

CC/PUTL_COS/Stock Exchanges/143

May 31, 2024

To

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex
Bandra (E), Mumbai – 400051
Symbol: PGINVIT

Listing Department
BSE Limited
20th Floor, P. J. Towers
Dalal Street, Mumbai – 400001
Scrip Code:543290 (PGINVIT)
Company Code:12436

Subject: Notice convening Third Annual Meeting and Annual Report for financial year 2023-24 of POWERGRID Infrastructure Investment Trust

Dear Sir/Madam,

Pursuant to Regulations 22 and 23 of SEBI (Infrastructure Investment Trusts) Regulations, 2014, as amended, read with the circulars, notifications and guidelines issued thereunder ("InvIT Regulations"), we wish to inform that the Third Annual Meeting ("AM") of Unitholders of POWERGRID Infrastructure Investment Trust ("PGInvIT") is scheduled to be held on **Wednesday, June 26, 2024, at 2:30 P.M. (IST)** through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

In accordance with the InvIT Regulations, enclosed please find Notice convening the Third AM of PGInvIT and Annual Report along with annexures for the financial year 2023-24.

Kindly take the above information on record please.

Thanking You,

Yours faithfully,

**For POWERGRID Unchahar Transmission Limited
(as Investment Manager of POWERGRID Infrastructure Investment Trust)**

Anjana Luthra
Company Secretary & Compliance Officer

Encl: As above.

CC:

IDBI Trusteeship Services Limited
Ground Floor, Universal Insurance Building,
Sir P.M. Road, Fort,
Mumbai- 400 001.



POWERGRID INFRASTRUCTURE INVESTMENT TRUST

(An infrastructure investment trust registered with Securities and Exchange Board of India)

Registration Number IN/InvIT/20-21/0016

Principal Place of Business: Plot No. 2, Sector 29, Gurgaon-122001, Haryana

Compliance Officer: Anjana Luthra

Tel: + 91 124 282 3177; **e-mail:** investors@pginvit.in

website: www.pginvit.in

Notice of Third Annual Meeting

NOTICE is hereby given that the Third Annual Meeting (“AM”) of the unitholders (the “Unitholders”) of POWERGRID Infrastructure Investment Trust (“PGInvIT”) will be held on **Wednesday, June 26, 2024 at 02:30 P.M. (IST)** through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), to transact the following business:

ORDINARY BUSINESS:

ITEM NO. 1: TO CONSIDER AND ADOPT THE AUDITED STANDALONE FINANCIAL STATEMENTS AND AUDITED CONSOLIDATED FINANCIAL STATEMENTS OF POWERGRID INFRASTRUCTURE INVESTMENT TRUST (“PGInvIT”) FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024 TOGETHER WITH THE REPORT OF THE AUDITORS THEREON AND THE ANNUAL REPORT ON ACTIVITIES AND PERFORMANCE OF PGINVIT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

To consider and if thought fit, to pass the following resolution by way of simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended:

“RESOLVED THAT pursuant to the provisions of Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 as amended or supplemented including any applicable circulars, notifications, guidelines and clarifications issued thereunder from time to time and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force, the Audited Standalone Financial Statements and Audited Consolidated Financial Statements of PGINVIT for the financial year ended March 31, 2024 together with the Report of the Auditors thereon and the Annual Report on the activities and performance of PGINVIT for the financial year ended March 31, 2024, be and are hereby received, approved and adopted.”

“RESOLVED FURTHER THAT the Board of Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary of POWERGRID Unchahar Transmission Limited, Investment

Manager to PGINVIT (the “Investment Manager”) be and are hereby severally authorised on behalf of PGINVIT to inform all concerned, in such form and manner as may be required or is necessary and also to execute such agreements, letter and other writings in this regard and to do all acts, deeds, things, and matters as may be required or necessary to give effect to this resolution or as otherwise considered by the Board of Directors of the Investment Manager, to be in the best interest of PGINVIT, as it may deem fit.”

