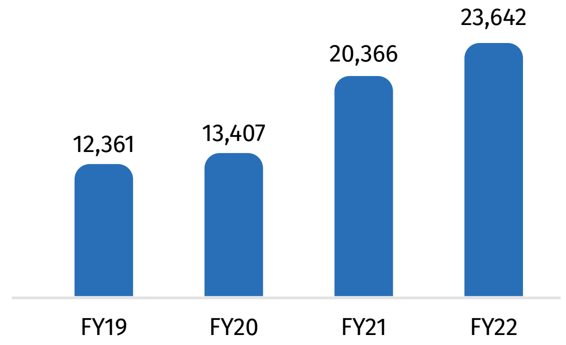
Net Worth



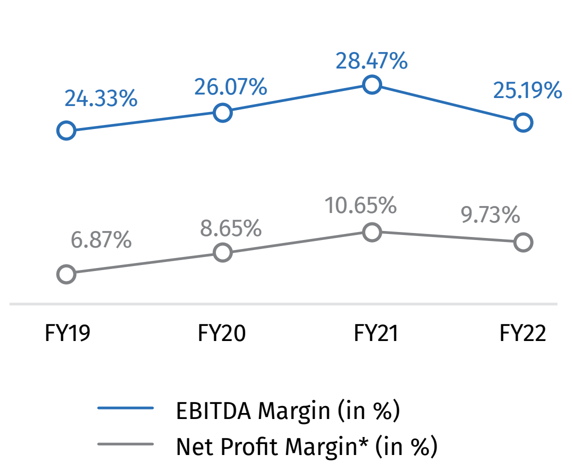
Net Debt

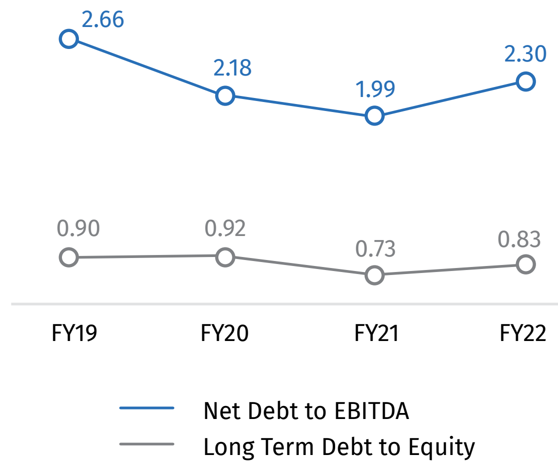


Market Capitalisation

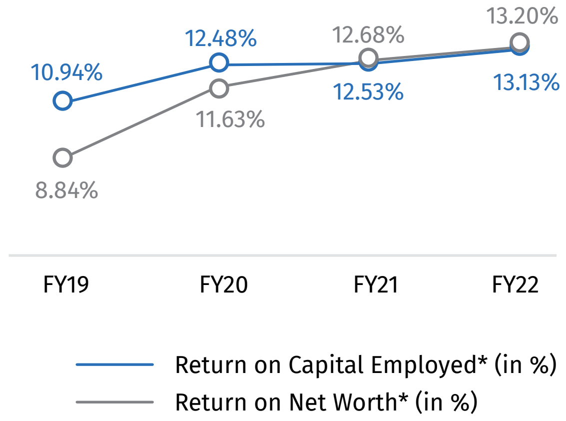


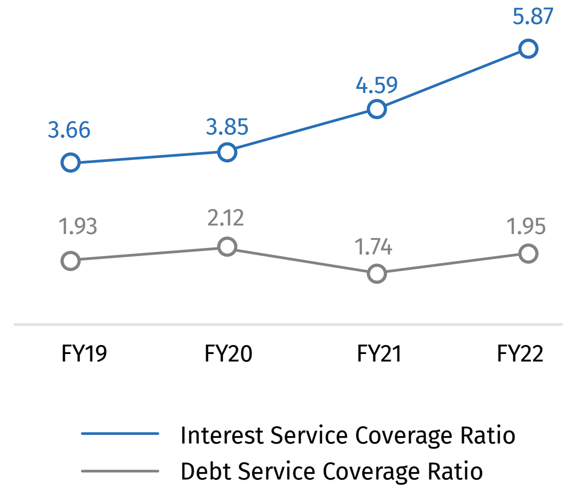
KEY RATIOS





* excluding exceptional items





OUR DIRECT ECONOMIC VALUE CREATION

(₹ in Crore)

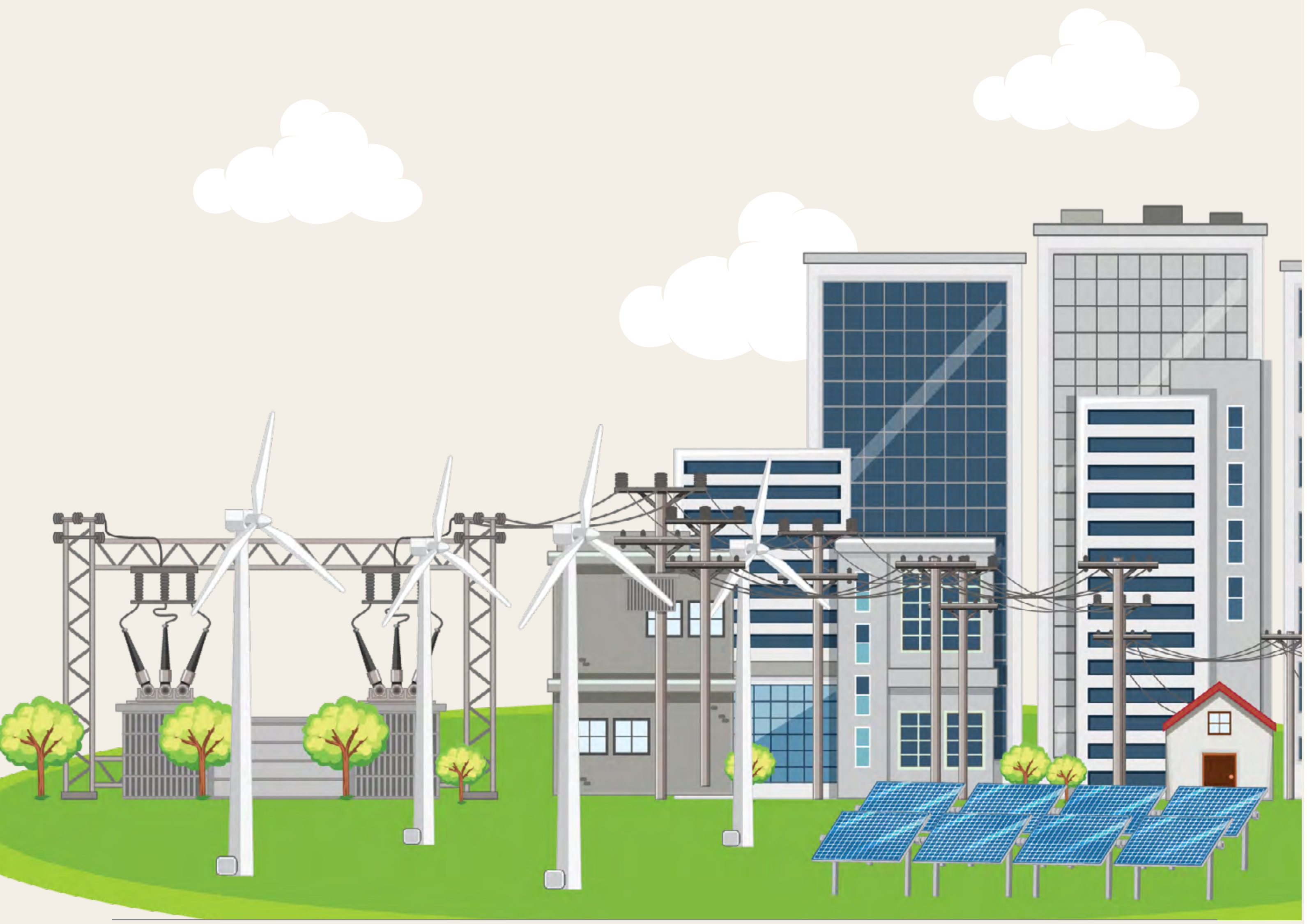
Particulars	FY22	FY21
Direct Economic Value Generated	**14,493**	**12,314**
Revenues Generated	14,493	12,314
Direct Economic Value Distributed	13,703	11,319
Operating Cost*	11,410	9,387
Employee Wages and Benefits	534	539
Payment to Providers of Capital	1,330	1,044
Payment to Government	372	288
Community Investment	57	61
Direct Economic Value Retained	**789**	**995**

* excluding exceptional items

MANUFACTURED CAPITAL

Energising India through Sustainable Power

Torrent Power is one of the India's leading integrated power utilities with presence in the states of Gujarat, Maharashtra, Uttar Pradesh, Karnataka, Madhya Pradesh, Rajasthan and the union territory of Dadra & Nagar Haveli and Daman & Diu. Our robust generation, transmission and distribution infrastructure, which represents our manufactured capital, is fundamental to our sustainable growth and value creation abilities. We leverage our infrastructure effectively and efficiently to ensure that our customers receive high-quality power. Cutting edge technology, robust processes and governance mechanisms help us monitor and improve the efficiency of our facilities across all our businesses, including power generation, distribution and transmission. The ability to use resources optimally and responsibly keeps us competitive and resilient in changing and challenging economic situations.



Corporate Overview
Governance
Sustainable Value Creation
Statutory Reports
Financial Statements

UNITED NATIONS SUSTAINABLE DEVELOPMENT GOALS

STRATEGIC THEMES

- ST 1 – Invest in the Company's Growth Engine
- ST 2 – Operational Excellence
- ST 4 – Deploy Digital Technologies
- ST 5 – Responsible Actions

MATERIAL TOPICS

- MT 1 – Emissions Management
- MT 2 – Energy Source Diversification
- MT 3 – Energy Conservation
- MT 5 – Responsible Investment
- MT 9 – Risk Management
- MT 14 – Employee Health and Safety

INTERLINKAGE OF CAPITALS

Capitals	Financial Capital	Intellectual Capital	Human Capital	Social and Relationship Capital	Natural Capital
Interlinkage of Manufactured Capital with other Capitals	Reduction in distribution losses by undertaking various efforts	Reliable, predictable plant operation with improved cyber security Upgrading electrical infrastructure, by adopting advanced technology	Focus on health & safety of our employees	Providing continuous power supply to our customers Highly satisfied consumer base with overall quality of services	Increasing the green energy initiatives to reduce our emissions intensity
Impact	Increase in contribution by ₹235 Crore due to lower distribution losses compared to last year in licenced as well as franchised distribution business.	Upgradation of Plant Control System and Generator Control System at SUGEN Installation of ADMS (Advance Distribution Management System) to automatically integrate distribution substations on the SCADA platform	38,372 hrs of safety training	24X7 power availability & >99% power reliability Customer Satisfaction Score @ 80% Loyalty Score @ 93% Net Promoter Score @ 57	Total renewable generation capacity including new acquisitions and upcoming projects – 1,583 MW

HIGHLIGHTS

4,110 MW
Operational Generation Capacity

231 MW
Renewable Generation Capacity acquired

565 MW
Renewable Generation Capacity under pipeline

603 sq. km
51% stake in Licensed Distribution operation acquired in Dadra & Nagar Haveli and Daman & Diu

3.93%
Distribution losses at licensed distribution

24X7
Power Availability

17 BN
Power Distributed in licensed and franchised distribution areas

4 MN
Total no. of consumers

> 99%
Power reliability

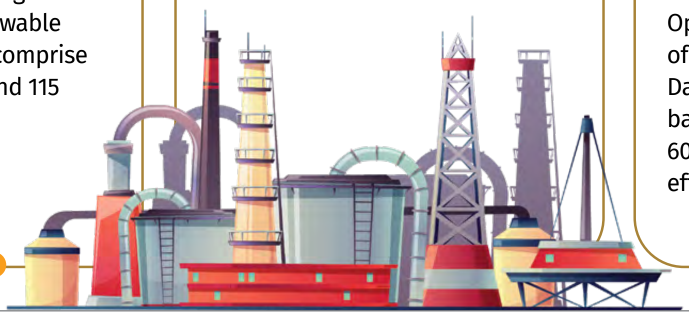
~100%
Collection efficiency in distribution areas

OUR BUSINESS AREAS

Generation
We have an operational generation capacity of 4,110 MW comprising thermal (coal and gas-based) power plants & renewable power plants.

231 MW of renewable generation capacity was added during the year. Upcoming renewable generation capabilities comprise 565 MW (450 MW solar and 115 MW Wind).

Transmission
We operate 249 km and 105 km of 400 kV double circuit transmission lines and 128 km of 220 kV double circuit transmission lines for transmission of power.



Distribution
We distribute power to about 4 million customers in Ahmedabad, Gandhinagar, Surat, Dahej SEZ and Dholera SIR in Gujarat; Bhiwandi, Shil, Mumbra and Kalwa in Maharashtra and at Agra in Uttar Pradesh.

Operations in the union territory of Dadra & Nagar Haveli and Daman & Diu with a customer base of 0.2 million spread over 603 sq. km have been taken over effective from April 01, 2022.

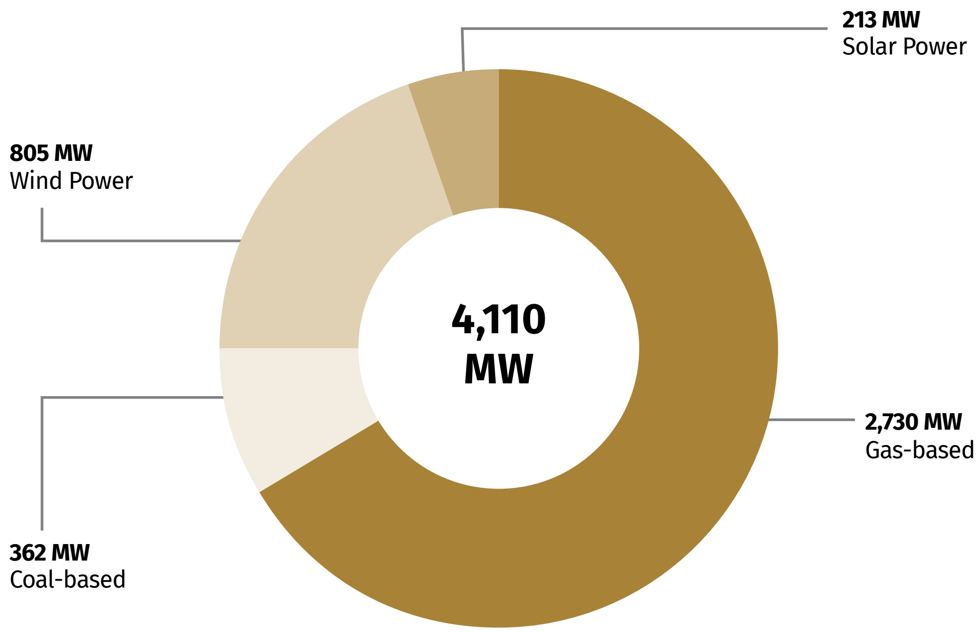
BUSINESS AT A GLANCE

Generation

Fuel Source	Plant	Location	Capacity (MW)	Year of Commercial Operation
Coal-based	AMGEN	Ahmedabad, Gujarat	362	FY88
Gas-based	SUGEN	Near Surat, Gujarat	1,147.5	FY10
	UNOSUGEN	Near Surat, Gujarat	382.5	FY14
	DGEN	Near Bharuch, Gujarat	1,200	FY15
Renewables	Wind	Jamnagar, Gujarat	49.6	FY12
		Kutch, Gujarat	201.6	FY17
		Rajkot, Gujarat	50.9	FY19
		Bhavnagar, Gujarat	50.4	FY19
		Gulbarga & Raichur, Karnataka	120	FY18
		Osmanabad,Maharashtra	126	FY20
		Surendranagar, Gujarat - 26 MW	156*	FY15
		Amreli & Rajkot, Gujarat - 70 MW		FY18
		Jaisalmer, Rajasthan - 24 MW		FY13
		Mandsaur, Madhya Pradesh - 36 MW		FY16
		Kutch, Gujarat	50	FY20
	Solar	Patan, Gujarat	51	FY15
		Near Surat, Gujarat	87	FY16
		Surendranagar, Gujarat	25*	FY12
		Solapur, Maharashtra	50*	FY18

*Acquired during FY22. We are also expanding our renewable portfolio by 565 MW which consists of 115 MW of wind and 450 MW of solar.

Installed Capacity



Distribution

Licensed Distribution

Location	Licensed Area (sq km)
Ahmedabad and Gandhinagar, Gujarat	~356
Surat, Gujarat	~52
Dahej, Gujarat	~17
Dholera SIR, Gujarat	~920
Dadra & Nagar Haveli and Daman & Diu**	~603

**Operations taken over w.e.f. April 01, 2022.

Franchised Distribution

Location	Franchised Area (sq km)
Bhiwandi, Maharashtra	~721
Agra, Uttar Pradesh	~221
Shil-Mumbra-Kalwa (SMK), Maharashtra	~65

Transmission

We operate 249 km and 105 km of 400 kV double circuit transmission lines and 128 km of 220 kV double circuit transmission lines for transmission of power.

Transmission Business

400 kV double circuit lines

220 kV double circuit lines

249 km for transmission of power from SUGEN plant to Ahmedabad. This is operated through a joint venture with PGCIL.

105 Km for transmission of power from DGEN plant to Navsari substation.

128 Km for transmission of power from SUGEN plant to Surat.

GENERATION BUSINESS

Thermal Generation

We have a cumulative thermal power generation capacity of 3,092 MW. 12% of this capacity is coal-based (i.e. 362 MW), and the remaining 88% capacity is gas-based, a cleaner fuel (i.e. 2,730 MW).

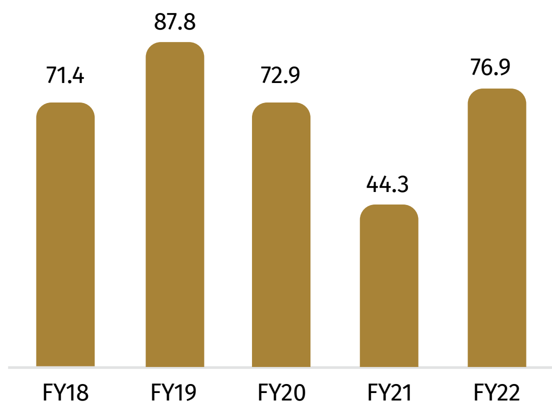
362 MW AMGEN Power Plant, Ahmedabad

362 MW Coal-based Generation

The 362 MW AMGEN Power Plant in Ahmedabad, Gujarat, is an embedded generation unit for the city's licensed distribution with fuel tie-up: FSA for 70 % domestic coal and the balance 30% met through imported coal. Despite the Plant being functional since 1988, its operational efficiency is amongst the best compared to plants of similar age. It is also able to operate largely at levels better than prescribed norms.

The Plant has more or less maintained a high level of Plant Load Factor (PLF) every year except in FY21, when COVID-19 impacted the offtake. During the reporting year, AMGEN was able to source adequate coal supplies despite shortages affecting plants across the country.

AMGEN (PLF%)



2,730 MW Gas-based Generation

We operate three gas-based power generation facilities, namely 1,147.5 MW SUGEN Mega Power Plant, 382.5 MW UNOSUGEN Power Plant and 1,200 MW DGEN Mega Power Plant.

Our gas-based plants are among the best globally and use advanced F–class turbines built on the combined cycle and single shaft technologies delivering high performance efficiencies and low environmental impact.

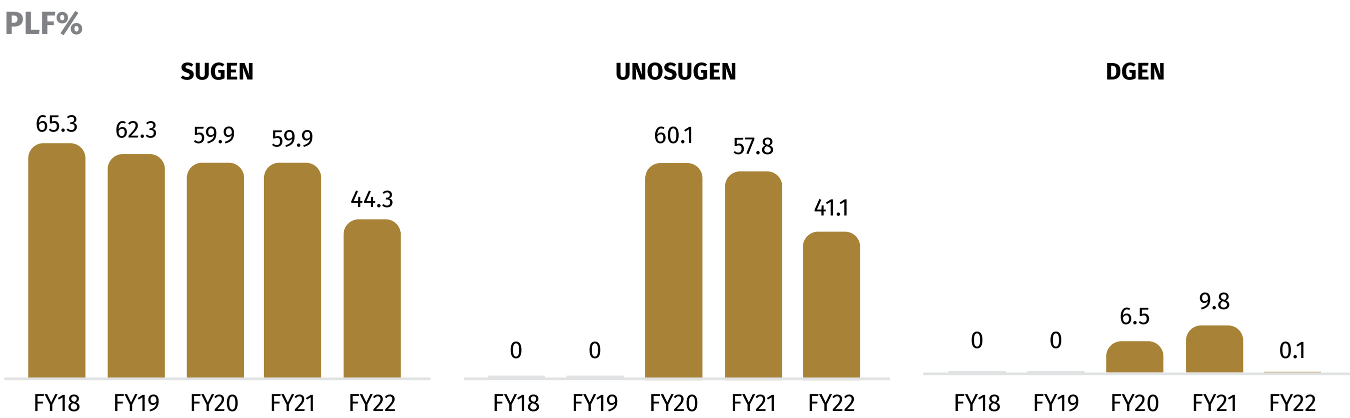
1,147.5 MW SUGEN Plant & 382.5 MW UNOSUGEN Plant at Surat

The table gives an overview of our gas-based power generation:

Particulars	SUGEN	UNOSUGEN	DGEN
Capacity (MW)	1,147.5 (3 x 382.5)	382.5 (1 x 382.5)	1,200 (3 x 400)
Plant Type	Gas-based CCPP	Gas-based CCPP	Gas-based CCPP
Location	Near Surat, Gujarat	Near Surat, Gujarat	Near Bharuch, Gujarat
COD	August'09	April'13	November'14
Fuel	Domestic Gas & Imported LNG	Domestic Gas & Imported LNG	Imported LNG
PPA	835 MW for distribution areas of Ahmedabad / Gandhinagar & Surat and 50 MW with MPPTC	278 MW for distribution areas of Ahmedabad / Gandhinagar & Surat	No tie-up
Others	Contracted Storage-cum-Regasification capacity of 1 MTPA with Petronet LNG, Dahej Terminal for 20 years from April'17		

1,200 MW DGEN Power Plant, Dahej

Our gas-based plants (except DGEN, which is currently stranded) have been operating at moderate PLF levels, as shown below:



During the year, two units of SUGEN and UNOSUGEN Plants underwent major overhauls and system up-gradation to improve operational efficiencies. The PLF of the above mentioned plants declined during the reporting year mainly due to the unprecedented high LNG prices in the global markets. Considering the near and long-term prospects of DGEN power plant, impairment charge of ₹1,300 Crore was provided for in FY22.

A Proactive Action to Anticipated Problem (PAAP)

The PAAP forum was conceived and launched at the time of SUGEN's commissioning in the year 2009 to:

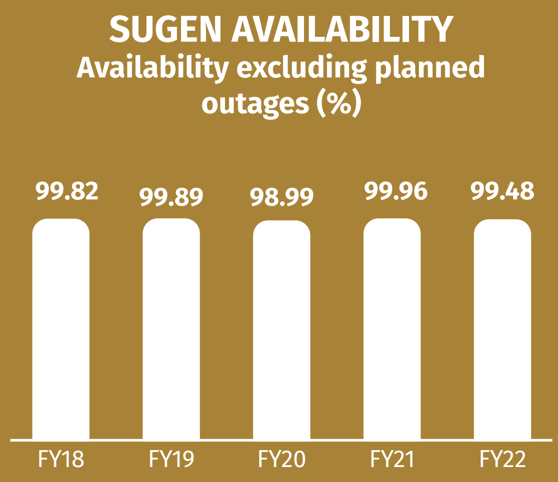
- Examine issues impacting availability and reliability of supply
- Establishing special groups with cross-functional engineers for various technical studies like operability, critical system, single point failures, etc.
- Root Cause Failure Analysis of findings of the various studies
- Implementation of action plan and its systematic execution

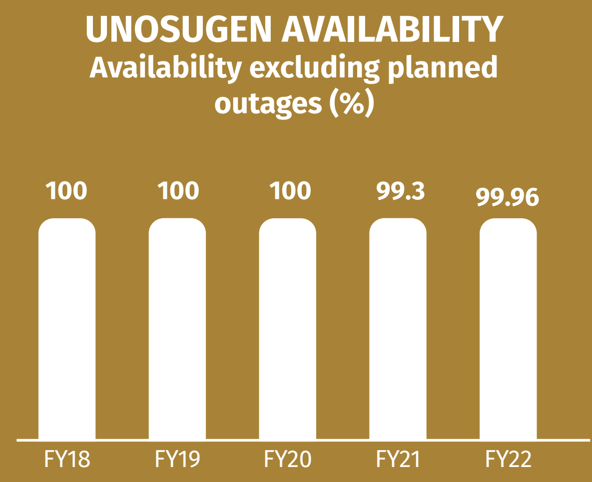
The major challenge was achieving the very high availability and reliability standards set by Torrent Power. The bulk of the Operations & Maintenance (O&M) engineering team members in India had little experience of managing such high delivery standards and operational complexities with minimal support from global experts. However, the team persevered and brought far-reaching benefits to our operations.

Several critical contributions from PAAP to improve availability and reliability include:

- Segregation of power supply sources for essential drives
- Segregation of control system card level Input/Output
- Redundant power supplies for critical systems
- Formulation of O&M practices etc.

The forum has contributed actively to improving and maintaining station availability of gas-based plants to more than 99% over the years.





Renewable Generation

With a focus on energy diversification driven by clean, green and affordable power for future generations, we have also scaled up the operational renewable energy portfolio to 1,018 MW. Our operational renewable portfolio includes solar and wind energy generation facilities of 213 MW and 805 MW, respectively, as on March 31, 2022.

In line with our ambition of growing our share of renewable energy, we have acquired three new projects during the year, allowing us to expand our portfolio by 231 MW, including 156 MW of wind and 75 MW of solar. We are also expanding our renewable portfolio by 565 MW, consisting of 115 MW of wind and 450 MW of solar.

Recent Acquisitions

Wind Projects of
156 MW
in Gujarat, Rajasthan and Madhya Pradesh.

25 MW &
50 MW
Solar Projects in Gujarat and Maharashtra respectively.

Mahidad Wind Power Plant, Gujarat

Highlights of recent renewable acquisitions

Particulars	Solar		Wind
	25 MW	50 MW	156 MW
Seller	Blue Daimond and Balrampur Chini Mills	Lightsource bp and UKCI	CESC and Haldia Energy
Balance Life	~15 years	~22 years	~20 years
Tariff	₹15/kWh for 12 years (Upto December'23) & ₹5/kWh for 13th to 25th year	₹4.43/kWh	₹4.68/kWh (weighted avg.)
PPA	GUVNL	SECI	Respective State Discoms
Date of Acquisition	February 15, 2022	March 25, 2022	March 11, 2022

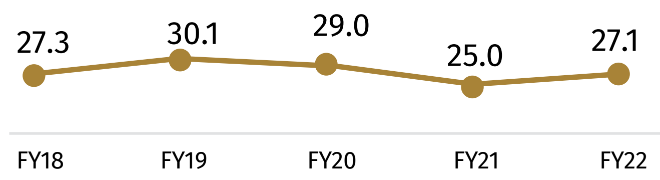
Highlights of projects in pipeline

Type	Capacity (MW)	Tariff (₹/kWh)	Long term PPA with	Project under expansion by way of	SCOD / COD	Location of the project
Solar	100	1.99	GUVNL	Bidding	October'22	Patan, Gujarat
Solar	300	2.22	Company's licensed distribution business	Bidding	April'23	Surendranagar, Gujarat
					February'23	Patan, Gujarat
Solar	50	~5.35	Northern Power Distribution Company of Telangana Ltd.	Acquisition	November'17	Nizamabad, Telangana
Wind	115	2.76	SECI	Bidding	September'22	Jam Khambhalia, Gujarat

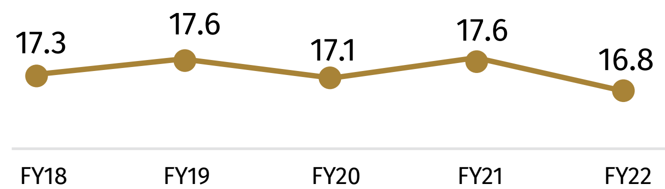
115 MW SECI-V Wind Power under construction Project, Jam Khambhalia, Gujarat

We use the most advanced technology at relevant points in time at our renewable plants to ensure high plant availability. We have also been associated with reputed O&M service providers to maintain & operate our plants with the highest efficiency. More than 75% of our renewable projects have attractive preferential tariffs based on long-term PPA with 25 years of project life. The remaining renewable projects are competitively won projects having long-term PPAs with a tenure of 25 years with state and central offtakers. Operationally, all our renewable plants are performing as expected, as shown in the graph. In the coming years, we intend to consolidate the O&M function to reduce costs and improve plant performance.

Wind PLF %



Solar PLF %



Way forward in green business

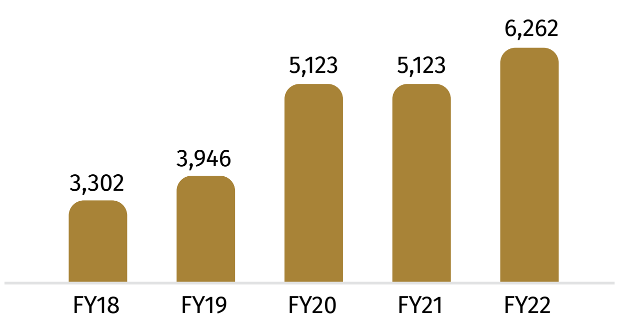
Our Clean energy assets comprise 90 per cent of our total power generation assets, demonstrating our deep commitment to the national energy transition journey. We continue to expand the renewable portfolio to attain our emissions intensity reduction goals. Our strategy to expand our renewable portfolio includes tapping greenfield (through prudent and rational bidding) and brownfield opportunities through strategic Mergers & Acquisitions (M&A). Additionally, we are acquiring land banks for developing renewable power projects.

We are also looking at exploring new and upcoming opportunities of:

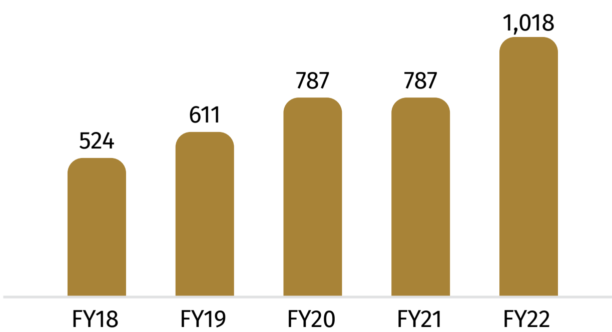
- Round the Clock Green Power
- Battery Energy Storage
- Pumped Hydro Energy Storage
- Green Hydrogen

Our recently acquired 50 MW Solar Power Project at Solapur, Maharashtra

Cumulative Investment in Renewable Energy (₹ in Crore)



Cumulative Renewable Generation Capacity (MW)



DISTRIBUTION BUSINESS

We are amongst the most experienced private sector organisations in the power sector, with significant expertise in this space. Our remarkable reputation emanates from a long history of providing consumers with a 24x7 power supply, one of the lowest distribution losses, and high power reliability.

We endeavour to create sustainable value for our stakeholders through constant technological advancements and initiatives to enhance customer experience. Our unwavering focus on operational efficiency helps us deliver a seamless power supply to our customers. Currently, we serve nearly 4 million customers annually in our distribution territories of Ahmedabad, Gandhinagar, Surat, Dahej SEZ, Dholera SIR (Gujarat), Bhiwandi, Shil, Mumbra, and Kalwa (Maharashtra), Agra (Uttar Pradesh), and Union Territory of Dadra & Nagar Haveli and Daman & Diu.

Licensed Distribution

We are the licensed operator for electricity distribution in the cities of Ahmedabad, Gandhinagar, Surat and Dahej SEZ, aggregating about 425 sq km of area. We are also developing a distribution network as a licensee in Dholera Special Investment Region (DSIR), spanning an area of 920 sq km. In line with our goal of growing our distribution business, we have completed the acquisition of 51% of the equity share capital of Dadra & Nagar Haveli and Daman & Diu Power Distribution Corporation Limited. The operations have been taken over with effect from April 1, 2022.

Key Facts of new licensed area of Dadra & Nagar Haveli and Daman & Diu

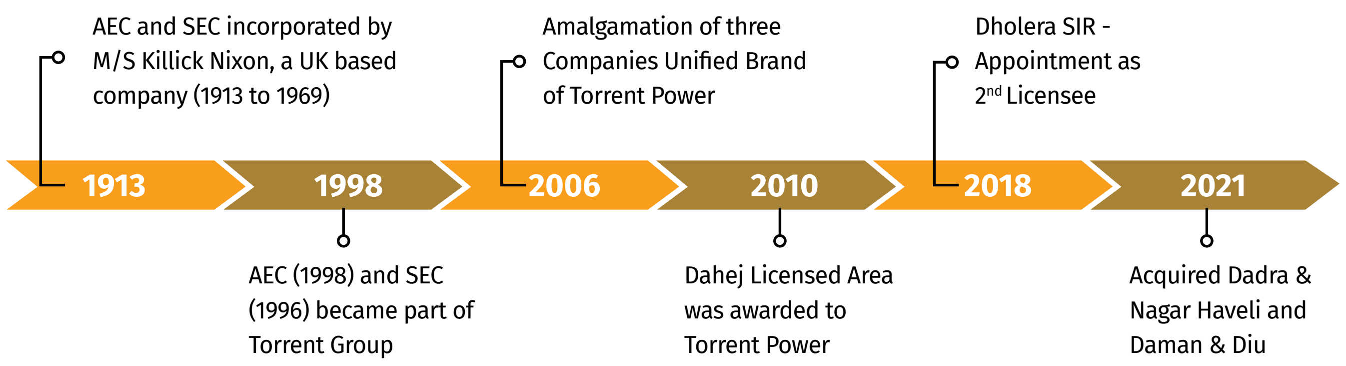
1.5 Lakh
Customer Base

603 sq. km.
Area of Operation

Cost Plus
Business Model

9 BN
Annual power units distribution

Our new license area of Dadra & Nagar Haveli



Our Journey in Franchised Distribution Business

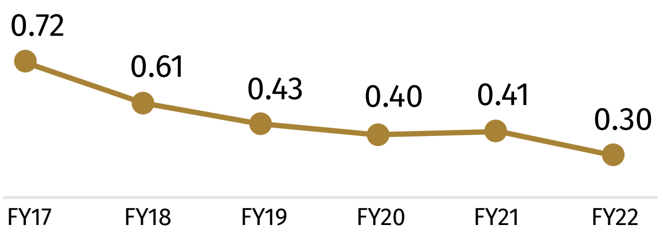
We have always had a proud record of minimal losses during distribution. However, we do not rest on our laurels and continue to have one of the lowest distribution losses in the country. We deployed new interventions to minimise the losses further. These measures resulted in the all-time lowest losses in both percentage and absolute MUs in Ahmedabad, Surat and Dahej distribution facilities.

Strategic measures undertaken to reduce our distribution losses include:

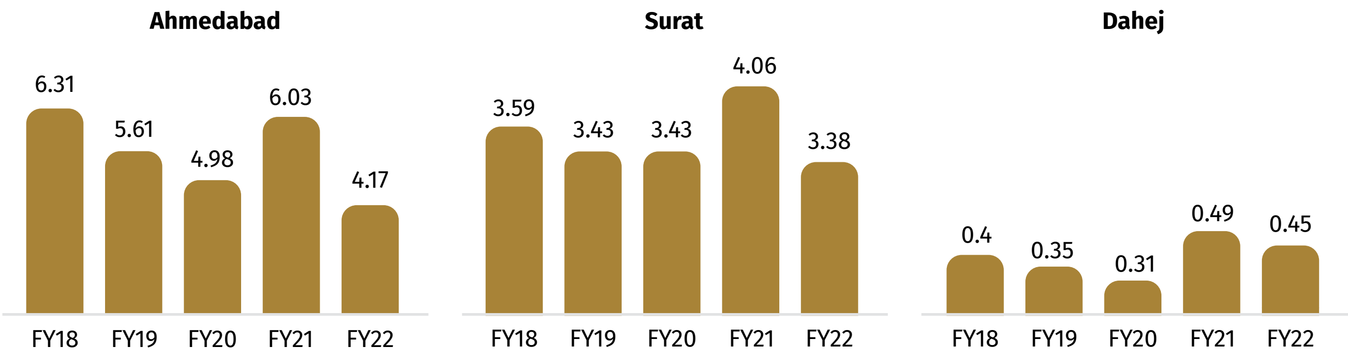
- Upgradation of network
  - ✓ Deploying Distribution Transformers nearer to load centres
    - Approximately 12,000 Distribution Transformers installed in the Ahmedabad and Surat licensed areas.
    - The national failure rate for Distribution Transformer is approximately 15%, while the Torrent Power failure rate stands at 0.30%
  - ✓ Monitoring and optimising loading on transformers, feeders and distributor cables
  - ✓ We also commissioned an additional 66 kV cable connectivity between the Puna and AK Road (K) substation and the Bhatar and Kailash Nagar (H) substation at Surat. This reduced technical losses substantially and significantly improved our reliability.
  - ✓ Replace old and obsolete networks including paper-insulated lead-covered (PILC) cable with cross-linked polyethylene (XLPE) cable, T-jointed/ LC wire network with XLPE cable network etc.
- Continuous monitoring helped us achieve optimal loads on transformers, feeders and distribution cables
- We also strengthened our vigilance mechanism to detect theft and pilferage

As a result of these measures, we have reduced our cost of power supply and kept our tariff competitive. They also enabled us to achieve our ESG led growth goals by reducing the carbon footprint due to lower procurement of energy and enhancing the conservation of resources due to energy efficiency.

Distribution Transformer Failure Rate (%)



Distribution Losses at Torrent Power's Licensed Distribution Areas (in %)



Decentralisation of Operations

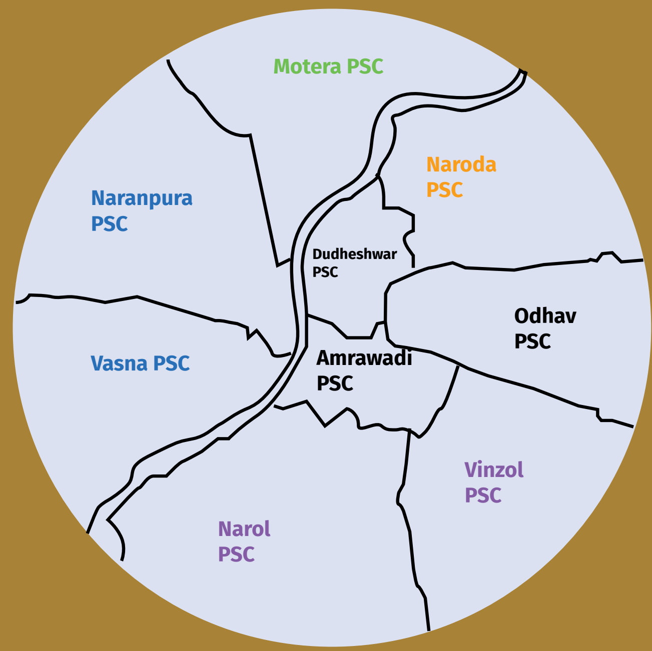
The recent pandemic forced businesses, including Torrent Power, to redefine old ways of operating. We have taken various initiatives to decentralise our operations and move closer to our customers to overcome the limitations of mobility and physical interactions brought in by the pandemic. We have decentralised our operations across 9 locations in Ahmedabad distribution area instead of the earlier 5, which allows us to deliver on customer requests faster and reduce Turnaround time (TAT). These improvements will have a significant positive impact on our key performance parameters of the operations in the coming years.

Decentralisation of operations helps us to:

- Improve Turnaround time (TAT)
- Ensure availability of our staff 24x7
- Improve effectiveness and efficiency of operations
- Improve customer satisfaction by providing faster, round the clock and qualitative services

Ahmedabad Distribution - Before Decentralisation

Ahmedabad Distribution - After Decentralisation



Reactive Power Stabilisation- Enhancing the Stability of Fluctuating Voltage

We installed a first of its kind 220kV, 120MVAr Variable Shunt Reactor (VSR) at our Ring Road (CGIS) Substation. This was the first such installation that adopted VSR technology to compensate for reactive power. It led to multi-pronged benefits, including:

- Lower noise emissions and losses when operating at a reduced power rating
- Reduction in energy losses and carbon footprint resulting in conservation of resources
- Increased grid efficiency
- Improved reliability of power supply

We enhanced our profitability from reduced reactive power purchases with this new solution. We also gained from reduced reactive power loading, increased line operational capacity and better network voltage control. Cost savings from a flexible, reactive power added to the benefits. Finally, the solution helped us comply with the contractual reactive power limits.

State-of-the-Art Meter Testing Laboratories

We have established state-of-the-art laboratories to test meters and instrument transformers that are used for customer metering and billing. We are the first utility in India to take NABL (National Accreditation Board for Testing and Calibration Laboratories) accreditation complying with ISO 17025 for the Ahmedabad Meter Testing Laboratory way back in 2006 to set the highest standards of meter testing and enhance customer confidence. **Today, all distribution units of Torrent Power have NABL accredited Meter testing laboratories.**

- The laboratories are equipped with Automated test benches of very high accuracy reference standards from globally renowned makers like MTE & ZERA - Germany and Red Phase Instruments - Australia etc., which are used to test the meters and instrument transformers as per relevant requirements of The Bureau of Indian Standards.
- Recently, the Integrated Meter Management facility at Ahmedabad has been developed for efficient process flow to minimise meter movement and manual handling. Cutting edge technologies for storage and logistic handling systems like Scissor Lift Platform, Palletized Storage Racking, Articulated Forklift, Testing Jigs etc., have been deployed, improving operational efficiencies and optimum utilisation of space.

Franchised Distribution

We operate as a franchisee (of the license holder) for electricity distribution in the cities of Bhiwandi, Agra and Shil- Mumbra- Kalwa (SMK) across an aggregate area of 1,007 sq km. Our franchisees' in Bhiwandi, Agra & SMK are based on the IBDF model (input-based distribution franchisee). IBDF is a comprehensive franchisee model that covers the end-to-end cycle of power distribution from the procurement of electricity and maintaining and augmenting the network to deliver electricity to end customers as well as handle the meter reading, billing and collection.

We have transformed the distribution network in Bhiwandi and Agra to ensure reliable power supply and improved customer services. We have reduced AT&C losses from 58% at the time of takeover of operations in Bhiwandi to 9.87% in FY22 and from 58.77% at the time of takeover in Agra to 13.33% in the reporting year. Our franchised model is viewed as an exemplary case study in various forums.

January 26, 2007 — Takeover of Bhiwandi Operations - 10 years

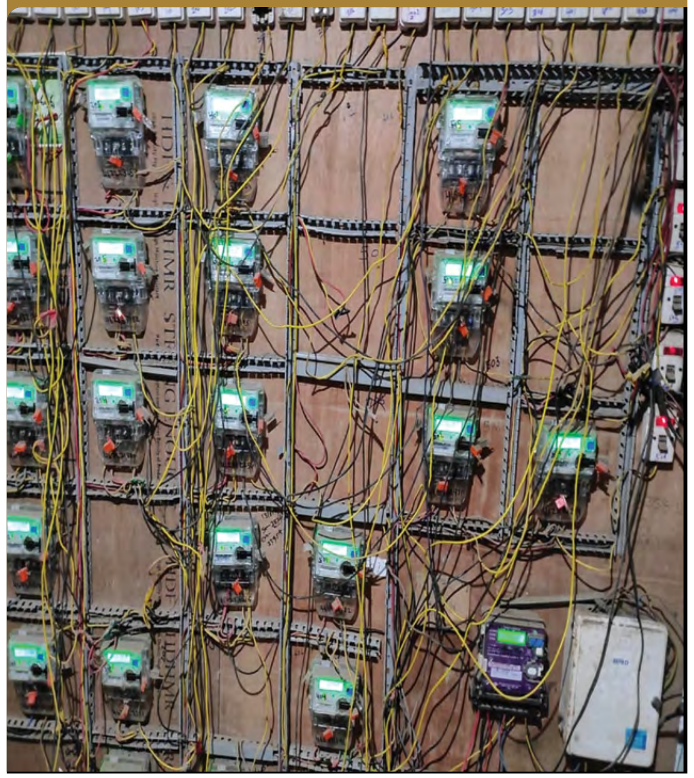
April 1, 2010 — Take over of Agra Operation – 20 years

January 26, 2017 — Bhiwandi Extension – 10 years

March 1, 2020 — Takeover of SMK Operations – 20 years

Our Journey in Franchised Distribution Business

Before



After

Meter Replacement at Shil

Currently, our focus is on improving operations in the franchised areas of SMK by bringing down the AT&C loss levels of 54.20%, which prevailed when we took over these operations. Investments in various capital projects such as HT/LT network revamping, meter replacement, service revamping, DT clean up, etc. are regularly undertaken. AT&C loss at SMK stood at 38.89% during the year, while power reliability was more than 98%.

We could meet higher power demand beyond pre-COVID levels despite the challenges related to the COVID second and third waves during the year. We were also able to reduce distribution losses beyond pre-pandemic levels across all our franchised distribution areas through initiatives like:

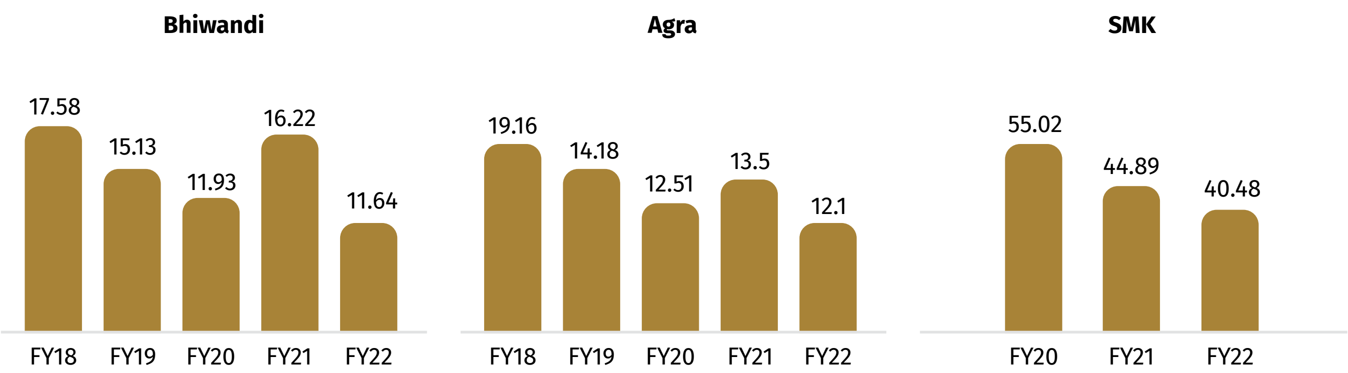
- Surveillance and vigilance
- Theft-deterrent systems
- Distribution transformer cleaning
- Law enforcement against illegal connections

Our collection efficiency continually improves as a result of:

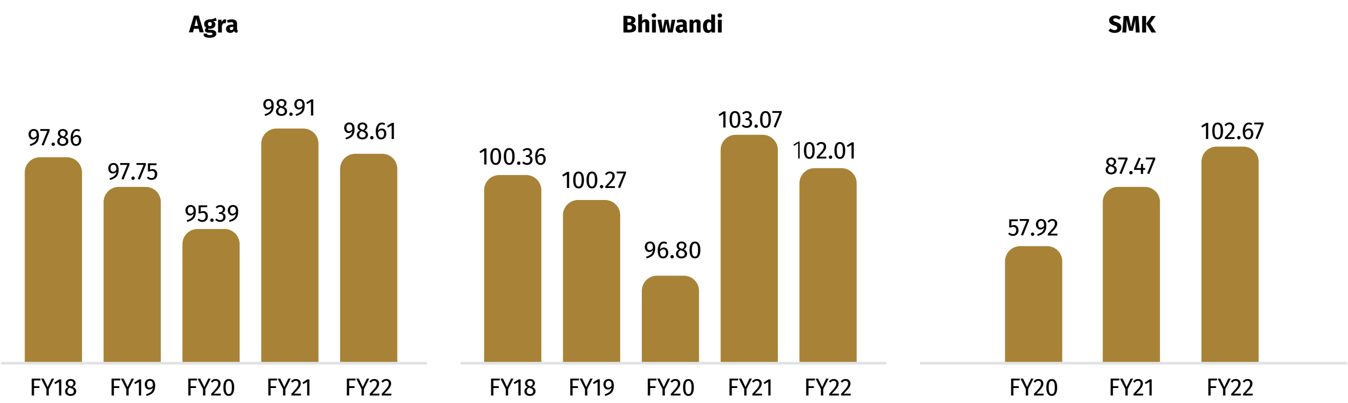
- Revival of vigilance activities
- Disconnection drives
- Pick up in industrial economic activities

Bhiwandi, Agra and SMK achieved a collection efficiency of 102.01%, 98.61% and 102.67% respectively in FY22.

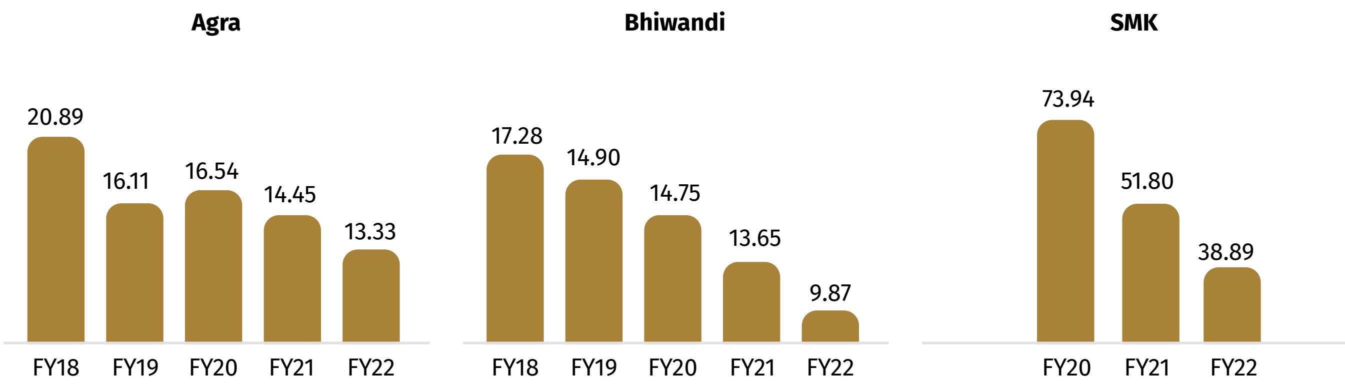
Distribution Loss- Franchised Distribution (in %)



Collection Efficiency (in %)



AT&C Losses (in %)



CABLES BUSINESS

Besides the power business, the Company has a presence in Cables manufacturing business through its subsidiary TCL Cables Private Limited.

We are amongst the market leaders in manufacturing of HV Cables. While continuing as a major supplier of 66 kV cables, we have significantly increased production of 132 kV XLPE Cables in EHV. We are the first company in the cable industry to get ISO 9001:2000 certification, which has now been upgraded to ISO 9001:2015. We have added ISO 14001:2015 & ISO 45001:2018 certifications to demonstrate our commitment to the Environment and OH&S. We are among the top power cable companies in India today with a capability to manufacture EHV, HV-XLPE, LV-XLPE/PVC Power Cables and Control Cables. We are committed to maintaining high quality standards, hence, all EHV and HV XLPE Cables (both single & multi-core) of different types and sizes get regularly tested at CPRI and at ERDA laboratories.

INTELLECTUAL CAPITAL

Evolving through transformation in a dynamic working environment

With the rapid pace of technological advancement in the power sector, traditional operating models must embrace the latest digital technologies to transform and stay ahead of the curve. Continuous modernisation of organisational systems is imperative to meet growing customer expectations. To sustain our competitive advantage, we endeavour to expand our knowledge base and augment our Intellectual capital to make our processes effective, efficient and reliable. Integrating a culture of learning into our business strategy and operations helps us foster innovation across the organisation, scale operational efficiency and facilitate resource optimisation.

UNITED NATIONS SUSTAINABLE DEVELOPMENT GOALS

9 INDUSTRY, INNOVATION AND INFRASTRUCTURE

STRATEGIC THEMES

- ST 1 – Invest in the Company's Growth Engine
- ST 2 – Operational Excellence
- ST 4 – Deploy Digital Technologies

MATERIAL TOPICS

- MT 4 – Cyber security
- MT 6 – Disaster Management
- MT 7 – Digitalisation

INTERLINKAGE OF CAPITALS

Capitals	Financial Capital	Manufactured Capital	Human Capital	Social and Relationship Capital	Natural Capital
Interlinkage of Intellectual capital with other capitals	Having the latest version of ERP systems	Establishing State-of-the-Art Meter Testing Laboratories to test Meters and Instrument Transformers	Taking various efforts to maintain and enhance data privacy	Improvement in customer satisfaction through quality and timely services	Implementing latest technologies to reduce environmental impact
Impact	Investments for SAP system upgradation	Our Laboratories are accredited by National Accreditation Board for Testing and Calibration Laboratories (NABL)	Adapting Multi-Factor Authentication (MFA) system as a data security measure	Adoption of Field Force Mobile Application for improving performance of activities	Procurement of 500+ Distribution automation enabled switchgear leading to lower fuel consumption and outage duration

CYBER RISK MANAGEMENT

The accelerated pace of digitalisation comes with an increased risk of cyber-attacks. We have a stringent focus on adopting advanced cyber security measures to protect ourselves from such attacks. Latest technologies and State-of-the-Art data security measures such as Multi-Factor Authentication, Privileged Access Mechanism, Endpoint Detection and Response mechanism, etc. augment the security of our data and IT systems.

Multi-Factor Authentication (MFA) ensures safe access to resource data such as applications, networks, VPN, etc. MFA allows for compliance with a wide range of standards and is highly recommended to combat increasing risks of credential theft that are often based on social engineering approaches.

Privileged Access Mechanism (PAM) tracks and monitors user access and provides security to the server administrator. PAM has been implemented centrally for business-critical IT infrastructure users and administrators.

Endpoint Detection and Response (EDR) detects and protects the network from malware by quarantining the system network and providing incident analysis. We have a robust firewall system based on maker and checker concept to enable secure and hassle-free access to data for all our stakeholders. Through periodic Vulnerability Assessment and Penetration Testing (VAPT), we identify and block unnecessary ports and system integrations.

Central Electricity Authority (CEA) / Computer Emergency Response Team (CERT)-in Advisory: CEA cyber security advisory is being reviewed and replicated on all firewalls to block suspicious domains and add Secure Hash Algorithms (SHA). A Centralised Firewall Management System (CFMS) and solutions for logging and reporting incidents have been deployed for better manageability and control. Firewalls from all locations have been covered under the CFMS. Furthermore, a centralised firewall repository has been created and gateway firewalls of all sites have been integrated for seamless implementation of CEA/CERT-in advisories.

A Cyber Crisis Management Plan (CCMP), approved by the Ministry of Power, Government of India, is in place for our Generation and Distribution business.

IT Security Audits: We have implemented a Vulnerability Management System to proactively detect and rectify gaps. Our IT infrastructure is reviewed regularly to ensure end-to-end tracking of each vulnerability and prompt remediation of the identified improvement areas.

Dedicated Cyber Security Cell has been a part of Digital Solutions since July, 2021. The Chief Information Security Officer (CISO) is directly responsible for the functioning of the Cyber Security Cell. The cell has been entrusted with the responsibility of ensuring cyber security governance coordination, control and development of strategic plans, policies & guidelines in accordance with national and international standards. The cyber security cell provides engineering support to protect our areas of operations and risk posture monitoring using processes and technology.

BEST-IN-CLASS TECHNOLOGY FOR OUR GENERATION ASSETS

Our generation assets are maintained in accordance with Prudent Utility Practices resulting in higher effectiveness and reliability. Constant efforts are made at running these world class assets underlined with the latest technologies. During the reporting year, it was decided to upgrade the Distributed Control System at SUGEN plant.

Upgradation of Plant Control System and Generator Control System at SUGEN

Our SUGEN Plant meticulously planned the Distributed Control System (DCS) and generator excitation with the start-up frequency controller upgradation process in consultation with the relevant stakeholders. The complete upgradation process, including the first-ever use of the latest Technology Modules (TM) for governor control, has been implemented in a phased manner. It has been synchronised with the planned major shutdown of the units to negate any plant availability loss for DCS upgradation. The upgradation was executed through an action plan based on multi-functional brainstorming, creating and testing actual upgrade scenarios on a test bench supported by a documented strategy and processes.

Impact:
SUGEN has successfully upgraded the Plant Control System and Generator Control System after performing adequate testing of control systems and processes, including on the job training of Operation and Maintenance (O&M) personnel. The upgraded system has reduced the need for components, increased flexibility and is user-friendly along with being compliant to cyber security norms.

MODERNISING OUR DISTRIBUTION OPERATIONS

We have undertaken strategic measures to stay ahead of the curve and strengthen our competitive differentiator of being one of India's best run power utilities. Upgrading electrical infrastructure, adopting advanced technology and efficient operations help us deliver uninterrupted power supply to our customers.

The performance of our distribution network has been improved by moving our overhead lines underground, replacing cables and revamping the metering installations while building interlinkages to create a seamless Ring-Main-System to bring quality uninterrupted power supply to consumers.

We have installed an interface built on GIS software and mapped the entire distribution network to improve functional efficiency. A process has been initiated to install an Advance Distribution Management System (ADMS) to integrate distribution substations on the SCADA platform for remote operations and asset monitoring.

We strengthen our systems continuously while increasing the capacity to relieve overload, manage the number of customers for each substation and create redundancy in the Low Tension (LT) network. The automatic meter reading infrastructure for retrieving usage data has been ported onto the cellular network, both on GPRS and Nb-IoT. We tap into radio frequencies to upgrade firmware remotely. Open source-based Network Monitoring Solution – OpenNMS- has been deployed centrally to configure critical Servers, Firewalls, Switches and Links for timely notification in case of any service outages or existing configurations going beyond the threshold limits.

Advanced Metering Infrastructure (AMI) measures energy consumption and transmits the information to the Company and customers in real-time to monitor and manage their usage prudently. We are in the process of implementing a pilot project of AMI with Smart Meters and State of the Art technology platforms for metering, communication and monitoring infrastructure.

We have developed a mobile based Field Force Application (FFA) to support field engineers and staff to monitor field activities and capture field data on a digital platform. This helps us improve operational efficiencies, performance of field activities and achieving our goal of going paperless for environmental sustainability.

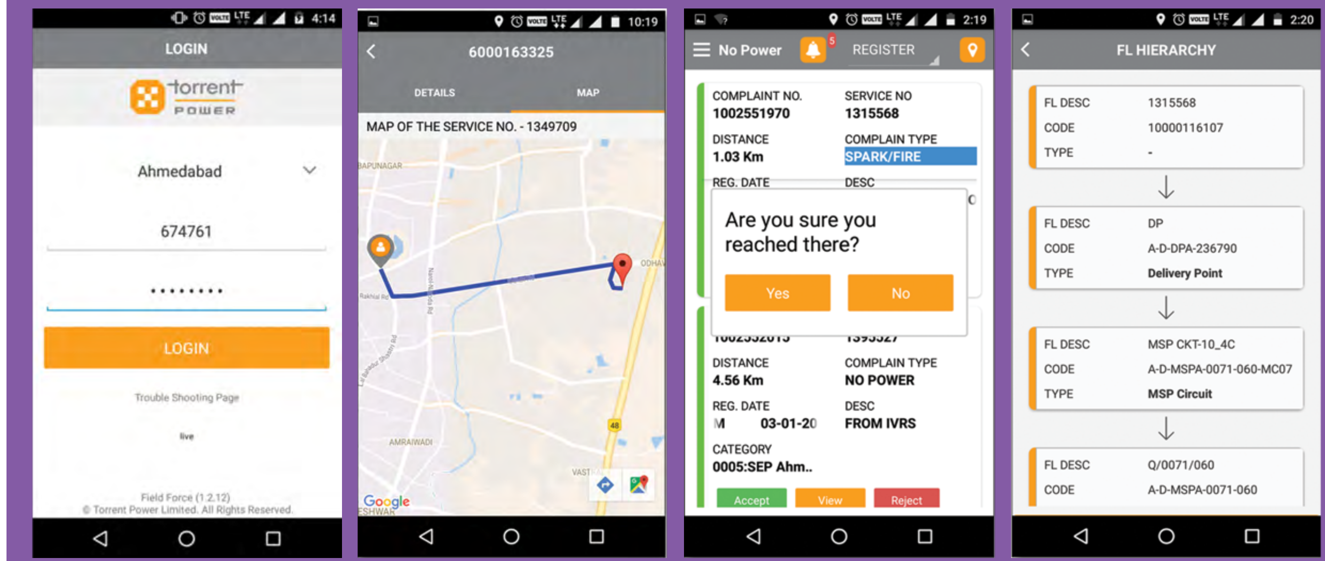
Field Force Mobile Application: Enhancing Efficiency and Effectiveness

A mobile-based platform, FFA was rolled out for the ease of operations. The tool facilitates workflow automation of end-to-end field activities such as Meter Reading, Customer Application Processing, Complaint Management, etc. Separate modules have been developed for meter reading, PPEs audit, asset survey, warehouse activities, capturing site observations, etc.

The platform provides notifications on new jobs as well as their allocation and progress. It also provides information on pending and high priority jobs in real-time. FFA monitors the work quality through date and time-stamped photographs to ensure satisfactory completion and closure of jobs leading to customer delight.

Benefits of FFA:

- Improved real time monitoring of field teams and their deliverables to reduce Turn Around Time (TAT) on customer complaints and other field jobs
- Availability of accurate field data and MIS reports
- Improving asset performance
- Reduction in travel due to remote monitoring facilities to better manage our carbon footprint and environmental pollution
- Digital capabilities leading to reduction in paper use, thereby protecting trees
- Improvement in customer satisfaction through quality and timely services



DIGITALISATION

Digitalisation is changing the way we conduct business. It is helping us design and deploy operating models with improved accessibility, productivity and sustainability. However, this move is accompanied by an exponential rise in data collection and storage, with people and devices becoming connected at an unmatched pace.

We are working on various initiatives such as the ZERO Trust security model, Cloud Access Security Brokers (CASB), security solutions, micro-segmentation, SDWAN, UEM, etc., to ensure our operational and customer data is safe and secure.

Digitalisation of documents is a critical requirement for a power company that deals with millions of customers. At Torrent Power, our distribution units have digitalised the end-to-end process. We store our data on a secure SAP system and a state-of-the-art document warehouse for future use, in line with relevant regulations and policies. Data is also digitally maintained to the maximum extent possible in other units.

DISASTER MANAGEMENT AND BUSINESS CONTINUITY

Every organisation faces the risk of disasters despite all possible measures to reduce the probability. A well-thought-out, practical and comprehensive recovery plan determines the capability and the time taken to fight and resume business after a disaster. These disasters can be natural, such as floods, earthquakes, hurricanes, etc. or triggered by humans like power outage, accidental fire, oil spills, cyberattacks, etc.

We have endeavoured to build robust and scalable disaster management capabilities to restore operations by leveraging IT to regain access to power, connectivity, data, hardware, software, and network equipment in the least possible time. We currently have near site data centres to run IT applications like SAP, web-based applications, VDI and GIS. Furthermore, we also have a far site disaster recovery centre. In case of an unexpected failure, the failover from the primary data centre to the secondary site is automated via clustering software and data-replication techniques. To switch over to the far site disaster recovery centre, the Recovery Point Object and the Recovery Time Objective have been set at minimal levels to restart the IT operations.

HUMAN CAPITAL

Building Positive Employee Relations

The pathway to our success has been paved by the capability and dedication of our people, whose aspirations are in synergy with our organisational goals to create sustainable value for our stakeholders. Our people are the force behind our continued success. We have an unwavering focus on their well-being and nurture a workplace that empowers our people to develop and leverage their potential optimally. A culture of learning encourages the development of the skills and competencies of our people to achieve shared organisational goals and facilitates their holistic professional growth. Our people focused policies and endeavours help strengthen our human capital and significantly improve operational efficiencies and productivity.

UNITED NATIONS SUSTAINABLE DEVELOPMENT GOALS

3 GOOD HEALTH AND WELL-BEING
5 GENDER EQUALITY
8 DECENT WORK AND ECONOMIC GROWTH
10 REDUCED INEQUALITIES
16 PEACE, JUSTICE AND STRONG INSTITUTIONS

STRATEGIC THEMES

- ST 3 Empowered Stakeholders
- ST 4 Deploy Digital Technologies

MATERIAL TOPICS

- MT 13 Employee Satisfaction & Retention
- MT 14 Employee Health & Safety
- MT 15 Training and Development
- MT 16 Diversity and Inclusion
- MT 17 Human Rights

INTERLINKAGE OF CAPITALS

Capitals	Financial Capital	Manufactured Capital	Intellectual Capital	Social and Relationship Capital	Natural Capital
Interlinkage of Human Capital with other Capitals	Enhancing employee satisfaction	Creating employment opportunities in line with business growth	Ensuring employee health & safety while resuming work from office post-Covid	Inclusive workplace upholding the principles of Diversity, Inclusion, and Equal Opportunity	Conducting programmes for environmental protection
Impact	₹ 31 Crore spent on employee welfare	660 employees hired in FY22	Developed a digital platform, "M-Health", to screen & monitor the health of employees	~20% women in total recruitment	Saplings distributed to employees at our various units

HIGHLIGHTS FY22

~20% women in total talent on-boarded

709 Training Programmes conducted

~38,372 man-hours of safety training

Won British Safety Council's prestigious "Sword of Honour" award for excellence in Occupational Health & Safety

STRATEGIC FRAMEWORK TO ENHANCE EMPLOYEE EXPERIENCE

Our workforce development strategy is linked to the larger organisational goal of strengthening and retaining our position as one of the leading energy firms in India. To stay performance-driven and maintain our competitive edge, we enhance the potential of our people to build a bright future for themselves and the Company. Our human resources (HR) team serves as a strategic business partner, supporting the development of our talent in line with organisational goals to sustainably enhance operational agility and productivity. We continuously monitor available skills and map the gaps so that we can build skill pools that are critical to achieve desired business objectives effectively and efficiently.

Our Workforce

Employee category	Age Group			Gender		Total
	<30 yrs	30-50 yrs	>50 yrs	Male	Female	
Senior Management	0	35	71	106	0	106
Middle Management	2	355	124	451	30	481
Junior Management	1,311	1,315	213	2,497	342	2,839
Staff	1,102	2,241	834	3,891	286	4,177
Total Permanent Employees	**2,415**	**3,946**	**1,242**	**6,945**	**658**	**7,603**
Permanent employees with disabilities*						22

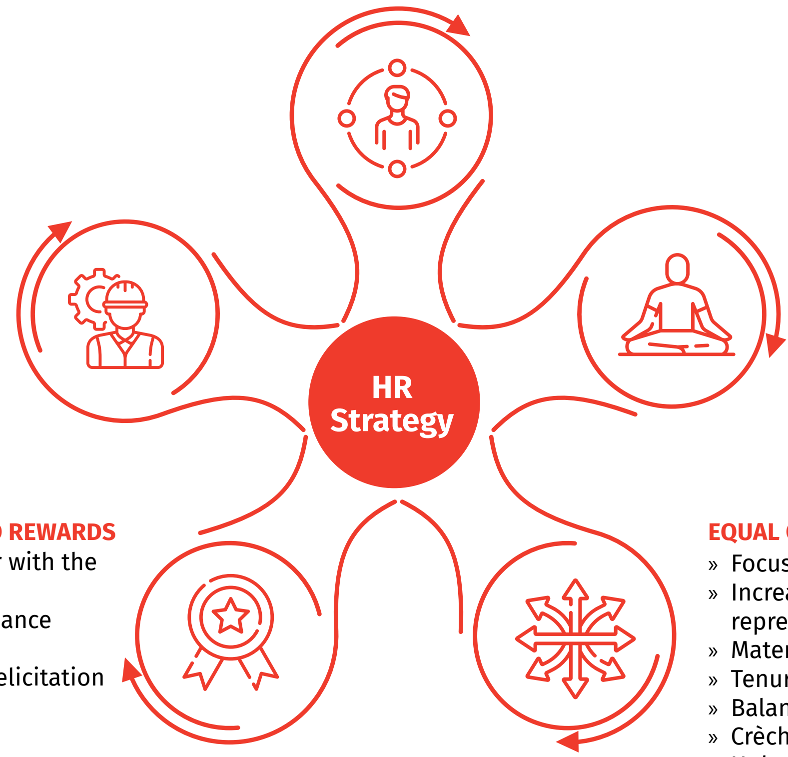
*Already included in Total Permanent Employees

An Integrated HR Strategy to meet the broad spectrum of employee needs

SKILLS & CAPABILITY
- Talent acquisition
- Training and Development
- Succession planning
- Gap identified skill development
- Uniform HR practices across the Company

WORK HYGIENE
- Code of Conduct
- Whistle Blower Policy
- Adherence to POSH
- Equal benefits for all contractual workers

HEALTH, SAFETY & WELLNESS
- Employee Engagement
- Safe work environment
- Mediclaim coverage (inclusive of COVID cover)
- Focus on safety and well-being of employees
- Financial benefits in case of accidents or demise to family members



COMPENSATION AND REWARDS
- Entry salary at par with the industry
- Objective performance review
- Recognition and felicitation programmes

EQUAL OPPORTUNITY
- Focus on gender diversity
- Increasing women representation
- Maternity leave
- Tenure-based additional leave
- Balanced work life
- Crèche facility
- Upholding Human Rights

SKILLS & CAPABILITY

Talent Acquisition

We strive to attract, motivate, retain and grow talent to ensure that we grow business sustainably in line with our stated goals. Our robust talent acquisition process enables us to bring the right talent on board, be it laterals/ experienced or trainees. Every year freshers from multiple campuses are inducted into the Company across functions to build a vibrant talent pipeline to meet our current and future needs. To ensure talent diversity, we maintain a balance of experienced professionals and freshers in our workforce.

All new hires undergo a comprehensive induction and orientation programme, which provides them with an understanding of our operational structure, goals, value systems, business conduct guidelines and sustainability commitments so they can manage their responsibilities efficiently & effectively.

New Hires	Age Group			Gender		FY22
Breakup of personnel joining the organisation	<30 yrs	30-50 yrs	>50 yrs	Male	Female	Total
Senior Management	-	2	6	8	-	8
Middle Management	-	23	12	34	1	35
Junior Management	402	141	19	458	104	562
Staff	50	5	-	31	24	55
Total	**452**	**171**	**37**	**531**	**129**	**660**

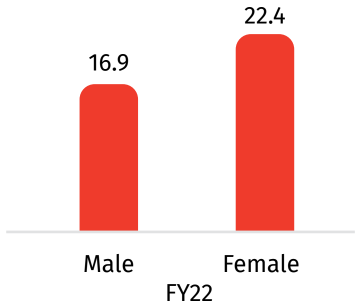
Training & Development

Having the right people with the right will, skills and knowledge is paramount to achieving our aspirations and creating value for our stakeholders. We stay focused on the holistic development of the employees through skill development programmes to build diverse competencies and a high-performance culture. External experts and in-house teams conduct training programmes designed to meet current organisational needs, bridge skill gaps, and groom employees for future leadership responsibilities. All learning and development sessions are monitored and tracked closely for effectiveness and impact. Over 93% of employees were trained on various topics through ~709 training programmes in FY22.

17.4
Average No. of Training hours/employee

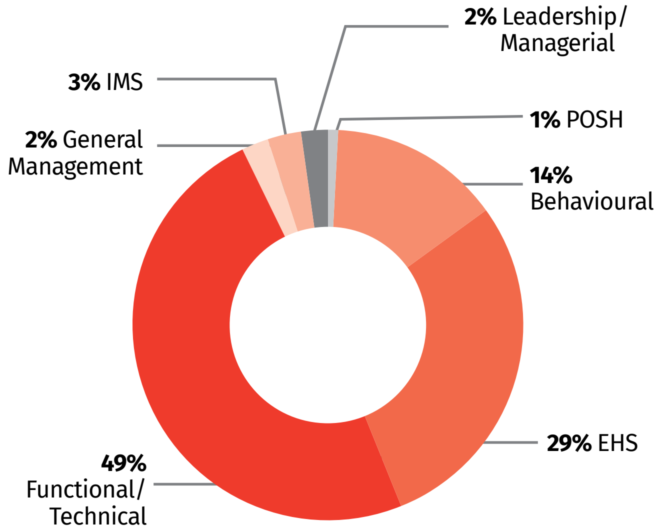
Behavioral Based Safety Training

Gender-wise average number of training hours per employee



The Company conducts multiple functional, technical and behavioural training programmes on an ongoing basis to make the workforce future-ready. The chart below depicts the broad themes of the trainings that were imparted during the reporting year:

Category-wise Trainings conducted during FY22



Leadership Training

The implementation of Position Qualification Requirements (PQR) at Gas-based generation plants

The goal of a robust PQR authorisation system for Operations and Maintenance (O&M) employees aims to attract highly qualified talent for safe and reliable operations of a power station. Given that the technologies deployed in gas-based generation plants are fairly advanced and unique in India and the world, we faced a challenge in hiring people with relevant skills to manage the operations. Therefore, we developed in-house methods, systems and training modules to upskill our talented O&M engineers to run the plant.

The qualification requirements for all O&M roles were defined, and an appropriate curriculum was developed for each position. The curriculum includes classroom training, on-the-job sessions with Subject Matter Experts (SME), a written and on-field practical examinations. Upon satisfactory completion of the curriculum, the SME refers the employee to the Head of the Department, who conducts a final written examination followed by a plant walk-through. After qualifying in the examination, the employee is invited for a final interview with the Authorisation Board, which is chaired by the Executive Director and comprises a multifunctional team including Head of EHS Department. Employees are awarded a certification if they meet the assessment requirements of the Authorisation Board and can take on tasks independently. This certification is renewed regularly through an interview process.

We held initial workshops for the O&M team on-site and in Germany on the latest gas-based single shaft technology. Regular workforce exchanges between the SUGEN and DGEN sites and deputations to support outage activities have helped us develop a pool of experts at both sites.

Through this initiative, our gas-based plants have consistently maintained very high standards of O&M and availability and reliability due to the contributions of our competent teams.

Succession Planning

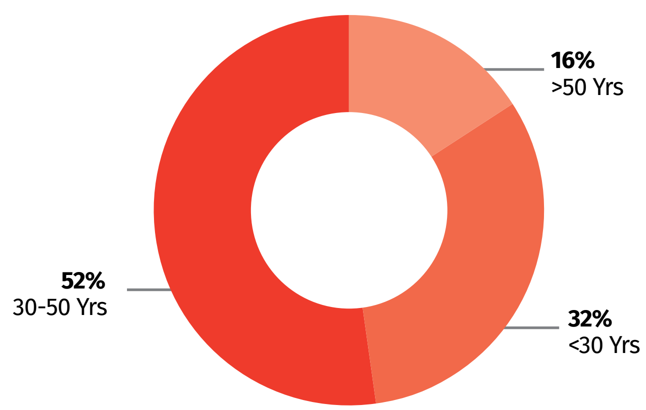
To assure long term success, the Company identifies and has a special focus on grooming the chosen talent for critical roles. We have instituted various systems and interventions for resource mapping and holistic development of employees at all levels. Learning journeys help employees transition from one job level to another and boost their decision-making and organisational skills. The learning journeys are customised and designed to facilitate all-round development. Promotion, rotation of jobs and transfers have ensured that more employees can take up internal roles, build fulfilling careers and develop as potential successors for the future.

EQUAL OPPORTUNITY

Diversity and Inclusion

As an equal opportunity employer, we aim to create an inclusive workplace to gain and retain competitive advantage and establish a well-functioning merit based system. Diversity is more than a strategic vision for us as it defines who we are and empowers us to strengthen the foundations of our organisation. Starting from our Board down to the last rung of our workforce, diversity of capabilities, skills, experiences, gender, communities and socio-economic groups enrich our workforce exponentially. This diversity helps us build a vibrant organisation that stays resilient in adversities and resolute in its mission.

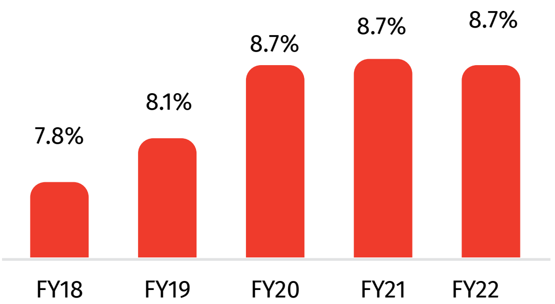
Age-wise Workforce Distribution FY22*



*Permanent Employees

We are committed to upholding the principles of Diversity, Inclusion, and Equal Opportunity. Our merit based recruitment process offers equal and fair opportunities to everyone irrespective of caste, creed, gender, ethnicity, race, and religion. Differently abled individuals with impaired hearing and speech are hired after being trained by special supervisors skilled in sign language to clean solar panels at the GENSU power plant. The Company has hired and provided enhanced livelihood opportunities to 22 differently abled employees.

Women Participation in Workforce (%)



As an Equal Opportunity employer, we strongly advocate and have undertaken several initiatives to increase women's participation in our workforce. As a result of our endeavours, the share of women in the workforce increased to 8.7% in FY22 compared to 7.8% in FY18. Women employees constituted 19.6% of talent onboarded in FY22.

Many programmes have been included to facilitate and encourage working of women in the organisation, such as:

Sangini

With a focus on Women's wellbeing, we invite experts to deliberate on various female-related health subjects on a bi-annual basis at all units. This initiative acts as a platform to express and celebrate womanhood. This year the organisation has conducted sessions on topics such as "Lifestyle & Stress Management", "Diet Management for Working Females", "Pre-menopausal Health & Bone Density" and others.

Diversity of Board

Board of Directors	Total Members	Age Group			Gender	
		<30 yrs	30-50 yrs	>50 yrs	Male	Female
	9	0	2	7	6	3

Sangini at Agra unit

Women's Day Celebration

We celebrate Women's Day every year to recognise and acknowledge the contribution of women and their unbreakable spirit. Each unit commemorated the occasion this year by hosting knowledge-sharing seminars on various topics. Women employees were also given a small token to appreciate their contributions and spirit during the celebrations.

Conducive Maternity Benefits

To foster a better work-life balance, we extend maternity benefits as per statutory requirements to all our female employees. We also promote re-employment of women employees who quit the organisation because of medical, maternity and social constraints or under exceptional circumstances.

	FY21	FY22
Number of females who availed maternity leave	23	14
Return to Work Rate	82%	94%
Retained after 12 months from their return to work after the maternity leave ended	92%	100%

Crèche facility for Working Mothers

In order to support working mothers, well-maintained crèche or childcare facilities are available at most of our units. They assist women employees in striking a balance between their work and motherhood demands. Such supportive facilities also encourage women to resume work after maternity breaks.

Crèche Facility

Balanced Work Life

The Company remains committed to provide quality work-life to retain our valued talent and harmonise our interests with that of our employees. Various policies help our employees balance work and family life better. These include an annual leave policy that provides 30 days of leave, of which 14 days must be mandatorily availed. Incentive leaves are given to employees associated with the Company for a long time. We also provide compensatory off for the extra hours worked by the employees. Flexible working arrangements to balance organisational and personal commitments are available for employees wherever possible. Our work-life integration programmes include celebrating various events and festivals as a team.

Diwali Celebration at AMGEN

Upholding Human Rights

We are committed to respect and comply with all relevant human right laws, rules and regulations in the territories in which the organisation operates. The provisions include stringent policies and actions against slavery, human trafficking, forced labour, child labour and upholding each employee's right to freedom of association in accordance with applicable laws. We are in the process of strengthening our human rights due diligence process, including fine tuning our risk assessment and integrating it into our overall organisational processes and value chain.

Zero
Violation of Human Rights in the reporting year

During the year under review, there were no cases of child labour, forced labour, involuntary labour, discriminatory employment, or breach of human rights. We ensure that all our employees and workers are atleast paid as per applicable minimum wages, irrespective of the gender.

WORK HYGIENE

Code of Conduct

The Company's Code of Conduct lays down the corporate and organisational values that shape our business principles and practices. It is designed to foster a culture of honesty and accountability and to recognise and deal with important ethical and legal issues. The Code is available on the website of the Company. All new recruits must certify that they understand and accept the Company's Code of Conduct at the time of recruitment. Members of the Board and employees are required to comply with the Code at all times.

Whistle Blower Policy

With a view to establishing a mechanism for protecting employees reporting unethical behaviour, improper or illegal practices, wrongful conduct and instances of a leak or suspected leak of Unpublished Price Sensitive Information ("UPSI"), the Board of Directors have adopted a Whistle Blower Policy as a part of its vigil mechanism.

Adherence to POSH

Ensuring the safety and dignity of all our employees, especially women, is of utmost importance to the Company. We are committed to provide a safe and conducive work environment where employees can operate freely without fear, to deliver their best to the organisation. We periodically conduct sessions for employees to build awareness about our stringent Prevention of Sexual Harassment (POSH) policy. During the year, there were no complaints pertaining to sexual harassment.

Zero
incident related to Sexual Harassment

COMPENSATION & REWARDS

Torrent Power believes in nurturing a performance-driven culture by developing and celebrating employee capabilities and achievements to engage and motivate them. Their engagement is critical for our continued success. We recognise employees who deliver extraordinary results through several measures as outlined below:

Torrentian Award

Employees that consistently perform well, go beyond the call of duty, serve as role models, are dependable and committed to the Company are recognised as Torrentians of the Year. Two Torrentian winners are chosen every year from a large pool of employees across the Group, based on a well-defined methodology. The winners are felicitated with the Torrentian Award, a Citation Scroll and a monetary reward during our Founder's Day event.

Chetan Bundela- Torrentian of the Year 2022 (Winner from Torrent Power)

Annual Performance Review & Increment

Annual performance reviews are conducted for all employees to motivate and retain talent by conducting transparent, fair and timely performance evaluations. As part of this exercise, employees discuss their accomplishments and development opportunities for ensuing years with their reporting managers. Additionally, detailed discussions on employees eligible for promotions are undertaken. Job rotation plans are made for potential promotees based on the organisation's requirements and employee aspirations. Individual development plans are discussed and designed during this exercise, and relevant training programmes are identified for employees subsequently.

Kaizen (Continuous Improvement/ Change for better)

Employees are encouraged to suggest Kaizens in the areas of quality improvement, productivity enhancement, safety measures augmentation and waste reduction at some of our locations. To encourage participation and motivate employees about continual improvements, several recognitions are awarded to them as outlined below:

- Best Kaizen of all Functions
- Best Kaizen of Operations Function
- Best Kaizen of Maintenance Function
- Best Kaizen of Support Function

"Thank You Note" for Employees

At some of our units, employees share "Thank You Notes" with each other for their contribution to any project or task, over and above their daily jobs. Receiving employees earn 10 points for every "Thank You" note. Every six months, the employee with the highest points is rewarded with a gift.

HEALTH, SAFETY & WELLNESS

Employee Engagement

The wellbeing of our employees and their families is a key focus for us at Torrent Power. We continue to propagate employee-centric practices and initiatives to create an engaged workforce, including:

Founder's Day Celebration – To commemorate the successes and achievements and pay tribute to the visionary & founder of the Company, Shri U.N. Mehta every year, Founders' Day is celebrated with great enthusiasm.

Health Talk – To ensure a healthy lifestyle, experts are invited to speak with our employees to increase awareness about health-related issues.

Raas Garba – Organised every year to foster team bonding among employees.

Khel Mahotsav – An annual sports event organised to motivate and foster team spirit among employees.

Khel Mahotsav at Agra unit

However, to maintain appropriate Covid behaviour this year, we avoided events that included physical meetings.

Building a Healthy and Safe Workplace

Creating a safe working environment for our employees, contract workers and other stakeholders is an organisational commitment. 'Zero Occupational Health and Safety related incidents' is the credo that defines our operations. Behaviour-based safety systems and our culture makes the workplace a safe place for all employees.

A robust policy and comprehensive measures take forward our commitment to employee health, safety and wellness. Periodic medical check-ups and screening followed by consultations with the Company's medical officer go a long way to ensure the mental and physical wellbeing of employees. Awareness programmes and activities to promote healthy practices are conducted at most of our units and balanced and nutritious meals are emphasised for employees. At some units, an online newsletter is published covering the latest health trends, milestones achieved by employees and their families, tips on healthy living, etc.

Corporate Overview
Governance
Sustainable Value Creation
Statutory Reports
Financial Statements

Making Healthy Living a Habit - Initiatives at AMGEN

The increasing risk of lifestyle diseases and critical illnesses coupled with low consciousness has deepened the need to focus on measures to promote healthy living. Several initiatives were undertaken at AMGEN, our coal-based generation plant, to raise awareness of healthy practices and a commitment to improve fitness levels. Some of these include:

AMGETHON

An annual running competition started in 2017 to improve the fitness levels of employees and encourage participation in physical activities. The event was first organised at the Sabarmati Riverfront in Ahmedabad with a 2.5 km and 5 km running competition where a total of 101 employees participated. As a result of AMGETHON, many employees have become active runners in their daily lives. Four to five employees are now participating in half and full marathons. The latest event, organised in 2021 at our Sabarmati township, saw more than 150 employees participate in 3 km and 5 km stretches while adopting all applicable measures to stay safe during the pandemic.

GM 30

GM 30, is an initiative by the AMGEN unit where employees are encouraged to devote at least 30 minutes of their time to physical activities and keep themselves healthy. Activities undertaken by employees include running, walking, yoga and aerobics. A dedicated portal has been set up to record and share daily activity data with employees to maintain motivation levels. This programme was enthusiastically received by the employees and has recorded a 70% participation.

Practices followed for employee's health

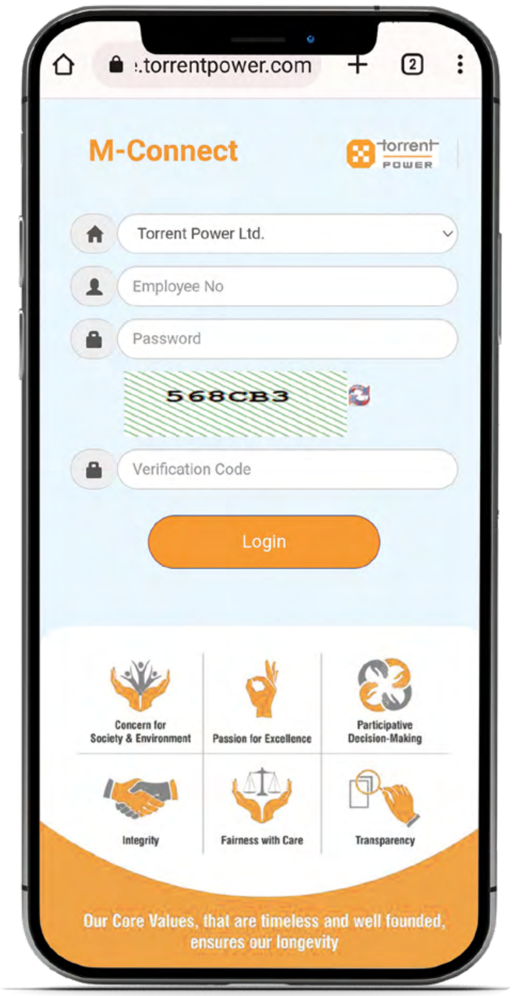
Awareness sessions on "Healthy Eating Habits" were conducted with the help of an external nutritionist. The cafeteria menu is also designed as advised by nutritionists.

We have observed an overall improvement in employee health as demonstrated by the following indicators:

- No employee deaths due to lifestyle or occupational diseases after 2017 (in identified cases only)
- 10 employees who were suffering cardiac problems and tested TMT positive became TMT negative with a good lipid profile
- 18 employees stopped consuming tobacco
- Significant improvement in the average BMI of the overall employee population was observed

Following are some of the policies of the Company to extend additional support to employees:

- **Mediclaim Policy for Employees and their Families with a Top-up Facility** – Helps manage financial expenses incurred at the time of hospitalisation. In the event of a severe medical emergency or illness, an increased insurance coverage limit is offered on a need basis. They also have a provision to opt for the top-up facility based on their requirement at corporate negotiated rates. We have launched a one stop online solution, M-Connect in this financial year, which instantly addresses employees' query related to mediclaim.
- **Covid-19 Top-up Insurance Policy** – As a special need of the hour, the organisation introduced Covid – 19 insurance policy for employees to cope with the financial costs incurred due to the pandemic.
- **Voluntary Parental Insurance Policy** – Employees have the provision to opt for the parental insurance policy at corporate negotiated rates.
- **Policy on Financial Support in the Event of Demise** – Provides financial support to the family in the event of the demise of an employee. Employee families are compensated with 5 years CTC or CTC of balance years of service whichever is less, subject to minimum ₹25 Lacs and maximum ₹50 Lacs. The organisation extended this policy retrospectively to compensate the families of employees who expired during pandemic.
- **Group Accidental Policy** – To compensate for the financial burden of employees arising from an accident, even if they are not on duty.



'M-Connect' - Online Portal to address employees' mediclaim related queries

Conviction for Safety Policy

The Company has formulated a one of its kind 'Conviction for Safety Policy' to compensate employees and their families who have been adversely affected by accidents that occur while on duty. Employees across the Group voluntarily participate in the respective unit's 'Employee Safety Awareness Annual Programme' to become eligible for coverage under the Policy. The initiative also includes employees of contractors and sub-contractors deployed at the unit or project site and across the transmission & distribution network. Such measures encourage behavioural transformation and engagement around the importance of workplace safety and staying compliant to avoid accidents at workplace.

Compensation under this Policy varies depending on the extent of the injury. All accident claims under this Policy are deliberated by a select Committee of senior management formed for this purpose, who have the discretion to accept, modify or reject the claims. The Committee also reviews the preventive actions suggested and advises units to evaluate existing safety-related Standard Operating Procedures (SOPs) for their adequacy. Best safety practices are shared and adopted by units as needed.

Building a Culture of Safety

Our employees' well-being is our top priority; thus, creating a safe and healthy workspace is critical for the Company. All units have adopted a robust Occupational Health and Safety (OHS) Management System based on industry best practices and globally accepted norms and recommendations. All major facilities of the Company are certified for ISO 45001:2018. Our OHS Management System applies to all our employees and contractual workers and diligently captures all incidences, including near misses. A regular audit of the OHS system is carried out by qualified ISO internal auditors and external certified subject experts.

As part of the Integrated Management System (IMS), a comprehensive Hazards Identification and Risk Assessment (HIRA) is done for all activities. In addition, Method Statement Risk Assessment (MSRA) or specialised risk assessments are also being done for hazardous or potentially hazardous and non-routine activities, situations or conditions. Significant activities are evaluated to minimise the level of risk involved with the help of controls such as elimination, substitution, engineering, administrative, etc. Compliance with defined processes is ensured through periodic reviews, site inspections and incident investigations.

Employees and workers are encouraged to report work-related dangers and hazardous circumstances. They submit information on work-related risks and dangerous circumstances identified as defects or notifications to the appropriate department representatives or as an issue that needs mitigation in the safety suggestion box. On observation of any job-related hazard or hazardous condition, all employees have the authority to halt any risky work. Employees on the shop floor are routinely made aware of their authority to stop any activity that poses a risk to them and step away from conditions that they fear may cause injury or illness.

The procedure of incident reporting and related communication protocols are well established. The workers can report such incidents through channels like safety corrective action request; safety committee meeting; Suraksha Samvad & Samnvay (at SUGEN and DGEN); EHS inspections; hazards reporting & EHS suggestion scheme. They can also bring these up during MSRA, pre-job discussions, safety pep-talks, hazards or near miss reporting forms, etc. In addition to these forums, Company has also developed a module in SAP to enable real-time reporting of such incidents. The leadership and top management value workers who report work-related hazards or dangerous circumstances. Critical reporting is praised in weekly departmental meetings, O&M coordination meetings, safety committee meetings and other forums.

There is an objective and documented investigation procedure for work-related incidents. This includes an incident investigation matrix based on risks that cover parameters like visiting and inspecting incident location, interacting with injured person and witness, capturing observations, identifying hazards, etc. followed by a Root Cause Analysis (RCA). Various methods such as 5-Why One-How, Fishbone, etc. are used to determine the root cause. All the accidents/incidents, including near-miss, are investigated to identify the root cause(s), and appropriate Corrective Action Preventive Action (CAPA) are implemented to stop the recurrence of such accidents/incidents.

Safety Tool Box Talk at SUGEN

A dedicated EHS team ensures the safety aspect at each unit. A Safety gallery has been constructed to strengthen and enhance EHS-related awareness. A department-wise scorecard is reviewed and monitored at the unit level to enhance safety measures. Reviews are conducted periodically and a corresponding dashboard is created at the unit and departmental levels. At many plant locations, events like National Safety week, Road Safety week, etc. are organised to create awareness.

Employees and workers are actively consulted for the development, implementation and evaluation of the OHS management system. Their participation is encouraged by making them a part of structured teams (Safety Committee; Risk management team; Standard Operating Procedure review team; Safety steward team; Change management committee; First aid team; Fire squad team; Emergency response team; Incident Investigation team, etc.) and undertaking specific interventions like safety suggestion scheme, safety commitment drive, safety culture survey, mock drills, contract supervisor & contract owner safety meet, etc.

Safety Pledge at AMGEN

The Emergency Response Plan is available on the employee portal. The emergency contact details define key roles and responsibilities of assigned members. Safety signages that are visible and legible are placed at required places on the premises. Periodic mock drills are organised for safe evacuation from the facilities in case of any emergency.

We have in-house Occupational Health Centres at various units with 24x7 medical officer(s) and ambulance(s) for any on duty medical emergencies. We have tied up with well-known multi-speciality hospitals and area doctors. Certified first aiders, regular tools and PPE inspections, emergency mitigation resources like fire tender, fire extinguishers, etc.

Use of Arc Suit during EHV Operations

and a fire fighting team available 24x7 on the premises further enhance our readiness to address emergencies.

The Company implements multiple training and engagement programmes with a holistic approach to enhance safety in the workplace. Our permanent and contractual employees undergo classroom, hands-on and online training programmes to acquire new skills related to health and safety and strengthen existing ones. ~38,372 hrs of safety trainings were provided during FY22. Some of the trainings that were provided to our employees on health and safety include:

- Emergency Response Plan
- Incident Sharing & Investigation
- Road Safety Training
- Ergonomics
- Operation Hazards & Isolation Techniques
- Know your PPE'S
- Behaviour Based Safety Awareness
- Safe Work Practices
- Excavation Safety
- Advance skill on Aspect Impact Identification & Register
- Reptile & Animal Bite Awareness Training
- Confined Space Management
- Awareness sessions on Various Diseases

Mock Drills for Rescue Operations at Ahmedabad Distribution

Safety Rewards & Recognition Program

Safety rewards encourage and enthuse employees and contract workers to maintain high safety standards beyond compliance. These rewards include:

- Best safety performer department-as per safety scorecard
- Best contributor to workplace safety for all
- Best contract worker unit wise
- Best contract supervisor unit wise

Zero

Reportable Injuries at Gas-based Generation units

Safety Score Card: An effective tool to enhance organisational safety at AMGEN

At AMGEN, every department's performance on safety parameters such as accidents, man-days lost, unsafe acts, etc. was always documented. However, there lacked a mechanism to assess the unit's overall performance covering critical safety components of every department. Furthermore, it was not possible to compare the safety performance of the various departments holistically. To address this issue, a safety scorecard was introduced that assigns individual weightage to different safety evaluation parameters in one place. Each department receives a monthly safety score percentage derived from its scorecard points that is shared with other teams to raise awareness of comparative performance, best practices, etc. It allows departments to focus on aspects that are most critical for them to address to ensure zero incidents and workplace safety.

Since the safety performance score of all departments is objectively available, it fosters healthy competition to improve their scores. Any department performing poorly can improve by following the departments with leading scores and adopting their best practices to improve AMGEN's overall safety performance.

British Safety Council: Five Star Audit & Sword of Honor for Torrent Power

The Five Star Occupational Health and Safety Audit by the British Safety Council (BSC) involves an in-depth examination of an organisation's related systems and processes. The audit focuses on the critical aspects of managing safety, health and the environment across the organisation and the supply chain. It offers a structured path for continual improvement by adopting best practices.

Our thermal generation plants have implemented an IMS comprising of ISO standards viz. ISO 9001:2015, ISO 14001:2015, ISO 45001:2018 and ISO 50001:2018. In addition, our gas-based generation plants have also implemented ISO 55001:2014 and ISO 27001:2013. SUGEN was also awarded a Five Star Rating for its robust OHS system and practices in October'21 and the Sword of Honour in December'21.

Our Distribution units have implemented a comprehensive OHS management system which is in line with the legal requirements of Central Electricity Authority (Safety Requirements for Construction, Operation and Maintenance of Electrical Plants and Electric Lines) Regulations, 2011 and is accredited with ISO 45001:2018 and certified with a Five Star Rating in the Occupational Health and Safety Audit conducted by the BSC. The units also won BSC's prestigious "Sword of Honour" award for achieving excellence in Occupational Health and Safety.

Sword of Honor for excellence in Occupational Health and Safety

Staying Resilient through Covid-19 Pandemic

The commitment and determination of our employees powered our abilities to stay resilient and continue to grow business through the challenges of the pandemic. We rapidly set up work-from-home infrastructure wherever possible to help our employees stay safe while being productive to overcome the limitations of the pandemic. Sanitised workplaces with Covid appropriate guidelines enabled employees who came to offices to protect themselves while delivering on customer expectations of reliable power. Awareness sessions on Covid appropriate behaviour helped employees and their families remain cautious and careful. Covid control rooms were established to monitor the health of employees and their family members daily, even on holidays. An in-house team developed a digital tool, "M-Health", which tracked their health status and travel history and that of their families. We tied up with medical providers for free and seamless vaccination of employees. We were able to return to our offices during the reporting year by staying compliant with the pandemic relevant guidelines and procedures.

SOCIAL AND RELATIONSHIP CAPITAL

Effective Integration for Collective Growth

Working with and for our social partners – customers, suppliers and communities is imbibed in Torrent's culture. Our relationships with these stakeholders determine our success and help us achieve collective growth. We continuously foster and nurture these relationships through various initiatives aimed at improved social development. The strong foundation of social and relationship capital that we have built over the years gives us the confidence to produce long-term and sustainable value for our Company, society and the country. Our enterprise and community-facing projects contribute to the nation's self-reliance and equitable development aspirations and actively engage our stakeholders.

UNITED NATIONS SUSTAINABLE DEVELOPMENT GOALS

STRATEGIC THEMES

ST 3
Empowered Stakeholders

MATERIAL TOPICS

MT 12
Sustainable Supply Chain

MT 18
Customer Satisfaction and Loyalty

INTERLINKAGE OF CAPITALS

Capitals	Financial Capital	Manufactured Capital	Intellectual Capital	Human Capital	Natural Capital
Interlinkage of Social and Relationship Capital with other Capitals	Support government's efforts to combat COVID-19 pandemic	Decentralisation of operations to enable faster customer service by reducing turnaround time	Ensuring customer data is safe and secure	Encouraging employees for community engagement	Conducting awareness programmes for the contractors and consumers regarding energy saving
Impact	₹12 Crore donated during the year to fight COVID-19. Total COVID-19 contribution of ₹43.5 Crore till FY22.	Set up operations from 9 locations instead of the earlier 5 in Ahmedabad city.	Investments in Zero Trust Network Architecture	Improved employee participation (in absolute number of employees and no. of hours per employee)	Distribution of the booklet "VIJ DARPAN" for HT and LTMD customers, pamphlets, and exhibition of energy conservation messages at customer care centres

PUTTING CUSTOMERS AT THE CENTRE OF OUR OPERATIONS

Torrent Power has always maintained high standards of service in terms of delivering reliable and an uninterrupted power supply. Even in our franchised operations, we have been able to achieve almost 24x7 power supply which is a case study in itself. We continuously strive to enhance our service standards and build mutually beneficial relationships with our customers.

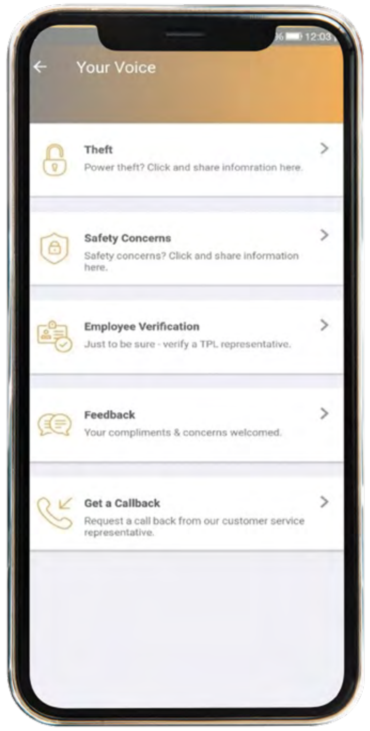
Consumer Centricity

We aim to keep our customers delighted with an 'Almost No Power Cut' Policy. Besides this, we remain available to provide essential support and assistance to our customers whenever required. Customer empowerment is one of the key mottos of our distribution business. Hence, various systems have been put in place to notify our consumers of all services including billing, metering, outages and application processes. For facilitating bill payments, besides the facility to pay online, we have mobile collection vans, 24x7 collection kiosks and multiple collection centres.

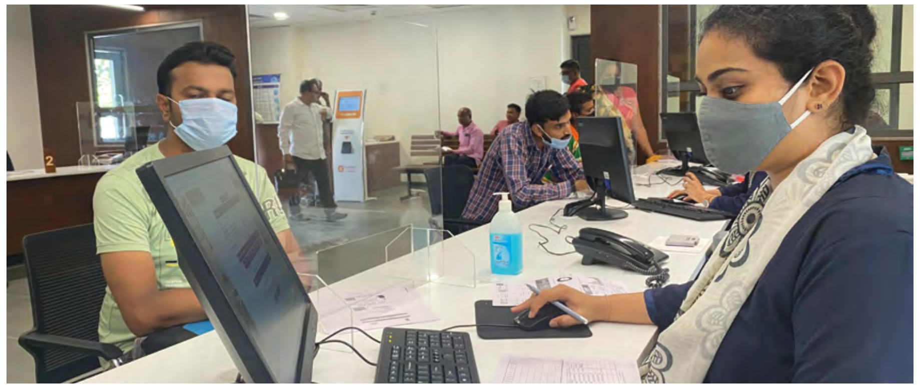
We have set up state-of-the-art, digitally enabled, physical customer interaction centres called **"Plug Points".**

Call Centre at Ahmedabad

State-of-the-Art Plug Point at Ahmedabad



Online portal for customer engagement



Customer interaction at Plug Point

Payment Kiosk at Agra

24X7 call centres, as well as digital interaction hubs are available for the consumers to register and resolve the issues they face.

A wide range of services such as submitting applications, registering complaints, asking queries, making payments and providing feedback can also be availed by customers from the convenience of their homes through our online customer portal. More than 60% of our payments are received through online modes.

Our mobile application offers unique features like video chat, employee verification, registration of a safety concern, the facility to submit your own meter reading, etc.

Our consumer complaint received is treated with utmost importance and a solution is delivered to the satisfaction of consumers. We have always been able to close complaints effectively and within the regulatory timelines.

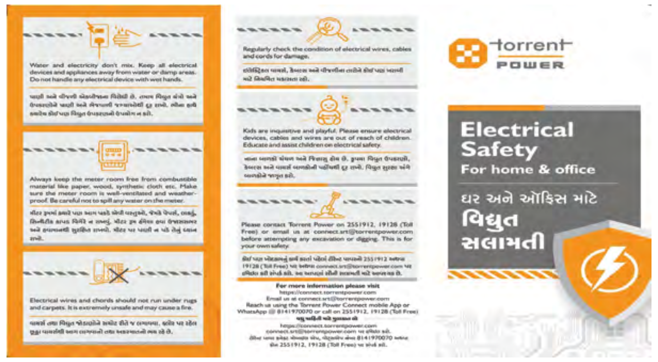
100%
of complaints resolved within prescribed time

Our organisation is structured to allow us to cater to the specific needs of our customers effectively. Focused teams to handle applications and queries from customers interested in generating or availing power from renewable sources, a specific department which acts as a single-window touch point for high-value customers and dedicated touch points for Licensed Electrical Contractors to effectively meet their particular requirements help us delight our customers and enhance their experience with Torrent Power.

We benchmark ourselves against the best in the industry and continuously work to exceed customer expectations.

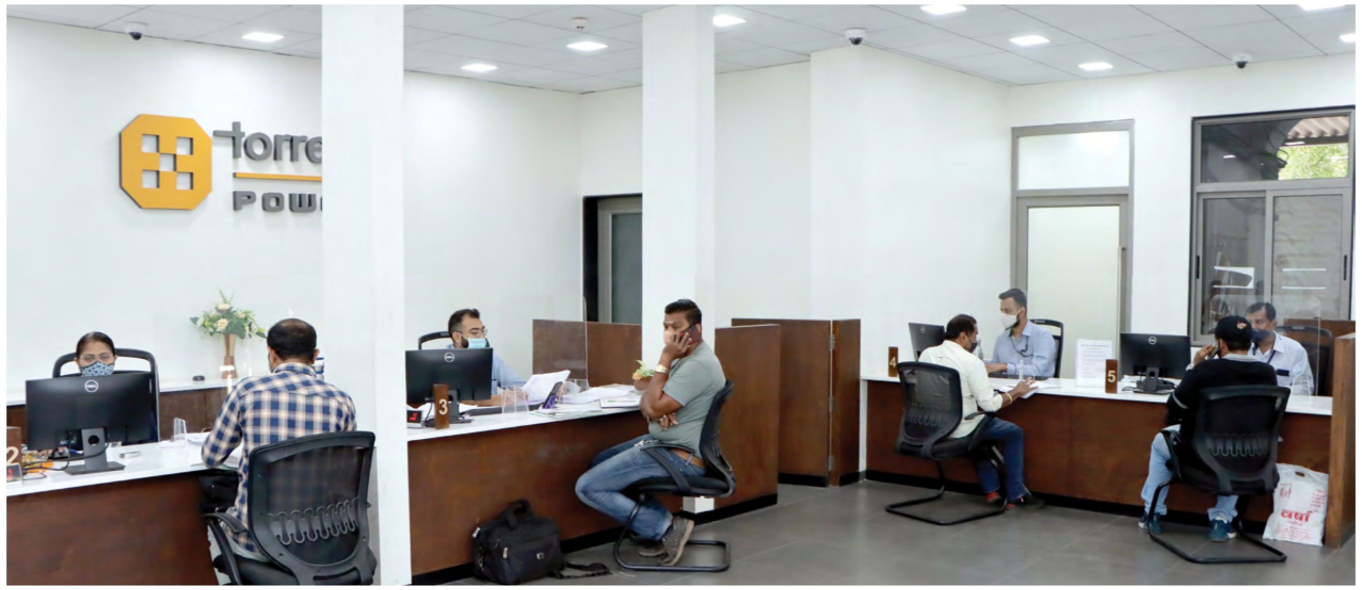
Safety Initiatives

Being an electricity distribution company, we are aware of the hazards that 100% of our key operations may pose to customers and society at large. Accordingly, we consider the safety of our stakeholders to be of paramount importance. Keeping that in mind, we engage with our stakeholders through various channels to create safety awareness and proactively inform consumers of unsafe practices and installations at their premises.



Vij Salamati Pamphlet for Safety Awareness

Safety tips are communicated to customers through several means such as do's and don'ts messages on the customer portal during festive seasons, highlighting the importance of safety equipment and publishing general safety tips on energy bills. We also push audio visuals through our mobile application on safety awareness and distribute information pamphlets "VIJ SALAMATI" at Plug Points.



Dedicated Touch Point for Licensed Electrical Contractors

We interact with our stakeholders through service camps at various locations, customer meets, contractor meets and school programmes wherein we disseminate information on electricity safety.

School Programme at Surat

Customer Meet at Surat

Electrical Safety & ELCB Awareness Survey

Torrent Power conducted a survey on Awareness of Electrical Safety amongst consumers to enable them to assess their role in maintaining safe electricity usage environment. A total of 1,100 customers from Ahmedabad distribution area were selected across categories and load levels.

The survey helped us get insights into our customers' safety awareness levels. Results showed that 26% were aware of their own electrical safety. Also 38% have an Earth Leakage Circuit Breaker (ELCB) or Residual Current Circuit Breaker (RCCB) installed at their residence or office. **One of the important outcomes was to know that 96% agreed that Torrent Power's network is safe, reflecting our commitment towards safety.**

Other outcomes of the survey include:

77% showed willingness to regularise load while installing new electrical device

57% agreed that devices like ELCB/RCCB are important for electrical safety

80% agreed good earthing can protect from electrical shock

90% are aware that ELCB/RCCB installed was ISI certified

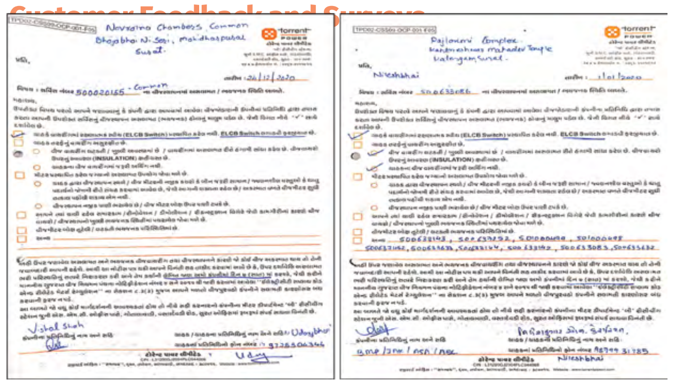
98% agreed that loose wiring can cause flashovers and electrical accidents

76% are using ISI certified devices/equipment at home/office

94% preferred call centre to report unsafe electrical devices/equipment or activities

Customers are informed of any earth leakages in their installation by separate letters along with their energy bills. Any safety concerns observed during meter reading are captured in photographs. Such observations are documented and communicated to the customers via letters. We stay connected with the customers to encourage them to make necessary corrections. We have also developed a mobile application and WhatsApp systems to facilitate reporting on various safety concerns.

Surveys of critical services are undertaken to monitor the condition of meters and meter box installations, check the condition of wiring and earthing, confirm compliance with regulatory requirements regarding installations of ELCB / MCB, verify metallic / flammable / hazardous material stored near meter box and check overload services. We take necessary corrective actions and urge our customers to act on the observations of any unsafe installations identified during the survey of critical customer installations.



Intimation of Unsafe Observations through Notices

Understanding customer expectations is crucial for us to maintain our competitive edge. We have put in place dynamic mechanisms to capture customer feedback.

We collate information from customers through interactive SMS and feedback forms to understand their expectations. We have an internally developed platform "**Sampark**", wherein we reach out to our customers through calls and capture their feedback. In FY22, we collected more than 82,000 customer responses, investigated each feedback and resolved issues with the customer wherever necessary.

82,000+
No. of feedbacks received during FY22

In FY22, a professional market research organisation conducted a detailed survey covering more than 5,000 customers across categories in Ahmedabad, Surat and Dahej to capture customer satisfaction, customer loyalty and net promoter score.

Customer Satisfaction Score

Customer Satisfaction (CSAT) score measures how the customers rate the overall quality of services offered by the business. Our unmatched service quality helped us achieve a CSAT score of 80%.

80%
CSAT Score

Loyalty Score

Loyalty score is an index of the likelihood of the customers to continue availing services from the business in the case of multiple service providers. A loyalty score of 93% stands testimony to our customer-centric approach.

93%
Loyalty Score

Net Promoter Score

Net Promoter Score is a measure of the willingness of customers to recommend a brand basis their experience. It is used to gauge customer satisfaction & loyalty and captures ratings between -100 and 100. We achieved a respectable Net Promoter Score of 57, one of the best globally.

57
Net Promoter Score

Data Privacy

We have established systems to ensure safeguarding of customer data. No complaints on breach of data privacy or loss of data was filed by any customer during FY22.

Demand Side Management (DSM)

Torrent Power has initiated DSM to enhance energy conservation measures by collaborating with our customers. We have conducted Energy Audits as well as Peak Load shifting programmes to benefit customers. In addition, we encourage our customers to implement Rooftop Solar installations in line with the government's vision. We have established a dedicated team to help customers who wish to install Solar Rooftops. We also participated in a government-sponsored programme to distribute energy-efficient light bulbs, fans & other equipment and communicated their benefits to our customers. Features on the mobile app and customer portal helped customers understand their power consumption, calculate savings by utilising energy-efficient gadgets and comprehend the necessity of energy conservation.

COLLABORATING WITH SUPPLIERS

We aim to build resilient and long-term supply chains to ensure reliable power supply to all our customers. Besides customer satisfaction, it helps reduce costs and lead time as well as maintain quality. Our suppliers primarily include providers of coal and gas, materials and services. We strongly believe that suppliers are our partners in success and building long-term relationships with them is extremely critical to ensure sustainability of operations. We engage our suppliers in our ESG initiatives as relevant and motivate them to adopt ISO 9001 (Quality Management System), ISO 14001 (Environment Management System) and ISO 45001 (Occupational Health & Safety Management System). We put special efforts to train the workforce of our suppliers in the areas of Health & Safety, Energy Efficiency and Environmental Sustainability using material prepared in different languages for easy understanding.

Suppliers' Code of Conduct

We have a mandatory Code of Conduct for all the suppliers across all platforms. The Code covers aspects of importance to Torrent Power, such as environment protection, minimum wages, prohibition of child labour, anti-bribery laws, health and safety measures, etc. The purpose of the Code is to ensure that our partners share similar values as Torrent Power and comply with our standards of conduct.

Initiatives to Encourage Local Suppliers

Torrent Power is deeply committed to encouraging entrepreneurship among inhabitants of our local communities. We embrace every opportunity to acquire goods and services from local and small vendors. To the extent possible, we give preference to people from the underprivileged sections and women. We encourage contractors and suppliers to embrace and continually improve environment-friendly goals and practices aligned with our sustainability goals. We continuously engage with local suppliers to increase their capacity and capabilities through measures outlined below:

» Prioritisation for local vendors when purchasing consumables and spare parts

» At some plants, members of nearby communities are trained and deployed as security guards

» Packaging materials (steel and wooden drums and planks) and select raw materials (PVC Fillers and GI Armour Strips) are purchased locally from small vendors

» Direct and indirect employment opportunities are provided to local community members to the extent possible

» Use of skilled workers from local communities where feasible for fabrication, plumbing, carpentry, horticulture, housekeeping, gardening, transportation, etc.

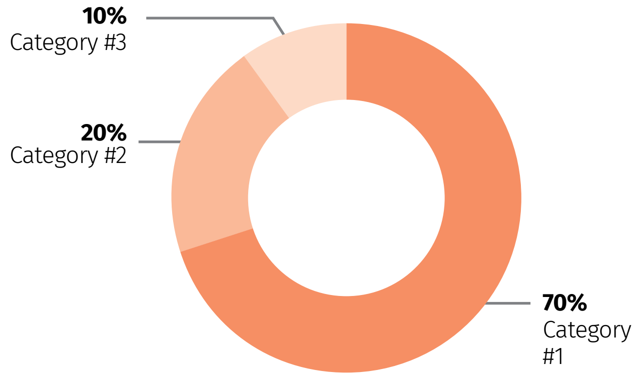
» Developed policies, Operational Control Procedures (OCP), work instructions, EHS procedures, signages, etc. in local languages to facilitate proper understanding and enhance their involvement

Supplier Screening and Evaluation

Our procurement consists of 80:20 rule where 80% procurement is from about 20% of suppliers. Hence, the focus is on critical suppliers based on the procurement value. In our generation business, major procurement is of fuel (based on value). Such suppliers are mainly government entities for domestic coal and large international and domestic players compliant with various ESG parameters for gas supply.

Our distribution business procures about 1,000+ materials from about 2,000+ suppliers. The suppliers have been classified as follows:

Supplier-wise Cost Of Annual Procurement



Majority of Category #1 suppliers are local suppliers and have been screened in accordance with well-laid down ESG criteria. Targets have been adopted for screening and evaluation of Category #2 and Category #3 suppliers as under:

FY22

Category # 1

14 Nos. of existing material suppliers identified for Class A materials.

- **Phase 1** Encourage the supplier to have the minimum environment management system requirements
- **Phase 2** Mandatory environment management system to be followed

Phase 1 for Category # 1 suppliers has been completed.

FY23

Category # 2

Class B material suppliers

- **Phase 1** Encourage the supplier to have the minimum environment management system requirements
- **Phase 2** Mandatory environment management system to be followed

FY24

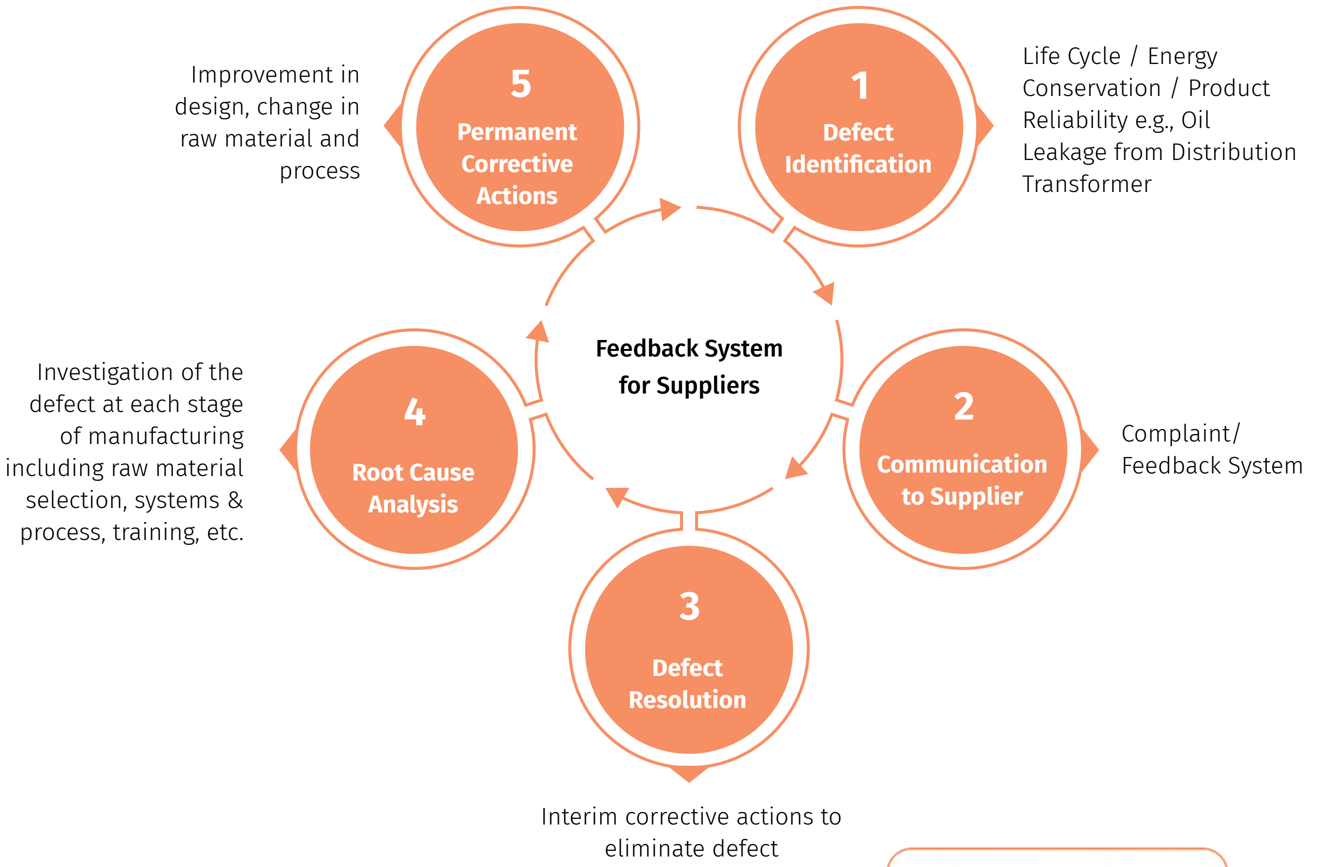
Category # 3

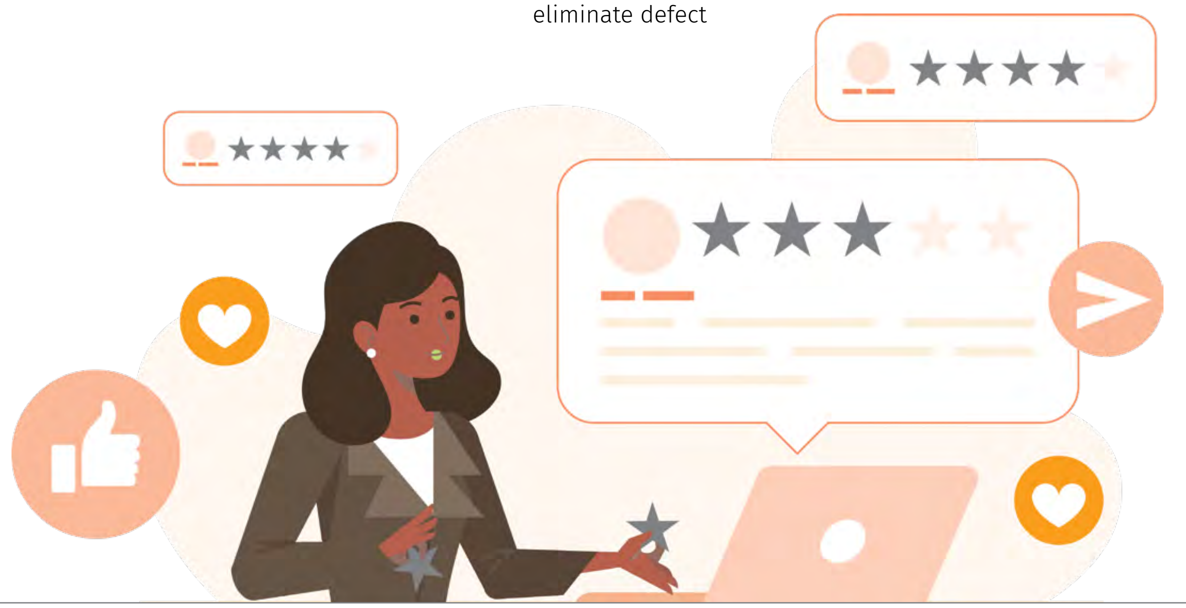
Class C material suppliers

- **Phase 1** Encourage the supplier to have the minimum environment management system requirements
- **Phase 2** Mandatory environment management system to be followed

The overall process for supplier screening and evaluation involves the following five steps:

- Primary assessment following registration of technically acceptable vendor
- Manufacturing site visit and evaluation of facilities
- Environment Management Survey and Assessment for the existing suppliers based on laid down screening criteria
- Performance monitoring through various channels including:
  - Feedback from Supervisors (Service Providers)
  - Supervision through Field Force Automation (Service Providers)
  - Internal & External Audit (EHS) for Service Providers
  - Complaint management system (Suppliers)
  - Environment, Health & Safety Management Survey (Suppliers) including from a compliance perspective
  - Evaluation and rating of larger contractors on EHS criteria annually
- Feedback to and from suppliers and service providers (two-way channel)





POSITIVELY INFLUENCING COMMUNITIES

Torrent Group firmly believes in the philosophy of "Think of others also, when you think about yourself". With this philosophy of our Founder, Late Shri U. N. Mehta, the "UNM Foundation", a not-for-profit organisation, has been established to drive the Group's social activities. The Foundation carries out social and philanthropic activities of the Torrent Group with a focus on Community Healthcare, Sanitation & Hygiene, Education & Knowledge Enhancement and Social Care & Concern. Our commitment to promoting the holistic growth of communities goes beyond the regions we operate in.

₹ 57 Crore
Spent on Community Development

We are proud to have pioneered a comprehensive approach to addressing society's multi-dimensional development concerns and contributing to its collective aspirations. Our dedication to the cause of social upliftment goes beyond declaring our intentions. We channel a portion of our resources and activities towards enabling meaningful social impact.

Governance – CSR and Sustainability Committee

The Board's CSR and Sustainability Committee has oversight of our community facing initiatives. Provisions of Section 135 read with Schedule VII of the Companies Act, 2013 form the foundation of our well-structured and holistic CSR Policy. The CSR policy lists the thrust areas for community initiatives, project categories, programme types and delivery methodologies. It provides guiding principles for community engagement for all employees and partners.

The said Committee reviews the Annual CSR Plan outlining chosen projects, activities and CSR expenditure budget for the year and recommends the same to the Board of Directors for their approval. It also reviews the CSR Plan implementation and meets at least thrice a year.

CSR and Sustainability Committee Members
Usha Sangwan (w.e.f. October 1, 2021)
Samir Barua
Radhika Haribhakti (w.e.f. May 11, 2022)
Jinal Mehta

Corporate Overview
Governance
Sustainable Value Creation
Statutory Reports
Financial Statements

R EA CH

a movement, not an activity

REACH (Reach EAch CHild), a child health-centric initiative

Sustainable development requires ensuring healthy lifestyles and encouraging well-being for all. One of the challenges faced by the healthcare industry and providers, including the government and the medical profession, is to prioritise the needs of patients and guarantee access to quality healthcare. At Torrent, we have always put our best efforts to foster equitable healthcare. With this objective in mind, REACH, our flagship community development programme was launched in 2016 by UNM Foundation.

Reach EAch Child, or REACH, is the umbrella community development programme that aims to prevent child health problems through proactive grassroot interventions and greenfield actions. It also provides access to specialists, medical services for diagnosis, treatment of children with chronic ailments and supports interventions for enhancing women's health and hygiene, among various allied initiatives, including but not limited to awareness.

REACH: Programme Pillars

REACH
- Grassroots Interventions
- Greenfield Actions
- Other Allied Initiatives



OUTREACH Activities

Grassroot Interventions

Grassroot interventions, the first pillar of the programme, targets to establish the baseline health status of children aged 6 months to 6 years in villages around Surat, Dahej, Balasinor, and Indrad situated in Gujarat. Children are screened for anaemia, malnourishment or chronic ailments and necessary interventions are taken.

Initially, the programme started by providing Ready to Use Therapeutic Food (RUTF) – Balamul to the malnourished children and the progress was closely monitored. It was identified that the taste was monotonous. To counter the same, the Group experimented and evolved Mauji biscuit with the same nutritional components as Balamul and a number of different flavours.

Distribution of Mauji Biscuits to REACH beneficiaries

For anaemic children, adequate iron supplements are provided to bring them up to the medically desired level. In addition, if any children require additional supplements, medication or advice, they are directed to one of our existing paediatric centres to avail of the best course of action to ensure long-term health.

Expanding sphere of influence

Our experience and structured impact assessment provide us with the impetus to increase the reach of our community development interventions. During FY22, as the second wave of the pandemic ebbed, starting from June'21, the REACH programme was extended to additional 649 villages, taking total number of villages covered by the programme to 1,000. An Anganwadi model is followed in additional villages to identify and serve malnourished children, with 7,511 children being identified as malnourished and provided with Mauji biscuits. Till now, 39% of children from additional villages have been brought out of malnourishment.

Locations	No. of villages	No. of beneficiaries
Surat	197	3,334
Dahej	150	1,112
Balasinor	148	1,366
Indrad	154	1,699
Total	**649**	**7,511**

649
New Villages Covered in FY22

7,500+
Undernourished children identified in FY22

Expanding through concentric circles:

We are extending the reach of the medical camps and diet supplements to the children registered with Anganwadis in the new villages we are reaching. We collect data on moderate and severely malnourished children from the Anganwadi staff, given their understanding of the children under their care.

Spreading awareness

We conduct public awareness campaigns to raise awareness about malnutrition, anaemia, good health and hygiene - causes, symptoms, cure and care across all villages we support through our community development programmes. These are shown in the form of audio-visual films in vernacular language in various villages. Demonstrations on ways to cook nutritious food using ingredients commonly found in the homes of caregivers and parents are also undertaken as part of these engagements. These interventions aim to make the parents self-sufficient in managing their children's health.

Spreading awareness through audio visual films

Impact Assessment of Malnourished and Anaemic Children

We start our programmes with a detailed need assessment through surveys and one on one discussions to understand our community requirements. Our programmes are designed to meet these stated needs. Thereafter, while the programme is being implemented, we continually review the progress and impact it is creating on the beneficiaries.

A systematic survey was undertaken in the villages around Surat, Dahej, Balasinor, and Indrad situated in Gujarat. Programme interventions have been intensively implemented in these villages. They have helped numerous children overcome malnourishment and anaemia.

Malnourishment	Anaemia
The average weight of close to 4,000 children (Malnourished to Normal category) was assessed. Approximately 78% of children were found to have normal weight after treatment.	Haemoglobin of close to 1,000 children (Anaemic to Normal category) was assessed. Approximately 94% of children were found to have normal haemoglobin levels after treatment.

Greenfield Actions

Under the second pillar of REACH, i.e. Greenfield Actions, healthcare support is provided to children up to 18 years of age in remote areas with inadequate medical services through three greenfield multi-disciplinary physical Primary Health Centres (PHCs) in Dahej, Balanisor, and Indrad. These centres provide access to free medical advice, basic laboratory services and medicines to the underprivileged. While regular services from these centres were put on hold owing to COVID-19 related limitations, we transitioned to tele-consultations to continue serving the communities. Facilities for physical OPD and teleconsulting OPD services were resumed from June'21.

3,25,000+ OPD
consultations since 2017

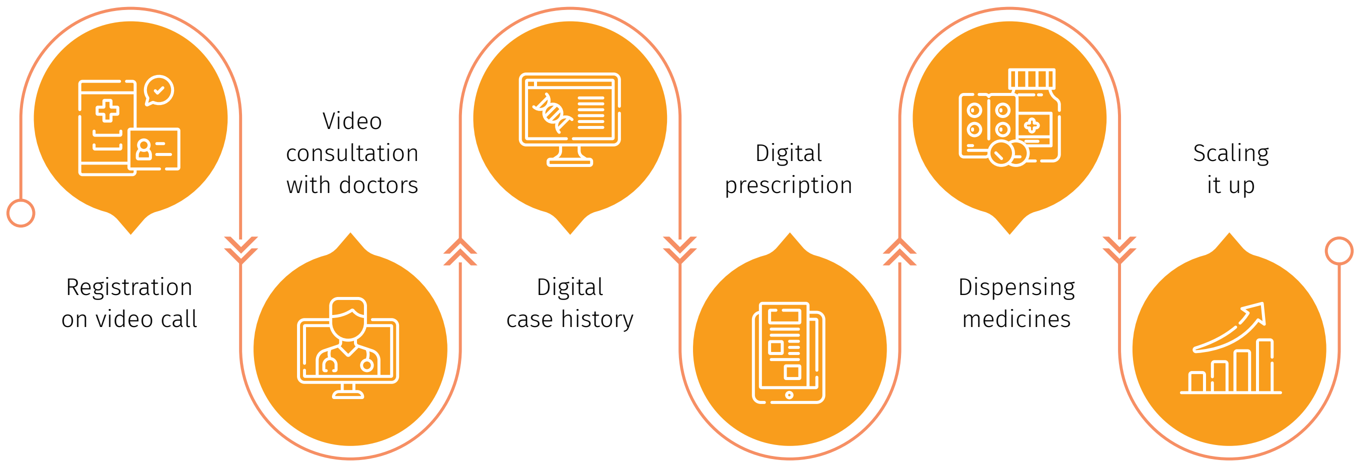
40,000+ OPD
consultations in FY22

4,300+ Pathology
tests conducted in FY22

PHCs at Indrad, Balasinor and Dahej

Continuing consultations during COVID-19

Tele consultation - the new 'Minimum Human Intervention' model adopted during the pandemic.



Setting up multi-purpose satellite centres

A hub and spoke model to establish a network of satellite centres around the core areas we already cover helps us reach and serve many more children. These centres serve as nodal points to deploy various interventions under grassroot programmes, including medical camps, awareness campaigns and facilitating teleconsultations with doctors at the existing primary health centres (PHCs). Children with critical conditions are sent to our 150-bed paediatric hospital, Balsangam and other hospitals designated by the programme.

In FY22, two multi-purpose satellite centres were set up at Waghai and Chhapi. A survey and feasibility assessment have been undertaken to expand infrastructure and medical coverage in the underserved areas of North, Central and South Gujarat.

Three centres are under development at Radhanpur, Naswadi and Dediapada. These multi-purpose satellite centres will be scaled up appropriately depending on feedback and demand for healthcare services from the local population.

Community engagements underway at the multi-purpose satellite centre in Waghai

Other Allied Initiatives

The programme was started to remove the taboo associated with menstruation and create awareness about menstrual hygiene among adolescent girls. The programme interventions encouraged women to use sanitary napkins and liberate them from traditional methods, taboos and other social restrictions.

Sanitary napkins are distributed by the women employees supported by female volunteers from the village at community spaces like schools. Counselling sessions were conducted for rural adolescent girls around SUGEN, Dahej & Indrad and free health and hygiene kits were provided.

Distribution of menstrual hygiene kits

In line with our focus on reducing the environmental impact, we proposed distributing biodegradable and reusable sanitary napkins to reduce used menstrual napkins finding their way to landfills. We distributed these sanitary napkins to 100 girls as part of a pilot study to gauge the response of recipients. More than 90% of the girls were pleased with the product laying the ground for us to distribute further.

We have started distributing bio-degradable and reusable sanitary napkins targeting 1,300 beneficiaries in 22 villages from Q4 FY22. We plan to extend the coverage of the initiative to several more beneficiaries in the coming year.

We distribute hygiene kits to 14,000+ adolescent girls between 11 and 18 years of age every month under this programme.

Creating awareness amongst adolescent girls

Voices of happy women using bio-degradable sanitary napkins

"Happy and fully satisfied with the replacement over the conventional pad. Since the material is cotton/ fabric; no complaints about rashes and leakage; more comfortable to carry with the reduced thickness."

"After multiple washes, the quality of usability remains as earlier; hence, no issue in using it for a longer period. It is hassle-free to change frequently"

"Issues of buying as well as the disposal of the pad on a monthly basis are resolved and privacy could be maintained, which was otherwise embarrassing earlier"

Paediatric Healthcare - Major Milestones

2014 onwards
- Research & Groundwork
- Meeting 20 leading paediatricians across India
- Visiting US, UK & Canada Hospitals

2017 onwards
- In addition to Grassroot interventions, four Paediatric Centres started at Surat (now converted into 150-bed paediatric hospital), Dahej, Balasinor & Indrad
- Mobile OPD Vans started across all four locations

2020
- A Medically Integrated Complex - "Rangtarang" inaugurated at SUGEN

2021
- Grassroot activities Extended to 1,000 from earlier 351 villages, following the Anganwadi Model to identify & serve malnourished children

2022
- Started minor surgeries, ICU and major surgeries at Balsangam
- Multi Purpose Satellite Centres Started at Waghai and Chappi

રંગતરંગ
rangtarang

Rangtarang – An Integrated Medical Complex

Rangtarang is a state-of-the-art medical facility developed by the Torrent Group at SUGEN to provide quality medical care to community members living in villages nearby. Rangtarang comprises Balsangam, a 150-bed, state-of-the-art paediatric hospital spread over 20 acres and Sumangal, a multi-disciplinary clinic for patients of all age groups.

રંગતરંગ rangtarang

બાલસંગમ balsangam: a 150 bed state-of-the-art paediatric hospital (erstwhile paediatric centre at SUGEN).

સુમંગલ sumangal: a multi-disciplinary clinic for patients of all ages

Balsangam - State-of-the-Art Paediatric Hospital

Balsangam: Torrent's world-class multi-speciality hospital

It offers free medical services to underprivileged children. Services at substantially subsidised rates are available for children belonging to other classes. The hospital houses modern facilities, high-end equipment and super specialist doctors and is built as per National Accreditation Board for Hospitals & Healthcare Providers (NABH) norms.

Providing health care services at Balsangam

Facilities at Balsangam

- Advanced Operation Theatre (OT) for complex surgeries
- Paediatric Intensive Care
- Isolation ward with negative pressure for infectious diseases
- Laboratory with equipment adhering to global standards
- Special Pneumatic Tube System for sending medicines & samples from one ward to another
- Plasma sterilisation process at par with international standards for instrument and linen disinfection

Facilities at Balsangam

The hospital follows environment-friendly arrangements to dispose off solid waste and wastewater through sewage and water treatment plants. The treated water is used in toilets and for horticulture.

During FY22, we undertook minor and major surgeries, set up a 24x7 emergency facility and offered free transportation to patients to and from the hospital with pick up from nearby points.

In line with our focus on paediatric health, children who continue to be severely malnourished despite intensive curative activities are treated at Balsangam as special cases without cost. A screening camp of 108 children deemed to be special cases was undertaken across 50 villages near SUGEN covering Ophthalmology, Orthopaedics, ENT and General Paediatrics disciplines.

Sumangal: A multi-disciplinary clinic for all ages

Sumangal is a multi-speciality clinic primarily treating adults. It was set up in September'12 as an OPD clinic (earlier named Swadhar) with just one doctor providing general medical consultations to the community. Since rural patients could not afford expensive specialised consultations, the clinic added dental, ophthalmology, dermatology, gynaecology, orthopaedics and physiotherapy disciplines in 2018. During FY22, more than 4,000 patients from nearby villages availed services at the clinic.

Spreading the Word Around

To encourage villagers to avail of the Rangtarang services, we undertake widespread dissemination of information to create awareness about the hospital, facilities, doctors and their availability through mass communication channels including leaflets.

During FY22, more than 80,000 leaflets have been distributed as newspaper inserts. Leaflets are also provided to the village volunteers, Anganwadi workers, ASHA workers, schools, etc., for door-to-door distribution and given to villagers when they visit the facility.

Other forms of communication include WhatsApp messages to foster village level community connections (Anganwadi workers, Anganwadi helpers, ASHA workers, etc.), digital displays in the hospital reception and communication through staff and other contractual staff who hail from neighbouring areas.

28,900	Total OPD
19	Tele-consultation
4,169	Number of Patients
13,988	Number of Tests
715	Numbers of X-ray
261	Numbers of Sonography

શિક્ષા સેતુ

Shiksha Setu – The Teaching and Learning Program

We launched the Shiksha Setu programme in 2011 to provide children with high-quality learning and improve age-appropriate abilities at the primary school level. This is a one-of-a-kind effort to improve the quality of education for children studying in government and trust-sponsored schools by bridging the gaps between teaching and learning processes using new technological approaches.

The Shiksha Setu Project (Phase II) started in FY17 and ended in FY22. It aimed to substantially improve quality of primary education and was implemented in 13 schools in SUGEN, Chhatral, Chhapi, Memadpur and Ahmedabad.

The learning outcomes achieved till Phase II were severely impacted when schools remained closed since March'20 in view of the pandemic. The pandemic also spurred reverse migration from the cities, with many families returning to their hometowns. Many children dropped out of school, with some having to work or due to poor learning skills, especially in a remote learning mode. The challenge was to enable such children to gain basic schooling skills, reintegrate them into regular education and teach them vocational skills to help them find work.

Students learning to read using remidial material distributed

Interventions deployed under Shiksha Setu

In line with governmental directives, teachers continued to conduct online classes when schools were closed during the lockdown. However, these initiatives were greatly hampered by the lack of smartphones, computers and robust internet connectivity in villages. We decided to supplement the digital learning interventions with paper assignments for students to practice and strengthen their concepts to overcome these hurdles.

Students of primary schooling learning through science practicals

Four assignments covering five disciplines were administered to more than 4,000 students from Grades 3 to 8. These assignments included questions and activities connected to the curriculum. They covered subjects that needed conceptual understanding and other age-appropriate essential abilities. 500+ students were given additional remedial tasks.

Through an online course developed with the Vikram Sarabhai Community Science Centre (VSCSC), 52 teachers were trained on mathematics and science concepts during the Shiksha Setu programme period. VSCSC also hosted an online computer training session for 35 teachers.

Technology-based educational tools were developed under the sLEd Studio, including:

» **sLate:** Technology-based **teaching tool** for teachers
» **sLearn:** Skill-based **learning tool** for students provided on 'Tablets'
» **sLquiz:** Technology-based **assessment tool** to measure learning improvement year on year

sLate: Technology-based teaching tool for teachers

sLate is based on the Gujarat Council of Educational Research and Training (SCERT) school curriculum to scale teaching capabilities using smart channels to explain topics and subjects for Grades 5 to 8 using animated stories, poems and experiments. It has been updated to adhere to the new National Council of Educational Research and Training (NCERT) maths and science curriculum. 20 smart classrooms were built for teachers. A total of 90 teachers from 13 schools were trained in using sLate. The attendee teachers continue to use the tool regularly.

sLearn: Skill-based learning tool for students provided on 'Tablets':

It is a skill-based tool that allows students of all learning levels to practise topics at their own pace and level. A total of five disciplines (Gujarati, Maths, EVS / Social Science, Science and English) are available. 3,600 children (80%) from Grades 3 to 8 have frequently used sLearn. 37 tablet labs with 1,247 tablets were set up for the students to test their learning through question-and-answer sessions and activities. The tool is regularly updated for technology and content.

sLquiz: Technology-based assessment tool to measure learning improvement:

Each year, the learning level of students is tested using the structured Annual Student Assessment instrument, sLquiz, to measure the impact of programme activities and monitor development. Based on the analysis of the results and identifying weaker abilities, workshops with teachers were held and action plans for improving performance were developed.

4,500 students
Covered under sLED studio initiatives

150+ teachers
Covered under sLED studio initiatives

Way Forward

Shiksha Setu Phase III has been rolled out to consolidate and expand the gains of the earlier phases. The goals of this phase of the programme include:

» Enhancing foundation skills of primary and upper primary students
» Providing a second chance to school dropouts
» Enabling them to obtain vocational skills to improve their livelihood opportunities

The three-pronged roadmap to meet these objectives is built on:

» **Learning Enhancement Programme:** To strengthen age-appropriate foundation skills of children in Grades 1 to 5 and 6 to 8 by creating an environment within the community and family that is conducive to learning. 7,000 students were assessed during FY22 and learning camps were organised for 2,500+ students from Grades 3 to 8.
» **Second Chance Programme (SCP) or Secondary Education for school dropouts:** To encourage school dropouts to return to school and prepare for their Grade 10 board exams. This initiative also seeks to create a healthier pipeline of students who could pursue higher education or vocational training after their exams. During FY22, 112 students enrolled for SCP out of which 93 students appeared for examination and 66 students successfully passed the examination.
» **Vocational Skills Development Programme:** To enhance the employability of youth who have finished their basic schooling through vocational skills to equip them to access better livelihood opportunities and foster their long-term development. During FY22, 105 students were imparted training under the Vocational Skills Development Programme.

Student learning computer under Vocational Training Programme

Student learning to cut cloth under Vocational Training Programme

પ્રતીતિ

Pratiti - Development and maintenance of public parks

Under the 'Pratiti' programme, we are re-developing and maintaining public parks for citizens' use. To date, we have re-developed eight parks in Ahmedabad covering ~ 62,300 sq. mts. Three parks in Surat covering 63,300 sq. mts. and one garden at Ahmedabad covering 36,700 sq. mts. are under development. The Group also undertakes maintenance of these gardens.

Redeveloped public parks

Shardashish School

In our endeavours to promote education for all, we make financial contributions to support the Shardashish school located in the housing colony at our AMGEN plant. Over 500 economically disadvantaged students from the slums of Sabarmati are educated at the school. Any deficiency in government grants over school expenditure is funded through contributions to the Amdavad Vidyut Kelavani Samaj Trust, which runs the school.

ShaishavMitrs – Employee Volunteering

We encourage our employees who share our vision and values to be part of our community engagement efforts. A unique concept called 'ShaishavMitrs' enables employees to volunteer their time, effort, and skills to empower communities through our community development programmes.

ShaishavMitrs with CSR beneficiaries

Charitable Contributions for various Social Activities

Besides undertaking various initiatives, we contribute to community development through donations to organisations carrying out charitable activities. Contributions are made to support a wide range of activities including providing medical services, organising blood donation camps, relief activities during natural calamities, reserving and enhancing cultural heritage, scientific research for the benefit of farmers and rural youth, preservation of the environment, educational activities, promotion of sports, capacity building for youth, vocational training, supporting women artisans, designing students, craft enthusiasts and micro and macro entrepreneurs connected with Indian handicraft, activities for tribal communities in areas of health, education, micro-credit & income generation, de-addiction, etc.

COVID-19 Donations

The Torrent Group committed to spending ₹100 Crore to support the government's efforts to combat the pandemic. ₹~92.40 Crore has been spent so far out of the total committed amount at Group level.

Initiatives include supplying, installing and commissioning a medical oxygen plant, procuring oxygen cylinders, distributing free oxygen concentrators, organising free vaccination camps, providing Corona Warrior Kits (nutrition and immunity booster) to healthcare workers, helping hospitals with medicines & equipment and supporting hospital patients and their relatives with lodging and boarding.

NATURAL CAPITAL

Protecting and Conserving Resources and Enhancing Efficiencies for a Sustainable Future

We value our natural ecosystem and understand the environmental responsibilities that an organisation like ours bears. Our commitment to serve, conserve, and rejuvenate the environment has remained steadfast from our inception. We strive to further minimise the impact of our operations with an aim to give back more than we take from nature. The results of our sustainability initiatives in past years give us the confidence to accelerate the implementation of environment-friendly practices across our operations.

We aim to reduce our environmental footprint by ensuring that all our plants run at peak efficiency and make the most use of scarce natural resources. Further, we have tailored our efforts to preserve the delicate natural balance of our country's geology by increasing our share in the renewable sector, thereby partnering in GHG reduction.

UNITED NATIONS SUSTAINABLE DEVELOPMENT GOALS

STRATEGIC THEMES

- ST 2 Operational Excellence
- ST 5 Responsible Actions

MATERIAL TOPICS

- MT 1 Emissions Management
- MT 2 Energy Source Diversification
- MT 3 Energy Conservation
- MT 10 Water Management
- MT 11 Waste Management

INTERLINKAGE OF CAPITALS

Capitals	Financial Capital	Manufactured Capital	Intellectual Capital	Human Capital	Social and Relationship Capital
Interlinkage of Natural Capital with other Capitals	Investments in Green Energy portfolio to reduce emissions intensity	Renewable energy generation as part of total generation	Encourage online payments	Initiatives for employee awareness to foster a clean environment	Protecting biodiversity by developing and maintaining public parks
Impact	~₹6,300 Crore invested in renewable business cumulatively	25% renewable capacity in total generation capacity	> 60% of total revenue collection is through electronic channels	Online training for advanced skills on the aspect-impact register with 170 active attendees Online quiz competition where 462 employees participated	Redevelopment and maintenance of 12 public parks in Ahmedabad & Surat

HIGHLIGHTS

~5 lakh trees planted over years

Zero Liquid Discharge at all our generation units

>90% of the generation capacity is based on cleaner fuels

ISO 50001 (Energy Management System) obtained at most of the units

1.14 lakh m^3 rainwater harvested

100% fly ash utilisation

Won British Safety Council's prestigious **"Globe of Honour"** award for environment sustainability

ISO 14001 (Environment Management System) obtained at most of the units

EMISSIONS MANAGEMENT

GHG Emissions

We consider emission reduction a vital part of our functioning and have integrated GHG intensity reduction targets into our overall ESG strategy. We are contributing to the global fight against climate change by focusing on the generation of electricity through cleaner fuels. 91% of our generation capacity is based on cleaner fuels [Gas & Renewables] in line with our core value of "Concern for the Environment".

The highly efficient gas-based generation facilities, which account for 66% of the total operational generation capacity, are built with state-of-the-art technologies to ensure minimal environmental footprint and land use. These plants are run with advanced F-class gas turbines and single shaft Combined Cycle Power Plants (CCPPs) that increase operational efficiencies with minimum carbon emissions compared to coal-based generation facilities. All of these capacities are registered under the Clean Development Mechanism (CDM) of United Nations Framework Convention on Climate Change (UNFCCC) and are capable of reducing ~8.5 million CO_2 emissions annually. Till FY22, UNFCCC has approved the emissions reduction of ~18 million CO_2.

SUGEN Plant

In addition to the above, 686 MW of our renewable plants are in the process of registration under Gulf Carbon Council (GCC). An additional annual reduction of 1.31 million CO_2 is possible through the generation of power at these plants.

Our gas-fired power plants remain amongst the most efficient in the country and have exceeded performance targets under the Bureau of Energy Efficiency (BEE) PAT III scheme. They have been recommended for Energy Saving Certificates following a measurement and verification audit conducted by an independent agency, thus contributing to the national mission of emissions reduction.

The breakup of our GHG emissions is as follows:

GHG Emissions (in Million tCO_2e)	FY20	FY21	FY22
Scope 1*	5.33	4.50	4.44
Scope 2	0.03	0.03	0.04

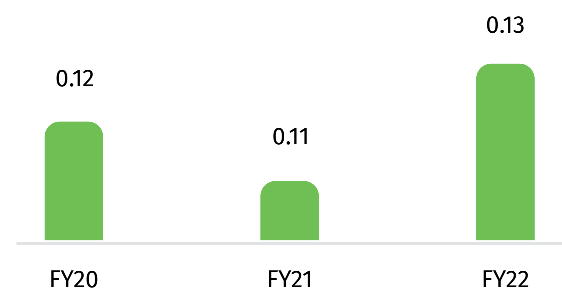
*Includes GHG emissions from Ozone Depleting Substances (ODS)

ODS Emissions (in MT CFC-11 equivalent)	FY20	FY21	FY22
ODS Emissions	1.92	0.11	0.03

Our material consumption details are outlined below, which resulted in the generation of 7,903 MUs of thermal electricity in FY22, down from 10,003 MUs in FY21.

In addition to above, we have undertaken several measures to progressively reduce our environmental impact that include initiatives like promoting use of digital platforms for conducting meetings and thereby reducing travel, adding BS VI compliant vehicles to the fleet of company cars to cut carbon emissions, etc.

Emissions Intensity (TCO_2eq/GJ)



Emissions intensity in FY22 increased compared to the previous reporting year due to increased generation from our coal-based plants on the back of higher power demand post Covid-19. PLF of coal-based generation units increased from 44.27% in FY21 to 76.88% in FY22.

Air Emissions

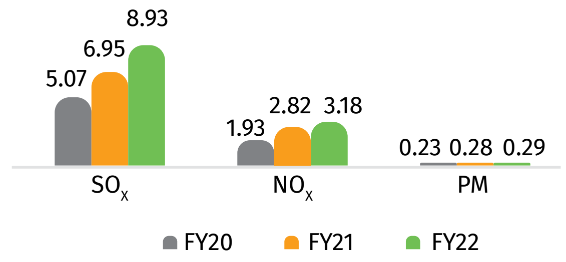
We have undertaken sufficient measures at all our operational units to minimise air emissions. We closely monitor our Particulate Matter (PM), Sulphur Oxide (SO_x) and Nitrogen Oxide (NO_x) levels continuously to keep them under the mandated levels. Our gas-based generation units are equipped with dry low NO_x burners that keep the emissions well below the regulatory norms. Stack air quality at our coal-based generation unit is ensured through the installation of Electrostatic Precipitators (ESP) with state-of-the-art control systems. Dust suppression and extraction systems are used in coal stock & feeding areas to maintain the ambient air quality. Water is sprinkled over the coal stock at the point of dust generation to control the fine dust particles and improve the quality of breathable air.

(in MT)

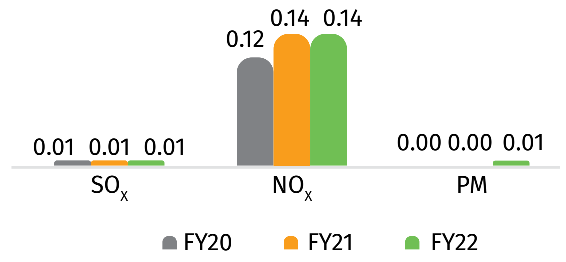
Material consumed	Category of material	FY21	FY22
Indian Coal	Non-renewable material	6,23,099	11,64,219
Imported Coal	Non-renewable material	1,61,401	2,12,613
Low Sulphur Heavy Stock (LSHS)	Non-renewable material	1,021	610
High Speed Diesel (HSD)	Non-renewable material	239	304
Natural Gas	Non-renewable material	11,68,416	7,79,959

Air emission trends from our gas and coal-based generation units are provided below:

Air Emissions from Coal-based generation (kg/mWh)



Air Emissions from Gas-based generation (kg/mWh)



Air Emissions (in MT)	FY20	FY21	FY22
SO_x	10,759	8,929	19,914
NO_x	5,071	4,795	7,844
PM	506	394	700

Carbon Offset

In addition to our efforts to reduce emissions from our operations, we are also creating avenues which would assist in compensating for our emissions. Over the years, we have planted nearly 5 lakh trees across locations with a healthy survival rate contributing to our carbon sequestration efforts. We have maintained the green cover around the periphery of generation facilities beyond the statutory requirements. The dense green cover provides a safe home to various birds and other wildlife in the area, thereby protecting the rich biodiversity. We have also piloted organic farming in vacant areas across different plant locations.

43%
Green Cover at generation power plants (against statutory norm of 33%)

Green Cover at SUGEN

Organic Farming and On-farm Solar Powered Cold Storage at GENSU

Organic farming is an effective and promising agricultural technique for environmental sustainability since it gives yield consistency, maintains soil health, uses fewer synthetic fertilisers and has a minimal environmental impact. Our 87MW GENSU Solar Power Plant has been built on uneven terrain. Due to safety reasons, 6 acres of vacant land under and near transmission lines remained unutilised. The site could not be used for planting trees or other purposes. Hence, GENSU planned to convert the open ground into cultivable land to conduct organic farming and cultivate seasonal vegetables for the internal use of staff and residents. The land was refined and made suitable for agricultural use with a drip irrigation system. Almost 24 different types of vegetables are planted throughout the year, with an annual production of nearly 17 MT. Brinjal, broccoli, okra, garlic, onion, tomato and cauliflower are among the commonly grown vegetables. This initiative also provided employment to ~15 people, both men and women, from nearby communities. Planting flower trees all around the periphery provided additional green cover.

This organic farming initiative at GENSU called for a cold storage system to reduce the wastage of fruits and vegetables and keep them fresh for a longer duration. An ecosystem created with a focus on sustainability prompted us to build an on-farm solar-powered cold storage system. The concept was developed in-house by the SUGEN electrical team in collaboration with the refrigeration system supplier. A shipping container available at the site has been converted to a Cold Storage Container. 6.8 kWp Solar PV Polycrystalline, Panel Mounting structure and an inverter were installed. There are two refrigeration units, each of 1 ton, maintaining a temperature of 2 – 8 °C inside the cold storage to protect vegetables from rotting, sprouting, degradation, and insects. The unit is designed to use energy from the sun during the day and with a backup arrangement of grid connectivity for reliable operations.

World Environment Day Celebration at Ahmedabad, Surat & Dahej Distribution Units

One of the Core Values of Torrent Power is "Concern for Society and Environment." As part of that commitment, our senior management is constantly working to establish and improve the organisation's environmental management culture. Every year "World Environment Day" is celebrated by engaging key stakeholders, our employees and contractors. Several events and activities were held over the course of a week to encourage employees and contractors to take an active role in fostering a culture of preserving and enhancing the environment through increased knowledge, motivation and excitement.

As part of the celebrations:

- Employees and contractors at all levels vowed to manage the environment
- Environment awareness messages & videos were displayed in various locations and informative materials were circulated
- 170 participants attended an online training on advanced skills on the aspect-impact register
- Around 900 trees were planted, and 400 saplings were distributed
- Jute bags and plantable seed pencils were distributed to all employees
- An online Quiz competition was organised for employees, which saw 462 participants
- A poster designing competition was organised for children of employees, where 68 children participated
- Winners in the competitions were appreciated by the top management

ENERGY SOURCE DIVERSIFICATION

We recognise our responsibility towards providing low-carbon power at affordable prices. Over the years, Torrent Power has made conscious efforts to steadily increase renewables in our energy mix to 1,018 MW in FY22, constituting ~25% of the total operational generation capacity.

During the current year, we acquired 231 MW of renewable assets consisting of 75 MW of solar capacity and 156 MW of wind capacity to increase the share of renewables in the energy mix. Another 565 MW is in the pipeline.

1,583 MW
of renewable portfolio

For captive consumption, we have installed a rooftop solar PV system at all major locations that significantly reduce consumption from the grid, which is mainly dependent on non-renewable sources. During FY22, we sourced 1,509 GJ of our requirements from captive generation compared to 1,327 GJ in the previous year.

To ensure environment custodianship and sustainable growth, we aim to keep this momentum going forward and plan to further expand our renewable energy portfolio over the next few years through greenfield and brownfield acquisitions. Furthermore, we are also exploring investment potential in Green Hydrogen and Energy Storage technologies.

Captive Rooftop Solar System at Corporate

Details of energy consumption within our organisation (excluding auxiliary consumption) is as below:

Energy Consumption (in GJ)	FY21	FY22
Electricity	1,31,730	1,65,843

ENERGY CONSERVATION

We strive for energy conservation in several ways, including those that deliver energy savings. Our operations deploy efficient technologies and are routinely updated to introduce energy-saving SOPs and procedures. Energy audits are conducted across various units of generation and distribution to discover the energy-saving potential.

26,659 GJ
of Energy Usage Reduced

We also commemorate the National Energy Conservation Day to raise awareness about conservation, demand side management, and the usage of energy-efficient equipment among customers, employees, their families and contractual workers. An energy saving awareness campaign has been implemented to raise consumer awareness through customer meetings and brochures. Useful tips are also given through energy bills, pamphlets and the exhibition of energy conservation messages at customer care centres. We have prepared a customer booklet named "VIJ DARPAN" for HT and LTMD customers. Further, our customers are encouraged to operationalise the Net Metering arrangement for Rooftop Solar PV system on their premises.

To enhance energy management, most of our units have also obtained certification for ISO 50001, the Energy Management System. Other key energy reduction measures implemented at our operating units have been summarised below:

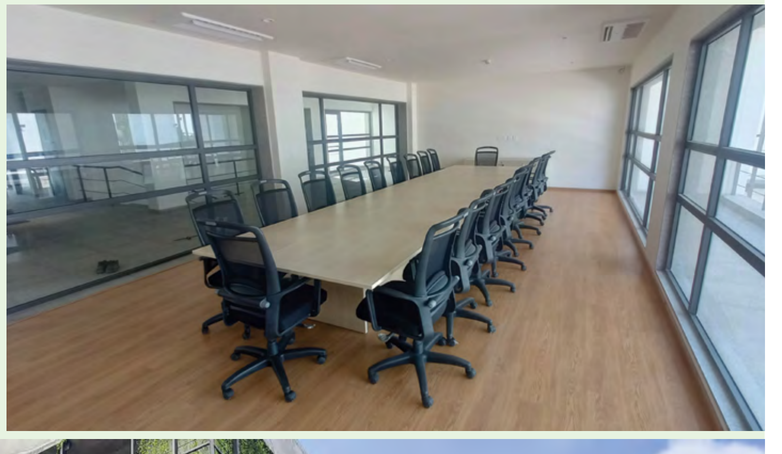
- Replacement of conventional lights with LED system
- Installation of occupancy-based sensor lighting

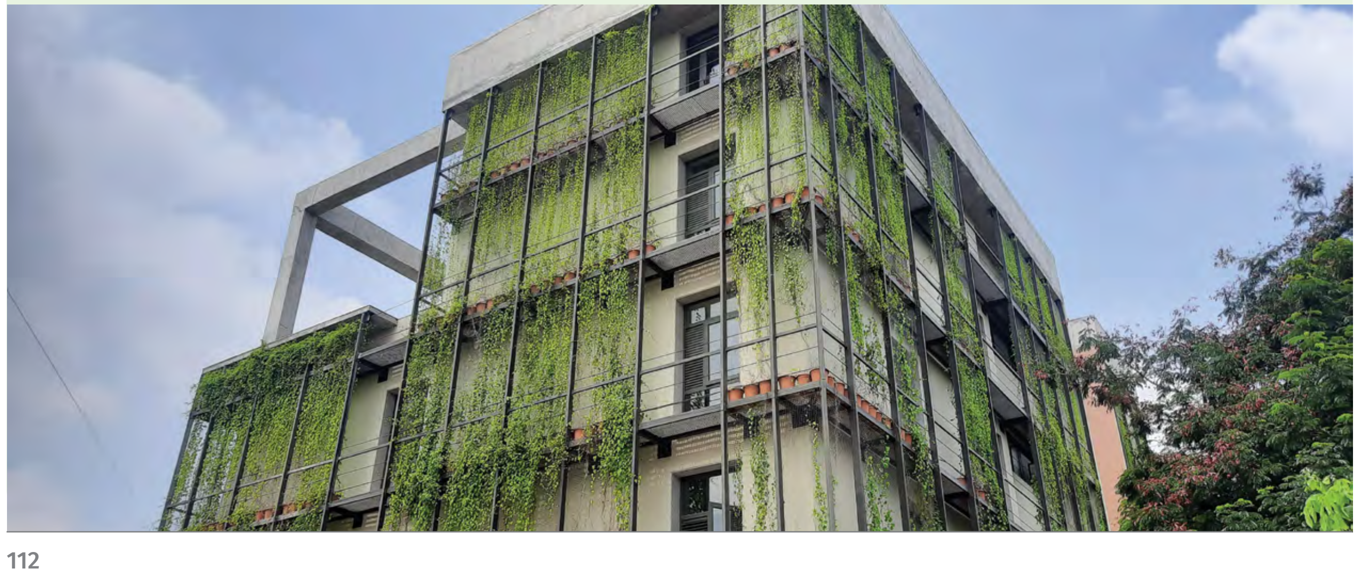
- Replacement of low-star air conditioners with energy-efficient BEE 5-star rated machines to reduce energy consumption
- Installation of 2 stage, 3 stage and VRF cooling system for energy-efficient HVAC
- Provision of double-glazed window glasses to reduce air conditioning needs
- Modification in boiler and ducting based on Computational Flow Dynamics (CFD) and Cold Air Velocity Test (CAVT) and secondary air heater replacement work at AMGEN
- Machines have been converted from DC drive system to AC drive system at the Cables unit to enable energy conservation
- Keeping alternate lights off in the Non-EPC area at DGEN
- VFD installation at raw water pumps
- Optimisation of instrument and pulse air compressor
- Energy meters have been installed at strategic locations to monitor and control usage

Development of PSC Buildings in accordance with the Indian Green Building Council (IGBC) requirements at Ahmedabad and Surat Distribution units

We have designed various Power Supply Centres (PSC) in Ahmedabad in line with the requirements of IGBC. The key environment-friendly features integrated within the buildings are presented below:

- Vertical plantation is provided on the building's periphery to minimise heat intensity and improve aesthetics
- Vermiculite terrace insulation with PCC and China mosaic along with double-glazed units have been installed on the building's peripheral facade, including windows and doors. This reduces heat intensity during the day and also brings down electricity consumption
- Conventional lights replaced with LED lighting systems and low-rated ceiling fans and air-conditioners replaced with 5 star rated alternatives having a high coefficient of performance (COP) to reduce energy consumption and promote energy efficiency
- The architecture of the building ensures that maximum natural day light is received and energy consumption for lighting is optimised
- Installed a fully automatic timer-based forced basement ventilation system to save energy
- Fly ash has been used during construction of the green buildings to reduce the use of cement and contribute to carbon emissions reduction
- A daylight cum occupancy sensing lighting control system has been installed for energy saving





Our gas-based generation facilities have been able to achieve utmost efficiencies through the adoption of state-of-the-art technologies and innovation.

The Station Heat Rate (SHR) and auxiliary power consumption for all our thermal generation facilities are much below the normative permissible level. This helps reduce the consumption of valuable natural resources without affecting the electricity output.

AMGEN has initiated various improvement projects with an aim to enhance performance, work environment and establish a systemic approach. These projects cover various aspects like efficiency enhancement, process improvement, systems improvement, strategic items etc. Some of the important projects are:

- Energy conservation and efficiency improvement drives- Cooling Tower & condenser performance improvement, Boiler efficiency improvement, milling system performance improvement, compressed air leakage survey, boiler insulation survey and actions to prevent energy loss, revamping of boiler ducts & dampers which helped to reduce air ingress and reduction in fan auxiliary consumption and air conditioning system optimisation.
- Resource conservation & Environment- Water consumption optimisation, oil consumption optimisation, inventory optimisation and improvement in working conditions of Coal and Ash handling system etc.
- Process Improvement & Systems Approach- Define and establish departmental KPI system, RCFA & defect analysis system, standard maintenance & operating practices and 5S Management
- Benchmarking various business processes resulted in improvement of plant performance and resource efficiency.

WATER MANAGEMENT

Torrent Power recognises water as a crucial resource and spares no effort to ensure it is used optimally across all our operations. Conservation and recycling of water are critical to ensure an adequate supply of clean water fit for human consumption today and in the future.

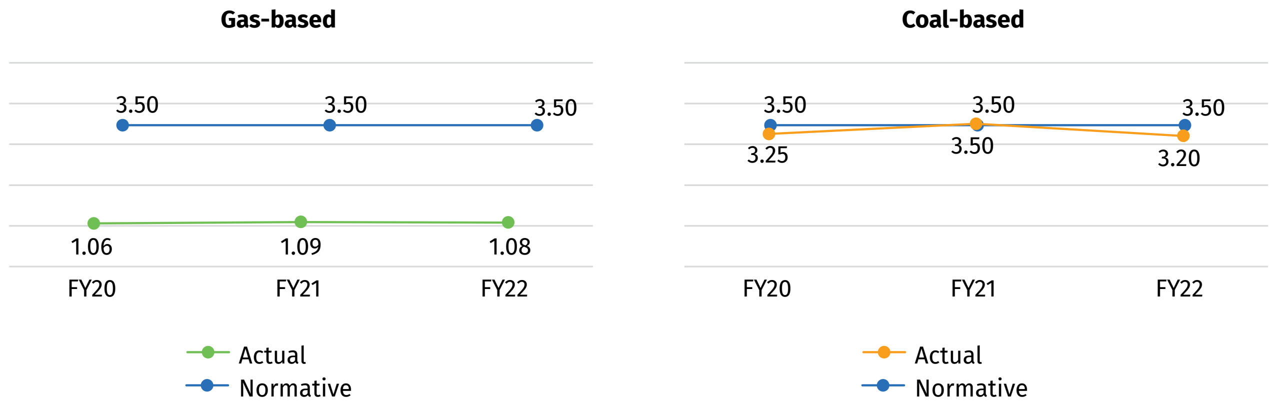
We have a holistic approach towards water conservation that includes reducing freshwater withdrawal to the extent feasible, maximising usage of recycled water and treating wastewater for reuse.

Water consumption at all our facilities is substantially below the statutory limits. By installing treatment plants at our sites, we have taken proactive measures to limit the linear flow of water through our system. In our gas-based generation plants, water consumption is minimised by optimising the cycle of concentration. Our coal-based plant has minimised wet system operating hours for fly ash evacuation from boilers by ensuring maximum availability and effective dry system operations. We have also implemented Zero Liquid Discharge (ZLD) at all our generating units. Wastewater generated at sites is treated and reused such that water discharge at our facilities is minimal. Furthermore, treated effluent water is reused for horticulture, etc. Most of our offices are built using principles of green buildings ensuring lower water consumption.

100%
of our thermal power plants are ZLD

Water treatment plant at AMGEN

Specific water consumption (m³/MWh)



Some significant water conservation measures deployed across our operations include:

- Installation of water treatment plants at various locations
- Reuse recycled wastewater for horticulture
- Dual flush system, sensor-based water taps and waterless urinals fitted at office locations
- Some units are mounted with a robotic water tank cleaning process
- Water meters are installed at all major office locations to monitor consumption
- Installation of low flow fixtures and cut-off valves to reduce water consumption
- Use of cooling tower pond water in shutdown activities at AMGEN
- Wastewater from the coal power plants is treated and reused in the ash slurry system
- Automatic Timer Based Drip Irrigation system provided for water supply to vertical plants to reduce water consumption

Recycled wastewater used for Horticulture

The following table shows water withdrawal and discharges from various sources:

(in million litres)

Water Withdrawal*	FY21	FY22
Surface water	13,862	11,810
Ground water	1,000	2,468
Third-party water	84	102
Total	**14,946**	**14,380**

*Water withdrawal for domestic consumption accounts for <1.5% of the total water withdrawal.

(in million litres)

Water Discharge*	FY21	FY22
Surface water	0.22	0.37
Ground water	-	-
Third-party water	-	-
Total	**0.22**	**0.37**

*Domestic water discharge (<1000 mg/L total dissolved solids) is not monitored.

In addition to the judicious use of water, we collect rainwater as much as possible. We have rainwater harvesting structures at most locations that help bring down freshwater withdrawal. In FY22, we harvested ~1.14 lakh m³ of rainwater. This assisted in recharging the groundwater tables in addition to increasing water availability for consumption.

Rainwater Harvesting at DGEN and MEGHDHANUSH

DGEN Mega Power Project and Meghdhanush residential township are located in Dahej, Bharuch district. River Narmada, the nearest fresh water source, is around 50 km away. To collect rainwater for future use, we needed to purchase additional storage systems and land. Dahej, being 6 to 8 meters above mean sea level and located near the seashore, has high water table levels and slightly saline groundwater. It faces inherent issues with respect to building underground storage structures. We developed rainwater harvesting and collection facilities to ensure water availability while maintaining the ecological balance.

We installed a rainwater collection system for DGEN which consisted of setting up a sump with a pumping mechanism to collect rainwater from the plant's stormwater drains. The gathered water is stored in two freshwater reservoirs with a capacity of 65 million litres each to meet the plant's needs. Based on typical rainfall, the plan was designed to gather approximately 10 million litres of water each year. The system was further augmented by directly connecting the stormwater drain from non-operational areas to the raw water reservoir inlet. This move resulted in an additional collection of ~40 million litres of water per annum based on average rainfall.

We implemented a rainwater collection system from the terrace of housing apartments at Meghdhanush right from the construction stage. Four underground concrete storage tanks with a total capacity of 0.8 million litres are provided at various locations with pumping arrangements to feed into the water treatment inlet. The collected water can be used for 13 to 15 days at Meghdhanush.

The rainwater harvesting initiatives mentioned above saved precious water resources and reduced the annual freshwater usage by **50.8 million litres.**

WASTE MANAGEMENT

At Torrent Power, waste management practices are prioritised as they not only safeguard human life but also impact natural resources and biodiversity positively.

Our waste management procedures are intended to minimise the environmental impact of the waste generated and its disposal. We practice minimal waste generation at source, segregation for better management, and disposal in an environmentally sound manner.

We adopt the 3R approach to 'Reduce-Reuse-Recycle' waste and ensure its responsible disposal. Wherever possible, procedures have been established to treat the waste generated and thus minimise the quantity of waste sent to landfills.

All the hazardous wastes like used oils, batteries, e-waste, and bio-medical wastes are disposed only through Treatment, Storage and Disposal Facilities (TSDF) and recyclers duly authorised by the State Pollution Control Board. Monthly/daily resource use monitoring is done to control waste, including paper, water, electricity, food waste, LPG & PNG, petrol and diesel.

We have implemented a series of initiatives to effectively manage the waste generated as outlined below:

- 100% utilisation of fly ash generated as waste from the coal-based plant
- Use of bottom ash in quarry filling and as a substrate for greenbelt around the ash ponds
- Specifically stating in all purchase orders that packaging must comply with the Central Pollution Control Board's (CPCB) guideline to ensure no use of plastic of thickness less than 50 microns
- Distribution transformers returned from sites are being reused after necessary overhauling or repairing
- Oil filtration of power and distribution transformers for re-utilisation to conserve natural resources
- Dedicated oil and chemical spill kits are used at the warehouse and other plant locations to avoid the percolation of hazardous spills into the soil
- Use of recyclable plastic clamps having significantly high life cycles and low environmental impact compared to wooden clamps that were used earlier at our Distribution units. To date, more than 6,000 recyclable plastic clamps have been procured, leading to the conservation of 3,000+ kg of wood
- The use of recycled paper is encouraged for all purposes, including for printing of energy bills at distribution units
- Food waste is converted into compost for use in our gardens

At our Cables business:

- More than 90% of PVC Scrap is recycled and reused in the inner and outer sheath and PVC fillers
- Use of returnable steel drums instead of wooden drums
- To improve environmental sustainability, wooden planks used to protect cables on drums have now been replaced with reusable and recyclable PP sheets

Wooden Drum with Wooden Planks

Steel Drum with PP Sheet Packing

The table shows details of Hazardous and Non-Hazardous waste:

(in MT)

Type of Waste	Waste Generated		Waste Diverted from Disposal*		Waste Diverted to Disposal*	
	FY21	FY22	FY21	FY22	FY21	FY22
Hazardous	1,160	1,511	1,016	1,255	139	166
Non-Hazardous	1,94,909	3,79,622	1,62,395	3,31,477	32,794	48,847
Total	**1,96,069**	**3,81,133**	**1,63,411**	**3,32,732**	**32,933**	**49,013**

*Waste diverted from disposal or waste diverted to disposal may include leftover stock from waste generated in earlier years.

The rise in non-hazardous waste generated is due to increased fly ash from AMGEN as the plant operated at a higher PLF in FY22 compared to FY21.

Our Distribution units have taken several steps for reducing the oil leakages and thereby lessening land contamination. Following are some of the key structural changes made in equipment to plug leakages:

- Introduction of corrugated fins radiator design for distribution transformers against the conventional radiator design to reduce oil leakage by containing oil leakage points. This led to a ~20% reduction in the overall environmental footprint by bringing down the requirement of oil without compromising technical requirements.
- Design of transformers have been optimised to avoid oil leakages by introducing specifications like Nitrile base gasket, removal of bottom valve, mounting equaliser pipe, etc.
- Use of Natural ester oil filled Distribution Transformers against mineral oil filled transformers as they are biodegradable in nature when exposed to environment and thus prevent land contamination and emit fewer toxic gases.
- Use of SF6 Gas Insulated switchgears instead of Oil filled switchgears led to reduction in land contamination. Significant reduction in land footprint, no risk of fire or explosion as the gas is non-inflammable and chemically stable and consistent performance even in adverse atmospheric conditions are added benefits.
- Introduction of dry type transformers instead of conventional oil type transformers nullified the oil leakages, enhanced public safety and minimised maintenance requirements.


Dry Type Distribution Transformer to reduce mineral oil utilization


Environment-friendly Hermetically sealed Natural Ester oil filled Distribution Transformer

BIODIVERSITY MANAGEMENT

Our commitment to the ecosystem is evidenced by our concerted efforts to ensure our project activities have minimal impact on the biodiversity around us. By planting around 5 lakh trees, we have developed a green cover around our facilities which serves as a home to many avian guests like sparrow, myna, pigeon, parakeet, kingfisher, golden oriole, peacock, magpie, robin, and many animals.

In addition to preserving our dense green cover, we are also ensuring the development of mangroves on around 50 acres in the ecologically sensitive coastal region near DGEN.

Migratory Birds visiting DGEN green cover

Biodiversity Conservation and Protection Measures at AMGEN: A green home for flora and fauna

Two ash ponds have been built at a distance of 5.5 km from the AMGEN plant premises in the Motera village to collect bottom ash generated by its units. A total of 85 acres of land is covered by the ash ponds.

In the available open land between these two ash ponds, AMGEN has developed beautiful green belt. A dense forest like area has been developed with abundant tree planting (almost 2.2 lakh) under the guidance of the Government of Gujarat appointed forest officer over the years. Variety of trees have been planted such as Ficus religiosa (peepal), Eucalyptus, Peltopforum, Delonix regia (Gul mohar), and Ficus benghalensis (banyan). In 2015, ayurvedic plants like Chandan, Harde, Amla, Baheda, Tulsi, Ardusi, Brahmi, Nagod, Shatavari, Green Tea, Parijat, Setur, etc. were planted to further enhance the biodiversity.

Increase in wild animals and migratory birds in and around the ash ponds

The green belt attracts wild animals such as deer, nilgai, reptiles and birds such as peacocks, parrots in and around ash ponds, making it their habitat. Due to the restricted area, birds, animals and plants thrive nearby the ash ponds without interference from people. During the winter months, ash ponds are visited by approximately 4000 migratory and native birds. During this period, birds like White storks, Egrets, Spoon bill duck, Brahmi ducks, Spot bill ducks, Red wetted lapwing etc., are a common sight at the ash ponds.

Prevention of air pollution

Trees planted around ash ponds safeguard the environment by preventing dry ash being carried by the wind.

Protection of the ash pond

The trees not only add to the greenery and beauty but also protect the bund wall from rain.

GRI CONTENT INDEX

Torrent Power Limited has reported the information cited in this GRI content index for the period April 01, 2021 to March 31, 2022 in reference to the GRI Standards. Mapping with other frameworks i.e. SASB Standards, NVGs, UN SDGs and UNGC principles is also provided herein.

General Disclosure

GRI Reference	Indicator details	Page Number	SASB Standards	NVGs	UN SDGs	UNGC Principles
2-1	Organizational details	11-13, Back cover				
2-2	Entities included in the organization's sustainability reporting	373-375				
2-3	Reporting period, frequency, and contact point	4				
2-6	Activities, value chain and other business relationships	11-13,26,88	IF-EU-000.C	Principle 2		
2-7	Employees	68		Principle 3	5,8,10	6
2-9	Governance structure and composition	16-17			5,16	
2-10	Nomination and selection of the highest governance body	143-144, 194			5,16	
2-11	Chair of the highest governance body	17-22			16	
2-12	Role of the highest governance body in overseeing the management of impacts	16,22			16	
2-13	Delegation of responsibility for managing impacts	22			16	
2-14	Role of the highest governance body in sustainability reporting	22			16	
2-15	Conflicts of interest	16, 191-192			16	
2-16	Communication of critical concerns	23-24			16	
2-17	Collective knowledge of the highest governance body	194			16	
2-18	Evaluation of the performance of the highest governance body	195-196				
2-19	Remuneration policies	198				
2-20	Process to determine remuneration	195-196,198				
2-22	Statement on sustainable development strategy	6-7		Principle 8		
2-23	Policy commitments	30-33			16	1-10
2-24	Embedding policy commitments	30-33				
2-26	Mechanisms for seeking advice and raising concerns	4		Principle 1		
2-27	Compliance with laws and regulations	205				
2-28	Membership associations	189		Principle 7		
2-29	Approach to stakeholder engagement	26		Principle 4,8,9		

Disclosures on Material Topics

GRI Reference	Indicator details	Page Number	SASB Standards	NVGs	UN SDGs	UNGC Principles
3-1	Process to determine material topics	27				
3-2	List of material topics	29				
3-3	Management of material topics	29				

Economic

GRI Reference	Indicator details	Page Number	SASB Standards	NVGs	UN SDGs	UNGC Principles
201-1	Direct economic value generated and distributed	41			8	
207-1	Approach to tax	344, 378-380			16	
207-2	Tax governance, control, and risk management	344, 378-380			16	
207-3	Stakeholder engagement and management of concerns related to tax	344, 378-380			16	

Environmental

GRI Reference	Indicator details	Page Number	SASB Standards	NVGs	UN SDGs	UNGC Principles
Energy						
301-1	Materials used by weight or volume	107		Principle 2	7,12	7,8,9
302-1	Energy consumption within the organization	111	IF-EU-000.E	Principle 2,6	12,13	7,8,9
302-4	Reduction of energy consumption	111		Principle 2,6	7,12,13	7,8,9
Water						
303-3	Water withdrawal	115	IF-EU-140a.1	Principle 2,6	6,12	7,8,9
303-4	Water discharge	115		Principle 2,6	6	7,8,9
303-5	Water consumption	115	IF-EU-140a.1, IF-EU-140a.3	Principle 2,6	6	7,8,9
Emission						
305-1	Direct (Scope 1) GHG emissions	107	IF-EU-110a.1, IF-EU-110a.2	Principle 2,6	13	7,8,9
305-2	Energy indirect (Scope 2) GHG emissions	107		Principle 2,6	13	7,8,9
305-4	GHG emissions intensity	107	IF-EU-110a.1	Principle 6	13	7,8,9
305-6	Emissions of ozone-depleting substances (ODS)	107		Principle 2,6	3, 13	7,8,9
305-7	Nitrogen oxides (NOx), sulphur oxides (SOx), and other significant air emissions	108	IF-EU-120a.1	Principle 2,6	3, 13	7,8,9

GRI Reference	Indicator details	Page Number	SASB Standards	NVGs	UN SDGs	UNGC Principles
Waste						
306-2	Management of significant waste-related impacts	116-117		Principle 2,6	6,12	7,8,9
306-3	Waste generated	117	IF-EU-150a.1	Principle 2,6	6,12	7,8,9
306-4	Waste diverted from disposal	117		Principle 2,6	6,12	7,8,9
306-5	Waste directed to disposal	117		Principle 2,6	6,12	7,8,9

Social

GRI Reference	Indicator details	Page Number	SASB Standards	NVGs	UN SDGs	UNGC Principles
Human Resource						
401-1	New employee hires and employee turnover	69		Principle 3	5,8,10	1,6
401-3	Parental leave	73			3,5,8	
Occupational Health and Safety						
403-1	Occupational health and safety management system	78, 81		Principle 2,3	3,8	
403-2	Hazard identification, risk assessment and incident investigation	78		Principle 2,6	3,8	
403-3	Occupational health services	78-81		Principle 2	3,8	
403-4	Worker participation, consultation, and communication on occupational health and safety	78-79		Principle 2	3,8	
403-5	Worker training on occupational health and safety	79		Principle 2,3	3,8	
403-6	Promotion of worker health	75-77		Principle 2,3	3,8	
403-7	Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	78-81		Principle 2	3,8	
403-8	Workers covered by an occupational health and safety	78		Principle 2,3	3,8	
Employee Development						
404-1	Average hours of training per year per employee	70		Principle 3	4, 5, 8, 10	6
404-2	Programs for upgrading employee skills and transition assistance programs	70-71		Principle 3	4,5,8,10	6
404-3	Percentage of employees receiving regular performance and career development reviews	75			5,8,10	6
Diversity and Inclusion						
405-1	Diversity of governance bodies and employees	71-72		Principle 3	5,8,10	1, 6

GRI Reference	Indicator details	Page Number	SASB Standards	NVGs	UN SDGs	UNGC Principles
Human Rights						
406-1	Incidents of discrimination during the reporting period.	74		Principle 3,5	5,8,10	1,6
407-1	Workers' rights to exercise freedom of association	73		Principle 3,5	8,10,16	1,3
408-1	Operations and suppliers at significant risk for incidents of child labour	73-74		Principle 3,5	8,10,16	1,2,5
409-1	Operations and suppliers at significant risk for incidents of forced or compulsory labour	73-74		Principle 3,5	8,10,16	1,2,4
Community Benefit						
413-1	Operations with local community engagement, impact assessments, and development programs	91-103		Principle 4,8	1,2,3,4,10,11	8
416-1	Assessment of the health and safety impacts of product and service categories	85		Principle 2, Principle 9	3,11	
418-1	Substantiated complaints concerning breaches of customer privacy and losses of customer data	87		Principle 9	16	

Notice

NOTICE is hereby given that 18th Annual General Meeting of the Members of **TORRENT POWER LIMITED** (herein after the **"Company"**) will be held on Monday, August 08, 2022 at 9:30 am IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") to transact the following:

ORDINARY BUSINESS

1. **ADOPTION OF STANDALONE FINANCIAL STATEMENTS**

   To consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, the Auditor's Report and the Board's Report thereon, by passing the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2022, the Auditor's Report and the Board's Report thereon be and are hereby considered and adopted."

2. **ADOPTION OF CONSOLIDATED FINANCIAL STATEMENTS**

   To consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Auditor's Report thereon, by passing the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Auditor's Report thereon be and is hereby considered and adopted."

3. **CONFIRMATION OF INTERIM DIVIDEND**

   To confirm payment of interim dividend as final dividend for the Financial Year ended March 31, 2022 by passing the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT payment of interim dividend of ₹9 per equity share for the Financial Year ended March 31, 2022 be and is hereby confirmed as final dividend."

4. **RE-APPOINTMENT OF SAMIR MEHTA AS A DIRECTOR**

   To appoint a Director in place of Samir Mehta, who retires by rotation and being eligible, offers himself for re-appointment by passing the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT Samir Mehta (DIN: 00061903), who retires by rotation and being eligible, offers himself for re-appointment be and is hereby appointed as a Director of the Company, liable to retire by rotation."

5. **RE-APPOINTMENT OF STATUTORY AUDITOR**

   To re-appoint M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants as Statutory Auditor of the Company by passing the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants, (FRN: 012754N/N500016) be and are hereby re-appointed as Statutory Auditor of the Company, to hold office for a period of 5 years from conclusion of this 18th Annual General Meeting (AGM) of the Company till conclusion of 23rd AGM at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditor."

SPECIAL BUSINESS

6. **APPOINTMENT OF MAMTA VERMA, IAS AS DIRECTOR OF THE COMPANY**

   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT Mamta Verma, IAS (DIN: 01854315), who was appointed as an Additional Director of the Company, pursuant to the provisions of Section 161 of the Companies Act, 2013 and Articles of Association of the Company and who holds office upto the commencement of this Annual General Meeting and in respect of whom the Company has received a notice from a Member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

7. **RE – APPOINTMENT OF SAMIR MEHTA AS CHAIRMAN**

   To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

   "RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (hereinafter referred to as "the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to such other approvals as may be necessary, the consent of the Members of the Company be and is hereby accorded for re-appointment of Samir Mehta (DIN: 00061903) as Chairman of the Board of Directors and the Company, liable to retire by rotation, for a period of 5 years w.e.f. April 01, 2023.

   RESOLVED FURTHER THAT Samir Mehta shall exercise substantial powers of management subject to superintendence, control and direction of the Board of Directors of the Company.

   RESOLVED FURTHER THAT Samir Mehta shall be paid commission at a rate not exceeding the percentage limit of net profits of the Company as specified in the Act, calculated in accordance with Section 198, subject to the overall ceiling prescribed under Section 197 read with Schedule V to the Act.

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RESOLVED FURTHER THAT the actual amount of commission to be paid to Samir Mehta for each year and periodicity of payment shall be decided by the Board from time to time which shall include any Committee of the Board specifically authorised for this purpose from time to time (hereinafter referred to as "the Board").

RESOLVED FURTHER THAT Samir Mehta shall not be entitled to any other perquisites and shall not be paid Sitting Fees for attending Meetings of the Board of Directors or any Committee thereof.

RESOLVED FURTHER THAT in the event of loss or inadequacy of profit in any Financial Year, the Company shall pay Samir Mehta, in respect of such Financial Year, remuneration by way of salary, allowances, perquisites and other benefits as the Board may deem fit, subject to the limits and conditions prescribed in Section II of Part II Schedule V to the Act for the time being in force."

8. RE – APPOINTMENT OF JINAL MEHTA AS MANAGING DIRECTOR

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (hereinafter referred to as "the Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and subject to such other approvals as may be necessary, the consent of the Members of the Company be and is hereby accorded for re-appointment of Jinal Mehta (DIN: 02685284) as Managing Director of the Company, liable to retire by rotation, for a period of 5 years w.e.f. April 01, 2023 on the following terms and conditions:

1.	Basic Salary	₹82,55,000 per month (Rupees Eighty-Two Lakhs Fifty-Five Thousand) for the Year 2022-23 i.e. w.e.f. April 01, 2022. Basic Salary to be increased w.e.f. April 01, 2023 upto 15% p.a. every year.
2.	Commission	At a rate such that the total remuneration does not exceed percentage limit of net profits of the Company as specified in the Act, calculated in accordance with Section 198, subject to the overall ceiling prescribed under Section 197 read with Section I of Part II of Schedule V to the Act. The actual amount of commission to be paid to Jinal Mehta for the Financial Year and periodicity of payment shall be decided by the Board from time to time.
3.	Perquisites and Benefits	Will be allowed as under: (I) i. The Company shall provide him a fully furnished accommodation. If he is not provided accommodation by the Company, the Company shall pay House Rent Allowance at the rate of 20% of the Salary. ii. The Company shall pay the premium on Personal Accident Insurance Policy as per the Rules of the Company. iii. The Company shall pay premium on medical insurance for self and family as per the Rules of the Company. iv. The Company shall reimburse annual fees for two clubs. (II) i. The Company shall provide a car with driver for official and personal use. ii. The Company shall provide telephones at his residence, the cost of which shall be borne by the Company. (III) i. Company's contribution to the Provident Fund will be as per applicable laws and rules of the Company. ii. Company's contribution to Pension / Superannuation Fund will be as per applicable laws and rules of the Company. iii. Gratuity shall be payable as per applicable laws and rules of the Company.
4.	Other terms	i. His entitlement for leave, its accumulation and encashment shall be as per the prevailing rules of the Company. ii. Such appointment shall not be considered as a break in his service. iii. Total remuneration for the year shall not exceed percentage limits of net profits of the Company as specified in the Act, calculated in accordance with Section 198, subject to the overall ceiling prescribed in Section 197 read with Section I of Part II of Schedule V to the Act. iv. He shall not be entitled to receive sitting fees for attending Meetings of the Board of Directors or a Committee thereof.

RESOLVED FURTHER THAT Jinal Mehta shall exercise substantial powers of management subject to superintendence, control and direction of the Board of Directors of the Company.

RESOLVED FURTHER THAT the actual amount of salary and commission to be paid to Jinal Mehta for each year and periodicity of payment shall be decided by the Board from time to time which shall include any committee of the Board specifically authorised for this purpose from time to time (hereinafter referred to as "the Board").

RESOLVED FURTHER THAT in the event of loss or inadequacy of profit in any Financial Year, the Company shall pay Jinal Mehta, in respect of such Financial Year, remuneration by way of salary, allowances, perquisites and other benefits as the Board may deem fit, subject to the limits and conditions prescribed in Section II of Part II Schedule V to the Act for the time being in force."

9. RATIFICATION OF REMUNERATION OF COST AUDITORS

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provision of Section 148 of the Companies Act, 2013 ("the Act") read with the Companies (Cost Records and Audit) Rules, 2014, the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, rules or notifications of the Act including any statutory modification(s) or re-enactment thereof, for the time being in force, M/s. Kirit Mehta & Co., Cost Accountants, Mumbai, the Cost Auditors appointed by the Board of Directors of the Company to conduct audit of cost records of the Company for FY23 be paid remuneration of ₹12,40,000/- plus applicable taxes and out of pocket expenses incurred by them during the course of cost audit."

10. APPOINTMENT OF RADHIKA HARIBHAKTI AS AN INDEPENDENT DIRECTOR

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 read with Schedule IV to the Companies Act, 2013 ("the Act") and other applicable provisions of the Act and the rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactments thereof, for the time being in force), Radhika Haribhakti (DIN: 02409519), who was appointed by the Board of Directors as an Additional Director of the Company w.e.f. August 07, 2021 and holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a term of 5 consecutive years commencing from August 07, 2021 till August 06, 2026 (both days inclusive) and shall not be liable to retire by rotation."

11. APPOINTMENT OF KETAN DALAL AS AN INDEPENDENT DIRECTOR

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160 read with Schedule IV to the Companies Act, 2013 ("the Act") and other applicable provisions of the Act and the rules made thereunder and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactments thereof, for the time being in force), Ketan Dalal (DIN: 00003236), who was appointed by the Board of Directors as an Additional Director of the Company w.e.f. May 11, 2022 and holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a term of 5 consecutive years commencing from May 11, 2022 till May 10, 2027 (both days inclusive) and shall not be liable to retire by rotation."

12. ISSUANCE OF NON-CONVERTIBLE DEBENTURES ON A PRIVATE PLACEMENT BASIS

To consider and if thought fit, to pass the following resolutions as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Sections 42, 71, 180 and other applicable provisions, if any, of the Companies Act, 2013 and all applicable rules made thereunder for the time being in force ("the Act"), the Memorandum and the Articles of Association of the Company, the SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable SEBI regulations, circulars and guidelines for the time being in force and Foreign Exchange Management Act and Reserve Bank of India directives, circulars and guidelines for the time being in force and all other applicable laws, approval of the Members be and is hereby accorded for issuance of Non-Convertible Debentures ("the NCDs") by way of offer

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or invitation, upto an aggregate amount of ₹2,000 Crore, on a private placement basis to the following identified investor classes viz.

(a) Qualified Institutional Buyers as defined in the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(b) Banks other than scheduled commercial banks, companies, bodies corporate, Foreign Portfolio Investors (category III) registered with SEBI, financial institutions (including Non-Banking Financial Companies), pension / gratuity / provident / superannuation funds;

in one or more tranches, within the overall borrowing limits approved for the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such acts, deeds and things as may be necessary for or incidental to the above resolution."

By Order of the Board
For Torrent Power Limited

Ahmedabad
May 10, 2022

Rahul Shah
Company Secretary

Registered Office:
"Samanvay",
600, Tapovan,
Ambawadi, Ahmedabad-380015
CIN: L31200GJ2004PLC044068
Phone: +91 79 26628300
Website: www.torrentpower.com
Email: cs@torrentpower.com

Notes

1. The Ministry of Corporate Affairs ("the MCA") vide its circular no. 2/2022 dated May 05, 2022 permitted the companies to hold the Annual General Meeting ("AGM" or "meeting") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue, in accordance with the requirements provided in paragraphs 3 and 4 of the General Circular No. 20/2020 dated May 05, 2020 read with General Circular No. 02/2021 dated January 13, 2021 and General Circular No. 19/2021 and 21/2021 dated December 08, 2021 and December 14, 2021 respectively, as per the MCA circular (collectively referred to as "the MCA Circulars"). In compliance with the provisions of the Companies Act, 2013 ("the Act"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and the MCA Circulars, AGM of the Company for FY22 is being held through VC / OAVM. Registered Office of the Company shall be deemed to be the venue for AGM. **The detailed procedure for participation in the Meeting through VC / OAVM is as per Note No. 24 and 25.**

2. Since AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for AGM.

3. Members attending AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

4. Members of the Company who are Institutional Investors are encouraged to attend and vote at AGM through VC / OAVM. Corporate Members intending to authorize their representatives to participate and vote through e-voting on their behalf at AGM are requested to send a certified copy of the Board Resolution and authorization letter to the Company.

5. Members can join AGM through VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 1,000 Members on a first come first served basis. This will not include large Members (Members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend AGM without any restriction.

6. The statement pursuant to Section 102 of the Act and Regulations 36(3) and 36(5) of the Listing Regulations is annexed hereto and forms part of this Notice.

7. **In terms of Section 124 of the Act, the amount of dividend not encashed or claimed within 7 years from the date of its transfer to the unpaid dividend account, will be transferred to the Investor Education and Protection Fund (IEPF) established by the Government of India (GoI).** Accordingly, unclaimed dividend in respect of FY15 of the erstwhile Torrent Cables Limited (since amalgamated into the Company) and the Company will be due for transfer to the said Fund in September, 2022. Members who have not encashed their dividend warrants for FY15 are requested to approach the Company for payment.

   Further, pursuant to the provisions of Section 124 of the Act and IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016 ("the IEPF Rules"), all shares on which dividend has not been paid or claimed for 7 consecutive years or more are required to be transferred to the Demat Account of the IEPF Authority. The Company has sent intimation to all such Members who have not claimed their dividend for 7 consecutive years. All such Members are requested to claim their Unclaimed Dividend expeditiously failing which their shares shall be transferred to the Demat Account of IEPF Authority and no claim shall lay against the Company. The Members thereafter need to claim their shares from IEPF Authority by filing IEPF Form-5 and by following such procedures as prescribed therein.