ITEM NO. 2: TO CONSIDER AND ADOPT THE VALUATION REPORT ISSUED BY M/S. INMACS VALUERS PRIVATE LIMITED, INDEPENDENT VALUER FOR THE VALUATION OF SPECIAL PURPOSE VEHICLES OF POWERGRID INFRASTRUCTURE INVESTMENT TRUST AS AT MARCH 31, 2024

To consider and if thought fit, to pass the following resolution by way of simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended:

“RESOLVED THAT pursuant to Regulations 13, 21, 22, Schedule V and other applicable provisions, if any, of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 as amended or supplemented including any applicable circulars, notifications, guidelines and clarifications issued thereunder from time to time and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force, the Valuation Report as at March 31, 2024, in respect of Special Purpose Vehicles (SPVs) of POWERGRID Infrastructure Investment Trust (“PGInvIT”), issued by M/s. INMACS Valuers Private Limited, the Independent Valuer, bearing registration number IBBI/RV-E/02/2021/141, be and is hereby approved and adopted.”

“RESOLVED FURTHER THAT the Board of Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary of POWERGRID Unchahar Transmission Limited, Investment Manager to PGINVIT (the “Investment Manager”) be and are hereby severally authorised on behalf of PGINVIT to inform all

concerned, in such form and manner as may be required or is necessary and also to execute such agreements, letter and other writings in this regard and to do all acts, deeds, things, and matters as may be required or necessary to give effect to this resolution or as otherwise considered by the Board of Directors of the Investment Manager, to be in the best interest of PGIInvIT, as it may deem fit.”

ITEM NO. 3: TO CONSIDER AND APPROVE THE APPOINTMENT OF THE VALUER OF POWERGRID INFRASTRUCTURE INVESTMENT TRUST FROM FY 2024-25 TO FY 2025-26

To consider and if thought fit, to pass the following resolution by way of simple majority (i.e., where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution) in accordance with Regulation 22 of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended:

“RESOLVED THAT pursuant to Regulations 10, 13, 21 and 22 and other applicable provisions, if any, of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended or supplemented including any applicable circulars, notifications, guidelines and clarifications issued thereunder from time to time (“InvIT Regulations”) and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force, the consent of the Unitholders be and is hereby accorded for the appointment of M/s. INMACS Valuers Private Limited (“INMACS”), (firm registration number IBBI/RV-E/02/2021/141), who have been valuer of POWERGRID Infrastructure Investment Trust (“PGInvIT”) for previous two financial years – FY 2022-23 & FY 2023-24, as the Valuer of PGIInvIT for a further period of two consecutive financial years commencing from FY 2024-25 upto FY 2025-26, to carry out valuation of its Special Purpose Vehicles (SPVs) and other valuations in accordance with the InvIT Regulations at the remuneration as mentioned hereunder:

S. No.	Particulars	Remuneration
(i)	For full valuation per SPV at fiscal year-end and/or Valuation of new asset(s) for acquisition purpose.	Rs 49,000/- for each SPV per instance/acquisition
(ii)	For Quarterly (as applicable)/Half Yearly Valuation	60% of remuneration under Sr. no.(i) above on each instance per SPV
(iii)	Acquisition of balance residual equity stake in the existing SPVs (except Vizag Transmission Limited*) and any new SPVs that may be acquired by PGIInvIT in future.	20% of remuneration under Sr. no.(i) above on each instance per SPV
(iv)	Acquisition of additional revenue accrued due to Change in Law.	10% of remuneration under Sr. no.(i) above per SPV

**formerly POWERGRID Vizag Transmission Limited*

The above remuneration is inclusive of all charges except applicable GST, which shall be paid extra as applicable.”

“RESOLVED FURTHER THAT the Board of Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary of POWERGRID Unchahar Transmission Limited, Investment Manager to PGIInvIT (the “Investment Manager”) be and are hereby severally authorised on behalf of PGIInvIT to inform all concerned, in such form and manner as may be required or is necessary and also to execute such agreements, letter and other writings in this regard and to do all acts, deeds, things, and matters as may be required or necessary to give effect to this resolution or as otherwise considered by the Board of Directors of the Investment Manager, to be in the best interest of PGIInvIT, as it may deem fit.”