8. Nomination facility is available for the Members as per Section 72 of the Act. Members of the Company have an option to nominate any person as their nominee to whom your shares shall vest in the unfortunate event of their death. It is advisable to avail this facility, especially by the Members who currently hold shares in their single name. Nomination can avoid the process of acquiring any right in shares through transmission of shares by law. In case of nomination for the shares held by the joint holders, such nomination will be effective only on death of all the holders. In case the shares are held in dematerialised form, the nomination form needs to be forwarded to Depository Participant (DP).

9. Members are encouraged to utilize the Electronic Clearing System (ECS) for receiving dividends by registering their bank account details with the Company. For further information, Members are requested to approach the RTA of the Company.

10. **Trading in equity shares of the Company is compulsorily in dematerialised mode by all the Members. Also, as per provisions of the Listing Regulations, transfer of listed securities shall not be processed unless the securities are in dematerialized form. This measure is aimed at curbing fraud and manipulation risk in physical transfer of securities by unscrupulous entities. Members holding shares in physical form are requested to convert their holding(s) to dematerialized form to eliminate all risks associated with physical shares.**

11. **With a view to conserve natural resources, we request the Members to update and register their email addresses with their DPs or RTA, as the case may be, to enable the Company to send communications including Integrated Annual Report, Notices, Circulars, etc. electronically. Members may register their email addresses by following below process:**

Physical Holding	By clicking on the below link, the Member may register his / her email address, mobile number and bank details: **https://web.linkintime.co.in/EmailReg/Email_Register.html** After clicking the above link, the Member have to fill the relevant details in the respective fields and attach self attested copy of PAN and address proof and cancelled cheque leaf.
Demat Holding	By clicking on the link below, the Member may register his / her email address and mobile number: **https://web.linkintime.co.in/EmailReg/Email_Register.html** For registration of bank details, the Member may contact their respective DPs.

12. Members who hold shares in physical form in multiple folios, in identical names or joint holding in the same order of names, are requested to send the share certificates to RTA, for consolidation of such multiple folios into a single folio.

13. Members are requested to intimate changes, if any, pertaining to name, postal address, email address, telephone / mobile numbers, PAN, mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code etc., to their DPs in case shares are held by them in electronic form and to the Company / Registrar and Transfer Agent in prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 03, 2021 in case shares are held by them in physical form.

14. **Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal / exchange of securities certificate; endorsement; sub-division / splitting of securities certificate; consolidation of securities certificates / folios; transmission and transposition.** Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4. **It may be noted that any service request can be processed only after the folio is KYC Compliant.**

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15. SEBI vide its notification dated January 24, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, Members are advised to dematerialise the shares held by them in physical form. Members can contact the Company or RTA, for assistance in this regard.

16. All documents referred to in the Notice along with the Statutory Registers maintained by the Company as per the Act will be available for inspection in electronic mode upto the date of AGM of the Company and will also be available electronically for inspection by the Members during AGM. Members seeking to inspect such documents can send an email to cs@torrentpower.com.

17. In compliance with the MCA Circulars and the SEBI Circular dated May 13, 2022, the Notice of the AGM along with Integrated Annual Report is being sent only through electronic mode to those Members whose email addresses are registered with the Company's RTA / DPs. Members may note that the Notice and Integrated Annual Report will also be available on the Company's website i.e. www.torrentpower.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of Central Depository Services (India) Limited (CDSL) at www.evotingindia.com.

18. In terms of Section 108 of the Act read with the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations and MCA Circulars, the Company has provided e-voting facility through CDSL. This facility is being provided to the Members holding shares in physical or dematerialized form, as on the cut-off date to exercise their right to vote by electronic means on any or all of the business specified in the accompanying Notice.

    The information and other instructions regarding remote e-voting and e-voting during AGM are detailed in Note No. 24 and 25.

19. Rajesh Parekh, Practicing Company Secretary (Membership No. A8073) and failing him Jitesh Patel, Practicing Company Secretary (Membership No. A20400) have been appointed as the Scrutinizer to scrutinize the voting during AGM and remote e-voting process in a fair and transparent manner.

20. Results of voting shall be declared by the Chairperson or a person so authorised by him in writing on receipt of consolidated report from the Scrutinizer. The results declared along with the Scrutinizer's Report shall be placed on the Company's website i.e. www.torrentpower.com and on the website of CDSL and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.

21. **The resolutions shall be deemed to have been passed on the date of the AGM, subject to the same being passed with requisite majority.**

22. Since AGM will be held through VC / OAVM in accordance with the MCA Circulars, the route map, proxy form and attendance slip are not attached to this Notice.

23. **Members who would like to express their views / have questions may send their views / questions 7 days prior to meeting mentioning their name, demat account number / folio number, email id, mobile number at cs@torrentower.com and register as a speaker. Only those Members who have registered as a speaker will be allowed to express their views / ask questions during the meeting.**

24. **Process regarding remote e-voting and e-voting during the meeting, and attending the meeting through VC/ OAVM:**
    i. Remote e-voting period begins on **Thursday, August 04, 2022 at 9:00 am and shall end on Sunday, August 07, 2022 at 5:00 pm.** During this period, Members of the Company, holding shares either in physical form or in dematerialized form, **as on the cut-off date i.e. August 01, 2022** may cast their vote electronically. E-voting module shall be disabled by CDSL for voting thereafter.
    ii. Members who have already voted prior to the meeting date would not be entitled to vote at the meeting.

    A. **For Individual Members holding securities in Demat mode:**
       a) In terms of the SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, the Individual Members holding securities in demat mode are required to vote through their demat account maintained with Depositories and DPs. Members are advised to update their mobile number and email address with their DPs in order to access e-voting facility.

       b) Login method for remote e-voting:

Member having Demat account with	Login Method
CDSL	**CDSL Easi / Easiest facility** **If Members are already registered for Easi / Easiest facility:** 1. Visit web page of Easi by https://web.cdslindia.com/myeasi/home/login 2. Member will have to enter their existing "USER ID" and "PASSWORD". After successful authentication, the Member will be able to see "E-VOTING" menu. 3. On clicking the "E-VOTING" menu, the Member will be able to see the e-voting page. 4. Click on options available against the Company name or E-Voting Service Provider (ESP) – CDSL and the Member will be redirected to the e-voting website of CDSL for casting vote before and during the meeting and joining the meeting. **If Members are not registered for Easi / Easiest facility:** 1. Visit the web page at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 2. Enter 16 digit "DEMAT ACCOUNT NUMBER" and "PASSWORD" as: "PAN" and first 4 digits of the "DOB" (DDMM) of first holder. 3. Tick check box of "TERMS AND CONDITIONS" and click on "CONTINUE" 4. "OTP" will be sent on the registered mobile number of Member 5. Enter the "OTP" and click on "CONTINUE" 6. Registration form will appear, fill the form to create "USER NAME" and "PASSWORD" and answer to secrete question and click on "CONTINUE". 7. Upon successful registration, please follow steps given in points 1 to 4 above (Members are already registered for Easi / Easiest facility). **E-voting website of CDSL** 1. Visit e-voting website of CDSL at www.cdslindia.com. 2. Select "E-VOTING" and enter "DEMAT ACCOUNT NUMBER" and "PAN". 3. System will authenticate, by sending "OTP" on registered mobile & email as recorded in the Member's Demat Account. 4. After successful authentication, the Members will be able to see the e-voting page. 5. Click on options available against the Company name or ESP – CDSL and the Member will be redirected to the e-voting website of CDSL for casting vote before and during the meeting and joining the meeting.
NSDL	**NSDL IDeAS Facility** **If Members are already registered for IDeAS facility:** 1. Visit e-Services website of NSDL at https://eservices.nsdl.com/ 2. On homepage of e-Services, click on "BENEFICIAL OWNER" under "LOGIN", available under "IDeAS" section. 3. A new screen will open. Enter "USER ID" and "PASSWORD". After successful authentication, the Member will be able to see E-Voting Services. 4. Click on "ACCESS TO E-VOTING" under e-voting services and the Member will be able to see the e-voting page. 5. Click on options available against the Company name or ESP – CDSL and the Member will be re-directed to the CDSL e-voting website for casting vote before and during the meeting and joining the meeting. **If Members are not registered for IDeAS e-Services:** 1. Option to register is available at https://eservices.nsdl.com. 2. Select "REGISTER ONLINE FOR IDeAS" or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Enter the 8-character "DP ID" followed by 8-digit "CLIENT ID" and registered mobile number

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Member having Demat account with	Login Method
	4. Select any of the following options for verification of demat account: 1. Option 1: Bank account – enter last 4 digit of bank account 2. Option 2: OTP – enter 6 digit OTP sent on registered mobile number 5. Fill your personal information and click on "SUBMIT" 6. Upon successful registration, please follow steps given in points 1 - 5 above (Members are already registered for IDeAS facility). **E-voting website of NSDL** 1. Visit e-voting website of NSDL at https://www.evoting.nsdl.com 2. On homepage of e-voting system, click on "LOGIN" icon, available under "SHAREHOLDER / MEMBER" section. 3. A new screen will open and the Member will have to enter "USER ID" (i.e. 8-character "DP ID" followed by 8-digit "CLIENT ID") and "PASSWORD" / "OTP" and a verification code as shown on the screen. 4. After successful authentication, the Member will be able to see the e-voting page. 5. Click on options available against the Company name or ESP – CDSL and the Member will be redirected to the e-voting website of CDSL for casting vote before and during the meeting and joining the meeting.
Logging through their **DPs**	1. Member can login using the "LOGIN CREDENTIALS" of Demat account through their DPs registered with NSDL / CDSL for e-voting facility. 2. After successful login, the Members will be able to see "E-VOTING OPTION". Once Member clicks on "E-VOTING OPTION", he / she will be redirected to NSDL/CDSL Depository site. 3. After successful authentication, the Member will be able to see e-voting page. 4. Click on option available against the Company name or ESP- CDSL and the Member will be redirected to e-voting website of CDSL for casting vote before and during the meeting and joining the meeting.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forget User ID and / or Forget Password option available at above mentioned websites.

c) Casting vote electronically on CDSL e-voting system

1. After successfully logging by following the above process, the Members will be able to see EVSN of all companies in which they hold shares and whose voting cycle is active.
2. Click on "EVSN" for "TORRENT POWER LIMITED".
3. On the voting page, the Member will see "RESOLUTION DESCRIPTION" and against the same the option "YES / NO" for voting. Select option "YES / NO" as desired. Option YES implies that you assent to the resolution and option NO implies that Member dissent to the resolution.
4. Click on "RESOLUTIONS FILE LINK" if Member wish to view the entire resolution details.
5. After selecting the resolution the Member has decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If the Member wishes to confirm, click on "OK", else to change, click on "CANCEL" and accordingly modify your vote.
6. Once the Member "CONFIRM" his / her vote on the resolution, he / she will not be allowed to modify your vote.
7. Member can also take a print of the votes cast by clicking on "CLICK HERE TO PRINT" option on voting page.

Helpdesk for the Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 22 55 33.
NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no: 1800 1020 990 and 1800 22 44 30.

B. For the Members, other than the Individual Members holding shares in demat mode and the Members holding shares in Physical mode.

a. Visit the e-voting website at www.evotingindia.com.
b. Click on "SHAREHOLDERS".
c. Enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 character DP ID followed by 8 digits Client ID,
   c. Members holding shares in physical form should enter Folio Number registered with the Company.
d. Enter Image verification as displayed and click on "LOGIN".
e. If Non-individual Members are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then their existing password is to be used.
f. If the Member is a first-time user follow the steps given below:

the other Members	For Non-individual Members holding shares in Demat Form and other Members holding shares in Physical Form
PAN	Enter 10 digit alpha-numeric "PAN" (applicable for both demat as well as physical Members) • Members who have not updated their PAN with the Company / DPs are requested to use sequence number indicated in PAN field of the email sent to them. • Members who have not registered their email address may obtain sequence number from the Company after registering their email address as per the process defined in Note No. 11.
Dividend Bank details OR Date of Birth (DoB)	Enter the "DIVIDEND BANK DETAILS" or "DOB" (in dd/mm/yyyy format) as recorded in the Member's demat account or in the Company records in order to login. • If both the details are not recorded with the DPs or the Company please enter "MEMBER ID / FOLIO NUMBER" in the Dividend Bank details field as mentioned in instruction (c).

g. After entering these details appropriately, click on "SUBMIT" tab.
h. Members holding shares in physical form will then directly reach the Company selection screen. However, the Non-Individual Members holding shares in demat form will now reach "PASSWORD CREATION" menu wherein they are required to mandatorily enter their login password in new password field.

   Kindly note that this password is also to be used by Non-individual demat holders for voting for resolutions of any other company on which they are eligible to vote. It is strongly recommended not to share password with any other person and take utmost care to keep password confidential.
i. For the Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
j. Click on "EVSN" for "TORRENT POWER LIMITED" on which Member choose to vote.
k. On the voting page, the Member will see "RESOLUTION DESCRIPTION" and against the same; the option "YES / NO" for voting. Select the option "YES / NO" as desired. The option YES implies, assent to the resolution and the option NO implies dissent to the resolution.
l. Click on the "RESOLUTIONS FILE LINK" if the Member wishes to view the entire resolution details.
m. After selecting the resolution, click on "SUBMIT". A confirmation box will be displayed. If the Member wishes to confirm, click on "OK", else to change vote, click on "CANCEL" and accordingly, modify vote.
n. Once the Member "CONFIRM" his/ her vote on the resolution, he/she will not be allowed to modify.
o. Member can also take a print of votes cast by clicking on "CLICK HERE TO PRINT" option on voting page.
p. Non-Individual Members (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to upload the scanned copy of the Board resolution and Power of Attorney which they have issued in favour of the Custodian, if any, in PDF format in system for the scrutinizer to verify the same.

In case of any queries or issues regarding e-voting, Member may refer the Frequently Asked Questions ('FAQs') and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com or call on 1800 22 55 33.

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25. **General Guideline for attending the meeting through VC / OAVM and e-voting on the day of AGM:**
    a. Procedure for e-voting on the day of the AGM and attending the AGM will remain same as the instructions mentioned above.
    b. The link for VC / OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
    c. Members are encouraged to join the meeting through Laptops / Desktops for better experience. Further, the Members will be required to allow camera and use Internet with good speed to avoid any disturbance during the meeting.
    d. Please note that participants connecting from Mobile devices or Tablets or through Laptop connecting via Mobile hotspot may experience Audio / Video loss due to fluctuation in their respective network. It is, therefore, recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.
    e. Only those Members, who will be present in AGM through VC / OAVM facility and have not cast their vote on the resolutions through remote e-voting prior to meeting day and are otherwise not barred from doing so, shall be eligible to vote through e-voting system available during AGM.
    f. If any votes are casted by the Members through e-voting available during AGM and if the same Members have not participated in the meeting through VC / OAVM facility, then the votes casted by such Members shall be considered invalid as the facility of e-voting during the meeting is available only to the Members participating in the meeting.
    g. Members who have voted through remote e-voting prior to meeting day will be eligible to attend the AGM. However, they will not be eligible to vote during AGM.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND REGULATIONS 36(3) AND 36(5) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

ITEM NO. 4 & 7

The Members had at 14th Annual General Meeting of the Company held on August 01, 2018, approved appointment of Samir Mehta (DIN: 00061903) as Chairman for a period of 5 years w.e.f. April 01, 2018. The term of Samir Mehta will come to an end on the closing hours of March 31, 2023.

In view of the above and based on the recommendation of Nomination and Remuneration Committee, the Board approved, subject to approval of the Members, re-appointment of Samir Mehta as Chairman of the Board of Directors and the Company, liable to retire by rotation, for a period of 5 years w.e.f. April 01, 2023.

Samir Mehta, 58, is the Chairman of ₹21,000 Crore Torrent Group and has been associated with the Company since its inception, as a Promoter. Under his leadership, Torrent Pharma took several strategic initiatives, including forays into new therapies and geographies, large investments in product development infrastructure and capabilities, building state-of-the-art manufacturing facilities and acquisitions, thus establishing Torrent as one of India's fast growing and well respected Pharma majors. His emphasis on professional organisational design, precise execution and operational efficiencies has built a strong and globally competitive generic business platform in Torrent Pharma.

He has also guided the Group's entry and growth in the Power sector. Torrent Power has systematically improved its performance on all efficiency parameters and ranks amongst the best run power utilities in the Country. His emphasis on efficiency and reliability has led the Company to demonstrate exemplary operational capabilities and high customer orientation thus, setting new benchmarks in the sector and attracting many accolades.

In a move to expand its business presence, he mentored the Group's entry in the emerging City Gas Distribution sector by participating in bidding rounds for new areas and acquiring existing CGD entities. In a short span, Torrent has established an investment plan of ₹10,000 Crore and started rolling out its network across 17 geographical areas in India.

Much before the current emphasis on CSR, he always conducted the businesses in a socially responsible way, giving a new dimension to the traditional meaning of CSR. He has emphasized environmental responsibility in industrial operations and creation of local livelihoods in the influence areas of Torrent establishments. His belief that improving community health and school education of the underprivileged class are powerful instruments for social empowerment and upliftment, has driven much of the Group's investments in CSR activities.

A fine blend of business acumen and cautious entrepreneurial optimism, he has positively influenced all aspects of the Group culture with his contemporary outlook and innovative ideas. Torrent Group has established a reputation for being employee-centric, and above all fair and humane in all its dealings.

Samir Mehta is also the Executive Chairman of Torrent Pharmaceuticals Limited, a Group company. He would therefore, draw remuneration from one or both companies, provided that the total remuneration drawn from the companies does not exceed the higher maximum limit admissible from any one of the companies of which he is a managerial person, in accordance with the provisions of Schedule V to the Companies Act, 2013. As Chairman of the Company, he will exercise substantial powers of management, as that of a Managing Director, subject to superintendence, control and direction of the Chairman and Board of Directors of the Company.

For other details such as number of Meetings of the board attended during the year and remuneration drawn in respect of the above Director, please refer to the Corporate Governance Report which is a part of this report.

Samir Mehta is the Chairman of the Committee of Directors and a Member of the Stakeholders Relationship Committee of the Company.

Details of his directorship in other companies and Membership in the committees of these companies are given below:

Sr.No	Directorship in Companies	Name of Committees
1.	Torrent Pharmaceuticals Limited	Committee of Directors – Chairman
2.	Torrent Investments Private Limited	Corporate Social Responsibility Committee – Chairman Nomination & Remuneration Committee – Member
3.	UNM Foundation (Earlier Known as Tornascent Care Institute)	Nil

He ceased to be director of Arvind Limited w.e.f. July 29, 2019 in past three years.

The resolutions contained in Item no. 4 and 7 of the accompanying Notice, accordingly, seeks the Members' approval for re-appointment of Samir Mehta as Chairman of the Board and the Company as an Ordinary Resolutions.

Samir Mehta holds 6,125 Equity Shares of the Company and is related to Sudhir Mehta, Chairman Emeritus and Jinal Mehta, Managing Director. Sudhir Mehta, Samir Mehta and Jinal Mehta are, therefore, deemed to be interested in the resolutions. None of the other Directors or Key Managerial Personnel of the Company or their relatives are in any way concerned or interested in the resolutions.

ITEM NO. 5

The Members had, at 13th Annual General Meeting (AGM) of the Company held on August 01, 2017, appointed M/s. Price Waterhouse Chartered Accountants LLP, Chartered Accountants (FRN: 012754N/N500016) ("PWC") as Statutory Auditor of the Company to hold office commencing from the conclusion of 13th AGM till the conclusion of this AGM of the Company. Their first term of PWC as Statutory Auditor of the Company would end at this AGM and they are eligible for re-appointment for second term.

Considering the evaluation of past performance, experience and expertise of PWC, the Board on the recommendation of Audit Committee, at its Meeting held on May 10, 2022, proposed re-appointment of PWC as Statutory Auditor of the Company to hold office commencing from the conclusion of this AGM till the conclusion of 23rd AGM i.e. for a second and final term of 5 years. The proposed remuneration to be paid to PWC, for the Statutory Audit of FY23 is ₹1.11 Crore plus out of pocket expenses and applicable taxes.

The Board of Directors, subject to recommendation of the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with PWC.

The Company has received a letter confirming their eligibility and consent letter for re-appointment from PWC.

The recommendation is based on various factors like People, Audit Methodology, Quality Control, Reputation of the Firm and Knowledge. PWC, having a Firm Registration No. 012754N / N500016, is a Firm of Chartered Accountants registered with the Institute of Chartered Accountants of India, was established in the year 1991 and converted into a Limited Liability Partnership in the year 2014. The registered office of the Firm is situated at New Delhi and has 10 branch offices in various cities in India. The Firm is primarily engaged in providing auditing and other assurance services to its clients and is a member firm of Price Waterhouse & Affiliates, a network of Firms registered with the Institute of Chartered Accountants of India having Network Registration No. NRN/E/14. Price Waterhouse & Affiliates is a network of 11 separate, distinct and independent Indian chartered accountant Firms, each of which is registered with the Institute of Chartered Accountants of India.

The Firm has more than 75 Assurance Partners as at April 01, 2022. It has a valid peer review certificate and audits various companies listed on stock exchanges in India.

The resolution contained in Item no. 5 of the accompanying Notice, accordingly, seeks the Members' approval to re-appoint PWC as Statutory Auditors of the Company to hold office from conclusion of this AGM of the Company till conclusion of 23rd AGM at a remuneration to be fixed by the Board of Directors of the Company as an Ordinary Resolution.

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None of the Directors or Key Managerial Personnel of the Company or their relatives is in any way concerned or interested in the resolution.

ITEM NO. 6

Mamta Verma, IAS (DIN: 01854315), was appointed as an Additional Director by the Board of Directors on August 07, 2021 based on the request received from Government of Gujarat. As per the provisions of Section 161 of the Companies Act, 2013 ("the Act") read with Articles of Association of the Company, she holds the office of Director till commencement of this Annual General Meeting. The Company had received a notice in writing under Section 160 of the Act from a Member proposing her candidature for appointment as Director of the Company.

Mamta Verma, IAS, 50, is Master in Arts (MA) with Psychology and has done Master of Public Policies from Minneapolis Hubert H Humphrey School of Public Affairs, U.S.A. She is a Senior IAS Officer having rich experience in the field of Management & Administration. She has held positions in Government of Gujarat such as Collector, District Development Officer, Additional Chief Executive, Additional Industries Commissioner, Special Commissioner, Commercial Taxes, Industries Commissioner, Director & Municipal Administrator, Chief Executive Officer of Ahmedabad Urban Development Authority (AUDA) and Gujarat Urban Development Corporation (GUDA), Principal Secretary of Tourism Yatradham and Civil Aviation.

During her tenure as Industries Commissioner and Chairperson of Industrial Extension Bureau, she was instrumental in implementation and execution of some of the most pathbreaking reforms and initiatives of Government of India such as "Ease of Doing Business Reforms" as well as "Competitive Ranking of Startups".

Presently she is Principal Secretary, Energy & Petrochemicals Department, Gandhinagar. Prior to her present assignment she was also instrumental in formulating policies such as Industrial Policy, 2015, Heritage Policy etc. and started as Industrial Commissioner and also acted as Principal Secretary, Tourism, Yatradham, Civil Aviation.

For other details such as number of Meetings of the board attended during the year and remuneration drawn in respect of the above Director, please refer to the Corporate Governance Report which is a part of this report.

Details of her directorship in other companies and Membership in the committees of these companies are given below:

Sr.No	Directorship in Companies	Name of Committees
1.	Gujarat Urja Vikas Nigam Limited	Nil
2.	Gujarat State Electricity Corporation Limited	Nil
3.	Gujarat Energy Transmission Corporation Limited	Nil
4.	Diamond Research and Mercantile City Limited	Nil
5.	Gujarat Chemical Port Limited	Nil
6.	Gujarat Power Corporation Limited	Nil
7.	Gujarat Narmada Valley Fertilizers & Chemicals Limited	Nil
8.	Gujarat State Fertilizers & Chemicals Limited	Nil

Nomination and Remuneration Committee and the Board have considered the above proposal at their respective Meetings held on May 10, 2022 and recommended to the Members for their approval.

The resolution contained in Item no. 6 of the accompanying Notice, accordingly, seeks the Members' approval for appointment of Mamta Verma, IAS as Director of the Company as an Ordinary Resolution.

Mamta Verma does not hold any equity shares of the Company. She is not related to any Director of the Company.

Mamta Verma is deemed to be interested in the resolution. None of the other Directors or Key Managerial Personnel of the Company or their relatives is in any way concerned or interested in the resolution.

ITEM NO. 8

The existing term of Jinal Mehta (DIN: 02685284) will come to an end on the closing hours of March 31, 2023.

Based on the recommendation of Nomination and Remuneration Committee, the Board at its meeting held on May 10, 2022 approved re-appointment of Jinal Mehta as Managing Director of the Company, liable to retire by rotation, for a period of 5 years w.e.f. April 01, 2023, subject to approval of the Members. Such re-appointment will not be considered as a break in his service with the Company.

Jinal Mehta, 39, has done his Bachelor of Business Studies (BBS) and Master of Business Administration (MBA) from University of Technology Sydney (UTS), Sydney, Australia. He has more than 15 years of experience across all facets of the power sector – generation, transmission and distribution. He was involved during the project and operations phases of 1147.5 MW SUGEN Mega Power Project and 382.5 MW SUGEN Expansion (i.e. UNOSUGEN). Subsequently, he was responsible for the implementation of the 1200 MW DGEN Mega Power Project. Subsequently, he took charge of the distribution business of the Company in April, 2014 and led significant operational improvements in both the licensed and franchised distribution businesses, in terms of network modernisation, reduction in AT&C losses, improved customer services and timely regulatory approvals for recovery of costs. Under his leadership, the Company grew its Distribution business further by obtaining a distribution license for Dholera Special Industrial Region (SIR) and the Union Territory of Diu, Daman, Dadra Nagar Haveli (DDDNH) and was appointed as the Distribution Franchisee by MSEDCL for Shil, Mumbra & Kalwa (SMK) in Thane District. Under his leadership, Torrent Power has strengthened its leadership position in the Power Distribution business and distributes nearly 26 billion units per annum of power and caters to peak demand of approx. 4750 MW to over 3.8 million customers across 12 cities.

Apart from conventional generation, transmission and distribution, his contribution in growing renewable capacity; both Solar and Wind Power, has resulted into renewable energy becoming significant part of our generation portfolio today with plans for significant further growth. Accelerated commitment to increase renewable portfolio has enabled the Company to consummate several acquisitions, during the period, with aggregate capacity of 281 MW. With these acquisitions, the Company now has an aggregate installed generation capacity of ~4.1 GW, which consists largely of clean generation sources such as gas (2.7 GW) and renewables (1.0 GW).

Jinal Mehta is also the Managing Director of Torrent Power Grid Limited, a subsidiary company. He would therefore, draw remuneration from one or both companies, provided that the total remuneration drawn from the companies does not exceed the higher maximum limit admissible from any one of the companies of where he is a managerial person, in accordance with the provisions of Schedule V to the Companies Act, 2013. As Managing Director, he will exercise substantial powers of the management, subject to superintendence, control and direction of the Board of Directors of the Company.

For other details such as number of Meetings of the board attended during the year and remuneration drawn in respect of the above Director, please refer to the Corporate Governance Report which is a part of this report.

Jinal Mehta is a Member of the Corporate Social Responsibility Committee, the Stakeholders Relationship Committee and Committee of Directors of the Company.

Details of his directorship in other companies and Membership in the committees of these companies are given below:

Sr.No	Directorship in Companies	Name of Committees
1.	Torrent Power Grid Limited	Nil
2.	Torrent Investments Private Limited	Corporate Social Responsibility Committee – Member Nomination & Remuneration Committee – Member
3.	Torrent Gas Private Limited	Committee of Directors – Chairman

The resolution contained in Item no. 8 of the accompanying Notice, accordingly, seeks the Members' approval for re-appointment of Jinal Mehta as Managing Director of the Company as an Ordinary Resolution.

Jinal Mehta holds 8,000 Equity Shares of the Company. He is son of Sudhir Mehta, Chairman Emeritus and a relative of Samir Mehta, Chairman. Sudhir Mehta, Samir Mehta and Jinal Mehta are, therefore, deemed to be interested in the resolution. None of the other Directors or Key Managerial Personnel (KMP) of the Company or their relatives are in any way concerned or interested in the resolution.

ITEM NO. 9

The Audit Committee at its Meeting held on February 03, 2022 recommended and the Board at its Meeting held on the same day approved the reappointment of M/s Kirit Mehta & Co., Cost Accountants, Mumbai as Cost Auditors of the Company to conduct the audit of the Cost Records of the Company for FY23 at a remuneration of ₹12,40,000/- plus applicable taxes and reimbursement of out of pocket expenses incurred by them during the course of cost audit.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to Cost Auditors as recommended by the Audit Committee and approved by the Board of Directors, has to be ratified by the Members of the Company.

The resolution contained in Item no. 9 of the accompanying Notice, accordingly, seeks the Members' approval to ratify the remuneration to be payable to Cost Auditors of the Company for FY23 as an Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives is in any way concerned or interested in the resolution.

ITEM NO. 10

Pursuant to the recommendations of the Nomination and Remuneration Committee, the Board of Directors at their Meeting held on August 06, 2021 appointed Radhika Haribhakti (DIN: 02409519) as an Additional Director (Non-Executive Independent) of the Company w.e.f. August 07, 2021 to hold office upto the date of this Annual General Meeting (AGM) of the Company. She is eligible to be appointed as an Independent Director for a term of 5 consecutive years.

Radhika Haribhakti, 64, has over 31 years of experience in Commercial and Investment Banking with Bank of America, JM Morgan Stanley and DSP Merrill Lynch. She has advised several large corporates and led their Equity and Debt offerings in Domestic as well as International Capital Markets. She now heads RH Financial, a boutique Advisory Firm focused on M&A and Private Equity.

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She is a graduate in Commerce from Gujarat University and Post graduate in Management from the Indian Institute of Management, Ahmedabad (IIMA).

She has also been closely associated with issues of Women Empowerment and financial inclusion and has served on the Boards of non-profits for over 18 years, including 12 years as Chairperson.

For other details such as number of Meetings of the board attended during the year and remuneration drawn in respect of the above Director, please refer to the Corporate Governance Report which is a part of this report.

Radhika Haribhakti is a Member of the Audit Committee, the Nomination and Remuneration Committee and the Risk Management Committee of the Company.

Details of her directorship in other companies and Membership in the committees of these companies are given below:

Sr. No	Directorship in Companies	Name of Committees
1.	Navin Fluorine International Limited	Audit Committee – Member Stakeholders' Relationship Committee – Member
2.	Rain Industries Limited	Audit Committee – Chairperson Nomination and Remuneration Committee – Chairperson
3.	ICRA Limited	Audit Committee – Member Nomination and Remuneration Committee – Chairperson Risk Management Committee – Member
4.	EIH Associated Hotels Limited	Audit Committee – Member Risk Management Committee – Member
5.	Pipeline Infrastructure Limited	Audit Committee – Chairperson Nomination and Remuneration Committee – Member Risk Management Committee – Member Corporate Social Responsibility Committee - Member
6.	Bajaj Finserv Limited	Nomination and Remuneration Committee - Member Stakeholders Relationship Committee - Member
7.	Bajaj Finance Limited	Nomination and Remuneration Committee - Member Stakeholders Relationship Committee - Member

She ceased to be director of Mahanagar Gas Limited w.e.f. September 25, 2020 and Adani Ports and Special Economic Zone Limited w.e.f. March 31, 2020 in past three years.

As per the provisions of Section 149(13) read with explanation to Section 152(6) of the Companies Act, 2013 ("the Act"), the period of office of Independent Director will not be liable to determination by retirement of directors by rotation at the AGM.

The Company has received a Notice in writing from a Member of the Company under Section 160 of the Act, proposing her candidature for the office of Independent Director. Radhika Haribhakti meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director.

Radhika Haribhakti fulfils all other conditions as specified in the Act and the Listing Regulations for her appointment as an Independent Director of the Company and is independent of the Management. In the opinion of Board, she possesses requisite expertise and experience for appointment as an Independent Director and the Company will benefit from her valuable, experience, knowledge and counsel.

Copy of the letter for appointment of Radhika Haribhakti as an Independent Director setting out the terms and conditions would be available for inspection without any fees in electronic mode upto the date of AGM of the Company and will also be available electronically for inspection by the Members during AGM.

The resolution contained in Item no. 10 of the accompanying Notice, accordingly, seeks the Members' approval for appointment of Radhika Haribhakti as an Independent Director on the Board of the Company on the terms and conditions as specified in the letter of appointment a Special Resolution.

Radhika Haribhakti does not hold any equity shares of the Company. She is not related to any Director of the Company.

Radhika Haribhakti is deemed to be interested in the resolution. None of the other Directors or Key Managerial Personnel of the Company or their relatives is in any way concerned or interested in the resolution.

ITEM NO. 11

Pursuant to the recommendations of the Nomination and Remuneration Committee, the Board of Directors at their Meeting held on May 10, 2022 appointed Ketan Dalal (DIN: 00003236) as an Additional Director (Non-Executive Independent) of the Company w.e.f. May 11, 2022 to hold office upto the date of this Annual General Meeting (AGM) of the Company. He is eligible to be appointed as an Independent Director for a term of 5 consecutive years.

Ketan Dalal, 65, is veteran Chartered Accountant with 40 years of intensive experience in field of taxation and corporate and investment structuring, including mergers and acquisitions.

He was the Joint Head, Tax, All India and the Managing Partner (West) and the member of the India Leadership Team at PwC India. From April, 2017, he has been independently pursuing his professional interests and runs a boutique Structuring and Tax firm, Katalyst Advisors Private Limited.

He was a Member of the "Working Group on Non Resident Taxation" formed by the Ministry of Finance, Government of India in 2003. He has also served on various committees of several professional and business organisations. He was a Member of SEBI committees, including High Powered Advisory Committee (HPAC) on Consent Orders and Compounding.

He has been listed among India's leading tax advisors in ITR (International Tax Review), a leading global magazine on international tax policy and advice around the world and several other books and articles. He has also authored a book "Indian Taxation Decoded - An MNC Perspective" in 2018.

Details of his current directorship in other companies and Membership in the committees of these companies are given below:

Sr.No	Directorship in Companies	Name of Committees
1.	Hdfc Life Insurance Company Limited	Audit Committee – Member Stakeholders' Relationship Committee – Member
2.	Zensar Technologies Limited	Audit Committee – Member Risk Management Committee– Member
3.	Eternis Fine Chemicals Limited	Nil
4.	Katalyst Advisors Private Limited	Nil

As per the provisions of Section 149(13) read with explanation to Section 152(6) of the Companies Act, 2013 ("the Act"), the period of office of Independent Director will not be liable to determination by retirement of directors by rotation at the AGM.

The Company has received a Notice in writing from a Member of the Company under Section 160 of the Act, proposing his candidature for the office of Independent Director. Ketan Dalal meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director.

Ketan Dalal fulfils all other conditions as specified in the Act and the Listing Regulations for his appointment as an Independent Director of the Company and is independent of the Management. In the opinion of Board, he possess requisite expertise and experience for appointment as an Independent Director and the Company will benefit from his valuable, experience, knowledge and counsel.

Copy of the letter for appointment of Ketan Dalal as an Independent Director setting out the terms and conditions would be available for inspection without any fees in electronic mode upto the date of AGM of the Company and will also be available electronically for inspection by the Members during AGM.

The resolution contained in Item no. 11 of the accompanying Notice, accordingly, seeks the Members' approval for appointment of Ketan Dalal as an Independent Director on the Board of the Company on the terms and conditions as specified in the letter of appointment as a Special Resolution. Ketan Dalal does not hold any equity shares of the Company. He is not related to any Director of the Company.

Ketan Dalal is deemed to be interested in the resolution. None of the other Directors or Key Managerial Personnel of the Company or their relatives is in any way concerned or interested in the resolution.

ITEM NO. 12

Members of the Company at Annual General Meeting held on August 01, 2018 accorded consent to the Board of Directors to borrow monies (apart from temporary loans obtained from the Company's Bankers in the ordinary course of business) and create security on assets of the Company for such borrowing, in such form and manner and on such terms and conditions as the Board may deem fit, such that the total amount borrowed and outstanding at any time does not exceed ₹20,000 Crore and for the said purpose authorised the Board inter-alia, to delegate all or any of the above powers to the Committee of Directors.

Out of above borrowing limit, the Company may, at an appropriate time consider offering or inviting subscriptions for Non-Convertible Debentures (NCDs), in one or more series / tranches, on private placement basis, in order to augment long-term resources for financing the ongoing capital expenditure and other general corporate purposes.

Section 42 of the Companies Act, 2013 read with Rule 14(1) of Companies (Prospectus and Allotment of Securities) Rules, 2014 provides that a company which intends to make a private placement of its NCDs, shall obtain approval of its Members by means of a Special Resolution. It shall be sufficient if the Company passes a Special Resolution only once in a year for all the offers or invitations for such NCDs during the year.

It is therefore found desirable to have the requisite enabling approval in place for meeting the fund requirements of the Company in an efficient manner.

Notice (Contd.)

The resolution contained in Item no. 12 of the accompanying Notice, accordingly, seeks the Members' approval for issuance of NCDs upto an aggregate amount of ₹2,000 Crore, within overall approved borrowing limit of the Company as a Special Resolution. Such approval shall be valid in respect of all offers and invitations for such NCDs to be made in one or more series / tranches, within 12 months from the date of passing of Special Resolution.

None of the Directors or Key Managerial Personnel of the Company or their relatives is in any way concerned or interested in the resolution.

By Order of the Board
For Torrent Power Limited

Ahmedabad
May 10, 2022

Rahul Shah
Company Secretary

Registered Office:
"Samanvay",
600, Tapovan,
Ambawadi, Ahmedabad-380015
CIN: L31200GJ2004PLC044068
Phone: +91 79 26628300
Website: www.torrentpower.com
Email: cs@torrentpower.com

Board's Report

Dear Members,

Your Directors are pleased to present Eighteenth Annual Report of the Company together with the Audited Financial Statements for the Financial Year ended March 31, 2022.

1. OPERATIONAL & FINANCIAL HIGHLIGHTS

The Management Discussion and Analysis Report for FY22 is part of the Integrated Annual Report and explains the operating and financial performance of the business for the year.

Summary of the Financial Statements of the Company for the year under review is as under:

(₹ in Crore except per share data)

Particulars	Standalone		Consolidated	
	Year ended March 31, 2022	Year ended March 31, 2021	Year ended March 31, 2022	Year ended March 31, 2021
Total income	14,012	12,027	14,493	12,314
Profit before tax and exceptional items	1,814	1,583	1,864	1,552
Exceptional Item	1,300	-	1,300	-
Profit before tax	514	1,583	564	1,552
Total comprehensive income for the year (after non-controlling interest)	**412**	**1,328**	**456**	**1,295**
Add: Balance brought forward	5,908	4,775	5,841	4,741
Balance available for appropriation	**6,320**	**6,103**	**6,297**	**6,036**
Appropriations				
Transfer to / (from) specific reserves	(77)	(69)	(46)	(69)
Dividend paid	697	264	697	264
Balance carried to balance sheet	**5,700**	**5,908**	**5,646**	**5,841**
Basic and diluted earnings per share (₹ per share)	**9**	**28**	**9**	**27**

2. DIVIDEND

As per Dividend Distribution Policy, the Company endeavours to distribute approx. 40% of its consolidated annual profits after tax as dividend in one or more tranches. The Board of Directors, on February 03, 2022, declared interim dividend of ₹9.00 per equity share on 48,06,16,784 nos. of equity shares for FY22 [PY ₹11.00 per equity share, including final dividend]. The Board has not considered any further dividend for the year.

The total outflow on account of dividend is ₹432.56 Crore [PY ₹528.68 Crore] i.e. 93.92% [PY 40.67%] of consolidated total comprehensive income for FY22.

The Dividend Distribution Policy of the Company can be accessed at the Company's website: https://www.torrentpower.com/pdf/investors/DividendDistributionPolicy.pdf

Board's Report (Contd.)

3. TRANSFER TO RESERVES

The Company has not transferred any amount to the General Reserve for the year under review, other than ₹1.91 Crore to certain specific reserves, as described in the Statement of Changes in Equity being part of the Standalone Financial Statements. Further, an amount of ₹78.96 Crore has been transferred from Debenture Redemption Reserve to Retained Earnings pertaining to partial redemption of debentures during the year under review.

4. FINANCE

During the year under review, CRISIL upgraded the long-term rating of the Company from AA/Positive to AA+/Stable and reaffirmed short-term credit rating of the Company at A1+. India Ratings has reaffirmed short term rating at IND A1+ to the Commercial Paper Programme of the Company. CRISIL has also upgraded long term rating of the Non-Convertible Debentures (NCDs) issued by Jodhpur Wind Farms Private Limited and Latur Renewable Private Limited, Wholly Owned Subsidiaries of the Company, from AA(CE)/Positive to AA+(CE)/Stable, which has resulted in decrease in Coupon rate from 7.00% to 6.75% from the date of rating upgrade.

Finance cost of the Company (on a consolidated basis) was reduced to ₹628 Crore as against ₹776 Crore in FY21. This is mainly due to lower debt and reduction in interest rates.

During the year under review, the Company has,

i. tied up incremental working capital lines (non-fund based) of ₹700 Crore i.e. total working capital limits increased from ₹3,950 Crore to ₹4,650 Crore;
ii. tied up ₹700 Crore in the form of Capex LC facility for 115 MW Wind Power Project being implemented through Subsidiary;
iii. availed ₹600 Crore of long-term loan to finance capital expenditure for its distribution business;
iv. raised ₹250 Crore of new long-term loan and ₹250 Crore by way of issuance of secured NCDs, mainly to repay part of its existing debt and towards General Corporate Purpose of the Company;
v. increased Long term loan of the Company by ₹605 Crore pursuant to acquisition of Surya Vidyut Limited and LREHL Renewables India SPV 1 Private Limited; existing debt under the entities.

The Company has repaid long term debt of ₹1,125 Crore (including prepayments of ₹235 Crore).

New long-term debt raised by the Company by issuance of NCDs on private placement basis are mentioned below:

Issuer	Description of NCDs	Date of Allotment	Number of NCDs issued	Face Value and Issue Price (₹ in Lakh)	Amount raised (₹ in Crore)	Coupon Rate (p. a.)	Maturity Date (Series wise)
Torrent Power Ltd.	Secured, Rated, Listed, Taxable, Non-Cumulative, Redeemable NCDs	March 03, 2022	2,500	10	250	7A : 6.50% 7B : 6.90% 7C : 7.25%	7A : March 3, 2025 7B : March 3, 2026 7C : March 3, 2027

Outstanding consolidated long term debt as on March 31, 2022 was ₹8,414 Crore (Refer Note 23 to the Consolidated Financial Statements). Consolidated debt to equity (including deferred tax liability) ratio as at the end of FY22 was 0.83 (Previous Year: 0.73). The particulars of loans given, guarantees provided and investments made during the year are disclosed in Note 56 to the Standalone Financial Statements.

The Company, being an infrastructure company, is exempt from the provisions as applicable to loans, guarantees, security and investments under Section 186 of the Companies Act, 2013 ("the Act").

5. SUBSIDIARIES AND ASSOCIATES

The Board has reviewed the affairs of the Company's Subsidiaries and Associates at regular intervals. In accordance with Section 129(3) of the Act, the Company has prepared Consolidated Financial Statements incorporating the Financial Statements of all Subsidiaries and Associates, which form part of the Integrated Annual Report. Further, a statement containing salient features of the Financial Statements of the Company's Subsidiaries and Associates is given in prescribed Form AOC-1, which forms part of the Integrated Annual Report (Refer page no. 414).

The said Form also highlights the financial performance of each of the Subsidiaries and Associates included in the Consolidated Financial Statements.

The details pertaining to the Companies that have become or ceased to be the Subsidiary or Associate of the Company during the year are provided in Note no. 41 to the Consolidated Financial Statements, forming part of the Integrated Annual Report.

In accordance with Section 136 of the Act, the Financial Statements of the Company, Consolidated Financial Statements alongwith separate Audited Financial Statements in respect of Subsidiaries and Associates are available for inspection by the Members at the Registered Office of the Company during the business hours on all working days. Any person desirous of obtaining the said Financial Statements may write at cs@torrentpower.com. The Integrated Annual Report of the Company and Audited Financial Statements of each of the Subsidiaries and Associates have been placed on the website of the Company at www.torrentpower.com.

6. DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

Sunaina Tomar, IAS, Director (DIN: 03435543) tendered her resignation from the Board of the Company consequent to her transfer from the position as Additional Chief Secretary, Energy & Petrochemicals Department and appointment to the position as Additional Chief Secretary, Social Justice and Empowerment Department, Government of Gujarat. The Board has taken her resignation on record effective from June 15, 2021 and placed on record its appreciation for the valuable services rendered by Sunaina Tomar, IAS during her tenure as a Director of the Company.

Government of Gujarat nominated Mamta Verma, IAS (DIN: 01854315) - Principal Secretary, Energy and Petrochemicals Department on the Board of the Company in place of Sunaina Tomar, IAS, and the Board, at its Meeting held on August 06, 2021, appointed her as Additional Director of the Company w.e.f. August 07, 2021 till the commencement of ensuing Annual General Meeting (the AGM). The Board hereby recommends her appointment as Director, liable to retire by rotation, w.e.f. the ensuing AGM i.e. August 08, 2022.

The Members, at their 17th AGM held on August 06, 2021, approved appointment of Usha Sangwan (DIN: 02609263) as an Independent Director of the Company for a period of 5 consecutive years w.e.f. May 21, 2021 till May 20, 2026 (both days inclusive), not liable to retire by rotation.

The Board, at its Meeting held on August 06, 2021, appointed Radhika Haribhakti (DIN: 02409519) as an Additional Director (Non-Executive Independent) of the Company w.e.f. August 07, 2021 till the commencement of the ensuing AGM. The Board hereby recommends her appointment as an Independent Director for a period of 5 consecutive years from August 07, 2021 till August 06, 2026 (both days inclusive), not liable to retire by rotation. In the opinion of the Board, she possesses requisite expertise, integrity and experience (including proficiency) for appointment as an Independent Director of the Company.

Bhavna Doshi (DIN: 00400508) and Dharmishta N. Raval (DIN: 02792246) completed their second and final term as an Independent Directors of the Company on September 30, 2021. The Board placed on record its appreciation for their valuable contribution during their tenure as Independent Directors of the Company.

The Board, at its Meeting held on May 10, 2022, appointed Ketan Dalal (DIN: 00003236) as an Additional Director (Non-Executive Independent) of the Company w.e.f. May 11, 2022 till the commencement of the ensuing AGM. The Board hereby recommends his appointment as the Independent Director for a period of 5 consecutive years from May 11, 2022 till May 10, 2027 (both days inclusive), not liable to retire by rotation. In the opinion of the Board, he possesses requisite expertise, integrity and experience (including proficiency) for appointment as an Independent Director of the Company.

The Board had further at their aforesaid Meeting, subject to the approval of the Members, re-appointed Samir Mehta (DIN: 00061903) as Chairman of the Company for a period of 5 years and Jinal Mehta (DIN: 02685264) as Managing Director of the Company for a period of 5 years effective from April 01, 2023.

As per the provisions of the Act, Samir Mehta (DIN: 00061903), Director, retires by rotation at the ensuing AGM and being eligible, has offered himself for re-appointment.

A brief resume and other relevant details of the Directors proposed to be appointed / re-appointed are given in the Explanatory Statement to the Notice convening the AGM.

7. DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from the Independent Directors confirming that they meet the criteria of independence as prescribed under the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"). The Independent Directors are in compliance with the Code of Conduct prescribed under Schedule IV of the Act and the Code of Business Conduct adopted by the Company.

8. POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION POLICY

The Nomination and Remuneration Committee ("the NRC") has approved following criteria and process for identification/ appointment of the Directors:

Criteria for appointment:

i. Proposed Director ("Person") shall meet all statutory requirements and should:
   - possess the highest ethics, integrity and values
   - not have direct / indirect conflict with present or potential business / operations of the Company
   - have the balance and maturity of judgment
   - be willing to devote sufficient time and energy
   - have demonstrated leadership and vision at senior levels, and have the ability to articulate a clear direction for the Company
   - have relevant experience with respect to Company's business (in exceptional circumstances, specialisation / expertise in unrelated areas may also be considered)
   - have appropriate comprehension to understand or be able to acquire that understanding
     - relating to Corporate Functioning
     - concerning the scale, complexity of business and specific market and environmental factors affecting the functioning of the Company

ii. The appointment shall be in compliance with the Board Diversity Policy of the Company.

Process for Identification / Appointment of Directors:

i. Board members may (formally or informally) suggest any potential person to the Chairperson of the Company Meeting the above criteria. If the Chairperson deems fit, necessary recommendation shall be made by him to the NRC.

ii. Chairperson of the Company can himself also refer any potential person Meeting the above criteria to the NRC.

iii. The NRC will process the matter and recommend such proposal to the Board.

iv. The Board will consider such proposal on merit and decide suitably.

Remuneration Policy:

The Company has in place a policy relating to the remuneration of the Directors, KMP and other employees of the Company. The policy is available on the website of the Company at https://www.torrentpower.com/pdf/investors/Remuneration_Policy.pdf.

9. EVALUATION OF BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

The evaluation of the Board, its Committees and Individual Directors was carried out as per the process and criteria laid down by the Board of Directors.

The proforma formats for facilitating the evaluation process of the Non-Independent Directors and the Board as a whole and the Committees were sent to all the Non-Executive Directors (except Promoter Director). A presentation on functioning of the Board and the Committees, containing the outcome of their evaluation and feedback was reviewed by the Independent Directors in their separate Meeting and by the Board. Based on the feedback, the Board expressed satisfaction on overall functioning of the Board, the Committees and performance of the Directors.

10. MEETINGS OF THE BOARD, COMMITTEES & COMPLIANCE TO SECRETARIAL STANDARDS

The Board meets at regular interval, with gap between two Meetings not exceeding 120 days. During the year under review, the Board met five times.

The Board has six committees namely Audit Committee (AC), Nomination and Remuneration Committee (NRC), Corporate Social Responsibility and Sustainability Committee (CSRSC), Stakeholders Relationship Committee (SRC), Risk Management Committee (RMC) and Committee of Directors (CoD). A detailed note on the composition of the Board and its Committees (AC, NRC, SRC and RMC) is provided in the Corporate Governance Report, forming part of the Integrated Annual Report. Composition of CSRSC is given in the Report on CSR Activities (Annexure C). CoD is a Board Committee to facilitate routine executive decisions and exercise of authority granted by the Board in various matters. The Minutes of the Committee Meetings are reviewed at by the Board at the Board Meeting.

During the year under review, the Company has complied with the provisions of Secretarial Standard 1 (relating to Meetings of the Board of Directors) and Secretarial Standard 2 (relating to General Meetings) issued by the Institute of the Company Secretaries of India.

11. DIRECTORS' RESPONSIBILITY STATEMENT

In terms of Section 134(3) of the Act, the Board of Directors states that:

a. in preparation of the Financial Statements, the applicable accounting standards have been followed and there are no material departures;

b. the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2022 and of the profits for the year ended March 31, 2022;

c. the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d. the financial Statements have been prepared on a going concern basis;

e. the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

f. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

12. AUDITORS

STATUTORY AUDITORS

The Members at 13th AGM of the Company had appointed M/s. Price Waterhouse Chartered Accountants LLP (PWC) as the Statutory Auditors of the Company to hold office from the close of 13th AGM till conclusion of 18th AGM.

The first term of five years of PWC as Statutory Auditors of the Company will be completed at the ensuing AGM and they are eligible for re-appointment. They have furnished a certificate regarding their eligibility for re-appointment as Statutory Auditors of the Company, pursuant to Section 139(1) of the Act read with relevant Rules. The Board of Directors recommends their re-appointment for another five years i.e. from conclusion of 18th AGM till the conclusion of 23rd AGM.

The Auditors' Report for FY22 forms part of the Integrated Annual Report and does not contain any qualification, reservation or adverse remark.

COST AUDITORS

Pursuant to Section 148(3) of the Act, M/s. Kirit Mehta & Co., Cost Accountants, Mumbai had been appointed as the Cost Auditors of the Company for FY22 by the Board of Directors for conducting audit of cost records maintained in respect of electricity. Their remuneration was ratified by the Members at 17th AGM of the Company.

The Cost Audit Report for FY21 does not contain any qualification and was filed with the Central Government (within the prescribed time limit) on August 23, 2021 pursuant to Section 148(6) of the Act.

SECRETARIAL AUDITORS

Pursuant to Section 204 of the Act read with the Rules thereof, the Board of Directors had appointed M/s. M. C. Gupta & Co., Company Secretaries, Ahmedabad, as the Secretarial Auditors of the Company for FY22. The Secretarial Audit Report for FY22 is annexed herewith as **Annexure A**.

There are no adverse observations in the Secretarial Audit Report which call for explanation.

13. INTERNAL FINANCIAL CONTROLS

The Company has in place adequate internal financial controls with reference to the Financial Statements. The Statutory Auditors of the Company have audited such controls with reference to the Financial Reporting and their Audit Report is annexed as Annexure A to the Independent Auditors' Report under the Standalone Financial Statements and the Consolidated Financial Statements which forms part of the Integrated Annual Report.

14. CORPORATE GOVERNANCE

In compliance with Regulation 34 read with Schedule V of the Listing Regulations, the Report on Corporate Governance forms part of the Integrated Annual Report. Certificate of the Auditors regarding compliance with the conditions of Corporate Governance is annexed to the Board's Report as **Annexure B**.

15. CORPORATE SOCIAL RESPONSIBILITY (CSR)

During the year, the Company was required to spend ₹28.80 crore (2% of the average net profit of the past three financial years and surplus arising at implementing agency level from temporary investment of funds for FY21). The Company contributed to implementing agency ₹28.60 Crore during the year. The total amount spent during the year was ₹19.66 Crore. Further, unspent amount of at the end of the year at the implementing agency level was transferred to "Unspent CSR Account" of related ongoing project. The CSR Activities undertaken by the Company were under the thrust areas of Community Healthcare, Sanitation & Hygiene, Education & Knowledge Enhancement and Social Care & Concern. The brief details of the major CSR activities are described hereunder:

REACH: Driven by the belief of Chairman Emeritus, Sudhir Mehta **'Children are the future of our nation and this future must be well preserved'**, the flagship CSR program of the Group "REACH" – Reach EAch CHild was initiated in the year 2016 under the aegis of UNM Foundation (earlier known as Tornascent Care Institute), a Section 8 Company. REACH has three major pillars: **(a) Grass Root Interventions (b) Green Field Actions and (c) Other Allied Activities**. Salient achievements are:

- **Grassroot Intervention Model**: it targets to establish baseline health status of children in age group of 6 months to 6 years, through medical camps in communities and villages surrounding the industrial establishments of the Group. In pre-covid period, 71,387 children in 351 villages have been screened. Appropriate treatment regime resulted in benefiting more than ~74% Malnourished children and more than ~90% Anemic children. About ~73% children having chronic illnesses were also provided appropriate treatment with encouraging outcomes.

  During FY22, as second wave of Covid-19 ebbed, REACH program was extended to additional 649 villages starting from June, 2021, making total number of villages covered under REACH to 1,000. Anganwadi Model is followed in additional villages to identify and serve Malnourished children. 7,511 Malnourished Children have been provided with Mauji biscuits as special nutritional supplement. Till now 39% of children from additional villages have been treated out of malnourishment. Additionally, intensive Awareness activities about prevention of Malnourishment and Anemia is carried out including audio-visual film show in vernacular language.

- **Greenfield Actions:** Healthcare services are provided to children up to 18 years. There are three Primary Pediatric Health Centers (PPHCs) with basic laboratory and day care facility at Dahej, Balasinor and Indrad, while fourth major center near SUGEN Power Plant has a 150 bed pediatric hospital 'Balsangam' which is part of 'Rangtarang' hospital complex started in FY20. Till Date more than 3,25,000 patients have been treated under OPDs across all four centers since its inception in 2017. More than 40,000 OPD cases have been handled across all Locations in FY22.

  Balsangam, a 150-bed state-of-the-art paediatric hospital is fully operational within the Rangtarang complex which also has Sumangal, a multi-disciplinary clinic for patients of all age groups. Activities at Balsangam, which were, affected during covid period, have been scaled up post pandemic at a fast pace from June, 2021.

  Additionally, two more multi-purpose Satellite centers have been started at Waghai and Chhappi in Gujarat and three more would be started at Radhanpur, Naswadi and Dediapada, Gujarat. These multi-purpose Satellite centers will be scaled up appropriately in future depending on feedback as well as demand of healthcare services from the respective local population.

- **Other Allied Initiatives:** Counseling and Support was provided to rural adolescent girls around SUGEN, Dahej & Indrad centers covering menstrual hygiene and sanitation, by providing free health and hygiene kits. This has resulted in reducing prevalent social taboos and ultimately increasing confidence and self-esteem amongst beneficiaries. Hygiene Kits were provided to total 14,000+ Adolescent girls from all camp villages, between 11-18 years of age on monthly basis under this programme. Biodegradable and Reusable Sanitary Napkins were provided as a pilot project to solve issue of disposal and Initial feedback from the beneficiaries was encouraging.

Shiksha Setu: Phase-III of Shiksha Setu i.e. the Teaching and Learning Support Program, conducted through UNM Foundation, was initiated during FY22. The program covers 45 Government primary schools located near SUGEN power plant, Chhatral, Chhapi, Memadpur and Ahmedabad reaching out to 15,000+ students and 480+ teachers of 1st to 8th standard. Due to Covid, schools were closed for about two years which had adversely impacted student learning levels. Remedial classes for more than 4,000 Students from Grade 3rd to 8th were organized to support students achieve basic reading and arithmetic skills. About 1,500 mothers' were reached through mothers' Engagement and School Readiness activities.

During the year "Second Chance" programme was initiated at Chhatral cluster in Mehsana District of Gujarat aiming to support School dropout Students for clearing Grade 10th examination and enhance percentage of Students going for Higher Education / Vocational Training. Total 112 Students were enrolled in the Programme out of which 104 Students were mobilized and provided coaching for preparation of Grade 10th examination. 93 Students appeared for Grade 10th examination through National Institute of Open School out of which more than 70% students passed.

During the year "Vocational Skills Development Programme" was initiated at Chhatral cluster in Mehsana District of Gujarat to enhance employable skills of Women and Youth. The Programme aims at enhancing employable skills of 300+ Women and Youth and providing them employment opportunities. Total 100 Women and Youth were mobilized and trained on various skills viz. Sewing machine operator, Data entry operator, General duty assistant etc.

Pratiti-Development and Maintenance of Public Parks: The Company along with one of India's best known landscape design firm developed an approach for development of urban public parks. In Ahmedabad, six small sized parks measuring approx. 33,000 sq. mt. have been fully developed and opened for public use during FY19, one small sized park admeasuring 740 sq. mt was fully developed and opened for public use in FY21 and one large sized park measuring approx. 28,300 sq. mt. was fully developed and opened for public use in FY22. One more large sized park measuring approx. 36,700 sq. mt. is at advance stage of completion and will be opened for public in FY23 in Ahmedabad.

Moreover, three large sized parks measuring approx. 63,300 sq. mt. situated in the heart of Surat, Gujarat is under re-development. Presently, all three public parks are open for public use and maintenance of these public parks is also funded from CSR Contribution of the Company.

In addition to above, the Company continued other social activities during the year, as described hereunder:

Creating livelihoods:

- There has been an ongoing endeavor to empower the youths hailing from immediate vicinity and reach out to the locals who are qualified and remaining unemployed due to limited job opportunities and Covid-19 pandemic. One of the major successes under this program has been identifying interested youths and imparting classroom and physical training for absorption as security guards. Training helps to make them competent and also empowers them to grow in their career. Post covid, training for a batch of 20 locals started in February, 2022 and another batch was started in April, 2022. Similar efforts are being made for jobs like Technicians, Healthcare Workers, Drivers, Horticulture and Housekeeping staff.
- Differently abled persons (with impaired hearing and speech) are provided employment once trained for routine cleaning of solar panels at GENSU power plant, thus providing them a dignified livelihood. Bus facilities was extended for their daily commute to work.
- Employment opportunities for uneducated and destitute locals for horticulture, house keeping and canteen work at industrial and office facilities have been a continuous source of goodwill amongst the neighbouring villages.

Community Healthcare: Post Covid-19, the day care clinic "Sumangal" which is a community health care clinic under the 'Rangtarang' hospital complex, has also been scaled up and caters to the communities and villages around. The footfalls at "Sumangal" are now about 150 patients per day. Services being provided include ENT, Dental Care, Physiotherapy, Pathology and Radiology facilities and special consultations in ophthalmology, dermatology, gynaecology etc.

The Report on CSR activities is annexed herewith as **Annexure C**.

Donations

The Company has made donations amounting to ₹27.30 Crore toward various social causes as detailed below:

- ₹15.75 Crore to various organisations engaged in activities related to healthcare, education, arts & culture, science, sports, relief to disaster victims; socio-economic development including skill development, self-help groups, upliftment of women, integrated development of tribes, protection of consumer rights, building of toilets etc.
- ₹11.55 Crore to various charitable organizations to fight effects of COVID -19 pandemic and its fallout on poorer sections of the society.

Shardashish School: The Company has earmarked Donation of ₹15 Crore during FY23 and FY24 (₹6 Crore donated in FY20) to UNM Foundation for construction of new school building and related infrastructure at Shardashish School situated in the premises of Amgen Power Plant's housing colony at Sabarmati in Ahmedabad. Majority of students are with economically disadvantaged background from nearby slum areas. The new school building will cater facilities like Tutorial room, Computer room, Smart room with Projector, Laboratory, Library, Assembly Hall, additional new classes, Kids play zone, Music room, etc.

16. ENVIRONMENT, HEALTH AND SAFETY (EHS)

The Company accords utmost importance to EHS in its various operations. The key developments concerning EHS during FY22 include:

- Integrated Management System (IMS) was implemented to ensure a safe, healthy and environmental friendly working which includes Quality Management System (QMS) (ISO 9001:2015), Environment Management System (EMS) (ISO 14001:2015), Occupational Health and Safety Standard (ISO 45001:2018), Energy Management System (EnMS) (ISO 50001:2018), Asset Management System (AMS) (ISO 55001:2014) at SUGEN, GENSU, DGEN power plants, Ahmedabad, Surat, Dahej, Bhiwandi Shil Mumbra Kalva and Agra Distribution units, Information Security Management System (ISMS) (ISO 27001:2013) at SUGEN and DGEN power plants and were periodically certified with surveillance audit by TUV India.
- SUGEN Mega Power Project continued to excel, demonstrating an outstanding performance and commitment towards Health and Safety Management and has received Five Star rating under British Safety Council Five Star Occupational Health and Safety Audit and won "Sword of Honor" from British Safety Council. SUGEN also added several feathers in its cap for Health and Safety Management by receiving certificates from National Safety Council, India; FICCI, India; and International Safety Award, BSC.
- SUGEN & DGEN Mega Power Project were awarded Gold Trophies for FY22 by Quality Circle Forum of India (QCFI) under Ankleshwar Chapter Convention of Quality Concept (ACCQC) for Kaizen and Five-S categories with implementation of Five S (Workplace Management System) respectively.
- SUGEN and DGEN power plants have maintained 'no reportable Lost Time Accident free' as on March 31, 2022.
- Residential townships: Shardashish at SUGEN power plant and Meghdhanush at DGEN power plant have implemented and maintained township Management systems with International Standards of Environment Management System (EMS) (ISO 14001:2015) and Occupational Health and Safety Management Standard (ISO 45001:2018) and were periodically certified with surveillance audit. Indian Green Building Council (IGBC) has certified Meghdhanush with Platinum certification under IGBC Green Residential Societies Rating System valid upto 2023.
- AMGEN power plant and Renewable sites has introduced Safety commitment yearly drive to strengthen workplace safety and to nullify any potentiality of safety incidents. To uplift the safety performance the Safety card system is extended for contractors also.
- AMGEN power plant has developed inhouse system for tracking environment compliance by preparing Environment Annual planner with a dashboard for tracking routine as well as critical environmental activities & compliances.
- Ahmedabad, Surat and Dahej distribution units have been awarded Five Star rating from British Safety Council for occupational health & safety practices.
- Ahmedabad, Surat and Dahej distribution units has been awarded prestigious Sword of Honour & Globe of Honour by British Safety Council for its commitment to excellence in Occupational Health and Safety and Environmental Sustainability.
- Establishments of Environment Policy, Sustainability Policy, Energy Policy and Sustainable Procurement Policy for Environmental Sustainability at Surat and Dahej distribution units.
- Implementation of Compressive Hazard Identification and Risk Assessment (HIRA), Environmental Aspect and Impact Assessment of all the departmental operations, devising respective control measure, exploration of opportunities for further Enhancement Occupational Health and Safety and Environmental Sustainability Management System at Surat and Dahej distribution units.
- Safety initiatives like workplace safety awareness, safety quiz, competition for Employees and Vendors, tackles for positive engagement of work force in safety, periodic inspection of tools and tackles, internal / external mock drills for strengthening emergency preparedness, campaign for encouraging near-miss-reporting, basic training on electric safety and its hazards were taken throughout the year to further enhance safety culture.
- Precautionary measures during Monsoon, Diwali & other festivals were published in local newspapers of the Distribution units and relayed on FM radio for public awareness. Public awareness and campaigns for safety measures to be taken by the consumers was organised.
- Safety improvement intitiatives such as use of immobilizer for Confined space work and tripod arrangement for rescue, Tower fall-arrest system, Work at height for LA installation, UG cable laying through HDD, enhancement of PPE like HT face visor, protective eye-wear, Class E safety helmet and rubber hand gloves at Ahmedabad Distribution Unit.

Board's Report (Contd.)

- Implemented robust annual shut down safety system with initiatives like safety awareness with practical demonstration, deputation of cross function team in addition to third party safety officers for ensuring safe execution and confirmed safe annual shut down with zero safety incident.
- Specialized training programs were organised on prevention and precaution for COVID-19, such as boosting immune system, yoga for daily life, Health Management for healthy and positive lifestyle, managing emotions amid COVID-19 era etc., Online health talks on common health problems; such as hypertension, diabetes, lifestyle diseases, knowledge and competence enhancement for imparting different safety awarenes, chemical handling, fire prevention and emergency preparedness etc. Also, specialized training programs were organised as per GWO (Global Wind Organisation) standard including Work at Height, Basic First Aid, Fire Awareness, Active and Passive Height Rescue and Manual Handling for reducing risk during work in Wind Turbine Generator across all Renewable sites.
- To tackle difficult situation of COVID-19, with proactive and predictive approach adequate necessary measures strategized and implemented like strict surveillance at entrance, frequent sanitiztion of all work places, barriers installation at work desks / vehicles/ cafeteria, compliance of covid protocol with continuous awareness and frequent audits, periodic covid testing of employees, allowing work from home and home to field wherever feasible, contact tracing etc.

Moreover, the Company has in place the "Conviction for Safety" policy, which provides for substantial compensation to the personnel (Employees as well as Contractors) and their families, who are adversely affected by accidents and creating more awareness at the workplace about safety and compliance so as to avoid accidents at the workplace.

17. VIGIL MECHANISM

The Company has in place a Vigil Mechanism / Whistle Blower Policy pursuant to the applicable statutory requirements. The details of the Whistle Blower Policy are explained in the Report on Corporate Governance.

18. INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Pursuant to the provisions of Sections 124 and 125 of the Act and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016 as amended from time to time, the Company has, during the year under review, credited unpaid / unclaimed Dividend to IEPF Authority and equity shares to the Demat account of IEPF Authority as per the details mentioned below:

Financial Year	Unpaid / Unclaimed Dividend transferred (in ₹)	No. of equity shares transferred
2013-14 (Final)	22,41,859/-	61,968

During the year under review, the Company has also credited following dividend to IEPF Authority against equity shares already transferred:

Financial Year	Dividend (in ₹)	Amount credited to IEPF* (in ₹)	No. of equity shares already transferred
2020-21 (Final dividend)	5.50 per share	85,73,672.50	19,82,273
2021-22 (Interim dividend)	9.00 per share	1,43,71,293.00	20,30,188

* Net of Tax Deducted at Source (includes Tax + Surcharge + Cess as applicable) which was ₹62,29,228/-.

The Members whose shares and unclaimed dividend have been transferred to the IEPF Demat Account and IEPF account respectively, may claim the shares or apply for refund of dividend by making an application to the IEPF Authority in web Form IEPF-5 (available on http://www.iepf.gov.in). The details of Members whose dividend remained unpaid / unclaimed for 7 consecutive years or more may be accessed at Company's website at www.torrentpower.com.

The details of unpaid / unclaimed dividend lying in unpaid Dividend accounts as on March 31, 2022, are mentioned below:

Sr. No.	Dividend for Financial Year	Due date for transfer to IEPF	Amount of Unpaid / Un-claimed Dividend (in ₹)
1.	2014-15 (Final) of erstwhile Torrent Cables Ltd.	September 02, 2022	3,08,387.00
2.	2014-15 (Final) of Torrent Power Ltd.	September 09, 2022	51,36,352.50
3.	2015-16 (Interim) of Torrent Power Ltd.	April 15, 2023	1,58,06,659.50
4.	2016-17 (Final) of Torrent Power Ltd.	September 06, 2024	1,16,56,114.80
5.	2017-18 (Final) of Torrent Power Ltd.	September 06, 2025	1,50,27,060.00
6.	2018-19 (Final) of Torrent Power Ltd.	September 10, 2026	1,15,62,775.00
7.	2019-20 (Interim) of Torrent Power Ltd.	March 19, 2027	2,56,63,863.20
8.	2020-21 (Interim) of Torrent Power Ltd.	March 17, 2028	1,03,36,578.50
9.	2020-21 (Final) of Torrent Power Ltd.	September 11, 2028	99,84,037.50
10.	2021-22 (Interim) of Torrent Power Ltd.	March 11, 2029	Nil*

Note: Torrent Cables Limited was amalgamated with Torrent Power Ltd. w.e.f. October 01, 2015.

*As the Company has paid dividend through demand draft to those shareholders whose bank account details are not available with the Company and expiry date of such demand draft is on June 1, 2022, and hence there is NIL balance as the Company is not able to identify the unpaid balance in said dividend account as on March 31, 2022.

The actual amount lying in unpaid dividend accounts along with corresponding shares related thereto will be transferred to IEPF Authority within statutory timeline as applicable.

Rahul Shah, Company Secretary, has been appointed as Nodal Officer of the Company and details of the Nodal Officer are available on the website of the Company at https://www.torrentpower.com/index.php/investors/iepf.

19. BUSINESS RESPONSIBILITY REPORT

As stipulated under the Listing Regulations, the Business Responsibility Report forms part of the Integrated Annual Report.

20. RISK MANAGEMENT

The Company has in place a Risk Management framework for a systematic approach to control risks. The Risk Management Policy of the Company lays down procedures for risk identification, assessment, monitoring, review and reporting. The Policy also lists the roles and responsibilities of the Board, Risk Management Committee, Chief Risk Officer, Risk Champions and Risk Co-ordinators. The Risk Management process is reviewed and monitored by the functional heads.

Management Discussion and Analysis Report which forms part of the Integrated Annual Report identifies key risks, which can affect the performance of the Company.

21. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The particulars of contracts or arrangements with the related parties are given in the prescribed Form AOC-2, annexed herewith as **Annexure D** and in the section on the Related Party Transactions in the Report on Corporate Governance.

22. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

The details in terms of Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time, are forming part of this Report as **Annexure E**.

23. PROTECTION OF WOMEN AGAINST SEXUAL HARASSMENT AT WORKPLACE

The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

24. THE EXTRACT OF THE ANNUAL RETURN

In terms of Section 92(3) of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company is available on the website of the Company https://www.torrentpower.com/index.php/investors/annualreturn.

25. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The details relating to conservation of energy, technology absorption, foreign exchange earnings and outgo prescribed under Section 134(3)(m) of the Act read with Companies (Accounts) Rules, 2014 are given in the **Annexure F**, which forms part of this Report.

26. OTHER DISCLOSURES

- During the year under review, the Company has neither accepted nor renewed any fixed deposits.
- During the year under review, there are no changes in the nature of business.
- There are no material changes and commitments affecting the financial position of the Company, which has occurred between end of Financial Year i.e. March 31, 2022 and the date of Directors' Report i.e. May 10, 2022.
- No significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and the Company's operation in future.

27. APPRECIATION AND ACKNOWLEDGEMENTS

The Board of Directors is pleased to place on record its appreciation for the continued support received from all stakeholders including government, regulatory authorities and financing institutions. The Board is thankful to the Members and employees for their unstinted support and contribution.

The Directors express their regret at the loss of human life due to COVID-19 pandemic and have immense respect and gratitude for every person who has risked their life and safety to fight this pandemic.

For and on behalf of the Board of Directors

May 10, 2022
Ahmedabad

Samir Mehta
Chairperson
DIN: 00061903

Annexure A

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
For the Financial Year ended March 31, 2022

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

To,
The Members,
Torrent Power Limited,
"Samanvay",
600, Tapovan,
Ambawadi, Ahmedabad – 380 015

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Torrent Power Limited (CIN: L31200GJ2004PLC044068) (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Torrent Power Limited's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on March 31, 2022, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended on March 31, 2022 according to the provisions of:

i. The Companies Act, 2013 ('the Act') and the rules made thereunder;

ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;

iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

   (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

   (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the Audit Period**)

   (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the Company during the Audit Period**)

   (e) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

   (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (upto August 09, 2021) and Securities and Exchange Board of India (Issue and Listing of Non - Convertible Securities) Regulations, 2021 (w.e.f. August 10, 2021);

   (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

   (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (**Not applicable to the Company during the Audit Period**); and

   (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (**Not applicable to the Company during the Audit Period**).

Board's Report (Contd.)

vi. The Company has complied with following other laws specifically applicable to the Company:

(a) Electricity Act, 2003

(b) Gujarat Electricity Duty Act, 1958

(c) Gujarat Electricity Industry (Reorganisation and Regulation) Act, 2003

(d) Gujarat Electricity Grid Code, 2013

(e) Energy Conservation Act, 2001

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

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

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were usually sent seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the Meeting and for meaningful participation at the Meeting. There were no dissenting views on any matter.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period under review the Company has no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. except the following:

1. The Company has issued Secured, Listed, Rated, Taxable, Non-Cumulative, Redeemable, Non-Convertible Debentures aggregating to ₹250 Crore through Private Placement basis.
2. During the year under review, Commercial Papers aggregating to ₹350 Crore were issued.
3. The 17th Annual General Meeting of the Members of the Company was held on August 06, 2021 through VC / OAVM in terms of MCA General Circular nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020 and 02/2021 dated January 13, 2021.
4. During the year under review, the Company has acquired 100% Equity Share Capital each of Visual Percept Solar Projects Private Limited and of Surya Vidyut Limited, 51% Equity Share Capital of Dadra and Nagar Haveli and Daman and Diu Power Distribution Corporation Limited and 100% of the share capital and all securities of LREHL Renewables India SPV 1 Private Limited.

For M. C. Gupta & Co.
Company Secretaries
UCN: S1986GJ003400

Mahesh C Gupta
Proprietor
FCS: 2047 (CP: 1028)
Peer Review No. 579 / 2019
UDIN: F002047D000294064

Place: Ahmedabad
Date: May 10, 2022

Note: This Report is to be read with our Letter of even date which is annexed as Annexure "A" and forms an integral part of this report.

Annexure "A"

To,
The Members,
Torrent Power Limited,
"Samanvay",
600, Tapovan,
Ambawadi, Ahmedabad – 380 015

Our Report of even date is to be read along with this Letter;

1. Maintenance of Secretarial Record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on Secretarial Records based on our Audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial Records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliances of the provisions of Corporate and other applicable laws, rules, regulations, standards are the responsibility of the Management. Our examination was limited to the verification of the procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

For M. C. Gupta & Co.
Company Secretaries
UCN: S1986GJ003400

Mahesh C Gupta
Proprietor
FCS: 2047 (CP: 1028)
Peer Review No. 579 / 2019
UDIN: F002047D000294064

Place: Ahmedabad
Date: May 10, 2022

Annexure B

Auditors' Certificate regarding compliance of conditions of Corporate Governance

To the Members of,
Torrent Power Limited

We have examined the compliance of conditions of Corporate Governance by Torrent Power Limited ("the Company"), for the year ended March 31, 2022 as stipulated in Regulations 17, 17A 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-Regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (collectively referred to as "SEBI Listing Regulations, 2015").

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance, issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015.

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N / N500016

Priyanshu Gundana
Partner
Membership Number: 109553
UDIN: 22109553AIRVVB6396

Place: Ahmedabad
Date: May 10, 2022

Annexure C

REPORT ON CSR ACTIVITIES FOR FY22

1. **Brief outline on CSR Policy of the Company:**

- Torrent has always been committed to the cause of social service and has consistently channelised a part of its resources and activities, such that it positively impact the society socially, ethically and also environmentally. The Company has taken up various CSR initiatives improving the quality of life of the people and making quality value addition to the society.
- The Company channelizes its CSR activities in light of its guiding principle as enumerated by its founder - Shri U. N. Mehta: **"Giving back to the society, for all the years of care, support and nurturance that is being bestowed upon the organisation".**
- The Policy focuses on three thrust areas in which CSR activities are planned - (a) Community Healthcare, Sanitation & Hygiene (b) Education & Knowledge Enhancement and (c) Social Care & Concern.
- The CSR Activities are conducted, preferably in areas where the Company has industrial or business presence, after approval of the Corporate Social Responsibility and Sustainability Committee ("CSRSC") and the Board.
- CSR Activities are conducted by Implementing Agencies, which include section 8 company/ registered public trust/ registered society established by the Company/ an external entity engaged in CSR activities etc.

2. **Composition of Corporate Social Responsibility and Sustainability Committee:**

Sr. No.	Name of Director	Designation / Nature of Directorship	Number of Meetings of CSR Committee held during the year	Number of Meetings of CSR Committee attended during the year
1.	Bhavna Doshi*	Chairperson of Committee, Independent Director	3	1
2.	Usha Sangwan#	Chairperson of Committee, Independent Director	3	2
3.	Samir Barua	Member of Committee, Independent Director	3	3
4.	Jinal Mehta	Member of Committee, Director	3	3

* Ceased to be Chairperson and Member of Committee w.e.f. September 30, 2021 due to completion of second and final term as an Independent Director of the Company.
# Appointed as Member of Committee w.e.f. October 01, 2021 and as a Chairperson w.e.f. October 27, 2021.

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

CSR Committee: https://www.torrentpower.com/index.php/investors/corporateinformation

CSR Policy: https://www.torrentpower.com/pdf/investors/AmendedCSRPolicy.pdf

CSR Projects: https://www.torrentpower.com/pdf/investors/3CSRActivitiesFY2122forwebsiteNov2120211201162357_20220321115649.pdf

4. **Provide the details of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report):** Not Applicable for FY22.

5. **Details of the amount available for set off in pursuance of sub-rule (3) of Rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the Financial year, if any:**

Sr. No.	Financial Year	Amount available for set-off from preceding Financial Years (₹ in Crore)	Amount required to be set-off for the Financial Year, if any (₹ in Crore)
		Nil	

Board's Report (Contd.)

6. **Average net profit of the Company as per section 135(5):** ₹1,430 Crore

7. a. **Two percent of average net profit of the Company as per section 135(5):** ₹28.60 Crore

   b. **Surplus arising out of the CSR Projects or Programmes or Activities of the previous Financial Years:** ₹0.20 Crore

   c. **Amount required to be set off for the Financial Year, if any:** Nil

   d. **Total CSR obligation for the Financial Year (7a+7b-7c):** ₹28.80 Crore*

   (* In addition to the current year's CSR obligations, the Company had unspent amount pertaining to FY21 of ₹7.64 Crore and ₹0.23 Crore of CSR Projects completed prior to FY21.)

8. a. **CSR amount spent or unspent for the Financial Year:**

Total amount spent for the Financial Year (₹ in Crore)	Amount Unspent (₹ in Crore)				
	Total Amount transferred to unspent CSR account as per Section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)		
	Amount (₹ in Crore)	Date of transfer	Name of the Fund	Amount (₹ in Crore)	Date of transfer
19.66*	16.91**	April 25, 2022	Nil		

* Including ₹7.33 Crore spent during the Financial Year, out of unspent amount pertaining to Ongoing Projects of FY21.
** Including ₹0.64 Crore surplus arising at implementing agency level from temporary investment of the funds in FY22 and excluding ₹7.33 Crore spent during FY22, out of unspent amount pertaining to Ongoing Projects of FY21.

   b. **Details of CSR amount spent against Ongoing Projects for the Financial Year:**

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sr. No	Name of the Project	Item from the list of Activities in Schedule VII to the Act	Local area (Yes/ No)	Location of the project		Project duration*	Amount allocated for the Project (₹ in Crore)	Amount spent in the current Financial Year (₹ in Crore)	Amount transferred to Unspent CSR Account for the Project as per Section 135(6) (₹ in Crore)	Mode of Implementation -Direct (Yes/ No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration number
1.	REACH - Paediatric Health-care Programme	Community Healthcare, Sanitation & Hygiene (Promoting healthcare including preventive healthcare)	Yes	Various districts in the State of Gujarat viz. Surat, Bharuch, Mahisagar, Mehsana, Kheda, Gandhinagar, Dang, Jambusar, Patan, Banaskantha		3 years	22.82 (including unspent of ₹5.14 Crore of FY21)	8.27 (including ₹4.58 Crore of FY21)	14.29 (Including ₹0.30 Crore surplus arising at implementing agency level from temporary investment of the funds for FY22 and excluding ₹0.56 Crore lying unspent pertaining to FY21)	No	UNM Foundation (Section 8 company)	CSR00004202
2.	Pratiti - Public Park Development (Ahmedabad – Phase II)	Social Care & Concern (ensuring environmental sustainability, ecological balance and protection of flora and fauna)	Yes	Ahmedabad district in the State of Gujarat		3 years	7.47 (including unspent of ₹2.47 Crore of FY21)	6.80 (including ₹2.48 Crore of FY21)	1.01 (Including 0.34 surplus arising at implementing agency level from temporary investment of the funds for FY22)	No	UNM Foundation (Section 8 company)	CSR00004202
3.	Pratiti - Public Park Development and Maintenance (Surat)	Social Care & Concern (ensuring environmental sustainability, ecological balance and protection of flora and fauna)	Yes	Surat district in the State of Gujarat		3 years	1.75	0.88	0.87	No	UNM Foundation (Section 8 company)	CSR00004202
4.	Shiksha Setu (Quality Education Programme in Rural and Urban Slum Area) (Phase II + III)	Education and Knowledge Enhancement (Promoting education)	Yes	Ahmedabad, Surat, Banaskantha and Mehsana in the State of Gujarat		3 years	1.78 (including unspent of ₹0.03 Crore of FY21 & ₹0.23 Crore transferred from other CSR Projects completed prior to FY21)	1.04 (including ₹0.03 Crore of FY21 & ₹0.23 Crore transferred from other CSR Projects completed prior to FY21)	0.74	No	UNM Foundation (Section 8 company)	CSR00004202

* Excluding year of commencement.

   c. **Details of CSR amount spent against other than Ongoing Projects for the Financial Year:**

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sr. No	Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/No)	Location of the project		Amount spent for the project (₹ in Crore)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration number
1.	Pratiti - Public Park Maintenance	Social Care & Concern (ensuring environmental sustainability, ecological balance and protection of flora and fauna)	Yes	Ahmadabad district in the State of Gujarat		2.55	No	UNM Foundation (Section 8 company)	CSR00004202
2.	Shardashish School (for urban slum children)	Education and Knowledge Enhancement (promoting education)	Yes	Ahmedabad district in the State of Gujarat		0.12	No	Amdavad Vidyut Kelavani Samaj Trust	CSR00007076
	Total					**2.67**			

Board's Report (Contd.)

d. **Amount spent in Administrative Overheads:** Nil

e. **Amount spent on Impact Assessment, if applicable:** Not Applicable

f. **Total amount spent for the Financial Year (8b+8c+8d+8e):** ₹19.66 Crore

g. **Excess amount for set off, if any:** Nil

Sr. No.	Particular	Amount (₹ in Crore)
(i)	Two percent of average net profit of the Company as per section 135(5)	28.60
(ii)	Total amount spent for the Financial Year	19.66
(iii)	Excess amount spent for the Financial year [(ii)-(i)]	Nil
(iv)	Surplus arising out of the CSR Projects or Programmes or Activities of the previous Financial Years, if any	0.20
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	Nil

9. a. **Details of Unspent CSR amount for the preceding three Financial Years:**

(1)	(2)	(3)	(4)	(5)			(6)
Sr. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under Section 135 (6) (₹ in Crore)	Amount spent in the reporting Financial Year (₹ in Crore)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding Financial Years (₹ in Crore)
				Name of the Fund	Amount (₹ in Crore)	Date of transfer	
1.	2020-21	6.06	5.50	---	Nil	---	0.56

b. **Details of CSR amount spent in the Financial Year for Ongoing Projects of the preceding Financial Year(s):**

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sr. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (₹ in Crore)	Amount spent on the project in the reporting Financial Year (₹ in Crore)	Cumulative Amount spent at the end of reporting Financial Year (₹ in Crore)	Status of the Project - Completed / Ongoing
1.	FY31.03.2021_1	REACH - Paediatric Healthcare Programme	2020-21	3 years*	41.89	8.27 (including ₹4.58 Crore of FY21)	27.04	Ongoing
2.	FY31.03.2021_2	Pratiti - Public Park Development (Ahmedabad -Phase II)	2020-21	3 years*	5.00	6.80** (including ₹2.48 Crore of FY21)	8.16	Ongoing
3.	FY31.03.2021_3	Shiksha Setu (Quality Education Programme in Rural and Urban Slum Area) (Phase II)	2020-21	3 years*	0.26	0.26**	0.26	Ongoing

* Excluding year of commencement.

** Out of the funds lying with the implementing agency prior to FY22.

10. **In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the Financial Year (asset-wise details):**

Date of creation or acquisition of the capital asset(s)	Amount of CSR spent for creation or acquisition of CSR assets (₹ in Crore)	Details of the entity or public authority or beneficiary under whose name such capital assets is registered, their address etc.	Details of the capital assets created or acquired (including complete address and location of the capital asset)
April 01, 2021	0.23	UNM Foundation "Samanvay", 600 Tapovan, Ambawadi, Ahmedabad-380015	Part of expenditure for construction of Hospital building of REACH Project. Block No. 135/ K, PO / Gram Panchayat: Dhornpardi - 394 150, Taluka: Kamrej, District: Surat (Gujarat). Total area of the Asset / Property: 20,372 square meter.

11. **Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5):** Not Applicable

For and on behalf of the Board of Directors

Samir Barua
Director
DIN: 00211077

Ahmedabad
May 10, 2022

Usha Sangwan
Chairperson CSR Committee
DIN: 02609263

Hoshairpur
May 10, 2022

Board's Report (Contd.)

Annexure D

Form AOC-2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of Contracts / Arrangements entered in to by the Company with Related Parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

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

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

2. Details of material contracts or arrangement or transactions at arm's length basis

Sr. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts/ arrangements/ transactions including value, if any	Date(s) of approval by the Board and Audit Committee, if any	Amount paid as advances, if any	Date on which shareholders resolution was passed in general Meeting u/s 188(1)
	(a)	(b)	(c)	(d)	(e)	(f)	(g)
				Nil			

For and on behalf of the Board of Directors

Ahmedabad
May 10, 2022

Samir Mehta
Chairperson
DIN: 00061903

Annexure E

Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for FY22 and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer and Company Secretary during FY22 are as under:

Sr. No.	Name	Designation	Ratio of Remuneration of Director to Median Remuneration of employees	% Increase in Remuneration in FY22
			(Sub-clause (i) of Rule 5(1))	(Sub-clause (ii) of Rule 5(1))
1.	Sudhir Mehta	Chairman Emeritus	0.00	-100.00
2.	Samir Mehta	Chairperson	216.56	0.00
3.	Pankaj Patel	Independent Director	7.80	28.57
4.	Samir Barua	Independent Director	11.59	17.58
5.	Keki Mistry	Independent Director	8.88	24.24
6.	Bhavna Doshi	Independent Director	6.28	-36.26@
7.	Dharmishta Raval	Independent Director	6.82	-17.11@
8.	Sunaina Tomar, IAS	Non-Executive Director	1.19	-$
9.	Jinal Mehta	Managing Director	315.25	11.93
10.	Usha Sangwan	Independent Director	6.50	Not Applicable#
11.	Radhika Haribhakti	Independent Director	4.22	Not Applicable*
12.	Mamta Verma, IAS	Non-Executive Director	1.19	Not Applicable*
13.	Lalit Malik	Chief Financial Officer	Not Applicable	Not Applicable^
14.	Rahul Shah	Company Secretary	Not Applicable	9.00

@ Retired as Director w.e.f. September 30, 2021.
$ Resigned w.e.f. June 15, 2021.
# Appointed as Director w.e.f. May 21, 2021.
*Appointed as Director w.e.f. August 07, 2021.
^Appointed as Chief Financial Officer w.e.f. May 01, 2021. Sanjay Dalal was Chief Financial Officer until April 30, 2021 and hence not included in the above table.

2. Sub-clause (iii) of Rule 5(1): The median remuneration of the employees excluding employees covered under wage settlement and employees who were not eligible for appraisal / increment in FY22 across all grades increased by 8.64%.

3. Sub-clause (iv) of Rule 5(1): The number of permanent employees on the roll of Company as on March 31, 2022 was 7,603.

4. Sub-clause (viii) of Rule 5(1): The average percentage increase made in the remuneration:

   - of employees (excluding Directors, Managerial Personnel, employees covered under wage settlement and employees who were not eligible for appraisal / increment across all grades) in FY22 is 9.00%;
   - of managerial personnel is 6.74%.

5. Sub-clause (xii) of Rule 5(1): It is hereby affirmed that the remuneration paid is as per the Remuneration policy of the Company.

6. Rules 5(2) and 5(3): The information required under Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, forms part of the Integrated Annual Report. Having reference to the provisions of Section 134 and Section 136 of the Companies Act, 2013, the Reports and Accounts are being sent to the Members excluding such information. However, the said information is available for inspection by the Members at the Registered Office of the Company during its working hours up to the date of ensuing Annual General Meeting. Further, any Member interested in obtaining such information may obtain it by writing to the Company Secretary at cs@torrentpower.com.

For and on behalf of the Board of Directors

Ahmedabad
May 10, 2022

Samir Mehta
Chairperson
DIN: 00061903

Board's Report (Contd.)

Annexure F

Conservation of Energy, Technology Absorption, Foreign Exchange Earning and Outgo

A. CONSERVATION OF ENERGY

The steps taken or impact on conservation of energy:

A. SUGEN and UNOSUGEN Power Plants:

- Energy conservation initiatives, with ongoing pay back, implemented have resulted in annual energy savings to the tune of 70,14,000 kWh in FY22.
- SUGEN and UNOSUGEN power plants continue to be one of the most efficient power generating stations in the Country and have improved the performance targets under Perform, Achieve and Trade (PAT) scheme III of the Bureau of Energy Efficiency (BEE) and completed Measurement and Verification audit by BEE approved agency M/s TUV and recommended for Energy Saving Certificates and helping the national mission of emissions reduction.
- New projects implemented for Rainwater harvesting for FY22 have resulted in additional savings of 2,190 m^3. Existing Rainwater collection systems have rainwater collection potential to the tune of ~13%.
- Replaced window AC with 5 star rated AC units, Conventional HPMV lights with LED lights and installed VFD for raw water supply pump.

B. DGEN Power Plant:

- Energy conservation measures have resulted in annual energy savings to the tune of 28,28,566 kWh.
- DGEN power plant continues to be one of the most efficient power generating stations in the Country and have improved the performance targets under Perform, Achieve and Trade (PAT) scheme III of the Bureau of Energy Efficiency (BEE) and completed Measurement and Verification audit by BEE approved agency M/s TUV and recommended for Energy Saving Certificates and helping the national mission of emissions reduction.
- Rain water harvesting for FY22 was~50,000 m^3. Existing Rainwater collection systems have rainwater collection potential to the tune of ~20%.
- Operation optimization and replacement of conventional light fittings with LED in FY22 will lead to energy conservations of approx. 1 lakh kWh annually.

C. AMGEN Power Plant:

- Computational Flow Dynamics (CFD) and Cold Air Velocity Test (CAVT) based rectification carried out in boiler second pass and flue gas ducting at D Unit.
- Replacement of old conventional lights with energy efficient LED lamps at MCC rooms, CHP area, stores & training center.

D. AHMEDABAD, SURAT, DAHEJ, DHOLERA, BHIWANDI, AGRA AND SHIL-MUMBRA-KALWA Distribution Units:

- Replacement of High energy consuming conventional light fittings (HPSV/HPMV/Fluorescent tubelights) with energy efficient LED light fittings at old office and EHV sub-stations at Ahmedabad office, Surat and Dahej distribution unit and sub-stations at Bhiwandi and SMK.
- Monitoring of network loading and carrying out outage analysis to design improvement schemes to reduce technical losses and enhanced reliability by laying of new feeders, bifurcation/upgradation of existing feeders and augmentation of Distribution transformers at Ahmedabad distribution.
- Carrying out Automation in Distribution network by using Automated switchgears to facilitate remote operations of the feeders which reduces transportation requirement and saving fuel at Ahmedabad distribution.
- All new buildings are provided green cover to reduce impact of direct sun light and are equipped with double glazed widows to reduce external heat load on air conditioning system and energy consumption in air conditioning system, and thereby reducing energy consumption. Sensor-based lighting system installed in offices at new Power Supply Centers and design of new buildings is done to facilitate maximum use of natural lights to reduce energy consumption at Ahmedabad office.
- Installation of APFCs to improve PF at LT side of DTCs at Bhiwandi, Surat and Dahej distribution units.
- Establishment of additional Distribution sub-stations / Augmentation of distribution / power transformers to optimize EHV-HV-LV networks and procurement of energy efficient distribution transformers having lower losses and thereby reducing technical losses at Surat and Dahej distribution unit and establishment of Distribution sub-stations nearer to load centers to reduce LV cable network length and thereby reducing technical losses and procurement of star rated energy efficient distribution transformers at Ahmedabad distribution.
- Energy conservation campaign for awareness of consumers through leaflets, energy bills, display, booklet at the Company's customer care centers and through customer meet and Booklet "VIJ DARPAN" for HT & LTMD Customer.
- Replacement of old / high energy consuming Air conditioners with star rated energy efficient Air conditioners with eco-friendly refrigerant and distribution transformers at Ahmedabad office, Surat and Dahej distribution unit.
- Commissioned / Bifurcation of EHV/HV/LV feeders to reduce technical losses at Surat and Dahej distribution.
- Commissioning of additional 66 kV cable connectivity from Pune to AK Road (K) Substation and from Bhatar to Kailash Nagar (H) Substation to reduce technical loss and enhance reliability at Surat and Dahej distribution.
- Introduction of energy conservation initiatives in upcoming PSC buildings.
  - Provision as per IGBC requirements.
  - Installation of energy meters at strategic locations for monitoring of energy consumption.
  - Use of energy efficient HVAC, air conditioning system, pumps, luminaries and fans.
  - Use of occupancy sensors for lighting at Surat and Dahej distribution.
- Automation of 4 Nos. of 22/11 kV sub-stations and two numbers of 22 kV switching stations in FY22 in SMK. In Bhiwandi three switching stations were automated.
- In Bhiwandi and SMK 60 Kms and 34 Kms of 400 sq.mm 22 kV cable was laid respectively in FY22.
- Automation of 2 Nos. of 33/11 kV sub-station. A way ahead for improving reliability at Agra distribution unit.
- 5 MVA EV charging facility is energized for UPSRTC for City transportation system at Agra distribution unit.
- Laid 630 sq mm cable in 33 kV (8.11 KM in FY22) and 240 sq mm cable in 11 kV (128.53 KM in FY22) at Agra distribution unit.

E. RENEWABLE SITE:

- Energy conservation initiatives implemented have resulted in annual energy savings to the tune of 36,500 kWh in FY22.
- Azimuth Sensors were installed and software upgradation have been done in Wind turbines to improve power curve performance and generation.
- Wind Turbine Blades are cleaned at Dayapar Site to improve generation.
- Module cleaning cycle has been optimized to improve generation and reduce soiling loss.
- All lesser performing modules have been reshuffled to one location/string to improve generation. This has been done based on analysis of inverter and string generation data.
- At Solar plants, proactively string issues were identified and rectified to avoid fault/outage and also hotspot and lower performing modules were identified and replaced to improve generation.

The steps taken by the Company for utilising alternate sources of energy:

A. SUGEN, UNOSUGEN & DGEN Power Plants:

- 50 kW solar roof top installed on the common buildings at Shardashish township at SUGEN power plant generated 60,922 kWh in FY22.
- 6.30 kW floating solar installed inside water reservoir at SUGEN power plant generated 6,271 kWh in FY22.
- 42.70 kW solar roof top installed on office administration building at SUGEN power plant generated 57,169 kWh in FY22.
- Solar power to the tune of 11,703 kWh generated and utilized at the Meghdhanush housing colony at DGEN power plant.

Board's Report (Contd.)

B. AHMEDABAD, SURAT, DAHEJ, DHOLERA, BHIWANDI, AGRA and SHIL-MUMBRA-KALWA Distribution Units:

- Facilitating and promoting installation of solar roof top at customer premises in line with Solar Rooftop Policy of Government at Ahmedabad distribution.
- Till date Ahmedabad distribution unit has facilitated installation of about 250 MW of solar power across numerous residential, commercial, industrial premises and HT customers and Total units generated through such solar rooftops are about 480 MUs till date at Ahmedabad distribution.
- Surat distribution unit facilitated installation of 4,095 nos. of solar rooftop aggregating 23.20 MW during FY22 (Since inception of rooftop policy till March 31, 2022, 10,717 nos. of solar rooftop Projects with 55.34 MW for residential and non-residential).
- In Surat Distribution 273 kW solar rooftop installed on various EHV buildings in FY22. Total installed capacity is 408 kW which covers all the EHV substations premises & Central Warehouse. Total 0.22 MUs generated in FY22.
- Bhiwandi distribution unit facilitated installation of 140 solar rooftop Projects aggregating 5.4 MW in FY22.
- Agra unit facilitated installation of 262 nos. of solar rooftop Projects aggregating 1.70 MW during FY22 (since inception of rooftop policy till March 31, 2022, 785 nos. solar rooftop with 9.15 MW for residential and non-residential).

C. RENEWABLE SITE:

- RE Sites generates energy using wind and solar resources which are already renewable source.

The capital investment on energy conservation equipment:

A. SUGEN and DGEN Power Plants:

a. ₹14,40,000 spent on VFD of Unosugen Raw Water Distribution Pump at SUGEN power plant.

b. ₹1,66,300 spent on LED Lighting at SUGEN power plant.

c. ₹2,87,372 spent on Energy Efficient window AC units for sampling containers at SUGEN power plant.

B. AHMEDABAD, SURAT and AGRA Distribution Units:

- ₹4.86 Crore spent for energy efficient 2 stage Air conditioning system, energy efficient and sensor-based lighting in newly constructed Power Supply centers at Ahmedabad distribution.
- ₹2.95 Crore spent on Vermiculite Terrace Insulation and Vertical Garden System at Ahmedabad distribution.
- ₹0.12 Crore incurred on Waterless Urinal at Ahmedabad distribution.
- ₹0.07 Crore spent on LED Lighting conversion at Surat distribution unit.
- ₹0.11 Crore spent on AC replacement at Surat distribution unit.
- ₹0.005 Crore incurred on account of DSM expenses at Surat distribution unit.
- ₹1.22 Crore incurred on account of installation of various APFC panel at Surat & Dahej Distribution Unit.
- ₹4.14 Crore were spent on conversion of HV overhead lines to underground cables at Bhiwandi Distribution Unit.
- ₹0.31 Crore were spent on Automation in Bhiwandi Distribution Unit.
- ₹26.52 Crore spent on conversion of HT (33 and 11 KV) overhead network into underground network at Agra distribution unit.
- ₹10.09 Crore spent on Automation of 33/11 KV sub-stations at Agra distribution unit.
- ₹14.68 Crore spent on conversion of LT overhead network into underground network at Agra distribution unit.

C. RENEWABLE SITE (SOLAR CHARANKA):

- RE Sites generates energy using wind and solar resources which are already renewable source. Significant capital investment is not required for conservation of energy as RE sites consume very less energy and energy consumption is optimized across the site.

B. TECHNOLOGY ABSORPTION

i) The efforts made towards technology absorption:

A. SUGEN AND UNOSUGEN Power Plants:

- Following systems are upgraded to latest version with cyber security compliance as well as phasing out technological obsolesce:

  a. Sugen Unit 10, 20, 30 and common systems Distribution Control system and SFC – SEE controls upgraded from TXP 2000 to T3000

  b. Unosugen DCS T3000 for Multiunit configuration

  c. Sugen Islanding Scheme Server Windows-7 to Windows-10

  d. Unosugen Gas Turbine GC

  e. SLDC/RLDC communication RTU (Remote Trunking Units) from serial to mod bus communication

  f. Sugen and Unosugen Switchyard SCADA system with hardware optimization

  g. Sugen and Unosugen Switchyard Protection Relays software from DIGSI 4.82 to 4.93

  h. Sugen and Unosugen Water Treatment Plans Software WIN CC with hardware upgradation

  i. Sugen and Unosugen Asset Management System – BFS to Web based BFS version

- Sugen and Unosugen installation of 32 Nos. additional CCTV for safety and security surveillance undertaken for O&M area with additional CCTV Monitors at CCR and Fire Station for O&M Area safety surveillance.
- Rainwater Collection projects implemented for Transformer yard area and Green Island sump area.
- On-Line display of Plant Environmental Monitoring data provided at Main Gate Swagat.
- Any Place, Any Time – Safety Corrective Action Report (SCAR) application developed and implemented to report safety observations on web link from desktop / mobile.

B. GENSU Solar Plant:

- Solar module Voc checking carried out for entire plant has resulted in identifying 44 nos. of poor performing solar modules having defects of Dry Soldering / Diode Open issue. All 44 nos. defective modules repaired by our inhouse team. Required material received from M/S Canadian Solar under module warranty.
- RCFA done for IGBT Stack failure of Tmeic 1MW Central Inverter. Action taken on major two observations as outcome of RCFA. 1). Full cleaning of all 60 nos Inverters IGBT Stack by removing from inverter. 2). Gate drive PCB cleaning and applied Insulated coating Spray on PCB. Both activities Completed before winter season Oct-2021 and no failure observed thereafter.
- Demonstration of Module cleaning using robotic machine done at Gensu site to save water and reduce cost for module washing. Further analysis regarding purchase of robotic machine is in progress.

C. DGEN Power Plant:

- Existing connection of plant air to N2 interconnection changed from compressed air receiver tank to outlet of ACF tank, to avoid oil carry over towards plant side and EDG underground diesel storage tank selection to utilize standby tank stagnant diesel.
- DM Plant SOV junction boxes modified by installing Namur type SOV. Also PVC tubing replaced with copper tubing. This led to reduction in air leakages and ultimately reduction in compressor power consumption and also arrangement prepared for ease of lube oil top up in MOT from oil drum adding with a Pressure transmitter provided in DC Emergency Lube oil line for monitoring.
- Inhouse fabrication of Solar heater for regeneration of silica gel to reduce electricity consumption and also Exciter compartment temperature and pressure measurement instruments installed in all three units for identification of proper cooling of excitation slip rings.
- Implementation of auto re-closure function for DGEN-Navsari Lines and redundant communication based on GPRS connectivity is established between DGEN & PLL.

D. AMGEN Power Plant:

- Old and obsolete Coal conveyor belt weigher replaced with latest electronics units – 12 nos.
- Old and obsolete electronic drum level state indicators replaced in D station.
- Station Service Switchgear MCC and Turbine valve MCC panels replaced with latest IEC-61439 standard at D unit for safety.
- Old and obsolete 24 V DCS Charger Panel-1 & 2 has been replaced at D station.

Board's Report (Contd.)

E. AHMEDABAD, SURAT, DAHEJ, DHOLERA, BHIWANDI, AGRA AND SHIL-MUMBRA-KALWA Distribution Units:

- Fuse type distribution pillars introduced in LV network for quick restoration of supply in breakdown, to enhance safety and to reduce affected customers during faults at Ahmedabad distribution unit.
- Developed e-portal and mobile based application for all customer services to promote digitization and provide faster services to the customers at Ahmedabad distribution unit.
- Adoption of Field Force Mobile Application for most of the field activities such as Complaint Management, meter reading, asset survey etc at Ahmedabad distribution unit.
- Implementation of metering panel for high rise buildings to reduce space requirement of meters, enhance safety and improve aesthetics of power installations at customer premises at Ahmedabad distribution unit.
- Introducing Thermoplastic fuse base instead of Porcelain fuse base in distribution Network Assets to enhance reliability and safety at Ahmedabad distribution unit.
- 220kV, 120MVAr Variable Shunt Reactor (VSR) installed at Ring Road (CGIS) Substation – First in India to adopt VSR technology for compensation of reactive power and also implemented AMI Pilot project based on Nb-IOT technology with Reliance JIO Things for 40 nos. of energy meters at Surat and Dahej distribution.
- Replacement of 66 kV manual isolator with motorized isolators for remote operation at Vasta Devdi (B) SS and also replaced all conventional RMU with DA enabled RMU at Dahej distribution and drive continued for Surat and Dahej distribution.
- Renovation of Delhi Gate (A) Station Plug Point & new exclusive LEC Center with latest facilities (kiosk, Queue Management system, dialogue monitoring system, etc.) to enhance the customer experience, Centralized Call centers operations and implemented new Energy Bill design with option to select vernacular language at Surat and Dahej distribution.
- Introduction of Hermetically sealed Natural Ester oil filled DTs, Ultra compact substation, MSP with FSDs, Nut-less bus-bars for LT assets, metering panel for high rise building increase use of latest technology Thermography cameras for LT assets monitoring, Implementation of FRP trench cover instead of precast RCC cover in DSS and also implementation of mobile based field force application (FFA) – LV CBM, Tool audit, Warehouse, Unsafe asset reporting, Robotic technology introduced for underground water tank cleaning at Surat and Dahej distribution.
- Document Storage building operationalized at Puna station – All customer's documents are Barcoded, Indexed, packaged and placed in Document Storage Building and adoption of state of the art technology in upcoming PSC Buildings at Surat and Dahej distribution.
- Implementation of SMC box in place of OTTP / OTDP to enhanced safety at as distribution points, implementation of HDPE muff in place of RCC muff for ease of operation and reduce wastage and also implementation of SAP & FFA (for meter reading) at Shil- Mumbra-Kalwa and Bhiwandi Distribution units.
- Installation and extension of SCADA and addition of automated RMUs at 22 kV and 11 kV feeders in Bhiwandi and SMK distribution units and introduced intimation to inform consumers through SMS for power failure / shutdown before 10 mins with the reason and the tentative restoration time at Bhiwandi and SMK distribution units.
- Fuse type MSP introduced for faster fault restoration and to enhance safety at SMK distribution units. It will be helpful in fault grading and local isolation.

F. RENEWABLE SITES (SOLAR CHARANKA, LALPUR, MAHIDAD, JAMANWADA, NAKHATRANA and MAHUVA):

- Fire ball installation has been done in Suzlon Wind turbines at to minimize fire risk.
- Installed meters to improve accuracy of scheduling & forecasting of power at renewable sites.
- Improvements such as replacement of connector, using insulated connector are done in 33 KV internal transmission to improve reliability, stability and to improve generation at Wind sites.
- Design improvement have been done in USS equipment to improve reliability and availability.
- Identified low performing modules by thermal imaging (100% module thermography through drone) and shuffled underperforming modules at single location/string which has resulted in improvement generation at Solar sites.
- Various modification drainage sleeve, Power cabinet Hygrostat wiring, blade skirt sealing and PCB coating were done to improve reliability and availability of WTGs at Lalpur and Mahidad site.
- Shielded sensors have been used in the Wind Turbine to improve availability during lightning at Zalki and Gudadanal.
- Remote monitoring of Renewable portfolio is being established to improve availability and generation.

ii) The benefits derived:

A. GENERATION & RENEWABLE SITES:

- Cost reduction.
- Improved availability & efficiency, reliability and safety.
- Easy and safe maitainance.

B. DISTRIBUTION :

- Better availability, reliability and safety.
- Energy conservation and reduction in carbon footprint.
- Improved power availability and safety.
- Reduced power interruptions and faster restoration after breakdown.
- Faster customer services and enhanced customer satisfaction.
- Reduced Technical and Commercial losses.
- Future ready network to cater normal load growth.
- Creating awareness amongst customers for safety and energy conservation.
- Reduced power interruptions & enhanced customer satisfaction.
- Reduction in energy losses and theft.
- Increase in evacuation capacity utilizing same corridor.
- Creating awareness on safety with respect to network assets.
- Ease & Safe maintenance.

iii) In case of imported technology (imported during the last three years reckoned from the beginning of the Financial Year):

I. The details of technology imported;

a. T3000 Plant DCS Systems alongwith SFC & SEE controls, Asset Management software Web BFS with cyber security compliance for SUGEN Mega Power Project.

b. Meter Testing Bench- Three phase (ZERA Germany make, 10 position with reference meter accuracy class 0.02)

c. Old and obsolete SCADA Infrastructure upgraded which includes replacement of Servers, Storage, Backup System, UI (Desktops) Network Switches (Layer-3), Operating Systems and SCADA application Software to meet technology enhancements and cyber security requirements.

II. The year of import: a. & c. in FY22, b. in FY20

III. Whether the technology been fully absorbed: Yes

IV. If not fully absorbed, areas where absorption has not taken place, and the reasons thereof: Not Applicable.

iv) The expenditure incurred on Research and Development: No expenditure has been incurred on R&D.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Description	₹ in Crore
Foreign Exchange Earned (Actual Inflow)	-
Foreign Exchange Used (Actual Outflow)	1264.47

For and on behalf of the Board of Directors

Samir Mehta
Chairperson
DIN: 00061903

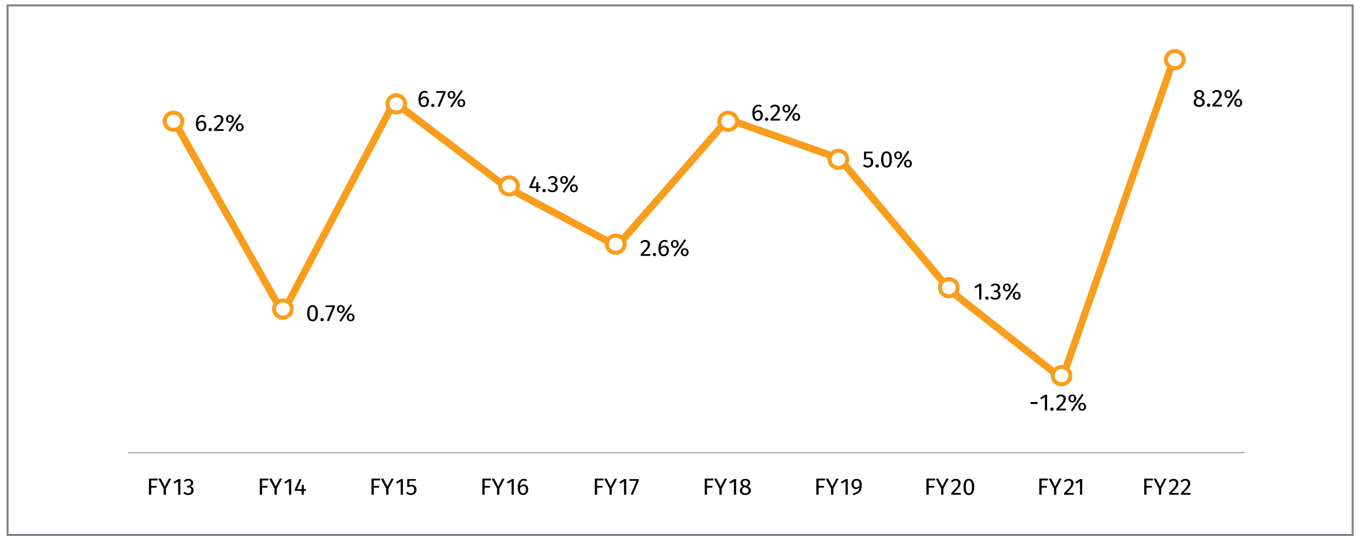
Ahmedabad
May 10, 2022

Management Discussion and Analysis

POWER SECTOR

Power sector during FY22 witnessed strong growth in demand of around 8.18%, highest in a decade, against decline of 1.18% in the previous year, signifying the economic recovery post COVID-19. The power demand picked up in June'21 and reached all-time high during July-August'21. A new high of met peak demand was recorded on April 29, 2022 at 207 GW on the back of early rise in temperature. However, coal supply constraints and high fuel prices (coal and gas) failed to adequately satisfy the growing demand resulting in peak power shortage of 10.8 GW i.e. approx. 5% of total demand in April'22.

Electricity demand growth (in %)



Fuel prices further rose due to ongoing Russia-Ukraine conflict & resultant sanctions against Russia by US & other western countries. Imported coal prices remained at nearly 150% premium over notified prices, while prices at CIL's (Coal India Limited) e-auction also touched a new ceiling. Similarly, LNG prices in international markets remained highly volatile; the WIM (West India Marker) averaged ~ $ 30.85 per mmbtu in Q4 FY22, compared to ~ $ 8.57 per mmbtu in Q4 previous year.

The resultant effect of demand outpacing supply was seen on power sold on exchanges where the power traded at its capped limit of ₹20/unit during March'22. Considering the profiteering by the generators, timely intervention was undertaken by the Union of India (UoI) through the regulators to revise ceiling at ₹12/unit in Day Ahead Market (DAM) of power exchange from April 2, 2022. On May 6, 2022 the price cap was made applicable to all market segments as many generators moved from DAM to other markets like TAM (Term Ahead Market) post imposition of ceiling in DAM.

Amongst this crisis, the Government remains focused on Climate Change Management. India made a commitment towards climate change at United Nations Climate Change Conference (COP26)-Glasgow to achieve "net zero" by 2070 backed by increasing the non-fossil power capacity to 500 GW by 2030 and thereby aiming to meet 50% of energy requirement from renewable sources. Similarly, countries across the world are giving primacy to Renewable Energy and thus, renewable energy has become a hope for the world to preserve the pristine environment and resources for the future generations.

India is leading on this front and has already reached a milestone of 150+ GW total installed renewable capacity in FY22. The renewable capacity addition increased by 15.5 GW [Solar - 14 GW and Wind - 1 GW] during FY22 against 7.4 GW [Solar - 5.5 GW and Wind - 1.6 GW] during the previous year as the sector revived post Covid. The solar capacity addition was infact moderate in view of module prices aggravated by hike in GST rate for solar power equipment along with supply chain issues. On the other hand, the wind segment continues to witness subdued capacity addition owing to execution headwinds, financing challenges for few developers and weak financial profile of some of the Original Equipment Manufacturers (OEMs) leading to supply side constraints. Slow renewable capacity addition and consistent growth in power demand have continued our dependence on coal-based generation leading to improved thermal Plant Load Factor (PLF) of 59% in FY22 against 53% in PY.

As more investments flow towards solar generation capacity, the thrust on domestic manufacturing capabilities is increasing. To facilitate domestic manufacturing and to back the ambitious target, Government of India (GoI) increased the outlay for Production Linked Incentive Scheme - 'National Programme on High Efficiency Solar PV Modules' (PLI Scheme) to ₹19,500 Crore.

The following are key initiatives of the GoI for promoting green energy: (i) Extension of waiver of Inter-State Transmission Charges on transmission of the electricity generated from Solar and Wind Sources; (ii) Flexibility in Generation and Scheduling of Thermal/Hydro Power Stations through bundling with Renewable Energy and Storage Power; (iii) Setting up of Regional Energy Management Centres (REMCs) for accurate forecasting of renewable power and assisting grid operators to manage variability and intermittency of renewable power; (iv) Introduction of Green Day Ahead Market (GDAM) for trading of renewable power on a day-ahead basis to promote renewable sources of energy and to support integration of green energy in a most efficient, competitive and transparent manner.

It goes without saying that the growth of the power sector is contingent on the development of a robust power transmission network. Over the past decades, India witnessed commendable growth in power transmission sector. But increased investment in transmission sector is required to reshape the grid for future requirements and to facilitate evacuation of increasing renewable power. Gauging the need of the sector, GoI approved ₹12,000 Crore for second phase of Green Energy Corridor involving laying of 10,750 circuit kilometres (ckm) of transmission lines by 2026 to facilitate grid integration and power evacuation of around 20 GW of renewable power projects.

The Government is also trying to address the issues of ailing power distribution sector. Revamped Distribution Sector Reform Scheme is the latest of many central government schemes, with total outlay of 3.03 lakh crore targeting to bring Aggregate Technical and Commercial (AT&C) losses to 12% from current national average of 22%; and to eliminate the gap between the cost of supply and average revenue realised by discoms. The scheme is linked to improved operational performance by discoms with the release of funds being contingent on achievement of reduction in losses and installation of modern infrastructure, including smart meters. In order to ensure viability of power sector, GoI has also notified scheme for automatic pass through of fuel cost in tariff.

The government has been promoting privatisation of distribution starting with Union Territories (UTs) to bring in greater efficiencies. GoI vide recent budget announced the delicensing of electricity distribution and proposed to allow distribution companies to have non-discriminatory access to the distribution system of any area. The delicensing of distribution is expected to bring competition and enable retail customers to choose the distributor. A Public-Private Partnership (PPP) model can be especially useful in loss-making areas, where commercial operation might not be feasible without government support.

In FY23, India is expected to grow at 8-9% as per Economic Survey projections which will continue to drive electricity demand. The pandemic and the Russia-Ukraine conflict underlined the need for energy security and to harness the power of technologies such as energy storage, hybrid and electric vehicles, green hydrogen, etc. Thus, the sector is set to witness a significant change in coming times which will redefine the industry outlook.

BUSINESS MODEL

The Company is an integrated power utility engaged in the businesses of electricity generation, transmission and distribution with operations spread across the states of Gujarat, Maharashtra, Rajasthan, Madhya Pradesh, Uttar Pradesh, Karnataka and UT of Dadra & Nagar Haveli and Daman & Diu.

1. GENERATION

The Company has total generation capacity of 4,675 MW spread across thermal and renewable generating assets (including capacity in pipeline of 565 MW).

A. 3,092 MW Thermal Generation

i. 362 MW Coal-fired Thermal Generation

The 362 MW AMGEN Power Plant at Ahmedabad in Gujarat is an embedded generation unit for the licensed distribution area of Ahmedabad. It is regulated by Gujarat Electricity Regulatory Commission (GERC) which allows cost plus post-tax Return on Equity (RoE) of 14% as part of the regulated tariff.

ii. 2,730 MW Gas-fired Thermal Generation

The Company has three gas-based plants namely 1,147.5 MW SUGEN Mega Power Plant, 382.5 MW UNOSUGEN Power Plant and 1,200 MW DGEN Mega Power Plant which are built with highly efficient power generation technologies. SUGEN and UNOSUGEN are regulated by Central Electricity Regulatory Commission (CERC) which allows cost plus post-tax RoE of 15.5% as part of the regulated tariff structure. 76% of SUGEN and UNOSUGEN capacities are tied up under long term Power Purchase Agreements (PPAs). 1,200 MW DGEN Power Plant is stranded for want of demand.

B. 1,583 MW Renewable Generation

i. 1,018 MW Operational Projects

During the reporting year, the Company expanded its operational renewable portfolio by 231 MW by acquisition of new projects. The total operational renewable generation capacity of 1,018 MW (213 MW Solar and 805 MW Wind) is tied up under long-term PPAs. 491 MW or 48% of operational capacities have attractive preferential feed-in-tariff based PPAs with the Company operated distribution utilities.

Details of renewable assets acquired during the year are as under:

- **156 MW Wind Power Plants**
  4 wind power plants having a total capacity of 156 MW & spread across the states of Gujarat, Rajasthan and Madhya Pradesh were acquired on March 11, 2022. The projects have long-term PPAs with the respective state discoms. Weighted average tariff of the projects is ₹4.68 per kWh with a balance useful life of ~20 years.

- **50 MW Solar Power Plant**
  50 MW solar power plant located in Maharashtra has been acquired on March 25, 2022. The project has a long-term PPA with SECI at a tariff of ₹4.43 per kWh with balance useful life of ~22 years.

- **25 MW Solar Power Plant**
  25 MW solar power plant located in Gujarat has been acquired on February 15, 2022. The Project has a long-term PPA with Gujarat Urja Vikas Nigam Limited (GUVNL) at a tariff of ₹15 per kWh upto December'23 & ₹5 per kWh thereafter. The plant has balance useful life of ~15 years.

ii. 565 MW upcoming Projects

- **100 MW Solar Power Project**
  The Project was won by the Company in an auction conducted by GUVNL in FY21 at a tariff of ₹1.99 per kWh for a period of 25 years. The scheduled commissioning date has been extended till October'22 due to COVID-19. The Project is being implemented by Torrent Solar Power Private Limited, a wholly owned subsidiary of the Company.

- **300 MW Solar Power Project**
  The Company won 150 MW in reverse auction and further 150 MW of capacity was awarded under green-shoe option in auction conducted by distribution arm of the Company in FY21 to service Renewable Purchase Obligations (RPO) at a tariff of ₹2.22 per kWh for a period of 25 years. The scheduled commissioning date has been extended till February'23 and April'23 for each project of 150 MW in view of force majeure situation arising on account of non-availability of transmission. The project is being implemented by Torrent Saurya Urja 2 Private Limited, a wholly owned subsidiary of the Company.

- **115 MW Wind Power Project**
  Torrent Solargen Limited, a wholly owned subsidiary of the Company has entered into an agreement with developer and equipment manufacturer for development of 115 MW Wind Power Project won under the SECI V auction held in FY19 at a tariff of ₹2.76 per kWh for a period of 25 years with scheduled commissioning date extended till September'22. Required development permissions and connectivity approval have been received and site execution work is in progress.

- **50 MW Solar Project Plant**
  The Company has entered into a Share Purchase Agreement (SPA) on April 23, 2022 with SkyPower Southeast Asia III Investments Limited and SkyPower Southeast Asia Holdings 2 Limited (the Sellers) for the acquisition of 100% securities of Sunshakti Solar Power Projects Private Limited (the SPV). The SPV operates 50 MW solar power project in the state of Telangana. Long-term PPA for the Project is with Northern Power Distribution Company of Telangana Limited (NPDCTL) for a period of 25 years at a fixed tariff of approx. ₹5.35 per kWh, with remaining useful life of ~20 years. The acquisition is further subject to customary conditions for transaction closure.

2. DISTRIBUTION

In line with the Company's strategy to grow its distribution business, the Company has completed the acquisition of 51% of equity share capital of Dadra and Nagar Haveli and Daman and Diu Power Distribution Corporation Limited. The operations have been taken over with effect from April 1, 2022.

As a distribution licensee of Union Territory of Dadra & Nagar Haveli and Daman & Diu (DNH & DD), the Company is responsible for electricity supply in approx. 603 sq. kms with annual demand of around 9,000 MUs and serving around 1.5 Lakh customers for a term of 25 years. The business is regulated by Joint Electricity Regulatory Commission (JERC) which allows post-tax RoE of 15.5% for wires business and 16% for retail business as part of the regulated tariff.

The Company is also the licensed operator for electricity distribution in the cities of Ahmedabad, Gandhinagar, Surat and Dahej SEZ, aggregating to 425 sq kms of area. It is also developing a state-of-the-art distribution network as a licensee in Dholera Special Investment Region (DSIR) spanning 920 sq kms area. DSIR is part of the prestigious Delhi-Mumbai Industrial Corridor (DMIC) Project and is being developed in phases as a manufacturing hub on the concept of plug-and-play model. DSIR will have infrastructure facilities comparable to any smart industrial city in the world. DSIR represents a long term growth opportunity for the Company. The licensed distribution businesses of the Company in Gujarat are regulated by GERC, which allows cost plus post-tax RoE of 14% as part of a regulated tariff structure.

With the addition of Dadra & Nagar Haveli (including Silvasa) and Daman & Diu, Torrent will distribute nearly 26 billion units to over 4 million customers and cater to a peak demand of over 4,500 MW. This acquisition will significantly strengthen Torrent's position as the leading Power Distribution Company in the country with a presence in 3 States and 1 Union Territory.

The Company operates as a franchisee (of the license holder) for electricity distribution in the cities of Bhiwandi, Agra and Shil-Mumbra-Kalwa (SMK), aggregating to 1,007 sq kms of area. The term of the franchise agreement for Bhiwandi is upto 2027, for Agra is upto 2030 and for SMK is upto 2040, which may be renewed on expiry. The franchised distribution businesses of the Company are governed by the respective Distribution Franchise Agreements executed between the Company and State DISCOMs as the license holders. The main thrust of the Company is to reduce AT&C losses, improve electricity supply and customer services in the franchised areas.

In addition to above, the Company has non-material transmission and electrical cables manufacturing businesses.

OPERATIONAL AND FINANCIAL PERFORMANCE

1. OPERATING PERFORMANCE

The following tables set forth the key operational parameters:

A. Thermal Generation

Particulars	AMGEN#		SUGEN^		UNOSUGEN^		DGEN^	
	FY22	FY21	FY22	FY21	FY22	FY21	FY22	FY21
PAF (%)	92.05	90.43	92.74	96.09	91.22	97.36	100	99.25
PLF (%)	76.88	44.27	44.31	59.89	41.09	57.76	0.10	9.78
Generation (MUs)	2,222	1,266	4,332	5,855	1,339	1,882	10	1,000

 # Coal-based
^ Gas-based

During the year, AMGEN PLF improved substantially to reach nearly pre-Covid levels due to rise in demand and higher take-off by long term beneficiaries. Despite acute coal shortages throughout India, AMGEN managed to get allocated domestic coal as per Fuel Supply Agreement (FSA).

Plant Availability Factor (PAF) was lower at SUGEN and UNOSUGEN gas-based plants due to major overhauls. The same were completed successfully along with system upgrades. The regular major overhauls revitalize the units and improve the performance.

Further, the gas-based operations of the Company were mainly affected in second half of the year due to unprecedented high LNG prices in the international markets leading to a significant decline in PLF levels. The impact continues with ongoing Russia-Ukraine conflict leading to an exorbitant increase in LNG prices. This made the gas-based power unaffordable and forced the buyers to reduce the offtake from these plants.

Tender to procure LNG was issued in August'21 with an intention to procure 34 cargoes spread over 5 year period from CY 22 till CY 26. As prices quoted were on a higher side, it was decided to optimize the procurement and 12 cargoes were tied up. With this tie-up, 25% of annual gas requirement has been tied-up (CY 23 – CY 26); another 25% coming from IOCL and RIL for serving long term PPA. For balance requirement, tenders will be floated at an opportune time.

B. Renewables

Operational Projects*	Solar		Wind	
	FY22	FY21	FY22	FY21
Capacity (MW)	138	138	648.5	648.5
PLF (%)	16.82	17.61	27.12	24.99
Net Generation (MUs)	203	213	1,541	1,420

**New renewable acquisitions have not been considered as the plants were acquired towards the end of financial year.*

Management Discussion and Analysis (Contd.)

Wind PLF in FY22 was higher in comparison to FY21 PLF which was affected by substantial and abnormal drop in wind speed, heavy rain & extended monsoon and un-scheduled outages. Solar PLF was lower mainly due to lower irradiation in FY22.

C. Licensed Distribution

Particulars	Ahmedabad & Gandhinagar		Surat		Dahej	
	FY22	FY21	FY22	FY21	FY22	FY21
Area (sq. km.)	~356	~356	~52	~52	~17	~17
Sales (MUs)	7,684	6,947	3,337	2,604	659	453
Growth (%) over PY	10.60		28.17		45.55	
Distribution Loss (%) – Actual	4.17	6.03	3.38	4.06	0.45	0.49
Distribution Loss (%) – Normative	6.24	6.55	3.54	3.59	0.43	2.00
Consumer Base (lakhs, except Dahej)	20.39	20.06	6.27	6.24	117*	114*
Peak Demand (MW)	1,646	1,578	689	623	93	78

** Represents number of industrial consumers; Dahej licensed area comprises the Dahej SEZ area, which is made up of export oriented manufacturing units.*

Licensed Distribution demand for FY22 reached nearly pre-Covid level of FY20. Maximum recovery was seen in industrial and commercial category consumers. Sales at Dahej increased exponentially and marked growth of ~37% from the pre-Covid level in FY20. The rise was mainly driven by demand from new customers and increased demand from existing commercial and industrial customers on the back of normalisation of manufacturing activities.

Distribution losses at Ahmedabad and Surat licensed distribution operations for FY22 marked significant reduction as compared to FY21 due to higher sales to all segment of consumers. Company was not only able to limit the distribution losses way below normative levels but also managed to record reduction in losses beyond the pre-pandemic level of FY20.

Tariff for FY23 (including true-up for FY21) was determined by GERC vide order dated March 31, 2022 for Ahmedabad and Surat licensed areas. No tariff hike has been allowed for Ahmedabad and Surat. However, the Hon'ble Commission has approved rise in base FPPPA for Ahmedabad from ₹1.82/unit to ₹2.02/unit and for Surat from ₹1.38/unit to ₹1.48/unit. The Company's profits are not directly impacted by the tariff order, as its returns in licensed distribution businesses are determined by 14% post-tax RoE prescribed in the tariff regulations. The tariff order results in creation of cashflow surplus/deficit based on annual costs incurred, which is settled through quarterly Fuel and Power Purchase Price Adjustment (FPPPA) and true-up mechanism in the subsequent years.

The aggregate amount of regulatory gap of past periods approved and expected to be approved by GERC as on March 31, 2022 is ₹1,344 Crore and the same is appropriately accrued in the financial statements. In addition, aggregate amount of regulatory gap of ₹604 Crore is under dispute at various forums (primarily comprising of claims on account of carrying costs) and is not accrued in the financial statements; the same will be accrued in the financial statements of the period in which such disputes are determined by the appropriate statutory authorities in favour of the Company.

During FY22, a detailed Customer Survey was conducted at Ahmedabad, Surat and Dahej operations to measure the stringent Overall customer satisfaction score, Loyalty Score and Net Promoter Score across these cities. Survey covering over 5,000 customers, across geographies, was executed by an independent professional market research agency and included all customer segments. The Customer Satisfaction score of 80%, Loyalty score of 93% and Net Promoter score of 57 are amongst the best globally.

Ahmedabad, Gandhinagar and Surat distribution units have won the British Safety Council's prestigious Sword of Honour award for achieving excellence in the field of health and safety and Globe of Honour award in the field of environmental sustainability. To compete for these international awards, an organization undergoes an exhaustive audit program in health, safety, and environment. The organization must demonstrate, to an independent panel of experts, its excellence in health & safety and environmental management throughout the business and must also achieve the five stars (>92% score) in the British Safety Council's audit. The Company is one of just 5 organizations (of which 2 including Torrent Power are electric utilities) worldwide to receive both these prestigious recognitions in 2021. Torrent Power is only the second company ever from India to win both these accolades in a single year.

The operations are yet to commence at Dholera licensed area and currently the focus is primarily on graded planning and development of an efficient distribution network involving setting up of basic infrastructure and provision of temporary construction power to new industries to be set up. Based on development plans of the DSIR Authority, an investment of about ₹1,200 Crore is envisaged over 10 years to cater to demand of about 425 MVA out of which approx. ₹186 Crore has been incurred till FY22.

D. Franchised Distribution

Particulars	Bhiwandi		Agra		Shil-Mumbra-Kalwa	
	FY22	FY21	FY22	FY21	FY22	FY21
Area (sq. km.)	~721	~721	~221	~221	~65	~65
Sales (MUs)	3,094	2,466	1,784	1,656	440	389
Growth (%) over PY	25.44		7.75		12.91	
Distribution Loss (%)	11.64	16.22	12.10	13.50	40.48	44.89
Consumer Base (lakhs)	3.62	3.44	4.87	4.76	2.75	2.59
Peak Demand (MVA)	566	574	472	449	132	126

The Franchised Distribution sales for FY22 were higher as compared to FY21 which was affected by COVID-19 restrictions. The sales reached nearly pre-Covid level in FY20 during the current year despite the second wave in FY22.

As compared to the pre-Covid level sales in FY20, sales at Bhiwandi and Agra were marginally lower by 4.6% and 0.94% respectively. Maximum recovery was seen in industrial and commercial category of consumers.

Bhiwandi operations were able to successfully reduce distribution losses beyond pre-pandemic level of FY20 through surveillance and vigilance, theft deterrent systems, distribution transformer cleaning, law enforcement against illegal connections, etc. Agra distribution area also marked reduction in distribution losses for FY22 as compared to FY21 through various efforts focusing distribution loss reduction.

FY22 was the 2nd year of operations at Shil, Mumbra & Kalwa (SMK). The focus remained on reducing the losses through various capital projects such as HT/LT network revamping, meter replacement, service revamping and DT clean up, etc. Despite operational challenges and second wave of Covid in H1 FY22, SMK franchised distribution area was able to reduce distribution losses by 4.4% as compared to FY21.

The collection efficiency is showing continuous improvement due to revival of vigilance activities, disconnection drives and pick up in economic activities. The Company was thus able to reverse higher provisions made in previous years in view of the lower collections. Bhiwandi achieved collection efficiency of 102.01% and Agra achieved collection efficiency of 98.61%. Despite challenges, SMK also achieved the collection efficiency of 102.67% and led to a downward trend in AT&C loss.

Management Discussion and Analysis (Contd.)

2. CONSOLIDATED FINANCIAL PERFORMANCE

The key financial data from the Statement of Profit and Loss is set out below:

(₹ in Crore)

Particulars	FY22	FY21	Change in %
Revenue from Operations	14,258	12,173	17%
Fuel/Power Purchase/Material Cost	9,077	7,130	27%
Contribution	**5,181**	**5,043**	**3%**
Other Income	235	142	65%
Other Expenses	1,590	1,577	1%
PBDIT	**3,826**	**3,607**	**6%**
Finance Cost	628	776	(19%)
Depreciation and Amortization Exp.	1,334	1,280	4%
Other Comprehensive Income / (Expense)	3	6	(50%)
Profit Before Tax and Exceptional Items	**1,867**	**1,558**	**20%**
Exceptional Items	1,300	-	100%
Profit Before Tax	**567**	**1,558**	**(64%)**
Tax Expense	106	258	(59%)
Total Comprehensive Income	**461**	**1,300**	**(65%)**

The key operating drivers of distribution business namely higher volumes, lower distribution losses and increased RoE on account of new Capex were positive and contributed to the increase in contribution. Renewable portfolio contribution increased mainly on account of new acquisitions and better wind PLFs. On the other hand, reduced demand from long term beneficiaries as well as merchant power mainly due to high gas cost, led to a drag on the contribution levels. Finance cost decreased on account of lower interest rate by approx. 0.63% coupled with reduction in loan balance. The reduction in tax expenses was mainly due to reversal of deferred tax liability arising from DGEN impairment.

The bottom line of the Company took a hit due to one-time charge on account of an impairment loss on carrying amount of DGEN power plant by ₹1,300 Crore. It should be noted that DGEN impairment is a non-cash charge and will not impact the cashflows of the Company. The impairment charge will reduce depreciation charge in balance years of useful life.

Liquidity, Capex and Debt Positions

The Company's liquidity, including mutual fund investments and deposits with banks/financial institution, was ₹917 Crore at the beginning of the year. Liquidity as at the end of the year was ₹883 Crore, a decrease of ₹34 Crore. For the year:

- net cash generated from operating activities was ₹2,648 Crore
- borrowings including short term debt net of repayment was ₹694 Crore and
- net cash utilised for (a) capital expenditure ₹1,604 Crore; (b) dividend distribution ₹702 Crore; (c) payment for acquisition of subsidiaries ₹515 Crore and (d) advance against equity investment ₹555; leaving a closing liquidity balance of ₹883 Crore.

During the year, the Company incurred capital expenditure (i.e. capitalisation, capital work-in-progress and capital advances) of ₹1,906 Crore as under:

Particulars	Amount (₹ in Crore)
Licensed Distribution	1,254
Franchised Distribution	316
Renewable Generation	256
Thermal Generation	76
Others	4
Total	**1,906**

The long term debt of the Company at the year-end was ₹8,414 Crore, net increase of ₹605 Crore over the previous year (new debt raised ₹1,125 Crore, loan balance of acquired subsidiaries ₹605 Crore less repayment of debt ₹1,125 Crore). The weighted average rate of interest at the year-end was 7.45% with repayment profile as under:

Financial Year	Repayment Amount (₹ in Crore)
2022-23	1,290
2023-24 to 2026-27	3,874
2027-28 to 2030-31	2,621
2031-32 to 2032-33	629
Total	**8,414**

The Company's long term rating was upgraded and short-term rating was reaffirmed during the course of the year and was as follows at end of the year:

Long term rating : CRISIL AA+ / Stable (Upgraded from 'CRISIL AA/Stable' during previous year)

Short term rating : CRISIL A1+ / IND A1+

The following table sets forth key financial ratios based on consolidated financials:

Particulars	FY22	FY21	Explanation in case of deviation of > 25%
Debtors Turnover Ratio	9.43 (~39 days)	9.02 (~40 days)	
Interest Coverage Ratio	5.87	4.59	Interest Coverage Ratio has improved by 28% as compared to the previous year mainly due to reduction in finance cost and due to increase in EBITDA, reasons of which are explained in the preceding para.
Current Ratio	1.16	1.40	
Long Term Debt to Equity Ratio	0.83	0.73	
Net Debt to EBITDA	2.30	1.99	
EBITDA Margin	25.19%	28.47%	
Net Profit Margin	9.73%*	10.65%	Net Profit Margin for FY22 works out to 3.22% after considering exceptional item pertaining to DGEN plant impairment in FY22.
Return on Net Worth	13.20%*	12.68%	Return on Net Worth for FY22 works out to 4.37% after considering exceptional item pertaining to DGEN plant impairment in FY22.

**Excluding exceptional item pertaining to DGEN plant impairment in FY22*

RISKS AND CONCERNS

Key risks and concerns in the businesses of the Company are briefly explained below:

- The Company has operational gas-based power generation capacity of 2,730 MW, out of which 1,163 MW is tied up as on March 31, 2022 under long term PPAs and balance 1,567 MW untied capacity is dependent on short term power contracts for their operation. During the year, certain portion of such capacity remained unutilised for want of short term power contracts or unviability of prices in the short term power market and high gas prices.

  The Company has built capabilities to import LNG from international markets at efficient prices to operate its power plants. However, such prices are subject to fluctuations and associated foreign exchange risks, geopolitical & supply-demand mismatch risks, consequent to which, there would be periods during which power from these plants would be uncompetitive.

  The fuel contracts of the Company contain Take or Pay/ Use or Pay/ Ship or Pay obligations. There could be a potential liability on the Company to pay the obligation charges as defined in the contracts. Similarly for CY 2022, such liability could arise if the Company is not able to tie-up adequate quantity of fuel. Mitigation efforts are being made to reduce the impact of these adverse implications which are common to all gas users across the country.

  The Company is making efforts to get long term PPAs for its unutilised gas power capacity. However, large stranded coal-based capacities, Government's thrust to increase renewable generation capacity in the country coupled with falling tariffs of renewable power poses a risk to the Company's uncontracted gas-based generation capacity.

» The Company's 362 MW AMGEN coal-based power plant is required to comply with stricter emission norms by December'22. Efforts are being made for extension / exemption from revised norms due to limited balance useful life of plant, significant capex requirement which may lead to huge burden on consumers in view of such limited life and network constraints of the Company's discom to source alternate power. AMGEN is also situated in a densely populated area where lot of town planning schemes are coming up. These aspects pose a risk to AMGEN's continued operations.

The Union Ministry of Environment, Forest and Climate Change (MoEFCC) has mandated all coal and lignite based Thermal Power Plants (TPPs) to utilize 100% fly ash in an environment friendly manner within 3-5 years. It also, for the first time, introduced fines on non-compliant plants under the 'Polluter Pays Principle', considering utilization targets from April 1, 2022. Non-compliant TPPs will have to pay a fine of ₹1,000 per ton on which is to be accounted at the end of every financial year based on annual reports. AMGEN has tied up with Ahmedabad Municipal Corporation (AMC) for utilization and is at advanced stage of negotiation with National Highways Authority of India (NHAI) for utilization in their road projects.

» The Company's licensed distribution business faces the risk of delay in recovery of some part of cost of supply due to regulatory stipulations. The unrecovered and undisputed regulatory claim as at year end was ₹1,344 Crore, recognised in the financial statements for the year. While such recoveries are permitted with carrying costs for delayed recovery, the same may affect the cash flows of the Company.

In addition, regulatory disputes also cause delay in recovery of some part of the cost of supply. Such disputed regulatory claim as at the year end was ₹604 Crore, which is not recognised in the financial statements for the year.

The Power Ministry came out with "Automatic Pass through Model" during the year to address the above concerns and directed the State regulators to adopt this model. GERC is yet to come out with guidelines on adoption of this model. The model if adopted, may help the generating companies on an immediate basis as discoms will have to pay as soon as their fuel costs rises, however, if timely pass on to consumers is not allowed due to political pressures, it may lead to greater under-recovery for discoms.

» In terms of upcoming projects, the Company's Renewable business faces the risk of high commodity price including module prices leading to increased project cost. As indigenous module manufacturing capacity is insignificant, solar projects are mainly dependent on imported modules resulting in import and currency risk. In addition, high dependence on import for key technologies also adds the technological risk when imported from an unfriendly nation. Land acquisition is another major challenge in renewable energy business faced by all developers causing delay in many projects.

In terms of operational projects, stringent renewable scheduling and forecasting guidelines considering unpredictable weather forecast results into high penalty for no fault of developer. Further, long receivable cycle of revenue from various state discoms adds pressure on cashflows.

» The speed of technological development brings new challenges; the frequency and intensity of cyber-attacks are on rise with more focus on critical infrastructure, highlighting a potential risk of interruption of normal business activities. Apart from constant adoption and application of cyber security strategy, Company has taken special measures considering cyber risk is not only a business threat but can also be a huge risk for the entire electricity industry and country as a whole.

During the year, Company has created a specific department lead by Chief Information Security Officer being responsible for governance, coordination and control of cyber security issues, policies and guidelines in accordance with national and international standards. The Company has set up specific cyber security framework for Information Technology (IT) and Operational Technology (OT) network. Company has created CCMP (Cyber Crisis Management Plan) and undertook Vulnerability Assessment and Penetration Testing program for proactive management and response to cyber incidents. In addition, Company has also implemented various technological solutions and is in the process of implementing various other solutions as a part of Zero Trust Network Architecture. All IT policies and risk governance are as per ISO 27001 standard.

The constantly evolving threat, cybercrime is one of the biggest threats to businesses. As a measure to counter/reduce cybercrime incidents Company has taken up user awareness as one of the key activities. The Company has availed cyber insurance in order to combat any financial loss arising due to a cyber attack.

BUSINESS OUTLOOK

1. THERMAL GENERATION

SUGEN and UNOSUGEN plants are backed with long term PPAs for 76% capacity. DGEN plant is operated intermittently for supply of power through merchant power market albeit at lower volume and contribution during periods of power supply deficit, provided affordable natural gas and/or RLNG is available.

The 'Ministry of Power' and 'Ministry of Petroleum and Natural Gas' have formed an expert committee during the last financial year with an aim to increase consumption of domestic natural gas in power sector, however favourable outcome through this committee is still awaited. Further, the prevailing LNG prices in international markets are highly volatile due to gas supply disruptions from Russia because of ongoing Russia-Ukraine conflict which is further intensified by carbon neutral commitments by various countries. Prices of natural gas /RLNG are generally expected to remain high during FY23 in the current global scenario. Consequently, electricity generation from gas-based power plants may be unaffordable, and may result into lower operating PLF of the plants. Considering that there is no fuel tie-up for CY 2022, the Company will look for opportune time to contract gas at affordable rates.

With the growing demand for power and above cited limitations faced by gas-based generation facilities, coal-based generation looks unavoidable for 24x7 reliable power. Coal-based power plant's ability to supply power during peak power demand either as base power or as off-peak power is greatly valued. Thus, the coal-based plants are expected to operate at better PLF as compared to FY22 despite growing renewable power sector and stringent environment norms.

2. RENEWABLES

The Company expects its renewable power assets to operate efficiently in the coming years. With focus of the Government on renewable power generation, and with the Company's experience of executing and operating renewable projects, it intends to grow further its renewable energy portfolio with focus on solar. The Company has recently acquired 231 MW of renewable assets; 75 MW Solar and 156 MW Wind.

The Company intends to grow by way of bidding for new projects and acquiring new projects. The Company is also actively procuring land for renewable power project development and putting in efforts to explore and seize opportunities as they come up. In addition, Company is also actively pursuing upcoming opportunities in the space of Green Hydrogen and Energy Storage technologies.

3. DISTRIBUTION

In Licensed Distribution business, the Company will focus on developing the licensed area of Dholera SIR and newly acquired area of UT of Dadra & Nagar Haveli and Daman & Diu. The Company will also focus on adopting state-of-the-art technology and automation in operations in addition to expansion and upgradation of existing networks in distribution areas of Ahmedabad, Gandhinagar, Surat and Dahej SEZ to cater to the growth in demand and further reduce distribution losses.

In Franchised Distribution business, the Company will focus on developing the operations at franchised area of SMK and expanding and upgrading its network in existing areas of Bhiwandi and Agra to cater to the growth in demand and further reduce AT&C losses.

The Company will continue to look out for new opportunities in distribution sector in the form of privatisation or franchise of existing areas. Having recognised that the only way forward to reduce the AT&C losses is privatisation; the Ministry of Power is pushing for privatisation in the distribution sector; thereby creating growth opportunities for the Company. With the Company's long experience in supplying reliable and quality power and reducing distribution losses to amongst the lowest in the country, the Company expects to benefit from the GoI's plans of delicensing the electricity distribution business and allowing DISCOMs to have non-discriminatory access to the distribution system of any area. Company is also opportunistically viewing the Public-Private Partnership (PPP) model under distribution business.

It is expected that other UTs such as Puducherry, Jammu & Kashmir, State of Goa may announce privatisation. The Purvanchal DISCOM and other DISCOMs in the state of Uttar Pradesh may also come up for privatisation.

The stringent operational norms proposed for DISCOMs will also lead to greater franchise opportunities for the Company in the near to medium term.

4. TRANSMISSION

Currently, the Company has limited investments in the transmission segment; however, given the huge investment opportunity available in this segment, robust regulatory mechanisms, limited counter-party risks and the Company's strengths in financing and executing large projects, this is an area earmarked for future growth. The Company intends to selectively participate in tariff based competitive bidding for transmission projects (inter-state and intra-state) at attractive returns.

INTERNAL CONTROL SYSTEMS

The Company's Internal Control Systems are commensurate with the size and nature of its operations, aimed at achieving efficiency in operations, optimum utilisation of resources, reliable financial reporting and compliances with all applicable laws and regulations. Ernst & Young (EY) LLP is the Internal Auditor of the Company. It carries out extensive internal audit throughout the year across all functional areas and submits reports to the Audit Committee. The recommendations from such internal audit and follow-up actions for improvements of the business processes and controls are also periodically reviewed and monitored by the Audit Committee.

CAUTIONARY STATEMENT

Certain statements in the Management Discussion and Analysis may be forward-looking. Actual outcomes may vary from those expressed or implied. The Company assumes no responsibility to publicly amend, modify, update or revise any such statements on the basis of subsequent developments, information or events.

Business Responsibility Report

SECTION A : GENERAL INFORMATION ABOUT THE COMPANY

Sr. No.	Particulars	Details
1.	Corporate Identity Number (CIN) of the Company	L31200GJ2004PLC044068
2.	Name of the Company	Torrent Power Limited
3.	Registered Address	"Samanvay", 600, Tapovan, Ambawadi, Ahmedabad – 380015
4.	Website	www.torrentpower.com
5.	E-mail id	cs@torrentpower.com
6.	Financial Year reported	FY22
7.	Sector(s) that the Company is engaged in (industrial activity code-wise)	NIC Code: 351 - Electric power generation, transmission and distribution
8.	List three key products/ services that the Company manufactures/ provides (as in balance sheet)	Generation, transmission & distribution of electricity
9.	Total number of locations where business activity is undertaken by the Company	21
10.	Number of international locations	NA
11.	Number of national locations	21
12.	Markets served by the Company – Local/ State/ National/ International	National

SECTION B : FINANCIAL DETAILS OF THE COMPANY

Sr. No.	Particulars	Details (Standalone basis)
1.	Paid up Capital	₹480.62 Crore
2.	Total Turnover	₹13,715.74 Crore
3.	Total profit after taxes (TCI)	₹411.68 Crore
4.	Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%)	6.95% of Total Comprehensive Income (TCI) of FY22
5.	List of activities in which expenditure in 4 above has been incurred	The list of activities in which CSR expenditure in Sr. No. 4 above has been incurred is part of the Board's Report included in this Integrated Annual report.

Business Responsibility Report (Contd.)

SECTION C : OTHER DETAILS

Sr. No.	Particulars	Details
1.	Does the Company have any Subsidiary Company/ Companies?	Yes, the Company has the following Subsidiary Companies: 1. Torrent Solargen Limited 2. Torrent Power Grid Limited 3. Torrent Pipavav Generation Limited 4. Latur Renewable Private Limited 5. Jodhpur Wind Farms Private Limited 6. TCL Cables Private Limited 7. Torrent Solar Power Private Limited 8. Torrent Saurya Urja 2 Private Limited 9. Torrent Saurya Urja 3 Private Limited 10. Torrent Saurya Urja 4 Private Limited 11. Torrent Saurya Urja 5 Private Limited 12. Visual Percept Solar Projects Private Limited 13. Surya Vidyut Limited 14. Dadra and Nagar Haveli and Daman and Diupower Distribution Corporation Limited 15. LREHL Renewables India SPV 1 Private Limited
2.	Do the Subsidiary Company/ Companies participate in the BR initiatives of the Parent Company? If yes, then indicate the number of such Subsidiary Company(s)	The BR Initiatives of the Company are driven at parent level. Hence, all subsidiary companies participate in BR initiatives of the Company.
3.	Do any other entity/ entities (e.g. suppliers, distributors etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/ entities? [Less than 30%, 30-60%, More than 60%]	Yes, the Company's contractors and suppliers are required to participate in some of the BR initiatives of the Company.

SECTION D : BR INFORMATION

1. Details of Director/ Directors responsible for BR

(a) Details of the Director responsible for implementation of the BR policy/ policies

Sr. No.	Particulars	Details
1.	DIN	02685284
2.	Name	Shri Jinal Mehta
3.	Designation	Managing Director

(b) Details of the BR head

Sr. No.	Particulars	Details
1.	DIN (if applicable)	Same as above
2.	Name	Same as above
3.	Designation	Same as above
4.	Telephone number	079- 26628300
5.	E-mail Id	cs@torrentpower.com

2. Principle-wise (as per NVGs) BR Policy/ policies

(a) Details of compliance (Reply in Y/N)

Sr. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Do you have a policy/ policies for...	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
2	Has the policy been formulated in consultation with the relevant stakeholders?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3	Does the policy conform to any national/ international standards? If yes, specify? (50 words)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4	Has the policy been approved by the Board? If yes, has it been signed by MD/ owner/ CEO/ appropriate Board Director?	Yes, all the policies have been approved by the Board, except the Human Resource policies and Integrated Management System (IMS) policies, which have been approved by Chairperson or MD.								
5	Does the Company have a specified committee of the Board/ Director/ Official to oversee the implementation of the policy?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
6	Indicate the link for the policy to be viewed online.	All policies can be accessed at www.torrentpower.com								
7	Has the policy been formally communicated to all relevant internal and external stakeholders?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
8	Does the Company have in-house structure to implement the policy/ policies?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
9	Does the Company have a grievance redressal mechanism related to the policy/ policies to address stakeholders' grievances related to the policy/ policies?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
10	Has the Company carried out independent audit/ evaluation of the working of this policy by an internal or external agency?	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes

(b) If answer to the question at serial number 1 against any principle is 'No', please explain why:

Not applicable

Business Responsibility Report (Contd.)

3. Governance related to BR

(a)	Indicate the frequency with which the Board of Directors, Committee of the Board or CEO assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year.	The Board of Directors/ its Committees/ Chairman or any authorised officials of the Company, as the case may be, assess the BR performance on annual or half yearly basis depending upon the type of BR activities.
(b)	Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?	Yes, the Company publishes Business Responsibility Report and the same can be accessed at www.torrentpower.com The same is published annually.

SECTION E : PRINCIPLE WISE PERFORMANCE

PRINCIPLE 1: BUSINESSES SHOULD CONDUCT AND GOVERN THEMSELVES WITH ETHICS, TRANSPARENCY AND ACCOUNTABILITY

1.1. Does the policy relating to ethics, bribery and corruption cover only the Company? Yes/No. Does it extend to the Group/ Joint Ventures/ Suppliers/ Contractors/ NGOs/ Others?

No. Besides covering the Company, it also extends to various stakeholders including Group companies, Suppliers, Contractors, etc.

1.2 How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

Shareholder Complaints:
The Company received 19 shareholder complaints during FY22. 100% of such complaints were satisfactorily resolved.

Other Stakeholder Complaints:
The Company received 2 complaints from other stakeholders (i.e. employees and contractors) during FY22 via the Whistle Blower Mechanism. 100% of such complaints were satisfactorily resolved.

PRINCIPLE 2: BUSINESSES SHOULD PROVIDE GOODS AND SERVICES THAT ARE SAFE AND CONTRIBUTE TO SUSTAINABILITY THROUGHOUT THEIR LIFE CYCLE

2.1 List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.

The Company's business activities comprise of Generation, Transmission & Distribution of Electricity and Cables manufacturing. It has incorporated measures covering social as well as environmental concerns, risks and/or opportunities in each of these as under:

- Most of the units of the Company are IMS certified covering ISO 9001 (Quality Management System), ISO 14001 (Environment Management System) and ISO 45001 (Occupational Health and Safety Management System). Some of the units have additionally obtained ISO 50001 (Energy Management System), ISO 55001 (Asset Management System) and ISO 27001 (Information Security Management System) certification. The Licensed distribution units implemented British Safety Council (BSC) five star specifications for "Occupational Health and Safety" and "Environmental Sustainability" to enhance overall performance and won the prestigious "Sword of Honour" and "Globe of Honour" awards. SUGEN plant has received five star rating for the second time under BSC Five Star Health and Safety Audit and has won the presitgious "Sword of Honour" during FY22. Generation plants have also implemented Five-S (Workplace Management System) and have been certified by Quality Circle Forum of India (QCFI) and Union of Japanese Scientists and Engineers (JUSE). Moreover, health and safety systems at SUGEN have been appreciated by National Safety Council of India with Prashansha Patra award.
- Principles of circular economy have been adopted to reduce, reuse and recycle resources to the extent possible at various units.
- State-of-the-art technologies in gas based plants, viz., installation of advanced class Gas Turbines with lower carbon footprint, dry low NOx burners (with emissions well below Indian standards), Combined Cycle Power Plants (CCPPs) in single shaft configuration to reduce footprint etc. have been resorted to, duly taking into consideration societal and environmental sustainability. Such CCPPs are also registered under Clean Development Mechanism (CDM).
- The effluent water generated from the generating plants as well as sewage treatment plants is utilised in horticulture thus avoiding/ minimizing discharge outside plant premises.
- The Company has established systems and procedures through Standard Operating Procedures (SOPs) for safe and effective operation and maintenance of its plants as well as its transmission and distribution network duly mitigating risks and health hazards. Suppliers are also made participants in our systems and procedures. To enhance safety consciousness amongst all stakeholders and inculcate safety culture, Behaviour Based Safety (BBS) has been implemented at Generation plants and Distribution units.
- The Company has undertaken LT and HT network revamping and uprating at its distribution units to replace old and dilapidated network including undergrounding of network with the primary objective of improving reliability of the network and safety of the employees and general public. This has resulted in reduction in losses. The Company has also undertaken revamping of consumer end installations & Mini Section Pillars (MSPs) and procurement of fuse type feeder pillars to enhance safety and reliability. Existing designs of feeder pillar and meter boxes are reviewed considering public safety, sustainability, asset securitization, operation and maintenance efficiency etc. Fully insulated leads and hard barricades with reflective stickers are used for operations to enhance the safety of working personnel.
- The Company uses high efficiency energy meters and star rated distribution transformers. Accordingly, the Company's distribution losses have been reduced to one of the lowest in the country in the Company's licensed areas, thus saving on energy. The Company has undertaken implementation of smart grid technology including automatic meter reading and distribution automation to remotely monitor the assets and reading of meters. As part of the objective of going paperless, mobile based Field Force Application has been developed for all field activities to reduce paper consumption.
- The Company's Distribution units have installed more than 7,000 state-of-the-art technology SF6 gas insulated switchgears for protection and operation of 11KV/ 22KV distribution network. Such units undertake activity of earthing reactivation of DSS equipment and MSPs for safety of public and other stakeholders. Distribution units also undertake installation of dry type transformers, hermetically sealed and ester filled distribution transformers located in crowded and densely populated areas including pole mounted transformers for enhancement of public safety and environment protection. Some of the distribution units have also replaced substation focus lights with LED lights. The Company has installed Very Early Smoke Detection and Alarm (VESDA) system for its major stores.
- Use of compact substations in place of conventional substations in distribution enables conservation of land resources and reduces usage of construction material. Ultra-compact substations are also designed for specific areas to further reduce the footprint up to 50% in comparison to conventional substations. Metering panels are installed for multi-storied buildings to optimize space. Further, some of the distribution units have installed Solar Rooftop on various EHV buildings, used food decomposer machine for converting food wastes to manure and introduced robotic water tank cleaning process for conservation of water.
- Various other initiatives include decentralization of distribution operations and multiple customer convenience centers to reduce travelling of consumers as well as employees, use of secondary containment system for spill prevention, use of Horizontal Directional Drilling technology instead of soil excavation for cable laying, use of mobiles and handheld gadgets as substitute to paper for field data collection, use of nets around outdoor EHV substations to prevent intrusion of birds and animals, use FSC certified papers, continuous improvement in safety standards, regular safety and environment audits, mock drills, Demand Side Management (DSM) and energy conservation awareness programmes amongst customers in Distribution units. Further, the Company has adopted biodegradable and environment friendly packaging for materials being procured and usage of single use plastic in packaging material has been stopped at some units of the Company.
- The Distribution units are also promoting installation of Solar Rooftop amongst its customers to contribute to increase in share of renewables in the country.
- New distribution offices and substations are designed to ensure maximum use of natural light and to the extent possible, are equipped with contact less water taps, waterless urinals, motion sensor based lighting systems and star rated air conditioners. Further, Indian Green Building Council's (IGBC) guidelines have been implemented while construction of new buildings and aiming for platinum certification. This not only conserves natural resources while construction but also enables substantial energy saving in air-conditioning and lighting system. Rain-water harvesting & recharge wells have been developed in new buildings.
- Products at cables unit include 132 KV cables with aluminum corrugation (in place of lead sheath); 66 KV cables with HDPE outer sheath in place of PVC outer sheath which is less environment friendly, wooden drum using reusable PP sheet in place of wooden planks and returnable steel drums in place of wooden drums. Use of steel drums instead of wooden drums resulted in reduction of consumption of wooden drums by 25%. Further, the same out bound vehicle, which is sent for dispatching the finished cable, is arranged to bring back the empty drums thereby reducing carbon emissions during transportation.

- Safety of employees and general public is given high importance in the organization. Safety Committees are formed and headed by senior officers with participation from supervisors and experienced workers who effectively contribute to improving the safety performance of the organization. Some of the initiatives include use of arc suit rated with NFPA 70E specification during VCB operations in EHV substations to reduce/eliminate risk of arc flash, using anemometer for measurement of wind speed for EHV line work to reduce the hazard of 'falling from height' owing to high wind speed, introduction of nut-less busbar for various Low Voltage assets, use of insulated paint on poles and MSPs and installation of fire rated doors in EHV SS.
- Occupational health of the employees is given equal priority. Most of the units have an Occupational Health Center with doctors and nursing staff. Various other facilities including installation of adequate number and appropriate type of fire extinguishers, fire suppression system, fire detection and alarm system, emergency siren system, Automated External Defibrillators, Self-contained Breathing Apparatus, Stretchers, First aid boxes and Ambubags (for artificial respiration) are made available. The Company has also trained suitable number of employees for first aid treatment and emergency response. Quarterly monitoring of environmental parameters including quality of air (workplace and ambient), noise (workplace and ambient), drinking water, food and DG stack emission etc. is carried out. The Company has conducted various in-house surveys i.e. noise, vibration, stress monitoring, Display Screen Equipment (DSE), asbestos, fragile roof, legionella and safety culture to foster safety culture and enhance safety standards based on outcome of the surveys.
- The Company has established various policies like OH&S, Road Safety, Fire Safety and Health & Wellbeing. The Company has arranged various trainings on OH&S topics for relevant stakeholders. The Company celebrates the National Safety Week with an objective to spread and enhance the desired safety culture across the organization. The Company also celebrates Environment Day to re-emphasize its concern for environment while carrying out various activities. Further, the Company celebrates the National Energy Conservation Day to spread awareness amongst the customers, employees, their family members and contractual workforce regarding energy conservation, demand side management and use of energy efficient appliances. Energy conservation and safety awareness campaigns are conducted for awareness of consumers through customer meets and booklets.
- Further, the Company is engaged with its neighborhood by providing employment opportunities, skill development and health care facilities. The Company has set up an ultra-modern health care facility near SUGEN, named Rangtarang. Balsangam, a specialty child care hospital and Sumangal, a day care medical clinic is in operation at Rangtarang. Child day care clinics are also operational at Dahej, Indrad and Balasinor in Gujarat. In addition, two satellite child care centres have been established at Waghai and Chappi in Gujarat and three more are planned at Dediapada, Nasawadi and Radhanpur in Gujarat.

2.2 For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):

(a) Reduction during sourcing/ production/ distribution achieved since the previous year throughout the value chain?

(b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

The following are some of the initiatives taken in respect of conservation of natural resources:

- Various procedures have been put in place to improve heat rate, reduce auxiliary power consumption and water consumption at generating stations. These initiatives include timely maintenance of plants by preventive and predictive maintenance philosophy. The Company's gas based plants, being amongst the most efficient power generating stations in the country, have bettered the performance targets under BEE PAT III scheme, are recommended to BEE for Energy Saving Certificates by measurement and verification audit conducted by an independent agency and are helping the national mission of emissions reduction.
- Some of the initiatives undertaken by the Company include large scale replacement of conventional luminaires with LED devices, replacement of air conditioners with star rated air conditioners, installation of rooftop solar panels and solar water heaters, installation of Air Turbo Ventilator at rooftop for air ventilation, recycling waste water, segregation of lighting circuits for reducing power consumption, rainwater harvesting, use of recycled paper and packaging material, recycling of the paper consumed, etc. Solar power is being used for common facilities of townships.
- As part of DSM Scheme, Energy Audits as well as Peak Load shifting programs have been carried out for the benefit of consumers. In addition, the Company took all necessary steps to operationalize the Net Metering arrangement for Rooftop Solar PV system at the premises of consumers.
- Water consumption is recorded and optimized to reduce wastage.
- Material of construction (MoC) has been changed for distribution boxes and feeder pillars to improve the life cycle of the product. Surface treatment and painting procedures have been improved to enhance the life cycle of the feeder pillars, distribution boxes and other enclosures installed onsite.
- Measures have been taken to improve design of distribution transformers to reduce oil leakage instances and environment risk.
- In-house testing infrastructure and quality management system are in place to test the material before installation onsite. It can reduce the chances of product failure & wastage of resources and improves reliability.
- Initiatives such as installation of LED lighting and sensor based lighting, star rated air conditioning system in all new buildings to reduce energy consumption, installation of 2 stage air conditioning system and provision of double glazed window glasses to reduce consumption of air conditioning system have been implemented.
- Energy conservation tips are given to consumers during onsite camps, by way of messages on energy bills and through booklet.
- Further, the Company has carried out energy audit of all its offices and substations in its distribution areas to identify the opportunities for energy conservation.
- Converting DC drive system to AC drive system has enabled energy conservation by around 10% in some of the machines at Cables unit.
- Around 25% of wooden drums consumption has been reduced by incorporating returnable steel drums model in supplying finished cables to some of the major customers.
- Reusable PP sheet is used instead of wooden planks in packing of finished cables.
- Other initiatives include monthly/ daily monitoring of resource consumption including paper, water, electricity, food waste, LPG & PNG, petrol and diesel, disposal of food waste for composting through authorized vendors, bill on WhatsApp and online payment promotions.

2.3 Does the Company have procedures in place for sustainable sourcing (including transportation)?

If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.

The Company has procedures in place for sustainable sourcing (including transportation). Further, sustainability is extended to suppliers/vendors. All requirements on various aspects such as Health & Safety and Environment Protection, Ethics & Compliance, and Prevention of Bribery & Corruption are in place. Counselling and monitoring of suppliers/vendors is being done regularly. Sustainable Procurement Policy has been put in place at some of the units.

Some of the initiatives include procurement of hermetically sealed power transformers with environment friendly ester oil instead of mineral oil to prevent oil leakage, procuring energy efficient (lower losses) distribution transformers, procurement of cobalt free silica gel, eliminating use of plastic in packing material, specifying use of fly ash bricks / blocks in construction of all new buildings, procurement of asbestos free products, use of CNG vehicles for commuting purpose and digitalisation of all documents to minimize printing/re-printing.

Around 25% of steel drums dispatched are being brought back from customers and are being reused. The Company is using sustainable model in reducing the carbon footprint even in transportation. The same out bound vehicle, which is sent for dispatching the finished cable, is arranged to bring back the empty drums thereby reducing carbon emissions during transportation.

The Company has also incorporated procedures such as TREM card, stringent pre-qualification criteria etc. in its IMS to ensure that transportation of chemicals and other materials are compliant with rules and regulations and the Company's own procedures. Fuel gas lines are maintained as per Petroleum and Natural Gas Regulatory Board (PNGRB) guidelines and safety audits are carried out at regular intervals. Usage of water is optimized by optimizing the Cycle of Concentration of cooling water and recycling of waste water.

The Company has recently been awarded the prestigious "Sword of Honour" and "Globe of Honour" awards from British Safety Council for its distribution licensed operations. Compliance under these recognitions extensively covers sustainability parameters for sourcing functions. Suppliers and service providers are evaluated on EHS aspects by some of the distribution units and are motivated to adopt ISO 9001 (Quality Management System), ISO 14001 (Environment Management System) and ISO 45001 (Occupational Health and Safety Management System) to achieve goal of sustainable procurement.

2.4 Has the Company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

The Company has taken several steps to procure goods and services from local and small vendors (specially focusing on women and the weaker sections of the society, wherever possible) in order to promote entrepreneurship among them. Continuous engagement takes place with such suppliers to improve their capacity & capability.
Some of these initiatives include:

- While sourcing consumables and spares, priority is given to local vendors.

- Employment of differently abled people for jobs that are deemed safe for them.
- Engagement of destitute women for managing the canteen services at one of the units.
- Local people have been trained and employed as security guards at some of the units.
- All packing materials (steel & wooden drums & planks) and some of the raw materials such as PVC Fillers & GI Armour Strips for cables unit are procured locally from small vendors.
- Direct and indirect employment opportunities are provided to local populace to the extent feasible. For fabrication, plumbing, carpentry, horticulture, housekeeping, vehicle operations, computer operator, health care, O&M of the plant, gardening, transportation, etc., as far as possible, local skilled personnel are employed.
- Project affected personnel in gas based generation units during construction phase have been absorbed in employment and external technical training has been imparted to them at eminent institutes prior to or during employment.

2.5 Does the Company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

Being a responsible corporate citizen, the Company believes in "Reduce-Reuse-Recycle" principle. Some of the initiatives taken as part of this principle include:

- 100% utilization of fly ash generated as waste from the coal based plant.
- Re-use of treated effluent water.
- Use of waste water for gardening, sprinkling, etc.
- Zero liquid discharge since August 2017 at SUGEN plant and since April 2016 at DGEN plant.
- Use of vegetation and food waste in making compost which in turn is used as manure.
- Sludge recovered from raw water is compacted through Chamber Filter Press and is used for landfill.
- PVC Scrap (>90%) is recycled & reused in inner sheath, outer sheath & PVC fillers at Cables unit.
- Hazardous wastes e.g. used oils, batteries, e-wastes, bio-medical wastes etc. are disposed off only to State Pollution Control Boards approved Treatment, Storage and Disposal Facilities (TSDF) & recyclers.
- The distribution units undertake oil filtration activity of its power and distribution transformers for reutilization of oil and conservation of natural resources.
- Recycling of non-hazardous plastic waste through authorized recyclers.
- Use of steel cable drums and reusing them as substitute to wooden cable drums.
- Site returned distribution transformers are being reused after necessary overhauling or repairing.
- Site returned 11kV switchgears are being reused after being repaired.
- Reusing packaging material PP sheets and avoiding wooden planks in packing of drums.
- Use of recycled papers for energy bills and other stationeries and recycling of paper.
- Other initiatives include monthly/ daily monitoring of resource consumption including paper, water, electricity, food waste, LPG & PNG, petrol and diesel and disposal of food waste for composting through authorized vendors.

PRINCIPLE 3: BUSINESSES SHOULD PROMOTE THE WELLBEING OF ALL EMPLOYEES

3.1 Please indicate the total number of employees.

Total number of permanent employees is 7,603 as on March 31, 2022.

3.2 Please indicate the total number of employees hired on temporary/ contractual/ casual basis.

Total number of employees hired on temporary/ contractual/ casual basis is 10,721 as on March 31, 2022.

3.3 Please indicate the number of permanent women employees.

Total number of permanent women employees is 658 as on March 31, 2022.

3.4 Please indicate the number of permanent employees with disabilities.

Total number of permanent employees with disabilities is 22 as on March 31, 2022.

3.5 Do you have an employee association that is recognized by management?

Yes.

3.6 What percentage of your permanent employees are members of this recognized employee association?

~31% of the total permanent employees of the Company are members of such recognized employee association.

3.7 Please indicate the number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment and discriminatory employment in the last financial year and pending, as on the end of the financial year.

The Company does not engage any child labour, forced labour or involuntary labour.

There were no complaints relating to child labour, forced labour, involuntary labour, sexual harassment and discriminatory employment in FY22.

3.8 What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?

(a) Permanent Employees

(b) Permanent Women Employees

(c) Casual/ Temporary/ Contractual Employees

(d) Employees with Disabilities

Percentage of employees who were given safety & skill up-gradation training in the last year is as under:

(a) Permanent Employees – 61%

(b) Permanent Women Employees – 99%

(c) Casual/ Temporary/ Contractual Employees – 65%

(d) Employees with Disabilities – 86%

PRINCIPLE 4: BUSINESSES SHOULD RESPECT THE INTERESTS OF AND BE RESPONSIVE TOWARDS ALL STAKEHOLDERS, ESPECIALLY THOSE WHO ARE DISADVANTAGED, VULNERABLE AND MARGINALIZED

4.1 Has the Company mapped its internal and external stakeholders? Yes/No

Yes, the Company has mapped its various key internal and external stakeholders.

4.2 Out of the above, has the Company identified the disadvantaged, vulnerable & marginalized stakeholders?

Yes, the Company has identified the disadvantaged, vulnerable and marginalized stakeholders.

4.3 Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalized stakeholders? If so, provide details thereof, in about 50 words or so.

Various initiatives have been taken by the Company to engage with the disadvantaged, vulnerable and marginalized stakeholders at locations in and around its operations in the areas of: (i) Community Health Care, Sanitation and Hygiene (ii) Education and Knowledge Enhancement and (iii) Social Care and Concern.

The details of various CSR initiatives of the Company are part of the Board's Report included in this Integrated Annual report.

PRINCIPLE 5: BUSINESSES SHOULD RESPECT AND PROMOTE HUMAN RIGHTS

5.1 Does the policy of the Company on human rights cover only the Company or extend to the Group/ Joint Ventures/ Suppliers/ Contractors/ NGOs/ Others?

Various Company Policies as indicated below promote Human Rights:

- Policy on Protection of Women against Sexual Harassment at Workplace
- Conviction for Safety Policy
- Policy on Financial Support in the event of Demise
- Mediclaim Policy for Employees
- Policy for Medically challenged employees
- Grievance Redressal Mechanism
- Equal pay for equal work without discrimination on the basis of gender.

Besides covering the Company, the policies are also extended to various stakeholders including Group companies, Suppliers, Contractors, etc. as relevant.

5.2 How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?

No complaints on breach of human rights were received during FY22.

PRINCIPLE 6: BUSINESSES SHOULD RESPECT, PROTECT AND MAKE EFFORTS TO RESTORE THE ENVIRONMENT

6.1 Does the policy related to Principle 6 cover only the Company or extends to the Group/ Joint Ventures/ Suppliers/ Contractors/ NGOs/ others.

The Environment Policy of the Company covers the Company currently. The subsidiary companies of the Company also carry out their operations in accordance with principles laid down in the said Policy. The Company promotes the adoption of environmental protection goals and practices by contractors and suppliers of the Company and strongly encourages improvements in contractors' and suppliers' practices to make them consistent with those of the Company. Further, the IMS covering ISO 14001 for Environment Management at most of the units spells out dedication to maintain the ecological balance while carrying out operations. Some of the units have also implemented Energy Policy, Sustainability Policy and Sustainable Procurement Policy.

6.2 Does the Company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc.? Y/N. If yes, please give hyperlink for webpage etc.

Yes, the Company recognizes the value of the environment to the community and future generations and is committed to managing its business as a responsible Corporate Citizen. Some of the initiatives taken by the Company to address global environmental issues such as Climate Change, Global Warming, etc. include most of its generation capacity being natural gas based and renewable based comprising solar and wind.

The Company is seized of the global environmental scenario and in its efforts to contribute towards sustainability, the Company has chosen state-of-the-art technology for its CCPPs with advanced class Gas Turbines using clean fuel technology of natural gas leading to lower carbon footprint and very low NOx emission. The Company's CCPPs are also registered under CDM. To continually improve environmental performance, the Company's gas-based generation plants have undertaken several steps based on BSC Five Star Environment and Sustainability Audit, Water Audit etc. with time bound action plans.

Renewable energy, being considered as clean technology, has least impact on climate change and global warming. As a responsible corporate citizen, the Company has forayed into renewable energy arena in a big way by installing solar and wind energy plants. The Company has also acquired 231 MW of renewable plants during FY22. The Company believes that maximum utilization of renewable energy sources will significantly contribute towards environment protection and preservation.

Solar power is installed for common facilities of townships at generation plants. Further, replacement of conventional luminaires with LED devices on failure, recycling of wastewater, rainwater harvesting etc. are other successful initiatives in this direction.

Further, continuous investments in power distribution infrastructure are made and appropriate measures are taken to reduce technical losses. Power is also procured from power plants using environment friendly fuels and renewable power plants to the extent possible.

Various energy conservation initiatives taken by the Company which aid in environmental protection are part of the Board's Report included in this Integrated Annual report and is available at the following link: www.torrentpower.com.

6.3 Does the Company identify and assess potential environmental risks? Y/N

Yes, the Company believes in following world class practices in its operations. The Company has implemented ISO 14001 for Environment Management at most of the units and has established systems and processes for assessing the environmental risks arising out of various activities being carried out. Measures to minimize the environmental impact are in place and are captured in onsite/ offsite emergency plans and in risk registers, more particularly under IMS.

6.4 Does the Company have any project related to Clean Development Mechanism (CDM)? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

Yes, four projects of the Company have been registered with United Nations Framework Convention on Climate Change (UNFCCC) under CDM. SUGEN Project was one of the largest and pioneering generation project approved under CDM globally in 2007.

Annual reduction of ~8.5 Million CO_2 can be achieved by generation of power through these Projects. The Company has already achieved ~18 Million of CO_2 emission reduction (approved by UNFCCC) as per the Compliance reports filed till date.

Further, 626 MW capacity is in process for registration under Gulf Carbon Council (GCC). Annual reduction of ~1.31 Million of CO_2 could be achieved by generation of power through these plants.

6.5 Has the Company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.

Bulk of generating capacity of the Company is with the cleanest fuel, namely natural gas. In addition, it has installed solar and wind plants at different locations. The Company has also acquired 231 MW of renewable plants during FY22. The Company intends to further expand its renewable energy generation portfolio.

Further, treated effluent water is being reused, attaining Zero Liquid Discharge (ZLD) since August 2017 at SUGEN and since April 2016 at DGEN. Vegetation and food waste are used in making compost, which in turn is used as manure. Sludge recovered from raw water is compacted through Chamber Filter Press and is used as manure/ for landfill. Solar power is being used for common facilities of townships.

Hazardous wastes viz used oils, e-waste, etc. are disposed off only to authorised recyclers. Further, replacement of conventional luminaires with LED devices, installation of Air Turbo Ventilator at rooftop for air ventilation, installation of Solar Roof Top on EHV buildings, recycling wastewater, rainwater harvesting etc. have been implemented.

In order to promote clean technology and renewable energy, besides what is stated above, the Company has sourced about ~12.4% of its total power requirement of licensed distribution business from wind and solar plants. The Company has also installed Solar Rooftop system for its captive consumption. The Company strives for reduction in distribution losses by improving the network and reducing the theft of electricity. Unauthorized use of electricity has been curtailed which otherwise also invokes safety hazards. The Company promotes solar power for residential units as per the Solar Policy.

The details of various energy conservation initiatives taken by the Company which aid in energy efficiency are part of the Board's Report included in this Integrated Annual report and are available at the following link: www.torrentpower.com.

6.6 Are the Emissions/ Waste generated by the Company within the permissible limits given by CPCB/ SPCB for the financial year being reported?

Yes, the emissions generated from the Generation units of the Company are within the permissible limits given by CPCB and SPCB for FY22. The data of emissions, where required, is also being shared with CPCB and SPCB through online servers. Waste generated by the Company during FY22 was also within the permissible limits given by CPCB and SPCB. Hazardous waste is disposed of only to authorized recyclers.

6.7 Number of show cause/ legal notices received from CPCB/ SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

No show cause/ legal notices have been received during FY22 either from CPCB or SPCB.

PRINCIPLE 7: BUSINESSES, WHEN ENGAGED IN INFLUENCING PUBLIC AND REGULATORY POLICY, SHOULD DO SO IN A RESPONSIBLE MANNER

7.1 Is your Company a member of any trade and chamber or association? If Yes, name only those major ones that your business deals with:

Yes, the Company is a member of various trade associations and chambers. The major ones are as under:

- Confederation of India Industries (CII)
- Association of Power Producers (APP)
- Federation of Indian Chambers of Commerce and Industry (FICCI)
- Council of Power Utilities
- Indian Electrical and Electronics Manufacturers' Association (IEEMA)
- Coal Consumers' Association of India (CCAI)
- Gujarat Safety Council
- National Safety Council
- Indian Smart Grid Forum
- National Solar Energy Federation of India (NSEFI)
- Solar Power Developers Association (SPDA)

7.2 Have you advocated/ lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)

As a principle, the Company does not engage in lobbying. The Company provides suggestions through the above associations for the advancement/ improvement of power sector and cable industry majorly in the areas of Economic Reforms, Energy security and Sustainable Business Principles.

In the course of our regulated business, the submissions, representations and the information provided to the concerned authorities are based on due-diligence and to the best of our knowledge are true and fair; which is the policy of the Company.

PRINCIPLE 8: BUSINESSES SHOULD SUPPORT INCLUSIVE GROWTH AND EQUITABLE DEVELOPMENT

8.1 Does the Company have specified programmes/ initiatives/ projects in pursuit of the Policy related to Principle 8? If yes details thereof.

Yes, the Company has identified specified programmes/ projects in pursuit of the Policy related to Principle 8. The details of such programmes/ projects are part of the Board's Report included in this Integrated Annual Report.

8.2 Are the programmes/ projects undertaken through in-house team/ own foundation/ external NGO/ government structures/ any other organization?

The identified programmes/ projects were carried out directly by the Company itself including through its Section 8 company namely "UNM Foundation" which has been promoted by the Company (together with one of its Group Company).

Besides the above, it is also supplementing the efforts of the local institutions/ NGOs/ local Governments/ implementing agencies in the field of Education, Healthcare, Sanitation and Hygiene, etc. to meet priority needs of the underserved communities with the aim to help them become self-reliant.

The details of such programmes/ projects undertaken either on its own or through external agencies are part of the Board's Report included in this Integrated Annual Report.

8.3 Have you done any impact assessment of your initiative?

The details of impact assessment of various CSR initiatives are part of Board's Report included in this Integrated Annual Report.

8.4 What is your Company's direct contribution to community development projects? Amount in ₹ and the details of the projects undertaken.

During FY22, the Company contributed ~₹57 Crore to various community development programmes/ projects. The details of such programmes/ projects are part of section on Social and Relationship Capital included in this Integrated Annual Report.

8.5 Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words or so.

Various steps taken to ensure that the community development initiatives are successfully adopted by the community are part of Board's Report included in this Integrated Annual report.

PRINCIPLE 9: BUSINESSES SHOULD ENGAGE WITH AND PROVIDE VALUE TO THEIR CUSTOMERS AND CONSUMERS IN A RESPONSIBLE MANNER

9.1 What percentage of customer complaints/ consumer cases are pending as on the end of financial year.

In the generation and transmission business there were no complaints.

~100% of complaints in Distribution business were resolved within the turnaround time as prescribed by Hon'ble GERC/ MERC/ UPERC.

No complaint was pending as on March 31, 2022 for the cables business.

9.2 Does the Company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. /Remarks (additional information)

Not Applicable as the Company has no packaged product.

9.3 Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.

No case has been filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years.

9.4 Did your Company carry out any consumer survey/ consumer satisfaction trends?

A detailed survey to measure Overall Customer Satisfaction Score (CSAT), Customer Loyalty Score and Net Promoter Score was undertaken in FY22 through a professional market research agency. The survey was conducted for over 5,000 consumers across all segments in Ahmedabad, Surat and Dahej. Overall scores achieved are one of the best globally – CSAT score 80%, Loyalty score 93% and Net Promoter Score 57.

Additionally, the Company captures customer feedbacks on daily basis through various channels like feedback forms, customer interactions SMS, etc. Also, through an internally developed platform named "Sampark", calls are made to customers to record their first hand feedback. A total of over 82,000 such feedbacks were collected during FY22 and analyzed for process improvement and better customer satisfaction.

Report On Corporate Governance

This report sets forth the disclosures for FY22, pertaining to Corporate Governance of Torrent Power Limited ("the Company"), as required by the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations").

1. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company's Corporate Governance philosophy comprises of three core principles of TRANSPARENCY, INTEGRITY and ACCOUNTABILITY in organising and managing all aspects of its activities. Based on this philosophy, the Company develops its practices on various aspects and elements of governance, ensuring that these at the minimum comply with the requirements of applicable laws and regulations. In matters not covered by the applicable laws and regulations, the governance practices are developed in consonance with the core principles and keeping in balance interests of all stakeholders.

For FY22, the Company is in compliance with the Corporate Governance norms stipulated in the Listing Regulations.

2. BOARD OF DIRECTORS

a) Composition and Category of the Board

As at the year end, the Board had an optimum combination of Executive and Non-Executive Directors with three Women Directors. More than 75% of the Board Members are Non - executive and more than 55% of the Board Members are Independent Directors.

As at the year end, the Board composition consisted of 9 Directors with following composition:

Executive Director	2 (both Promoter Directors)
Independent Director	5 (includes 2 Women Directors)
Non-Executive Non-Independent Director	2 (1 Promoter Director & 1 Woman Director)
Total	**9**

Composition of the Board is in conformity with the applicable law and regulations.

b) Details of memberships / chairpersonships of the Directors in other Boards and in Committees of the Board

The table below sets forth the above particulars for each Director as on March 31, 2022.

Name of the Director	Category	Other Directorships	Other Board Committee Memberships	Other Board Committees in which Chairperson	Directorship in other listed entities	
					Name of Entity	Category
Sudhir Mehta, Chairman Emeritus	Non-Executive Director (Promoter)	1	-	-	Torrent Pharmaceuticals Ltd.	Non-Executive Director (Promoter)
Samir Mehta	Chairperson & Managing Director (Promoter)	1	-	-	Torrent Pharmaceuticals Ltd.	Chairperson & Managing Director (Promoter)
Pankaj Patel	Independent Director	3	-	-	Bayer Crop science Ltd.	Independent Director, Chairperson
					Zydus Lifesciences Ltd. (formerly known as Cadila Healthcare Ltd).	Chairperson
Samir Barua	Independent Director	4	2	1	Equitas Small Finance Bank Ltd.	Additional Director

Report On Corporate Governance (Contd.)

Name of the Director	Category	Other Directorships	Other Board Committee Memberships	Other Board Committees in which Chairperson	Directorship in other listed entities	
					Name of Entity	Category
Keki Mistry	Independent Director	5	6	2	Tata Consultancy Services Ltd.	Independent Director
					HDFC Life Insurance Company Ltd.	Non-Executive Director
					HDFC Asset Management Company Ltd.	Non-Executive Non-Independent Director
					Housing Development Finance Corporation Ltd.	Managing Director, Vice Chairman & Chief Executive Officer
Usha Sangwan	Independent Director	3	3	-	SBI Life Insurance Company Ltd.	Independent Non-Executive Director
					Trident Ltd.	Independent Director
Radhika Haribhakti	Additional Director (Non-Executive Independent)	5	6	2	Navin Flourine International Ltd.	Independent Director
					Rain Industries Ltd.	Independent Director
					ICRA Ltd.	Independent Director
					EIH Associated Hotels Ltd.	Independent Director
Mamta Verma, IAS	Additional Director (Non-Executive)	8	-	-	Gujarat Narmada Valley Fertilizers & Chemicals Ltd.	Director
					Gujarat State Fertilizers & Chemicals Ltd.	Director
Jinal Mehta	Managing Director (Promoter)	1	-	-	-	-

Notes: For the purpose of considering the above numbers:

a) All public companies excluding the Company, are considered and all other companies including private companies, foreign companies and companies registered under Section 8 of the Companies Act, 2013 ("Act") are excluded.

b) Only Audit and Stakeholders' Relationship Committee memberships / chairpersonships are reckoned.

Sudhir Mehta and Samir Mehta are brothers. Jinal Mehta is son of Sudhir Mehta. All other Directors are not related inter-se.

All the Directors have periodically and regularly disclosed to the Company information on their directorships, memberships and chairpersonships on the Boards / Committees of other companies. Based on the disclosures received, none of the Directors of the Company hold directorships / memberships / chairpersonships more than the prescribed limits across all companies in which he / she is a Director.

c) Board Meetings

The Board of Directors met 5 times during FY22 on April 08, 2021, May 20, 2021, August 06, 2021, October 27, 2021 and February 03, 2022.

The calendar of Board Meetings of FY22 was communicated to all the Directors well in advance. The Board Meetings of FY22 were conducted from the registered office in Ahmedabad via Audio Video Conferencing. The Board met at least once in a quarter and time gap between two consecutive Meetings did not exceed 120 days.

The agenda for the Board Meeting was circulated to all the Directors at least 7 days prior to the date of the Meeting, except for table agenda items, which were placed before the Board with approval of the Independent Directors. The agenda for the Board Meetings included detailed notes on the matters to be considered at the Meeting to facilitate the Directors to take informed decisions. Minimum information to be placed before the Board under Regulation 17(7) read with Schedule II of the Listing Regulations was placed before the Board for its consideration. The requisite quorum was present in all the Meetings.

The attendance of each of the Directors at the Board Meetings and Annual General Meeting ("AGM") held during the year under review, are as under:

Name of the Director	Board Meetings held during the year	Board Meetings	Other Board Committee Memberships
Sudhir Mehta	5	5	Yes
Samir Mehta	5	5	Yes
Pankaj Patel	5	5	Yes
Samir Barua	5	5	Yes
Keki Mistry	5	5	Yes
Bhavna Doshi *	5	3	Yes
Dharmishta Raval *	5	3	Yes
Sunaina Tomar, IAS **	5	1	No
Usha Sangwan @	5	3	Yes
Radhika Haribhakti @@	5	2	No
Mamta Verma, IAS @@@	5	1	No
Jinal Mehta	5	5	Yes

* Retired as Independent Director w.e.f. September 30, 2021 upon completion of their second and final term as an Independent Director.
** Resigned as Director w.e.f. June 15, 2021.
@ Appointed as Independent Director w.e.f. May 21, 2021.
@@ Appointed as Additional Director (Non-Executive Independent) w.e.f August 07, 2021.
@@@ Appointed as Additional Director (Non-Executive Director) w.e.f. August 07, 2021.

d) Independent Directors

Based on the declaration of independence and other disclosures made by the Independent Directors, the Board has noted that they fulfil the conditions of independence specified in the Act and the Listing Regulations.

Based on the disclosures made by them, no Independent Director served as an Independent Director in more than 7 listed companies and where the Independent Director was a Whole-time Director / Managing Director in any listed company, he / she was not Independent Director in more than 3 listed companies.

A Meeting of the Independent Directors was held on February 03, 2022 under the Chairpersonship of Samir Barua to review the matters as required by Schedule IV of the Act and the Listing Regulations.

Report On Corporate Governance (Contd.)

e) Criteria for selection of new Directors and Committee Membership

The Company has in place a policy, which provides criteria as well as process for the identification/ appointment of the Directors of the Company. The Policy on Directors' appointment forms part of the Board's Report. The table below sets forth the core skills / expertise / competencies identified by the Board along with names of Directors who have such skills / expertise / competence for effective functioning of the Board of Directors:

Skills, Expertise, Competencies	Sudhir Mehta	Samir Mehta	Pankaj Patel	Samir Barua	Keki Mistry	Usha Sangwan	Radhika Haribhakti	Mamta Verma, IAS	Jinal Mehta
Strategic Leadership	Significant leadership experience to think strategically and develop effective strategies to drive change and growth in context of the Company's overall objectives.								
	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Industry Experience	Experience and/ or knowledge of the industry in which the Company operates.								
	Yes	Yes	--	--	--	--	--	Yes	Yes
Financial expertise	Qualification and/ or experience in accounting and/ or finance coupled with ability to analyse key financial statements; critically assess financial viability and performance; contribute to financial planning; assess financial controls and oversee capital management and funding arrangements.								
	--	Yes	--	Yes	Yes	Yes	Yes	Yes	Yes
Governance, Risk and compliance	Knowledge and experience of best practices in governance structures, policies and processes including establishing risk and compliance frameworks, identifying and monitoring key risks.								
	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Diversity	Representation of gender, cultural or other such diversity that expand the Board's understanding and perspective.								
	--	--	--	--	--	Yes	Yes	Yes	--

f) Familiarisation Programme

The Company and business familiarisation process for the Independent Directors was an ongoing process during the Financial Year and largely carried out by way of special discussions and presentations at Board/ Committee Meetings on important matters such as key regulatory changes, material legal matters, changing industry trends, periodic operations review, annual budget review (including capex plan), strategy discussions and exceptional developments, if any, in the Company.

The details of such familiarization program have been disclosed on the Company's website at https://www.torrentpower.com/pdf/investors/FamiliarisationPrograme_20220502132040.pdf

g) Shareholding of Non-Executive Directors as on March 31, 2022

- Sudhir Mehta, Chairman Emeritus
  6,882 equity shares

Apart from the above, none of the Non-Executive Directors holds any shares of the Company.

3. AUDIT COMMITTEE

a) Terms of Reference

Major Terms of Reference of the Committee includes:

- Overseeing financial reporting process and review of financial statements (Including quarterly financial statements) and Auditor's Report of the Company and its unlisted subsidiaries;
- Reviewing functioning of vigil mechanism / whistle blower policy;
- Reviewing and approval of related party transactions;
- Scrutiny of inter-corporate loans and investments;
- Reviewing of internal audit function and reports;
- Evaluating internal financial control and risk management system;
- Recommending to the Board appointment and remuneration of auditors and review their performance and adequacy of internal control systems.
- Reviewing the statement of uses / application of funds raised through any issue;
- Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
- Reviewing utilization of loans and/ or advances from/investment by the Company in the subsidiary exceeding ₹100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments;
- Valuation of any undertakings, assets, net worth, liabilities of the Company, if necessary;
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- Considering and commenting on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc., on the Company and its shareholders.

The Terms of Reference were in full compliance with provisions of the Act and the Listing Regulations.

b) Composition and Committee Meetings

The particulars of the Committee as on March 31, 2022 are set forth below.

Name of the Director	Category of Directorship	Chairperson/Member	No. of Meetings attended
Samir Barua	Independent Director	Chairperson	5
Keki Mistry	Independent Director	Member	5
Bhavna Doshi *	Independent Director	Member	3
Dharmishta Raval *	Independent Director	Member	3
Usha Sangwan #	Independent Director	Member	2
Radhika Haribhakti #	Additional Director (Non-Executive Independent)	Member	2

* Ceased to be a Member of the Committee w.e.f. September 30, 2021 due to completion of the second and final term as an Independent Director of the Company.
\# Appointed as Member of the Committee w.e.f. October 01, 2021.

Composition of the Committee was in compliance with the provisions of the Act and the Listing Regulations.

During the year under review, five Meetings of the Committee were held on April 08, 2021, May 20, 2021, August 06, 2021, October 27, 2021 and February 03, 2022. The Committee met once in a quarter and time gap between two consecutive Meetings did not exceed 120 days. Senior Management of the Company and representatives of Statutory and Internal Auditors were invited to the Meetings. All the recommendations / submissions made by the Committee during the year were accepted by the Board.

4. NOMINATION AND REMUNERATION COMMITTEE

a) Terms of Reference

Major Terms of Reference of the Committee includes:

- Evaluation and recommendation of composition of the Board and its sub-committees;
- Evaluation of the balance of skills, knowledge and experience on the Board for every appointment of an independent director and on the basis of such evaluation, to prepare a description of the role and capabilities required of an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified.
- Formulation of criteria for determining qualification, positive attributes and independence of a Director;
- Identification of persons who are qualified to become Directors and who may be appointed in Senior Management of the Company in accordance with criteria laid down and recommend the same to the Board for their appointment and removal;
- Recommendation to the Board, remuneration proposed to be paid to Directors/ Key Managerial Personnel (KMP) / Senior Management;

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- Recommendation of Remuneration Policy to the Board;
- Formulation of policy on Board Diversity of the Company;
- Formulation of criteria for performance evaluation of Board, Committees, Individual Directors.

The Terms of Reference were in full compliance with provisions of the Act and the Listing Regulations.

b) Composition and Committee Meetings

The particulars of the Committee as on March 31, 2022 are set forth below.

Name of the Director	Category of Directorship	Chairperson/ Member	No. of Meetings attended
Pankaj Patel	Independent Director	Chairperson	3
Sudhir Mehta	Non-Executive Director (Promoter)	Member	3
Dharmishta Raval*	Independent Director	Member	3
Radhika Haribhakti #	Additional Director (Non-Executive Independent)	Member	N.A.

* Ceased to be a Member of the Committee w.e.f. September 30, 2021 due to completion of the second and final term as an Independent Director of the Company.
# Appointed as Member of the Committee w.e.f. October 01, 2021.

Composition of the Committee was in compliance with provisions of the Act and the Listing Regulations.