For POWERGRID Infrastructure Investment Trust (PGIInvIT)

By Order of the Board
POWERGRID Unchahar Transmission Limited
 (as the Investment Manager to PGIInvIT)

Sd/-
Anjana Luthra
 Company Secretary and Compliance Officer

Date: May 31, 2024

Place: Gurgaon



NOTES:

1. Pursuant to relevant provisions of the Master Circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024 issued by the Securities and Exchange Board of India ("SEBI"), the Infrastructure Investment Trusts ("InvITs") set up under the SEBI (Infrastructure Investment Trusts) Regulations, 2014, as amended or supplemented ("InvIT Regulations") have been permitted to conduct meetings of unitholders through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"). Accordingly, the Annual Meeting ("AM") of Unitholders of POWERGRID Infrastructure Investment Trust ("PGInvIT") is being conducted through VC / OAVM. The principal place of business of PGInvIT shall be deemed to be the venue of the AM.
2. As the AM is being conducted through VC / OAVM, physical attendance of the Unitholders has been dispensed with. Accordingly, the facility for appointment of proxies by the Unitholders will not be available for the AM and hence, the proxy form and attendance slip including route map are not annexed to this Notice.
3. An explanatory statement setting out material facts, relating to the business to be transacted at AM is annexed herewith and forms part of the AM Notice.
4. POWERGRID Unchahar Transmission Limited, the Investment Manager of PGInvIT (the "Investment Manager"), has engaged the services of KFin Technologies Limited ("KFinTech"), the Registrar and Transfer Agent ("RTA") of PGInvIT for the purpose of providing facility for voting through remote e-voting, for participation in the AM through VC/OAVM facility and e-voting during the AM.
5. The facility for joining the AM through VC / OAVM shall be available for at least 1,000 Unitholders on first-come-first-served basis. The Unitholders can visit <https://emeetings.kfintech.com> and login through existing User Id and Password to attend the live proceedings of the AM of PGInvIT.
6. The Notice of the AM along with Annual Report of PGInvIT for Financial Year 2023-24 ("Annual Report 2023-24") is being sent only through electronic mode to those Unitholders whose e-mail addresses are registered with the depositories / depository participants. The Notice of AM and Annual Report 2023-24 are available on the website of PGInvIT at www.pginvit.in and may also be accessed from the relevant section of websites of Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited. The Notice and Annual Report 2023-24 are also available on the website of RTA i.e. <https://evoting.kfintech.com>.
7. For Unitholders whose email addresses are not registered, SMSs, wherever mobile numbers are available, are being sent by the RTA.
8. The Unitholders are being provided with the facility to cast their votes electronically through e-voting services provided by KFinTech on all the resolutions set forth in this Notice. The instructions for remote e-voting are given herein below at Note No. 22. The Investment Manager of PGInvIT has fixed **Wednesday, June 19, 2024** as the cut-off date ("cut-off date") for identifying the Unitholders who shall be eligible to vote through remote e-voting facility or for participation and voting in the AM. A person whose name appears in the List of Beneficial Owners maintained by the depositories i.e. National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL"), as on the close of business hours on the cut-off date shall be entitled to vote on the resolutions through the facility of remote e-voting or participate and vote in the AM and a person who is not a Unitholder as on the cut-off date should treat this Notice for information purposes only.
9. The remote e-voting period commences on **Sunday, June 23, 2024 at 09:00 A.M. (IST)** and ends on **Tuesday, June 25, 2024 at 05:00 P.M. (IST)**. During this period, Unitholders of PGInvIT as on the cut-off date may cast their vote electronically in the manner and process set out herein below. The e-voting module shall be disabled for voting thereafter. Once the vote on the resolution(s) is cast by the Unitholder, the Unitholder shall not be allowed to change it subsequently. Further, the Unitholders who have cast their vote by remote e-voting prior to the AM may attend the AM but shall not be entitled to cast their vote again. In case a Unitholder casts his/her vote, both by remote e-voting and e-voting at the AM, then the voting done by remote e-voting shall prevail and the e-voting at the AM shall be invalid.
10. The Unitholders who are present at the AM through VC/OAVM and have not cast their vote on resolutions through remote e-voting prior to the AM and are otherwise not barred from doing so, may cast their vote during the AM through the e-voting system provided by KFinTech through the VC platform during the AM. Kindly refer Note No. 22 for instructions.
11. Any person who acquires units of PGInvIT and becomes a Unitholder of PGInvIT after the dispatch of the Notice, and holds units as on the cut-off date, may obtain the User ID and Password by sending a request at evoting@kfintech.com or contact KFinTech at toll free number 1800-309-4001.
12. The voting rights of Unitholders shall be in proportion to their units of the Unit capital of PGInvIT as on the cut-off date i.e. **Wednesday, June 19, 2024**.
13. CS Savita Jyoti, (Membership No. F3738 and C.P. No.1796), M/s. Savita Jyoti Associates, Company Secretaries, Hyderabad, has been appointed as Scrutinizer by the Investment Manager, to scrutinise the remote e-voting process and e-voting during AM in a fair and transparent manner.