During the year under review, three Meetings of the Committee were held on April 08, 2021, May 20, 2021 and August 06, 2021. All the recommendations/ submissions made by the Committee during the year were accepted by the Board.

c) Performance Evaluation Criteria for Independent Directors

The criteria as well as process for evaluation of the Independent Directors are given below:

Criteria

i. Fulfillment of functions

ii. Participation in the Board in terms of adequacy (time & content)

iii. Contribution at Meetings

iv. Guidance/ support to the Management outside the Board / the Committee meetings

v. Independent views and judgement

Process

i. The Chairperson of the Board to discuss self and peer evaluation on a One-on-One basis with each Director.

ii. The Chairperson to consolidate the comments and give the feedback to individual Directors.

5. STAKEHOLDERS' RELATIONSHIP COMMITTEE

a) Terms of Reference

Major Terms of Reference of the Committee includes:

- Resolution of the grievances of all stakeholders including complaints related to transfer/ transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/ duplicate share certificates, general meetings;
- Review of transfer/ transmission/ name deletion requests and issuance of duplicate share certificate;
- Overseeing performance of Registrar & Share Transfer Agent in respect of adherence to service standards adopted by the Company;
- Determination of Book Closure period and Record Date in respect of shares, debentures, other securities and General Meetings of the Company;

The Terms of Reference were in full compliance with provisions of the Act and the Listing Regulations.

Powers to approve share transfers/ transmission and related requests have been delegated by the Committee to Senior Officials of the Company for expeditious disposal of the Members' requests and complaints.

b) Composition and Committee Meetings

The particulars of the Committee as on March 31, 2022 are set forth below:

Name of the Director	Category of Directorship	Chairperson/ Member	No. of Meetings attended
Pankaj Patel	Independent Director	Chairperson	14
Samir Mehta	Chairperson	Member	14
Jinal Mehta	Managing Director (Promoter)	Member	13

Composition of the Committee was in compliance with provisions of the Act and the Listing Regulations.

During the year under review, fourteen meetings of the Committee were held on April 12, 2021, May 17, 2021, May 20, 2021, July 29, 2021, August 31, 2021, September 13, 2021, October 11, 2021, October 27, 2021, November 19, 2021, December 20, 2021, January 06, 2022, February 07, 2022, March 03, 2022 and March 14, 2022. All the recommendations/ submissions made by the Committee during the year were accepted by the Board. Rahul Shah, Company Secretary is the Compliance Officer of the Company.

c) Investor Grievance Redressal

The Company received 19 complaints during the year under review and the same have been resolved to the satisfaction of the complainants within a reasonable period of time.

6. RISK MANAGEMENT COMMITTEE

a) Terms of Reference

Major Terms of Reference of the Committee includes:

- Formulation of Risk Management Policy including its framework for identification of internal and external risks, Measures for risk mitigation, business continuity plan etc.
- Ensuring that appropriate methodology, processes, controls and systems are in place to monitor and evaluate risks associated with the business of the Company;
- Monitoring and overseeing implementation of the risk management policy, including evaluating adequacy of risk management systems;
- Periodically review the risk management policy, at least once in two years, including by considering changing industry dynamics and evolving complexity;
- Informing Board about nature and content of its discussions, recommendations and actions to be taken;
- Appointment, removal and approving terms of remuneration of the Chief Risk Officer (if any);

The Terms of Reference were in full compliance with provisions of the the Listing Regulations.

b) Composition and Committee Meetings

The particulars of the Committee as on March 31, 2022 are set forth below.

Name of the Director	Category of Directorship	Chairperson/ Member	No. of Meetings attended
Samir Barua	Independent Director	Chairperson	2
Bhavna Doshi*	Independent Director	Member	1
Usha Sangwan#	Independent Director	Member	1
Radhika Haribhakti#	Additional Director (Non-Executive Independent)	Member	1
Lalit Malik	Chief Financial Officer	Member	2

* Ceased to be a Member of the Committee w.e.f. September 30, 2021 due to completion of the second and final term as an Independent Director of the Company.
# Appointed as Member of the Committee w.e.f. October 01, 2021.

Report On Corporate Governance (Contd.)

Composition of the Committee was in compliance with provisions of the Act and the Listing Regulations.

During the year under review, two Meetings of the Committee were held on July 28, 2021 and January 17, 2022. All the recommendations / submissions made by the Committee during the year were accepted by the Board.

Note: All the Meetings of the Committees were held through Audio-Video Conferencing as allowed by the Ministry of Corporate Affairs.

7. CORPORATE SOCIAL RESPONSIBILITY AND SUSTAINABILITY COMMITTEE (CSRSC)

The complete details of the constitution, meetings, attendances of the Chairperson and Members of the Meetings of the CSRSC are disclosed in the CSR Annual Report part which forms a part of the Board's Report of the Company.

8. REMUNERATION OF DIRECTORS

a) Remuneration Policy

The Company has in place the policy relating to remuneration of the Directors, KMP and other employees of the Company. As required by the Act, the Remuneration Policy has been uploaded on the website of the Company at: https://www.torrentpower.com/pdf/investors/20191014_remuneration_policy.pdf

b) Non-Executive Directors

Non-Executive Directors are compensated by way of Sitting Fees (except promoter category Non-Executive Director) for Meetings attended and annual Commission for participation in Meetings attended. Members have approved payment of annual Commission to Non-Executive Directors, in addition to Sitting Fees, within the limits laid down under the provisions of the Act. The Board of Directors in terms of authorisation granted by the Members, approved the Commission to be paid to each Non-Executive Director. Detailed criteria for remuneration of Non-Executive Directors are part of Remuneration Policy as mentioned above.

c) Particulars of remuneration paid to the Directors for FY22

(₹ in crore)

Name of the Director $	Sitting Fees	Salary & Perquisites #	Commission	Total
Samir Mehta	-	-	10.00	10.00
Pankaj Patel	0.09	-	0.27	0.36
Samir Barua	0.16	-	0.37	0.53
Keki Mistry	0.11	-	0.30	0.41
Bhavna Doshi	0.08	-	0.21	0.29
Dharmishta Raval	0.09	-	0.22	0.31
Sunaina Tomar, IAS @	0.01	-	0.05	0.06
Usha Sangwan	0.09	-	0.21	0.30
Radhika Haribhakti	0.06	-	0.14	0.20
Mamta Verma, IAS @	0.01	-	0.05	0.06
Jinal Mehta	-	12.06	2.50	14.56
Total	**0.70**	**12.06**	**14.32**	**27.08**

$ None of the Directors are entitled to severance pay.
# Includes Salary, House Rent Allowance, contribution to Provident/ Superannuation Funds and approved Allowances/ Perquisites (excluding premium for Group Personal Accident and Group Mediclaim Insurance).
@ Sitting fees and Commission of Sunaina Tomar & Mamta Verma, IAS (nominated by the Government of Gujarat (GoG)) is paid/ payable to the GoG.

Directors have not been granted any stock options during the year under review.

Apart from payment of Sitting Fees, Annual Commission and shareholding of Non-Executive Directors disclosed in part 2(g) above, there was no other pecuniary relationship or transactions between the Company and the Non-Executive Directors.

9. GENERAL BODY MEETINGS

- Last 3 Annual General Meetings of the Company

Meeting	Date	Time	Venue	No. of Special Resolutions passed
15th AGM	August 05, 2019	09:30 am	J. B. Auditorium, Torrent-AMA Centre, Ahmedabad Management Association, Vastrapur, Ahmedabad-380015	2
16th AGM	August 06, 2020	09.30 am	Through Video Conferencing/ Other Audio Visual Means from "Samanvay", 600 Tapovan, Ambawadi, Ahmedabad- 380015	2
17th AGM	August 06, 2021	09.30 am	Through Video Conferencing/ Other Audio Visual Means from "Samanvay", 600 Tapovan, Ambawadi, Ahmedabad- 380015	2

No Postal Ballot was conducted during the year under review and as of the date of this report, there is no proposal to pass any special resolution through Postal Ballot.

10. MEANS OF COMMUNICATION

During the year, quarterly Unaudited Financial Results with Limited Review Report and annual Audited Financial Results of the Company with the Auditors' Report thereon were submitted to the stock exchanges upon their approval by the Board. The Company published its quarterly Financial Results in two English daily newspapers having nationwide circulation i.e. Indian Express and Financial Express and in one regional newspaper i.e. Financial Express (Gujarati Edition). The Company also submitted to the Stock Exchanges the schedule of analysts' or institutional investors' meets and presentations to them. The Company's website: www.torrentpower.com also displays the official news releases of relevance, schedules and presentations for investors, key Company Policies, its values, CSR and other relevant information in addition to the Financial Results. An exclusive section as "Investors" serves to inform and service the Members, enabling access to information at their convenience.

Pursuant to MCA General Circular No. 2/2022 dated May 05, 2022 read with General Circular No. 20/2020 dated May 05, 2020, Annual Report shall be sent only by email to the members. In view of the same, the Company will send soft copy of Integrated Annual Report for FY22 to those Members whose email IDs are registered with the DPs and/ or with the Company's RTA. Also, soft copy of Integrated Annual Report will be available on the Company's website: www.torrentpower.com.

11. GENERAL SHAREHOLDER INFORMATION

a) 18th Annual General Meeting (AGM)

Date	:	Monday, August 08, 2022
Time	:	9.30 am
Venue	:	Video Conference / Other Audio-Visual Means
Remote E-voting Period	:	From 9.00 am on August 04, 2022 to 5.00 pm on August 07, 2022
Cut-off date for Remote E-voting	:	August 01, 2022

Report On Corporate Governance (Contd.)

b) Tentative Financial Calendar for the year ended March 31, 2023

Financial year	:	April 01, 2022 – March 31, 2023
First quarter results	:	Second week of August, 2022
Second quarter results	:	Second week of November, 2022
Third quarter results	:	Third week of February, 2023
Results for the year end	:	Third week of May, 2023

c) Dividend Payment date

The Interim dividend of ₹9.00/- per equity share of ₹10/- each was declared for the financial year 2021-22 at the Board meeting held on February 03, 2022. Payment of such dividend was made on or before March 05, 2022, subject to deduction of tax at source.

The said Interim dividend to be confirmed as Final dividend at the ensuing Annual General Meeting.

d) Listing on Stock Exchanges and Security Codes

- Equity Shares of the Company are listed on BSE Ltd. and National Stock Exchange of India Ltd. in India:

Stock Exchange	ISIN	Security Code
BSE Ltd. (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400 001	INE813H01021	532779
National Stock Exchange of India Ltd. (NSE) "Exchange Plaza", C – 1, Block G, Bandra - Kurla Complex, Bandra (East), Mumbai 400 051	INE813H01021	TORNTPOWER

- Non-Convertible Debentures ("NCDs") of the Company are listed on the Wholesale Debt Market segment of NSE:

Series	Secured / Unsecured	Coupon rate (p.a.)	ISIN	Security Code
Series 1$	Secured	10.35%	INE813H07010	TOPO22
Series 2B*	Secured	10.35%	INE813H07069	TOPO22
Series 2C	Secured	10.35%	INE813H07077	TOPO23
Series 3A#	Secured	8.95%	INE813H07085	TOPO21
Series 3B	Secured	8.95%	INE813H07093	TOPO22
Series 3C	Secured	8.95%	INE813H07101	TOPO23
Series 4A	Unsecured	10.25%	INE813H08018	TOPO22
Series 4B	Unsecured	10.25%	INE813H08026	TOPO23
Series 4C	Unsecured	10.25%	INE813H08034	TOPO24
Series 5	Secured	7.65%	INE813H07119	TOPO23
Series 6	Secured	7.30%	INE813H07127	TOPO23
Series 7A	Secured	6.50%	INE813H07135	TOPO25
Series 7B	Secured	6.90%	INE813H07143	TOPO26
Series 7C	Secured	7.25%	INE813H07150	TOPO27

$ Series 1: 550 NCDs were partly redeemed on September 27, 2021.
* Series 2B: 100 NCDs were fully redeemed on March 25, 2022.
# Series 3A: 80 NCDs were fully redeemed on April 06, 2021.

- Annual listing fees for both, Equity and Debt securities for FY22 have been paid to the Stock Exchanges, where the securities of the Company are listed.

e) Market price data

Closing market price of equity shares on March 31, 2022 was ₹491.90 on BSE and ₹491.85 on NSE.

Monthly movement of equity share prices during the year at BSE and NSE:

Month	BSE			NSE		
	High (₹)	Low (₹)	Volume	High (₹)	Low (₹)	Volume
April, 2021	429.95	375.00	18,85,849	428.55	375.50	1,76,87,159
May, 2021	465.40	388.30	19,14,567	465.90	388.25	3,96,89,170
June, 2021	508.85	429.10	30,99,602	508.70	429.00	5,25,64,905
July, 2021	484.35	446.30	12,26,999	483.85	446.00	1,63,26,241
August, 2021	499.55	437.60	13,92,975	499.80	437.25	2,65,73,528
September, 2021	527.05	464.75	15,26,961	527.35	464.90	2,87,34,956
October, 2021	544.80	482.30	18,48,267	544.90	482.25	3,03,85,985
November, 2021	560.70	495.00	10,80,988	560.75	494.50	2,10,34,760
December, 2021	606.05	526.40	11,92,345	606.55	526.00	2,15,94,258
January, 2022	589.85	521.30	5,91,280	589.80	521.55	1,29,72,985
February, 2022	589.95	435.00	13,39,678	589.90	433.00	2,82,81,686
March, 2022	499.20	456.75	4,78,619	499.20	448.45	82,14,646

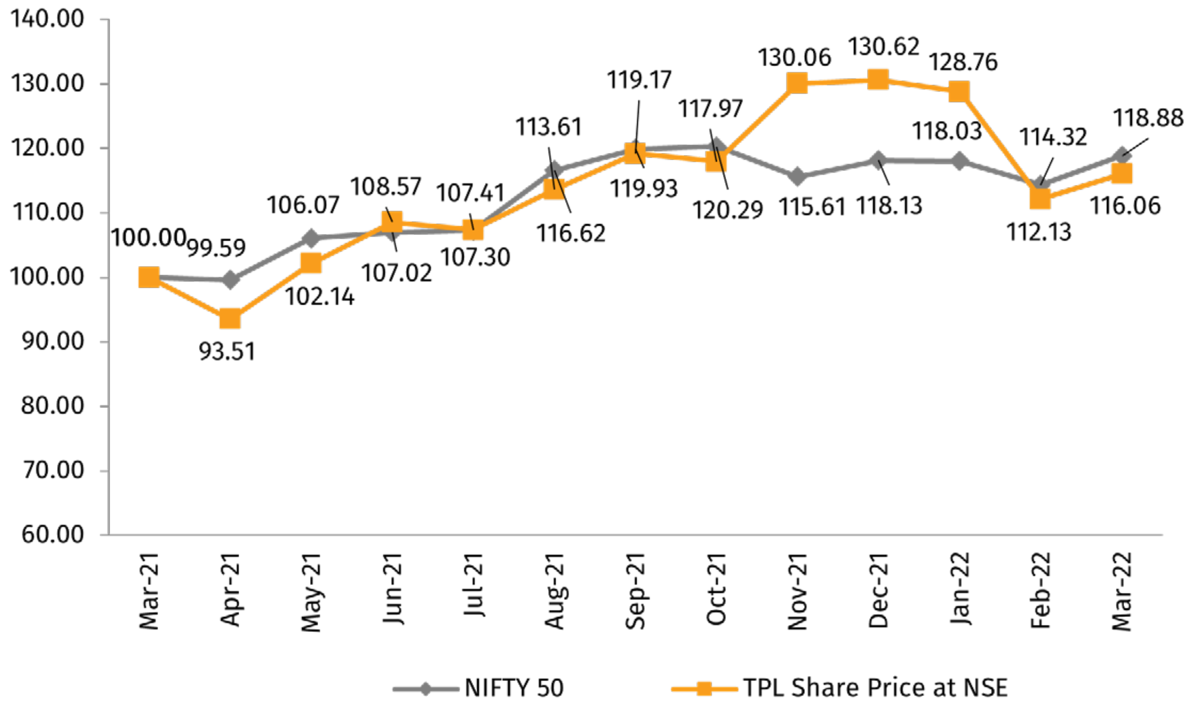
f) Performance of Equity Share Price vis-à-vis Nifty 50 is as under:

Month	TPL Share Price at NSE (₹)*	NIFTY 50 during the Month* (₹)	Relative Index for comparison purpose	
			TPL share price (%)	NIFTY 50(%)
March, 2021	423.80	14,690.70	100.00	100.00
April, 2021	396.30	14,631.10	93.51	99.59
May, 2021	432.85	15,582.80	102.14	106.07
June, 2021	460.10	15,721.50	108.57	107.02
July, 2021	455.20	15,763.05	107.41	107.30
August, 2021	481.50	17,132.20	113.61	116.62
September, 2021	505.05	17,618.15	119.17	119.93
October, 2021	499.95	17,671.65	117.97	120.29
November, 2021	551.20	16,983.20	130.06	115.61
December, 2021	553.55	17,354.05	130.62	118.13
January, 2022	545.70	17,339.85	128.76	118.03
February, 2022	475.20	16,793.90	112.13	114.32
March, 2022	491.85	17,464.75	116.06	118.88

* Closing data on the last trading day of the month. Closing equity share price at NSE and NIFTY 50 of March 31, 2021 have been taken as the base for calculating relative index for comparison purpose.

Report On Corporate Governance (Contd.)

Relative Performance of TPL Share Price v/s Nifty 50



g) Registrar and Share Transfer Agent

Members are requested to send all documents pertaining to duplicate/ transmission/name deletion/ demat requests and other communications in relation thereto directly to the Registrar and Share Transfer Agent at the following address:

Link Intime India Pvt. Ltd.
506 to 508,
Amarnath Business Centre - I (ABC - I),
Beside Gala Business Centre,
Nr. St. Xavier's College Corner,
Off C G Road, Ellisbridge,
Ahmedabad-380006 (Gujarat).
Telephone: +91 079 26465179/86/87
Fax : +91 079 26465179
E-mail: ahmedabad@linkintime.co.in

h) Share Transfer System

In terms of Regulation 40(1) of the Listing Regulations, as amended, securities can be transferred only in dematerialized form w.e.f. April 1, 2019, except in case of transmission of securities or transposition of names. The Members holding shares in physical form are requested to convert their holdings to dematerialized form. Transfer of equity shares in electronic form are effected through the depositories with no involvement of the Company.

The Securities and Exchange Board of India ('SEBI') vide its circular dated November 03, 2021 and December 14, 2021 has prescribed mandatory provisions for "Common and Simplified Norms for processing Investor's Service request by RTAs and norms for furnishing PAN, KYC details and Nomination". Further, it has made mandatory for the Members holding securities in physical form to furnish PAN, KYC details and either Nomination or declaration to Opt-out to the Registrar and Transfer Agent ('RTA') of the Company. In case of failure to provide required documents and details as per the aforesaid SEBI circular, all folios of such Members shall be frozen on or after April 01, 2023 by the RTA. More details of the above are available on the website of the Company https://www.torrentpower.com/index.php/investors/holdingshares.

The Company obtains from a Company Secretary in Practice half-yearly certificate of compliance with the share transfer formalities as required under Regulation 40(9) of the Listing Regulations and files a copy of the certificate with the Stock Exchanges.

Powers to approve share transfers and related requests have been delegated by the Stakeholders Relationship Committee to the Senior Officials of the Company for expeditious disposal of the Members' requests and complaints. Details of transfers/ transmission approved by the delegates were noted by the Stakeholders Relationship Committee at its meeting once in a quarter, which were subsequently noted by the Board of Directors.

i) Distribution of shareholding as on March 31, 2022

- **By size of shareholding**

No. of Shares	No. of Members	% Members	No. of Shares	% of Shareholding
001 to 500	1,25,391	92.18	59,90,306	1.25
501 to 1000	5,441	4.00	36,92,487	0.77
1001 to 2000	2,247	1.65	32,36,714	0.67
2001 to 3000	936	0.69	23,61,934	0.49
3001 to 4000	404	0.30	14,21,252	0.30
4001 to 5000	344	0.25	15,66,869	0.33
5001 to 10000	630	0.46	44,80,246	0.93
10001 & above	637	0.47	45,78,66,976	95.27
Total	**1,36,030**	**100.00**	**48,06,16,784**	**100.00**

- **By category of Members**

Sr. No.	Category	No. of Shares	% of Shareholding
1	Promoters	25,74,43,318	53.57
2	Mutual Funds	6,87,11,239	14.30
3	Foreign Portfolio Investors	3,29,56,178	6.86
4	Insurance Companies	3,06,70,733	6.38
5	Central Government / State Government(s)	70,58,501	1.47
6	Financial Institutions and Banks	10,59,322	0.22
7	Body Corporates	4,79,35,639	9.97
8	Non-Institutional Individuals	3,07,79,647	6.40
10	Others	40,02,207	0.83
	Total	**48,06,16,784**	**100.00**

j) Dematerialisation and Liquidity of shares

Equity Shares of the Company can be traded only in dematerialised form by the investors. The Company has established connectivity with National Securities Depository Ltd. ("NSDL") and Central Depository Services (India) Ltd. ("CDSL"). Demat security (ISIN) code for the equity shares of the Company is INE813H01021. As on March 31, 2022, 97.57% of the equity shares have been dematerialised. The shares of the Company are frequently traded on both the Stock Exchanges and hence, the equity shares of the Company are liquid.

k) Outstanding GDRs/ ADRs/ Warrants/ any other convertible instruments

The Company has not issued any GDRs/ ADRs/ warrants or any convertible instruments as on date.

l) Disclosure of commodity price risk/ foreign exchange risk and hedging activities

The Company has exposure to US$ / INR exchange rate arising principally on account of import of LNG and import of coal. The extant tariff regulations do not permit the cost of hedging such exposure as a cost to be passed through to the off-takers / beneficiaries. As a result, the Company does not follow a policy of hedging such exposures and actual rupee costs of import of fuel are substantially passed on to the off-takers / consumers, because of which such exposures are not likely to have material financial impact on the Company.

Report On Corporate Governance (Contd.)

The following were the material commodity exposures of the Company during FY22:

Commodity	Exposure in INR (₹ in Crore)	Exposure in Quantity	% of such exposure hedged through commodity derivatives				
			Domestic Market		International Market		Total
			OTC	Exchange	OTC	Exchange	
Imported & domestic Coal	460	14,30,413 MT	-	-	-	-	-
Liquefied Natural Gas & domestic natural gas	2,031	4,22,03,474 MMBTU	-	-	-	-	-

The commodity exposure is mainly on account of fuel, a substantial part of which is a pass through cost and hence the commodity price exposure is not likely to have a material financial impact on the Company.

m) Registered Office and Plant/ Unit Locations

Registered Office	Generation
"Samanvay", 600 Tapovan, Ambawadi, Ahmedabad-380015 (Gujarat)	i. SUGEN, UNOSUGEN and GENSU, Off National Highway No. 8, Taluka: Kamrej, District: Surat-394155 (Gujarat) ii. AMGEN, Ahmedabad-380005 (Gujarat) iii. DGEN, Plot no Z-9, Dahej SEZ, Taluka Vagra, Dist. Bharuch – 392130 (Gujarat) iv. Renewable generation projects located at Patan, Surat, Jamnagar, Rajkot, Kutch in Gujarat, Osmanabad in Maharashtra and Gulbarga and Raichur in Karnataka.
	Distribution i. AEC cross roads, Sola Road, Naranpura, Ahmedabad – 380013 (Gujarat) ii. Torrent House, Station Road, Surat-395003 (Gujarat) iii. Plot No. Z/21, Dahej SEZ, Part I, Taluka Vagra, Dist. Bharuch – 392130 (Gujarat) iv. Plot 3a, C7 Road, Dholera Smart City, Behind Dholera village, Taluka: Dholera, Dist. Ahmedabad -382455 (Gujarat) v. Near Narpoli Police Station, Opposite Kashinath Patil Hospital, Building A Wing, Type 3, Ground to 3rd Floor, Aadeshwar Tower, Old Agra Road, Kamat Ghar, Bhiwandi, Thane-421302 (Maharashtra) vi. 3rd and 4th Floor, "Fortune Plaza" Plot No E-4, Taj Nagri Phase-2, Sector-E, Near Hotel Courtyard Marriott, Fatehabad Road, Agra-282001 (Uttar Pradesh) vii. Shop No S1, S2, Office No 101, 201, Building- E, Ground to 2nd Floor, Mayurs Nature Glory, Parsik Nagar, Kalwa, Thane-400605 (Maharashtra)

n) Address for Correspondence

Company Secretary
Torrent Power Limited
"Samanvay",
600 Tapovan, Ambawadi,
Ahmedabad-380015 (Gujarat)
CIN: L31200GJ2004PLC044068
Telephone : + 91 79 26628300
Fax : +91 79 26764159
E-mail : cs@torrentpower.com
Website : www.torrentpower.com

o) Debenture Trustees

IDBI Trusteeship Services Ltd.,
Asian Building, Ground Floor,
17, R. Kamani Marg,
Ballard Estate,
Mumbai- 400001 (Maharashtra)
Telephone : (022) 4080 7005

p) Credit Rating

During the year, CRISIL upgraded the long-term rating of the Company from AA/Positive to AA+/Stable and reaffirmed the short-term credit rating of A1+. India Ratings has reaffirmed short term rating at IND A1+ to the Commercial Paper Programme of the Company. CRISIL has also upgraded long term rating of the non-convertible debentures issued by Jodhpur Wind Farms Private Limited and Latur Renewable Private Limited, wholly owned subsidiaries of the Company, from AA(CE)/Positive to AA+(CE)/Stable, which has resulted in decrease in Coupon rate from 7% to 6.75% from the date of rating upgrade.

12. OTHER DISCLOSURES

a) Related Party Transactions

The Company has formulated Related Party Transaction Policy, which is in compliance with provisions of the Act and the Listing Regulations. The policy can be accessed on the website of the Company at the web link: https://www.torrentpower.com/pdf/investors/RPTPolicy002_20220617151631.pdf

During the year, the Company did not enter into any transaction with related parties which were material in nature as defined in the Listing Regulations. All the related party contracts/ arrangements and transactions entered into by the Company were put forth for the prior approval of the Audit Committee and the Board, as applicable, in compliance with the said policy. The Company has not entered into any transactions, which requires approval of the Members.

Statement of related party transactions was presented to the Audit Committee for its review on quarterly basis, specifying the nature, value and terms and conditions of the transactions.

The particulars of contracts/ arrangements and transactions entered into by the Company with related parties are set out in the Notes to the Financial Statements forming part of this Integrated Annual report.

b) Legal Compliances

The Company has formalised a system to track, monitor and document legal compliances applicable to the Company. The Board periodically reviews compliance reports (of all the laws applicable to the Company), prepared by the management. There were no instances of material non-compliances during the year under review. No strictures were passed or penalties imposed on the Company by SEBI, Stock Exchanges or any statutory authority on any matter related to capital markets during the last three years.

c) Vigil Mechanism /Whistle Blower Policy

The Board has adopted Vigil Mechanism/ Whistle Blower Policy for the Company, under which the Company has institutionalised a mechanism for the stakeholders to disclose their concerns and grievances on unethical behaviour and improper/ illegal practices and wrongful conduct and instances of leak or suspected leak of Unpublished Price Sensitive Information ("UPSI") taking place in the Company for appropriate action. The policy was amended by the Board on May 20, 2021 and amended policy is available on the website of the Company at https://www.torrentpower.com/pdf/investors/WhistleBlowerPolicy.pdf

During the year, functioning of the Vigil Mechanism was reviewed by the Audit Committee on quarterly basis. No employee intending to report under Vigil Mechanism was denied access to the Audit Committee.

d) Compliance with all the mandatory requirements of Corporate Governance

The Company has complied with all the mandatory requirements of Corporate Governance applicable to the Company.

e) Material Subsidiary Policy

The Company has formulated a Policy for determining "Material Subsidiary" and same is available on Company's website at https://www.torrentpower.com/pdf/investors/19-01-2019_2vueh_policy_materialsubsidiaries2.pdf

f) Utilization of funds raised through Preferential Allotment or Qualified Institutions Placement

During the year under review, the Company did not raise any funds through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the Listing Regulations. However, during the year under review, the Company has issued NCDs on private placement basis, listed on debt market segment of National Stock Exchange Limited. The Company affirms that there has been no deviation or variation in utilisation of proceeds of the listed NCDs of the Company.

g) Certificate of Practicing Company Secretary

The Company has obtained a certificate from M/s Rajesh Parekh & Co., Practicing Company Secretary, Ahmedabad stating that none of the Directors on the Board of the Company have been debarred/ disqualified from being appointed/ continuing as Directors of any company, by the SEBI and the Ministry of Corporate Affairs or any such Statutory authority.

Report On Corporate Governance (Contd.)

h) Fees paid to Statutory Auditors

During the year, total fees, for all services (including out of pocket expenses and taxes), paid by the Company and its subsidiaries, on a consolidated basis, to the Statutory Auditors - Price Waterhouse Chartered Accountants LLP (012754N/N500016) and to all entities in the network of which Auditor is a part are as under:

(₹ in crore)

Audit Fees	1.64
Other Services certificates etc.	0.54
Reimbursement of expenses	0.02
Total	**2.20**

i) Protection of Women against Sexual Harassment at Work-Place

Pursuant to the provisions of The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules made thereunder, the Company has adopted a "Policy on Protection of Women against Sexual Harassment at Work Place". Pursuant to the said Policy, the Company has formed Internal Complaints Committee with majority women members at each of the Unit/ Administrative Office. During the year, no complaints were filed with the Internal Complaints Committee.

j) Compliance with Corporate Governance

The Company has complied with the Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations.

For and on behalf of the Board

Jinal Mehta
Managing Director
DIN: 02685284

Ahmedabad
May 10, 2022

Certificate of Compliance with the Code of Business Conduct

To,
The Members,
Torrent Power Limited

Torrent Power Limited has in place a Code of Business Conduct (the "Code") for its Board of Directors, Senior Management Personnel and other employees of the Company. I report that the Board of Directors have received affirmation on compliance with the Code from the Members of the Board and Senior Management of the Company for the year under review.

For and on behalf of the Board

Jinal Mehta
Managing Director
DIN: 02685284

Ahmedabad
May 10, 2022

Independent Auditor's Report

To the Members of Torrent Power Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying standalone financial statements of Torrent Power Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2022, 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 standalone financial statements, including a summary of significant accounting policies and other explanatory information.

2. 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 accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2022, and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year then ended.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those Standards 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 together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Independent Auditor's Report (Contd.)

Key audit matter	How our audit addressed the key audit matter
i. Impairment assessment for Power Plant located at Dahej (Refer to note 42(1) to the standalone financial statements):	
The carrying amount of Property, Plant & Equipment ("PP&E") includes an amount of ₹ 1,378.90 Crore pertaining to 1,200 MW DGEN Mega Power Project located at Dahej, India ("DGEN"). DGEN started its commercial operations from November 2014 ("COD") and has operated only intermittently after the COD. As a result of the above, and given the current economic environment, management has carried out an impairment assessment of DGEN in accordance with Ind AS 36 'Impairment of Assets' and with the help of an external valuer, has measured the recoverable amount based on 'value in use' which requires estimating the discounted cash flow projections over the estimated useful life of the DGEN. Such assessment involved several key assumptions including expected demand of electricity, future prices of fuel, foreign exchange rate, expected tariff rates of electricity and discount rate, which are considered by management based on past trends and current and likely future state of the industry. Based on such assessment, the value in use arrived at by the management was lower than the carrying amount of DGEN as at March 31, 2022 and accordingly, the Company has provided for an additional impairment loss of ₹ 1,300 Crore. We considered this to be a key audit matter as the carrying value of DGEN at March 31, 2022 is significant to the Company's balance sheet and there is significant judgement and estimation involved in the discounted cash flow (DCF) model used by the management to assess the value in use of DGEN.	Our procedures in relation to management's impairment assessment of DGEN included the following: • Assessed and tested the design and operating effectiveness of the Company's controls over impairment assessment. • Perused the report issued by the external valuer engaged by the management and conducted enquiries with them to understand the assumptions considered by them. • Evaluated independence, competence, capability and objectivity of the external valuer. • Evaluated the reasonableness of cash flow projections used by the Company and the key assumptions underlying the same. • With the involvement of auditor's experts, assessed the reasonableness of the assumptions considered in the discounted cash flow projections for determining value in use. • Enquired with senior management personnel, the justification for the key assumptions underlying the cashflow projections and performed sensitivity analysis on the same, within a reasonably foreseeable range. • Checked the arithmetic accuracy of the computations included in the discounted cash flow projections. • Assessed the adequacy of disclosure in the standalone financial statements. Based on the above procedures performed, we considered management's assessment of impairment of DGEN to be reasonable.
ii. Assessment of recoverability of Deferred tax assets on unutilised tax credits (Refer to note 43 to the standalone financial statements)	
The Company has recognised deferred tax assets on the unutilised tax credits amounting to ₹ 1,474.20 Crore as at March 31, 2022, representing Minimum Alternate Tax (MAT) paid on the accounting profit in the earlier years in which the Company did not have normal taxable profit due to availment of tax holiday. The asset has been recognised on the basis of Company's assessment of availability of future taxable profits to offset the accumulated deferred tax assets on the unutilised tax credits. The future taxable profit projections involve several key assumptions including expected demand of electricity, future prices of fuel, expected tariff rates of electricity and foreign exchange rate, covering the period over which MAT Credit can be claimed as per the Income-tax Act, 1961. In preparing the profit projections, management has considered past trends, applicable tariff regulations/ agreements and current and likely future state of the industry. We considered this a key audit matter as the amount of deferred tax assets on unutilised tax credits is material to the standalone financial statements and significant management judgement is required in assessing the recoverability of accumulated deferred tax assets on unutilised tax credits based on significant assumptions underlying the forecast of future taxable profits. Further, recoverability of deferred tax assets depends on the achievement of Company's future business plans.	Our audit procedures in relation to management's assessment of recoverability of Deferred tax assets on unutilised tax credits included the following: • Assessed and tested the design and operating effectiveness of the Company's controls over recognition and assessment of recoverability of deferred tax assets on unutilised tax credits. • Assessed the Company's accounting policy in respect of recognizing deferred tax assets on unutilised tax credits. • Enquired with senior management personnel, the justification for the key assumptions underlying the projections and assessed the reasonableness of the assumptions underlying profit projections made by management, by verifying the past trends, available tariff orders and relevant economic and industry indicators. Further, performed sensitivity analysis over the assumptions used in determining the projected taxable profits, within a reasonable range. • Evaluated whether the tax credit entitlements are legally available to the Company for the forecast recoupment period, considering the provisions of Income-tax Act, 1961. • Checked the arithmetic accuracy of the underlying calculations of the profit projections. • Assessed the adequacy of disclosures made in the standalone financial statements with regard to deferred taxes. Based on the above procedures performed by us, we considered the management's assessment of recoverability of deferred tax assets in respect of accumulated deferred tax assets on unutilised tax credits to be reasonable.

Independent Auditor's Report (Contd.)

Other Information

5. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, Management Discussion and Analysis, Business Responsibility Report, Report on Corporate Governance but does not include the standalone financial statements and our auditor's report thereon.

   Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

   In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of management and those charged with governance for the standalone financial statements

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

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

Auditor's responsibilities for the audit of the standalone financial statements

8. 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 standalone financial statements.

9. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism 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 Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.

Independent Auditor's Report (Contd.)

   - 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

10. 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.

11. 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.

12. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone 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

13. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

    (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

    (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

    (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act.

    (e) On the basis of the written representations received from the directors as on March 31, 2022 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2022 from being appointed as a director in terms of Section 164(2) of the Act.

    (f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

Independent Auditor's Report (Contd.)

(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 Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 45(a) to the standalone financial statements;

ii. The Company has made provision as at March 31, 2022, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts - Refer Note 33. The Company did not have any derivative contracts as at March 31, 2022;

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year.

iv. (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 46(c) to the standalone financial statements);

(b) The management has represented that, to the best of its knowledge and belief, as disclosed in the notes to the accounts, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries (Refer Note 46(c) to the standalone financial statements); and

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. The dividend declared and paid during the year by the Company is in compliance with Section 123 of the Act.

15. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N / N500016

Priyanshu Gundana
Partner
Membership Number: 109553
UDIN: 22109553AIRUZF8399

Place: Ahmedabad
Date: May 10, 2022

Annexure A to Independent Auditor's Report

Referred to in paragraph 14(f) of the Independent Auditor's Report of even date to the members of Torrent Power Limited on the standalone financial statements for the year ended March 31, 2022

Report on the Internal Financial Controls with reference to Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of Torrent Power Limited ("the Company") as of March 31, 2022 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

2. 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 ("the Guidance Note") 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 Act.

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing deemed to be prescribed under Section 143(10) of the Act 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 ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

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

5. 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 with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

6. A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements 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 standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Annexure A to Independent Auditor's Report (Contd.)

Referred to in paragraph 14(f) of the Independent Auditor's Report of even date to the members of Torrent Power Limited on the standalone financial statements for the year ended March 31, 2022

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2022, 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 issued by ICAI.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N / N500016

Priyanshu Gundana
Partner
Membership Number: 109553
UDIN: 22109553AIRUZF8399

Place: Ahmedabad
Date: May 10, 2022

Annexure B to Independent Auditor's Report

Referred to in paragraph 13 of the Independent Auditor's Report of even date to the members of Torrent Power Limited on the standalone financial statements as of and for the year ended March 31, 2022

i. a. (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of Property, Plant and Equipment.

(B) The Company is maintaining proper records showing full particulars of Intangible Assets.

b. The Property, Plant and Equipment are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the Property, Plant and Equipment has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification. As regards underground distribution systems, we have been informed that the same are not physically verifiable.

c. The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), as disclosed in Note 4 on Property, Plant and Equipment, Note 5 on Right-of-use assets and Note 7 on Investment Property to the standalone financial statements, are held in the name of the Company, except for the following:

Description of property	Gross carrying value (₹ in Crore)	Held in the name of	Whether promoter, director or their relative or employee	Period held	Reason for not being held in the name of the Company
Freehold Land	3.39	SEC Limited	No	17 years	Amalgamated due to various court orders. Appeal filed against rate valuation.
Freehold Land	2.00	AEC Limited	No	17 years	
Freehold Land	1.30	SEC Limited	No	17 years	Amalgamated due to various court orders. Applications filed and under process of name change.
Freehold Land	0.11	AEC Limited	No	17 years	
Freehold Land	0.14	Torrent Power AEC Limited	No	17 years	
Freehold Land	0.03	Torrent Power SEC Limited	No	15 years	
Building	0.05	SEC Limited	No	17 years	
Leasehold Land	5.39	AEC Limited	No	17 years	
Leasehold Land	0.40	Torrent Power AEC Limited	No	17 years	
Leasehold Land	6.92	SEC Limited	No	17 years	
Leasehold Land	1.69	Torrent Power SEC Limited	No	17 years	

d. The Company has chosen cost model for its Property, Plant and Equipment (including Right of Use assets) and intangible assets. Consequently, the question of our commenting on whether the revaluation is based on the valuation by a Registered Valuer, or specifying the amount of change, if the change is 10% or more in the aggregate of the net carrying value of each class of Property, Plant and Equipment (including Right of Use assets) or intangible assets does not arise.

e. Based on the information and explanations furnished to us, no proceedings have been initiated or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder, and therefore the question of our commenting on whether the Company has appropriately disclosed the details in its standalone financial statements does not arise.

Annexure B to Independent Auditor's Report (Contd.)

Referred to in paragraph 13 of the Independent Auditor's Report of even date to the members of Torrent Power Limited on the standalone financial statements as of and for the year ended March 31, 2022

ii. a. The physical verification of inventory excluding stocks with third parties has been conducted at reasonable intervals by the Management during the year and, in our opinion, the coverage and procedure of such verification by Management is appropriate. In respect of inventory lying with third parties, these have substantially been confirmed by them. The discrepancies noticed on physical verification of inventory as compared to book records were not 10% or more in aggregate for each class of inventory.

b. During the year, the Company has been sanctioned working capital limits in excess of ₹ 5 Crore, in aggregate, from banks on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the unaudited books of account. (Also refer Note 29 to the standalone financial statements)

iii. a. The Company has made investments in six companies, granted unsecured loans to eight companies and six other parties, provided security to a company and stood guarantee to a company. The aggregate amount during the year, and balance outstanding at the balance sheet date with respect to such loans and guarantees or security to subsidiaries and associates are as per the table given below:

(₹ in Crore)

	Guarantees	Security	Loans
Aggregate amount granted/provided during the year			
Subsidiaries	700.00	98.79	461.45
Associate	-	-	7.95
Others	-	-	0.14
Balance outstanding as a balance sheet date in respect of the above case			
Subsidiaries	700.00*	98.79	419.18
Associate	-	-	7.95
Others	-	-	0.14

*As at March 31, 2022 amount aggregating to ₹ 25.48 Crore has been utilized by the subsidiaries. (Also refer note 56(d) to the standalone financial statements)

b. In respect of the investments/guarantees/securities/loans, the terms and conditions under which such loans were granted/investments were made/guarantees provided/security provided are not prejudicial to the Company's interest. (Also refer note 56(e) to the standalone financial statements)

c. In respect of the loan aggregating to ₹ 231.37 Crore the schedule of repayment of principal and payment of interest has been stipulated, and the party is repaying the principal amounts, as stipulated, and is also regular in payment of interest as applicable. In respect of the loans aggregating to ₹ 1,149.63 Crore, no schedule for repayment of principal and payment of interest has been stipulated by the Company. Therefore, in the absence of stipulation of repayment terms we are unable to comment on the regularity of repayment of principal and payment of interest.

d. In respect of the aforesaid loans, there is no amount which is overdue for more than ninety days.

e. There were no loans which fell due during the year and were renewed/extended. Further, no fresh loans were granted to same parties to settle the existing overdue loans.

Annexure B to Independent Auditor's Report (Contd.)

Referred to in paragraph 13 of the Independent Auditor's Report of even date to the members of Torrent Power Limited on the standalone financial statements as of and for the year ended March 31, 2022

f. Following loans were granted during the year, including to promoters/related parties under section 2(76), which are repayable on demand or where no schedule for repayment of principal and payment of interest has been stipulated by the Company.

(₹ in Crore)

	All Parties	Promoters	Related Parties
Aggregate of loans			
Repayable on demand	88.44	-	88.44
Agreement does not specify any terms or period of repayment	232.71	-	232.71
Percentage of loans to the total loans	68.40%	-	68.40%

(Also refer note 46 to the standalone financial statements)

iv. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of the loans and investments made, and guarantees and security provided by it.

v. The Company has not accepted any deposits or amounts which are deemed to be deposits within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.

vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. a. According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including goods and services tax, provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities. Also refer note 45(a) to the standalone financial statements regarding management's assessment on certain matters relating to provident fund.

Annexure B to Independent Auditor's Report (Contd.)

Referred to in paragraph 13 of the Independent Auditor's Report of even date to the members of Torrent Power Limited on the standalone financial statements as of and for the year ended March 31, 2022

b. According to the information and explanations given to us and the records of the Company examined by us, there are no dues of provident fund, employees' state insurance and cess, which have not been deposited on account of any dispute. The particulars of other statutory dues referred to in sub-clause (a) as at March 31, 2022 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount involved (₹ in Crore)	Amount unpaid (₹ in Crore)	Period to which the amount relates (Financial Year)	Forum where the dispute is pending
Customs Act, 1962	Custom duty	37.00	18.50	2012-13	Central Excise and Service Tax Appellate Tribunal
Central Excise Act, 1944	Excise duty	0.17	0.17	1989-90	Central Excise and Service Tax Appellate Tribunal
Kerala General, Sales Tax Act, 1963	Sales Tax on Works Contracts	0.20	0.20	2001-02	Sales Tax Appellate Tribunal
Andhra Pradesh General Sales Tax, Act, 1957	Sales Tax on Works Contracts	0.29	0.29	1993-94 and 1994-95	High court for the State of Telangana
Tamil Nadu General Sales Tax Act, 1959	Sales Tax on Works Contracts	0.47	0.47	1989-90 and 1990-91	Asst. Commissioner of Commercial Tax
Gujarat Value Added Tax Act, 2004	Value Added Tax	6.99	2.41	2007-08 to 2010-11	Gujarat Value Added Tax Tribunal
Gujarat Stamp Act, 1958	Stamp Duty	35.10	35.10	2009-10	Chief Controlling Revenue Authority
Maharashtra Stamp Act, 1958	Stamp Duty	1.01	0.76	2006 and 2016	High Court Bombay
Gujarat Stamp Act, 1958	Stamp Duty	0.26	0.26	2006-07	Principal Secretary, Revenue Department, Government of Gujarat
Foreign Trade (Development stamp Regulation) Act 1992	Customs duty	50.53	50.53	2014-15 and 2015-16	Addl. Director General of Foreign Trade
Finance Act, 1994	Service tax	0.49	0.49	2014-15 and 2016-17	Principal Commissioner (Appeals)
CGST Act, 2017	Goods and Services Tax	11.59	0.32	Jul 2017 to Dec 2019	Jt. Commissioner (CGST)
Income Tax Act, 1961	Income Tax	2.75	0.17	2018-19	Commissioner of Income-tax (Appeals)

Annexure B to Independent Auditor's Report (Contd.)

Referred to in paragraph 13 of the Independent Auditor's Report of even date to the members of Torrent Power Limited on the standalone financial statements as of and for the year ended March 31, 2022

viii. According to the information and explanations given to us and the records of the Company examined by us, there are no transactions in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

ix. a. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest to any lender during the year.

b. According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority.

c. In our opinion, and according to the information and explanations given to us, the term loans and debt instruments have been applied for the purposes for which they were obtained other than the funds which have remained un-utilized as on March 31, 2022. (Also refer Note 25 to the standalone financial statements)

d. According to the information and explanations given to us, and the procedures performed by us, and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

e. According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or associate company.

f. According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or associate company.

x. a. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under clause 3(x)(a) of the Order is not applicable to the Company.

b. The Company has not made any preferential allotment or private placement of shares or fully or partially or optionally convertible debentures during the year. Accordingly, the reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. a. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us we have neither come across any instance of material fraud by the Company or on the Company, noticed or reported during the year, nor have we been informed of any such case by the Management.

b. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the Order is not applicable to the Company.

c. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, the Company has received whistle- blower complaints during the year which have been considered by us for any bearing on our audit and reporting.

Annexure B to Independent Auditor's Report (Contd.)

Referred to in paragraph 13 of the Independent Auditor's Report of even date to the members of Torrent Power Limited on the standalone financial statements as of and for the year ended March 31, 2022

xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the reporting under clause 3(xii) of the Order is not applicable to the Company.

xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the standalone financial statements as required under Indian Accounting Standard 24, Related Party Disclosures specified under Section 133 of the Act.

xiv. a. In our opinion and according to the information and explanation given to us, the Company has an internal audit system commensurate with the size and nature of its business.

b. The reports of the Internal Auditor for the period under audit have been considered by us.

xv. The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the reporting on compliance with the provisions of Section 192 of the Act under clause 3(xv) of the Order is not applicable to the Company.

xvi. a. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under clause 3(xvi)(a) of the Order is not applicable to the Company.

b. The Company has not conducted non-banking financial / housing finance activities during the year. Accordingly, the reporting under clause 3(xvi)(b) of the Order is not applicable to the Company.

c. The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.

d. Based on the information and explanations provided by the management of the Company, the Group has one CICs as part of the Group. We have not, however, separately evaluated whether the information provided by the management is accurate and complete.

xvii. The Company has not incurred any cash losses in the financial year or in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and accordingly the reporting under clause (xviii) is not applicable.

xix. According to the information and explanations given to us and on the basis of the financial ratios, (Also refer Note 66 to the standalone financial statements), ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. a. In respect of other than ongoing projects, as at balance sheet date, the Company does not have any amount remaining unspent under Section 135(5) of the Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable.

Annexure B to Independent Auditor's Report (Contd.)

Referred to in paragraph 13 of the Independent Auditor's Report of even date to the members of Torrent Power Limited on the standalone financial statements as of and for the year ended March 31, 2022

b. The Company has transferred the amount of Corporate Social Responsibility remaining unspent under sub-section (5) of section 135 of the Act in pursuant to ongoing projects, to a special account in compliance with the provision of sub-section (6) of section 135 of the Act. However, in respect of FY 2020-21, such transfer was made beyond a period of thirty days from the end of the financial year as permitted under the said sub-section. Details are as given below:

(₹ in Crore)

Financial year	Amount to be spent in accordance with section 135(5)	Amount remaining unspent as at the year-end to be transferred special account u/s 135(6)	Amount transferred to Special Bank Account u/s 135(6), within 30 days from end of financial year (or till the date of audit report, if that is earlier)	Amount transferred to Special Bank Account u/s 135(6), after a period of 30 days from end of financial year (till the date of audit report)	Amount not transferred to Special Bank Account u/s 135(6), till the date of audit report
(a)	(b)	(c)	(d)	(e)	(f)
2020-21	33.74	7.64	-	6.06*	-
2021-22	28.60	16.91	16.91	-	-

*₹ 1.58 Crore has been spent during the period April 2021 to September 2021 and hence the same has not been transferred to Special Bank Account u/s 135(6). (Also refer Note 51 to the standalone financial statements).

xxi. The reporting under Clause 3(xxi) of the Order is not applicable in respect of audit of Standalone Financial Statements. Accordingly, no comment in respect of the said clause has been included in this report.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N / N500016

Priyanshu Gundana
Partner
Membership Number: 109553
UDIN: 22109553AIRUZF8399

Place: Ahmedabad
Date: May 10, 2022

Balance Sheet

as at March 31, 2022

(₹ in Crore)

	Notes	As at March 31, 2022	As at March 31, 2021
Assets			
Non-current assets			
Property, plant and equipment	4	14,096.46	15,384.78
Right-of-use assets	5	178.47	178.35
Capital work-in-progress	6	1,186.07	837.73
Investment property	7	13.27	0.37
Intangible assets	8	18.99	18.39
Financial assets			
Investments in subsidiaries	9	1,028.17	414.73
Other investments	10	132.82	124.20
Loans	11	349.32	1,070.24
Other financial assets	12	652.81	74.01
Non-current tax assets (net)	13	8.64	8.32
Other non-current assets	14	331.12	333.37
		17,996.14	**18,444.49**
Current assets			
Inventories	15	437.96	386.16
Financial assets			
Investments	16	253.27	241.63
Trade receivables	17	1,363.63	1,275.52
Cash and cash equivalents	18	161.79	95.55
Bank balances other than cash and cash equivalents	19	45.14	93.22
Loans	20	1,031.53	116.33
Other financial assets	21	2,193.63	2,053.62
Other current assets	22	121.52	71.49
		5,608.47	**4,333.52**
		23,604.61	**22,778.01**
Equity and liabilities			
Equity			
Equity share capital	23	480.62	480.62
Other equity	24	9,485.40	9,770.61
		9,966.02	**10,251.23**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	25	6,119.99	6,071.12
Trade payables	26		
Total outstanding dues of micro and small enterprises		-	-
Total outstanding dues other than micro and small enterprises		150.46	116.11
Lease liabilities	48	37.27	30.96
Other financial liabilities	27	10.68	10.00
Deferred tax liabilities (net)	43	317.79	518.15
Other non-current liabilities	28	1,259.13	1,157.39
		7,895.32	**7,903.73**
Current liabilities			
Financial liabilities			
Borrowings	29	1,745.93	1,092.99
Trade payables	30		
Total outstanding dues of micro and small enterprises		50.27	36.51
Total outstanding dues other than micro and small enterprises		1,057.34	934.26
Lease liabilities	48	4.95	5.05
Other financial liabilities	31	1,892.49	1,669.30
Other current liabilities	32	601.36	537.29
Provisions	33	269.55	303.20
Current tax liabilities (net)	34	121.38	44.45
		5,743.27	**4,623.05**
		23,604.61	**22,778.01**

See accompanying notes forming part of the standalone financial statements

In terms of our report attached

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number : 012754N/N500016

Priyanshu Gundana
Partner
Membership No.: 109553

Ahmedabad, May 10, 2022

For and on behalf of the Board of Directors

Samir Mehta
Chairperson
DIN:00061903

Lalit Malik
Chief Financial Officer

Rahul Shah
Company Secretary

Ahmedabad, May 10, 2022

Statement of Profit and Loss

for the year ended March 31, 2022

(₹ in Crore)

	Notes	Year ended March 31, 2022	Year ended March 31, 2021
Income			
Revenue from operations	35	13,715.74	11,776.52
Other income	36	296.09	250.28
Total income		**14,011.83**	**12,026.80**
Expenses			
Electrical energy purchased		5,116.39	3,358.36
Fuel cost		3,403.40	3,610.55
Purchase of stock-in-trade		305.99	48.24
Changes in inventories of finished goods and work-in-progress	37	-	-
Employee benefits expense	38	514.07	521.76
Finance costs	39	581.56	718.96
Depreciation and amortisation expense	40	1,233.79	1,179.85
Other expenses	41	1,042.25	1,005.84
Total expenses		**12,197.45**	**10,443.56**
Profit before exceptional items and tax		1,814.38	1,583.24
Exceptional items	42	1,300.00	-
Profit before tax		**514.38**	**1,583.24**
Tax expense			
Current tax	43	367.45	284.48
Deferred tax	43	(262.78)	(26.15)
		104.67	**258.33**
Profit for the year		**409.71**	**1,324.91**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurement of the defined benefit plans	49	3.03	5.18
Tax relating to remeasurement of the defined benefit plans	43	1.06	1.79
Other comprehensive income for the year, net of tax		**1.97**	**3.39**
Total comprehensive income for the year		**411.68**	**1,328.30**
Basic and diluted earnings per share of face value of ₹10 each (in ₹)	53	8.52	27.57

See accompanying notes forming part of the standalone financial statements

In terms of our report attached

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number : 012754N/N500016

Priyanshu Gundana
Partner
Membership No.: 109553

Ahmedabad, May 10, 2022

For and on behalf of the Board of Directors

Samir Mehta
Chairperson
DIN:00061903

Lalit Malik
Chief Financial Officer

Rahul Shah
Company Secretary

Ahmedabad, May 10, 2022

Statement of Cash Flows
for the year ended March 31, 2022

(₹ in Crore)

	Notes	Year ended March 31, 2022	Year ended March 31, 2021
Cash flow from operating activities			
Profit before tax		514.38	1,583.24
Adjustments for :			
Depreciation and amortisation expense	40	1,233.79	1,179.85
Amortisation of deferred revenue	35	(89.86)	(82.20)
Provision of earlier years written back	35	(1.04)	(2.47)
Loss on sale / discarding of property, plant and equipment	41	25.73	12.03
Gain on disposal of property, plant and equipment	36	(30.04)	(3.39)
Bad debts written off (net of recovery)	41	47.00	49.81
Reversal of provision for onerous contracts	41	(27.57)	-
Provision for onerous contracts	41	0.53	1.02
Allowance for doubtful debts (net)	41	(40.90)	21.48
Exceptional items	42	1,300.00	-
Finance costs	39	581.56	718.96
Interest income	36	(144.30)	(154.29)
Dividend income	36	(14.65)	(30.75)
Rent income from investment property	36	(1.16)	(0.24)
Impairment for non-current investments	41	1.60	1.60
Gain on sale of current investments in mutual funds	36	(24.22)	(17.59)
Gain on slump sale pursuant to scheme of arrangement [Refer note 60]	36	-	(7.27)
Net (gain) / loss arising on current investments in mutual funds measured at fair value through profit or loss	36	0.47	(0.56)
Net gain arising on financial assets / liabilities measured at amortised cost	36	(28.93)	(11.39)
Financial guarantee commission (amortised)	36	(5.00)	(1.22)
Net unrealised loss / (gain) on foreign currency transactions		(5.20)	10.67
Operating profit before working capital changes		**3,292.19**	**3,267.29**
Movement in working capital:			
Adjustments for decrease / (increase) in operating assets:			
Inventories		(51.80)	150.46
Trade receivables		(94.21)	(322.45)
Other financial assets		(280.88)	(183.73)
Other assets		(31.35)	61.76
Adjustments for increase / (decrease) in operating liabilities:			
Trade payables		197.87	(41.61)
Other financial liabilities		126.78	65.76
Provisions		(3.58)	(34.16)
Other liabilities		55.26	(39.36)
Cash generated from operations		**3,210.28**	**2,923.96**
Taxes paid (net)		(229.48)	(253.54)
Net cash flow generated from operating activities		**2,980.80**	**2,670.42**
Cash flow from investing activities			
Payments for property, plant and equipment & intangible assets		(1,540.64)	(1,280.70)
Proceeds from sale of property, plant and equipment & intangible assets		47.24	7.23
Consideration received on slump sale [Refer note 60]		-	256.95
Non-current Investment in subsidiaries		(606.26)	(0.15)
Advance against equity investment		(555.00)	-
Purchase of non-current investments		(1.91)	(1.86)
Loans to related parties		(469.40)	(253.67)
Repayment of loans from related parties		276.64	221.33

Statement of Cash Flows (Contd.)
for the year ended March 31, 2022

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
(Investments) / redemption in bank deposits (net) (original maturity more than three months)	51.16	47.70
(Investments) / redemption in inter corporate deposits	113.39	(100.24)
Interest received	144.62	198.61
(Purchase of) / proceeds from current investments (net)	12.11	278.72
Dividend received from non-current investments	14.65	30.75
Rent income from investment property	1.16	0.24
Net cash generated from / (used in) investing activities	**(2,512.24)**	**(595.09)**
Cash flow from financing activities		
Proceeds from long-term borrowings	1,100.00	300.00
Proceeds from short-term borrowings	702.74	700.00
Repayment of long-term borrowings	(860.34)	(808.12)
Prepayment of long-term borrowings	(235.49)	(628.58)
Repayment of short-term borrowings	-	(700.00)
Repayment of Accelerated Power Development and Reform Programme (APDRP) loan	(3.82)	(3.82)
Receipt of contribution from consumers	200.41	116.04
Dividend paid	(696.89)	(264.34)
Principal elements of lease payments	(9.38)	(7.10)
Finance costs paid	(599.55)	(762.94)
Net cash generated from / (used in) financing activities	**(402.32)**	**(2,058.86)**
Net (decrease) / increase in cash and cash equivalents	66.24	16.47
Cash and cash equivalents as at beginning of the year	95.55	79.42
Cash and cash equivalents transferred pursuant to slump sale [Refer note 60]	-	(0.34)
Cash and cash equivalents as at end of the year	**161.79**	**95.55**
Footnotes:		
1. Cash and cash equivalents as at end of the year:		
Balances with banks		
Balance in current accounts	160.55	93.19
Cheques on hand	0.78	0.58
Cash on hand	0.46	1.78
	161.79	**95.55**

2. The statement of cash flow has been prepared under the 'Indirect Method' set out in Indian Accounting Standards (Ind AS) - 7 "Statement of Cash Flows" .

See accompanying notes forming part of the standalone financial statements

In terms of our report attached

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number : 012754N/N500016

Priyanshu Gundana
Partner
Membership No.: 109553

Ahmedabad, May 10, 2022

For and on behalf of the Board of Directors

Samir Mehta
Chairperson
DIN:00061903

Lalit Malik
Chief Financial Officer

Rahul Shah
Company Secretary

Ahmedabad, May 10, 2022

Statement of Changes in Equity

for the year ended March 31, 2022

A. EQUITY SHARE CAPITAL [Refer note 23]

(₹ in Crore)

Balance as at April 01, 2020	**480.62**
Changes in equity share capital during the year	-
Balance as at March 31, 2021	**480.62**
Changes in equity share capital during the year	-
Balance as at March 31, 2022	**480.62**

B. OTHER EQUITY [Refer note 24]

(₹ in Crore)

	Reserves and surplus						Total
	Securities premium	Debenture redemption reserve	Contingency reserve	Special reserve	General reserve	Retained earnings	
Balance as at April 01, 2020	**0.03**	**258.10**	**11.59**	**78.07**	**3,583.89**	**4,774.97**	**8,706.65**
Profit for the year	-	-	-	-	-	1,324.91	1,324.91
Other comprehensive income for the year, net of tax	-	-	-	-	-	3.39	3.39
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**1,328.30**	**1,328.30**
Transfer to debenture redemption reserve	-	(70.84)	-	-	-	70.84	-
Transfer to contingency reserve	-	-	1.87	-	-	(1.87)	-
Transaction with owners in their capacity as owners:							
Dividend (including interim dividend) paid	-	-	-	-	-	(264.34)	(264.34)
Balance as at March 31, 2021	**0.03**	**187.26**	**13.46**	**78.07**	**3,583.89**	**5,907.90**	**9,770.61**
Profit for the year	-	-	-	-	-	409.71	409.71
Other comprehensive income for the year, net of tax	-	-	-	-	-	1.97	1.97
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**411.68**	**411.68**
Transfer to debenture redemption reserve	-	(78.96)	-	-	-	78.96	-
Transfer to contingency reserve	-	-	1.91	-	-	(1.91)	-
Transaction with owners in their capacity as owners:							
Dividend (including interim dividend) paid	-	-	-	-	-	(696.89)	(696.89)
Balance as at March 31, 2022	**0.03**	**108.30**	**15.37**	**78.07**	**3,583.89**	**5,699.74**	**9,485.40**

Footnote:
1. Retained earning includes ₹ -29.73 Crore (March 31, 2021 ₹ -31.70 Crore) related to re-measurement of defined benefit plans.

See accompanying notes forming part of the standalone financial statements

In terms of our report attached

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number : 012754N/N500016

Priyanshu Gundana
Partner
Membership No.: 109553

Ahmedabad, May 10, 2022

For and on behalf of the Board of Directors

Samir Mehta
Chairperson
DIN:00061903

Lalit Malik
Chief Financial Officer

Rahul Shah
Company Secretary

Ahmedabad, May 10, 2022

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 1A: General information

Torrent Power Limited ("the Company") is a public company domiciled in India and is incorporated under the provisions of the Companies Act, applicable in India. Its equity shares are listed on BSE Ltd. and National Stock Exchange Ltd. in India. The registered office of the Company is located at "Samanvay", 600, Tapovan, Ambawadi, Ahmedabad – 380 015.

The Company is engaged in the business of generation, transmission and distribution of Electricity.

Note 1B: New standards or interpretations adopted by the Company

The Company has applied the following amendment to Ind AS for the first time for its annual reporting period commencing April 01, 2021:

i) Ind AS 116, extension of COVID-19 related concessions
ii) Ind AS 107, Ind AS 109 and Ind AS 116, Interest rate benchmark reform

The above other amendments did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

Note 1C: New standards or interpretations issued but not yet effective

The Company will apply the following standard for the first time for its annual reporting period commencing April 01, 2022:

Ind AS 16, "Property, Plant and Equipment", proceeds before intended use of property, plant and equipment
The amendment clarifies that an entity shall deduct from the cost of an item of property, plant and equipment any proceeds received from selling items produced while the entity is preparing the asset for its intended use (for example, the proceeds from selling samples produced when testing a machine to see if it is functioning properly).

Ind AS 37, "Provisions, Contingent Liabilities and Contingent Assets", onerous contracts – cost of fulfilling a contract
The amendment explains that the cost of fulfilling a contract comprises: the incremental costs of fulfilling that contract and an allocation of other costs that relate directly to fulfilling contracts.

Ind AS 103, "Business combinations", References to the conceptual framework
The amendment adds a new exception in Ind AS 103 for liabilities and contingent liabilities.

Ind AS 109, "Financial Instruments", Fees included in the 10% test for derecognition of financial liabilities
The amendment clarifies which fees an entity includes when it applies the '10%' test in assessing whether to derecognise a financial liability. An entity includes only fees paid or received between the entity (the borrower) and the lender, including fees paid or received by either the entity or the lender on the other's behalf.

Ind AS 101, "First-time adoption", subsidiary as a first-time adopter
Simplifies the application of Ind AS 101 by a subsidiary that becomes a first-time adopter after its parent in relation to the measurement of cumulative translation differences.

Note 1D: Reclassifications consequent to amendments to Schedule III:

The Ministry of Corporate Affairs amended the Schedule III to the Companies Act, 2013 on March 24, 2021 to increase the transparency and provide additional disclosures to users of financial statements. These amendments are effective from April 01, 2021.

Consequent to above, the Company has changed the classification/presentation as per below in the current year:

- Current maturities of long-term borrowings have now been included in the "Current borrowings" line item as compared to previous disclosure under the line item 'other financial liabilities'.
- Security deposits (which meet the definition of a financial asset as per Ind AS 32) have been included in 'other financial assets' line item as compared to previous disclosure under the line item 'loans'.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 1D: Reclassifications consequent to amendments to Schedule III (Contd.)

The Company has reclassified comparative amounts to conform with current year presentation as per the requirements of Ind AS 1. The impact of such classifications is summarised as below:

(₹ in Crore)

Balance sheet (extract)	March 31, 2021 (previously reported)	Increase/ (Decrease)	March 31, 2021 (restated)
Loans (non-current)	1,087.04	(16.80)	1,070.24
Other financial assets (non-current)	57.21	16.80	74.01
Loans (current)	145.40	(29.07)	116.33
Other financial assets (current)	2,024.55	29.07	2,053.62
Borrowings (current)	-	1,092.99	1,092.99
Other financial liabilities (current)	2,762.29	(1,092.99)	1,669.30

Note 2: Significant accounting policies

2.1 Basis of preparation:

Compliance with Ind AS

The financial statements are in compliance, in all material aspects, with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with the [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act and rules made thereunder.

As prescribed by the Ind AS, if the particular Ind AS is not in conformity with the applicable laws, the provisions of the said law shall prevail and financial statements shall be prepared in conformity with such laws. Consequently, the Company has applied this norm while preparing the financial statements.

Historical cost convention

The financial statements have been prepared on an accrual basis under the historical cost convention except for following which have been measured at fair value;

- Defined benefit plan assets

All assets and liabilities have been classified as current or non-current as set out in the Schedule III (Division II) to the Companies Act, 2013.

2.2 Business combinations and Goodwill:

Business combination - acquisition

Acquisitions of businesses are accounted for using the acquisition method. In determining whether a particular set of activities and assets is a business, the Company assesses whether the set of assets and activities acquired includes, at a minimum, an input and substantive process and whether the acquired set has the ability to produce outputs. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition date fair values of the assets transferred, liabilities incurred to the former owners of the acquiree and the equity interests issued by the Company in exchange for control of the acquiree.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

Acquisition-related costs are expensed as incurred.

The excess of the
- consideration transferred; and
- acquisition date fair value of any previous equityinterest in the acquired entity

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 2: Significant accounting policies (Contd.)

over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. In other cases, the bargain purchase gain is recognised directly in equity as capital reserve.

Business combination – common control transaction

Business combinations involving entities that are controlled by the Company are accounted for using the pooling of interests method as follows:

- The assets and liabilities of the combining entities are reflected at their carrying amounts.
- No adjustments are made to reflect fair values, or recognise any new assets or liabilities. Adjustments are only made to harmonise accounting policies.
- The financial information in the financial statements in respect of prior periods is restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, where the business combination had occurred after that date, the prior period information is restated only from that date.
- The balance of the retained earnings appearing in the financial statements of the transferor is aggregated with the corresponding balance appearing in the financial statements of the transferee or is adjusted against general reserve.
- The identity of the reserves is preserved and the reserves of the transferor become the reserves of the transferee.
- The difference, if any, between the amounts recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and is presented separately from other capital reserves.

Business combination-related costs are generally recognised in statement of profit and loss as incurred.

Acquisition of an asset or a group of assets

In case of acquisition of an asset or a group of assets that does not constitute a business, the Company identifies and recognises individual identifiable assets acquired (including those assets that meet the definition of, and recognition criteria for, intangible assets under Ind AS 38, Intangible Assets) and liabilities assumed. The Purchase Consideration shall be allocated to the individual identifiable assets and liabilities on the basis of their relative fair values at the date of purchase. Such a transaction or event does not give rise to goodwill or gain on bargain purchase.

Goodwill

Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised but is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of a business include the carrying amount of goodwill relating to such business.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units that are expected to benefit from the business combination in which the goodwill arose.

2.3 Investments in subsidiaries, joint ventures and associates:

Investments in associates, joint ventures and subsidiaries are measured at cost less provision for impairment, if any.

2.4 Government grants:

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all the attached conditions.

Government grants relating to income are recognised in profit or loss on a systematic basis over the periods in which the Company recognises as expenses the related costs for which the grants are intended to compensate. Government grants relating to purchase of property, plant and equipment whose primary condition is that the Company should pur-

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 2: Significant accounting policies (Contd.)

chase, construct or otherwise acquire property, plant and equipment are recognised as deferred revenue in the balance sheet and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

2.5 Property, plant and equipment:

Freehold land is carried at historical cost. All other items of property, plant and equipment held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses, except that on adoption of Ind AS, property, plant and equipment had been measured at deemed cost, using the net carrying value as per previous GAAP as at April 01, 2015.

Capital work in progress in the course of construction for production, supply or administrative purposes is carried at cost, less any recognised impairment loss. Cost includes purchase price, taxes and duties, labour cost and other directly attributable costs incurred upto the date the asset is ready for its intended use. Such property, plant and equipment are classified to the appropriate categories when completed and ready for intended use.

Subsequent cost are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Subsequent costs relating to day to day servicing of the item are not recognised in the carrying amount of an item of property, plant and equipment; rather, these costs are recognised in profit or loss as incurred.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Depreciation methods, estimated useful lives and residual value

Depreciation commences when the assets are ready for their intended use. Depreciation for the year is provided on additions / deductions of the assets during the period from / up to the month in which the asset is added / deducted. Depreciation on property, plant and equipment which are governed as per the provisions of Part B of Schedule II of the Companies Act, 2013 is provided on straight line basis using the depreciation rates, the methodology and residual value as notified by the respective regulatory bodies in accordance with the Electricity Act, 2003. For other property, plant and equipment in non-regulated business, depreciation is provided on a straight line basis over the estimated useful lives.

The estimated useful life, residual values and depreciation method are reviewed at the end of each reporting period in respect of property, plant and equipment of non-regulated business. The effect of any such change in estimate in this regard is accounted for on a prospective basis.

The range of depreciation rates of property, plant and equipment are as follows:

Class of assets	Rate of depreciation		
	Regulated business	Franchisee business @	Other business
Buildings	1.80% to 6.00%	3.34%	3.34%
Railway siding	1.80% to 5.28%	-	-
Leasehold improvement	-	11.65% to 17.65%	-
Plant and machinery	1.80% to 7.00%	5.28%	3.60%
Electrical fittings and apparatus	5.28% to 19.00%	6.33%	6.33%
Furniture and fixtures	5.28% to 15.00%	6.33%	6.33%
Vehicles	9.50%	9.50%	9.50%
Office equipment	3.60% to 19.00%	5.28% to 15.00%	6.33% to 15.00%

@ governed by the applicable regulations of U. P. Electricity Regulatory Commission (UPERC) / Maharashtra Electricity Regulatory Commission (MERC) for this purpose.

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forming part of the standalone financial statements for the year ended March 31, 2022

Note 2: Significant accounting policies (Contd.)

2.6 Investment properties:

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from its current use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

Investment properties, other than free hold land, are depreciated using straight line method over their estimated useful lives.

2.7 Intangible assets – acquired:

Computer software is carried at cost less accumulated amortisation and accumulated impairment losses, if any. Amortisation is recognised on a straight-line basis over its estimated useful life of 3 years. The estimated useful life and amortisation method are reviewed at the end of each reporting period and the effect of any changes in such estimate is accounted for on a prospective basis.

Expenditure incurred on acquisition of intangible assets which are not ready to use at the reporting date is disclosed under "Intangible assets under development".

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

2.8 Impairment of assets:

Property, plant and equipment and intangible assets are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the carrying amount of the assets exceeds its recoverable amount, which is the higher of an asset's fair value less costs of disposal and value in use. Value in use is the present value of the future cash flows expected to be derived from an asset or cash-generating unit. An impairment loss is recognised immediately in profit or loss.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2.9 Borrowing costs:

Borrowing costs that are directly attributable to the acquisition and construction of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, such as new projects and / or specific assets created in the existing business, are capitalized up to the date of completion and ready for their intended use.

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

Other borrowing costs are charged to the statement of profit and loss in the period of their accrual.

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forming part of the standalone financial statements for the year ended March 31, 2022

Note 2: Significant accounting policies (Contd.)

2.10 Cash and cash equivalents:

For the purpose of presentation in the statement of cash flows, cash and cash equivalents include cash on hand, cheques / drafts on hand, current account balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

2.11 Inventories:

Raw materials, fuel, stores and spares, packing materials, loose tools, work in progress, traded and finished goods are stated at the lower of cost and net realisable value. Cost of inventories includes purchase price and all other costs incurred in bringing the inventories to their present location and condition. Costs are assigned to individual items of inventory on the weighted average basis except for inventory of Regasified Liquefied Natural Gas (RLNG) which is valued using specific identification method considering its procurement for beneficiary usage or others. Costs of purchased inventory are determined after deducting rebates and discounts.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

2.12 Revenue recognition:

Revenue is recognized, when the control of the goods or services has been transferred to consumers net of discounts and other similar allowances.

i) Revenue from power supply is accounted for in accordance with the principles laid down under the relevant Tariff Regulations / Tariff Orders notified by the Electricity Regulator. Revenue recognised includes amounts billed to consumers on the basis of recording of consumption of energy by installed meters based on the applicable tariff and adjustments in respect of unbilled amounts towards revenue gaps / unapproved FPPPA which are recognised considering applicable tariff regulations / tariff orders, past trends of approval, management's probability estimate and when no significant uncertainty exists in such determination. Revenue from power supply exclude taxes and duties.

   These adjustments / accruals are carried forward as 'Unbilled revenue' under "Other current financial assets" in Note 21, which would be adjusted through future billing based on tariff determination by the regulator in accordance with the electricity regulations.

ii) Trading of RLNG are recognised, net of returns and rebates, on transfer of control of ownership to the buyer. Sales exclude Goods and Services Tax.

iii) Income from Generation Based Incentive is accounted on accrual basis considering eligibility of project for availing incentive.

iv) Contributions by consumers towards items of property, plant and equipment, which require an obligation to provide electricity connectivity to the consumers, are recognised as a credit to deferred revenue. Such revenue is recognised over the useful life of the property, plant and equipment.

2.13 Foreign currency translation:

Functional and presentation currency

The financial statements are prepared in Indian rupee (₹) which is functional as well as presentation currency of the Company.

Transactions and balances

In preparing the financial statements of the Company, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions.

At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 2: Significant accounting policies (Contd.)

Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Foreign exchange differences arising on foreign currency borrowings are presented in the Statement of profit and loss, within finance costs. All other foreign exchange differences arising on settlement of monetary items or on reporting the Company's monetary items at rates different from those at which they were initially recorded during the financial year are recognized as income or expense in the financial year in which they arise.

2.14 Employee benefits:

Defined contribution plans

Contributions to retirement benefit plans in the form of provident fund, employee state insurance scheme, pension scheme and superannuation schemes as per regulations are charged as an expense on an accrual basis when employees have rendered the service. The Company has no further payment obligations once the contributions have been paid.

Defined benefits plans

The liability or asset recognised in the balance sheet in respect of the retirement benefit plan i.e. gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated by an actuary using projected unit credit method.

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

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

Remeasurements, comprising actuarial gains and losses and the effect of the changes to the asset ceiling (if applicable), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur and consequently recognised in retained earnings and is not reclassified to profit or loss.

The retirement benefit recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of reductions in future contributions to the plans.

Other long-term employee benefit obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The said obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

2.15 Taxation:

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on estimated taxable income for the year in accordance with the provisions of the Income Tax Act, 1961. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expenses that are taxable or deductible in other years and items that are never taxable or deductible. Management periodically evaluates positions taken in the tax returns with respect to situations for which

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forming part of the standalone financial statements for the year ended March 31, 2022

applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. . The Company measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

Advance taxes and provisions for current income taxes are offset with each other when there is a legally enforceable right to offset and balances arise with the same tax authority.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences.

Deferred tax assets are generally recognised for all deductible temporary differences, unused tax losses and unused tax credits to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

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

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

Deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

2.16 Earnings per share:

Basic earnings per share is computed by dividing the profit / (loss) by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by adjusting the figures used in the determination of basic EPS to take into account:

- After tax effect of interest and other financing costs associated with dilutive potential equity shares.
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.17 Provisions, contingent liabilities and contingent assets:

Provisions

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

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forming part of the standalone financial statements for the year ended March 31, 2022

Note 2: Significant accounting policies (Contd.)

Contingent liability

A possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise are disclosed as contingent liability and not provided for. Such liability is not disclosed if the possibility of outflow of resources is remote.

Contingent assets

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

Contingent assets are not recognised but disclosed only when an inflow of economic benefits is probable.

2.18 Financial instruments:

Financial assets

i) Classification of financial assets (including debt instruments)

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

ii) Initial measurement

Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition (other than financial assets at fair value through profit or loss) are added to the fair value of the financial assets, as appropriate, on initial recognition. Transaction costs that are directly attributable to the acquisition or issue of financial assets at fair value through profit or loss are recognised immediately in profit or loss.

iii) Subsequent measurement

There are three measurement categories into which the debt instruments can be classified:

- **Amortised cost**
  Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

- **Fair value through other comprehensive income (FVOCI)**
  Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains / (losses). Interest income from these financial assets is included in other income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains and losses and impairment expenses in other expenses.

- **Fair value through profit or loss (FVTPL)**
  Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not

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forming part of the standalone financial statements for the year ended March 31, 2022

Note 2: Significant accounting policies (Contd.)

part of a hedging relationship is recognised in profit or loss and presented net in the statement of profit and loss within other gains / (losses) in the period in which it arises. Net gains / (losses) from these financial assets is included in other income.

iv) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its financial assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115 only, the Company follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses.

The Company applies the Ind AS 109 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on days past due. The Company recognises expected loss rates in case of unbilled revenue after considering applicable tariff regulations / tariff orders, management's probability estimate and the past trends of approval.

v) Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset

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

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

vi) Income recognition

Dividend is accounted when the right to receive payment is established.

Interest income on financial assets at amortised cost is calculated using the effective interest method is recognised in the statement of profit and loss as part of other income.

Interest on overdue receivables of energy bills and claims including insurance claims, coal cost variation and other claims etc. are accounted as and when recovered.

Financial liabilities

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

i) Classification

All the Company's financial liabilities are measured at amortized cost.

ii) Initial measurement

Financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the issue of financial liabilities are deducted from the fair value of the financial liabilities, as appropriate, on initial recognition.

iii) Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate Method.

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forming part of the standalone financial statements for the year ended March 31, 2022

Note 2: Significant accounting policies (Contd.)

The Effective Interest Rate Method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including transaction costs and other premiums or discounts) through the expected life of the financial liability.

iv) Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or waived off or have expired. An exchange between the Company and the lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

v) Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

2.19 Contributed equity:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Transaction costs of an equity transaction shall be accounted for in other equity.

2.20 Leases:

Company as a lessee:

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Company. Contracts may contain both lease and non-lease components.

Lease liabilities:

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the lease payments.

The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs. Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the lessee's incremental borrowing rate. Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets:

Right-of-use assets are measured at cost comprising the amount of the initial measurement of lease liability and lease payments made before the commencement date.

Right-of-use assets are depreciated over the lease term on a straight-line basis. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, and lease payments made at or before the commencement date less any lease incentives received.

Right-of-use assets are depreciated over the asset's lease term on a straight-line basis.

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forming part of the standalone financial statements for the year ended March 31, 2022

Note 2: Significant accounting policies (Contd.)

Short term leases and leases of low value assets:

Payments associated with short-term leases of equipment and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise small items of office equipment including IT equipment.

2.21 Exceptional Items:

When items of income or expense are of such nature, size and incidence that their disclosure is necessary to explain the performance of the Company for the year, the company makes a disclosure of the nature and amount of such items separately under the head "Exceptional items."

2.22 Amount presented and rounding off:

All amounts in the financial statements and notes have been presented in ₹ Crore (except for share data) rounded to two decimals as per the requirement of Schedule III of the Companies Act, 2013, unless otherwise stated. Figures below ₹ 50,000 are denoted by '*'.

Note 3: Critical Accounting Judgements And Key Sources Of Estimation Uncertainty

In the course of applying the policies outlined in all notes under note 2 above, the management of the Company is required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Such estimates and associated assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future period, if the revision affects current and future periods.

3.1 Revenue recognition:

The Company has recognised revenue (including the adjustment in respect of unapproved FPPPA claims and other true up adjustment claims) as per the applicable tariff regulations / tariff orders, management's probability estimate and the past trends of approval. The company has not recognized those truing up adjustment claims which are disputed and for which the company is in appeal with regulatory authorities. These are recognised on receipt of final orders of respective regulatory authorities. [Refer note 35 & 44]

3.2 Property, plant and equipment:

i) Service concession arrangements
The Company has assessed applicability of Appendix D of Ind AS115 "Service Concession Arrangements" with respect to its Property, plant and equipment. In assessing the applicability, the Company has exercised judgment in relation to the provisions of the Electricity Act, 2003, conditions provided under transmission and distribution license and / or agreements. Further, the Company has ability to pledged the assets pursuant to which it has control and ability to direct the use of assets. Based on such assessment, it has concluded that Appendix D of Ind AS 115 is not applicable.

ii) Impairment of property, plant and equipment
Determining whether property, plant and equipment are impaired requires an estimation of the value in use of the relevant cash generating units. The value in use calculation is based on a Discounted Cash Flow model over the estimated useful life of the property, plant and equipment. Further, the cash flow projections are based on estimates and assumptions relating to expected demand, future price of fuel, expected tariff rates for electricity, discount rate, exchange rate and electricity market scenario, based on past trends and the current and likely future state of the industry etc. which are considered reasonable by the Management. Any reasonable possible change in the underlying assumptions would not lead to a material change to the amount of impairment. [Refer note 42(1)]

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forming part of the standalone financial statements for the year ended March 31, 2022

Note 3: Critical Accounting Judgements And Key Sources Of Estimation Uncertainty (Contd.)

3.3 Impairment of investments in subsidiaries

At the end of each reporting period, the Company reviews the carrying amounts of its investments in subsidiaries when there is an indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for. [Refer note 42(2)]

Impairment of loans

The Company applies the Ind AS 109 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance for loans granted by the Company to its subsidiaries.

3.4 Taxes:

Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies, including estimates of temporary differences reversing on account of available benefits from the Income Tax Act, 1961.

Deferred tax assets are recognised for unused tax credits to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Management judgement is required to determine the amount of deferred tax assets for unused tax credits that can be recognised, based upon the likely timing and the level of future taxable profits [Refer note 43(d)]

3.5 Contingencies:

Contingent liabilities

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognised. Potential liabilities that are remote are neither recognized nor disclosed as contingent liability. The management judgement is involved in classification under 'remote', 'possible' or 'probable' which is carried out based on expert advice, past judgements, experiences etc. [Refer note 45(a)]

3.6 Employee benefit plans:

Defined benefit plans and other long-term employee benefits

The present value of obligations under defined benefit plan and other long term employment benefits is determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary escalations, attrition rate and mortality rates Due to the complexities involved in the valuation and its long term nature, these obligations are highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. Information about the various estimates and assumptions made in determining present value of defined benefit obligation are disclosed in note 49.2

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forming part of the standalone financial statements for the year ended March 31, 2022

Note 4: Property, Plant and Equipment

As at March 31, 2022

(₹ in Crore)

Particulars	Gross carrying amount					Accumulated depreciation and impairment loss					Net carrying amount
	As at April 01, 2021	Additions during the year	Deductions during the year	Adjustments	As at March 31, 2022	As at April 01, 2021	For the year: Depreciation	For the year: Impairment	Deductions during the year	As at March 31, 2022	As at March 31, 2022
Freehold land	422.62	-	4.85	(12.90)	404.87	-	-	-	-	-	404.87
Buildings	1,668.68	112.79	6.41	1.00	1,776.06	298.18	59.83	-	1.28	356.73	1,419.33
Lease hold improvement	-	0.58	-	3.47	4.05	-	0.67	-	-	0.67	3.38
Railway siding	1.86	-	-	-	1.86	0.30	0.05	-	-	0.35	1.51
Plant and machinery	20,429.17	1,117.42	58.85	2.27	21,490.01	7,035.82	1,126.75	1,300.00	27.56	9,435.01	12,055.00
Electrical fittings and apparatus	51.02	6.39	0.13	(2.76)	54.52	17.91	2.99	-	0.08	20.82	33.70
Furniture and fixtures	56.59	7.63	0.53	-	63.69	17.14	3.79	-	0.33	20.60	43.09
Vehicles	28.14	5.06	3.32	0.13	30.01	10.84	2.84	-	2.36	11.32	18.69
Office equipment	163.84	22.88	1.33	3.06	188.45	56.95	15.51	-	0.90	71.56	116.89
Total	**22,821.92**	**1,272.75**	**75.42**	**(5.73)**	**24,013.52**	**7,437.14**	**1,212.43**	**1,300.00**	**32.51**	**9,917.06**	**14,096.46**

As at March 31, 2021

(₹ in Crore)

Particulars	Gross carrying amount						Accumulated depreciation and impairment loss						Net carrying amount
	As at April 01, 2020	Transfer due to scheme of arrangement [Refer note 60]	Additions during the year	Deductions during the year	Adjustments	As at March 31, 2021	As at April 01, 2020	Transfer due to scheme of arrangement [Refer note 60]	For the year: Depreciation	For the year: Impairment	Deductions during the year	As at March 31, 2021	As at March 31, 2021
Freehold land	422.99	-	-	-	(0.37)	422.62	-	-	-	-	-	-	422.62
Buildings	1,545.97	(17.10)	118.01	0.09	21.89	1,668.68	241.50	1.55	55.15	-	0.02	298.18	1,370.50
Railway siding	1.86	-	-	-	-	1.86	0.25	-	0.05	-	-	0.30	1.56
Plant and machinery	19,681.87	(63.61)	844.41	27.03	(6.47)	20,429.17	6,000.80	(33.54)	1,080.68	-	12.12	7,035.82	13,393.35
Electrical fittings and apparatus	43.32	(0.93)	8.59	0.28	0.32	51.02	15.27	(0.40)	3.16	-	0.12	17.91	33.11
Furniture and fixtures	48.53	(0.58)	8.76	0.12	-	56.59	14.08	(0.16)	3.30	-	0.08	17.14	39.45
Vehicles	27.28	(0.26)	2.40	1.28	-	28.14	9.27	(0.13)	2.53	-	0.83	10.84	17.30
Office equipment	142.36	(1.43)	23.35	0.69	0.25	163.84	45.08	(0.64)	12.96	-	0.45	56.95	106.89
Total	**21,914.18**	**(83.91)**	**1,005.52**	**29.49**	**15.62**	**22,821.92**	**6,326.25**	**(33.32)**	**1,157.83**	**-**	**13.62**	**7,437.14**	**15,384.78**

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forming part of the standalone financial statements for the year ended March 31, 2022

Note 4: Property, Plant and Equipment (Contd.)

Footnotes:

1. The above property, plant and equipment have been mortgaged and hypothecated to secure borrowings of the Company [Refer note 25].
2. Capital commitment:
   Refer note 45(c) for disclosure of contractual commitments for the acquisition of property, plant and equipment.
3. Adjustments during the year include capitalisation of borrowing costs of ₹ 7.17 Crore (Previous year - ₹ 15.99 Crore), which are directly attributable to purchase / construction of qualifying assets in accordance with Ind AS - 23 "Borrowing Costs".
4. Adjustments during the year include change in nature of freehold land from Property, plant and equipment to Investment property of ₹ 12.90 Crore (Previous year - ₹ 0.37 Crore).
5. The weighted average rate for capitalisation of borrowing cost relating to general borrowing is in the range of 7.27% p.a. to 7.30% p.a. (Previous year 7.81% p.a. to 7.95% p.a.).
6. Additions to plant and machinery includes capitalisation of directly attributable costs incurred by the Company under various headings.
7. Refer note 42(1) for impairment loss in respect of DGEN power plant.
8. The closing balance of accumulated depreciation and impairment consist impairment loss of ₹ 2,314.07 Crore (March 31, 2021 - ₹ 1,014.07 Crore).
9. The Company has not revalued its property, plant and equipment during the current or previous year.
10. Refer note 62 for title deeds of immovable property not held in the name of the Company.
11. Pro-rata cost of assets owned jointly with Torrent Pharmaceuticals Limited, a fellow subsidiary are as under:

(₹ in Crore)

Particulars	Proportion of holding	As at March 31, 2022	As at March 31, 2021
Freehold land	50%	23.78	23.78
Freehold land	70%	83.16	83.16
Building	70%	3.04	3.04

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 5: Right-of-use Assets

As at March 31, 2022

(₹ in Crore)

Particulars	Gross carrying amount				Accumulated depreciation				Net carrying amount
	As at April 01, 2021	Additions during the year	Deductions during the year	As at March 31, 2022	As at April 01, 2021	For the year	Deductions during the year	As at March 31, 2022	As at March 31, 2022
Land	171.94	1.34	-	173.28	13.79	6.95	-	20.74	152.54
Buildings	27.70	10.77	2.43	36.04	7.84	4.40	1.88	10.36	25.68
Plant and machinery	0.38	-	-	0.38	0.10	0.05	-	0.15	0.23
Office equipment	0.14	-	-	0.14	0.08	0.04	-	0.12	0.02
Total	**200.16**	**12.11**	**2.43**	**209.84**	**21.81**	**11.44**	**1.88**	**31.37**	**178.47**

As at March 31, 2021

(₹ in Crore)

Particulars	Gross carrying amount				Accumulated depreciation				Net carrying amount
	As at April 01, 2020	Additions during the year	Deductions during the year	As at March 31, 2021	As at April 01, 2020	For the year	Deductions during the year	As at March 31, 2021	As at March 31, 2021
Land	170.11	1.83	-	171.94	6.85	6.94	-	13.79	158.15
Buildings	27.70	-	-	27.70	3.45	4.39	-	7.84	19.86
Plant and machinery	0.38	-	-	0.38	0.05	0.05	-	0.10	0.28
Office equipment	0.14	-	-	0.14	0.04	0.04	-	0.08	0.06
Total	**198.33**	**1.83**	**-**	**200.16**	**10.39**	**11.42**	**-**	**21.81**	**178.35**

Footnotes:

1. The above right-of-use assets have been mortgaged and hypothecated to secure borrowings of the Company [Refer note 25].
2. Refer note 48 for disclosure relating to right-of-use assets.
3. Refer note 62 for title deeds of right-of-use assets not held in the name of the Company.
4. The Company has not revalued its right-of-use assets during the current or previous year.

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Note 6: Capital Work-in-progress

As at March 31, 2022

(₹ in Crore)

Particulars	As at April 01, 2021	Additions during the year	Capitalised during the year	Adjustment	As at March 31, 2022
Capital work-in-progress	837.73	1,528.70	1,179.93	(0.43)	1,186.07
Total	**837.73**	**1,528.70**	**1,179.93**	**(0.43)**	**1,186.07**

As at March 31, 2021

(₹ in Crore)

Particulars	As at April 01, 2020	Additions during the year	Capitalised during the year	Adjustment	As at March 31, 2021
Capital work-in-progress	567.40	1,239.03	968.70	-	837.73
Total	**567.40**	**1,239.03**	**968.70**	**-**	**837.73**

Footnotes:

1. The above capital work-in-progress have been mortgaged and hypothecated to secure borrowings of the Company [Refer note 25].
2. Capital work-in-progress include borrowing costs of ₹ 30.94 Crore (March 31, 2021 - ₹ 12.37 Crore), which are directly attributable to purchase / construction of qualifying assets in accordance with Ind AS - 23 "Borrowing Costs".
3. Adjustment during the year includes ₹ 0.43 Crore write off.
4. Refer note 61 for ageing schedule of the capital work-in-progress.

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Note 7: Investment Property

As at March 31, 2022 (₹ in Crore)

Particulars	Gross carrying amount					Accumulated depreciation				Net carrying amount
	As at April 01, 2021	Additions during the year	Deductions during the year	Adjustments	As at March 31, 2022	As at April 01, 2021	For the year	Deductions during the year	As at March 31, 2022	As at March 31, 2022
Freehold land	0.37	-	-	12.90	13.27	-	-	-	-	13.27
Total	**0.37**	**-**	**-**	**12.90**	**13.27**	**-**	**-**	**-**	**-**	**13.27**

As at March 31, 2021 (₹ in Crore)

Particulars	Gross carrying amount					Accumulated depreciation				Net carrying amount
	As at April 01, 2020	Additions during the year	Deductions during the year	Adjustments	As at March 31, 2021	As at April 01, 2020	For the year	Deductions during the year	As at March 31, 2021	As at March 31, 2021
Freehold land	-	-	-	0.37	0.37	-	-	-	-	0.37
Total	**-**	**-**	**-**	**0.37**	**0.37**	**-**	**-**	**-**	**-**	**0.37**

Footnotes:

1. The Company had leased the part of freehold land with effect from January 15, 2021 as disclosed above to TCL Cables Private Limited for the lease term of 10 years.
2. Adjustments during the year include change in nature of freehold land to Investment property from Property, plant and equipment of ₹ 12.90 Crore (Previous year - ₹ 0.37 Crore).
3. Details of the Company's investment property and information about the fair value hierarchy as at March 31, 2022 are as follows:

Particulars	As at March 31, 2022	As at March 31, 2021
Fair value of investment property (₹ in Crore)	179.39	110.55
Fair value hierarchy	Level 2 [Refer note 57]	Level 2 [Refer note 57]

The fair value of the Company's investment property as at March 31, 2022 has been arrived based on a valuation report by external independent valuer. Valuation is based on government rates, market research, market trend and comparable values as considered appropriate.

4. The company has no restrictions on the realisability of its investment properties and no contractual obligations to purchase, construct or develop such investment properties or for repairs, maintenance and enhancements thereof.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 7: Investment Property (Contd.)

5. Amount recognised in statement of profit and loss for investment property :

(₹ in Crore)

Particulars	As at March 31, 2022	As at March 31, 2021
Rental income derived from investment property [Refer note 36]	1.16	0.24
Direct operating expenses arising from investment property that generated rental income	-	-
Direct operating expenses arising from investment property that did not generate rental income	-	-

6. Minimum undiscounted lease payments receivable (excluding tax) on leases of investment property are as follows:

(₹ in Crore)

Particulars	As at March 31, 2022	As at March 31, 2021
Within 1 year	1.16	1.16
After one year but not more than five years	5.01	4.89
More than 5 years	5.45	6.73
	11.62	**12.78**

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 8: Intangible Assets

As at March 31, 2022

(₹ in Crore)

Particulars	Gross carrying amount				Accumulated amortisation				Net carrying amount
	As at April 01, 2021	Additions during the year	Deductions during the year	As at March 31, 2022	As at April 01, 2021	For the year	Deductions during the year	As at March 31, 2022	As at March 31, 2022
Computer software	55.69	10.64	0.15	66.18	37.30	10.02	0.13	47.19	18.99
Total	**55.69**	**10.64**	**0.15**	**66.18**	**37.30**	**10.02**	**0.13**	**47.19**	**18.99**

As at March 31, 2021

(₹ in Crore)

Particulars	Gross carrying amount					Accumulated amortisation					Net carrying amount
	As at April 01, 2020	Transfer due to scheme of arrange-ment [Refer note 60]	Additions during the year	Deduc-tions during the year	As at March 31, 2021	As at April 01, 2020	Transfer due to scheme of arrange-ment [Refer note 60]	For the year	Deduc-tions during the year	As at March 31, 2021	As at March 31, 2021
Computer software	42.31	(0.83)	14.21	–	55.69	27.33	(0.73)	10.70	–	37.30	18.39
Total	**42.31**	**(0.83)**	**14.21**	**–**	**55.69**	**27.33**	**(0.73)**	**10.70**	**–**	**37.30**	**18.39**

Footnotes:

1. The above computer software has been mortgaged and hypothecated to secure borrowings of the Company [Refer note 25].
2. The Company has not revalued its intangible assets during the current or previous year.