14. Institutional Unitholders (i.e. other than Individuals, HUF, NRI etc.) are required to send scanned certified true copy (PDF/ JPG format) of the Board Resolution/ Governing body Resolution/Authority Letter etc. together with attested specimen signature(s) of the duly authorised representative(s), authorising its representative to attend the AM on its behalf and to vote either through remote e-voting or during the AM. The said Resolution/ Authorisation should be sent electronically to the Scrutinizer by email to savitajyotiassociates05@gmail.com with a copy marked to evoting@kfintech.com .
15. The results of e-voting shall be declared on or after the AM of PGInvIT and the resolution(s) would be deemed to be passed on the date of AM subject to receipt of the requisite number of votes in favour of the resolution(s).
16. The results of e-voting shall be announced on or before **Friday, June 28, 2024**. The said results along with the Scrutinizer's report would be submitted with the Stock Exchanges i.e. National Stock Exchange of India Limited and BSE Limited. Additionally, the results would also be placed on the website of PGInvIT - www.pginvit.in and on the website of remote e-voting agency viz., KFintech – <https://evoting.kfintech.com>.
17. Unitholders who have not registered their email addresses or have not received any communication regarding this AM for any reason whatsoever, may obtain the User ID and Password by sending a request to KFintech (Unit: PGInvIT) at einward.ris@kfintech.com or evoting@kfintech.com or contact KFintech at 1800-309-4001 (between 9:00 A.M. to 5:30 P.M.) or contact PGInvIT at +91 124 282-3177 (on weekdays between 9:00 A.M. to 5:30 P.M.).
18. Documents referred to in this Notice and Explanatory Statement including the Valuation Report and the audited standalone financial statements and audited consolidated financial statements together with the report of Auditors thereon and the annual report on activities and performance are available on the website of PGInvIT at www.pginvit.in.
19. Wherever required or possible, the Unitholders are requested to address all correspondence, including distribution matters, to the RTA, KFintech (Unit: PGInvIT), Selenium, Tower B, Plot No- 31 & 32, Financial District, Nanakramguda, Serilingampally, Rangareddy, Hyderabad, Telangana - 500032, India.
20. Unitholders who have not registered their e-mail addresses so far are requested to register the same with their respective depository participants for receiving all communications including annual reports, notices, circulars etc. from the Investment Manager, on behalf of PGInvIT, electronically and also for the smooth remote e-voting process.
21. Unitholders are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile numbers, Permanent Account Number (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 respective depository participants.
22. **PROCEDURE FOR REMOTE E-VOTING AND E-VOTING DURING THE AM**
- (I) **Instructions for Unitholders for Remote e-Voting:**
 Details of the process and manner of e-Voting are provided below:
- Step 1:** Access to Depositories' e-Voting system in case of Individual Unitholders.
- Step 2:** Access to KFintech e-Voting system in case of Non-Individual Unitholders.