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Note 9: Investments in Subsidiaries

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Investment in equity instruments (unquoted) (at cost)		
Torrent Power Grid Limited Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 6,66,00,000, March 31, 2021: 6,66,00,000) [2,70,00,000 (March 31, 2021 - 2,70,00,000) equity shares pledged as security in respect of the term loan availed by Torrent Power Grid Limited]	66.60	66.60
Torrent Pipavav Generation Limited [Refer note 42(2)] Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 4,75,00,000, March 31, 2021: 4,75,00,000)	47.50	47.50
Less: Impairment in value of investment	(17.55)	(15.95)
Torrent Solargen Limited [Refer footnote 1] Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 8,00,50,000, March 31, 2021: 8,00,50,000)	88.86	80.07
Jodhpur Wind Farms Private Limited [Refer footnote 2] Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 11,10,00,000, March 31, 2021: 11,10,00,000)	117.68	117.68
Latur Renewable Private Limited [Refer footnote 2] Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 11,00,00,000, March 31, 2021: 11,00,00,000)	116.68	116.68
TCL Cables Private Limited Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 4,20,00,000 , March 31, 2021: 20,00,000)	42.00	2.00
Torrent Solar Power Private Limited Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 50,000, March 31, 2021: 50,000)	0.05	0.05
Torrent Saurya Urja 2 Private Limited Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 50,000, March 31, 2021: 50,000)	0.05	0.05
Torrent Saurya Urja 3 Private Limited Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 50,000, March 31, 2021: 50,000)	0.05	0.05
Torrent Saurya Urja 4 Private Limited Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 50,000, March 31, 2021: Nil)	0.05	–
Torrent Saurya Urja 5 Private Limited Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 50,000, March 31, 2021: Nil)	0.05	–
Visual Percept Solar Projects Private Limited [Refer footnote 3] Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 1,74,50,000, March 31, 2021: Nil)	162.62	–
Surya Vidyut Limited [Refer footnote 4] Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022:, 25,19,05,800 March 31, 2021: Nil)	304.73	–
LREHL Renewables India SPV 1 Private Limited [Refer footnote 5] Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 1,37,25,573, March 31, 2021: Nil) [1,37,25,572 equity shares as at 31.03.2022 pledged as security in respect of the term loan availed by LREHL Renewables India SPV1 Private Limited.]	46.96	–
Dadra and Nagar Haveli and Daman and Diu Power Distribution Corporation Limited [Refer footnote 1 of Note 12] Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: Nil, March 31, 2021: Nil)	–	–
	976.33	**414.73**

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forming part of the standalone financial statements for the year ended March 31, 2022

Note 9: Investments in Subsidiaries (Contd.)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Investment in compulsorily convertible debentures (unquoted) (at cost)		
LREHL Renewables India SPV 1 Private Limited [Refer footnote 5] CCDs of ₹ 10 each fully paid up (No. of debentures - March 31, 2022: 5,18,36,156, March 31, 2021: Nil) [5,18,36,156 Compulsorily Convertible Debentures (CCDs) as at March 31, 2022 pledged as security in respect of the term loan availed by LREHL Renewables India SPV1 Private Limited.]	51.84	–
	51.84	–
	1,028.17	**414.73**
Aggregate amount of quoted investments	–	–
Aggregate amount of unquoted investments	1,028.17	414.73
	1,028.17	**414.73**
Aggregate amount of impairment in value of investments	17.55	15.95
Aggregate amount of market value of quoted investments	–	–

Footnotes:

1. During the year, Company has given corporate guarantees in favour of Lender of subsidiary company and has recognised fair value of corporate guarantee as equity investment in Torrent Solargen Limited.
2. During the previous year, Company has given financial guarantees in favour of the debenture trustee for NCD issued by subsidiary companies and has recognised fair value of financial guarantee as equity investment in both Jodhpur Wind Farms Private Limited and Latur Renewable Private Limited.
3. On February 10, 2022, the Company has entered into a Share Purchase Agreement (SPA) with Blue Daimond Properties Private Limited and Balarampur Chini Mills Limited, for acquisition of 100% of Shares of Visual Percept Solar Projects Private Limited (VPSPPL), which operates a 25 MW solar power plant, situated in the state of Gujarat. On completion of the conditions precedent to SPA, VPSPPL has become wholly owned subsidiary of the Company w.e.f. February 15, 2022.
4. On September 20, 2021, the Company has entered into a Share Purchase Agreement (SPA) with CESC Limited, Haldia Energy Limited and other Nominal Shareholders for the acquisition of 100% of the share capital of Surya Vidyut Limited (SVL), which operates a 156 MW wind power plants, situated in the states of Gujarat, Maharashtra and Madhya Pradesh. On completion of the conditions precedent to SPA, SVL has become wholly owned subsidiary of the Company w.e.f. March 11, 2022.
5. On July 30, 2021, the Company has entered into a Securities Purchase Agreement (SPA) with Lightsource India Limited and Lightsource Renewable Energy (India) Limited for the acquisition of 100% of the share capital and all securities of LREHL Renewables India SPV 1 Private Limited (LREHL), which operates a 50 MW solar power plant, situated in the state of Maharashtra On completion of the conditions precedent to SPA, LREHL has become wholly owned subsidiary of the Company w.e.f. March 25, 2022.

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Note 10: Non-current other Investments

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Investment in non-convertible debentures (unquoted) (at amortised cost)		
Wind Two Renergy Private Limited Zero coupon secured, redeemable with premium non-convertible debentures of ₹ 1,00,000 each (No. of debentures - March 31, 2022: 9,070, March 31, 2021: 9,070)	116.89	110.18
	116.89	**110.18**
Investment in equity instruments (unquoted) (at fair value through profit or loss)		
AEC Cements & Constructions Limited Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 9,61,500, March 31, 2021: 9,61,500) (As at March 31, 2022 & March 31, 2021 Gross investment - ₹ 0.61 Crore, Impairment in value of investment - ₹ 0.61 Crore)	–	–
Tidong Hydro Power Limited Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 24,500, March 31, 2021: 24,500) (As at March 31, 2022 & March 31, 2021 Gross investment - ₹ 0.02 Crore, Impairment in value of investment - ₹ 0.02 Crore)	–	–
UNM Foundation (Formerly known as Tornascent Care Institute) @ # Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 50,000, March 31, 2021: 50,000)	0.05	0.05
	0.05	**0.05**
Contingency reserve investments - statutory (quoted) (at amortised cost) $		
8.28% GOI Bond - 2032	0.99	0.99
8.32% GOI Bond - 2032	0.32	0.32
8.97% GOI Bond - 2030	1.01	1.01
8.28% GOI Bond - 2027	1.30	1.30
7.35% GOI Bond - 2024	1.32	1.32
8.40% GOI Bond - 2024	1.63	1.63
6.68% GOI Bond - 2031	1.69	1.69
7.37% GOI Bond - 2023	1.93	1.93
7.57% GOI Bond - 2033	1.92	1.92
7.73% GOI Bond - 2034	1.86	1.86
9.20% GOI Bond - 2030	1.91	-
	15.88	**13.97**
	132.82	**124.20**
Aggregate amount of quoted investments	15.88	13.97
Aggregate amount of unquoted investments	116.94	110.23
	132.82	**124.20**
Aggregate amount of impairment in value of investments	0.63	0.63
Aggregate amount of market value of quoted investments	16.30	14.85

@ The Company has, jointly with Torrent Pharmaceuticals Limited, promoted section 8 company, i.e UNM Foundation (formerly known as Tornascent Care Institute), under the Companies Act, 2013 for the purpose of carrying out charitable activities.

The National Company Law Tribunal (NCLT) has approved a Scheme of Arrangement ("Scheme") in the nature of Amalgamation of UNM Foundation with Tornascent Care Institute vide order dated March 23, 2021. The Scheme is effective from April 01, 2020 ("Appointed Date"). The name "Tornascent Care Institute" changed to "UNM Foundation" w.e.f. July 20, 2021.

$ Investment in Government of India bonds have been made in terms of Gujarat Electricity Regulatory Commission (GERC) Multi-Year Tariff (MYT) Regulations, which can be utilised only for the purposes mentioned therein. [Refer note 24 - Contingency reserve]

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Note 11: Non-Current Loans

Unsecured (considered good)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Loans to related parties (including interest accrued) [Refer note 56(d)]	349.32	1,070.24
	349.32	**1,070.24**

Note 12: Other Non-Current Financial Assets

Unsecured (considered good)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Security deposits	16.64	16.80
Inter-corporate deposits#	80.00	53.54
Advance against equity investment [Refer footnote 1]	555.00	-
Bank fixed deposits	1.02	3.59
Other advances	0.15	0.08
	652.81	**74.01**

a lien has been created in favour of lenders

Footnotes:

1. The Hon'ble Administrator of the Union Territory of Dadra and Nagar Haveli and Daman and Diu (the "Holding Entity") has issued a Letter of Intent ('LOI') dated February 07, 2022 to the Company as a successful bidder , pursuant to its Bid, to purchase 51 % shares in Dadra and Nagar Haveli and Daman and Diu Power Distribution Corporation Limited (the "Distribution company"), (a company incorporated for holding assets of the Electricity Department, Daman and Diu and DNH Power Distribution Corporation Limited (DNH PDCL) related to electricity distribution business), which shall be responsible for distribution and retail supply of electricity and shall hold distribution license in the Union Territory of Dadra and Nagar Haveli and Daman and Diu.

   On March 15, 2022, the Company entered into a Share Purchase Agreement (SPA) and Shareholders Agreement (SHA) with the Holding Entity and the Distribution company for purchase of 51% shares of the Distribution company from the Holding Entity.

   Basis the Share Purchase Agreement read with The Dadra and Nagar Haveli and Daman and Diu Electricity (Reorganisation and Reforms) Transfer Scheme, 2022 (the "transfer scheme"), the effective date of transfer has been notified by the UT Administrator, Union Territory of Dadra and Nagar Haveli and Daman and Diu as April 1, 2022 for the purpose of implementing the transfer scheme.

   As per the transfer scheme, the electricity distribution and retail supply undertakings of the Electricity Department and DNH PDCL including the assets, proceedings and liabilities shall stand transferred to and vested in the distribution company, thereby acquiring control of the electricity distribution business, with effect from the notified transfer date i.e., April 1, 2022. The decisions over the relevant activities of the electricity distribution business shall continue to be taken by the Electricity Department and DNH PDCL until March 31, 2022.

   Accordingly, the amount of purchase consideration transferred for acquiring the shares of the distribution company has been shown as "Advance against equity investment" as at March 31, 2022 in the standalone financial statements which shall be reclassified to "investment in subsidiary" on the date of acquisition i.e April 1, 2022.

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Note 13: Non-Current Tax Assets

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Advance income tax (net)	8.64	8.32
	8.64	**8.32**

Note 14: Other Non-Current Assets

Unsecured (considered good)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Capital advances	120.06	103.63
Advances for goods and services	133.59	148.85
Balances with government authorities	58.70	59.12
Prepaid expenses	18.77	21.77
	331.12	**333.37**

Note 15: Inventories

(valued at lower of cost and net realizable value)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Stores and spares	268.71	226.17
Fuel	166.48	157.80
Loose tools	2.77	2.19
	437.96	**386.16**

Footnotes:

1. The cost of stores and spares inventories recognised as an expense includes ₹ 1.36 Crore (Previous year - ₹ 3.73 Crore) in respect of write-downs of inventory to net realisable value determined based on evaluation of slow and non-moving inventories.
2. The above carrying amount of inventories has been mortgaged and hypothecated to secure borrowings of the Company. [Refer note 25]
3. The above carrying amount includes goods in transit as under:

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Stores and spares	-	0.57
Fuel	8.93	2.49
	8.93	**3.06**

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 16: Current Investments

(Investments carried at fair value through profit or loss)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Investment in mutual funds (unquoted)	253.27	241.63
	253.27	**241.63**
Aggregate amount of quoted investments	-	-
Aggregate amount of unquoted investments	253.27	241.63
	253.27	**241.63**
Aggregate amount of impairment in value of investments	-	-
Aggregate amount of market value of quoted investments	-	-

Note 17: Trade Receivables

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Trade receivables		
Secured - Considered good #	575.68	557.27
Unsecured - Considered good	787.95	718.25
- Credit impaired	208.17	249.07
	1,571.80	**1,524.59**
Less: Allowance for bad and doubtful debts	208.17	249.07
	1,363.63	**1,275.52**

Company holds security deposits in respect of electricity receivables.

Footnotes:

1. Refer note 57 for credit risk related disclosures.
2. Refer note 25 for charge on current assets including trade receivables.
3. Refer note 63 for ageing schedule of trade receivables.

Note 18: Cash and Cash Equivalents

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Balances with banks		
Balance in current accounts	160.55	93.19
Cheques on hand	0.78	0.58
Cash on hand	0.46	1.78
	161.79	**95.55**

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 19: Bank Balances Other Than Cash and Cash Equivalents

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Unpaid dividend accounts	10.52	10.01
Unpaid fractional coupon accounts	0.35	0.35
Balance in fixed deposit accounts (maturity of more than three months but less than twelve months)	34.27	82.86
	45.14	**93.22**

Note 20: Current Loans

Unsecured (considered good)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Loans to related parties (including interest accrued) [Refer note 56(d)]	1,031.53	116.33
	1,031.53	**116.33**

Note 21: Other Current Financial Assets

Unsecured (considered good unless stated otherwise)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Security deposits	55.40	29.07
Inter-corporate deposits #	186.84	326.70
Interest accrued on non-current investments	0.24	0.24
Interest accrued on deposits	6.68	7.78
Unbilled revenue (including revenue gap / surplus) [Refer note 44(a)(2)]	1,914.64	1,673.80
	2,163.80	**2,037.59**
Other advances / receivables		
Considered good	29.83	16.03
Considered credit impaired	6.06	6.06
	35.89	**22.09**
Less : Allowance for doubtful advances	6.06	6.06
	29.83	**16.03**
	2,193.63	**2,053.62**

includes ₹ 86.84 Crore (March 31, 2021 - ₹ 123.20 Crore) on which a lien has been created in favour of lenders

Note 22: Other Current Assets

Unsecured (considered good)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Advances for goods and services	85.02	40.30
Balances with government authorities	0.73	0.72
Prepaid expenses	35.77	30.47
	121.52	**71.49**

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 23: Equity Share Capital

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Authorised		
4,37,00,00,000 (4,37,00,00,000 as at March 31, 2021) equity shares of ₹10 each	4,370.00	4,370.00
	4,370.00	**4,370.00**
Issued, subscribed and paid up		
48,06,16,784 (48,06,16,784 as at March 31, 2021) equity shares of ₹10 each	480.62	480.62
	480.62	**480.62**

Footnotes:

1. Reconciliation of the shares outstanding at the beginning and at the end of the reporting year :

	No. of shares As at March 31, 2022	No. of shares As at March 31, 2021
At the beginning of the year	48,06,16,784	48,06,16,784
Issued during the year	-	-
Outstanding at the end of the year	**48,06,16,784**	**48,06,16,784**

2. 25,74,22,311 equity shares (25,74,22,311 equity shares as at March 31, 2021) of ₹10 each fully paid up are held by the Parent Company - Torrent Investments Private Limited (Formerly known as Torrent Private Limited).
3. Terms / Rights attached to equity shares :

   The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.

   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 preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.
4. Details of shareholders holding more than 5% shares in the Company :

Name of the Shareholder	As at March 31, 2022		As at March 31, 2021	
	No. of shares	% holding	No. of shares	% holding
Torrent Investments Private Limited (Formerly known as Torrent Private Limited)	25,74,22,311	53.56%	25,74,22,311	53.56%
Gujarat State Financial Services Limited	4,68,71,621	9.75%	4,68,71,621	9.75%
Axis Mutual Fund Trustee Limited	4,08,34,428	8.50%	3,75,81,431	7.82%

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 23: Equity Share Capital (Contd.)

5. Details of shareholding of Promoters in the Company :

Promoter name	As at March 31, 2022			As at March 31, 2021		
	No. of shares	% of total shares	% changes during the year	No. of shares	% of total shares	% changes during the year
Torrent Investments Private Limited (Formerly known as Torrent Private Limited)	25,74,22,311	53.56%	-	25,74,22,311	53.56%	-
Sudhir Mehta	6,882	0.00%	-	6,882	0.00%	-
Samir Mehta	6,125	0.00%	-	6,125	0.00%	-
Jinal Mehta	8,000	0.00%	-	8,000	0.00%	-

6. Distributions made:

   Interim dividend for FY 2021-22 of ₹ 9.00 per equity share (Previous year - ₹ 5.50 per equity share) aggregating to ₹ 432.56 Crore (Previous year - ₹ 264.34 Crore) was paid in March, 2022. The Board of Directors has not considered any further dividends for FY 2021-22. Accordingly, payment of interim dividend will be considered as final dividend for FY 2021-22.

Notes

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Note 24: Other Equity

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Reserves and surplus		
Securities premium	0.03	0.03
Debenture redemption reserve	108.30	187.26
Contingency reserve	15.37	13.46
Special reserve	78.07	78.07
General reserve	3,583.89	3,583.89
Retained earnings	5,699.74	5,907.90
	9,485.40	**9,770.61**

Footnotes:

1. Securities premium :

   Securities premium reflects issuance of the shares by the Company at a premium, whether for cash or otherwise i.e. a sum equal to the aggregate amount of the premium received on shares is transferred to a "securities premium account" as per the provisions of the Companies Act, 2013. The reserve can be utilised in accordance with the provisions of the Act.

2. Debenture redemption reserve:

   The Company was required to create a Debenture Redemption Reserve (DRR) out of the profits which are available for payment of dividend for the purpose of redemption of debentures. Pursuant to Companies (Share Capital and Debentures) Amendment Rules, 2019 dated August 16, 2019, the Company is not required to create DRR. Accordingly, the Company has not created DRR during the year and DRR created till previous years will be transferred to retained earnings on redemption of debentures.

3. Contingency reserve:

   As per the provisions of GERC MYT Regulations read with Tariff orders passed by GERC, the Company being a Distribution Licensee makes an appropriation to the contingency reserve to meet with certain exigencies. Investments in Bonds issued by Government of India have been made against such reserve.

4. Special reserve:

   As per MYT Regulations (2007), the Company has created a reserve in FY 2011-12 and FY 2012-13, which represents one third amount of controllable gain shall be retained in a special reserve by the Generating Company or Licensee for the purpose of absorbing the impact of any future losses on account of controllable factors.

5. General reserve:

   General reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. The general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

6. Retained earnings:

   The retained earnings reflect the profit of the company earned till date net of appropriations. The amount that can be distributed by the Company as dividends to its equity shareholders is determined based on the balance in this reserve, after considering the requirements of the Companies Act, 2013.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 25: Non-current Borrowings

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Non-current borrowings		
Secured loans - at amortised cost		
Non convertible debentures &		
10.35% Series 1	-	183.37
10.35% Series 2A, 2B & 2C	-	100.00
8.95% Series 3A, 3B & 3C	80.00	165.00
7.65% Series 5	-	100.00
7.30% Series 6	300.00	300.00
6.50% 6.90%,7.25% Series 7A, 7B & 7C	248.05	-
	628.05	**848.37**
Term loans @		
From banks	5,302.84	4,940.11
	5,302.84	**4,940.11**
	5,930.89	**5,788.48**
Unsecured loans - at amortised cost		
Non convertible debentures #		
10.25% Series 4A, 4B & 4C	179.93	269.65
	179.93	**269.65**
Term loans		
From Government of India under Accelerated Power Development and Reform Programme (APDRP)	9.17	12.99
	9.17	**12.99**
	189.10	**282.64**
	6,119.99	**6,071.12**

@ After considering unamortised expense of ₹ 18.91 Crore as at March 31, 2022 and ₹ 20.37 Crore as at March 31, 2021.
& After considering unamortised expense of ₹ 1.95 Crore as at March 31, 2022 and ₹ Nil Crore as at March 31, 2021.
# After considering unamortised expense of ₹ 0.07 Crore as at March 31, 2022 and ₹ 0.35 Crore as at March 31, 2021.

	As at March 31, 2022	As at March 31, 2021
Current maturities		
Secured loans - at amortised cost		
Non convertible debentures		
10.35% Series 1	183.37	183.32
10.35% Series 2A, 2B & 2C	100.00	100.00
8.95% Series 3A, 3B & 3C	85.00	80.00
7.65% Series 5	100.00	-
	468.37	**363.32**
Term loans $		
From banks	481.12	725.85
	481.12	**725.85**
Unsecured loans - at amortised cost		
Non convertible debentures^		
10.25% Series 4A, 4B & 4C	89.88	-
	89.88	**-**
Term loans		
From Government of India under Accelerated Power Development and Reform Programme (APDRP)	3.82	3.82
	3.82	**3.82**
	1,043.19	**1,092.99**
Amount disclosed under the head 'Current borrowings' [Refer note 29]	(1,043.19)	(1,092.99)
	-	-

$ After considering unamortised expense of ₹ 4.04 Crore as at March 31, 2022 and ₹ 3.09 Crore as at March 31, 2021.
^ After considering unamortised expense of ₹ 0.12 Crore as at March 31, 2022 and ₹ Nil Crore as at March 31, 2021.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 25: Non-current Borrowings (Contd.)

Footnotes:

1. Nature of security

   The entire immovable and movable assets including current assets, both present and future, of the Company are mortgaged and hypothecated by way of first pari passu charge in favour of lenders for term loans of ₹ 5,806.91 Crore and non convertible debentures of ₹ 1,098.37 Crore along with lenders of cash credits and non-fund based credit facilities. (except assets detailed in (i), (ii) & (iii) below which are not provided as security to NCD holders / term loan lender as mentioned therein)

   (i) Assets not given as security to non convertible debenture holders of Series no. 5

   a. immovable assets, movable fixed assets and debt service reserve accounts pertaining to the Renewable Projects;
   b. leasehold land bearing plot nos. B15 to B28 situated in the Atali Industrial Estate in Taluka Vagra, District Bharuch.

   (ii) Assets not given as security to non convertible debenture holders of Series no. 6 & 7

   a. immovable and movable assets of Renewable Projects;
   b. debt service reserve accounts maintained for the benefit of lenders of term loans;
   c. investments / deposits made out of Non-Convertible Debenture Reserve;
   d. leasehold land bearing plot nos. B15 to B28 situated in the Atali Industrial Estate in Taluka Vagra, District Bharuch;
   e. non-agricultural plot of land at village Kamatghar, Taluka Bhiwandi, District Thane bearing survey no. 119, Hissa no. 2/3 along with building thereon;
   f. immovable property located at no. 2, Dharam Marg, Chanakya Puri, New Delhi.

   (iii) Assets not given as security to lender of ₹ 250.00 Crore term loan availed in March 2022

   a. immovable assets of Renewable Projects;
   b. leasehold land bearing plot nos. B15 to B28 situated in the Atali Industrial Estate in Taluka Vagra, District Bharuch.

2. The future annual repayment obligations on principal amount for the above long-term borrowings are as under :-

(₹ in Crore)

Financial year	Term loans	Non convertible debentures
2022-23	488.98	558.37
2023-24	360.10	470.00
2024-25	477.56	175.00
2025-26	643.60	80.00
2026-27	755.81	85.00
2027-28	626.23	-
2028-29	625.30	-
2029-30	676.67	-
2030-31	547.70	-
2031-32	367.35	-
2032-33	250.60	-

3. Undrawn term loans from banks, based on approved facilities, were ₹ Nil as at March 31, 2022.
4. Proceeds from term loans and debt instruments raised during the current and previous year have been utilized for the purposes for which it was obtained. Out of the said debt instruments amount aggregating ₹ 30.60 Crore have remained un-utilized as on March 31, 2022.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 26: Non-current Trade Payables

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Trade payables for goods and services		
Total outstanding dues of micro and small enterprises	-	-
Total outstanding dues other than micro and small enterprises	150.46	116.11
	150.46	**116.11**

Footnote:

1. Refer note 64 for ageing schedule of non-current trade payables.

Note 27: Other Non-current Financial Liabilities

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Payables for purchase of property, plant and equipment	-	0.04
Sundry payables	0.32	1.13
Financial guarantee obligation	10.36	8.83
	10.68	**10.00**

Note 28: Other Non-current Liabilities

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Deferred revenue		
Contribution received from consumers [Refer note 44(b)]	1,189.80	1,085.69
Capital grant from government [Refer note 59(b)]	14.03	16.39
Sundry payables	55.30	55.31
	1,259.13	**1,157.39**

Notes
forming part of the standalone financial statements for the year ended March 31, 2022

Note 29: Current Borrowings

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Secured loans		-
Working Capital from banks	350.00	-
Overdraft from banks	2.74	-
	352.74	
Unsecured loans	350.00	-
Commercial paper	**350.00**	-
Current maturities of long-term debt [Refer note 25]	1,043.19	1,092.99
	1,745.93	**1,092.99**

Footnotes:

1. The entire immovable and movable assets including current assets, both present and future, of the Company are mortgaged and hypothecated by way of first pari passu charge in favour of lenders for working capital facilities and by way of second pari passu charge in favour of lenders for hedge facility.
2. Undrawn cash credit from banks, based on approved facilities, were ₹ 450.00 Crore as at March 31, 2022.
3. During the year, the Company has used the loans for the purpose for which it was obtained.
4. The Company has borrowings from banks and financial intitutions on the basis of security of current assets and quarterly returns or statements of current assets filed are in agreement with the books of accounts.

Net debt reconciliation

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Cash and cash equivalents	161.79	95.55
Current investments	253.27	241.63
Current borrowings (excluding current maturities of long-term debt)	(702.74)	-
Non-current borrowings (including current maturities of long-term debt and interest accrued but not due)	(7,257.41)	(7,251.52)
Lease liabilities	(42.22)	(36.01)
	(7,587.31)	**(6,950.35)**

Notes
forming part of the standalone financial statements for the year ended March 31, 2022

Note 29: Current Borrowings (Contd.)

	Other assets		Liabilities from financing activities			Total
	Cash and cash equivalents	Current investments	Current borrowings	Non-current borrowings	Lease liabilities	
Net balance as at April 01, 2020	**79.42**	**502.20**	**-**	**(8,428.51)**	**(37.96)**	**(7,884.85)**
Cash flows	16.13 #	(278.72)	-	1,140.52	7.10	885.03
New lease	-	-	-	-	(1.83)	(1.83)
Interest expense	-	-	(9.82)	(650.53)	(3.32)	(663.67)
Interest paid	-	-	9.82	687.00	-	696.82
Gain on sale of current investments	-	17.59	-	-	-	17.59
Fair value adjustment	-	0.56	-	-	-	0.56
Net balance as at March 31, 2021	**95.55**	**241.63**	**-**	**(7,251.52)**	**(36.01)**	**(6,950.35)**
Cash flows	66.24	(12.11)	(702.74)	(0.35)	9.38	(639.58)
New lease	-	-	-	-	(12.11)	(12.11)
Interest expense	-	-	(2.26)	(533.83)	(3.48)	(539.57)
Interest paid	-	-	2.26	528.29	-	530.55
Gain on sale of current investments	-	24.22	-	-	-	24.22
Fair value adjustment	-	(0.47)	-	-	-	(0.47)
Net balance as at March 31, 2022	**161.79**	**253.27**	**(702.74)**	**(7,257.41)**	**(42.22)**	**(7,587.31)**

Cash and cash equivalents increased by ₹ 16.47 Crore less ₹ 0.34 Crore transferred to TCL Cables Private limited pursuant to slump sale.

Note 30: Current Trade Payables

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Trade payables for goods and services		
Total outstanding dues of micro and small enterprises [Refer note 47]	50.27	36.51
Total outstanding dues other than micro and small enterprises	1,057.34	934.26
	1,107.61	**970.77**

Footnote:

1. Refer note 64 for ageing schedule of current trade payables.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 31: Other Current Financial Liabilities

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Interest accrued but not due on loans and security deposits	69.14	63.60
Investor education and protection fund #		
Unpaid / Unclaimed dividend	10.52	10.01
Unclaimed fractional coupons	0.35	0.35
Book overdraft	1.30	5.23
Security deposits from consumers @	1,328.02	1,221.06
Other deposits	3.29	3.39
Payables for purchase of property, plant and equipment^	321.15	232.71
Financial guarantee obligation	5.57	3.32
Sundry payables (including for employees related payables)	153.15	129.63
	1,892.49	**1,669.30**

\# There is no amount due and outstanding to be credited to investor education and protection fund as at March 31, 2022.
@ Security deposits from consumers in the Company's business, which is in the nature of utility, are generally not repayable within a period of twelve months based on historical experience.
^ including dues to micro and small enterprises for ₹ 12.53 Crore (March 31, 2021 - ₹ 7.85 Crore) [Refer note 47]

Note 32: Other Current Liabilities

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Credit balances of consumers [Refer note 44(d)]	99.48	84.47
Service line deposits from consumers [Refer note 44(c)]	207.13	189.85
Deferred revenue		
Contribution received from consumers [Refer note 44(b)]	91.74	82.85
Capital grant from government [Refer note 59(b)]	2.37	2.46
Statutory dues	199.99	170.63
Sundry payables #	0.65	7.03
	601.36	**537.29**

\# including interest dues to micro and small enterprises for ₹ 0.02 Crore [Refer note 47]

Notes

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Note 33: Current Provisions

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Provision for employee benefits		
Provision for gratuity [Refer note 49.2(d)]	12.23	11.46
Provision for compensated absences $	121.56	128.94
	133.79	**140.40**
Other provisions		
Provision for indirect taxes	-	-
Provision for onerous contracts [Refer note 58]	135.76	162.80
	135.76	**162.80**
	269.55	**303.20**

$ Provision for compensated absences is disclosed under current provision as the entity does not have an unconditional right to defer settlement for at least twelve months however these are generally not repayable within a period of twelve months based on historical experience.

Movement in provision for indirect taxes :		
Opening balance as on April 01	-	0.10
Transfer pursuant to scheme of arrangement [Refer note 60]	-	(0.10)
Additional provision recognised	-	-
Closing balance as on March 31	**-**	**-**
Movement in provision for onerous contracts:		
Opening balance as on April 01	162.80	161.78
Additional provision recognised	0.53	1.02
Reversal of provision	(27.57)	-
Closing balance as on March 31	**135.76**	**162.80**

Note 34: Current Tax Liabilities

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Provision for taxation (net of tax paid)	121.38	44.45
	121.38	**44.45**

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 35: Revenue from Operations

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Revenue from contracts with customers [Refer footnotes below]		
Revenue from power supply	12,989.01	11,527.36
Revenue from trading of RLNG	547.94	112.48
	13,536.95	**11,639.84**
Less: Discount for prompt payment of bills	19.62	17.57
	13,517.33	**11,622.27**
Other operating income		
Provisions of earlier years written back	1.04	2.47
Amortisation of deferred revenue		
Contribution received from consumers [Refer note 44(b)(2)] #	87.41	79.48
Capital grant from government [Refer note 59(b)]	2.45	2.72
Income from Generation Based Incentive	24.45	22.53
Insurance claim receipt	0.11	0.34
Miscellaneous income	82.95	46.71
	198.41	**154.25**
	13,715.74	**11,776.52**

Amortisation of deferred revenue are recognised within the scope of Ind AS 115.

Footnotes:

1. Disclosure given above presents disaggregated revenue from contracts with customers. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of revenue and cash flows are affected by market and other economic factors.
2. Timing of revenue recognition (from contract with customers) : Revenue from power supply is recognised over a period of time.
3. Revenue from operations for the previous year ended March 31, 2021 includes ₹ 250.62 Crore on account of favourable orders received from the Appellate Tribunal for Electricity in respect of disputed Revenue Gap related to carrying costs of earlier years.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 36: Other Income

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Interest income from financial assets at amortised cost		
Deposits	16.53	26.93
Consumers	36.49	36.40
Contingency reserve investments	1.15	1.01
Loans to related parties [Refer note 56(b)]	89.33	89.41
Others	0.80	0.54
	144.30	**154.29**
Dividend income from non-current investments carried at cost	14.65	30.75
Rent income from investment property [Refer note 7]	1.16	0.24
Gain on disposal of property, plant and equipment	30.04	3.39
Gain on sale of current investments in mutual funds	24.22	17.59
Net gain arising on financial assets / liabilities measured at amortised cost	28.93	11.39
Net gain / (loss) arising on current investments in mutual funds measured at fair value through profit or loss	(0.47)	0.56
Financial guarantee commission (amortised)	5.00	1.22
Net gain on foreign currency transactions and translations	5.32	0.04
Gain on slump sale pursuant to scheme of arrangement [Refer note 60]	-	7.27
Miscellaneous income	42.94	23.54
	296.09	**250.28**

Note 37 : Changes in Inventories of Finished Goods and Work-In-Progress

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Inventory of finished goods		
Opening stock	-	23.13
Less: Closing stock	-	-
Less:Transfer pursuant to scheme of arrangement [Refer note 60]	-	23.13
	-	-
Inventory of work-in-progress		
Opening stock	-	7.37
Less: Closing stock	-	-
Less:Transfer pursuant to scheme of arrangement [Refer note 60]	-	7.37
	-	-
Less: Allocated to capital works	-	-
	-	-

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 38: Employee Benefits Expense

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Salaries, wages and bonus	617.34	589.24
Contribution to provident and other funds [Refer note 49.1]	42.94	40.71
Employees welfare expenses	29.13	25.36
Compensated absences	13.77	18.80
Gratuity [Refer note 49.2(e)(3)]	18.28	19.45
	721.46	**693.56**
Less: Allocated to capital works, repairs and other relevant revenue accounts #	207.39	171.80
	514.07	**521.76**

includes allocated to capital works of ₹ 109.36 Crore (previous year ₹ 76.53 Crore)

Note 39: Finance Costs

(₹ in Crore)

	Year ended March 31,2022	Year ended March 31, 2021
Interest expense for financial liabilities classified as amortised cost		
Term loans	411.60	498.98
Non convertible debentures	122.23	151.55
Working capital loans	2.26	9.82
Security deposits from consumers	51.81	53.14
Lease liabilities	3.48	3.32
Others	2.79	1.93
Other borrowing costs	9.46	8.00
Amortisation of borrowing costs	3.67	5.63
Unwinding of discount	-	3.40
	607.30	**735.77**
Less: Allocated to capital works	25.74	16.81
	581.56	**718.96**

Note 40: Depreciation and Amortisation Expense

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Depreciation expense on property, plant and equipment	1,212.43	1,157.83
Depreciation expense on right-of-use assets	11.44	11.42
Amortisation expense on intangible assets	10.02	10.70
	1,233.89	**1,179.95**
Less: Transfer from others	0.10	0.10
	1,233.79	**1,179.85**

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 41: Other Expenses

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Consumption of stores and spares	233.72	193.50
Rent and hire charges	17.47	14.85
Repairs to		
Buildings	13.12	7.84
Plant and machinery	417.29	351.04
Others	21.69	17.73
	452.10	**376.61**
Insurance	43.06	33.37
Rates and taxes	11.28	10.56
Vehicle running expenses	40.26	36.87
Electricity expenses	20.87	19.21
Security expenses	47.83	40.78
Water charges	22.59	18.35
Power transmission and scheduling charges	11.44	31.55
Corporate social responsibility expenses [Refer note 51]	28.60	33.74
Loss on sale / discarding of property, plant and equipment	25.73	12.03
Commission to non-executive directors [Refer note 56(b)]	2.97	8.42
Directors sitting fees [Refer note 56(b)]	0.83	0.66
Auditors remuneration [Refer note 50]	1.69	1.85
Legal, professional and consultancy fees	39.95	31.45
Donations [Refer note 52]	58.30	36.55
Net loss on foreign currency transactions	0.12	10.71
Allowance / impairment for non-current investments	1.60	1.60
Bad debts written off (net of recovery)	47.00	49.81
Reversal of provision for onerous contracts [Refer note 58]	(27.57)	-
Provision for onerous contracts [Refer note 58]	0.53	1.02
Allowance for doubtful debts (net)	(40.90)	21.48
Miscellaneous expenses	91.34	81.54
	1,130.81	**1,066.51**
Less: Allocated to capital works, repairs and other relevant revenue accounts^	88.56	60.67
	1,042.25	**1,005.84**

^ includes allocated to capital works of ₹ Nil Crore (previous year ₹ 0.53 Crore)

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 42: Impairment Assessment

1. DGEN Power Plant

Net carrying value of Property, Plant & Equipment ("PPE") as at March 31, 2022 includes ₹ 1,378.90 Crore pertaining to 1,200 MW DGEN Mega Power Project located at Dahej, Gujarat ("DGEN"). DGEN started commercial operations with effect from November 2014 and thereafter has operated only intermittently / partially, including during the year ended March 31, 2022, due to various factors such as unavailability of domestic gas, high prices of imported gas and non-availability of power selling arrangement.

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

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

2. Investment in Torrent Pipavav Generation Limited

Torrent Pipavav Generation Limited ("TPGL"), a subsidiary of the Company and a joint venture between the Company and Gujarat Power Corporation Limited ("GPCL"), had made payments in nature of compensation for acquisition of private land as per the court orders in Amreli, Gujarat for the purpose of developing a coal-based power plant of 1,000+ MW. Due to non-availability of fuel linkage, Government of Gujarat ("GoG") vide its letter dated December 06, 2017, communicated that the said project may not be developed and accordingly, the joint venture is intended to be dissolved. Further, as per the said letter, the cost of land would be reimbursed after the disposal of land. With reference to this, in the month of March 2019, GPCL has written a letter to Collector, Amreli stating that the land is surrendered to the Government of Gujarat and requested Energy and Petroleum Department, GoG to take further action in the matter. It is learnt that the Government of Gujarat is exploring the possibility of usage of Land for industrial purpose. The management has made an impairment assessment of the amount recoverable from Government of Gujarat and concluded that there is no impairment in the carrying amount of the land. The timing of the recoverability of the amounts invested in land would depend upon the availability of the buyer. Considering the above facts, assets and liabilities are reflected at their net realisable values or cost whichever is lower and the financial statements of TPGL for the year ended March 31, 2022 have been prepared on a non - going concern basis. The recovery of carrying amount of equity and loan ₹ 93.29 Crore (March 31, 2021 ₹ 92.53 Crore) is also dependent on the availability of buyer for above mentioned land. The Company has invested equity and loan aggregating to ₹ 110.84 Crore (March 31, 2021 ₹ 108.48 Crore) in TPGL and impairment in value of investment is of ₹ 17.55 Crore as at March 31, 2022 (March 31, 2021 ₹ 15.95 Crore).

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 43: Income Tax Expense

A. Income tax expense recognised in statement of profit and loss

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Current tax		
Current tax on profits for the year	367.45	284.47
Adjustment for current tax of prior periods	-	0.01
	367.45	**284.48**
Deferred tax (other than that disclosed under OCI)		
Decrease / (increase) in deferred tax assets	12.27	(119.50)
(Decrease) / increase in deferred tax liabilities	(275.05)	93.35
	(262.78)	**(26.15)**
Income tax expense	**104.67**	**258.33**

B. Reconciliation of income tax expense

(₹ in Crore)

	Year ended March 31,2022	Year ended March 31, 2021
Profit before tax	514.38	1,583.24
Expected income tax expense calculated using tax rate at 34.944% (Previous year - 34.944%)	179.74	553.25
Adjustment to reconcile expected income tax expense to reported income tax expense:		
Effect of:		
Expenditure not deductible under Income Tax Act	28.52	15.89
Income not taxable under Income Tax Act	-	(2.54)
Tax incentives / deductions	(207.31)	(331.64)
Impairment loss of DGEN unit	82.64	-
Other adjustments including relating to accumulated MAT credit	21.08	23.36
Total	**104.67**	**258.32**
Adjustment for current tax of prior periods	-	0.01
Total expense as per statement of profit and loss	**104.67**	**258.33**

The tax rate used for the reconciliations given above is the actual / enacted corporate tax rate payable by corporate entities in India on taxable profits under the Indian tax law.

C. Income tax recognised in other comprehensive income

(₹ in Crore)

	Year ended March 31,2022	Year ended March 31, 2021
Deferred tax		
Re-measurement of defined benefit obligation (Items that will not be reclassified to profit or loss)	3.03	5.18
Income tax expense / (income) recognised in other comprehensive income	1.06	1.79

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 43: Income Tax Expense (Contd.)

D. Deferred tax balances

1. The following is the analysis of deferred tax assets / (liabilities) presented in the balance sheet

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Deferred tax assets	1,603.65	1,678.34
Deferred tax liabilities	(1,921.44)	(2,196.49)
	(317.79)	**(518.15)**

2. Movement of deferred tax assets / (liabilities)

Deferred tax assets / (liabilities) in relation to the year ended March 31, 2022

(₹ in Crore)

	Opening balance	Recognised in profit or loss	Utilisation	Recognised in OCI	Closing balance
Property, plant and equipment	(2,196.49)	275.05	-	-	(1,921.44)
Provision for compensated absences	42.95	(2.55)	-	-	40.40
Provision for onerous contracts	56.89	(9.45)	-	-	47.44
Allowance for doubtful debts	46.21	(13.56)	-	-	32.65
MAT credit entitlement	1,530.00	5.56	(61.36)	-	1,474.20
Others	2.29	7.73	-	(1.06)	8.96
	(518.15)	**262.78**	**(61.36)**	**(1.06)**	**(317.79)**

Deferred tax assets / (liabilities) in relation to the year ended March 31, 2021

(₹ in Crore)

	Opening balance	Recognised in profit or loss	Utilisation	Recognised in OCI	Closing balance
Property, plant and equipment	(2,103.14)	(93.35)	-	-	(2,196.49)
Provision for compensated absences	41.59	1.36	-	-	42.95
Provision for onerous contracts	56.53	0.36	-	-	56.89
Allowance for doubtful debts	33.29	12.92	-	-	46.21
MAT credit entitlement	1,430.77	99.23	-	-	1,530.00
Others	(1.55)	5.63	-	(1.79)	2.29
	(542.51)	**26.15**	**-**	**(1.79)**	**(518.15)**

3. Unrecognised deferred tax assets

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Accumulated MAT credit entitlement	-	-
	-	**-**

Management has made an assessment of the amount of taxable income that would be available in future to offset the Accumulated MAT credit entitlement available to the Company.

The assessment of taxable income involved several key assumptions including expected demand, future price of fuel, expected tariff rate for electricity, exchange rate and electricity market scenario, which the management considered reasonable based on past trends, applicable tariff regulations / agreements and current and likely future state of the industry.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 44: Revenue from Contracts with Customers

A. Unbilled revenue

1. Revenue from contracts with customers include unbilled revenue towards FPPPA claims and other true up adjustments which is recognised considering applicable tariff regulations / tariff orders, past trends of approval and management's probability estimate.

   The Company has not recognized those true up adjustment claims which are subject of dispute and for which the Company is in appeal with regulatory authorities. These are recognised on receipt of final orders of respective regulatory authorities.

2. **Movement in unbilled revenue**

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Opening balance	1,651.83	1,502.95
Add: Income accrued during the year as per tariff regulations / orders	2,616.45	2,185.51
Less: Amount billed during the year to the consumers as per tariff orders	(2,364.75)	(2,036.63)
Closing balance	**1,903.53**	**1,651.83**
Disclosed under		
Unbilled revenue [Refer note 21]	1,914.64	1,673.80
Sundry payables [Refer note 27 & note 31]	(11.11)	(21.97)
	1,903.53	**1,651.83**

B. Contribution received from consumers

1. **Nature of contribution received from consumers**
   Contributions received from consumers towards property, plant and equipment has been recognised as deferred revenue over its useful life.

2. **Movement of contribution received from consumers**

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
	1,168.54	1,131.98
Add: Contribution received during the year	200.41	116.04
Less: Amortisation of contribution transferred to statement of profit and loss [Refer note 35]	(87.41)	(79.48)
Closing balance	**1,281.54**	**1,168.54**
Non-current portion [Refer note 28]	1,189.80	1,058.69
Current portion [Refer note 32]	91.74	82.85
	1,281.54	**1,168.54**

Notes
forming part of the standalone financial statements for the year ended March 31, 2022

Note 44: Revenue from Contracts with Customers (Contd.)

C. Service line deposit from consumers

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Opening balance	189.85	194.82
Add: Received during the year (net of refund)	217.69	111.07
Less: Transferred to contribution received from consumers	(200.41)	(116.04)
Closing balance [Refer note 32]	**207.13**	**189.85**

Footnote:

1. Service line deposits are collected against the cost of capital work to be carried out for new connection or load extension on application by consumers. On the completion of the work, such contribution is transferred to deferred revenue under the head "other current / non-current liabilities".

D. Credit balance of consumers

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Opening balance	84.47	81.68
Add / (less) : Adjustment to current billing (net)	15.01	2.79
Closing balance [Refer note 32]	**99.48**	**84.47**

Notes
forming part of the standalone financial statements for the year ended March 31, 2022

Note 45: Contingent Liabilities, Contingent Assets and Capital Commitments

A. Contingent liabilities

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Disputed income tax matters	26.46	29.27
Disputed sales tax matters	0.96	0.96
Disputed service tax matters	0.49	0.49
Disputed custom duty matters	18.50	18.50
Disputed excise duty matters	0.18	0.18
Disputed stamp duty matters	36.37	0.35
Disputed value added tax matters	2.94	2.94
Claims against the Company not acknowledged as debt [Refer footnote 3]	163.70	148.06

The Company has evaluated the impact of Supreme Court ("SC") judgement dated February 28, 2019 in the case of Regional Provident Fund Commissioner (II) West Bengal v/s Vivekananda Vidyamandir and Others, in relation to exclusion of certain allowances from the definition of "basic wages" of the relevant employees for the purposes of determining contribution to Provident Fund ("PF") under the Employees' Provident Fund & Miscellaneous Provisions Act, 1952. There are interpretation issues relating to the said SC judgement. Based on such evaluation, management has concluded that effect of the aforesaid judgement on the Company is not material and accordingly, no provision has been made in the financial statements.

Footnotes:

1. Management believes that its position on the aforesaid direct and indirect tax demands and other claims against the company will likely be upheld in the appellate process and accordingly no provision has been made in the standalone financial statements for such demands.
2. In respect of the above, the expected outflow will be determined at the time of final resolution of the dispute / matters. No reimbursement is expected.
3. Break up of claims against the Company not acknowledged as debt as under:

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Claim of regulatory surcharge including interest in franchise distribution business	77.27	68.59
Penalty order issued by Directorate General of Foreign Trade (DGFT) in distribution business	50.53	50.53
Demand including interest for Tariff Indexation for excess energy withdrawn in franchise distribution business	18.31	15.35
Compensation payable for short lifting for material	8.46	8.46
Others	9.13	5.13
Closing balance [Refer note 32]	**163.70**	**148.06**

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 45: Contingent Liabilities, Contingent Assets and Capital Commitments (Contd.)

B. Contingent assets

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Claim for coal grade slippage	6.35	9.39
Claim of compensation for short lifting of material	8.46	8.46
	14.81	**17.85**

C. Capital and other commitments

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
i) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)		
Property, plant and equipment	642.28	455.19
ii) Other commitments		
(a) Guarantees given to lenders of subsidiary company $	700.00	-
(b) Guarantees given in favour of the debenture trustee for NCD issued by subsidiary companies including interest thereon	616.62	615.59

$ Utilised as at March 31, 2022 was ₹ 25.48 Crore (March 31, 2021 - Nil).

Footnotes:

The guarantees given to lenders of subsidiaries are unlikely to be called, as subsidiaries are in a position to service the loans and interest, covered by such guarantees.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 46: The Company has given Loans to its Subsidiary and Associate Companies as Under:

A. Disclosure under Regulation 34(3) read with para A of Schedule V of Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015

(₹ in Crore)

	Maximum amount outstanding during the year		Amount outstanding	
	Year ended March 31, 2022	Year ended March 31, 2021	As at March 31, 2022	As at March 31, 2021
Subsidiary Companies				
Torrent Pipavav Generation Limited	63.34	60.98	63.34	60.98
Torrent Solargen Limited	851.05	827.28	851.05	750.83
Jodhpur Wind Farms Private Limited	20.37	72.76	-	-
Latur Renewable Private Limited	20.43	65.17	-	-
TCL Cables Private Limited	270.95	219.05	231.22	219.05
Torrent Solar Power Private Limited	61.29	-	61.29	-
Torrent Saurya Urja 2 Private Limited	32.18	-	32.18	-
			1,239.08	**1,030.86**
Associate Company				
Wind Two Renergy Private Limited	155.71	157.95	141.77	155.71
			141.77	**155.71**
			1,380.85	**1,186.57**

Footnotes:

1. The Company has not given any loans or advances in the nature of loan to any firms / companies, in which Directors are interested.
2. The above loans were given to the subsidiaries and associate for their normal business activities.

The Company is engaged in the business of providing infrastructural facilities as per Section 186 (11) of the Act. Accordingly, disclosure under Section 186 (4) of the Act, is not applicable to the Company.

B. Details of Loans or Advances in the nature of loans are granted to promoters, Directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:

(a) repayable on demand; or
(b) without specifying any terms or period of repayment

(₹ in Crore)

	As at March 31, 2022		As at March 31, 2021	
	Amount of Loan or advance in nature of loan outstanding	Percentage to total loans and advances in the nature of loans	Amount of Loan or advance in nature of loan outstanding	Percentage to total loans and advances in the nature of loans
Related Parties	1,149.63	83.26%	967.51	81.54%
	1,149.63		**967.51**	

Notes
forming part of the standalone financial statements for the year ended March 31, 2022

Note 46: The Company has given Loans to its Subsidiary and Associate Companies as Under: (Contd.)

C. Except as detailed below, the Company has not advanced or loaned or invested funds (either borrowed funds or share premium or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on be half of the Company (Ultimate Beneficiaries) or

b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

(₹ in Crore)

Date of loan given to Intermediary	Amount of loan given	Name of Intermediary	Details of Intermediary	Date of fund further loaned by Intermediary to the Ultimate beneficiary	Amount further loaned by Intermediary to the Ultimate beneficiary	Name of Ultimate beneficiary	Details of Ultimate beneficiary
March 29, 2022	6.10	Torrent Solargen Limited	India - Subsidiary (U40102GJ2008PLC055000)	March 29, 2022	6.10	Surya Vidyut Limited	India - Subsidiary (U40108WB2010PLC150712)

above has been received back on April 02, 2022

In respect of the aforesaid loan, the Company has complied with the relevant provisions of the Companies Act, 2013. Further, the said transaction is not violative of the Prevention of Money-laundering Act, 2002.

During the year ended March 31, 2022 and March 31, 2021, the Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

b) provide any guarantee, security, or the like on behalf of the ultimate beneficiaries.

Note 47: Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006)

Micro and small enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) have been determined based on the information available with the Company and the required disclosures are given below:

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
a) Principal amount remaining unpaid [Refer notes 30 and 32]	62.80	44.31
b) Interest due thereon	-	-
c) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year		
i) Principal amounts paid to the suppliers beyond the appointed day during the year	2.23	4.77
ii) Interest paid under section 16 of the MSMED Act, to the suppliers, beyond the appointed day during the year	0.03	*
d) The amount of interest due and payable for the year (where the principal has been paid but interest under the MSMED Act, 2006 not paid)	0.02	0.05
e) The amount of interest accrued and remaining unpaid [b+d]	0.02	0.05
f) The amount of further interest due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23.	-	-

Notes
forming part of the standalone financial statements for the year ended March 31, 2022

Note 48: Leases
This note provides information for leases where the Company is a lessee.

(i) Amounts recognised in balance sheet

The balance sheet shows the following amounts relating to leases:

Right-of-use assets

(₹ in Crore)

	Notes	As at March 31, 2022	As at March 31, 2021
Land	5	152.54	158.15
Buildings	5	25.68	19.86
Plant and machinery	5	0.23	0.28
Office equipment	5	0.02	0.06
		178.47	**178.35**

Lease liabilities

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Current	4.95	5.05
Non-current	37.27	30.96
	42.22	**36.01**

(ii) Amounts recognised in the statement of profit and loss

The statement of profit or loss shows the following amounts relating to leases:

(₹ in Crore)

	Notes	Year ended March 31, 2022	Year ended March 31, 2021
Depreciation charge of right-of-use assets	40	11.44	11.42
Interest expense (included in finance costs)	39	3.48	3.32
Expense relating to short-term leases (included in other expenses)	41	1.98	1.55
Expense relating to leases of low-value assets that are not shown above as short-term leases (included in other expenses)	41	0.59	0.17
		17.49	**16.46**

(iii) Maturities of lease liabilities

As at March 31, 2022:

(₹ in Crore)

	Non-current lease liabilities	Current lease liabilities
Less than 1 year	-	7.23
Between 1 year and 5 years	29.61	-
5 years and above	24.41	-
	54.02	**7.23**

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 48: Leases (Contd.)

(iii) Maturities of lease liabilities

As at March 31, 2021:

(₹ in Crore)

	Non-current lease liabilities	Current lease liabilities
Less than 1 year	-	6.77
Between 1 year and 5 years	17.73	-
5 years and above	29.50	-
	47.23	**6.77**

(iv) The total cash outflow for leases for the year was ₹ 9.38 Crore (March 31, 2021 ₹ 7.10 Crore).

(v) Lease asset of Shil, Mumbra and Kalwa (franchise area)

Torrent Power Limited ("TPL") has entered into a Distribution Franchise Agreement ("Agreement") dated February 11, 2019 with Maharashtra State Electricity Distribution Company Limited ("MSEDCL") whereby as per the Agreement TPL would distribute the electricity in the area of Shil, Mumbra and Kalwa in Thane District in Maharashtra ("Franchise area") for 20 years (effective from March 01, 2020).

As per the Agreement TPL would purchase electricity from MSEDCL at the rate which would be derived through mechanism as mentioned in the Agreement which is linked to the number of units purchased and would distribute electricity to the Consumers at the tariff which has been approved by Maharashtra Electricity Regulation Commission (MERC).

Further as per the Agreement TPL has right to use existing assets of MSEDCL in the Franchise area provided it shall perform all the obligations and accepts all liabilities of MSEDCL on behalf of distribution licensee in Franchise area and MSEDCL shall not charge any rent for the use of such assets.

Considering the facts of the arrangement, TPL has the right to obtain substantially all of the economic benefits from use of MSEDCL assets of the Franchise area and the right to direct the use of the said assets for 20 years and accordingly it would meet the definition of Lease as per Ind AS 116. Further, for distribution of electricity, TPL would purchase power from MSEDCL for which payment would be made as per the franchise agreement which is linked to the number of units purchased. Accordingly the payments by TPL to MSEDCL is variable in nature and there are no fixed payments in the form of minimum purchase commitments, take or pay or any sort of fixed charges is required to be made.

Considering the entire payment made by TPL for this arrangement is variable in nature and there would be no lease liability required to be recognised with a corresponding right of use assets on initial recognition in accordance with Ind AS 116 and considering non-availability of relevant observable information for lease payments, management estimates and cost benefit analysis, total consideration payable to MSEDCL towards purchase of electricity has been shown as 'Electrical energy purchased' in the Financial Statements.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 49: Employee benefits plan

49.1 Defined contribution plan

The Company has defined contribution retirement benefit plans for its employees.

The Company's contributions to provident fund, pension scheme and employee state insurance scheme are made to the relevant government authorities as per the prescribed rules and regulations. The Company's superannuation scheme for qualifying employees is administered through its various superannuation trust funds. The Company's contributions to the above defined contribution plans are recognised as employee benefit expenses in the statement of profit and loss for the year in which they are due. The Company has no further obligation in respect of such plans beyond the contributions made.

The Company's contribution to provident, pension, superannuation funds and to employees state insurance scheme aggregating to ₹ 42.94 Crore (Previous year - ₹ 40.71 Crore) has been recognised in the statement of profit and loss under the head employee benefits expense [Refer note 38].

49.2 Defined benefit plans

a. Gratuity

The Company operates through various gratuity trust, a plan, covering all its employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. The gratuity benefits payable to the employees are based on the tenure of employee's service and last drawn salary at the time of leaving. The employees do not contribute towards this plan and the full cost of providing these benefits are met by the Company. In case of death while in service, the gratuity is payable irrespective of vesting.

The Company makes annual contribution to the gratuity schemes administered by the Life Insurance Corporation of India through its various Gratuity Trust Funds. The liability in respect of plan is determined on the basis of an actuarial valuation.

b. Risk exposure to defined benefit plans

The plans typically expose the Company to actuarial risks such as: asset volatility, interest rate risk, longevity risk and salary risk as described below:

Asset volatility

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on Indian government securities; if the return on plan asset is below this rate, it will create a plan deficit.

Interest risk

A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.

Longevity risk

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The most recent actuarial valuation of the plan assets and the present value of the defined benefit obligation was carried out at March 31, 2022. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 49: Employee benefits plan (Contd.)

c. Significant assumptions

The principal assumptions used for the purpose of the actuarial valuation were as follows.

	As at March 31, 2022	As at March 31, 2021
Discount rate (p.a.)	7.17%	7.08%
Salary escalation rate (p.a.)	8.50%	8.50%

d. The amount included in the balance sheet arising from the Company's obligation in respect of its wdefined benefit plans is as follows:

Balances of defined benefit plan

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Present value of funded defined benefit obligation	275.91	280.38
Fair value of plan assets	263.68	268.92
Net (asset) / liability [Refer note 33]	**12.23**	**11.46**

e. Expenses recognised for defined benefit plan and movement of plan assets and liabilities

Following are the amounts recognised in statement of profit and loss, other comprehensive income, movement in defined benefit liability and movement in plan assets:

(₹ in Crore)

	Funded plan- Gratuity	
	As at March 31, 2022	As at March 31, 2021
1. Movements in the present value of the defined benefit obligation:		
Obligation at the beginning of the year	280.38	289.07
Transfer pursuant to scheme of arrangement [Refer note 60]	-	(7.64)
Current service cost	17.48	15.71
Interest cost	19.85	19.50
Actuarial (gains) / losses from changes in demographic assumptions	0.11	-
Actuarial (gains) / losses arising changes in financial assumptions	(2.26)	(3.61)
Actuarial (gains) / losses from experience adjustments	(2.37)	(1.31)
Liability transferred in	2.39	0.26
Liability transferred out	(2.17)	(1.39)
Benefits paid directly by employer	(2.39)	(1.57)
Benefits paid	(35.11)	(28.64)
Obligation at the end of the year	**275.91**	**280.38**

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 49: Employee benefits plan (Contd.)

(₹ in Crore)

	Funded plan- Gratuity	
	As at March 31, 2022	As at March 31, 2021
2. Movements in the fair value of the plan assets:		
Plan assets at the beginning of the year, at fair value	268.92	234.47
Transfer pursuant to scheme of arrangement [Refer note 60]	-	(7.01)
Interest income	19.05	15.76
Return on plan assets (excluding interest income)	(1.49)	0.26
Contributions received	12.31	54.08
Benefits paid	(35.11)	(28.64)
Plan assets at the end of the year, at fair value	**263.68**	**268.92**
3. Gratuity cost recognized in the statement of profit and loss		
Current service cost	17.48	15.71
Interest cost, net	0.80	3.74
Net gratuity cost recognized in the statement of profit and loss [Refer note 38]	**18.28**	**19.45**
4. Gratuity cost recognized in the other comprehensive income (OCI)		
Return on plan assets (excluding interest income)	1.49	(0.26)
Actuarial (gains) / losses	(4.52)	(4.92)
Net (income) / expense for the period recognized in OCI	**(3.03)**	**(5.18)**

f. Category wise plan assets

Contributions to fund the obligations under the gratuity plan are made to the Life Insurance Corporation of India.

g. Sensitivity analysis

Significant actuarial assumptions for the determination of the defined obligation are discount rate and expected salary increase. The sensitivity analysis given below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

Change in assumptions

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Increase / (decrease) in defined benefit obligation of gratuity		
50 basis points increase in discount rate	(11.88)	(11.40)
50 basis points decrease in discount rate	12.95	12.42
50 basis points increase in salary escalation rate	12.72	12.19
50 basis points decrease in salary escalation rate	(11.79)	(11.30)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 49: Employee benefits plan (Contd.)

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

h. The weighted average duration of the gratuity plan based on average future service is 19 years (Previous year - 19 years).

i. Expected contribution to the plan for the next annual reporting period is ₹ 12.23 Crore (Previous year - ₹ 11.46 Crore).

j. Cash flow projection from the fund

Projected benefits payable in future years from the date of reporting

(₹ in Crore)

	Funded plan- Gratuity	
	As at March 31, 2022	As at March 31, 2021
1st following year	32.51	35.78
2nd following year	16.77	19.60
3rd following year	28.74	29.44
4th following year	26.75	27.94
5th following year	17.48	25.88
sum of years 6th to 10th	93.46	87.66

49.3 Other long-term employee benefit obligations

The leave obligation covers the Company's liability for sick and earned leave. Under these compensated absences plans, leave encashment is payable to all eligible employees on separation from the Company due to death, retirement or resignation; at the rate of daily last drawn salary, multiplied by leave days accumulated as at the end of relevant period. Refer notes 33 and 38 for the leave encashment provision / change in the balance sheet and statement of profit and loss.

Note 50: Auditors Remuneration (Including Taxes)

(₹ in Crore)

	Year ended March 31,2022	Year ended March 31, 2021
As audit fees	1.21	1.30
For other services	0.46	0.52
For reimbursement of expenses	0.02	0.03
	1.69	**1.85**

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 51: Corporate Social Responsibility (CSR) Expenditure

(₹ in Crore)

	As at March 31, 2022	As at March 31,2021
a. Amount required to be spent by the company during the year	28.60	26.99
b. Amount of expenditure incurred	28.60	33.74
c. Shortfall at the end of the year	-	-
d. Total of previous years shortfall	-	-
e. Reason for shortfall	Not Applicable	Not Applicable
f. Nature of CSR activities-	1) Pediatric health care activity. 2) Development and maintenance of public parks. 3) Education for urban slum children.	1) Pediatrichealth care activity. 2) Development and maintenance of public parks. 3) Education for urban slum children.
g. Contribution to section 8 related companies, included in (b) above, in relation to CSR expenditure (i) UNM Foundation (formerly known as Tornascent Care Institute) [Refer Footnote 1]	28.48	33.56
	28.48	**33.56**

Footnote:

1. Unspent amount as at March 31, 2022 is ₹ 16.91 Crore (March 31, 2021 ₹ 6.06 Crore (net of utilisation till september 30, 2021)) has been transferred to special bank account u/s 135 (6) of the Companies Act, 2013.

Note 52: Donations Include Political Contributions as under

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Electoral Bonds	27.50	-
Prudent Electoral Trust	3.50	10.00
	31.00	**10.00**

Note 53: Earnings Per Share

	Year ended March 31, 2022	Year ended March 31, 2021
Basic earnings per share (₹)	8.52	27.57
Diluted earnings per share (₹)	8.52	27.57

Basic and diluted earnings per share

The earnings and weighted average number of equity shares used in the calculation of basic earnings per share are as follows:

	Year ended March 31, 2022	Year ended March 31, 2021
Profit for the year used in calculation of basic earning per share (₹ in Crore)	409.71	1,324.91
Weighted average number of equity shares	48,06,16,784	48,06,16,784

The company does not have any dilute potential ordinary shares and therefore diluted earnings per share is the same as basic eaminos per share

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 54: Operating Segments

The Chief Operating Decision Maker (CODM) evaluates the Company's performance and applies the resources to whole of the Company's business viz. "Generation, Transmission and Distribution of Power" as an integrated utility. Hence the Company does not have any reportable segment as per Ind AS - 108 "Operating Segments".

The Company's operations are wholly confined within India and as such there is no reportable geographical information.

Note 55: Certified Emission Reduction (CERs)

	Year ended March 31, 2022	Year ended March 31, 2021
No. of CERs inventory	-	3,91,411
No. of CERs under certification	71,71,099	52,04,387

Inventories of CERs are valued at cost or market price whichever is lower.

Note 56: Related Party Disclosures

A. Names of related parties and description of relationship:

1.	**Parent Company**	Torrent Investments Private Limited (formerly known as Torrent Private Limited)
2.	**Subsidiaries**	Torrent Power Grid Limited, Torrent Pipavav Generation Limited, Torrent Solargen Limited, Jodhpur Wind Farms Private Limited, Latur Renewable Private Limited, TCL Cables Private Limited, Torrent Solar Power Private Limited (w.e.f. July 28, 2020), Torrent Saurya Urja 2 Private Limited (w.e.f. February 05, 2021), Torrent Saurya Urja 3 Private Limited (w.e.f. February 17, 2021), Torrent Saurya Urja 4 Private Limited (w.e.f. July 20, 2021), Torrent Saurya Urja 5 Private Limited (w.e.f. July 16, 2021), Visual Percept Solar Projects Private Limited (w.e.f. February 15, 2022), Surya Vidyut Limited (w.e.f. March 11, 2022), Dadra and Nagar Haveli and Daman and Diu Power Distribution Corporation Limited (w.e.f. March 15, 2022) and LREHL Renewables India SPV 1 Private Limited (w.e.f. March 25, 2022)
3.	**Associates**	Wind Two Renergy Private Limited
4.	**Employee benefits plans***	TPL (Ahmedabad) Gratuity Trust, TPL (Ahmedabad) Superannuation Fund, TPL (Surat) Gratuity Trust, TPL (Surat) Superannuation Fund, TPL (SUGEN) Gratuity Trust, TPL (SUGEN) Superannuation Fund, TPL (DGEN) Gratuity Trust, TPL (DGEN) Superannuation Fund
5.	**Key management personnel (KMP)**	Samir Mehta Jinal Mehta
6.	**Non-executive directors**	Sudhir Mehta Pankaj Patel Samir Barua Keki Mistry Usha Sangwan (w.e.f. May 21, 2021) Radhika Haribhakti (w.e.f. August 07, 2021) Mamta Verma (w.e.f. August 07, 2021) Bhavna Doshi (upto September 30, 2021) Dharmishta Raval (upto September 30, 2021) Sunaina Tomar (upto June 15, 2021)
7.	**Relatives of key management personnel***	Varun Mehta
8.	**Other entities where the company has 50% voting right / enterprises controlled by the Parent Company / Associate of Parent Company***	UNM Foundation (formerly known as Tornascent Care Institute)#, Torrent Pharmaceuticals Limited, Torrent Power Services Private Limited, Torrent Gas Pune Limited (formerly known as Mahesh Gas Limited), Torrent Gas Private Limited, Torrent Fincorp Private Limited, Torrent Sports Ventures Private Limited, Torrent Diagnostics Private Limited, Gujarat Lease Financing Limited

* where transactions have taken place during the year and / or previous year or where balances are outstanding at the year end

\# The National Company Law Tribunal (NCLT) has approved a Scheme of Arrangement ("Scheme") in the nature of Amalgamation of UNM Foundation with Tornascent Care Institute vide order dated March 23, 2021. The Scheme iseffective from April 01, 2020 ("Appointed Date"). The name "Tornascent Care Institute" changed to "UNM Foundation" w.e.f. July 20, 2021.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 56: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Nature if transactions												
Dividend income	**14.65**	**30.75**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**14.65**	**30.75**
Torrent Power Grid Ltd.	14.65	11.99	-	-	-	-	-	-	-	-	14.65	11.99
Latur Renewable Pvt. Ltd.	-	12.10	-	-	-	-	-	-	-	-	-	12.10
Jodhpur Wind Farms Pvt. Ltd.	-	6.66	-	-	-	-	-	-	-	-	-	6.66
Interest income	**78.24**	**76.39**	**11.09**	**13.02**	**-**	**-**	**-**	**-**	**-**	**-**	**89.33**	**89.41**
Torrent Solargen Ltd.	59.31	67.85	-	-	-	-	-	-	-	-	59.31	67.85
Latur Renewable Pvt. Ltd.	*	2.49	-	-	-	-	-	-	-	-	*	2.49
Jodhpur Wind Farms Pvt. Ltd.	*	2.43	-	-	-	-	-	-	-	-	*	2.43
TCL Cables Pvt. Ltd.	17.49	3.62	-	-	-	-	-	-	-	-	17.49	3.62
Torrent Solar Power Pvt. Ltd.	0.77	-	-	-	-	-	-	-	-	-	0.77	-
Torrent Saurya Urja 2 Pvt. Ltd.	0.56	-	-	-	-	-	-	-	-	-	0.56	-
LREHL Renewables India SPV 1 Pvt. Ltd.	0.11	-	-	-	-	-	-	-	-	-	0.11	-
Wind Two Renergy Pvt. Ltd.	-	-	11.09	13.02	-	-	-	-	-	-	11.09	13.02
Dividend paid	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**373.26**	**141.58**	**373.26**	**141.58**
Torrent Investments Pvt. Ltd.	-	-	-	-	-	-	-	-	373.26	141.58	373.26	141.58

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forning part of the standalone financial statements for the year ended March 31, 2022

Note 56: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Services provided (rent income including tax)	**1.37**	**0.29**	**-**	**-**	**-**	**-**	**-**	**-**	**0.88**	**0.41**	**2.25**	**0.70**
Torrent Power Grid Ltd.	*	0.01	-	-	-	-	-	-	-	-	*	0.01
Torrent Pipavav Generation Ltd.	*	0.01	-	-	-	-	-	-	-	-	*	0.01
Torrent Solargen Ltd.	*	0.01	-	-	-	-	-	-	-	-	*	0.01
Latur Renewable Pvt. Ltd.	*	0.01	-	-	-	-	-	-	-	-	*	0.01
Jodhpur Wind Farms Pvt. Ltd.	*	0.01	-	-	-	-	-	-	-	-	*	0.01
Torrent Solar Power Pvt. Ltd.	*	*	-	-	-	-	-	-	-	-	*	*
TCL Cables Pvt. Ltd.	1.37	0.24	-	-	-	-	-	-	-	-	1.37	0.24
Torrent Saurya Urja 2 Pvt. Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
Torrent Saurya Urja 3 Pvt. Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
Torrent Saurya Urja 4 Pvt. Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
Torrent Saurya Urja 5 Pvt. Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
UNM Foundation	-	-	-	-	-	-	-	-	0.01	0.01	0.01	0.01

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Note 56: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Torrent Investments Pvt. Ltd.	-	-	-	-	-	-	-	-	*	*	*	*
Torrent Power Services Pvt. Ltd.	-	-	-	-	-	-	-	-	*	0.01	*	0.01
Torrent Gas Pvt. Ltd.	-	-	-	-	-	-	-	-	0.87	0.39	0.87	0.39
Torrent Fincorp Pvt. Ltd.	-	-	-	-	-	-	-	-	*	*	*	*
Torrent Sports Ventures Pvt. Ltd.	-	-	-	-	-	-	-	-	*	-	*	-
Torrent Diagnositcs Pvt. Ltd.	-	-	-	-	-	-	-	-	*	-	*	-
Services received / remuneration paid	**1.63**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**2.25**	**1.60**	**3.88**	**1.60**
TCL Cables Pvt. Ltd.	1.63	-	-	-	-	-	-	-	-	-	1.63	-
Varun Mehta	-	-	-	-	-	-	-	-	2.25	1.60	2.25	1.60
Purchase of cables	**178.83**	**95.38**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**178.83**	**95.38**
TCL Cables Pvt. Ltd.	178.83	95.38	-	-	-	-	-	-	-	-	178.83	95.38
Purchase of materials	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**0.63**	**-**	**0.63**	**-**
Torrent Gas Pvt. Ltd.	-	-	-	-	-	-	-	-	0.63	-	0.63	-
Shared expenditure charged to	**1.56**	**1.73**	**0.31**	**0.28**	**-**	**-**	**-**	**-**	**0.02**	**0.06**	**1.89**	**2.07**
Torrent Pipavav Generation Ltd.	0.42	0.39	-	-	-	-	-	-	-	-	0.42	0.39
Torrent Solargen Ltd.	0.61	0.67	-	-	-	-	-	-	-	-	0.61	0.67
Torrent Power Grid Ltd.	0.06	0.09	-	-	-	-	-	-	-	-	0.06	0.09
Latur Renewable Pvt. Ltd.	0.16	0.20	-	-	-	-	-	-	-	-	0.16	0.20

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Note 56: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Jodhpur Wind Farms Pvt. Ltd.	0.31	0.38	-	-	-	-	-	-	-	-	0.31	0.38
Wind Two Renergy Pvt. Ltd.	-	-	0.31	0.28	-	-	-	-	-	-	0.31	0.28
Torrent Gas Pune Ltd.	-	-	-	-	-	-	-	-	-	0.06	-	0.06
Torrent Gas Pvt. Ltd.	-	-	-	-	-	-	-	-	-	*	-	*
Gujarat Lease Financing Ltd.	-	-	-	-	-	-	-	-	0.02	-	0.02	-
Expenses incurred on behalf of	**2.16**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**2.16**	**-**
Dadra and Nagar Haveli and Daman and Diu Power Distribution Corporation Ltd.	2.16	-	-	-	-	-	-	-	-	-	2.16	-
Impairment in value of investment	**1.60**	**1.60**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**1.60**	**1.60**
Torrent Pipavav Generation Ltd.	1.60	1.60	-	-	-	-	-	-	-	-	1.60	1.60
Transfer of gratuity/leave liability to / (from)	**0.08**	**0.89**	**-**	**-**	**-**	**-**	**-**	**-**	**(0.13)**	**0.59**	**(0.05)**	**1.48**
Torrent Pharmaceuticals Ltd.	-	-	-	-	-	-	-	-	(0.29)	0.51	(0.29)	0.51

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Note 56: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Torrent Power Grid Ltd.	-	0.16	-	-	-	-	-	-	-	-	-	0.16
TCL Cables Pvt. Ltd.	0.08	0.73	-	-	-	-	-	-	-	-	0.08	0.73
UNM Foundation	-	-	-	-	-	-	-	-	*	-	*	-
Torrent Gas Pune Ltd.	-	-	-	-	-	-	-	-	-	(0.22)	-	(0.22)
Torrent Gas Pvt. Ltd.	-	-	-	-	-	-	-	-	0.16	0.30	0.16	0.30
Managerial remuneration@	**-**	**-**	**-**	**-**	**-**	**-**	**24.14**	**22.69**	**-**	**-**	**24.14**	**22.69**
Samir Mehta	-	-	-	-	-	-	10.00	10.00	-	-	10.00	10.00
Jinal Mehta	-	-	-	-	-	-	14.14	12.69	-	-	14.14	12.69
Commission to non-executive directors^	**-**	**-**	**-**	**-**	**-**	**-**	**1.82**	**6.41**	**-**	**-**	**1.82**	**6.41**
Sudhir Mehta	-	-	-	-	-	-	-	5.00	-	-	-	5.00
Samir Barua	-	-	-	-	-	-	0.37	0.32	-	-	0.37	0.32
Keki Mistry	-	-	-	-	-	-	0.30	0.24	-	-	0.30	0.24
Pankaj Patel	-	-	-	-	-	-	0.27	0.21	-	-	0.27	0.21
Bhavna Doshi	-	-	-	-	-	-	0.21	0.32	-	-	0.21	0.32
Dharmishta Raval	-	-	-	-	-	-	0.22	0.27	-	-	0.22	0.27
Sunaina Tomar#	-	-	-	-	-	-	0.05	0.05	-	-	0.05	0.05
Usha Sangwan	-	-	-	-	-	-	0.21	-	-	-	0.21	-

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 56: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Radhika Haribhakti	-	-	-	-	-	-	0.14	-	-	-	0.14	-
Mamta Verma#	-	-	-	-	-	-	0.05	-	-	-	0.05	-
Sitting fees to non-executive directors^	**-**	**-**	**-**	**-**	**-**	**-**	**0.70**	**0.56**	**-**	**-**	**0.70**	**0.56**
Samir Barua	-	-	-	-	-	-	0.16	0.14	-	-	0.16	0.14
Keki Mistry	-	-	-	-	-	-	0.11	0.09	-	-	0.11	0.09
Pankaj Patel	-	-	-	-	-	-	0.09	0.07	-	-	0.09	0.07
Bhavna Doshi	-	-	-	-	-	-	0.08	0.14	-	-	0.08	0.14
Dharmishta Raval	-	-	-	-	-	-	0.09	0.11	-	-	0.09	0.11
Sunaina Tomar#	-	-	-	-	-	-	0.01	0.01	-	-	0.01	0.01
Usha Sangwan	-	-	-	-	-	-	0.09	-	-	-	0.09	-
Radhika Haribhakti	-	-	-	-	-	-	0.06	-	-	-	0.06	-
Mamta Verma#	-	-	-	-	-	-	0.01	-	-	-	0.01	-
Donation	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**11.36**	**1.51**	**11.36**	**1.51**
UNM Foundation	-	-	-	-	-	-	-	-	11.36	1.51	11.36	1.51

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 56: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Contribution towards CSR	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**28.48**	**33.56**	**28.48**	**33.56**
UNM Foundation	-	-	-	-	-	-	-	-	28.48	33.56	28.48	33.56
Contribution to employee benefit plans (net)	**-**	**-**	**-**	**-**	**22.15**	**63.05**	**-**	**-**	**-**	**-**	**22.15**	**63.05**
TPL (Ahmedabad) Gratuity Trust	-	-	-	-	9.16	47.69	-	-	-	-	9.16	47.69
TPL (Ahmedabad) Superannuation Fund	-	-	-	-	7.54	6.87	-	-	-	-	7.54	6.87
TPL (Surat) Gratuity Trust	-	-	-	-	2.66	4.51	-	-	-	-	2.66	4.51
TPL (Surat) Superannuation Fund	-	-	-	-	1.51	1.29	-	-	-	-	1.51	1.29
TPL (SUGEN) Gratuity Trust	-	-	-	-	0.44	1.60	-	-	-	-	0.44	1.60
TPL (SUGEN) Superannuation Fund	-	-	-	-	0.52	0.49	-	-	-	-	0.52	0.49
TPL (DGEN) Gratuity Trust	-	-	-	-	0.05	0.28	-	-	-	-	0.05	0.28
TPL (DGEN) Superannuation Fund	-	-	-	-	0.27	0.32	-	-	-	-	0.27	0.32
Equity contribution	**40.10**	**0.15**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**40.10**	**0.15**
TCL Cables Pvt. Ltd.	40.00	-	-	-	-	-	-	-	-	-	40.00	-
Torrent Solar Power Pvt. Ltd.	-	0.05	-	-	-	-	-	-	-	-	-	0.05
Torrent Saurya Urja 2 Pvt. Ltd.	-	0.05	-	-	-	-	-	-	-	-	-	0.05
Torrent Saurya Urja 3 Pvt. Ltd.	-	0.05	-	-	-	-	-	-	-	-	-	0.05

Notes

forning part of the standalone financial statements for the year ended March 31, 2022

Note 56: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Torrent Saurya Urja 4 Pvt. Ltd.	0.05	-	-	-	-	-	-	-	-	-	0.05	-
Torrent Saurya Urja 5 Pvt. Ltd.	0.05	-	-	-	-	-	-	-	-	-	0.05	-
Payment against bank guarantee	**5.00**	-	-	-	-	-	-	-	-	-	**5.00**	-
Torrent Solargen Ltd.	5.00	-	-	-	-	-	-	-	-	-	5.00	-
Refund by bank against bank guarantee	**4.50**	-	-	-	-	-	-	-	-	-	**4.50**	-
Torrent Solargen Ltd.	4.50	-	-	-	-	-	-	-	-	-	4.50	-
Loans given	**461.45**	**234.97**	**7.95**	**18.70**	-	-	-	-	-	-	**469.40**	**253.67**
Torrent Pipavav Generation Ltd.$$	2.36	1.75	-	-	-	-	-	-	-	-	2.36	1.75
Torrent Solargen Ltd.	177.77	8.25	-	-	-	-	-	-	-	-	177.77	8.25
Latur Renewable Pvt. Ltd.	20.43	2.00	-	-	-	-	-	-	-	-	20.43	2.00
Jodhpur Wind Farms Pvt. Ltd.	20.37	0.50	-	-	-	-	-	-	-	-	20.37	0.50
TCL Cables Pvt. Ltd.	148.25	222.47	-	-	-	-	-	-	-	-	148.25	222.47

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 56: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Torrent Solar Power Pvt. Ltd.	60.60	-	-	-	-	-	-	-	-	-	60.60	-
Torrent Saurya Urja 2 Pvt. Ltd.	31.67	-	-	-	-	-	-	-	-	-	31.67	-
Wind Two Renergy Pvt. Ltd.	-	-	7.95	18.70	-	-	-	-	-	-	7.95	18.70
Receipt on repayment of loans	**255.34**	**202.33**	**21.30**	**19.00**	-	-	-	-	-	-	**276.64**	**221.33**
Torrent Solargen Ltd.	78.04	85.65	-	-	-	-	-	-	-	-	78.04	85.65
Latur Renewable Pvt. Ltd.	20.43	55.40	-	-	-	-	-	-	-	-	20.43	55.40
Jodhpur Wind Farms Pvt. Ltd.	20.37	54.51	-	-	-	-	-	-	-	-	20.37	54.51
TCL Cables Pvt. Ltd.	136.50	6.77	-	-	-	-	-	-	-	-	136.50	6.77
Wind Two Renergy Pvt. Ltd.	-	-	21.30	19.00	-	-	-	-	-	-	21.30	19.00
Deposits received	**0.10**	-	-	-	-	-	-	-	-	-	**0.10**	-
TCL Cables Pvt. Ltd.	0.10	-	-	-	-	-	-	-	-	-	0.10	-
Torrent Solar Power Pvt. Ltd.	-	*	-	-	-	-	-	-	-	-	-	*
Torrent Saurya Urja 2 Pvt. Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
Torrent Saurya Urja 3 Pvt. Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
Torrent Saurya Urja 4 Pvt. Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
Torrent Saurya Urja 5 Pvt. Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
Torrent Investments Pvt. Ltd.	-	-	-	-	-	-	-	-	-	*	-	*
Torrent Fincorp Pvt. Ltd.	-	-	-	-	-	-	-	-	-	*	-	*

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 56: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Torrent Sports Ventures Pvt. Ltd.	-	-	-	-	-	-	-	-	*	-	*	-
Torrent Diagnostics Pvt. Ltd.	-	-	-	-	-	-	-	-	*	-	*	-
Deposit Refunded	*	-	-	-	-	-	-	-	*	-	*	-
Torrent Power Grid Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
Torrent Pipavav Generation Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
Torrent Solargen Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
Jodhpur Wind Farms Pvt. Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
Latur Renewable Pvt. Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
Torrent Solar Power Pvt. Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
UNM Foundation	-	-	-	-	-	-	-	-	*	-	*	-
Torrent Investment Pvt. Ltd.	-	-	-	-	-	-	-	-	*	-	*	-
Torrent Power Serivces Pvt. Ltd.	-	-	-	-	-	-	-	-	*	-	*	-
Torrrent Gas Pvt. Ltd.	-	-	-	-	-	-	-	-	*	-	*	-

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 56: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Torrent Fincorp Pvt. Ltd.	-	-	-	-	-	-	-	-	*	-	*	-
Consideration received pursuant to scheme of arrangement	-	**256.95**	-	-	-	-	-	-	-	-	-	**256.95**
TCL Cables Pvt. Ltd.	-	256.95	-	-	-	-	-	-	-	-	-	256.95
Utilisation of non-fund based limit of the Company by	**449.54**	**32.87**	-	-	-	-	-	-	-	-	**449.54**	**32.87**
Torrent Solargen Ltd.	47.57	-	-	-	-	-	-	-	-	-	47.57	-
Jodhpur Wind Farms Pvt. Ltd.	0.81	0.70	-	-	-	-	-	-	-	-	0.81	0.70
Latur Renewable Pvt. Ltd.	0.81	0.70	-	-	-	-	-	-	-	-	0.81	0.70
Torrent Solar Power Pvt. Ltd.	-	9.44	-	-	-	-	-	-	-	-	-	9.44
TCL Cables Pvt. Ltd.	24.20	22.03	-	-	-	-	-	-	-	-	24.20	22.03
Dadra and Nagar Haveli and Daman and Diu Power Distribution Corporation Ltd.	376.15	-	-	-	-	-	-	-	-	-	376.15	-
Guarantees given in favour of the debenture trustee for NCD	-	**600.00**	-	-	-	-	-	-	-	-	-	**600.00**
Jodhpur Wind Farms Pvt. Ltd.	-	300.00	-	-	-	-	-	-	-	-	-	300.00
Latur Renewable Pvt. Ltd.	-	300.00	-	-	-	-	-	-	-	-	-	300.00

Notes
forming part of the standalone financial statements for the year ended March 31, 2022

Note 56: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Guarantees given to lenders of subsidiaries	**700.00**	-	-	-	-	-	-	-	-	-	**700.00**	-
Torrent Solargen Ltd.	700.00	-	-	-	-	-	-	-	-	-	700.00	-

@ excluding provision for gratuity and leave encashment, insurance premium for group personal accident and group mediclaim.
\# Sitting fees and Commission of Sunaina Tomar and Mamta Verma (nominee of the Government of Gujarat) is paid / payable to the Government of Gujarat.
^ excluding Goods and Services Tax.
$$ Interest free loan has been provided.

The Company is a public utility, being engaged in distribution of electricity. Transactions entered with the above mentioned related party does not include sale of electricity since the tariff charged to the customers are determined by an independent rate-setting authority.

C. Key management personnel compensation

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Short-term employee benefits	24.14	22.69
	24.14	**22.69**

Notes
forming part of the standalone financial statements for the year ended March 31, 2022

Note 56: Related Party Disclosures (Contd.)

D. Related party balances

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21
Balances at the end of the year												
Current liabilities	**49.09**	**34.41**	-	-	-	-	**14.32**	**18.91**	**0.16**	**0.81**	**63.57**	**54.13**
Torrent Power Grid Ltd.	-	0.16	-	-	-	-	-	-	-	-	-	0.16
Torrent Solargen Ltd.	-	*	-	-	-	-	-	-	-	-	-	*
Torrent Pipavav Generation Ltd.	-	*	-	-	-	-	-	-	-	-	-	*
Latur Renewable Pvt. Ltd.	-	*	-	-	-	-	-	-	-	-	-	*
Jodhpur Wind Farms Pvt. Ltd.	-	*	-	-	-	-	-	-	-	-	-	*
TCL Cables Pvt. Ltd.	49.09	34.25	-	-	-	-	-	-	-	-	49.09	34.25
Torrent Solar Power Pvt. Ltd.	-	*	-	-	-	-	-	-	-	-	-	*
Torrent Saurya Urja 2 Pvt. Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
Torrent Saurya Urja 3 Pvt. Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
Torrent Saurya Urja 4 Pvt. Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
Torrent Saurya Urja 5 Pvt. Ltd.	*	-	-	-	-	-	-	-	-	-	*	-
UNM Foundation	-	-	-	-	-	-	-	-	*	*	*	*
Torrent Investments Pvt. Ltd.	-	-	-	-	-	-	-	-	-	*	-	*
Torrent Pharmaceuticals Ltd.	-	-	-	-	-	-	-	-	-	0.51	-	0.51
Torrent Power Services Pvt. Ltd.	-	-	-	-	-	-	-	-	-	*	-	*

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 56: Related Party Disclosures (Contd.)

D. Related party balances

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21
Torrent Gas Pvt. Ltd.	-	-	-	-	-	-	-	-	0.16	0.30	0.16	0.30
Torrent Fincorp Pvt. Ltd.	-	-	-	-	-	-	-	-	-	-	-	*
Torrent Sports Ventures Pvt. Ltd.	-	-	-	-	-	-	-	-	*	-	*	-
Torrent Diagnostics Pvt. Ltd.	-	-	-	-	-	-	-	-	*	-	*	-
Sudhir Mehta	-	-	-	-	-	-	-	5.00	-	-	-	5.00
Samir Mehta	-	-	-	-	-	-	10.00	10.00	-	-	10.00	10.00
Jinal Mehta	-	-	-	-	-	-	2.50	2.50	-	-	2.50	2.50
Samir Barua	-	-	-	-	-	-	0.37	0.32	-	-	0.37	0.32
Keki Mistry	-	-	-	-	-	-	0.30	0.24	-	-	0.30	0.24
Pankaj Patel	-	-	-	-	-	-	0.27	0.21	-	-	0.27	0.21
Bhavna Doshi	-	-	-	-	-	-	0.21	0.32	-	-	0.21	0.32
Dharmishta Raval	-	-	-	-	-	-	0.22	0.27	-	-	0.22	0.27
Sunaina Tomar#	-	-	-	-	-	-	0.05	0.05	-	-	0.05	0.05
Usha Sangwan	-	-	-	-	-	-	0.21	-	-	-	0.21	-

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 56: Related Party Disclosures (Contd.)

D. Related party balances

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21
Radhika Haribhakti	-	-	-	-	-	-	0.14	-	-	-	0.14	-
Mamta Verma#	-	-	-	-	-	-	0.05	-	-	-	0.05	-
Investment in equity	**971.73**	**417.32**	**-**	**-**	**-**	**-**	**-**	**-**	**0.05**	**0.05**	**971.78**	**417.37**
Torrent Power Grid Ltd.	66.60	66.60	-	-	-	-	-	-	-	-	66.60	66.60
Torrent Pipavav Generation Ltd.	47.50	47.50	-	-	-	-	-	-	-	-	47.50	47.50
Torrent Solargen Ltd.	80.07	80.07	-	-	-	-	-	-	-	-	80.07	80.07
Latur Renewable Pvt. Ltd.	110.00	110.00	-	-	-	-	-	-	-	-	110.00	110.00
Jodhpur Wind Farms Pvt. Ltd.	111.00	111.00	-	-	-	-	-	-	-	-	111.00	111.00
TCL Cables Pvt. Ltd.	42.00	2.00	-	-	-	-	-	-	-	-	42.00	2.00
Torrent Solar Power Pvt. Ltd.	0.05	0.05	-	-	-	-	-	-	-	-	0.05	0.05
Torrent Saurya Urja 2 Pvt. Ltd.	0.05	0.05	-	-	-	-	-	-	-	-	0.05	0.05
Torrent Saurya Urja 3 Pvt. Ltd.	0.05	0.05	-	-	-	-	-	-	-	-	0.05	0.05
Torrent Saurya Urja 4 Pvt Ltd.	0.05	-	-	-	-	-	-	-	-	-	0.05	-
Torrent Saurya Urja 5 Pvt Ltd.	0.05	-	-	-	-	-	-	-	-	-	0.05	-
Visual Percept Solar Proejcts Pvt. Ltd.	162.62	-	-	-	-	-	-	-	-	-	162.62	-
Surya Vidyut Ltd.	304.73	-	-	-	-	-	-	-	-	-	304.73	-

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forming part of the standalone financial statements for the year ended March 31, 2022

Note 56: Related Party Disclosures (Contd.)

D. Related party balances

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21
LREHL Renewables India SPV 1 Pvt. Ltd.	46.96	-	-	-	-	-	-	-	-	-	46.96	-
UNM Foundation	-	-	-	-	-	-	-	-	0.05	0.05	0.05	0.05
Investment in compulsorily convertible debentures (including interest accrued)	**51.93**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**51.93**	**-**
LREHL Renewables India SPV 1 Pvt. Ltd.	51.93	-	-	-	-	-	-	-	-	-	51.93	-
Impairment in value of investment	**17.55**	**15.95**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**17.55**	**15.95**
Torrent Pipavav Generation Ltd.	17.55	15.95	-	-	-	-	-	-	-	-	17.55	15.95
Investment in non-convertible debentures (including amortised premium)	**-**	**-**	**116.89**	**110.18**	**-**	**-**	**-**	**-**	**-**	**-**	**116.89**	**110.18**
Wind Two Renergy Pvt. Ltd.	-	-	116.89	110.18	-	-	-	-	-	-	116.89	110.18

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forming part of the standalone financial statements for the year ended March 31, 2022

Note 56: Related Party Disclosures (Contd.)

D. Related party balances

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21
Loans (including interest) (non-current)	**227.45**	**914.53**	**121.87**	**155.71**	**-**	**-**	**-**	**-**	**-**	**-**	**349.32**	**1,070.24**
Torrent Solargen Ltd.	-	698.83	-	-	-	-	-	-	-	-	-	698.83
TCL Cables Pvt. Ltd.	227.45	215.70	-	-	-	-	-	-	-	-	227.45	215.70
Wind Two Renergy Pvt. Ltd.	-	-	121.87	155.71	-	-	-	-	-	-	121.87	155.71
Loans (including interest) (current)	**1,011.63**	**116.33**	**19.90**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**1,031.53**	**116.33**
Torrent Pipavav Generation Ltd. ^	63.34	60.98	-	-	-	-	-	-	-	-	63.34	60.98
Torrent Solargen Ltd.	851.05	52.00	-	-	-	-	-	-	-	-	851.05	52.00
TCL Cables Pvt. Ltd.	3.77	3.35	-	-	-	-	-	-	-	-	3.77	3.35
Torrent Solar Power Pvt. Ltd.	61.29	-	-	-	-	-	-	-	-	-	61.29	-
Torrent Saurya Urja 2 Pvt. Ltd.	32.18	-	-	-	-	-	-	-	-	-	32.18	-
Wind Two Renergy Pvt. Ltd.	-	-	19.90	-	-	-	-	-	-	-	19.90	-
Trade and other receivables	**2.34**	**0.34**	**0.07**	**0.07**	**-**	**-**	**-**	**0.03**	**0.29**	**0.01**	**2.70**	**0.45**
UNM Foundation	-	-	-	-	-	-	-	-	-	0.01	-	0.01
Torrent Solargen Ltd.	0.07	0.20	-	-	-	-	-	-	-	-	0.07	0.20
Latur Renewable Pvt. Ltd.	0.04	0.04	-	-	-	-	-	-	-	-	0.04	0.04
Jodhpur Wind Farms Pvt. Ltd.	0.07	0.10	-	-	-	-	-	-	-	-	0.07	0.10

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Note 56: Related Party Disclosures (Contd.)

D. Related party balances

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21
Dadra and Nagar Haveli and Daman and Diu Power Distribution Corporation Ltd.	2.16	-	-	-	-	-	-	-	-	-	2.16	-
Wind Two Renergy Pvt. Ltd.	-	-	0.07	0.07	-	-	-	-	-	-	0.07	0.07
Torrent Pharmaceuticals Ltd.	-	-	-	-	-	-	-	-	0.29	-	0.29	-
Utilisation of non-fund based limit of the Company by	**462.74**	**92.17**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**462.74**	**92.17**
Torrent Solargen Ltd.	24.88	28.50	-	-	-	-	-	-	-	-	24.88	28.50
Jodhpur Wind Farms Pvt. Ltd.	1.07	0.96	-	-	-	-	-	-	-	-	1.07	0.96
Latur Renewable Pvt. Ltd.	1.07	0.96	-	-	-	-	-	-	-	-	1.07	0.96
Torrent Solar Power Pvt. Ltd.	9.44	9.44	-	-	-	-	-	-	-	-	9.44	9.44
TCL Cables Pvt. Ltd.	50.13	52.31	-	-	-	-	-	-	-	-	50.13	52.31
Dadra and Nagar Haveli and Daman and Diu Power Distribution Corporation Ltd.	376.15	-	-	-	-	-	-	-	-	-	376.15	-

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Note 56: Related Party Disclosures (Contd.)

D. Related party balances

(₹ in Crore)

	Subsidiaries		Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21	As at 31.03.22	As at 31.03.21
Guarantees given in favour of the debenture trustee for NCD including interest thereon	**616.62**	**615.59**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**616.62**	**615.59**
Jodhpur Wind Farms Pvt. Ltd.	308.54	308.00	-	-	-	-	-	-	-	-	308.54	308.00
Latur Renewable Pvt. Ltd.	308.08	307.59	-	-	-	-	-	-	-	-	308.08	307.59
Guarantees given to lenders of subsidiaries	**700.00**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**700.00**	**-**
Torrent Solargen Ltd. $	700.00	-	-	-	-	-	-	-	-	-	700.00	-

Sitting fees and Commission of Sunaina Tomar and Mamta Verma (nominee of the Government of Gujarat) is payable to the Government of Gujarat.

^ Interest free loan has been provided.

$ Utilised as at March 31, 2022 was ₹ 25.48 Crore (March 31, 2021 - Nil).

The Company is a public utility, being engaged in distribution of electricity. Transactions entered with the above mentioned related party does not include sale of electricity since the tariff charged to the customers are determined by an independent rate-setting authority.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

E. Terms and conditions of outstanding balances

The transactions with related parties are made in the normal course of business on terms equivalent to those that prevail in arm's length transactions.

Outstanding balances at the year-end are unsecured.

Footnote:
1. Loans granted to related parties carries interest rate of 7.75% p.a. (Previous year 8.50% p.a.).

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 57: Financial Instruments and Risk Management

A. Capital management

The Company manages its capital structure in a manner to ensure that it will be able to continue as a going concern while optimising the return to stakeholders through the appropriate debt and equity balance.

The Company's capital structure is represented by equity (comprising issued capital, retained earnings and other reserves as detailed in notes 23,24) and debt (borrowings as detailed in note 25).

The Company's management reviews the capital structure of the Company on an annual basis. As part of this review, the management considers the cost of capital and the risks associated with each class of capital. The Company's plan is to ensure that the gearing ratio (debt equity ratio) is well within the limit of 2:1.

Gearing ratio
The gearing ratio at end of the reporting period is as follows.

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Debt	7,830.37	7,803.51
Total equity	10,264.82	10,750.99
Debt to equity ratio	**0.76**	**0.73**

Footnotes:

1. Debt is defined as all long term debt outstanding (including unamortised expense) + contingent liability pertaining to corporate / financial guarantee given (to the extent utilised) + short term debt outstanding in lieu of long term debt.

2. Total equity is defined as equity share capital + all reserve (excluding revaluation reserve) + deferred tax liabilities deferred tax assets – intangible assets – Intangible assets under development.

Loan Covenants
The company has complied with financial covenants specified as per the terms of borrowing facilities.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 57: Financial Instruments and Risk Management (Contd.)

B. Categories of financial instruments

(₹ in Crore)

	As at March 31, 2022		As at March 31, 2021	
	Carrying value	Fair value	Carrying value	Fair value
Financial assets				
Measured at amortised cost				
Cash and cash equivalents	161.79	161.79	95.55	95.55
Bank balance other than cash and cash equivalents	45.14	45.14	93.22	93.22
Investment in bonds and debentures	132.77	132.77	124.15	124.15
Trade receivables	1,363.63	1,363.63	1,275.52	1,275.52
Loans	1,380.85	1,380.85	1,186.57	1,186.57
Other financial assets	2,846.44	2,846.44	2,127.63	2,127.63
	5,930.62	**5,930.62**	**4,902.64**	**4,902.64**
Measured at fair value through profit and loss (FVTPL)				
Investment in mutual funds	253.27	253.27	241.63	241.63
Investment in equity instruments	0.05	0.05	0.05	0.05
	253.32	**253.32**	**241.68**	**241.68**
Financial liabilities				
Measured at amortised cost				
Borrowings	7,865.92	7,902.19	7,164.11	7,238.84
Trade payables	1,258.07	1,258.07	1,086.88	1,086.88
Other financial liabilities	1,903.17	1,903.17	1,679.30	1,679.30
	11,027.16	**11,063.43**	**9,930.29**	**10,005.02**

Footnotes:

1. The carrying amounts of trade receivables, trade payables, capital creditors and cash and cash equivalents are considered to be the same as their fair values, due to their short-term nature.
2. Non current loan and Inter corporate Deposits carries the interest rates that are variable in nature and hence carrying value is considered as same as fair value.

C. Fair value measurement

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

Level 1 : Inputs are Quoted (unadjusted) market prices in active markets for identical assets or liabilities. This includes quoted equity instruments, investments in mutual funds that have quoted price.

Level 2 : Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable. This includes unquoted floating and fixed rate borrowing.

Level 3 : Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable. This includes unquoted equity shares, loans, security deposits, investments in Debentures, floating rate borrowings.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 57: Financial Instruments and Risk Management (Contd.)

The following table summarises financial assets and liabilities measured at fair value on a recurring basis and financial assets and liabilities that are not measured at fair value on a recurring basis (but fair value disclosures are required) :

(1) Financial assets at fair value through profit and loss (FVTPL)

(₹ in Crore)

	Fair value		Fair value hierarchy	Valuation technique(s) and key input(s)
	As at March 31, 2022	As at March 31, 2021		
Investment in mutual fund units	253.27	241.63	Level 1	Quoted bid prices in an active market
	253.27	**241.63**		

(2) Financial liabilities at amortised cost

(₹ in Crore)

	Fair value		Fair value hierarchy	Valuation technique(s) and key input(s)
	As at March 31, 2022	As at March 31, 2021		
Fixed rate borrowings (Non-convertible debentures)	1,404.64	1,556.42	Level 2	Inputs other than quoted prices that are observable based on yields provided by FIMMDA
	1,404.64	**1,556.42**		

D. Financial risk management objectives

The Company's principal financial liabilities, comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations, routine and projects capital expenditure. The Company's principal financial assets include loans, advances, trade and other receivables and cash and cash equivalents that derive directly from its operations.

The Company's activities expose it to a variety of financial risks viz foreign currency risk, commodity price risk, interest rate risk, credit risk, liquidity risk etc. The Company's primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Company's senior management oversees the management of these risks. It advises on financial risks and the appropriate financial risk governance framework for the Company.

Foreign currency risk

The Company is exposed to foreign currency risks arising from various currency exposures, primarily with respect to the USD and EURO. Foreign currency risks arise from future commercial transactions and recognized assets and liabilities, when they are denominated in a currency other than Indian Rupee.

The Company's exposure with regards to foreign currency risk which are not hedged are given below. However, these risks are not significant to the company's operation and accordingly sensitivity analysis is not given.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 57: Financial Instruments and Risk Management (Contd.)

Unhedged foreign currency exposures:

(₹ in Crore)

Nature of transactions	Currency	As at March 31, 2022	As at March 31, 2021
Financial liabilities			
Trade payable	EURO	138.80	235.94
Capital payable	EURO	0.06	0.06

Commodity price risk

The commodity exposure is mainly on account of fuel, a substantial part of which is a pass through cost and hence the commodity price exposure is not likely to have a material financial impact on the Company.

The Company has exposure to USD / INR exchange rate arising principally on account of import of LNG and import of coal. The extant tariff regulations do not permit the cost of hedging such exposure as a cost to be passed through to the off-takers / beneficiaries. As a result, the Company does not follow a policy of hedging such exposures and actual rupee costs of import of fuel are substantially passed on to the off-takers / consumers, because of which such commodity price exposure is not likely to have a material financial impact on the Company.

Interest rate risk

Most of the Company's borrowings are on a floating rate of interest. The Company has exposure to interest rate risk, arising principally on changes in Marginal Cost of Funds based Lending Rate (MCLR). The Company uses a mix of interest rate sensitive financial instruments to manage the liquidity and fund requirements for its day to day operations like non-convertible debentures and short term credit lines besides internal accruals.

The following table provides a break-up of the Company's fixed and floating rate borrowings:

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Fixed rate borrowings^	1,731.36	1,498.50
Floating rate borrowings^	6,159.65	5,689.42
	7,891.01	**7,187.92**

^ Transactions cost reduced from the borrowing is excluded.

Interest rate risk sensitivity:

The below mentioned sensitivity analysis is based on the exposure to interest rates for floating rate borrowings. For this it is assumed that the amount of the floating rate liability outstanding at the end of the reporting period was outstanding for the whole year. If interest rates had been 50 basis points higher or lower, other variables being held constant, following is the impact on profit before tax .

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Impact on profit before tax - increase in 50 basis points	(30.80)	(28.45)
Impact on profit before tax - decrease in 50 basis points	30.80	28.45

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forming part of the standalone financial statements for the year ended March 31, 2022

Note 57: Financial Instruments and Risk Management (Contd.)

Credit risk

Trade receivables:

1. Exposures to credit risk
The Company is exposed to the counterparty credit risk arising from the possibility that counterparties might fail to comply with contractual obligations. This exposure may arise with regard to unsettled amounts.

2. Credit risk management
Credit risk is managed and limited in accordance with the type of transaction and the creditworthiness of the counterparty. The Company has established criteria for admission, approval systems, authorisation levels, exposure measurement methodologies, etc. The concentration of credit risk is limited due to the fact that the customer base is large. None of the customers accounted for more than 10% of the receivables and revenue for the year ended March 31, 2022 and March 31, 2021. The Company is dependent on the domestic market for its business and revenues.

   The Company's credit policies and practices with respect to distribution areas are designed to limit credit exposure by collecting security deposits prior to providing utility services or after utility service has commenced according to applicable regulatory requirements. In respect to generation business, Company generally has letter of credits / bank guarantees to limit its credit exposure.

3. Other credit enhancements
The Company does not hold any collateral or other credit enhancements to cover its credit risks associated with its financial assets.

4. Age of receivables and expected credit loss
The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experienced and adjusted for forward - looking information. The expected credit loss allowance is based on ageing of the days the receivables are due.

   The age of receivables and provision matrix at the end of the reporting period is as follows.

As at March 31, 2022

(₹ in Crore)

	Gross trade receivables	Allowance for doubtful debt
Less than or equal to 6 months	1,282.57	43.83
More than 6 months but less than or equal to 1 year	73.17	29.76
More than one year	216.06	134.58
	1,571.80	**208.17**

As at March 31, 2021

(₹ in Crore)

	Gross trade receivables	Allowance for doubtful debt
Less than or equal to 6 months	1,243.21	80.20
More than 6 months but less than or equal to 1 year	99.55	62.79
More than one year	181.83	106.08
	1,524.59	**249.07**

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 57: Financial Instruments and Risk Management (Contd.)

5. Movement in the expected credit loss allowance

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Opening balance	249.07	234.24
Transfer pursuant to scheme of arrangement [Refer note 60]	-	(6.65)
Movement in expected credit loss allowance on trade receivable, net [Refer note 41]	(40.90)	21.48
Closing balance [Refer note 17]	**208.17**	**249.07**

The concentration of credit risk is very limited due to the fact that the large customers are mainly government entities and remaining customer base is large and widely dispersed and secured with security deposit.

Other financial assets:
The Company is having balances in cash and cash equivalents, term deposits with banks, Inter corporate deposits, Loans to related parties, investments in government securities and investment in mutual funds. With respect to investments, the Company limits its exposure to credit risk by investing in liquid securities with counterparties depending on their Composite Performance Rankings (CPR) published by CRISIL. The Company's investment policy lays down guidelines with respect to exposure per counterparty, rating, processes in terms of control and continuous monitoring. The Company therefore considers credit risks on such investments to be negligible. Loans receivable from related parties have negligible credit risk and hence no risk of default is perceived on them.

Liquidity risk
Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are required to be settled by delivering the cash or another financial asset. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and unused borrowing facilities, by continuously monitoring projected / actual cash flows.

Maturities of financial liabilities:
The Company's remaining contractual maturity for its financial liabilities with agreed repayment periods is given below. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows. The contractual maturity is based on the earliest date on which the Company may be required to pay.

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forming part of the standalone financial statements for the year ended March 31, 2022

Note 57: Financial Instruments and Risk Management (Contd.)

As at March 31, 2022

(₹ in Crore)

	Less than 1 year	Between 1 year and 5 years	5 years and above	Total
Financial liabilities				
Non current financial liabilities				
Borrowings (including interest on borrowings)^	-	4,413.31	3,696.01	8,109.32
Trade payables	-	96.39	102.20	198.59
Lease liabilities	-	29.61	24.41	54.02
Other financial liabilities	-	10.68	-	10.68
	-	**4,549.99**	**3,822.62**	**8,372.61**
Current financial liabilities				
Borrowings (including interest on borrowings)^	2,248.37	-	-	2,248.37
Trade payables	1,107.61	-	-	1,107.61
Lease liabilities	7.23	-	-	7.23
Other financial liabilities	1,892.49	-	-	1,892.49
	5,255.70	**-**	**-**	**5,255.70**
Total financial liabilities	**5,255.70**	**4,549.99**	**3,822.62**	**13,628.31**

As at March 31, 2021

(₹ in Crore)

	Less than 1 year	Between 1 year and 5 years	5 years and above	Total
Financial liabilities				
Non current financial liabilities				
Borrowings (including interest on borrowings)^	-	4,313.34	3,960.75	8,274.09
Trade payables	-	111.23	31.54	142.77
Lease liabilities	-	17.73	29.50	47.23
Other financial liabilities	-	10.00	-	10.00
	-	**4,452.30**	**4,021.79**	**8,474.09**
Current financial liabilities				
Borrowings (including interest on borrowings)^	1,609.37	-	-	1,609.37
Trade payables	970.77	-	-	970.77
Lease liabilities	6.77	-	-	6.77
Other financial liabilities	1,669.30	-	-	1,669.30
	4,256.21	**-**	**-**	**4,256.21**
Total financial liabilities	**4,256.21**	**4,452.30**	**4,021.79**	**12,730.30**

^ Transactions cost reduced from the borrowing is excluded.

Notes
forming part of the standalone financial statements for the year ended March 31, 2022

Note 58: Provision for Onerous Contracts

The Company has a provision of ₹ 135.76 Crore (March 31, 2021 - ₹ 162.80 Crore) in respect of certain onerous contracts towards potential damages and other project related costs, arising from expected delays or failure to set up certain wind power generation capacities, awarded to the Company in a prior period under a competitive bidding process. During the current year,₹ 27.57 Crore provision has been reversed due to discharge of Bank Guarantee and ₹ 0.53 Crore provision has been created. The expected outflow will be determined at the time of final resolution of the matter.

Note 59: Government Grant

A. Nature of government grant

Ministry of Power, Government of India (GoI), had introduced the Accelerated Power Development & Reforms Programme (APDRP) to achieve reduction in AT&C losses, to strengthen the T&D network and to ensure reliable and quality power supply with adequate consumer satisfaction. The projects approved for financing under the programme are eligible for a grant and soft loan each equivalent to 25% of the project cost from the GoI. The Balance 50% was required to be funded by the Company. There are no unfulfilled conditions or other contingencies attached to these grants.

B. Movement of government grant

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Opening balance	18.85	21.57
Add: Grants during the year	-	-
Less: Amortisation of grant transferred to statement of profit and loss [Refer note 35]	(2.45)	(2.72)
Closing balance	**16.40**	**18.85**
Non-current portion [Refer note 28]	14.03	16.39
Current portion [Refer note 32]	2.37	2.46
	16.40	**18.85**

Note 60: Scheme of Arrangement

During the previous year, The National Company Law Tribunal (NCLT) vide its Order dated December 17, 2020, has sanctioned the Scheme of Arrangement (the Scheme) for transfer and vesting of Cable Business Undertaking (CBU) of the Company, on a going concern basis by way of slump sale, to TCL Cables Private Limited a wholly owned subsidiary of the Company, under sections 230 to 232 and other applicable provisions of the Companies Act, 2013. The certified copy of the said order has been filed with Registrar of Companies on January 15, 2021 (Effective Date) and the Scheme is legally effective from April 01, 2020 (Appointed Date). Accordingly, the effect of the Scheme has been given in the financial statements for the year ended March 31, 2021 with effect from the Appointed Date instead of Effective date, the date on which the control is transferred by Company, as required under Ind AS 110. Further as per Guidance note issued by Institute of Chartered Accountants of India (ICAI), where a law requires a different treatment, accounting standards are considered to be overruled to that extent.

The CBU had a book value (net of related liabilities) of ₹ 249.68 Crore (Refer point (b) below) which has been transferred under the Scheme for a lump sum consideration of ₹ 256.95 Crore based on the report of independent valuer, adjusted for working capital adjustments as per the Scheme. The surplus of consideration over book value of ₹ 7.27 Crore has been included in Other Income for the financial year ended March 31, 2021.

Notes
forming part of the standalone financial statements for the year ended March 31, 2022

Note 60: Scheme of Arrangement (Contd.)

A. Gain on account of Scheme of Arrangement:

(₹ in Crore)

Cash consideration received (net of cost to sell)	256.95
Net assets transferred (b)	249.68
Gain on account of Scheme of Arrangement	**7.27**

B. Summary of net assets of Cable Business Undertaking as at the Appointed Date, in terms of Scheme of Arrangement:

(₹ in Crore)

	As at April 1, 2020
Non-current assets	
Property, plant and equipment	50.59
Intangible assets	0.10
Financial assets	
Loans	1.06
Other financial assets	0.03
Other non-current assets	3.60
Current assets	
Inventories	61.27
Financial assets	
Trade receivables	156.22
Cash and cash equivalents	0.34
Bank balances other than cash and cash equivalents	1.88
Loans	1.11
Other financial assets	0.17
Other current assets	4.07
Total assets (A)	**280.44**
Non-current liabilities	
Financial liabilities	
Provisions	2.18
Current liabilities	
Financial liabilities	
Trade payables	
Total outstanding dues of micro and small enterprises	0.91
Total outstanding dues other than micro and small enterprises	17.17
Other financial liabilities	5.10
Other current liabilities	4.40
Provisions	1.00
Total liabilities (B)	**30.76**
Book value (net of related liabilities) (A-B)	**249.68**

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 61: Ageing Schedule for Capital Work-in-Progress (CWIP)

As at March 31, 2022

(₹ in Crore)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	653.65	378.13	98.64	44.62	1,175.04
Projects temporarily suspended	0.10	1.06	1.19	8.68	11.03
	653.75	**379.19**	**99.83**	**53.30**	**1,186.07**

As at March 31, 2021

(₹ in Crore)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	634.03	140.24	41.36	11.20	826.83
Projects temporarily suspended	1.02	1.15	8.64	0.09	10.90
	635.05	**141.39**	**50.00**	**11.29**	**837.73**

Note 62: Title Deeds of Immovable Property not held in the Name of the Company

As at March 31, 2022

(₹ in Crore)

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Title deed holder is a promoter, director or relative of promoter/ director or employee of promoter/ director	Period held - range	Reason for not being held in the name of the company
Property, plant and equipment	Freehold Land	3.39	SEC Limited	No	17 years	Amalgamated due to various court orders. Appeal filed against rate valuation.
Property, plant and equipment	Freehold Land	2.00	AEC Limited	No	17 years	
Property, plant and equipment	Freehold Land	1.30	SEC Limited	No	17 years	Amalgamated due to various court orders. Applications filed and under process of name change.
Property, plant and equipment	Freehold Land	0.11	AEC Limited	No	17 years	
Property, plant and equipment	Freehold Land	0.14	Torrent Power AEC Limited	No	17 years	
Property, plant and equipment	Freehold Land	0.03	Torrent Power SEC Limited	No	15 years	
Property, plant and equipment	Buildings	0.05	SEC Limited	No	17 years	
Right-of-use assets	Leasehold Land	5.39	AEC Limited	No	17 years	
Right-of-use assets	Leasehold Land	0.40	Torrent Power AEC Limited	No	17 years	
Right-of-use assets	Leasehold Land	6.92	SEC Limited	No	17 years	
Right-of-use assets	Leasehold Land	1.69	Torrent Power SEC Limited	No	17 years	

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

NOTE 62: Title Deeds of Immovable Property not held in the Name of the Company (Contd.)

As at March 31, 2021

(₹ in Crore)

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Title deed holder is a promoter, director or relative of promoter/ director or employee of promoter/ director	Period held - range	Reason for not being held in the name of the company
Property, plant and equipment	Freehold Land	3.39	SEC Limited	No	16 years	Amalgamated due to various court orders. Appeal filed against rate valuation.
Property, plant and equipment	Freehold Land	2.00	AEC Limited	No	16 years	
Property, plant and equipment	Freehold Land	1.35	SEC Limited	No	16 years	Amalgamated due to various court orders. Applications filed and under process of name change.
Property, plant and equipment	Freehold Land	23.85	AEC Limited	No	16 years	
Property, plant and equipment	Freehold Land	0.14	Torrent Power AEC Limited	No	16 years	
Property, plant and equipment	Freehold Land	0.03	Torrent Power SEC Limited	No	14 years	
Property, plant and equipment	Buildings	0.05	SEC Limited	No	16 years	
Right-of-use assets	Leasehold Land	6.92	SEC Limited	No	16 years	
Right-of-use assets	Leasehold Land	5.39	AEC Limited	No	16 years	
Right-of-use assets	Leasehold Land	0.40	Torrent Power AEC Limited	No	16 years	
Right-of-use assets	Leasehold Land	1.69	Torrent Power SEC Limited	No	16 years	

Note 63: Ageing Schedule for Trade Receivables

Current trade receivables:

As at March 31, 2022

(₹ in Crore)

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables							
Considered good	1,011.58	226.59	43.41	44.82	16.82	18.33	**1,361.55**
Credit impaired	0.57	40.37	26.55	41.97	9.76	29.16	**148.38**
Disputed Trade receivables							
Considered good	0.57	-	-	0.16	0.10	1.25	**2.08**
Credit impaired	1.13	1.76	3.21	5.73	7.31	40.65	**59.79**
	1,013.85	**268.72**	**73.17**	**92.68**	**33.99**	**89.39**	**1,571.80**

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 63: Ageing Schedule for Trade Receivables (Contd.)

As at March 31, 2021

(₹ in Crore)

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables							
Considered good	890.80	271.71	36.76	45.92	13.16	14.96	**1,273.31**
Credit impaired	0.53	75.64	59.64	18.45	9.38	28.73	**192.37**
Disputed Trade receivables							
Considered good	0.50	-	-	0.23	0.58	0.90	**2.21**
Credit impaired	1.16	2.87	3.15	7.33	11.92	30.27	**56.70**
	892.99	**350.22**	**99.55**	**71.93**	**35.04**	**74.86**	**1,524.59**

Note 64: Ageing Schedule for Trade Payables

A. Non-current trade payables:

As at March 31, 2022

(₹ in Crore)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed dues							
Micro and small enterprises	-	-	-	-	-	-	**-**
Others	150.46	-	-	-	-	-	**150.46**
Disputed dues							
Micro and small enterprises	-	-	-	-	-	-	**-**
Others	-	-	-	-	-	-	**-**
	150.46	**-**	**-**	**-**	**-**	**-**	**150.46**

As at March 31, 2021

(₹ in Crore)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed dues							
Micro and small enterprises	-	-	-	-	-	-	**-**
Others	116.11	-	-	-	-	-	**116.11**
Disputed dues							
Micro and small enterprises	-	-	-	-	-	-	**-**
Others	-	-	-	-	-	-	**-**
	116.11	**-**	**-**	**-**	**-**	**-**	**116.11**

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 64: Ageing schedule for trade payables (contd.)

B. Current trade payables:

As at March 31, 2022

(₹ in Crore)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed dues							
Micro and small enterprises	1.10	49.09	0.08	-	-	-	**50.27**
Others	450.74	418.98	92.57	5.80	0.21	9.49	**977.79**
Disputed dues							
Micro and small enterprises	-	-	-	-	-	-	**-**
Others	-	-	0.02	1.57	5.34	72.62	**79.55**
	451.84	**468.07**	**92.67**	**7.37**	**5.55**	**82.11**	**1,107.61**

As at March 31, 2021

(₹ in Crore)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed dues							
Micro and small enterprises	0.34	35.98	0.19	-	-	-	**36.51**
Others	388.47	372.73	73.96	10.18	0.67	8.61	**854.62**
Disputed dues							
Micro and small enterprises	-	-	-	-	-	-	**-**
Others	-	-	1.60	5.41	8.28	64.35	**79.64**
	388.81	**408.71**	**75.75**	**15.59**	**8.95**	**72.96**	**970.77**

Note 65: Title Deeds of Immovable Property not Held in the Name of the Company

(₹ in Crore)

Name of struck off Company	Nature of transactions with struck-off Company	Balance outstanding as on 31.03.2022	Balance outstanding as on 31.03.2021	Relationship with the Struck off company
Unicon Fincap Private Limited	Investor	*	*	Shareholder
Vaishak Shares Limited	Investor	*	*	Shareholder
Dreams Broking Private Ltd.	Investor	*	*	Shareholder
Pandit Trading & Securities Ltd.	Investor	*	*	Shareholder
Jetees Securities (P) Ltd.	Investor	*	*	Shareholder
Solanki Solar Energy Pvt. Ltd.	Payables	*	*	Vendor
Krish N Kelly Facility Services	Payables	*	*	Vendor

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 66: Financial Ratios

	Ratio	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Variance (%)	Remarks for variation more than 25%
a.	Current ratio (in times)	Current assets	Current liabilities – Security deposits from consumers – Service line deposits from consumers – Deferred revenue	1.36	1.39	(1.63%)	Not Applicable
b.	Debt-Equity ratio (in times)	All long term debt outstanding (including unamortised expense) + contingent liability pertaining to corporate / financial guarantee given (to the extent utilised) + short term debt outstanding in lieu of long term debt	Equity share capital + Preference share capital + all reserves (excluding revaluation reserve) + deferred tax liabilities – deferred tax assets – Intangible assets – Intangible assets under development	0.76	0.73	5.10%	Not Applicable
c.	Debt service coverage ratio (in times)	Profit after tax + Deferred tax + Depreciation and amortisation + Interest on debt	Principal repayment of debt (excluding voluntary prepayments if any) + Interest on debt + Lease payment	1.96	1.78	10.26%	Not Applicable
d.	Return on equity (ROE) (in %)	Profit for the year	Average Shareholder's Equity i.e. (Share Capital +Reserves and surplus + Deferred Tax liability (net) - Deferred Tax assets (net))	3.89%	12.93%	(69.89%)	Due to DGEN impairement refer note 42 (1)
e.	Inventory turnover ratio (in times)	Revenue from operations	Average inventories	33.29	23.93	39.07%	This ratio improved due to increase in revenue from operation during the year
f.	Trade receivables turnover ratio (in times)	Revenue from operations	Average trade receivables	10.39	9.59	8.39%	Not Applicable
g.	Trade payables turnover ratio (in times)	Fuel Cost + Electrical energy purchased + Purchase of stock-in-trade + Consumption of stores and spares	Average trade payables	7.73	6.48	19.15%	Not Applicable
h.	Net capital turnover ratio (in times)	Revenue from operations	(Current assets- (Current Liabilities- Security deposits from consumers - Service line deposits from consumers- Deferred revenue))	9.18	9.76	(5.96%)	Not Applicable
i.	Net profit ratio (in %)	Profit after tax	Revenue from operations	2.99%	11.25%	(73.45%)	Due to DGEN impairement refer note 42 (1)

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 66: Financial Ratios (Contd.)

	Ratio	Numerator	Denominator	As at March 31, 2022	As at March 31, 2021	Variance (%)	Remarks for variation more than 25%
j.	Return on capital employed (ROCE) (in %)	Profit before exceptional items and tax + Finance costs	Share Capital + Reserves and surplus + Deferred Tax liability (net) - Deferred Tax assets (net) + All long term debt outstanding (including unamortised expense) + contingent liability pertaining to corporate / financial guarantee given	13.06%	12.47%	4.72%	Not Applicable
k.	Return on investment (in %)	Profit before exceptional items and tax + Finance costs	Average total assets	10.33%	10.08%	2.45%	Not Applicable

Note 67: Social Security Code

The Indian Parliament has approved the Code on Social Security, 2020 ("Code") which may likely impact the obligations of the Company for contribution to employees' provident fund and gratuity. The effective date from which the Code is applicable and the rules to be framed under the Code are yet to be notified. In view of this, impact if any, of the change will be assessed and accounted in the period in which the Code and the rules thereunder are notified.

Note 68: Registration of Charges

a. The Company has filed Form CHG-4 dated May 26, 2021 for satisfaction of charge with Registrar of Companies - Gujarat, pursuant to repayment of loan for Mahidad project which was required to be filed on October 29, 2019 i.e., delay of approximately 19 months. The reason for the delay was on account of late receipt of No Dues Certificate (NDC) due to restrictions and disruption of operations during COVID – 19 pandemic.

b. The Company has filed Form CHG-1 dated November 25, 2021 for creation of Charge with Registrar of Companies pursuant to fixed deposit overdraft facility which was required to be filed on November 20, 2021 i.e delay of 5 days. The reason for delay was on account of delay in receipt of fixed deposit overdraft letter from bank.

c. The Company has filed Form CHG-1 dated November 26, 2021 for creation of Charge with Registrar of Companies pursuant to fixed deposit overdraft facility which was required to be filed on November 20, 2021 i.e delay of 6 days. The reason for delay was on account of delay in receipt of fixed deposit receipts from bank.

Other than those mentioned above, there are no charges or satisfactions which are yet to be registered with the Registrar of Companies beyond the statutory period.

Note 69: Events Occurring after the Balance Sheet Date

Subsequent to year end, on April 23, 2022, the Company has entered into a Share Purchase Agreement (SPA) with SkyPower Southeast Asia III Investments Limited, SkyPower Southeast Asia Holdings 2 Limited (the Sellers) for the acquisition of 100% of the share capital of Sunshakti Solar Power Projects Private Limited, which operates 50 MW solar power plant, situated in the state of Telangana. Enterprise value estimated for this acquisition is approx ₹ 417 Crore subject to closing price adjustments. The acquisition is subject to customary conditions for transaction closure. This is non adjusting event after the balance sheet date.

Notes

forming part of the standalone financial statements for the year ended March 31, 2022

Note 70: Additional Regulatory Information Required by Schedule III

a. The Company is in compliance with number of layers of companies in accordance with clause 87 of Section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017 during the year ended March 31, 2022 and March 31, 2021.

b. The Company has not invested or traded in Crypto Currency or Virtual Currency during the year ended March 31, 2022 and March 31, 2021.

c. No proceedings have been initiated on or are pending against the Company for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder during the year ended March 31, 2022 and March 31, 2021.

d. The Company has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority during the year ended March 31, 2022 and March 31, 2021.

e. During the year ended March 31, 2022 and March 31, 2021, the Company has not surrendered or disclosed as income any transactions not recorded in the books of accounts in the course of tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

Note 71: Approval of Financial Statements

The financial statements were approved for issue by the board of directors on May 10, 2022.

Signature to Note 1 to 71

In terms of our report attached

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number : 012754N/N500016

Priyanshu Gundana
Partner
Membership No.: 109553

Ahmedabad, May 10, 2022

For and on behalf of the Board of Directors

Samir Mehta
Chairperson
DIN:00061903

Lalit Malik
Chief Financial Officer

Rahul Shah
Company Secretary

Ahmedabad, May 10, 2022

Independent Auditor's Report

To the Members of Torrent Power Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

1. We have audited the accompanying consolidated financial statements of Torrent Power Limited (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group"), its associate company (refer Note 41 to the attached consolidated financial statements), which comprise the consolidated Balance Sheet as at March 31, 2022, and the consolidated Statement of Profit and Loss (including Other Comprehensive Income), the consolidated Statement of Changes in Equity and the consolidated Statement of Cash Flows 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").

2. 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 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its associate company as at March 31, 2022, of consolidated total comprehensive income (comprising of profit and other comprehensive income), consolidated changes in equity and its consolidated cash flows for the year then ended.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. 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 associate company in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in India in terms of the Code of Ethics issued by the Institute of Chartered Accountants of India and the relevant provisions of the Act, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph 14 of the Other Matters section below, is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Independent Auditor's Report (Contd.)

Key audit matter	How our audit addressed the key audit matter
i. Impairment assessment for Power Plant located at Dahej (Refer to note 43(1) to the consolidated financial statements):	
The carrying amount of Property, Plant & Equipment ("PP&E") includes an amount of ₹ 1,378.90 crore pertaining to 1,200 MW DGEN Mega Power Project located at Dahej, India ("DGEN"). DGEN started its commercial operations from November 2014 ("COD") and has operated only intermittently after the COD. As a result of the above, and given the current economic environment, management has carried out an impairment assessment of DGEN in accordance with Ind AS 36 'Impairment of Assets' and with the help of an external valuer, has measured the recoverable amount based on 'value in use' which requires estimating the discounted cash flow projections over the estimated useful life of the DGEN. Such assessment involved several key assumptions including expected demand of electricity, future prices of fuel, foreign exchange rate, expected tariff rates of electricity and discount rate, which are considered by management based on past trends and current and likely future state of the industry. Based on such assessment, the value in use arrived at by the management was lower than the carrying amount of DGEN as at March 31, 2022 and accordingly, the Holding Company has provided for an additional impairment loss of ₹ 1,300 crore. We considered this to be a key audit matter as the carrying value of DGEN at March 31, 2022 is significant to the Holding Company's balance sheet and there is significant judgement and estimation involved in the discounted cash flow (DCF) model used by the management to assess the value in use of DGEN.	Our procedures in relation to management's impairment assessment of DGEN included the following: • Assessed and tested the design and operating effectiveness of the Holding Company's controls over impairment assessment. • Perused the report issued by the external valuer engaged by the management and conducted enquiries with them to understand the assumptions considered by them. • Evaluated independence, competence, capability and objectivity of the external valuer. • Evaluated the reasonableness of cash flow projections used by the Holding Company and the key assumptions underlying the same. • With the involvement of auditor's experts, assessed the reasonableness of the assumptions considered in the discounted cash flow projections for determining value in use. • Enquired with senior management personnel, the justification for the key assumptions underlying the cashflow projections and performed sensitivity analysis on the same, within a reasonably foreseeable range. • Checked the arithmetic accuracy of the computations included in the discounted cash flow projections. • Assessed the adequacy of disclosure in the consolidated financial statements. Based on the above procedures performed, we considered management's assessment of impairment of DGEN to be reasonable.
ii. Assessment of recoverability of Deferred tax assets on unutilised tax credits (Refer to note 44 to the consolidated financial statements)	
The Holding Company has recognised deferred tax assets on the unutilised tax credits amounting to ₹ 1,474.20 Crore as at March 31, 2022, representing Minimum Alternate Tax (MAT) paid on the accounting profit in the earlier years in which the Holding Company did not have normal taxable profit due to availment of tax holiday. The asset has been recognised on the basis of Holding Company's assessment of availability of future taxable profits to offset the accumulated deferred tax assets on the unutilised tax credits. The future taxable profit projections involve several key assumptions including expected demand of electricity, future prices of fuel, expected tariff rates of electricity and foreign exchange rate, covering the period over which MAT Credit can be claimed as per the Income-tax Act, 1961. In preparing the profit projections, management has considered past trends, applicable tariff regulations/ agreements and current and likely future state of the industry.	Our audit procedures in relation to management's assessment of recoverability of Deferred tax assets on unutilised tax credits included the following: • Assessed and tested the design and operating effectiveness of the Holding Company's controls over recognition and assessment of recoverability of deferred tax assets on unutilised tax credits. • Assessed the Holding Company's accounting policy in respect of recognizing deferred tax assets on unutilised tax credits. • Enquired with senior management personnel, the justification for the key assumptions underlying the projections and assessed the reasonableness of the assumptions underlying profit projections made by management, by verifying the past trends, available tariff orders and relevant economic and industry indicators. Further, performed sensitivity analysis over the assumptions used in determining the projected taxable profits, within a reasonable range.

Independent Auditor's Report (Contd.)

Key audit matter	How our audit addressed the key audit matter
We considered this a key audit matter as the amount of deferred tax assets on unutilised tax credits is material to the consolidated financial statements and significant management judgement is required in assessing the recoverability of accumulated deferred tax assets on unutilised tax credits based on significant assumptions underlying the forecast of future taxable profits. Further, recoverability of deferred tax assets depends on the achievement of Holding Company's future business plans.	• Evaluated whether the tax credit entitlements are legally available to the Holding Company for the forecast recoupment period, considering the provisions of Income-tax Act, 1961. • Checked the arithmetic accuracy of the underlying calculations of the profit projections. • Assessed the adequacy of disclosures made in the consolidated financial statements with regard to deferred taxes. Based on the above procedures performed by us, we considered the management's assessment of recoverability of deferred tax assets in respect of accumulated deferred tax assets on unutilised tax credits to be reasonable.
iii. Appropriateness of classification of Solar and Wind power projects acquired during the year and related purchase price allocation (Refer Note 42 to the consolidated financial statements)	
During the year, the Group acquired two operating solar and one wind power projects, through Share Purchase Agreements (SPAs) entered into by it. The Group has assessed that these acquisitions do not meet the definition of 'business' in accordance with the principles laid down under Ind AS 103 - Business Combinations and hence have been considered to be 'asset acquisitions', considering the factors like the purchase consideration pertained to the fair value of the Solar and Wind assets, the only key activity for this acquisition is the maintenance of the Solar and Wind assets and there are no other substantive processes required for the generation of output. The management also engaged external valuers for identification of the individual identifiable assets acquired (including those assets that meet the definition of, and recognition criteria for, intangible assets in Ind AS 38, Intangible Assets) and liabilities assumed, in each of the acquisitions and allocation of the purchase price based on the fair values of the assets and liabilities. We considered this as a key audit matter, as the above assessment and allocation of the purchase consideration involves significant assumptions and management judgement in: • determination of whether the said acquisitions meet the definition of "Business"; • identification of the identifiable assets acquired and liabilities assumed; and measurement of their fair values using appropriate valuation methods, for allocation of the purchase price to the identifiable assets and liabilities assumed.	Our audit procedures in relation to appropriate classification of the acquisitions and the purchase price allocation included the following: • Assessed and tested the design and operating effectiveness of the Group's controls over acquisitions and purchase price allocation. • Read the share purchase agreements to understand the key terms and conditions of the acquisitions. • Evaluated the management's assessment for determining whether the acquisitions represent an 'asset acquisition' or a 'business combination'; • Perused the report issued by the external valuers engaged by the management and conducted enquiries with them to understand the assumptions considered by them. • Evaluated independence, competence, capability, and objectivity of the external valuers. • Assessed the appropriateness of identification of individual assets acquired and liabilities assumed. • With the involvement of auditor's experts, assessed the reasonableness of the assumptions underlying measurement of fair values of identified assets and liabilities. • Enquired with senior management personnel, the justification for the key assumptions used in determining the fair values of assets and liabilities as at the acquisition date. • Assessed the adequacy of disclosures made in the consolidated financial statements in accordance with the requirements of relevant Indian accounting standards. Based on the above procedures performed, we considered the management's assessment of the classification and allocation of the purchase price to be reasonable.

Independent Auditor's Report (Contd.)

Other Information

5. The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board Report, Management Discussion and Analysis, Business Responsibility Report, Report on Corporate Governance, but does not include the consolidated financial statements and our auditor's report thereon.

   Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

   In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed and the reports of the other auditors as furnished to us (Refer paragraph 14 below), we conclude that there is a material misstatement of this other information, we are required to report that fact.

   We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

6. The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in term of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows, and changes in equity of the Group including its associate company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associate company are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

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

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

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

9. 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.

Independent Auditor's Report (Contd.)

10. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism 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 Act, we are also responsible for expressing our opinion on whether the Holding company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.

    - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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 and its associate company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 and its associate company 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 company to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the 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.

11. 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.

12. 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.

13. 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.

Independent Auditor's Report (Contd.)

Other Matters

14. The consolidated financial statements also include the Group's share of total comprehensive income (comprising of profit/ loss and other comprehensive income) of ₹ Nil for the year ended March 31, 2022 as considered in the consolidated financial statements, in respect of one associate company whose financial statements have not been audited by us. These financial statements have been audited by other auditors whose report has been furnished to us by the Management, and our opinion on the consolidated financial statements insofar as it relates to the amounts and disclosures included in respect of this associate company and our report in terms of sub-section (3) of Section 143 of the Act including report on Other Information insofar as it relates to the aforesaid associate company, is based solely on the report of the other auditors.

    Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the report of the other auditors and the financial statements.

Report on Other Legal and Regulatory Requirements

15. As required by paragraph 3(xxi) of the Companies (Auditor's Report) Order, 2020 ("CARO 2020"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we report that there are no qualifications or adverse remarks included by the respective auditors in their CARO 2020 reports issued in respect of the standalone financial statements of the companies which are included in these Consolidated Financial Statements.

16. 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 Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account and records 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.

    e. On the basis of the written representations received from the directors of the Holding Company as on March 31, 2022 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and associate company, none of the directors of the Group companies, its associate company is disqualified as on March 31, 2022 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 with reference to consolidated financial statements of the Group and the operating effectiveness of such controls, refer to our separate report in Annexure A.

    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 Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

Independent Auditor's Report (Contd.)

i. The consolidated financial statements disclose the impact, if any, of pending litigations on the consolidated financial position of the Group and its associate company – Refer Note 46(a) to the consolidated financial statements.

ii. The Group and its associate company has made provision as at March 31, 2022, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts - Refer Note 31. The Group and its associate company did not have any derivative contracts as at March 31, 2022;

iii. There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies and its associate company during the year.

iv. (a) The respective Managements of the Company and its subsidiaries whose financial statements have been audited under the Act have represented to us and the other auditors of such associate company respectively that, to the best of their knowledge and belief, as disclosed in the notes to the accounts, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or any of such subsidiaries and associate company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or any of such subsidiaries and associate company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The respective Managements of the Company and its subsidiaries whose financial statements have been audited under the Act have represented to us and the other auditors of such associate company respectively that, to the best of their knowledge and belief, as disclosed in the notes to the accounts, no funds (which are material either individually or in the aggregate) have been received by the Company or any of such subsidiaries and associate company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries and associate company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures, that has been considered reasonable and appropriate in the circumstances, performed by us and those performed by the auditor of the associate company whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e) contain any material misstatement.

v. The dividend declared and paid during the year by the Holding Company and its subsidiary company, is in compliance with Section 123 of the Act.

17. The Group has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N / N500016

Priyanshu Gundana
Partner
Membership Number: 109553
UDIN: 22109553AIRVEC7630

Place: Ahmedabad
Date: May 10, 2022

Annexure A to Independent Auditor's Report

Referred to in paragraph 16(f) of the Independent Auditor's Report of even date to the members of Torrent Power Limited on the consolidated financial statements for the year ended March 31, 2022

Report on the Internal Financial Controls with reference to Consolidated Financial Statements under clause (i) of sub-section 3 of Section 143 of the Act

1. In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2022, we have audited the internal financial controls with reference to financial statements of Torrent Power Limited (hereinafter referred to as "the Holding Company") and its subsidiary companies and its associate company as of that date.

Management's Responsibility for Internal Financial Controls

2. The respective Board of Directors of the Holding Company, its subsidiary companies and its associate company, to whom reporting under clause (i) of sub section 3 of Section 143 of the Act in respect of the adequacy of the internal financial controls with reference to financial statements is applicable, are responsible for establishing and maintaining internal financial controls based on internal controls 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 ("the Guidance Note") 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 the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing 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 ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

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

5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to consolidated financial statements.

Meaning of Internal Financial Controls with reference to financial statements

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

Annexure A to Independent Auditor's Report (Contd.)

Referred to in paragraph 16(f) of the Independent Auditor's Report of even date to the members of Torrent Power Limited on the consolidated financial statements for the year ended March 31, 2022

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

8. In our opinion, the Holding Company, its subsidiary companies and its associate company, have, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2022, 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 issued by the ICAI.

Other Matter

9. Our aforesaid reports 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 company, is based on the corresponding report of the auditor of such company. Our opinion is not modified in respect of this matter.

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number: 012754N / N500016

Priyanshu Gundana
Partner
Membership Number: 109553
UDIN: 22109553AIRVEC7630

Place: Ahmedabad
Date: May 10, 2022

Consolidated Balance Sheet

as at March 31, 2022

(₹ in Crore)

	Notes	As at March 31, 2022	As at March 31, 2021
Assets			
Non-current assets			
Property, plant and equipment	4	16,759.39	17,129.25
Right-of-use assets	5	214.60	178.35
Capital work-in-progress	6	1,297.27	837.73
Intangible assets	7	123.29	18.44
Financial assets			
Investment	8	132.82	124.20
Loans	9	121.87	155.70
Other financial assets	10	101.55	75.83
Deferred tax assets (net)	44	35.12	24.50
Non-current tax assets (net)	11	10.56	12.83
Other non-current assets	12	1,000.47	337.48
		19,796.94	**18,894.31**
Current assets			
Inventories	13	537.57	450.35
Financial assets			
Investments	14	273.70	341.58
Trade receivables	15	1,602.70	1,420.29
Cash and cash equivalents	16	289.41	107.28
Bank balances other than cash and cash equivalents above	17	62.93	95.14
Loans	18	19.90	-
Other financial assets	19	2,298.81	2,153.41
Other current assets	20	140.74	76.36
		5,225.76	**4,644.41**
		25,022.70	**23,538.72**
Equity and liabilities			
Equity			
Equity share capital	21	480.62	480.62
Other equity	22	9,462.56	9,703.62
		9,943.18	**10,184.24**
Non-controlling interests		35.93	36.36
		9,979.11	**10,220.60**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	23	7,099.15	6,672.18
Trade payables	24		
Total outstanding dues of micro and small enterprises		-	-
Total outstanding dues other than micro and small enterprises		150.46	116.11
Lease liabilities	47	39.10	30.96
Other financial liabilities	25	0.33	1.17
Deferred tax liabilities (net)	44	345.21	527.51
Other non-current liabilities	26	1,261.67	1,160.34
		8,895.92	**8,508.27**
Current liabilities			
Financial liabilities			
Borrowings	27	1,999.27	1,108.37
Trade payables	28		
Total outstanding dues of micro and small enterprises		54.02	38.17
Total outstanding dues other than micro and small enterprises		1,057.11	936.62
Lease liabilities	47	5.11	5.05
Other financial liabilities	29	2,021.51	1,799.77
Other current liabilities	30	613.56	542.02
Provisions	31	274.55	335.30
Current tax liabilities (net)	32	122.54	44.55
		6,147.67	**4,809.85**
		25,022.70	**23,538.72**

See accompanying notes forming part of the consolidated financial statements

In terms of our report attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number : 012754N/N500016

Priyanshu Gundana
Partner
Membership No.: 109553

Ahmedabad, May 10, 2022

For and on behalf of the Board of Directors

Samir Mehta
Chairperson
DIN:00061903

Lalit Malik
Chief Financial Officer

Rahul Shah
Company Secretary

Ahmedabad, May 10, 2022

Consolidated Statement of Profit and Loss

for the year ended March 31, 2022

(₹ in Crore)

	Notes	As at March 31, 2022	As at March 31, 2021
Income			
Revenue from operations	33	14,257.61	12,172.66
Other income	34	235.04	141.81
Total income		**14,492.65**	**12,314.47**
Expenses			
Electrical energy purchased		5,116.39	3,358.36
Fuel cost		3,403.40	3,610.55
Cost of materials consumed	35	262.64	104.21
Purchase of stock-in-trade		305.99	48.24
Changes in inventories of finished goods and work-in-progress	36	(11.11)	8.86
Employee benefits expense	37	533.54	538.94
Finance costs	38	628.21	775.73
Depreciation and amortisation expense	39	1,333.86	1,279.55
Other expenses	40	1,055.76	1,038.26
Total expenses		**12,628.68**	**10,762.70**
Profit before exceptional items and tax		1,863.97	1,551.77
Exceptional items	43	1,300.00	-
Profit before tax		**563.97**	**1,551.77**
Tax expense			
Current tax	44	372.48	287.85
Deferred tax	44	(267.21)	(31.95)
		105.27	**255.90**
Profit for the year		**458.70**	**1,295.87**
Other comprehensive income			
Items that will not be reclassified to profit or loss			
Remeasurement of the defined benefit plans	48	2.89	6.13
Tax relating to remeasurement of the defined benefit plans	44	1.04	2.02
Other comprehensive income for the year, net of tax		**1.85**	**4.11**
Total comprehensive income for the year		**460.55**	**1,299.98**
Profit for the year attributable to:			
Owners of the Company		453.98	1,290.93
Non-controlling interests		4.72	4.94
		458.70	**1,295.87**
Other comprehensive income for the year attributable to:			
Owners of the Company		1.85	4.11
Non-controlling interests		-	-
		1.85	**4.11**
Total comprehensive income for the year attributable to:			
Owners of the Company		455.83	1,295.04
Non-controlling interests		4.72	4.94
		460.55	**1,299.98**
Basic and diluted earnings per share of face value of ₹10 each (in ₹)	51	**9.45**	**26.86**

See accompanying notes forming part of the consolidated financial statements

In terms of our report attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number : 012754N/N500016

Priyanshu Gundana
Partner
Membership No.: 109553

Ahmedabad, May 10, 2022

For and on behalf of the Board of Directors

Samir Mehta
Chairperson
DIN:00061903

Lalit Malik
Chief Financial Officer

Rahul Shah
Company Secretary

Ahmedabad, May 10, 2022

Consolidated Statement of Cash Flows

for the year ended March 31, 2022

(₹ in Crore)

	Notes	Year ended March 31, 2022	Year ended March 31, 2021
Cash flow from operating activities			
Profit before tax		563.97	1,551.77
Adjustments for :			
Depreciation and amortisation expense	39	1,333.86	1,279.55
Amortisation of deferred revenue	33	(90.27)	(82.62)
Provision of earlier years written back	33	(1.04)	(2.47)
Loss on sale / discarding of property, plant and equipment	40	23.66	12.03
Gain on disposal of property, plant and equipment	34	(30.05)	(3.56)
Bad debts written off (net of recovery)	40	46.83	54.55
Reversal of provision for onerous contracts	40	(55.07)	-
Provision for onerous contracts	40	0.53	1.02
Allowance for doubtful debts (net)	40	(32.71)	14.62
Exceptional items	43	1,300.00	-
Finance costs	38	628.21	775.73
Interest income	34	(66.62)	(79.66)
Gain on sale of current investments in mutual funds	34	(27.84)	(19.35)
Net (gain) / loss arising on current investments in mutual funds measured at fair value through profit or loss	34	2.20	(2.75)
Net gain arising on financial assets / liabilities measured at amortised cost	34	(28.93)	(11.39)
Net unrealised loss / (gain) on foreign currency transactions		(5.34)	10.49
Operating profit before working capital changes		**3,561.39**	**3,497.96**
Movement in working capital:			
Adjustments for decrease / (increase) in operating assets:			
Inventories		(85.44)	147.89
Trade receivables		(119.78)	(209.71)
Other financial assets		(287.41)	(184.17)
Other assets		(43.68)	65.89
Adjustments for increase / (decrease) in operating liabilities:			
Trade payables		196.61	(66.11)
Other financial liabilities		118.13	71.55
Provisions		(3.92)	(32.46)
Other liabilities		62.33	(47.50)
Cash generated from operations		**3,398.23**	**3,243.34**
Taxes paid (net)		(231.05)	(255.78)
Net cash flow generated from operating activities		**3,167.18**	**2,987.56**
Cash flow from investing activities			
Payments for property, plant and equipment & intangible assets		(1,809.14)	(1,295.97)
Proceeds from sale of property, plant and equipment & intangible assets		49.44	7.42
Acquisition of subsidiaries net of cash and cash equivalents [Refer note 42]		(515.23)	-
Advance against equity investment		(555.00)	-
Purchase of non-current investments		(1.91)	(1.86)
Loans to related parties		(7.95)	(18.70)
Repayment of loans from related parties		21.30	19.00
(Investments) / redemption in bank deposits (net) (original maturity more than three months)		50.63	91.90
(Investments) / redemption in inter corporate deposits		113.40	(100.24)
Interest received		69.31	99.88
(Purchase of) / proceeds from current investments (net)		102.03	288.11
Net cash generated from / (used in) investing activities		**(2,483.12)**	**(910.46)**

Consolidated Statement of Cash Flows (Contd.)

for the year ended March 31, 2022

(₹ in Crore)

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

Footnotes:

1. Cash and cash equivalents as at end of the year:		
Balances with banks		
Balance in current accounts	288.10	104.92
Balance in fixed deposit accounts (original maturity for less than three months)	0.05	-
Cheques on hand	0.79	0.58
Cash on hand	0.47	1.78
	289.41	**107.28**

2. The consolidated statement of cash flow has been prepared under the 'Indirect Method' set out in Indian Accounting Standards (Ind As) - 7 "Statement of Cash Flows".

See accompanying notes forming part of the consolidated financial statements

In terms of our report attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number : 012754N/N500016

Priyanshu Gundana
Partner
Membership No.: 109553

Ahmedabad, May 10, 2022

For and on behalf of the Board of Directors

Samir Mehta
Chairperson
DIN:00061903

Lalit Malik
Chief Financial Officer

Rahul Shah
Company Secretary

Ahmedabad, May 10, 2022

Consolidated Statement of Changes in Equity

for the year ended March 31, 2022

A. Equity share capital [Refer note 21]

(₹ in Crore)

Balance as at April 01, 2020	**480.62**
Changes in equity share capital during the year	-
Balance as at March 31, 2021	**480.62**
Changes in equity share capital during the year	-
Balance as at March 31, 2022	**480.62**

Consolidated Statement of Changes in Equity (Contd.)

for the year ended March 31, 2022

B. Other equity [Refer note 22]

(₹ in Crore)

	Reserves and surplus								Total
	Securities premium	Debenture redemption reserve	Contingency reserve	Special reserve	General reserve	Retained earnings	Other equity attributable to equity holders of the Company	Non- controlling interests	
Balance as at April 01, 2020	**0.03**	**258.10**	**11.59**	**78.07**	**3,583.89**	**4,741.24**	**8,672.92**	**35.63**	**8,708.55**
Profit for the year	-	-	-	-	-	1,290.93	1,290.93	4.94	1,295.87
Other comprehensive income for the year, net of tax	-	-	-	-	-	4.11	4.11	-	4.11
Total comprehensive income for the year	**-**	**-**	**-**	**-**	**-**	**1,295.04**	**1,295.04**	**4.94**	**1,299.98**
Transfer to debenture redemption reserve	-	(70.84)	-	-	-	70.84	-	-	-
Transfer to contingency reserve	-	-	1.87	-	-	(1.87)	-	-	-
Transaction with owners in their capacity as owners:									
Dividend (including interim dividend) paid	-	-	-	-	-	(264.34)	(264.34)	(4.21)	(268.55)
Balance as at March 31, 2021	**0.03**	**187.26**	**13.46**	**78.07**	**3,583.89**	**5,840.91**	**9,703.62**	**36.36**	**9,739.98**
Profit for the year	-	-	-	-	-	453.98	453.98	4.72	458.70
Other comprehensive income for the year, net of tax	-	-	-	-	-	1.85	1.85	-	1.85
Total comprehensive income for the year	-	-	-	-	-	**455.83**	**455.83**	**4.72**	**460.55**
Transfer to debenture redemption reserve	-	(47.66)	-	-	-	47.66	-	-	-
Transfer to contingency reserve	-	-	1.91	-	-	(1.91)	-	-	-
Transaction with owners in their capacity as owners:									
Dividend (including interim dividend) paid	-	-	-	-	-	(696.89)	(696.89)	(5.15)	(702.04)
Balance as at March 31, 2022	**0.03**	**139.60**	**15.37**	**78.07**	**3,583.89**	**5,645.60**	**9,462.56**	**35.93**	**9,498.49**

Footnotes:

1. Retained earning includes ₹ -29.91 Crore (March 31, 2021 ₹ -31.76 Crore) related to re-measurement of defined benefit plans.

See accompanying notes forming part of the consolidated financial statements

In terms of our report attached

For **Price Waterhouse Chartered Accountants LLP**
Firm Registration Number : 012754N/N500016

Priyanshu Gundana
Partner
Membership No.: 109553

Ahmedabad, May 10, 2022

For and on behalf of the Board of Directors

Samir Mehta
Chairperson
DIN:00061903

Lalit Malik
Chief Financial Officer

Rahul Shah
Company Secretary

Ahmedabad, May 10, 2022

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 1A: General Information

These financial statements comprise financial statements of Torrent Power Limited ("the Company") and its subsidiaries (hereinafter referred to as "the Group") and associate for the year ended March 31, 2022.

The Company is a public company domiciled in India and is incorporated under the provisions of the Companies Act, applicable in India. Its equity shares are listed on BSE Ltd. and National Stock Exchange Ltd. in India. The registered office of the Company is located at "Samanvay", 600, Tapovan, Ambawadi, Ahmedabad – 380 015.

The Group is engaged in the business of generation, transmission and distribution of Electricity and of manufacture and sale of Cable. Information on the Group's structure is provided in note 41.

Note 1B: New Standards or Interpretations Adopted by the Group

The Group has applied the following amendment to Ind AS for the first time for its annual reporting period commencing April 01, 2021:

i. Ind AS 116, extension of COVID-19 related concessions
ii. Ind AS 107, Ind AS 109 and Ind AS 116, Interest rate benchmark reform

The above other amendments did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

Note 1C: New Standards or Interpretations Issued but not yet Effective

The Group will apply the following standard for the first time for its annual reporting period commencing April 01, 2022:

Ind AS 16, "Property, Plant and Equipment", proceeds before intended use of property, plant and equipment

The amendment clarifies that an entity shall deduct from the cost of an item of property, plant and equipment any proceeds received from selling items produced while the entity is preparing the asset for its intended use (for example, the proceeds from selling samples produced when testing a machine to see if it is functioning properly).

Ind AS 37, "Provisions, Contingent Liabilities and Contingent Assets", onerous contracts – cost of fulfilling a contract

The amendment explains that the cost of fulfilling a contract comprises: the incremental costs of fulfilling that contract and an allocation of other costs that relate directly to fulfilling contracts.

Ind AS 103, "Business combinations", References to the conceptual framework

The amendment adds a new exception in Ind AS 103 for liabilities and contingent liabilities.

Ind AS 109, "Financial Instruments", Fees included in the 10% test for derecognition of financial liabilities

The amendment clarifies which fees an entity includes when it applies the '10%' test in assessing whether to derecognise a financial liability. An entity includes only fees paid or received between the entity (the borrower) and the lender, including fees paid or received by either the entity or the lender on the other's behalf.

Ind AS 101, "First-time adoption", subsidiary as a first-time adopter

Simplifies the application of Ind AS 101 by a subsidiary that becomes a first-time adopter after its parent in relation to the measurement of cumulative translation differences.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 1D: Reclassifications Consequent to Amendments to Schedule III:

The Ministry of Corporate Affairs amended the Schedule III to the Companies Act, 2013 on March 24, 2021 to increase the transparency and provide additional disclosures to users of financial statements. These amendments are effective from April 01 2021.

Consequent to above, the Group has changed the classification / presentation as per below in the current year:

- Current maturities of long-term borrowings have now been included in the "Current borrowings" line item as compared to previous disclosure under the line item 'other financial liabilities'.
- Security deposits (which meet the definition of a financial asset as per Ind AS 32) have been included in 'other financial assets' line item as compared to previous disclosure under the line item 'loans'.

The Group has reclassified comparative amounts to conform with current year presentation as per the requirements of Ind AS 1. The impact of such classifications is summarised as below:

(₹ in Crore)

Balance sheet (extract)	March 31, 2021 (previously reported)	Increase/ (Decrease)	March 31, 2021 (restated)
Loans (non-current)	174.31	(18.61)	155.70
Other financial assets (non-current)	57.22	18.61	75.83
Loans (current)	30.61	(30.61)	-
Other financial assets (current)	2,122.80	30.61	2,153.41
Borrowings (current)	-	1,108.37	1,108.37
Other financial liabilities (current)	2,908.14	(1,108.37)	1,799.77

Note 2: Significant Accounting Policies

2.1 Basis of preparation:

Compliance with Ind AS

The financial statements are in compliance, in all material aspects, with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) read with the [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act and rules made thereunder.

As prescribed by the Ind AS, if the particular Ind AS is not in conformity with the applicable laws, the provisions of the said law shall prevail and financial statements shall be prepared in conformity with such laws. Consequently, the Group has applied this norm while preparing the financial statements.

Historical cost convention

The financial statements have been prepared on an accrual basis under the historical cost convention except for following which have been measured at fair value;

- Defined benefit plan assets

All assets and liabilities have been classified as current or non-current as set out in the Schedule III (Division II) to the Companies Act, 2013.

Notes
forming part of the consolidated financial statements for the year ended March 31, 2022

Note 2: Significant Accounting Policies (Contd.)

2.2 Principles of consolidation:

Subsidiaries

The consolidated financial statements comprise the financial statements of Torrent Power Limited and its subsidiaries. Subsidiaries are all entities over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Consolidation of an entity begins when the Company obtains control over the entity and ceases when the Company loses control of the entity. Specifically, income and expenses of an entity acquired or disposed of during the year are included in the consolidated statement of profit and loss from the date the Company gains control or until the date when the Company ceases to control the entity, respectively.

The Group combines the financial statements of the Parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Ind AS 12 "Income Taxes" applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies. The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Parent company, i.e., year ended on March 31.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated balance sheet, consolidated statement of profit and loss and consolidated statement of changes in equity respectively.

Associates and joint ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a joint arrangement whereby the parties, that have joint control of the arrangement, have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The results and assets and liabilities of associates or joint ventures are incorporated in the consolidated financial statements using the equity method of accounting, except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with Ind AS 105 "Non-current Assets Held for Sale and Discontinued Operations". Under the equity method, an investment in an associate or a joint venture is initially recognised in the consolidated balance sheet at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associate or joint venture. When the Group's share of losses of an associate or a joint venture exceeds the Group's interest in that associate or joint venture, the Group discontinues recognising its share of further losses. Additional losses are recognized to the extent that the Group has incurred legal or constructive obligation or made payment on behalf of the associate or joint venture.

2.3 Business combinations and Goodwill:

Business combination - acquisition

Acquisitions of businesses are accounted for using the acquisition method. In determining whether a particular set of activities and assets is a business, the Group assesses whether the set of assets and activities acquired includes, at a minimum, an input and substantive process and whether the acquired set has the ability to produce outputs. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred, liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree.

Notes
forming part of the consolidated financial statements for the year ended March 31, 2022

Note 2: Significant Accounting Policies (Contd.)

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date.

Acquisition-related costs are expensed as incurred.

The excess of the
- consideration transferred;
- amount of any non-controlling interest in the acquired entity, and
- acquisition-date fair value of any previous equity interest in the acquired entity

over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. In other cases, the bargain purchase gain is recognised directly in equity as capital reserve.

Business combination – common control transaction

Business combinations involving entities that are controlled by the Group are accounted for using the pooling of interests method as follows:
- The assets and liabilities of the combining entities are reflected at their carrying amounts.
- No adjustments are made to reflect fair values, or recognise any new assets or liabilities. Adjustments are only made to harmonise accounting policies.
- The financial information in the financial statements in respect of prior periods is restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, where the business combination had occurred after that date, the prior period information is restated only from that date.
- The balance of the retained earnings appearing in the financial statements of the transferor is aggregated with the corresponding balance appearing in the financial statements of the transferee or is adjusted against general reserve.
- The identity of the reserves is preserved and the reserves of the transferor become the reserves of the transferee.
- The difference, if any, between the amounts recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and is presented separately from other capital reserves.

Business combination-related costs are generally recognised in consolidated statement of profit and loss as incurred.

Goodwill

Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortised but is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of a business include the carrying amount of goodwill relating to such business.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 2: Significant Accounting Policies (Contd.)

Acquisition of an asset or a group of assets

In case of acquisition of an asset or a group of assets that does not constitute a business, the Group identifies and recognises individual identifiable assets acquired (including those assets that meet the definition of, and recognition criteria for, intangible assets under Ind AS 38, Intangible Assets) and liabilities assumed. The Purchase Consideration shall be allocated to the individual identifiable assets and liabilities on the basis of their relative fair values at the date of purchase. Such a transaction or event does not give rise to goodwill or gain on bargain purchase.

2.4 Government grants:

Grants from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all the attached conditions.

Government grants relating to income are recognised in profit or loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate. Government grants relating to purchase of property, plant and equipment whose primary condition is that the Group should purchase, construct or otherwise acquire property, plant and equipment are recognised as deferred revenue in the consolidated balance sheet and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

2.5 Property, plant and equipment:

Freehold land is carried at historical cost. All other items of property, plant and equipment held for use in the production or supply of goods or services, or for administrative purposes, are stated in the consolidated balance sheet at cost less accumulated depreciation and accumulated impairment losses, except that on adoption of Ind AS, property, plant and equipment had been measured at deemed cost, using the net carrying value as per previous GAAP as at April 01, 2015.

Capital work in progress in the course of construction for production, supply or administrative purposes is carried at cost, less any recognised impairment loss. Cost includes purchase price, taxes and duties, labour cost and other directly attributable costs incurred upto the date the asset is ready for its intended use. Such property, plant and equipment are classified to the appropriate categories when completed and ready for intended use.

Subsequent cost are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. Subsequent costs relating to day to day servicing of the item are not recognised in the carrying amount of an item of property, plant and equipment; rather, these costs are recognised in profit or loss as incurred.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Depreciation methods, estimated useful lives and residual value

Depreciation commences when the assets are ready for their intended use. Depreciation for the year is provided on additions / deductions of the assets during the period from / up to the month in which the asset is added / deducted. Depreciation on property, plant and equipment which are governed as per the provisions of Part B of Schedule II of the Companies Act, 2013 is provided on straight line basis using the depreciation rates, the methodology and residual value as notified by the respective regulatory bodies in accordance with the Electricity Act, 2003. For other property, plant and equipment in non-regulated business, depreciation is provided on a straight line basis over the estimated useful lives.

The estimated useful life, residual values and depreciation method are reviewed at the end of each reporting period in respect of property, plant and equipment of non-regulated business. The effect of any such change in estimate in this regard is accounted for on a prospective basis.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 2: Significant Accounting Policies (Contd.)

The range of depreciation rates of property, plant and equipment are as follows:

Class of assets	Rate of depreciation		
	Regulated business	Franchisee business@	Other business
Buildings	1.80% to 6.00%	3.34%	1.58% to 31.67%
Railway siding	1.80% to 5.28%	-	-
Leasehold improvement	-	11.65% to 17.65%	-
Plant and machinery	1.80% to 9.31%	5.28%	3.60% to 12.66%
Electrical fittings and apparatus	5.28% to 19.00%	6.33%	6.33% to 9.50%
Furniture and fixtures	5.28% to 15.00%	6.33%	6.33% to 9.50%
Vehicles	9.50%	9.50%	9.50% to 11.88%
Office equipment	3.60% to 19.00%	5.28% to 15.00%	6.33% to 19.00%

@ governed by the applicable regulations of U. P. Electricity Regulatory Commission (UPERC) / Maharashtra Electricity Regulatory Commission (MERC) for this purpose.

2.6 Investment properties:

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied by the Group, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the group and the cost of the item can be measured reliably.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from its current use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

Investment properties, other than free hold land, are depreciated using straight line method over their estimated useful lives.

2.7 Intangible assets

Intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Amortisation is recognised on a straight-line basis over its estimated useful life. The range of estimated useful lives of the intangible assets are as follows:

- Computer software – 3 years
- Customer Contracts – 15 to 21 years

The estimated useful lives and amortisation method are reviewed at the end of each reporting period and the effect of any changes in such estimate is accounted for on a prospective basis.

Expenditure incurred on acquisition of intangible assets which are not ready to use at the reporting date is disclosed under "Intangible assets under development".

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

2.8 Impairment of assets:

Property, plant and equipment and intangible assets are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the carrying amount of the assets exceeds its recoverable amount, which is the higher of an asset's fair value less costs of disposal and value in use. Value in use is the present value of the future cash flows expected to be derived from an asset or cash-generating unit. An impairment loss is recognised immediately in profit or loss.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 2: Significant Accounting Policies (Contd.)

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash inflows which are largely independent of the cash inflows from other assets or groups of assets (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

2.9 Borrowing costs:

Borrowing costs that are directly attributable to the acquisition and construction of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use, such as new projects and / or specific assets created in the existing business, are capitalized up to the date of completion and ready for their intended use.

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

Other borrowing costs are charged to the consolidated statement of profit and loss in the period of their accrual.

2.10 Cash and cash equivalents:

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, cheques / drafts on hand, current account balances with banks and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Bank overdrafts are shown within borrowings in current liabilities in the consolidated balance sheet.

2.11 Inventories:

Raw materials, fuel, stores and spares, packing materials, loose tools, work in progress, traded and finished goods are stated at the lower of cost and net realisable value. Cost of inventories includes purchase price and all other costs incurred in bringing the inventories to their present location and condition. Costs are assigned to individual items of inventory on the weighted average basis except for inventory of Regasified Liquefied Natural Gas (RLNG) which is valued using specific identification method considering its procurement for beneficiary usage or others. Costs of purchased inventory are determined after deducting rebates and discounts.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

2.12 Revenue recognition:

Revenue is recognized, when the control of the goods or services has been transferred to consumers, net of discounts and other similar allowances.

(i) Revenue from power supply and transmission charges is accounted for in accordance with the principles laid down under the relevant Tariff Regulations / Tariff Orders notified by the Electricity Regulator. Revenue recognised includes amounts billed to consumers on the basis of recording of consumption of energy by installed meters based on the applicable tariff and adjustments in respect of unbilled amounts towards revenue gaps / unapproved FPPPA which are recognised considering applicable tariff regulations/ tariff orders, past trends of approval, management's probability estimate and, when no significant uncertainty exists in such determination. Revenue from power supply exclude taxes and duties.

These adjustments / accruals are carried forward as 'Unbilled revenue' under "Other current financial assets" in Note 19, which would be adjusted through future billing based on tariff determination by the regulator in accordance with the electricity regulations.

(ii) Sales of cables and trading of RLNG are recognised, net of returns and rebates, on transfer of control of ownership to the buyer. Sales exclude Goods and Services Tax.

(iii) Income from Generation Based Incentive is accounted on accrual basis considering eligibility of project for availing incentive.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 2: Significant Accounting Policies (Contd.)

(iv) Contributions by consumers towards items of property, plant and equipment, which require an obligation to provide electricity connectivity to the consumers, are recognised as a credit to deferred revenue. Similarly contribution by third party towards construction of overhead transmission lines are recognized as a credit to deferred revenue. Such revenue is recognised over the useful life of the property, plant and equipment.

2.13 Foreign currency translation:

Functional and presentation currency

The consolidated financial statements are prepared in Indian rupee (₹) which is functional as well as presentation currency of the Group.

Transactions and balances

In preparing the financial statements of each individual Group entity transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions.

At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Foreign exchange differences arising on foreign currency borrowings are presented in the consolidated statement of profit and loss, within finance costs. All other foreign exchange differences arising on settlement of monetary items or on reporting the Group's monetary items at rates different from those at which they were initially recorded during the financial year are recognized as income or expense in the financial year in which they arise.

2.14 Employee benefits:

Defined contribution plan

Contributions retirement benefit plans in the form of provident fund, employee state insurance scheme, pension scheme and superannuation schemes as per regulations are charged as an expense on an accrual basis when employees have rendered the service. The Group has no further payment obligations once the contributions have been paid.

Defined benefits plans

The liability or asset recognised in the consolidated balance sheet in respect of the retirement benefit plan i.e. gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated by an actuary using projected unit credit method.
The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligations.

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

Remeasurements, comprising actuarial gains and losses and the effect of the changes to the asset ceiling (if applicable), is reflected immediately in the consolidated balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur and consequently recognised in retained earnings and is not reclassified to profit or loss.

The retirement benefit recognised in the consolidated balance sheet represents the actual deficit or surplus in the Group's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of reductions in future contributions to the plans.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 2: Significant Accounting Policies (Contd.)

Other long-term employee benefit obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The said obligations are presented as current liabilities in the consolidated balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

2.15 Taxation:

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on estimated taxable income for the year in accordance with the provisions of the Income Tax Act, 1961. Taxable profit differs from 'profit before tax' as reported in the consolidated statement of profit and loss because of items of income or expenses that are taxable or deductible in other years and items that are never taxable or deductible. Management periodically evaluates positions taken in the tax returns with respect to situations for which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Group measures its tax balances either based on the most likely amount or the expected value, depending on which method provides a better prediction of the resolution of the uncertainty.

Advance taxes and provisions for current income taxes are offset with each other when there is a legally enforceable right to offset and balances arise with the same tax authority.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences.

Deferred tax assets are generally recognised for all deductible temporary differences, unused tax losses and unused tax credits to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

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

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

Deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 2: Significant Accounting Policies (Contd.)

2.16 Earnings per share:

Basic earnings per share is computed by dividing the profit / (loss) attributable to owners of the Company by the weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed by adjusting the figures used in the determination of basic EPS to take into account:

- After tax effect of interest and other financing costs associated with dilutive potential equity shares.
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

2.17 Provisions, contingent liabilities and contingent assets:

Provision

A provision is recognized when the Group has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent liability

A possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the enterprise are disclosed as contingent liability and not provided for. Such liability is not disclosed if the possibility of outflow of resources is remote.

Contingent assets

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

Contingent assets are not recognised but disclosed only when an inflow of economic benefits is probable.

2.18 Financial instruments:

Financial assets

i) Classification of financial assets (including debt instruments)

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets.

ii) Initial measurement

Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition (other than financial assets at fair value through profit or loss) are added to the fair value of the financial assets, as appropriate, on initial recognition. Transaction costs that are directly attributable to the acquisition or issue of financial assets at fair value through profit or loss are recognised immediately in profit or loss.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 2: Significant Accounting Policies (Contd.)

iii) Subsequent measurement

There are three measurement categories into which the debt instruments can be classified:

- **Amortised cost**

  Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

- **Fair value through other comprehensive income (FVOCI)**

  Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in profit and loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains / (losses). Interest income from these financial assets is included in other income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains and losses and impairment expenses in other expenses.

- **Fair value through profit or loss (FVTPL)**

  Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on a debt investment that is subsequently measured at fair value through profit or loss and is not part of a hedging relationship is recognised in profit or loss and presented net in the consolidated statement of profit and loss within other gains / (losses) in the period in which it arises. Net gains / (losses) from these financial assets is included in other income.

iv) Impairment of financial assets

The Group assesses on a forward looking basis the expected credit losses associated with its financial assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115 only, the Group follows 'simplified approach' for recognition of impairment loss and always measures the loss allowance at an amount equal to lifetime expected credit losses.

The Group applies the Ind AS 109 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on days past due. The Group recognises expected loss rates in case of unbilled revenue after considering applicable tariff regulations / tariff orders, management's probability estimate and the past trends of approval.

v) Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Group's consolidated balance sheet) when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred its rights to receive cash flows from the asset

When the entity has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognised. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 2: Significant Accounting Policies (Contd.)

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of financial asset, the financial asset is derecognised if the Group has not retained control over the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

vi) Income recognition

Dividend is accounted when the right to receive payment is established.

Interest income on financial assets at amortised cost is calculated using the effective interest method is recognised in the statement of profit and loss as part of other income.

Interest on overdue receivables of energy bills and claims including insurance claims, coal cost variation and other claims etc. are accounted as and when recovered.

Financial liabilities

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

i) Classification

All the Group's financial liabilities are measured at amortized cost.

ii) Initial measurement

Financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the issue of financial liabilities are deducted from the fair value of the financial liabilities, as appropriate, on initial recognition.

iii) Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the Effective Interest Rate Method.

The Effective Interest Rate Method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including transaction costs and other premiums or discounts) through the expected life of the financial liability.

iv) Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or waived off or have expired. An exchange between the Group and the lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

2.19 Contributed equity:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Transaction costs of an equity transaction shall be accounted for in other equity.

2.20 Leases:

The Group as a lessee:

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group. Contracts may contain both lease and non-lease components.

Lease liabilities:

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the lease payments.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 2: Significant Accounting Policies (Contd.)

The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs. Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the lessee's incremental borrowing rate. Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Right-of-use assets:

Right-of-use assets are measured at cost comprising the amount of the initial measurement of lease liability and lease payments made before the commencement date.

Right-of-use assets are depreciated over the lease term on a straight-line basis. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, and lease payments made at or before the commencement date less any lease incentives received.

Right-of-use assets are depreciated over the asset's lease term on a straight-line basis.

Short term leases and leases of low value assets:

Payments associated with short-term leases of equipment and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise small items of office equipment including IT equipment.

2.21 Exceptional Items:

When items of income or expense are of such nature, size and incidence that their disclosure is necessary to explain the performance of the Company for the year, the company makes a disclosure of the nature and amount of such items separately under the head "Exceptional items."

2.22 Amount presented and rounding off:

All amounts in the financial statements and notes have been presented in ₹ Crore (except for share data) rounded to two decimals as per the requirement of Schedule III of the Companies Act, 2013, unless otherwise stated. Figures below ₹ 50,000 are denoted by '*'.

Note 3: Critical Accounting Judgements and Key Sources of Estimation Uncertainty

In the course of applying the policies outlined in all notes under note 2 above, the management of the Company is required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Such estimates and associated assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future period, if the revision affects current and future periods.

3.1 Revenue recognition:

The Group has recognised revenue (including the adjustment in respect of unapproved FPPPA claims and other true up adjustment claims) as per the applicable tariff regulations / tariff orders, management's probability estimate and the past trends of approval. The Group has not recognized those truing up adjustment claims which are disputed and for which the group is in appeal with regulatory authorities. These are recognised on receipt of final orders of respective regulatory authorities. [Refer note 33 & 45]

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 3: Critical Accounting Judgements and Key Sources of Estimation Uncertainty (Contd.)

3.2 Property, plant and equipment:

i) Service concession arrangements

The Group has assessed applicability of Appendix D of Ind AS 115 "Service Concession Arrangements" with respect to its Property, plant and equipment. In assessing the applicability, the Group has exercised judgment in relation to the provisions of the Electricity Act, 2003, conditions provided under transmission and distribution license and / or agreements. Further, the Company has ability to pledged the assets pursuant to which it has control and ability to direct the use of assets. Based on such assessment, it has concluded that Appendix D of Ind AS 115 is not applicable.

ii) Impairment of property, plant and equipment

Determining whether property, plant and equipment are impaired requires an estimation of the value in use of the relevant cash generating units. The value in use calculation is based on a Discounted Cash Flow model over the estimated useful life of the property, plant and equipment. Further, the cash flow projections are based on estimates and assumptions relating to expected demand, future price of fuel, expected tariff rates for electricity, discount rate, exchange rate and electricity market scenario, based on past trends and the current and likely future state of the industry etc. which are considered reasonable by the Management. Any reasonable possible change in the underlying assumptions would not lead to a material change to the amount of impairment. [Refer note 43(1)]

iii) Fair value measurement of assets acquired

Significant management judgement is involved in determining whether assets acquired in a particular transaction constitute a 'business' in accordance with the principles laid down in Ind AS 103 – Business Combinations. Identification of the assets acquired and liabilities assumed; and measurement of their fair values using appropriate valuation methods to be adopted involves, key assumptions like the discount rate and expected demand. [Refer note 42]

3.3 Taxes:

Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies, including estimates of temporary differences reversing on account of available benefits from the Income Tax Act, 1961.

Deferred tax assets are recognised for unused tax credits to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Management judgement is required to determine the amount of deferred tax assets for unused tax credits that can be recognised, based upon the likely timing and the level of future taxable profits. [Refer note 44(d)]

3.4 Contingencies:

Contingent liabilities

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Group. Potential liabilities that are possible but not probable of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognised. Potential liabilities that are remote are neither recognized nor disclosed as contingent liability. The management judgement is involved in classification under 'remote', 'possible' or 'probable' which is carried out based on expert advice, past judgements, experiences etc. [Refer note 46(a)]

3.5 Employee benefit plans:

Defined benefit plans and other long-term employee benefits

The present value of obligations under defined benefit plan and other long term employment benefits is determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual development in the future. These include the determination of the discount rate, future salary escalations, attrition rate and mortality rates . Due to the complexities involved in the valuation and its long term nature, these obligations are highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. Information about the various estimates and assumptions made in determining present value of defined benefit obligation are disclosed in note 48.2.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 4: Property, Plant and Equipment

As at March 31, 2022

(₹ in Crore)

Particulars	Gross carrying amount						Accumulated depreciation and impairment loss					Net carrying amount
	As at April 01, 2021	Additions on acquisition of subsidiaries [Refer note 42]	Additions during the year	Deductions during the year	Adjustments	As at March 31, 2022	As at April 01, 2021	For the year: Depreciation	For the year: Impairment	Deductions during the year	As at March 31, 2022	As at March 31, 2022
Freehold land	441.74	46.31	30.98	4.85	-	514.18	-	-	-	-	-	514.18
Buildings	1,687.09	13.29	112.80	6.41	1.00	1,807.77	297.93	61.20	-	1.28	357.85	1,449.92
Lease hold improvement	-	-	0.58	-	3.47	4.05	-	0.67	-	-	0.67	3.38
Railway siding	1.86	-	-	-	-	1.86	0.30	0.05	-	-	0.35	1.51
Plant and machinery	22,458.33	918.32	1,115.10	58.97	1.66	24,434.44	7,360.29	1,226.45	1,300.00	27.61	9,859.13	14,575.31
Electrical fittings and apparatus	51.96	-	6.45	0.13	(2.76)	55.52	18.36	3.04	-	0.08	21.32	34.20
Furniture and fixtures	57.22	0.01	7.76	0.53	-	64.46	17.37	3.85	-	0.33	20.89	43.57
Vehicles	28.87	0.03	5.27	3.44	0.13	30.86	11.06	2.91	-	2.46	11.51	19.35
Office equipment	165.32	0.04	23.60	1.33	3.06	190.69	57.83	15.79	-	0.90	72.72	117.97
Total	**24,892.39**	**978.00**	**1,302.54**	**75.66**	**6.56**	**27,103.83**	**7,763.14**	**1,313.96**	**1,300.00**	**32.66**	**10,344.44**	**16,759.39**

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 4: Property, Plant and Equipment (Contd.)

As at March 31, 2021

(₹ in Crore)

Particulars	Gross carrying amount					Accumulated depreciation and impairment loss					Net carrying amount
	As at April 01, 2020	Additions during the year	Deductions during the year	Adjustments	As at March 31, 2021	As at April 01, 2020	For the year: Depreciation	For the year: Impairment	Deductions during the year	As at March 31, 2021	As at March 31, 2021
Freehold land	441.74	-	-	-	441.74	-	-	-	-	-	441.74
Buildings	1,545.97	118.33	0.09	22.88	1,687.09	241.51	56.44	-	0.02	297.93	1,389.16
Railway siding	1.86	-	-	-	1.86	0.25	0.05	-	-	0.30	1.56
Plant and machinery	21,631.97	860.13	27.30	(6.47)	22,458.33	6,191.44	1,181.22	-	12.37	7,360.29	15,098.04
Electrical fittings and apparatus	43.32	8.60	0.28	0.32	51.96	15.27	3.21	-	0.12	18.36	33.60
Furniture and fixtures	48.53	8.77	0.12	0.04	57.22	14.08	3.37	-	0.08	17.37	39.85
Vehicles	27.55	2.60	1.28	-	28.87	9.30	2.59	-	0.83	11.06	17.81
Office equipment	142.37	23.39	0.69	0.25	165.32	45.09	13.19	-	0.45	57.83	107.49
Total	**23,883.31**	**1,021.82**	**29.76**	**17.02**	**24,892.39**	**6,516.94**	**1,260.07**	**-**	**13.87**	**7,763.14**	**17,129.25**

Footnotes:

1. The above property, plant and equipment have been mortgaged and hypothecated to secure borrowings of the Company [Refer note 23].
2. Capital commitment:

   Refer note 46 (c) for disclosure of contractual commitments for the acquisition of property, plant and equipment.
3. Adjustments during the year include capitalisation of borrowing costs of ₹ 7.17 Crore (Previous year - ₹ 15.99 Crore), which are directly attributable to purchase / construction of qualifying assets in accordance with Ind AS - 23 "Borrowing Costs" and ₹ 0.61 Crore pertaining to reversal of security deposit (Previous year - ₹ 1.03 Crore pertaining to reversal of Goods and Services Tax Credit).
4. The weighted average rate for capitalisation of borrowing cost relating to general borrowing is in the range of 7.27% p.a. to 7.30% p.a. (Previous year 7.81% p.a. to 7.95% p.a.).
5. Additions to plant and machinery includes capitalisation of directly attributable costs incurred by the Group under various headings.
6. Refer note 43(1) for impairment loss in respect of DGEN power plant
7. The closing balance of accumulated depreciation and impairment consist impairment loss of ₹ 2,314.07 Crore (March 31, 2021 - ₹ 1,014.07 Crore).
8. The Group have not revalued its property, plant and equipment during the current or previous year.
9. Pro-rata cost of assets owned jointly with Torrent Pharmaceuticals Limited, a fellow subsidiary are as under:

(₹ in Crore)

Particulars	Proportion of holding	As at March 31, 2022	As at March 31, 2021
Freehold land	50%	23.78	23.78
Freehold land	70%	83.16	83.16
Building	70%	3.04	3.04

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 5: Right-Of-Use Assets

As at March 31, 2022

(₹ in Crore)

Particulars	Gross carrying amount					Accumulated depreciation				Net carrying amount
	As at April 01, 2021	Additions on acquisition of subsidiaries [Refer note 42]	Additions during the year	Deductions during the year	As at March 31, 2022	As at April 01, 2021	For the year	Deductions during the year	As at March 31, 2022	As at March 31, 2022
Land	171.94	1.98	36.21	-	210.13	13.79	7.67	-	21.46	188.67
Buildings	27.70	-	10.77	2.43	36.04	7.84	4.40	1.88	10.36	25.68
Plant and machinery	0.38	-	-	-	0.38	0.10	0.05	-	0.15	0.23
Office equipment	0.14	-	-	-	0.14	0.08	0.04	-	0.12	0.12
Total	**200.16**	**1.98**	**46.98**	**2.43**	**246.69**	**21.81**	**12.16**	**1.88**	**32.09**	**214.60**

As at March 31, 2021

(₹ in Crore)

Particulars	Gross carrying amount				Accumulated depreciation				Net carrying amount
	As at April 01, 2020	Additions during the year	Deductions during the year	As at March 31, 2021	As at April 01, 2020	For the year	Deductions during the year	As at March 31, 2021	As at March 31, 2021
Land	170.11	1.83	-	171.94	6.85	6.94	-	13.79	158.15
Buildings	27.70	-	-	27.70	3.45	4.39	-	7.84	19.86
Plant and machinery	0.38	-	-	0.38	0.05	0.05	-	0.10	0.28
Office equipment	0.14	-	-	0.14	0.04	0.04	-	0.08	0.06
Total	**198.33**	**1.83**	**-**	**200.16**	**10.39**	**11.42**	**-**	**21.81**	**178.35**

Footnotes:

1. The above right-of-use assets have been mortgaged and hypothecated to secure borrowings of the Company [Refer note 23].
2. Refer note 47 for disclosure relating to right-of-use asset.
3. The Group have not revalued its right-of-use assets during the current or previous year.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 6: Capital Work-In-Progress

As at March 31, 2022

(₹ in Crore)

Particulars	As at April 01, 2021	Additions during the year	Capitalised during the year	Adjustment	As at March 31, 2022
Capital work-in-progress	837.73	1,639.16	1,181.30	1.68	1,297.27
Total	**837.73**	**1,639.16**	**1,181.30**	**1.68**	**1,297.27**

As at March 31, 2021

(₹ in Crore)

Particulars	As at April 01, 2020	Additions during the year	Capitalised during the year	Adjustment	As at March 31, 2021
Capital work-in-progress	567.40	1,239.03	968.70	-	837.73
Total	**567.40**	**1,239.03**	**968.70**	**-**	**837.73**

Footnotes:

1. The above Capital work-in-progress have been mortgaged and hypothecated to secure borrowings of the Company [Refer note 23].
2. Capital work-in-progress include borrowing costs of ₹ 35.81 Crore (March 31, 2021 - ₹ 12.37 Crore), which are directly attributable to purchase / construction of qualifying assets in accordance with Ind AS - 23 “Borrowing Costs”.
3. Adjustment during the year includes ₹ 0.43 Crore write off and ₹ 2.11 Crore for reversal of impairment provision.
4. Refer note 58 for ageing schedule for capital work-in-progress.

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forming part of the consolidated financial statements for the year ended March 31, 2022

Note 7: Intangible Assets

As at March 31, 2022

(₹ in Crore)

Particulars	Gross carrying amount					Accumulated depreciation				Net carrying amount
	As at April 01,2021	Additions on acquisition of subsidiaries [Refer note 42]	Additions during the year	Deductions during the year	As at March 31, 2022	As at April 01, 2021	For the year	Deductions during the year	As at March 31, 2022	As at March 31, 2022
Computer software	56.52	0.02	10.65	0.97	66.22	38.08	10.04	0.92	47.20	19.02
Customer contract	-	104.85	-	-	104.85	-	0.58	-	0.58	104.27
Total	**56.52**	**104.87**	**10.65**	**0.97**	**171.07**	**38.08**	**10.62**	**0.92**	**47.78**	**123.29**

As at March 31, 2021

(₹ in Crore)

Particulars	Gross carrying amount				Accumulated depreciation				Net carrying amount
	As at April 01, 2020	Additions during the year	Deductions during the year	As at March 31, 2021	As at April 01, 2020	For the year	Deductions during the year	As at March 31, 2021	As at March 31, 2021
Computer software	42.31	14.21	-	56.52	27.33	10.75	-	38.08	18.44
Total	**42.31**	**14.21**	**-**	**56.52**	**27.33**	**10.75**	**-**	**38.08**	**18.44**

Footnotes:

1. The above computer software has been mortgaged and hypothecated to secure borrowings of the Company and certain subsidiaries [Refer note 23].
2. The Group have not revalued its intangible assets during the current or previous year.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 8: Non-Current Investments

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Investment in non-convertible debentures (unquoted) (at amortised cost)		
Wind Two Renergy Private Limited Zero coupon secured, redeemable with premium non-convertible debentures of ₹ 1,00,000 each (No. of debentures - March 31, 2022: 9,070, March 31, 2021: 9,070)	116.89	110.18
	116.89	**110.18**
Investment in equity instruments (unquoted) (at fair value through profit or loss)		
AEC Cements & Constructions Limited Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 9,61,500, March 31, 2021: 9,61,500) (As at March 31, 2022 & March 31, 2021 Gross investment - ₹ 0.61 Cr, Impairment in value of investment - ₹ 0.61 Cr)	-	-
Tidong Hydro Power Limited Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 24,500, March 31, 2021: 24,500) (As at March 31, 2022 & March 31, 2021 Gross investment - ₹ 0.02 Cr, Impairment in value of investment - ₹ 0.02 Cr)	-	-
UNM Foundation (Formerly known as Tornascent Care Institute) @ # Equity shares of ₹ 10 each fully paid up (No. of shares - March 31, 2022: 50,000, March 31, 2021: 50,000)	0.05	0.05
	0.05	**0.05**
Contingency reserve investments - statutory (quoted) (at amortised cost) $		
8.28% GOI Bond - 2032	0.99	0.99
8.32% GOI Bond - 2032	0.32	0.32
8.97% GOI Bond - 2030	1.01	1.01
8.28% GOI Bond - 2027	1.30	1.30
7.35% GOI Bond - 2024	1.32	1.32
8.40% GOI Bond - 2024	1.63	1.63
6.68% GOI Bond - 2031	1.69	1.69
7.37% GOI Bond - 2023	1.93	1.93
7.57% GOI Bond - 2033	1.92	1.92
7.73% GOI Bond - 2034	1.86	1.86
9.20% GOI Bond - 2030	1.91	-
	15.88	**13.97**
	132.82	**124.2**
Aggregate amount of quoted investments	15.88	13.97
Aggregate amount of unquoted investments	116.94	110.23
	132.82	**124.20**
Aggregate amount of provision for impairment in value of investments	0.63	0.63
Aggregate amount of market value of quoted investments	16.30	14.85

@ The Company has, jointly with Torrent Pharmaceuticals Limited, promoted section 8 company, i.e UNM Foundation (Formerly known as Tornascent Care Institute), under the Companies Act, 2013 for the purpose of carrying out charitable activities.

The National Company Law Tribunal (NCLT) has approved a Scheme of Arrangement ("Scheme") in the nature of Amalgamation of UNM Foundation with Tornascent Care Institute vide order dated March 23, 2021. The Scheme is effective from April 01, 2020 ("Appointed Date"). The name "Tornascent Care Institute" changed to "UNM Foundation" w.e.f. July 20, 2021.

$ Investment in Government of India bonds have been made in terms of Gujarat Electricity Regulatory Commission (GERC) Multi-Year Tariff (MYT) Regulations, which can be utilised only for the purposes mentioned therein. [Refer note 22 - Contingency reserve]

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 9: Non-Current Loans

Unsecured (considered good)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Loans to related parties (including interest accrued) [Refer note 54(d)]	121.87	155.70
	121.87	**155.70**

Note 10: Other Non-Current Financial Assets

Unsecured (considered good)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Security deposits	20.36	18.61
Inter-corporate deposits #	80.00	53.54
Bank fixed deposits	1.02	3.59
Other advances	0.17	0.09
	101.55	**75.83**

a lien has been created in favour of lenders

Note 11: Non-Current Tax Assets

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Advance income tax (net)	10.56	12.83
	10.56	**12.83**

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 12: Other Non-Current Assets

Unsecured (considered good)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Capital advances	230.78	103.89
Advances for goods and services	133.59	148.85
Balances with government authorities	62.25	62.97
Prepaid expenses	18.85	21.77
Advance against equity investment [Refer footnote 1]	555.00	-
	1,000.47	**337.48**

Footnote:

1. The Hon'ble Administrator of the Union Territory of Dadra and Nagar Haveli and Daman and Diu (the "Holding Entity") has issued a Letter of Intent ('LOI') dated February 07, 2022 to the Company as a successful bidder , pursuant to its Bid, to purchase 51 % shares in Dadra and Nagar Haveli and Daman and Diu Power Distribution Corporation Limited (the "Distribution company"), (a company incorporated for holding assets of the Electricity Department, Daman and Diu and DNH Power Distribution Corporation Limited (DNH PDCL) related to electricity distribution business), which shall be responsible for distribution and retail supply of electricity and shall hold distribution license in the Union Territory of Dadra and Nagar Haveli and Daman and Diu.

   On March 15, 2022, the Company entered into a Share Purchase Agreement (SPA) and Shareholders Agreement (SHA) with the Holding Entity and the Distribution company for purchase of 51% shares of the Distribution company from the Holding Entity.

   Basis the Share Purchase Agreement read with The Dadra and Nagar Haveli and Daman and Diu Electricity (Reorganisation and Reforms) Transfer Scheme, 2022 (the "transfer scheme"), the effective date of transfer has been notified by the UT Administrator, Union Territory of Dadra and Nagar Haveli and Daman and Diu as April 1, 2022 for the purpose of implementing the transfer scheme.

   As per the transfer scheme, the electricity distribution and retail supply undertakings of the Electricity Department and DNH PDCL including the assets, proceedings and liabilities shall stand transferred to and vested in the distribution company, thereby acquiring control of the electricity distribution business, with effect from the notified transfer date i.e., April 1, 2022. The decisions over the relevant activities of the electricity distribution business shall continue to be taken by the Electricity Department and DNH PDCL until March 31, 2022.

   Accordingly, the amount of purchase consideration transferred for acquiring the shares of the distribution company has been shown as "Advance against equity investment" as at March 31, 2022 in the consolidated financial statements.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 13: Inventories

(valued at lower of cost and net realizable value)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Stores and spares	272.98	228.31
Fuel	166.69	158.00
Raw materials	56.44	36.23
Work-in-progress	9.96	6.36
Finished goods	26.33	18.09
Packing materials	2.37	1.17
Loose tools	2.80	2.19
	537.57	**450.35**

Footnote:

1. The cost of stores and spares inventories recognised as an expense includes ₹ 1.36 Crore (Previous year - ₹ 3.73 Crore) in respect of write-downs of inventory to net realisable value determined based on evaluation of slow and non-moving inventories.
2. The above carrying amount of inventories has been mortgaged and hypothecated to secure borrowings of the Company and certain subsidiaries.
3. The above carrying amount includes goods in transit as under:

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Stores and spares	-	0.57
Fuel	8.93	2.49
Raw materials	3.92	-
Finished goods	10.57	-
	23.42	**3.06**

Note 14: Current Investments

(Investments carried at fair value through profit or loss)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Investment in mutual funds (unquoted)	273.70	341.58
	273.70	**341.58**
Aggregate amount of quoted investments	-	-
Aggregate amount of unquoted investments	273.70	341.58
	273.70	**341.58**
Aggregate amount of impairment in value of investments	-	-
Aggregate amount of market value of quoted investments	-	-

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 15: Trade Receivables

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Trade receivables		
Secured - Considered good #	575.68	557.28
Unsecured - Considered good	1,027.02	863.01
- Credit impaired	217.71	250.42
	1,820.41	**1,670.71**
Less: Allowance for bad and doubtful debts	217.71	250.42
	1,602.70	**1,420.29**

Group holds security deposits in respect of electricity receivables.

Footnotes:

1. Refer note 55 for credit risk related disclosures.
2. Refer note 23 for charge on current assets including trade receivables.
3. Refer note 59 for ageing schedule of trade receivables.

Note 16: Cash and Cash Equivalents

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Balances with banks		
Balance in current accounts	288.10	104.92
Balance in fixed deposit accounts (original maturity of less than three months)	0.05	-
	288.15	**104.92**
Cheques on hand	0.79	0.58
Cash on hand	0.47	1.78
	289.41	**107.28**

Note 17: Bank Balances Other than Cash and Cash Equivalents

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Unpaid dividend accounts	10.55	10.09
Unpaid fractional coupon accounts	0.35	0.35
Balance in fixed deposit accounts (maturity of more than three months but less than twelve months)	52.03	84.70
	62.93	**95.14**

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 18: Current Loans

Unsecured (considered good)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Loans to related parties [Refer note 54(d)]	19.90	-
	19.90	**-**

Note 19: Other Current Financial Assets

Unsecured (considered good unless stated otherwise)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Security deposits	56.27	30.61
Inter-corporate deposits #	186.84	326.70
Interest accrued on non-current investments	0.24	0.24
Interest accrued on deposits	6.68	7.78
Unbilled revenue (including revenue gap / surplus) [Refer note 45(a)]	1,917.89	1,677.46
	2,167.92	**2,042.79**
Other advances / receivables		
Considered good	130.89	110.62
Considered credit impaired	6.06	6.06
	136.95	**116.68**
Less : Allowance for doubtful advances	6.06	6.06
	130.89	**110.62**
	2,298.81	**2,153.41**

includes ₹ 86.84 Crore (March 31, 2021 - ₹ 123.20 Crore) on which a lien has been created in favour of lenders

Note 20: Other Current Assets

Unsecured (considered good)

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Advances for goods and services	93.71	42.47
Balances with government authorities	6.93	0.94
Prepaid expenses	40.10	32.95
	140.74	**76.36**

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 21: Equity Share Capital

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Authorised		
4,37,00,00,000 (4,37,00,00,000 as at March 31, 2021) equity shares of ₹10 each	4,370.00	4,370.00
	4,370.00	**4,370.00**
Issued, subscribed and paid up		
48,06,16,784 (48,06,16,784 as at March 31, 2021) equity shares of ₹10 each	480.62	480.62
	480.62	**480.62**

Footnotes:

1. Reconciliation of the shares outstanding at the beginning and at the end of the reporting year :

	No. of shares As at March 31, 2022	No. of shares As at March 31, 2021
At the beginning of the year	48,06,16,784	48,06,16,784
Issued during the year	-	-
Outstanding at the end of the year	**48,06,16,784**	**48,06,16,784**

2. 25,74,22,311 equity shares (25,74,22,311 equity shares as at March 31, 2021) of ₹10 each fully paid up are held by the Parent Company - Torrent Investments Private Limited (Formerly known as Torrent Private Limited).
3. Terms / Rights attached to equity shares :

   The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees.The dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend.

   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 preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.
4. Details of shareholders holding more than 5% shares in the Company :

Name of the Shareholder	As at March 31, 2022		As at March 31, 2021	
	No. of shares	% holding	No. of shares	% holding
Torrent Investments Private Limited (Formerly known as Torrent Private Limited)	25,74,22,311	53.56%	25,74,22,311	53.56%
Gujarat State Financial Services Limited	4,68,71,621	9.75%	4,68,71,621	9.75%
Axis Mutual Fund Trustee Limited	4,08,34,428	8.50%	3,75,81,431	7.82%

5. Details of shareholding of Promoters in the Company :

Promoter name	Shares held by promoters at the end of the year					
	As at March 31, 2022			As at March 31, 2021		
	No. of shares	% of total shares	% changes during the year	No. of shares	% of total shares	% changes during the year
Torrent Investments Private Limited (Formerly known as Torrent Private Limited)	25,74,22,311	53.56%	-	25,74,22,311	53.56%	-
Sudhir Mehta	6,882	0.00%	-	6,882	0.00%	-
Samir Mehta	6,125	0.00%	-	6,125	0.00%	-
Jinal Mehta	8,000	0.00%	-	8,000	0.00%	-

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 21: Equity Share Capital (Contd.)

6. Distributions made:

   Interim dividend for FY 2021-22 of ₹ 9.00 per equity share (Previous year - ₹ 5.50 per equity share) aggregating to ₹ 432.56 Crore (Previous year - ₹ 264.34 Crore) was paid in March, 2022. The Board of Directors has not considered any further dividends for FY 2021-22. Accordingly, payment of interim dividend will be considered as final dividend for FY 2021-22.

Note 22: Other Equity

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Reserves and surplus		
Securities premium	0.03	0.03
Debenture redemption reserve	139.60	187.26
Contingency reserve	15.37	13.46
Special reserve	78.07	78.07
General reserve	3,583.89	3,583.89
Retained earnings	5,645.60	5,840.91
	9,462.56	**9,703.62**

Footnote:

1. Securities premium:

   Securities premium reflects issuance of the shares by the Company at a premium, whether for cash or otherwise i.e. a sum equal to the aggregate amount of the premium received on shares is transferred to a "securities premium account" as per the provisions of the Companies Act, 2013. The reserve can be utilised in accordance with the provisions of the Act.

2. Debenture redemption reserve:

   The Company was required to create a Debenture Redemption Reserve (DRR) out of the profits which are available for payment of dividend for the purpose of redemption of debentures. Pursuant to Companies (Share Capital and Debentures) Amendment Rules, 2019 dated August 16, 2019, the Company is not required to create DRR. Accordingly, the Company has not created DRR during the year and DRR created till previous years will be transferred to retained earnings on redemption of debentures.