Details on Step 1 are mentioned below:


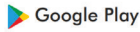


1. Login method for remote e-Voting for Individual Unitholders

As per SEBI circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on 'e-Voting facility provided by Listed Entities', individual demat account holders can access e-Voting facility and cast their vote, by way of single login credential, through their demat accounts / websites of Depositories or Depository Participants.

(I) Login method for remote e-Voting for Individual Unitholders through Depositories

NSDL	CDSL
<p>1. Existing IDeAS Users</p> <p>(i) Visit URL: https://eservices.nsdl.com</p> <p>(ii) On e-Services home page, Click on the "Beneficial Owner" icon under "Login" under 'IDeAS' section and enter your existing user ID and Password.</p> <p>(iii) Post successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" and you will be able to see e-Voting page.</p>	<p>1. Users who have opted for Easi/ Easiest</p> <p>(i) Visit URL: www.cdslindia.com</p> <p>(ii) Click on login icon & New System Myeasi Tab.</p> <p>(iii) Login with your existing registered user ID and password. Upon login, option will be made available to reach e-Voting page without any further authentication.</p> <p>(iv) Post successful login, you will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by company.</p>



NSDL	CDSL
<p>(iv) Click on company name or e-Voting service provider i.e. KFintech and you will be redirected to e-Voting service provider website for casting the vote during the remote e-Voting period.</p>	<p>(v) On clicking the e-Voting option, you will be able to see e-Voting page of the e-Voting service provider i.e. KFintech for casting the vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p>
<p>2. Users not registered for IDeAS e-Services</p> <p>(i) To register, click on link: https://eservices.nsd.com</p> <p>(ii) Select "Register Online for IDeAS" or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>(iii) Proceed with completing the required fields.</p> <p>(iv) Follow steps given in point no. 1</p>	<p>2. User not registered for Easi/Easiest</p> <p>(i) Option to register is available at http://www.cdslindia.com</p> <p>(ii) Click on login & New System Myeasi Tab and then click on registration option.</p> <p>(iii) Proceed with completing the required fields.</p> <p>(iv) Follow the steps given in point no. 1</p>
<p>3. Users may alternatively vote by directly accessing the e-Voting website of NSDL</p> <p>(i) Open URL: https://www.evoting.nsd.com/</p> <p>(ii) Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/ Member' section.</p> <p>(iii) A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen.</p> <p>(iv) Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. KFintech and you will be redirected to e-Voting service provider website for casting the vote during the remote e-Voting period.</p>	<p>3. Users may alternatively vote by directly accessing the e-Voting website of CDSL</p> <p>(i) Visit URL: www.cdslindia.com</p> <p>(ii) Login with your demat Account Number and PAN No.</p> <p>(iii) System will authenticate user by sending OTP on registered Mobile & E-mail as recorded in the Demat Account.</p> <p>(iv) Post successful authentication, you will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>4. Unitholders can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.</p> <div style="border: 1px solid black; padding: 5px; text-align: center;"> <p>NSDL Mobile App is available on</p> <p>   </p> <div style="display: flex; justify-content: space-around;">   </div> </div>	
<p>(II) Login method for remote e-Voting for Individual Unitholders through Depository Participants ("DP")</p> <ol style="list-style-type: none"> 1. Login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-Voting facility. 2. Upon Logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. 3. Click on Company name or e-Voting service provider i.e. KFintech and you will be redirected to e-Voting service provider (i.e. KFintech) website for casting the vote during the remote e-Voting period. 	
<p>Important note: Unitholders who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at above mentioned websites.</p>	

Helpdesk for Individual Unitholders for any technical issues related to login through Depository i.e., NSDL and CDSL is as under:

Login type	Helpdesk details
Units held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022 4886 7000 and 022 2499 7000 In case of any query and/ or grievance, in respect of voting by electronic means, Unitholders may refer to 'Help/FAQs' section of https://www.evoting.nsdl.com/
Units held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at +91 22 2305 8738 or +91 22-2305 8542-43 or 1800 22 55 33 In case of any query and/ or grievance, in respect of voting by electronic means, Unitholders may refer to 'Help' section of https://www.evotingindia.com/

Details on Step 2 are mentioned below:

2. Login method for remote e-Voting for Non-Individual Unitholders

- A. Unitholders whose email IDs are registered with Depositories/Depository Participant(s)**, will receive an email from KFintech which will include details of e-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:
- (i) Launch internet browser by typing the URL: <https://evoting.kfintech.com/>
 - (ii) Enter the login credentials (i.e. User ID and Password). In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-Voting, you can use your existing User ID and password for casting the vote.
 - (iii) After entering these details appropriately, click on "LOGIN".
 - (iv) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, email ID etc., on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
 - (v) You need to login again with the new credentials.
 - (vi) On successful login, the system will prompt you to select the "EVEN" i.e., "**POWERGRID Infrastructure Investment Trust**" and click on "Submit".
 - (vii) On the voting page, enter the number of units (which represents the number of votes) as on the cut-off date under "FOR/AGAINST" or alternatively, you may partially enter any number in "FOR" and partially "AGAINST" but the total number in "FOR/ AGAINST" taken together shall not exceed your total unitholding as mentioned herein above. You may also choose the option "ABSTAIN". If Unitholder does not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the units held will not be counted under either head.
 - (viii) Unitholders holding multiple folios/ demat accounts shall choose the voting process separately for each folio/ demat accounts.
 - (ix) Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as Abstained.
 - (x) You may then cast your vote by selecting an appropriate option and click on "Submit".
 - (xi) A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution(s), you will not be allowed to modify your vote. During the voting period, Unitholders can login any number of times till they have voted on the Resolution(s).
 - (xii) Institutional Unitholders (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF/ JPG format) of the



Board Resolution/ Authority Letter etc., together with attested specimen signature(s) of the duly authorised representative(s), who is/ are authorised to vote, to the Scrutinizer by email to savitajyotiassociates05@gmail.com with a copy marked to evoting@kfintech.com . The scanned image of the above-mentioned documents should be in the naming format “**Corporate Name EVENT No.**”

B. Unitholders whose email IDs are not registered with Depositories / Depository Participants(s):

In case of Unitholders who have not registered their e-mail address or become a Unitholder of the PGInvIT after dispatch of AM Notice but on or before the cut-off date for e-Voting, he/she may obtain the User ID and Password in the manner as mentioned below:

- a. If the mobile number of the Unitholder is registered against DP ID Client ID, the Unitholder may send SMS: MYEPWD<space>E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399.
 - i. Example for NSDL - MYEPWD<space>IN12345612345678,
 - ii. Example for CDSL - MYEPWD<space>1402345612345678,
- b. If e-mail address or mobile number of the Unitholder is registered against Folio No./DP ID Client ID, then on the home page of <https://evoting.kfintech.com>, the Unitholder may click “Forgot Password” and enter Folio No. or DP ID Client ID and PAN to generate a password.
- c. KFintech shall endeavour to send User ID and Password to those new Unitholders whose e-mail ids are available.

In case of any query and/ or grievance, in respect of voting by electronic means, Unitholders may refer to

- the ‘Help’ & ‘Frequently Asked Questions’ (FAQs) and e-Voting user manual available at the ‘Downloads’ section of <https://evoting.kfintech.com> OR
- may contact to Mr. Raju S.V, Dy. Vice President of M/s. KFin Technologies Limited, Selenium, Tower B, Plot No-31 & 32, Financial District, Nanakramguda, Serilingampally, Rangareddy, Hyderabad, Telangana - 500032, India OR
- e-mail at einward.ris@kfintech.com or evoting@kfintech.com or call KFintech’s toll free No. 1800-309-4001 for any further clarifications.