3. Contingency reserve:

   As per the provisions of GERC MYT Regulations read with Tariff orders passed by GERC, the Company being a Distribution Licensee makes an appropriation to the contingency reserve to meet with certain exigencies. Investments in Bonds issued by Government of India have been made against such reserve.

4. Special reserve:

   As per MYT Regulations (2007), the Company has created a reserve in FY 2011-12 and FY 2012-13, which represents one third amount of controllable gain shall be retained in a special reserve by the Generating Company or Licensee for the purpose of absorbing the impact of any future losses on account of controllable factors.

5. General reserve:

   General reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. The general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

6. Retained earnings:

   The retained earnings reflect the profit of the Group earned till date net of appropriations. The amount that can be distributed by the Company as dividends to its equity shareholders is determined based on the balance in this reserve, after considering the requirements of the Companies Act, 2013.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 23: Non-Current Borrowings

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Non-current borrowings		
Secured loans - at amortised cost		
Non convertible debentures &		
10.35% Series 1	-	183.37
10.35% Series 2A, 2B & 2C	-	100.00
8.95% Series 3A, 3B & 3C	80.00	165.00
7.65% Series 5	-	100.00
7.30% Series 6	300.00	300.00
6.50%,6.90%,7.25% Series 7A, 7B & 7C	248.05	-
	628.05	**848.37**
Term loans @		
From banks	5,659.78	4,945.31
	5,659.78	**4,945.31**
Supplier's credit	25.22	-
	6,313.05	**5,793.68**
Unsecured loans - at amortised cost		
Non convertible debentures #		
10.25% Series 4A, 4B & 4C	179.93	269.65
7.00% Series 1 (In respect of Jodhpur Wind Farms Private Limited)	298.50	297.94
7.00% Series 1 (In respect of Latur Renewable Private Limited)	298.50	297.92
	776.93	**865.51**
Term loans		
From Government of India under Accelerated Power Development and Reform Programme (APDRP)	9.17	12.99
	9.17	**12.99**
	786.10	**878.50**
	7,099.15	**6,672.18**

@ After considering unamortised expense of ₹ 19.63 Crore as at March 31, 2022 and ₹ 20.37 Crore as at March 31, 2021.
& After considering unamortised expense of ₹ 1.95 Crore as at March 31, 2022 and ₹ Nil Crore as at March 31, 2021.
# After considering unamortised expense of ₹ 3.07 Crore as at March 31, 2022 and ₹ 4.49 Crore as at March 31, 2021.

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Current maturities		
Secured loans - at amortised cost		
Non convertible debentures		
10.35% Series 1	183.37	183.32
10.35% Series 2A, 2B & 2C	100.00	100.00
8.95% Series 3A, 3B & 3C	85.00	80.00
7.65% Series 5	100.00	-
	468.37	**363.32**
Term loans $		
From banks	719.96	741.23
	719.96	**741.23**
Unsecured loans - at amortised cost		
Non convertible debentures		
10.25% Series 4A, 4B & 4C^	89.88	-
	89.88	-
Term loans		
From Government of India under Accelerated Power Development and Reform Programme (APDRP)	3.82	3.82
	3.82	**3.82**
	1,282.03	**1,108.37**
Amount disclosed under the head 'Current borrowings' [Refer note 27]	**(1,282.03)**	**(1,108.37)**
	-	-

$ After considering unamortised expense of ₹ 7.7 Crore as at March 31, 2022 and ₹ 3.09 Crore as at March 31, 2021.
^ After considering unamortised expense of ₹ 0.12 Crore as at March 31, 2022 and ₹ Nil Crore as at March 31, 2021.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 23: Non-Current Borrowings (Contd.)

Footnote:

1. Nature of security
   (i) The entire immovable and movable assets including current assets, both present and future, of the Company are mortgaged and hypothecated by way of first pari passu charge in favour of lenders for term loans of ₹ 5,806.91 Crore and non convertible debentures of ₹ 1,098.37 Crore along with lenders of cash credits and non-fund based credit facilities. (except assets detailed in (i), (ii) & (iii) below which are not provided as security to NCD holders / term loan lender as mentioned therein)
      (i) Assets not given as security to non convertible debenture holders of Series no. 5
         a. immovable assets, movable fixed assets and debt service reserve accounts pertaining to the Renewable Projects;
         b. leasehold land bearing plot nos. B15 to B28 situated in the Atali Industrial Estate in Taluka Vagra, District Bharuch.
      (ii) Assets not given as security to non convertible debenture holders of Series no. 6 & 7
         a. immovable and movable assets of Renewable Projects;
         b. debt service reserve accounts maintained for the benefit of lenders of term loans;
         c. investments / deposits made out of Non-Convertible Debenture Reserve;
         d. leasehold land bearing plot nos. B15 to B28 situated in the Atali Industrial Estate in Taluka Vagra, District Bharuch;
         e. non-agricultural plot of land at village Kamatghar, Taluka Bhiwandi, District Thane bearing survey no.119, Hissa no. 2/3 along with building thereon;
         f. immovable property located at no. 2, Dharam Marg, Chanakya Puri, New Delhi.
      (iii) Assets not given as security to lender of ₹ 250.00 Crore term loan availed in March 2022
         a. immovable assets of Renewable Projects;
         b. leasehold land bearing plot nos. B15 to B28 situated in the Atali Industrial Estate in Taluka Vagra, District Bharuch.

   (ii) Torrent Power Grid Limited:

   Term loan ₹ 5.20 Crore is secured by way of first pari passu charge created on the entire movable properties including transmission towers, insulators and other movable assets, book debts, operating cash flows, revenues, intangibles, trust and retention account, charge over all the rights, titles in the Project Documents of subsidiary company, Torrent Power Grid Limited (TPGL). Term loan is also secured by pledge of 30% of equity shares issued by TPGL, held by the Company.

   (iii) Torrent Solargen Limited:

   Capex LC facility (utilised by ₹ 25.22 Crore as at March 31, 2022) is secured by way of hypothecation of all the project assets, project receivables and project accounts.

   Project means ~115 MW of wind power project being implemented in Gujarat by Torrent Solargen Limited, subsidiary of the Company.

   (iv) Surya Vidyut Limited:

   Term loans ₹ 415.03 Crore are secured by an exclusive charge (i) by way of mortgage / hypothecation in respect of the fixed assets including its land, building, plant & machinery, etc. of subsidiary company, Surya Vidyut Limited (SVL) , (ii) by way of hypothecation of movable assets and current assets, rights under the project documents of SVL and (iii) pledge of 5.60% of equity shares issued by SVL, held by the Company (to be pledged).

   (v) LREHL Renewables India SPV1 Private Limited:

   Term loan ₹ 179.93 Crore is secured way of charge on (i) entire immovable properties, movable properties including current assets, intangible assets, accounts and rights under the project documents of the subsidiary company LREHL Renewables India SPV1 Private Limited (LREHL) and (ii) Pledge of 100% of equity shares and CCDs issued by LREHL, held by the Company.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 23: Non-Current Borrowings (Contd.)

2. The future annual repayment obligations on principal amount for the above long-term borrowings are as under:-.

(₹ in Crore)

Financial year	Term loans	Non convertible debentures	Others
2022-23	731.48	558.37	-
2023-24	420.52	670.00	-
2024-25	524.12	375.00	25.22
2025-26	691.13	280.00	-
2026-27	802.93	85.00	-
2027-28	675.97	-	-
2028-29	666.42	-	-
2029-30	715.98	-	-
2030-31	562.24	-	-
2031-32	374.80	-	-
2032-33	254.47	-	-

3. Undrawn term loans from banks, based on approved facilities, were ₹ 674.78 Crore as at March 31, 2022.
4. During the year, the Group has used the borrowings from banks and financial institutions for the specific purpose for which it was obtained.

Note 24: Non-Current Trade Payables

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Trade payables for goods and services		
Total outstanding dues of micro and small enterprises	-	-
Total outstanding dues other than micro and small enterprises	150.46	116.11
	150.46	**116.11**

Note 25: Other Non-Current Financial Liabilities

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Payables for purchase of property, plant and equipment	-	0.04
Sundry payables	0.33	1.13
	0.33	**1.17**

Note 26: Other Non-Current Liabilities

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Deferred revenue		
Contribution received from consumers [Refer note 45(b)]	1,192.34	1,088.64
Capital grant from government [Refer note 57(b)]	14.03	16.39
Sundry payables	55.30	55.31
	1,261.67	**1,160.34**

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 27: Current Borrowings

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Secured loans		
Working capital loan from banks	350.00	-
Overdraft from banks	2.74	-
	352.74	-
Unsecured loans		
Commercial paper	350.00	-
Other loans	14.50	-
	364.50	-
Current maturities of long-term debt [Refer note 23]	1,282.03	1,108.37
	1,999.27	**1,108.37**

Footnote:

1. The entire immovable and movable assets including current assets, both present and future, of the Company are mortgaged and hypothecated by way of first pari passu charge in favour of lenders for working capital facilities and by way of second pari passu charge in favour of lenders for hedge facility.
2. Undrawn cash credit from banks, based on approved facilities, were ₹ 460.00 Crore as at March 31, 2022.
3. During the year, the Group has used the borrowings from banks and financial institutions for the specific purpose for which it was obtained.

Net debt reconciliation:

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Cash and cash equivalents	289.41	107.28
Current investments	273.70	341.58
Current borrowings (excluding current maturities of long-term debt)	(717.24)	-
Non-current borrowings (including current maturities of long-term debt and interest accrued but not due)	(8,531.52)	(7,887.70)
Lease Liabilities	(44.21)	(36.01)
	(8,729.86)	**(7,474.85)**

	Other assets		Liabilities from financing activities			Total
	Cash and cash equivalents	Current investments	Current borrowings	Non-current borrowings	Lease liabilities	
Net balance as at April 01, 2020	**91.16**	**607.59**	**(3.28)**	**(9,002.72)**	**(37.96)**	**(8,345.21)**
Cash flows	16.12	(288.11)	3.28	1,089.41	7.10	827.80
New lease	-	-	-	-	(1.83)	(1.83)
Interest expense	-	-	(9.90)	(699.43)	(3.32)	(712.65)
Interest paid	-	-	9.90	725.04	-	734.94
Gain on sale of current investments	-	19.35	-	-	-	19.35
Fair value adjustment	-	2.75	-	-	-	2.75
Net balance as at March 31, 2021	**107.28**	**341.58**	**-**	**(7,887.70)**	**(36.01)**	**(7,474.85)**
Cash flows	182.13	(102.03)	(693.22)	(0.32)	44.35	(569.09)
New lease	-	-	-	-	(46.98)	(46.98)
Interest expense	-	-	(2.26)	(578.21)	(3.59)	(584.06)
Interest paid	-	-	2.26	539.54		541.80
Gain on sale of current investments	-	27.84	-	-	-	27.84
Fair value adjustment	-	(2.20)	-	-	-	(2.20)
On account of acquisition of subsidiaries	-	8.51	(24.02)	(604.83)	(1.98)	(622.32)
Net balance as at March 31, 2022	**289.41**	**273.70**	**(717.24)**	**(8,531.52)**	**(44.21)**	**(8,729.86)**

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 28: Current Trade Payables

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Trade payables for goods and services		
Total outstanding dues of micro and small enterprises #	54.02	38.17
Total outstanding dues other than micro and small enterprises	1,057.11	936.62
	1,111.13	**974.79**

\# Amount due to micro and small enterprises under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act,2006) have been determined based on the information available with the Group.

Note 29: Other Current Financial Liabilities

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Interest accrued but not due on loans and security deposits	117.87	79.20
Investor education and protection fund #		
Unpaid / Unclaimed dividend	10.55	10.09
Unclaimed fractional coupons	0.35	0.35
Book overdraft	1.30	7.81
Security deposits from consumers @	1,328.02	1,221.06
Other deposits	5.13	3.39
Payables for purchase of property, plant and equipment^	395.89	331.16
Sundry payables (including for employees related payables)	162.40	146.71
	2,021.51	**1,799.77**

\# There is no amount due and outstanding to be credited to investor education and protection fund as at March 31, 2022.

@ Security deposits from consumers in the Group's business, which is in the nature of utility, are generally not repayable within a period of twelve months based on historical experience.

^ including dues to micro and small enterprises for ₹ 12.53 Crore (March 31, 2021 - ₹ 7.91 Crore)

Note 30: Other Current Liabilities

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Credit balances of consumers [Refer note 45(d)]	105.17	85.71
Service line deposits from consumers [Refer note 45(c)]	207.13	189.85
Deferred revenue		
Contribution received from consumers [Refer note 45(b)]	92.15	83.26
Capital grant from government [Refer note 57(b)]	2.37	2.46
Statutory dues	205.22	172.98
Sundry payables ^	1.52	7.76
	613.56	**542.02**

^ including dues to micro and small enterprises for ₹ 0.02 Crore

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 31: Current Provisions

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Provision for employee benefits		
Provision for gratuity [Refer note 48.2(d)]	14.02	12.25
Provision for compensated absences $	124.52	132.00
	138.54	**144.25**
Other provisions		
Provision for indirect taxes	0.25	0.25
Provision for onerous contracts [Refer note 56]	135.76	190.80
	136.01	**191.05**
	274.55	**335.30**

$ Provision for compensated absences is disclosed under current provision as the Group does not have an unconditional right to defer settlement for at least twelve months however these are generally not repayable within a period of twelve months based on historical experience.

Movement in provision for indirect taxes:		
Opening balance as on April 01	0.25	0.10
Additional provision recognised	-	0.15
Closing balance as on March 31	**0.25**	**0.25**
Movement in Provision for onerous contracts:		
Opening balance as on April 01	190.80	189.78
Additional provision recognised	0.53	1.02
Reversal of provision	(55.07)	-
Amount utilised during the year	(0.50)	-
Closing balance as on March 31	**135.76**	**190.80**

Note 32: Current Tax Liabilities

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Provision for taxation (net of tax paid)	122.54	44.55
	122.54	44.55

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 33: Revenue from Operations

(₹ in Crore)

	year ended March 31, 2022	year ended March 31, 2021
Revenue from contracts with customers [Refer footnotes below]		
Revenue from power supply	13,238.39	11,772.45
Revenue from sale of cable products		
Manufactured goods	289.72	149.54
Revenue from trading of RLNG	547.94	112.48
	14,076.05	**12,034.47**
Less: Discount for prompt payment of bills	20.79	17.73
	14,055.26	**12,016.74**
Other operating income		
Provisions of earlier years written back	1.04	2.47
Amortisation of deferred revenue		
Contribution received from consumers [Refer note 45(b)(2)] #	87.82	79.90
Capital grant from government [Refer note 57(b)]	2.45	2.72
Income from Generation Based Incentive	24.98	22.53
Insurance claim receipt	0.14	0.34
Miscellaneous income	85.92	47.96
	202.35	**155.92**
	14,257.61	**12,172.66**

Amortisation of deferred revenue are recognised within the scope of Ind AS 115.

Footnote:

1. Disclosure given above presents disaggregated revenue from contracts with customers. The Group believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of revenue and cash flows are affected by market and other economic factors.
2. Timing of revenue recognition (from contract with customers) : Revenue from power supply is recognised over a period of time.
3. Revenue from operations for the previous year ended March 31, 2021 includes ₹ 250.62 Crore on account of favourable orders received from the Appellate Tribunal for Electricity in respect of disputed Revenue Gap related to carrying costs of earlier years.

Note 34: Other Income

(₹ in Crore)

	year ended March 31, 2022	year ended March 31, 2021
Interest income from financial assets at amortised cost		
Deposits	16.66	28.38
Consumers	36.49	36.40
Contingency reserve investments	1.15	1.01
Loans to related parties [Refer note 54(b)]	11.09	13.02
Others	1.23	0.85
	66.62	**79.66**
Gain on disposal of property, plant and equipment	30.05	3.56
Gain on sale of current investments in mutual funds	27.84	19.35
Net gain arising on financial assets / liabilities measured at amortised cost	28.93	11.39
Net gain / (loss) arising on current investments in mutual funds measured at fair value through profit or loss	(2.20)	2.75
Net gain on foreign currency transactions and translations	5.46	0.22
Miscellaneous income [Refer footnote 1]	78.34	24.88
	235.04	**141.81**

Footnote:

1. 1 Pursuant to settlement agreement with EPC contractor, the Subsidiary Company has received compensation claim of ₹ 33.50 Crore from EPC contractor in respect of revenue loss due to delays and disputes / claims / disagreements relating to energy yielding Report.

Notes

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Note 35: Cost of Materials Consumed

(₹ in Crore)

	year ended March 31, 2022	year ended March 31, 2021
Cost of materials consumed	394.04	190.47
Less: Allocated to capital works	131.40	86.26
	262.64	**104.21**

Note 36: Changes in Inventories of Finished Goods and Work-In-Progress

(₹ in Crore)

	year ended March 31, 2022	year ended March 31, 2021
Inventory of finished goods		
Opening stock	18.09	23.13
Less: Closing stock	26.33	18.09
	(8.24)	**5.04**
Inventory of work-in-progress		
Opening stock	6.36	7.37
Less: Closing stock	9.96	6.36
	(3.60)	**1.01**
Less: Allocated to capital works	(0.73)	(2.81)
	(11.11)	**8.86**

Note 37: Employee Benefits Expense

(₹ in Crore)

	year ended March 31, 2022	year ended March 31, 2021
Salaries, wages and bonus	640.03	610.60
Contribution to provident and other funds [Refer note 48.1]	45.02	42.67
Employees welfare expenses	30.56	26.26
Compensated absences	14.29	19.31
Gratuity [Refer note 48.2(e)(3)]	19.01	19.96
	748.91	**718.80**
Less: Allocated to capital works, repairs and other relevant revenue accounts #	215.37	179.86
	533.54	**538.94**

includes allocated to capital works of ₹ 117.34 Crore (previous year ₹ 84.6 Crore)

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 38: Finance Costs

(₹ in Crore)

	year ended March 31, 2022	year ended March 31, 2021
Interest expense for financial liabilities classified as amortised cost		
Term loans	414.15	532.28
Non convertible debentures	164.06	167.15
Working capital loans	2.26	9.90
Security deposits from consumers	51.81	53.14
Lease liabilities	3.59	3.32
Others	3.56	2.42
Other borrowing costs	14.29	10.42
Amortisation of borrowing costs	5.10	10.51
Unwinding of discount	-	3.40
	658.82	**792.54**
Less: Allocated to capital works	30.61	16.81
	628.21	**775.73**

Note 39: Depreciation and Amortisation Expense

(₹ in Crore)

	year ended March 31, 2022	year ended March 31, 2021
Depreciation expense on property, plant and equipment	1,313.96	1,260.07
Depreciation expense on right-of-use assets	12.16	11.42
Amortisation expense on intangible assets	10.62	10.75
	1,336.74	**1,282.24**
Less: Transfer from others	0.10	0.10
Less: Allocated to capital works	2.78	2.59
	1,333.86	**1,279.55**

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 40: Other Expenses

(₹ in Crore)

	year ended March 31, 2022	year ended March 31, 2021
Consumption of stores and spares	236.76	195.91
Rent and hire charges	17.55	15.07
Repairs to		
Buildings	13.29	8.03
Plant and machinery	421.89	359.81
Others	21.96	17.84
	457.14	**385.68**
Insurance	46.46	36.03
Rates and taxes	14.06	11.68
Vehicle running expenses	40.84	37.28
Electricity expenses	30.06	27.38
Security expenses	49.87	42.76
Water charges	22.59	18.35
Power transmission and scheduling charges	13.08	34.36
Corporate social responsibility expenses	29.33	34.32
Loss on sale / discarding of property, plant and equipment and capital work-in-progress	23.66	12.03
Commission to non-executive directors [Refer note 54(b)]	2.97	8.42
Directors sitting fees	0.91	0.73
Auditors remuneration [Refer note 49]	2.20	2.13
Legal, professional and consultancy fees	48.83	34.44
Donations [Refer note 50]	58.30	36.55
Net loss on foreign currency transactions	0.12	10.71
Bad debts written off (net)	46.83	54.55
Reversal of provision for onerous contracts [Refer note 56]	(55.07)	-
Provision for onerous contracts [Refer note 56]	0.53	1.02
Allowance for doubtful debts (net of recovery)	(32.71)	14.62
Miscellaneous expenses	104.88	94.19
	1,159.19	**1,108.21**
Less: Allocated to capital works, repairs and other relevant revenue accounts ^	103.43	69.95
	1,055.76	**1,038.26**

^ includes allocated to capital works of ₹ 9.75 crore (previous year ₹ 9.82 crore)

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 41: Composition of the Group

(a) Subsidiaries

(1) Details of the Company's subsidiaries are as follows:

Name of subsidiary	Principal activity	Place of incorporation and operation	Proportion of ownership interest and voting power held by the Company	
			As at March 31, 2022	As at March 31, 2021
Torrent Solargen Limited	Power Generation	India	100%	100%
Torrent Pipavav Generation Limited	Power Generation	India	95%	95%
Torrent Power Grid Limited	Transmission of Power	India	74%	74%
Latur Renewable Private Limited	Power Generation	India	100%	100%
Jodhpur Wind Farms Private Limited	Power Generation	India	100%	100%
TCL Cables Private Limited	Manufacturing of Cables	India	100%	100%
Torrent Solar Power Private Limited (w.e.f. July 28, 2020)	Power Generation	India	100%	100%
Torrent Saurya Urja 2 Private Limited (w.e.f. February 05, 2021)	Power Generation	India	100%	100%
Torrent Saurya Urja 3 Private Limited (w.e.f. February 17, 2021)	Power Generation	India	100%	100%
Torrent Saurya Urja 4 Private Limited (w.e.f. July 20, 2021)	Power Generation	India	100%	NA
Torrent Saurya Urja 5 Private Limited (w.e.f. July 16, 2021)	Power Generation	India	100%	NA
Visual Percept Solar Projects Private Limited (w.e.f. February 15, 2022)	Power Generation	India	100%	NA
Surya Vidyut Limited (w.e.f. March 11, 2022)	Power Generation	India	100%	NA
LREHL Renewables India SPV 1 Private Limited (w.e.f. March 25, 2022)	Power Generation	India	100%	NA

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 41: Composition of the Group (Contd.)

(2) Disclosure of additional information pertaining to the Parent Company and its Subsidiaries as per Schedule III of Companies Act, 2013 as at and for the year ended March 31, 2022:

Name of the entity in the Group	Consolidated share in net assets i.e total assets minus total liabilities		Consolidated share in profit or loss		Consolidated share in other comprehensive income		Consolidated share in total comprehensive income	
	As % of consoli-dated net assets	Amount (₹ in Crore)	As % of consol-idated profit	Amount (₹ in Crore	As % of consol-idated other compre-hensive income	Amount (₹ in Crore)	As % of consol-idated total compre-hensive income	Amount (₹ in Crore)
Torrent Power Limited - Parent Companyw	99.87%	9,966.02	89.32%	409.71	106.48%	1.97	89.39%	411.68
Torrent Solargen Limited	0.18%	17.99	7.47%	34.26	-	-	7.44%	34.26
Torrent Pipavav Generation Limited	0.30%	29.95	(0.35%)	(1.59)	-	-	(0.35%)	(1.59)
Torrent Power Grid Limited	0.98%	97.67	2.98%	13.66	-	-	2.97%	13.66
Latur Renewable Private Limited	1.22%	121.83	2.45%	11.23	-	-	2.44%	11.23
Jodhpur Wind Farms Private Limited	1.21%	120.96	2.39%	10.94	-	-	2.38%	10.94
TCL Cables Private Limited	0.07%	6.56	(4.20%)	(19.28)	(3.24%)	(0.06)	(4.20%)	(19.34)
Torrent Solar Power Private Limited	(0.01%)	(0.63)	(0.15%)	(0.67)	-	-	(0.15%)	(0.67)
Torrent Saurya Urja 2 Private Limited	0.00%	(0.43)	(0.10%)	(0.47)	-	-	(0.10%)	(0.47)
Torrent Saurya Urja 3 Private Limited	0.00%	0.02	0.00%	(0.02)	-	-	0.00%	(0.02)
Torrent Saurya Urja 4 Private Ltd.	0.00%	0.04	0.00%	(0.01)	-	-	0.00%	(0.01)
Torrent Saurya Urja 5 Private Ltd.	0.00%	0.04	0.00%	(0.01)	-	-	0.00%	(0.01)
Visual Percept Solar Projects Private Limited	1.67%	166.51	0.66%	3.03	(3.24%)	(0.06)	0.64%	2.97
Surya Vidyut Limited	3.29%	327.84	4.09%	18.81	-	-	4.08%	18.81
LREHL Renewables India SPV 1 Private Limited	0.25%	24.72	-	-	-	-	0.00%	-
Non-controlling interests	0.36%	35.93	1.03%	4.72	-	-	1.02%	4.72
Consolidation adjustments	(9.39%)	(935.91)	(5.59%)	(25.61)	-	-	(5.56%)	(25.61)
Total	**100.00%**	**9,979.11**	**100.00%**	**458.70**	**100.00%**	**1.85**	**100.00%**	**460.55**

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 41: Composition of the Group (Contd.)

(b) Associates

Details of the Company's associates are as follows:

Name of the entity in the Group	Principal activity	Place of incorporation and operation	Proportion of ownership interest and voting power held by the Company		Quoted fair value	Carrying amount as at March 31, 2022
			As at March 31, 2022	As at March 31, 2021		
Wind Two Renergy Private Limited	Power Generation	India	0%	0%	Unlisted	#

\# As at March 31, 2022 the Company had made investments in the one entity in the form of secured redeemable (with premium) non-convertible debentures and does not hold any equity investments. To protect the investment aggregating to ₹ 90.70 Crore (March 31, 2021, ₹ 90.70 Crore) made by the Company, the Company has acquired certain rights which include the right to nominate directors on the board. Considering the above facts and based on the requirements of Ind AS, the investments in aforesaid entities have been classified as Investments in associates. As the Company does not have any equity interest, the Company does not have any share in the profit, loss or comprehensive income of the entities and accordingly, there is no impact on the consolidated statement of profit and loss and the aforesaid investments in redeemable debentures of ₹ 90.70 Crore (March 31, 2021, ₹ 90.70 Crore)

have been carried at amortized cost.

Note 42: Asset Acquisitions

A. Details of asset acquisitions

(i) Visual Percept Solar Projects Private Limited

On February 10, 2022, the Company has signed a Share Purchase Agreement (SPA) with Blue Diamond Properties Private Limited and Balrampur Chini Mills Limited, (the Sellers) for acquisition of 100% of Shares of Visual Percept Solar Projects Private Limited ("VPSPPL") having 25 MW operating solar assets. VPSPPL is engaged in the business of Generation of Electricity using Renewable Energy and having assets located in Gujarat having long term Power Purchase Agreements (PPAs) with Gujarat Urja Vikas Nigam Limited. On completion of the conditions precedent to SPA, VPSPPL has become wholly owned subsidiary of the Company w.e.f. February 15, 2022.

(ii) Surya Vidyut Limited

On September 20, 2021, the Company has signed a Share Purchase Agreement (SPA) with CESC Limited, Haldia Energy Limited and other Nominal Shareholders, (the Sellers) for acquisition of 100% of Shares of Surya Vidyut Limited ("SVL") having 156 MW operating wind assets. SVL is engaged in the business of Generation of Electricity using Renewable Energy and having assets located in Gujarat, Rajasthan and Madhya Pradesh having long term Power Purchase Agreements (PPAs) with Gujarat Urja Vikas Nigam Limited, Ajmer Vidyut Vitran Nigam Limited, Jaipur Vidyut Vitran Nigam Limited and Madhya Pradesh Power Management Company Limited. On completion of the conditions precedent to SPA, SVL has become wholly owned subsidiary of the Company w.e.f. March 11, 2022.

(iii) LREHL Renewables India SPV 1 Private Limited

On July 30, 2021, the Company has signed a Securities Purchase Agreement (SPA) with Lightsource India Limited and Lightsource Renewable Energy (India) Limited, (the Seller) for acquisition of 100% of Shares of LREHL Renewables India SPV 1 Private Limited ("LREHL") having 50 MW operating solar assets. LREHL is engaged in the business of Generation of Electricity using Renewable Energy and having assets located in Maharashtra having long term Power Purchase Agreements (PPAs) with Solar Energy Corporation of India Limited. On completion of the conditions precedent to SPA, LREHL has become wholly owned subsidiary of the Company w.e.f. March 25, 2022.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 42: Asset Acquisitions (Contd.)

Based on guidance on definition of business under Ind AS, Management has classified above acqusitions as asset acquisitions. The management has assessed that above acquisitions does not meet the definition of 'business' in accordance with the principles laid down under Ind AS 103 - Business Combinations and hence have been considered to be 'asset acquisition', considering the factors like the purchase consideration pertains to the fair value of the Solar / Wind assets, the only key activity for this acquisition is the maintenance of the Solar / Wind assets and there are no other substantive processes required for the generation of output.

B. Consideration Transferred

(₹ in Crore)

Particulars	Visual Percept Solar Projects Private Limited	Surya Vidyut Limited	LREHL Renewables India SPV 1 Private Limited
Consideration paid in cash for purchase of Equity shares	162.62	304.73	46.95
Consideration paid in cash for purchase of Compulsory Convertible Debentures	-	-	51.84
	162.62	**304.73**	**98.79**

C. Net amount of Assets and Liabilities

(₹ in Crore)

Particulars	Visual Percept Solar Projects Private Limited	Surya Vidyut Limited	LREHL Renewables India SPV 1 Private Limited
Assets			
Property, plant and equipment and Right-of-use assets	84.06	683.00	212.92
Intangible asset including customer contract	68.82	-	36.05
Other non-current assets	0.03	0.48	0.42
Other current assets	16.97	71.31	67.17
Total Assets Acquired	**169.88**	**754.79**	**316.56**
Liabilities			
Non current Borrowings	-	367.76	-
Other non-current liabilities	7.00	0.03	36.87
Current Borrowings	-	80.19	176.52
Other current liabilities	0.26	2.08	4.38
Total Liabilities Assumed	**7.26**	**450.06**	**217.77**
Net Assets Acquired	**162.62**	**304.73**	**98.79**

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 43: Impairment Assessment

1. DGEN Power Plant

Net carrying value of Property, Plant & Equipment ("PPE") as at March 31, 2022 includes ₹ 1,378.90 Crore pertaining to 1,200 MW DGEN Mega Power Project located at Dahej, Gujarat ("DGEN"). DGEN started commercial operations with effect from November 2014 and thereafter has operated only intermittently / partially, including during the year ended March 31, 2022, due to various factors such as unavailability of domestic gas, high prices of imported gas and non-availability of power selling arrangement.

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

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

2. Investment in Torrent Pipavav Generation Limited

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

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 44: Income Tax Expense

A. Income tax expense recognised in statement of profit and loss

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Current tax		
Current tax on profits for the year	372.48	287.84
Adjustment for current tax of prior periods	-	0.01
	372.48	**287.85**
Deferred tax (other than that disclosed under OCI)		
Decrease / (increase) in deferred tax assets	(94.06)	(230.96)
(Decrease) / increase in deferred tax liabilities	(173.15)	199.01
	(267.21)	**(31.95)**
Income tax expense	**105.27**	**255.90**

B. Reconciliation of income tax expense

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Profit before tax	563.97	1,551.77
Expected income tax expense calculated using tax rate at 34.944% (Previous year - 34.944%)	197.07	542.25
Adjustment to reconcile expected income tax expense to reported income tax expense:		
Effect of:		
Expenditure not deductible under Income Tax Act	28.54	16.33
Tax incentives / deductions	(214.02)	(327.57)
Impairment loss of DGEN unit	82.64	-
Unabsorbed depreciation / tax credits and other items	11.03	24.88
Total	**105.27**	**255.89**
Adjustment for current tax of prior periods	-	0.01
Total expense as per statement of profit and loss	**105.27**	**255.90**

The tax rate used for the reconciliations given above is the actual / enacted corporate tax rate payable by corporate entities in India on taxable profits under the Indian tax law.

C. Income tax recognised in other comprehensive income

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Deferred tax		
Re-measurement of defined benefit obligation (Items that will not be reclassified to profit or loss)	2.89	6.13
Income tax expense / (income) recognised in other comprehensive income	1.04	2.02

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 44: Income Tax Expense (Contd.)

D. Deferred tax balances

1. The following is the analysis of deferred tax assets / (liabilities) presented in the balance sheet

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Deferred tax assets	1,888.73	1,834.73
Deferred tax liabilities	(2,198.82)	(2,337.74)
	(310.09)	**(503.01)**
Disclosed as deferred tax assets (net)	35.12	24.50
Disclosed as deferred tax liabilities (net)	(345.21)	(527.51)
	(310.09)	**(503.01)**

2. Movement of deferred tax assets / (liabilities)

Deferred tax assets / (liabilities) in relation to the year ended March 31, 2022

(₹ in Crore)

	Opening balance	Recognised in profit or loss	Transfer on acqusition	Utilisation	Recognised in OCI	Closing balance
Property, plant and equipment	(2,337.74)	173.15	(34.23)	-	-	**(2,198.82)**
Provision for compensated absences	43.66	(2.55)	-	-	-	**41.11**
Provision for onerous contracts	56.89	(9.45)	-	-	-	**47.44**
Allowance for doubtful debts	46.21	(13.56)	-	-	-	**32.65**
Unabsorbed depreciation / MAT credit entitlement	1,687.30	82.40	22.34	(61.36)	-	**1,730.68**
Others	0.67	37.22	-	-	(1.04)	**36.85**
	(503.01)	**267.21**	**(11.89)**	**(61.36)**	**(1.04)**	**(310.09)**

Deferred tax assets / (liabilities) in relation to the year ended March 31, 2021

(₹ in Crore)

	Opening balance	Recognised in profit or loss	Transfer on acqusition	Utilisation	Recognised in OCI	Closing balance
Property, plant and equipment	(2,138.73)	(199.01)	-	-	-	(2,337.74)
Provision for compensated absences	41.59	2.07	-	-	-	43.66
Provision for onerous contracts	56.53	0.36	-	-	-	56.89
Allowance for doubtful debts	33.29	12.92	-	-	-	46.21
Unabsorbed depreciation / MAT credit entitlement	1,477.02	210.28	-	-	-	1,687.30
Others	(2.64)	5.33	-	-	(2.02)	0.67
	(532.94)	**31.95**	**-**	**-**	**(2.02)**	**(503.01)**

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 44: Income Tax Expense (Contd.)

3. Unrecognised deferred tax assets

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Accumulated MAT credit entitlement	14.86	16.81
	14.86	**16.81**

As at March 31, 2022, unsused tax credit that shall expire as follows:

(₹ in Crore)

Financial year	Year ended March 31, 2022	Year ended March 31, 2021
2021-22	-	1.95
2022-23	1.29	1.29
2023-24	4.21	4.21
2024-25	4.61	4.61
2025-26	4.47	4.47
2026-27	0.28	0.28
	14.86	**16.81**

Management has made an assessment of the amount of taxable income that would be available in future to offset the Accumulated MAT credit entitlement available to the Company.

The assessment of taxable income involved several key assumptions including expected demand, future price of fuel, expected tariff rate for electricity, exchange rate and electricity market scenario, which the management considered reasonable based on past trends, applicable tariff regulations / agreements and current and likely future state of the industry.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 45: Revenue from Contracts with Customers

A. Unbilled revenue

1. Revenue from contracts with customers include unbilled revenue towards FPPPA claims and other true up adjustments which is recognised considering applicable tariff regulations / tariff orders, past trends of approval and management's probability estimate.

The Group has not recognized those true up adjustment claims which are subject of dispute and for which the Group is in appeal with regulatory authorities. These are recognised on receipt of final orders of respective regulatory authorities.

2. Movement in unbilled revenue

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Opening balance	**1,642.33**	**1,498.72**
Add: Income accrued during the year as per tariff regulations / orders	2,658.13	2,227.37
Less: Amount billed during the year to the consumers as per tariff orders	(2,395.40)	(2,083.76)
Closing balance	**1,905.06**	**1,642.33**
Disclosed under		
Unbilled revenue [Refer note 19]	1,917.89	1,677.46
Sundry payables [Refer note 25 & note 29]	(12.83)	(35.13)
	1,905.06	**1,642.33**

B. Contribution received from consumers

1. Nature of contribution received from consumers
Contributions received from consumers towards property, plant and equipment has been recognised as deferred revenue over its useful life.

2. Movement of contribution received from consumers

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Opening balance	1,171.90	1,135.76
Add: Contribution received during the year	200.41	116.04
Less: Amortisation of contribution transferred to statement of profit and loss [Refer note 33]	(87.82)	(79.90)
Closing balance	**1,284.49**	**1,171.90**
Non-current portion [Refer note 26]	1,192.34	1,088.64
Current portion [Refer note 30]	92.15	83.26
	1,284.49	**1,171.90**

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 45: Revenue from Contracts with Customers (Contd.)

C. Service line deposit from consumers

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Opening balance	189.85	194.82
Add: Received during the year (net of refund)	217.69	111.07
Less: Transferred to contribution received from consumers	(200.41)	(116.04)
Closing balance [Refer note 30]	**207.13**	**189.85**

Footnote:

1. Service line deposits are collected against the cost of capital work to be carried out for new connection or load extension on application by consumers. On the completion of the work, such contribution is transferred to deferred revenue under the head "other current / non-current liabilities".

D. Credit balance of consumers

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Opening balance	85.71	87.48
Add / (less) : Adjustment to current billing (net)	19.46	(1.77)
Closing balance [Refer note 30]	**105.17**	**85.71**

Note 46: Contingent Liabilities, Contingent Assets and Capital Commitments

A. Contingent liabilities

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Disputed income tax matters	26.46	29.27
Disputed sales tax matters	5.25	5.25
Disputed service tax matters	0.49	0.49
Disputed custom duty matters	18.50	18.50
Disputed excise duty matters	2.88	2.88
Disputed stamp duty matters	36.37	0.35
Disputed value added tax matters	3.36	3.36
Disputed central sales tax matters	4.09	4.78
Claims against the Group not acknowledged as debt [Refer footnote 3]	164.04	148.36

The Group has evaluated the impact of Supreme Court ("SC") judgement dated February 28, 2019 in the case of Regional Provident Fund Commissioner (II) West Bengal v/s Vivekananda Vidyamandir and Others, in relation to exclusion of certain allowances from the definition of "basic wages" of the relevant employees for the purposes of determining contribution to Provident Fund ("PF") under the Employees' Provident Fund & Miscellaneous Provisions Act, 1952. There are interpretation issues relating to the said SC judgement. Based on such evaluation, management has concluded that effect of the aforesaid judgement on the Group is not material and accordingly, no provision has been made in the financial statements.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 46: Contingent Liabilities, Contingent Assets and Capital Commitments (Contd.)

Footnotes :

1. Management believes that its position on the aforesaid direct and indirect tax demands and other claims against the Group will likely be upheld in the appellate process and accordingly no provision has been made in the consolidated financial statements for such demands.
2. In respect of the above, the expected outflow will be determined at the time of final resolution of the dispute / matters. No reimbursement is expected.
3. Break up of claims against the Company not acknowledged as debt:

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Claim of regulatory surcharge including interest in franchise distribution business	77.27	68.59
Penalty order issued by Directorate General of Foreign Trade (DGFT) in distribution business	50.53	50.53
Demand including interest for Tariff Indexation for excess energy withdrawn in franchise distribution business	18.31	15.35
Compensation payable for short lifting for material	8.46	8.46
Others	9.47	5.43
	164.04	**148.36**

B. Contingent assets

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Claim for coal grade slippage	6.35	9.39
Claim of compensation for short lifting of material	8.46	8.46
	14.81	**17.85**

C. Capital and other commitments

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)		
Property, plant and equipment	1,317.92	455.19

Notes
forming part of the consolidated financial statements for the year ended March 31, 2022

Note 47: Leases

This note provides information for leases where the Company is a lessee.

(i) Amounts recognised in balance sheet

The balance sheet shows the following amounts relating to leases:

(₹ in Crore)

	Notes	As at March 31, 2022	As at March 31, 2021
Land	5	188.67	158.15
Buildings	5	25.68	19.86
Plant and machinery	5	0.23	0.28
Office equipment	5	0.02	0.06
Total		**214.60**	**178.35**

Lease liabilities

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Current	5.11	5.05
Non-current	39.10	30.96
Total	**44.21**	**36.01**

(ii) Amounts recognised in the statement of profit and loss

The statement of profit or loss shows the following amounts relating to leases:

(₹ in Crore)

	Notes	year ended March 31, 2022	year ended March 31, 2021
Depreciation charge of right-of-use assets	39	12.16	11.42
Interest expense (included in finance costs)	38	3.59	3.32
Expense relating to short-term leases (included in other expenses)	40	1.98	1.55
Expense relating to leases of low-value assets that are not shown above as short-term leases (included in other expenses)	40	0.88	0.17
Total		**18.61**	**16.46**

(iii) Maturities of lease liabilities

As at March 31, 2022:

(₹ in Crore)

	Non-current lease liabilities	Current lease liabilities
Less than 1 year	-	8.69
Between 1 year and 5 years	30.44	-
5 years and above	29.22	-
Total	**59.66**	**8.69**

Notes
forming part of the consolidated financial statements for the year ended March 31, 2022

Note 47: Leases (Contd.)

As at March 31, 2021:

(₹ in Crore)

	Non-current lease liabilities	Current lease liabilities
Less than 1 year	-	6.77
Between 1 year and 5 years	17.73	-
5 years and above	29.50	-
Total	**47.23**	**6.77**

(iv) The total cash outflow for leases for the year was ₹ 44.35 Crore (March 31, 2021 ₹ 7.10 Crore).

(v) Lease asset of Shil, Mumbra and Kalwa (franchise area)

Torrent Power Limited ("TPL") has entered into a Distribution Franchise Agreement ("Agreement") dated February 11, 2019 with Maharashtra State Electricity Distribution Company Limited ("MSEDCL") whereby as per the Agreement TPL would distribute the electricity in the area of Shil, Mumbra and Kalwa in Thane District in Maharashtra ("Franchise area") for 20 years (effective from March 01, 2020).

As per the Agreement TPL would purchase electricity from MSEDCL at the rate which would be derived through mechanism as mentioned in the Agreement which is linked to the number of units purchased and would distribute electricity to the Consumers at the tariff which has been approved by Maharashtra Electricity Regulation Commission (MERC).

Further as per the Agreement TPL has right to use existing assets of MSEDCL in the Franchise area provided it shall perform all the obligations and accepts all liabilities of MSEDCL on behalf of distribution licensee in Franchise area and MSEDCL shall not charge any rent for the use of such assets.

Considering the facts of the arrangement, TPL has the right to obtain substantially all of the economic benefits from use of MSEDCL assets of the Franchise area and the right to direct the use of the said assets for 20 years and accordingly it would meet the definition of Lease as per Ind AS 116. Further, for distribution of electricity, TPL would purchase power from MSEDCL for which payment would be made as per the franchise agreement which is linked to the number of units purchased. Accordingly the payments by TPL to MSEDCL is variable in nature and there are no fixed payments in the form of minimum purchase commitments, take or pay or any sort of fixed charges is required to be made.

Considering the entire payment made by TPL for this arrangement is variable in nature and there would be no lease liability required to be recognised with a corresponding right of use assets on initial recognition in accordance with Ind AS 116 and considering non-availability of relevant observable information for lease payments, management estimates and cost benefit analysis, total consideration payable to MSEDCL towards purchase of electricity has been shown as 'Electrical energy purchased' in the Financial Statements.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 48: Employees Benefits Plans

48.1 Defined contribution plan

The Group has defined contribution retirement benefit plans for its employees.
The Group's contributions to provident fund, pension scheme and employee state insurance scheme are made to the relevant government authorities as per the prescribed rules and regulations. The Group's superannuation scheme for qualifying employees is administered through its various superannuation trust funds. The Group's contributions to the above defined contribution plans are recognised as employee benefit expenses in the statement of profit and loss for the year in which they are due. The Group has no further obligation in respect of such plans beyond the contributions made.

The Group's contribution to provident, pension, superannuation funds and to employees state insurance scheme aggregating to ₹ 45.02 Crore (Previous year - ₹ 42.67 Crore) has been recognised in the statement of profit and loss under the head employee benefits expense [Refer note 37].

48.2 Defined benefit plans

a. Gratuity

The Group operates through various gratuity trust, a plan, covering all its employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Group scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. The gratuity benefits payable to the employees are based on the tenure of employee's service and last drawn salary at the time of leaving. The employees do not contribute towards this plan and the full cost of providing these benefits are met by the Group. In case of death while in service, the gratuity is payable irrespective of vesting.

The Group makes annual contribution to the gratuity schemes administered by the Life Insurance Corporation of India through its various Gratuity Trust Funds. The liability in respect of plan is determined on the basis of an actuarial valuation.

b. Risk exposure to defined benefit plans

The plans typically expose the Group to actuarial risks such as: asset volatility, interest rate risk, longevity risk and salary risk as described below :

Asset volatility
The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on Indian government securities; if the return on plan asset is below this rate, it will create a plan deficit.

Interest risk
A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.

Longevity risk
The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk
The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's
liability.

The most recent actuarial valuation of the plan assets and the present value of the defined benefit obligation was carried out at March 31, 2022. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 48: Employees Benefits Plans (Contd.)

c. Significant assumptions

The principal assumptions used for the purpose of the actuarial valuation were as follows.

	As at March 31, 2022	As at March 31, 2021
Discount rate (p.a.)	7.17%	7.08%
Salary escalation rate (p.a.)	8.50%	8.50%

d. The amount included in the balance sheet arising from the Company's obligation in respect of its defined benefit plans is as follows:

Balances of defined benefit plan

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Present value of funded defined benefit obligation	285.67	288.99
Fair value of plan assets	271.65	276.74
Net (asset) / liability [Refer note 31]	**14.02**	**12.25**

e. Expenses recognised for defined benefit plan and movement of plan assets and liabilities
Following are the amounts recognised in statement of profit and loss, other comprehensive income, movement in defined benefit liability and movement in plan assets:

(₹ in Crore)

	Funded plan- Gratuity	
	As at March 31, 2022	As at March 31, 2021
1. Movements in the present value of the definedbenefit obligation:		
Obligation at the beginning of the year	288.99	289.52
Current service cost	18.04	16.18
Past service cost	0.02	-
Interest cost	20.54	20.06
Actuarial (gains) / losses from changes in demographic assumptions	0.10	-
Actuarial (gains) / losses arising changes in financial assumptions	(2.25)	(3.72)
Actuarial (gains) / losses from experience adjustments	(2.34)	(2.15)
Liability transferred in of employees / due to acqusition of entities	2.84	0.23
Liability transferred out of employees	(2.17)	(0.66)
Benefits paid directly by employer	(2.71)	(1.57)
Benefits paid	(35.39)	(28.90)
Obligation at the end of the year *	**285.67**	**288.99**
* includes ₹ 0.23 Crore (March 31, 2021 ₹ Nil) related to acquired entities during the year.		
2. Movements in the fair value of the plan assets:		
Plan assets at the beginning of the year, at fair value	276.74	235.02
Interest income	19.59	16.28
Return on plan assets (excluding interest income)	(1.60)	0.26
Contributions received	12.31	54.08
Benefits paid	(35.39)	(28.90)
Plan assets at the end of the year, at fair value $	**271.65**	**276.74**

$ Includes ₹ Nil (March 31, 2021 Nil) related to newly acquired entities during the year as it is unfunded.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 48: Employees Benefits Plans (Contd.)

(₹ in Crore)

	Funded plan- Gratuity	
	As at March 31, 2022	As at March 31, 2021
3. Gratuity cost recognized in the statement of profit and loss:		
Current service cost	18.04	16.18
Interest cost, net	0.95	3.78
Past service cost	0.02	-
Net gratuity cost recognized in the statement of profit and loss [Refer note 37]	**19.01**	**19.96**
4. Gratuity cost recognized in the other comprehensive income (OCI)		
Return on plan assets (excluding interest income)	1.60	(0.26)
Actuarial (gains) / losses	(4.49)	(5.87)
Net (income) / expense for the period recognized in OCI	**(2.89**	**(6.13)**

f. Category wise plan assets

Contributions to fund the obligations under the gratuity plan are made to the Life Insurance Corporation of India.

g. Sensitivity analysis

Significant actuarial assumptions for the determination of the defined obligation are discount rate and expected salary increase. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

Change in assumptions

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Increase / (decrease) in defined benefit obligation of gratuity		
50 basis points increase in discount rate	(12.42)	(11.73)
50 basis points decrease in discount rate	13.55	12.78
50 basis points increase in salary escalation rate	13.29	12.53
50 basis points decrease in salary escalation rate	(12.30)	(11.62)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

h. The weighted average duration of the gratuity plan based on average future service is 19 years (Previous year - 19 years).

i. Expected contribution to the plan for the next annual reporting period is ₹ 14.02 Crore (March 31, 2021 ₹ 12.25 Crore).

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 48: Employees Benefits Plans (Contd.)

(j) Cash flow projection from the fund

Projected benefits payable in future years from the date of reporting

(₹ in Crore)

	Funded plan- Gratuity	
	As at March 31, 2022	As at March 31, 2021
1st following year	33.15	36.23
2nd following year	17.44	20.07
3rd following year	29.39	29.94
4th following year	27.41	28.60
5th following year	18.40	26.35
sum of years 6th to 10th	99.45	92.85

48.3 Other long-term employee benefit obligations

The leave obligation covers the Group's liability for sick and earned leave. Under these compensated absences plans, leave encashment is payable to all eligible employees on separation from the Group due to death, retirement or resignation; at the rate of daily last drawn salary, multiplied by leave days accumulated as at the end of relevant period. Refer notes 31 and 37, for the leave encashment provision / change in the balance sheet and statement of profit and loss.

Note 49: Auditors Remuneration (Including Taxes)

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
As audit fees	1.64	1.53
For other services	0.54	0.57
For reimbursement of expenses	0.02	0.03
	2.20	**2.13**

Note 50: Donations Include Political Contributions as Under

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Electoral Bonds	27.50	-
Prudent Electoral Trust	3.50	10.00
	31.00	**10.00**

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 51: Earnings Per Share

	Year ended March 31, 2022	Year ended March 31, 2021
Basic earnings per share (₹)	9.45	26.86
Diluted earnings per share (₹)	9.45	26.86

Basic and diluted earnings per share
The earnings and weighted average number of equity shares used in the calculation of basic earnings per share are as follows:

	Year ended March 31, 2022	Year ended March 31, 2021
Profit for the year attributable to the Company used in calculation of basic earnings per share (₹ in Crore)	453.98	1,290.93
Weighted average number of equity shares	48,06,16,784	48,06,16,784

The Company does not have any dilutive potential ordinary shares and therefore diluted earnings per share is the same as basic earnings per share.

Note 52: Operating Segment

The Chief Operating Decision Maker (CODM) evaluates the Group's performance and applies the resources to whole of the Group's business viz. "Generation, Transmission and Distribution of Power" as an integrated utility. Further, the Group's cable business is not a reportable segment in terms of revenue, profit, assets and liabilities. Hence the Group does not have any reportable segment as per Ind AS - 108 "Operating Segments".

The Group's operations are wholly confined within India and as such there is no reportable geographical information.

Note 53: Certified Emission Reduction (CERs)

	As at March 31, 2022	As at March 31, 2021
No. of CERs inventory	-	3,91,411
No. of CERs under certification	71,71,099	52,04,387

Inventories of CERs are valued at cost or market price whichever is lower.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 54: Related Party Disclosures

A. Names of related parties and description of relationship:

1.	**Parent Company**	Torrent Investments Private Limited (formerly known as Torrent Private Limited)
2.	**Associates**	Wind Two Renergy Private Limited
3.	**Employee benefits plans***	TPL (Ahmedabad) Gratuity Trust, TPL (Ahmedabad) Superannuation Fund, TPL (Surat) Gratuity Trust, TPL (Surat) Superannuation Fund, TPL (SUGEN) Gratuity Trust, TPL (SUGEN) Superannuation Fund, TPL (DGEN) Gratuity Trust, TPL (DGEN) Superannuation Fund, TPG Gratuity Trust, TPG Superannuation Fund
4.	**Key management personnel (KMP)**	Samir Mehta Jinal Mehta
5.	**Non-executive directors**	Sudhir Mehta Pankaj Patel Samir Barua Keki Mistry Usha Sangwan (w.e.f. May 21, 2021) Radhika Haribhakti (w.e.f. August 07, 2021) Mamta Verma (w.e.f. August 07, 2021) Bhavna Doshi (upto September 30, 2021) Dharmishta Raval (upto September 30, 2021) Sunaina Tomar (upto June 15, 2021)
6.	**Relatives of key management personnel***	Varun Mehta
7.	**Other entities where the company has 50% voting right / enterprises controlled by the Parent Company / Associate of Parent Company***	UNM Foundation (formerly known as Tornascent Care Institute)#, Torrent Pharmaceuticals Limited, Torrent Power Services Private Limited, Torrent Gas Pune Limited (formerly known as Mahesh Gas Limited), Torrent Gas Private Limited, Torrent Fincorp Private Limited, Torrent Sports Ventures Private Limited, Torrent Diagnostics Private Limited, Gujarat Lease Financing Limited.

* where transactions have taken place during the year and / or previous year or where balances are outstanding at the year end

The National Company Law Tribunal (NCLT) has approved a Scheme of Arrangement ("Scheme") in the nature of Amalgamation of UNM Foundation with Tornascent Care Institute vide order dated March 23, 2021. The Scheme is effective from April 01, 2020 ("Appointed Date"). The name "Tornascent Care Institute" changed to "UNM Foundation" w.e.f. July 20, 2021.

Notes
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Note 54: Related Party Disclosures

B. Related party transactions

(₹ in Crore)

	Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Interest income	**11.09**	**13.02**	**-**	**-**	**-**	**-**	**-**	**-**	**11.09**	**13.02**
Wind Two Renergy Private Ltd.	11.09	13.02	-	-	-	-	-	-	11.09	13.02
Dividend paid	**-**	**-**	**-**	**-**	**-**	**-**	**373.26**	**141.58**	**373.26**	**141.58**
Torrent Investments Private Ltd.	-	-	-	-	-	-	373.26	141.58	373.26	141.58
Services provided (rent income including tax)	**-**	**-**	**-**	**-**	**-**	**-**	**0.88**	**0.41**	**0.88**	**0.41**
UNM Foundation	-	-	-	-	-	-	0.01	0.01	0.01	0.01
Torrent Investments Private Ltd.	-	-	-	-	-	-	-	*	-	*
Torrent Power Services Private Ltd.	-	-	-	-	-	-	-	0.01	-	0.01
Torrent Gas Private Ltd.	-	-	-	-	-	-	0.87	0.39	0.87	0.39
Torrent Fincorp Private Ltd.	-	-	-	-	-	-	*	*	*	*
Torrent Sports Ventures Pvt. Ltd.	-	-	-	-	-	-	*	-	*	-
Torrent Diagnositcs Pvt. Ltd.	-	-	-	-	-	-	*	-	*	-
Services received / remuneration paid	**-**	**-**	**-**	**-**	**-**	**-**	**2.25**	**1.60**	**2.25**	**1.60**
Varun Mehta	-	-	-	-	-	-	2.25	1.60	2.25	1.60
Purchase of material	**-**	**-**	**-**	**-**	**-**	**-**	**0.63**	**-**	**0.63**	**-**
Torrent Gas Private Ltd.	-	-	-	-	-	-	0.63	-	0.63	-

Notes
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Note 54: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Shared expenditure charged to	**0.31**	**0.28**	**-**	**-**	**-**	**-**	**0.02**	**0.06**	**0.33**	**0.34**
Wind Two Renergy Private Ltd.	0.31	0.28	-	-	-	-	-	-	0.31	0.28
Torrent Gas Pune Ltd.	-	-	-	-	-	-	-	0.06	-	0.06
Torrent Gas Private Ltd.	-	-	-	-	-	-	-	*	-	*
Gujarat Lease Financing Ltd.	-	-	-	-	-	-	0.02	-	0.02	-
Transfer of gratuity / leave liability to / (from)	**-**	**-**	**-**	**-**	**-**	**-**	**(0.13)**	**0.59**	**(0.13)**	**0.59**
Torrent Pharmaceuticals Ltd.	-	-	-	-	-	-	(0.29)	0.51	(0.29)	0.51
UNM Foundation	-	-	-	-	-	-	*	-	*	-
Torrent Gas Pune Ltd.	-	-	-	-	-	-	-	(0.22)	-	(0.22)
Torrent Gas Private Ltd.	-	-	-	-	-	-	0.16	0.30	0.16	0.30

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 54: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Managerial remuneration@	**-**	**-**	**-**	**-**	**24.14**	**22.69**	**-**	**-**	**24.14**	**22.69**
Samir Mehta	-	-	-	-	10.00	10.00	-	-	10.00	10.00
Jinal Mehta	-	-	-	-	14.14	12.69	-	-	14.14	12.69
Commission to non-executive directors^	**-**	**-**	**-**	**-**	**1.82**	**6.41**	**-**	**-**	**1.82**	**6.41**
Sudhir Mehta	-	-	-	-	-	5.00	-	-	-	5.00
Samir Barua	-	-	-	-	0.37	0.32	-	-	0.37	0.32
Keki Mistry	-	-	-	-	0.30	0.24	-	-	0.30	0.24
Pankaj Patel	-	-	-	-	0.27	0.21	-	-	0.27	0.21
Bhavna Doshi	-	-	-	-	0.21	0.32	-	-	0.21	0.32
Dharmishta Raval	-	-	-	-	0.22	0.27	-	-	0.22	0.27
Sunaina Tomar#	-	-	-	-	0.05	0.05	-	-	0.05	0.05
Usha Sangwan	-	-	-	-	0.21	-	-	-	0.21	-
Radhika Haribhakti	-	-	-	-	0.14	-	-	-	0.14	-
Mamta Verma#	-	-	-	-	0.05	-	-	-	0.05	-
Sitting fees to non-executive directors^	**-**	**-**	**-**	**-**	**0.72**	**0.58**	**-**	**-**	**0.72**	**0.58**
Samir Barua	-	-	-	-	0.18	0.16	-	-	0.18	0.16
Keki Mistry	-	-	-	-	0.11	0.09	-	-	0.11	0.09
Pankaj Patel	-	-	-	-	0.09	0.07	-	-	0.09	0.07

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Note 54: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Bhavna Doshi	-	-	-	-	0.08	0.14	-	-	0.08	0.14
Dharmishta Raval	-	-	-	-	0.09	0.11	-	-	0.09	0.11
Sunaina Tomar#	-	-	-	-	0.01	0.01	-	-	0.01	0.01
Usha Sangwan	-	-	-	-	0.09	-	-	-	0.09	-
Radhika Haribhakti	-	-	-	-	0.06	-	-	-	0.06	-
Mamta Verma#	-	-	-	-	0.01	-	-	-	0.01	-
Donation	**-**	**-**	**-**	**-**	**-**	**-**	**11.36**	**1.51**	**11.36**	**1.51**
UNM Foundation	-	-	-	-	-	-	11.36	1.51	11.36	1.51
Contribution towards CSR	**-**	**-**	**-**	**-**	**-**	**-**	**29.51**	**34.14**	**29.51**	**34.14**
Tornascent Care Institute	-	-	-	-	-	-	-	0.58	-	0.58
UNM Foundation	-	-	-	-	-	-	29.51	33.56	29.51	33.56

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Note 54: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Contribution to employee benefit plans (net)	**-**	**-**	**22.20**	**63.09**	**-**	**-**	**-**	**-**	**22.20**	**63.09**
TPL (Ahmedabad) Gratuity Trust	-	-	9.16	47.69	-	-	-	-	9.16	47.69
TPL (Ahmedabad) Superannuation Fund	-	-	7.54	6.87	-	-	-	-	7.54	6.87
TPL (Surat) Gratuity Trust	-	-	2.66	4.51	-	-	-	-	2.66	4.51
TPL (Surat) Superannuation Fund	-	-	1.51	1.29	-	-	-	-	1.51	1.29
TPL (SUGEN) Gratuity Trust	-	-	0.44	1.60	-	-	-	-	0.44	1.60
TPL (SUGEN) Superannuation Fund	-	-	0.52	0.49	-	-	-	-	0.52	0.49
TPL (DGEN) Gratuity Trust	-	-	0.05	0.28	-	-	-	-	0.05	0.28
TPL (DGEN) Superannuation Fund	-	-	0.27	0.32	-	-	-	-	0.27	0.32
TPG Superannuation Fund	-	-	0.05	0.04	-	-	-	-	0.05	0.04
Loan Given	**7.95**	**18.70**	**-**	**-**	**-**	**-**	**-**	**-**	**7.95**	**18.70**
Wind Two Renergy Private Ltd.	7.95	18.70	-	-	-	-	-	-	7.95	18.70
Receipt on repayment of loans	**21.30**	**19.00**	**-**	**-**	**-**	**-**	**-**	**-**	**21.30**	**19.00**
Wind Two Renergy Private Ltd.	21.30	19.00	-	-	-	-	-	-	21.30	19.00
Deposits received	**-**	**-**	**-**	**-**	**-**	**-**	**-**	*****	**-**	*****
Torrent Investments Private Ltd.	-	-	-	-	-	-	-	*	-	*
Torrent Fincorp Private Ltd.	-	-	-	-	-	-	-	*	-	*
Torrent Sports Ventures Pvt. Ltd.	-	-	-	-	-	-	*	-	*	-
Torrent Diagnostics Pvt. Ltd.	-	-	-	-	-	-	*	-	*	-
Deposit Refunded	**-**	**-**	**-**	**-**	**-**	**-**	*****	**-**	*****	**-**
UNM Foundation	-	-	-	-	-	-	*	-	*	-

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Note 54: Related Party Disclosures (Contd.)

B. Related party transactions

(₹ in Crore)

	Associates		Employee benefits plans		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Torrent Investment Pvt. Ltd.	-	-	-	-	-	-	*	-	*	-
Torrent Power Serivces Private Ltd.	-	-	-	-	-	-	*	-	*	-
Torrrent Gas Private Ltd.		-	-	-	-	-	*	-	*	-
Torrent Fincorp Pvt. Ltd.	-	-	-	-	-	-	*	-	*	-

^ excluding Goods and Services Tax.
@ excluding provision for gratuity and leave encashment, insurance premium for group personal accident and group mediclaim.
# Sitting fees and Commission of Sunaina Tomar and Mamta Verma (nominee of the Government of Gujarat) is paid / payable to the Government of Gujarat.

The Group is a public utility, being engaged in distribution of electricity. Transactions entered with the above mentioned related party does not include sale of electricity since the tariff charged to the customers are determined by an independent rate-setting authority.

C. Key management personnel compensation

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Short-term employee benefits	24.14	22.69
	24.14	**22.69**

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Note 54: Related Party Disclosures (Contd.)

D. Related party balances

(₹ in Crore)

	Associates		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Balances at the end of the year								
Current liabilities	**-**	**-**	**14.32**	**19.18**	**0.16**	**0.81**	**14.48**	**19.99**
UNM Foundation	-	-	-	-	*	*	*	*
Torrent Investments Pvt. Ltd.	-	-	-	-	-	*	-	*
Torrent Pharmaceuticals Ltd.	-	-	-	-	-	0.51	-	0.51
Torrent Power Services Pvt. Ltd.	-	-	-	-	-	*	-	*
Torrent Gas Pvt. Ltd.	-	-	-	-	0.16	0.30	0.16	0.30
Torrent Fincorp Pvt. Ltd.	-	-	-	-	-	*	-	*
Torrent Sports Ventures Pvt. Ltd.	-	-	-	-	*	-	*	-
Torrent Diagnostics Pvt. Ltd.	-	-	-	-	*	-	*	-
Sudhir Mehta	-	-	-	5.00	-	-	-	5.00
Samir Mehta	-	-	10.00	10.00	-	-	10.00	10.00
Jinal Mehta	-	-	2.50	2.50	-	-	2.50	2.50
Samir Barua	-	-	0.37	0.32	-	-	0.37	0.32
Keki Mistry	-	-	0.30	0.24	-	-	0.30	0.24
Pankaj Patel	-	-	0.27	0.21	-	-	0.27	0.21
Bhavna Doshi	-	-	0.21	0.32	-	-	0.21	0.32
Dharmishta Raval	-	-	0.22	0.27	-	-	0.22	0.27
Sunaina Tomar#	-	-	0.05	0.32	-	-	0.05	0.32
Usha Sangwan	-	-	0.21	-	-	-	0.21	-
Radhika Haribhakti	-	-	0.14	-	-	-	0.14	-
Mamta Verma#	-	-	0.05	-	-	-	0.05	-

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forming part of the consolidated financial statements for the year ended March 31, 2022

Note 54: Related Party Disclosures (Contd.)

D. Related party balances

(₹ in Crore)

	Associates		Key management personnel / non-executive directors		Parent Company / enterprises controlled by the Parent Company / Relatives of KMP / enterprises controlled by relatives of KMP / entity where the company has 50% voting right		Total	
	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21	Year ended 31.03.22	Year ended 31.03.21
Investment in equity	**-**	**-**	**-**	**-**	**0.05**	**0.05**	**0.05**	**0.05**
UNM Foundation	-	-	-	-	0.05	0.05	0.05	0.05
Investment in non-convertible debentures (including amortise premium)	**116.89**	**110.18**	**-**	**-**	**-**	**-**	**116.89**	**110.18**
Wind Two Renergy Pvt. Ltd.	116.89	110.18	-	-	-	-	116.89	110.18
Loans (including interest) (non-current)	**121.87**	**155.70**	**-**	**-**	**-**	**-**	**121.87**	**155.70**
Wind Two Renergy Pvt. Ltd.	121.87	155.70	-	-	-	-	121.87	155.70
Loans (including interest) (current)	**19.90**	**-**	**-**	**-**	**-**	**-**	**19.90**	**-**
Wind Two Renergy Pvt. Ltd.	19.90	-	-	-	-	-	19.90	-
Trade and other receivables	0.07	0.07	-	0.03	0.29	1.39	0.36	1.49
UNM Foundation	-	-	-	-	-	0.01	-	0.01
Wind Two Renergy Pvt. Ltd.	0.07	0.07	-	-	**-**	-	0.07	0.07
Torrent Pharmaceuticals Ltd.	-	-	-	-	**0.29**	-	0.29	-
Executive and non-executive directors	-	-	-	0.03	**-**	-	-	0.03

\# Sitting fees and Commission of Sunaina Tomar and Mamta Verma (nominee of the Government of Gujarat) is payable to the Government of Gujarat.

The Group is a public utility, being engaged in distribution of electricity. Transactions entered with the above mentioned related party does not include sale of electricity since the tariff charged to the customers are determined by an independent rate-setting authority.

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Note 55: Financial Instruments and Risk Review

A. Capital management

The Group manages its capital structure in a manner to ensure that it will be able to continue as a going concern while optimising the return to stakeholders through the appropriate debt and equity balance.

The Group's capital structure is represented by equity (comprising issued capital, retained earnings and other reserves as detailed in notes 21, 22) and debt (borrowings as detailed in note 23).

The Group's management reviews the capital structure of the Group on an annual basis. As part of this review, the management considers the cost of capital and the risks associated with each class of capital. The Group's plan is to ensure that the gearing ratio (debt equity ratio) is well within the limit of 2:1.

Gearing ratio

The gearing ratio at end of the reporting period is as follows:

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Debt	8,413.65	7,808.50
Total equity	10,165.91	10,705.17
Debt to equity ratio	**0.83**	**0.73**

Footnotes :

1. Debt is defined as all long term debt outstanding (including unamortised expense) + contingent liability pertaining to corporate / financial guarantee give + short term debt outstanding in lieu of long term debt.
2. Total equity is defined as equity share capital + all reserve (excluding revaluation reserve) + deferred tax liabilities - Deferred tax asset – intangible assets – Intangible assets under development.

Loan Covenants

The company has complied with financial covenants specified as per the terms of borrowing facilities.

E. Terms and conditions of outstanding balances

The transactions with related parties are made in the normal course of business on terms equivalent to those that prevail in arm's length transactions.

Outstanding balances at the year-end are unsecured.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 55: Financial Instruments and Risk Review (Contd.)

B. Categories of financial instruments

(₹ in Crore)

	As at March 31, 2022		As at March 31, 2021	
	Carrying value	Fair value	Carrying value	Fair value
Financial assets				
Measured at amortised cost				
Cash and cash equivalents	289.41	289.41	107.28	107.28
Bank balance other than cash and cash equivalents	62.93	62.93	95.14	95.14
Investment in bonds and debentures	132.77	132.77	124.15	124.15
Trade receivables	1,602.70	1,602.70	1,420.29	1,420.29
Loans	141.77	141.77	155.70	155.70
Other financial assets	2,400.36	2,400.36	2,229.24	2,229.24
	4,629.94	**4,629.94**	**4,131.80**	**4,131.80**
Measured at fair value through profit and loss (FVTPL)				
Investment in mutual funds	273.70	273.70	341.58	341.58
Investment in equity instruments	0.05	0.05	0.05	0.05
	273.75	**273.75**	**341.63**	**341.63**
Financial liabilities				
Measured at amortised cost				
Borrowings	9,098.42	9,138.90	7,780.55	7,860.41
Trade payables	1,261.59	1,261.59	1,090.90	1,090.90
Other financial liabilities	2,021.84	2,021.84	1,800.94	1,800.94
	12,381.85	**12,422.33**	**10,672.39**	**10,752.25**

Footnotes:

1. The carrying amounts of trade receivables, trade payables, capital creditors and cash and cash equivalents are considered to be the same as their fair values, due to their short-term nature.
2. Non current loan and Inter corporate Deposits carries the interest rates that are variable in nature and hence carrying value is considered as same as fair value.

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forming part of the consolidated financial statements for the year ended March 31, 2022

Note 55: Financial Instruments and Risk Review (Contd.)

C. Fair value measurement

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

Level 1: Inputs are Quoted (unadjusted) market prices in active markets for identical assets or liabilities. This includes quoted equity instruments, investments in mutual funds that have quoted price.

Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable. This includes unquoted floating and fixed rate borrowing.

Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable. This includes unquoted equity shares, loans, security deposits, investments in Debentures, floating rate borrowings.

The following table summarises financial assets and liabilities measured at fair value on a recurring basis and financial assets and liabilities that are not measured at fair value on a recurring basis (but fair value disclosures are required) :

(1) Financial assets at fair value through profit and loss (FVTPL)

(₹ in Crore)

	Fair value		Fair value hierarchy	Valuation technique(s) and key input(s)
	As at March 31, 2022	As at March 31, 2021		
Investment in mutual fund units	**273.70**	341.58	Level 1	Quoted bid prices in an active market
	273.70	**341.58**		

(2) Financial liabilities at amortised cost

(₹ in Crore)

	Fair value		Fair value hierarchy	Valuation technique(s) and key input(s)
	As at March 31, 2022	As at March 31, 2021		
Fixed rate borrowings (Non-convertible debentures)	**2,008.84**	2,161.55	Level 2	Inputs other than quoted prices that are observable based on yields provided by FIMMDA
	2,008.84	**2,161.55**		

D. Financial risk management objectives

The Group's principal financial liabilities, comprise borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Group's operations, routine and projects capital expenditure. The Group's principal financial assets include loans, advances, trade and other receivables and cash and cash equivalents that derive directly from its operations.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 55: Financial Instruments and Risk Review (Contd.)

The Group's activities expose it to a variety of financial risks viz foreign currency risk, commodity price risk, interest rate risk, credit risk, liquidity risk etc. The Group's primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The Group's senior management oversees the management of these risks. It advises on financial risks and the appropriate financial risk governance framework for the Group.

Foreign currency risk

The Group is exposed to foreign currency risks arising from various currency exposures, primarily with respect to the USD and EURO. Foreign currency risks arise from future commercial transactions and recognized assets and liabilities, when they are denominated in a currency other than Indian Rupee.

The Group's exposure with regards to foreign currency risk which are not hedged are given below. However, these risks are not significant to the company's operation and accordingly sensitivity analysis is not given.

Unhedged foreign currency exposures

(₹ in Crore)

Nature of transactions	Currency	As at March 31, 2022	As at March 31, 2021
Financial liabilities			
Trade payable	USD	4.37	2.00
Trade payable	EURO	138.80	235.94
Capital payable	EURO	0.06	0.06

Commodity price risk

The commodity exposure is mainly on account of fuel, a substantial part of which is a pass through cost and hence the commodity price exposure is not likely to have a material financial impact on the Group.

The Group has exposure to USD / INR exchange rate arising principally on account of import of LNG and import of coal. The extant tariff regulations do not permit the cost of hedging such exposure as a cost to be passed through to the off-takers / beneficiaries. As a result, the Group does not follow a policy of hedging such exposures and actual rupee costs of import of fuel are substantially passed on to the off-takers / consumers, because of which such commodity price exposure is not likely to have a material financial impact on the Group.

Interest rate risk

Most of the Group's borrowings are on a floating rate of interest. The Group has exposure to interest rate risk, arising principally on changes in Marginal Cost of Funds based Lending Rate (MCLR). The Group uses a mix of interest rate sensitive financial instruments to manage the liquidity and fund requirements for its day to day operations like non-convertible debentures and short term credit lines besides internal accruals.

The following table provides a break-up of the Group's fixed and floating rate borrowings:

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Fixed rate borrowings^	2,345.86	2,098.50
Floating rate borrowings^	6,785.03	5,710.00
	9,130.89	**7,808.50**

^ Transactions cost reduced from the borrowing is excluded.

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Note 55: Financial Instruments and Risk Review (Contd.)

Interest rate risk sensitivity:

The below mentioned sensitivity analysis is based on the exposure to interest rates for floating rate borrowings. For this it is assumed that the amount of the floating rate liability outstanding at the end of the reporting period was outstanding for the whole year. If interest rates had been 50 basis points higher or lower, other variables being held constant, following is the impact on profit.

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Impact on profit before tax - increase in 50 basis points	(33.93)	(28.55)
Impact on profit before tax - decrease in 50 basis points	33.93	28.55

Credit risk

Trade receivables:

1. Exposures to credit risk

   The Group is exposed to the counterparty credit risk arising from the possibility that counterparties might fail to comply with contractual obligations. This exposure may arise with regard to unsettled amounts.

2. Credit risk management

   Credit risk is managed and limited in accordance with the type of transaction and the creditworthiness of the counterparty. The Group has established criteria for admission, approval systems, authorisation levels, exposure measurement methodologies, etc. The concentration of credit risk is limited due to the fact that the customer base is large. None of the customers accounted for more than 10% of the receivables and revenue for the year ended March 31, 2022 and March 31, 2021. The Group is dependent on the domestic market for its business and revenues.

   The Group's credit policies and practices with respect to distribution areas are designed to limit credit exposure by collecting security deposits prior to providing utility services or after utility service has commenced according to applicable regulatory requirements. In respect to generation business, Group generally has letter of credits / bank guarantees to limit its credit exposure.

3. Other credit enhancements

   The Group does not hold any collateral or other credit enhancements to cover its credit risks associated with its financial assets.

4. Age of receivables and expected credit loss

   The Group has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experienced and adjusted for forward- looking information. The expected credit loss allowance is based on ageing of the days the receivables are due.

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forming part of the consolidated financial statements for the year ended March 31, 2022

Note 55: Financial Instruments and Risk Review (Contd.)

The age of receivables and provision matrix at the end of the reporting period is as follows.

As at March 31, 2022

(₹ in Crore)

	Gross trade receivables	Allowance for doubtful debt
Less than or equal to 6 months	1,428.07	43.83
More than 6 months but less than or equal to 1 year	138.88	29.78
More than one year	253.46	144.10
	1,820.41	**217.71**

As at March 31, 2021

(₹ in Crore)

	Gross trade receivables	Allowance for doubtful debt
Less than or equal to 6 months	1,373.86	80.20
More than 6 months but less than or equal to 1 year	113.94	63.07
More than one year	182.91	107.15
	1,670.71	**250.42**

5. Movement in the expected credit loss allowance

(₹ in Crore)

	Year ended March 31, 2022	Year ended March 31, 2021
Opening balance	250.42	235.80
Movement in expected credit loss allowance on trade receivable calculated, net [Refer note 40]	(32.71)	14.62
Closing balance [Refer note 15]	**217.71**	**250.42**

The concentration of credit risk is very limited due to the fact that the large customers are mainly government entities and remaining customer base is large and widely dispersed and secured with security deposit.

Other financial assets:
The Group is having balances in cash and cash equivalents, term deposits with banks, Inter corporate deposits, Loans to related parties, investments in government securities and investment in mutual funds. With respect to investments, the Group limits its exposure to credit risk by investing in liquid securities with counterparties depending on their Composite Performance Rankings (CPR) published by CRISIL. The Group's investment policy lays down guidelines with respect to exposure per counterparty, rating, processes in terms of control and continuous monitoring. The Group therefore considers credit risks on such investments to be negligible. Loans receivable from related parties have negligible credit risk and hence no risk of default is perceived on them.

Liquidity risk
Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are required to be settled by delivering the cash or another financial asset. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and unused borrowing facilities, by continuously monitoring projected / actual cash flows.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 55: Financial Instruments and Risk Review (Contd.)

Maturities of financial liabilities:
The Group's remaining contractual maturity for its financial liabilities with agreed repayment periods is given below. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The tables include both interest and principal cash flows. The contractual maturity is based on the earliest date on which the Group may be required to pay.

As at March 31, 2022

(₹ in Crore)

	Less than 1 year	Between 1 year and 5 years	5 years and above	Total
Financial liabilities				
Non current financial liabilities				
Borrowings (including interest on borrowings)^	-	5,388.40	3,876.52	**9,264.92**
Trade payables	-	96.39	102.20	**198.59**
Lease liabilities	-	30.44	29.22	**59.66**
Other financial liabilities	-	0.33	-	**0.33**
	-	**5,515.56**	**4,007.94**	**9,523.50**
Current financial liabilities				
Borrowings (including interest on borrowings)^	2,590.14	-	-	**2,590.14**
Trade payables	1,111.13	-	-	**1,111.13**
Lease liabilities	8.69	-	-	**8.69**
Other financial liabilities	2,021.51	-	-	**2,021.51**
	5,731.47	**-**	**-**	**5,731.47**
Total financial liabilities	**5,731.47**	**5,515.56**	**4,007.94**	**15,254.97**

As at March 31, 2021

(₹ in Crore)

	Less than 1 year	Between 1 year and 5 years	5 years and above	Total
Financial liabilities				
Non current financial liabilities				
Borrowings (including interest on borrowings)^	-	5,028.78	3,960.75	**3,960.75**
Trade payables	-	111.23	31.54	**31.54**
Lease liabilities	-	17.73	29.50	**29.50**
Other financial liabilities	-	1.17	-	**-**
	-	**5,158.91**	**4,021.79**	**4,021.79**
Current financial liabilities				
Borrowings (including interest on borrowings)^	1,667.79	-	-	**-**
Trade payables	974.79	-	-	**-**
Lease liabilities	6.77	-	-	**-**
Other financial liabilities	1,799.77	-	-	**-**
	4,449.12	**-**	**-**	**-**
Total financial liabilities	**4,449.12**	**5,158.91**	**4,021.79**	**4,021.79**

^ Transactions cost reduced from the borrowing is excluded.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 56: Provision for Onerous Contracts

The Group has a provision of ₹ 135.76 Crore (March 31, 2021 - ₹ 190.80 Crore) in respect of certain onerous contracts towards potential damages and other project related costs, arising from expected delays or failure to set up certain wind power generation capacities, awarded to the Group in a prior period under a competitive bidding process. During the current year, ₹ 55.07 Crore provision has been reversed due to discharge of Bank Guarantee, ₹ 0.53 Crore provision has been created and ₹ 0.50 Crore has been utilised on account of encashment of bank guarantee. The expected outflow will be determined at the time of final resolution of the matter.

Note 57: Government Grant

A. Nature of government grant

Ministry of Power, Government of India (GoI), had introduced the Accelerated Power Development & Reforms Programme (APDRP) to achieve reduction in AT&C losses, to strengthen the T&D network and to ensure reliable and quality power supply with adequate consumer satisfaction. The projects approved for financing under the programme are eligible for a grant and soft loan each equivalent to 25% of the project cost from the GoI. The Balance 50% was required to be funded by the Group. There are no unfulfilled conditions or other contingencies attached to these grants.

B. Movement of government grant

(₹ in Crore)

	As at March 31, 2022	As at March 31, 2021
Opening balance	18.85	21.57
Add: Grants during the year	-	-
Less: Amortisation of grant transferred to statement of profit and loss [Refer note 33]	(2.45)	(2.72)
Closing balance	**16.40**	**18.85**
Non-current portion [Refer note 26]	14.03	16.39
Current portion [Refer note 30]	2.37	2.46
	16.40	**18.85**

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

NOTE 58: Ageing Schedule for Capital Work-In-Progress

(i) Ageing table for capital-work-in-progress (CWIP) :

As at March 31, 2022

(₹ in Crore)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	762.74	378.13	100.75	44.62	1,286.24
Projects temporarily suspended	0.10	1.06	1.19	8.68	11.03
	762.84	**379.19**	**101.94**	**53.30**	**1,297.27**

As at March 31, 2021

(₹ in Crore)

Particulars	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	634.05	140.24	41.36	11.18	826.83
Projects temporarily suspended	1.02	1.15	8.64	0.09	10.90
	635.07	**141.39**	**50.00**	**11.27**	**837.73**

(ii) For capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan:

As at March 31, 2022

(₹ in Crore)

Particulars	To be completed in				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
115 MW wind power project *	64.87	-	-	-	64.87
	64.87	**-**	**-**	**-**	**64.87**

* The project was delayed on account of Covid-19 pandemic and certain clearances from the government authorities could not be obtained on time.

As at March 31, 2021

There were no capital-work-in -progress, whose completion is overdue or has exceeded its cost compared to its original plan.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

NOTE 59: Ageing Schedule for Trade Receivables

Current trade receivables:

As at March 31, 2022

(₹ in Crore)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables							
Considered good	1,109.74	273.93	109.10	70.13	18.68	19.04	**1,600.62**
Credit impaired	0.57	40.37	26.57	42.89	11.89	35.63	**157.92**
Disputed Trade receivables							
Considered good	0.57	-	-	0.16	0.10	1.25	**2.08**
Credit impaired	1.13	1.76	3.21	5.73	7.31	40.65	**59.79**
	1,112.01	**316.06**	**138.88**	**118.91**	**37.98**	**96.57**	**1,820.41**

As at March 31, 2021

(₹ in Crore)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables							
Considered good	946.40	346.76	50.87	48.95	4.85	20.25	**1,418.08**
Credit impaired	0.53	75.64	59.92	18.55	9.72	29.36	**193.72**
Disputed Trade receivables							
Considered good	0.50	-	-	0.23	0.58	0.90	**2.21**
Credit impaired	1.16	2.87	3.15	7.33	11.92	30.27	**56.70**
	948.59	**425.27**	**113.94**	**75.06**	**27.07**	**80.78**	**1,670.71**

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 60: Ageing Schedule for Trade Payables

A. Non-current trade payables:

As at March 31, 2022

(₹ in Crore)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed dues							
Micro and small enterprises	-	-	-	-	-	-	-
Others	150.46	-	-	-	-	-	150.46
Disputed dues							
Micro and small enterprises	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-
	150.46	**-**	**-**	**-**	**-**	**-**	**150.46**

As at March 31, 2021

(₹ in Crore)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed dues							
Micro and small enterprises	-	-	-	-	-	-	-
Others	116.11	-	-	-	-	-	116.11
Disputed dues							
Micro and small enterprises	-	-	-	-	-	-	-
Others	-	-	-	-	-	-	-
	116.11	**-**	**-**	**-**	**-**	**-**	**116.11**

B. Current trade payables:

As at March 31, 2022

(₹ in Crore)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed dues							
Micro and small enterprises	1.23	52.60	0.19	-	-	-	54.02
Others	427.93	439.81	94.24	5.80	0.24	9.54	977.56
Disputed dues							
Micro and small enterprises	-	-	-	-	-	-	-
Others	-	-	0.02	1.57	5.34	72.62	79.55
	429.16	**492.41**	**94.45**	**7.37**	**5.58**	**82.16**	**1,111.13**

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 60: Ageing Schedule for Trade Payables (Contd.)

As at March 31, 2021

(₹ in Crore)

Particulars	Outstanding for following periods from due date of payment						Total
	Unbilled	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed dues							
Micro and small enterprises	0.34	37.63	0.20	-	-	-	38.17
Others	407.56	354.34	75.46	10.30	0.69	8.63	856.98
Disputed dues							
Micro and small enterprises	-	-	-	-	-	-	-
Others	-	-	1.60	5.41	8.28	64.35	79.64
	150.46	**391.97**	**77.26**	**15.71**	**8.97**	**72.98**	**974.79**

Note 61: Details of Loan and Advances

Details of Loans or Advances in the nature of loans are granted to promoters, Directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person, that are:

(a) repayable on demand; or
(b) without specifying any terms or period of repayment

(₹ in Crore)

Type of Borrower	As at March 31, 2022		As at March 31, 2021	
	Amount of Loan or advance in nature of loan outstanding	Percentage to total loans and advances in the nature of loans	Amount of Loan or advance in nature of loan outstanding	Percentage to total loans and advances in the nature of loans
Related Parties	141.77	100.00%	115.71	100.00%
	141.77		155.71	

Note 64: Relationship wth Struck off Companies

(₹ in Crore)

Name of struck off Company	Nature of transactions with struck-off Company	Balance outstanding as on 31.03.2022	Balance outstanding as on 31.03.2021	Relationship with the Struck off company
Unicon Fincap Private Limited	Investor	*	*	Shareholder
Vaishak Shares Limited	Investor	*	*	Shareholder
Dreams Broking Private Limited	Investor	*	*	Shareholder
Pandit Trading & Securities Limited	Investor	*	*	Shareholder
Jetees Securities (P) Limited	Investor	*	*	Shareholder
Solanki Solar Energy Pvt. Limited	Payables	*	*	Vendor
Krish N Kelly Facility Services	Payables	*	*	Vendor

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 63: Social Security Code

The Indian Parliament has approved the Code on Social Security, 2020 ("Code") which may likely impact the obligations of the Group for contribution to employees' provident fund and gratuity. The effective date from which the Code is applicable and the rules to be framed under the Code are yet to be notified. In view of this, impact if any, of the change will be assessed and accounted in the period in which the Code and the rules thereunder are notified.

Note 64: Events Occurring after the Balance Sheet Date

Subsequent to year end, on April 23, 2022, the Company has entered into a Share Purchase Agreement (SPA) with SkyPower Southeast Asia Ill Investments Limited, SkyPower Southeast Asia Holdings 2 Limited (the Sellers) for the acquisition of 100% of the share capital of Sunshakti Solar Power Projects Private Limited, which operates 50 MW solar power plant, situated in the state of Telangana. Enterprise value estimated for this acquisition is approx ₹ 417 Crore subject to closing price adjustments. The acquisition is subject to customary conditions for transaction closure. This is non adjusting event after the balance sheet date.

Note 65: Additional Regulatory Information Required by Schedule III

a. The Group is in compliance with number of layers of companies in accordance with clause 87 of Section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017 during the year ended March 31, 2022 and March 31, 2021.

b. The Group has not invested or traded in Crypto Currency or Virtual Currency during the year ended March 31, 2022 and March 31, 2021.

c. No proceedings have been initiated on or are pending against the Group for holding benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) (formerly the Benami Transactions (Prohibition) Act, 1988 (45 of 1988)) and Rules made thereunder during the year ended March 31, 2022 and March 31, 2021.

d. The Group has not been declared Wilful Defaulter by any bank or financial institution or government or any government authority during the year ended March 31, 2022 and March 31, 2021.

e. During the year ended March 31, 2022 and March 31, 2021, the Group has not surrendered or disclosed as income any transactions not recorded in the books of accounts in the course of tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

f. During the year ended March 31, 2022 and March 31, 2021, the Group has not advanced or loaned or invested funds (either borrowed funds or share premium or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:

   a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or
   b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

   During the year ended March 31, 2022 and March 31, 2021, the Group has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

   a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

   b) provide any guarantee, security, or the like on behalf of the ultimate beneficiaries.

Notes

forming part of the consolidated financial statements for the year ended March 31, 2022

Note 66: Approval of Financial Statements

The financial statements were approved for issue by the board of directors on May 10, 2022.

Signature to Note 1 to 66

In terms of our report attached

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number : 012754N/N500016

Priyanshu Gundana
Partner
Membership No.: 109553

Ahmedabad, May 10, 2022

For and on behalf of the Board of Directors

Samir Mehta
Chairperson
DIN:00061903

Lalit Malik
Chief Financial Officer

Rahul Shah
Company Secretary

Ahmedabad, May 10, 2022

Form AOC - 1

Statement pursuant to first proviso to sub section (3) of section 129 of Companies Act, 2013, read with rule 5 of Companies (Accounts) Rules, 2014 :

A. Statement containing salient features of the financial statement of subsidiaries

(₹ in Crore)

1.	Name of Subsidiary Company	Torrent Power Grid Limited	Torrent Pipavav Generation Limited	Torrent Solargen Limited	Jodhpur Wind Farms Private Limited	Latur Renewable Private Limited	TCL Cables Private Limited	Torrent Saurya Urja 2 Private Limited	Torrent Saurya Urja 3 Private Limited	Torrent Saurya Urja 4 Private Limited	Torrent Saurya Urja 5 Private Limited	Torrent Solar Power Private Limited	Surya Vidyut Limited	LREHL Renewables India SPV 1 Private Limited	Visual Percept Solar Projects Private Limited
2.	Financial year ended on	March 31, 2022	March 31, 2022	March 31, 2022	March 31, 2022	March 31, 2022	March 31, 2022	March 31, 2022	March 31, 2022	March 31, 2022	March 31, 2022	March 31, 2022	March 31, 2022	March 31, 2022	March 31, 2022
3.	Share capital	90.00	50.00	80.05	111.00	110.00	42.00	0.05	0.05	0.05	0.05	0.05	251.91	13.73	17.45
4.	Reserves and surplus	41.99	(18.44)	(62.05)	9.96	11.83	(35.44)	(0.48)	(0.03)	(0.01)	(0.01)	(0.68)	75.93	10.99	149.06
5.	Total assets	151.13	95.07	1,028.09	447.33	449.69	293.18	38.20	0.03	0.04	0.04	64.27	781.96	294.34	175.61
6.	Total liabilities (excluding share capital and reserves and surplus)	19.14	63.51	1,010.09	326.37	327.86	286.62	38.63	0.01	*	*	64.90	454.12	269.62	9.10
7.	Investments	18.19	-	-	1.26	0.97	-	-	-	-	-	-	-	-	-
8.	Turnover (Revenue from operations)	38.91	-	79.47	59.01	58.46	447.11	-	-	-	-	-	115.37	40.34	53.78
9.	Profit / (loss) before taxation	18.56	(1.68)	45.07	14.58	14.99	(25.36)	(0.62)	(0.02)	(0.01)	(0.01)	(0.86)	11.96	0.19	27.60
10.	Provision for taxation (including deferred tax)	0.10	-	10.81	3.64	3.76	(6.08)	(0.14)	-	-	-	(0.19)	(12.70)	1.01	11.25
11.	Profit / (loss) after taxation	18.46	(1.68)	34.26	10.94	11.23	(19.28)	(0.48)	(0.02)	(0.01)	(0.01)	(0.67)	24.66	(0.82)	16.35
12.	Other comprehensive income (net of tax)	*	-	-	-	-	(0.06)	-	-	-	-	-	0.06	-	(0.06)
13.	Total comprehensive income	18.46	(1.68)	34.26	10.94	11.23	(19.34)	(0.48)	(0.02)	(0.01)	(0.01)	(0.67)	24.72	(0.82)	16.29
14.	Proposed dividend	0.90	-	-	-	-	-	-	-	-	-	-	-	-	-
15.	Extent of shareholding (in percentage)	74.00%	95.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%

Footnote :

1. Torrent Pipavav Generation Limited, Torrent Saurya Urja 2 Private Limited, Torrent Saurya Urja 3 Private Limited, Torrent Saurya Urja 4 Private Limited, Torrent Saurya Urja 5 Private Limited and Torrent Solar Power Private Limited are yet to commence its operations.

* figures below ₹ 50,000

Form AOC - 1 (Contd)

B. Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to associate Company

(₹ in Crore)

Name of Assosicates	Wind Two Renergy Private Limited
Latest audited balance sheet date	March 31, 2022
Date on which the associate was associated or acquired	December 12, 2017
Shares of associate held by the company on the year end	
(i) Numbers	-
(ii) Amount of investment in associates	-
(iii) Extend of holding (in percentage)	0%
Description of how there is significant influence	The Company has acquired certain rights which include the right to nominate directors on the board. Considering the said facts and based on the requirements of Ind AS, Company has significant influence in the above company.
Reason why the associate is not consolidated	As the Company does not have equity interest in the above company, the Company does not have any share in the profit, loss or comprehensive income of the entity and accordingly, there is no impact on the Consolidated Statement of Profit and Loss.
Networth attributable to shareholding as per latest audited balance sheet	-
Profit / (loss) for the year	
(i) Considered in consolidation	-
(ii) Not considered in consolidation	4.82

For and on behalf of the Board of Directors

Samir Mehta
Chairperson
DIN:00061903

Lalit Malik
Chief Financial Officer

Rahul Shah
Company Secretary

Ahmedabad, May 10, 2022

5 Years' Highlights - Consolidated

Particulars	UoM	2021-22	2020-21	2019-20	2018-19	2017-18
TECHNICAL DATA						
Generation Capacity	MW	4,110	3,879	3,879	3,703	3,721
Units Billed by Generating Stations	MUs	9,634	11,649	12,168	10,004	9,671
Units Purchased	MUs	9,370	6,611	7,219	8,125	8,046
Units Sold	MUs	18,055	16,608	18,310	16,678	15,957
No. of Consumers	Mn	3.79	3.71	3.65	3.32	3.23
KEY FINANCIALS						
Revenue From Operations	₹ in Crore	14,258	12,173	13,641	13,151	11,512
EBITDA	₹ in Crore	3,826	3,607	3,734	3,389	3,381
Profit Before Exceptional Items and Tax	₹ in Crore	1,864	1,552	1,475	1,264	1,401
Total Comprehensive Income (after Non-controlling interests)	₹ in Crore	456	1,295	1,145	893	956
Equity Share Capital	₹ in Crore	481	481	481	481	481
Other Equity (Reserves and Surplus)	₹ in Crore	9,463	9,704	8,673	8,490	7,239
Loan Funds (Gross)	₹ in Crore	9,131	7,809	8,901	9,755	9,337
Fixed Assets	₹ in Crore	18,395	18,164	18,137	18,373	18,263
KEY FINANCIAL RATIOS						
EBITDA Margin	%	25.19%	28.47%	26.07%	24.33%	27.08%
Net Profit Margin#	%	9.73@	10.65	8.65@	6.87	8.27
Return on Net Worth*#	%	13.20@	12.68	11.63@	8.84	10.89
Return on Capital Employed*#	%	13.13@	12.53	12.48@	10.94	12.62
Long Term Debt Equity Ratio*		0.83	0.73	0.92	0.90	1.01
Earnings Per Share	₹	9.45	26.86	24.43	18.70	19.61

Previous years ratios are recomputed based on the formulas given in "Guidance Note on Division II - Ind AS Schedule III to the Companies Act, 2013" issued by ICAI in January 2022.
* Deferred Tax Liability is included as a part of Equity
@ Excluding Exceptional Items

Corporate Information

Board of Directors
Sudhir Mehta, Chairman Emeritus
Samir Mehta, Chairperson
Pankaj Patel
Samir Barua
Keki Mistry
Bhavna Doshi (upto September 30, 2021)
Dharmishta Raval (upto September 30, 2021)
Sunaina Tomar, IAS (upto June 15, 2021)
Usha Sangwan (w.e.f. May 21, 2021)
Radhika Haribhakti (w.e.f. August 07, 2021)
Mamta Verma, IAS (w.e.f. August 07, 2021)
Ketan Dalal (w.e.f. May 11, 2022)
Jinal Mehta, Managing Director

Audit Committee
Samir Barua, Chairperson
Keki Mistry
Bhavna Doshi (upto September 30, 2021)
Dharmishta Raval (upto September 30, 2021)
Usha Sangwan (w.e.f. October 01, 2021)
Radhika Haribhakti (w.e.f. October 01, 2021)
Ketan Dalal (w.e.f. May 11, 2022)

Stakeholders Relationship Committee
Pankaj Patel, Chairperson
Samir Mehta
Jinal Mehta

Nomination and Remuneration Committee
Pankaj Patel, Chairperson
Sudhir Mehta
Dharmishta Raval (upto September 30, 2021)
Radhika Haribhakti (w.e.f. October 01, 2021)

Corporate Social Responsibility and Sustainability Committee
Bhavna Doshi, Chairperson (upto September 30, 2021)
Usha Sangwan, Chairperson (w.e.f. October 01, 2021)
Samir Barua
Radhika Haribhakti (w.e.f. May 11, 2022)
Jinal Mehta

Risk Management Committee
Samir Barua, Chairperson
Bhavna Doshi (upto September 30, 2021)
Usha Sangwan (w.e.f. October 01, 2021)
Radhika Haribhakti (w.e.f. October 01, 2021)
Ketan Dalal (w.e.f. May 11, 2022)
Lalit Malik (w.e.f. May 01, 2021)

Committee of Directors
Samir Mehta, Chairperson
Jinal Mehta

Chief Financial Officer
Lalit Malik (w.e.f. May 01, 2021)

Company Secretary
Rahul Shah

Statutory Auditors
Price Waterhouse Chartered Accountants LLP,
Chartered Accountants

Registered Office
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600 Tapovan,
Ambawadi, Ahmedabad - 380015, Gujarat, India.
Phone: +91 79 2662 8300
Fax: +91 79 2676 4159

Corporate Identity Number
L31200GJ2004PLC044068

Website
www.torrentpower.com

Investor Services Email Id
cs@torrentpower.com

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(ABC-1), Beside Gala Business Centre,
Nr. St. Xavier's College Corner,
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Torrent Power Limited

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