(II) Instructions for Unitholders for e-Voting during the AM session:

Those Unitholders, who are present in the Meeting through VC and have not cast their vote on resolutions through remote e-Voting, can vote through e-Voting at the Meeting. The Unitholders may vote through the Insta Poll facility that will be made available on the Meeting page (after you log into the Meeting). An icon, “Vote”, will be available on the Meeting Screen. Unitholders will be able to cast their vote by clicking on this icon, using the user ID and Password as communicated in the e-mail from KFintech as the credentials.

23. Instructions for the Unitholders for attending the AM through VC / OAVM:

- a. Unitholders will be provided with a facility to attend the AM through video conferencing platform provided by KFintech. Unitholders may access the same at <https://emeetings.kfintech.com/> and click on the “video conference” and access the shareholders/ members login by using the remote e-Voting credentials. The link for AM will be available in shareholder/members login where the EVENT and the name of PGInvIT can be selected.
- b. Please note that the Unitholders who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the Notice.
- c. Unitholders can participate in the AM through their desktops / smartphones / laptops etc. However, for better experience and smooth participation, it is advisable to join the meeting through desktops / laptops with high-speed internet connectivity.
- 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. The facility of joining the AM through VC will be opened 30 minutes before the scheduled start-time of the AM and will not be closed until the expiry of 15 minutes after such scheduled time.
- f. Unitholders who would like to express their views/ ask questions as a speaker at the AM may visit <https://emeetings.kfintech.com> and login through the User Id and Password provided in the mail received from KFintech. On successful login, select

'Speaker Registration', which will be opened from Saturday, June 22, 2024 to Monday, June 24, 2024. PGIInvIT reserves the right to limit the number of Unitholders asking questions depending on the availability of time at the AM. Due to limitations of transmission and coordination during the Q&A session, PGIInvIT has dispensed with the speaker registration during the AM.

- g. Unitholders who would like to post their questions may send their queries in advance by visiting at <https://emeetings.kfintech.com> and login through the User Id and Password provided in the e-mail received from KFintech. On successful login, select "Post your Questions", which will be opened from Saturday, June 22, 2024 to Monday, June 24, 2024. Please note that the Unitholders questions will be answered only if the Unitholder continues to hold the Units as of the cut-off date i.e. Wednesday, June 19, 2024.
- h. Unitholders who need assistance before or during the AM, can contact KFintech on evoting@kfintech.com or 1800-309-4001 (toll free) or contact Mr. Raju S.V, Dy. Vice President, KFintech through an e-mail request to einward.ris@kfintech.com or evoting@kfintech.com

Registered and Corporate Office and Contact Details of the Investment Manager

POWERGRID Unchahar Transmission Limited

CIN: U65100DL2012GOI246341

Registered Office:

B-9, Qutab Institutional Area, Katwaria Sarai, New Delhi – 110016

Corporate Office:

"Saudamini", Plot No. 2, Sector - 29, Gurgaon - 122001, Haryana

Tel: +91 124 282 3177

E-mail: investors@putl.in

Website: www.putl.in

Principal Place of Business and Contact Details of the Trust

POWERGRID Infrastructure Investment Trust

SEBI Registration Number: IN/InvIT/20-21/0016

Plot No. 2, Sector - 29, Gurgaon - 122001, Haryana

Compliance Officer: Ms. Anjana Luthra

Tel: +91 124 282 3177

E-mail: investors@pginvt.in

website: www.pginvt.in



EXPLANATORY STATEMENT

ITEM NO.1:

The Board of Directors of the Investment Manager to POWERGRID Infrastructure Investment Trust ("PGInvIT") being POWERGRID Unchahar Transmission Limited (the "Investment Manager") at its meeting held on May 22, 2024 has approved the audited standalone financial statements and audited consolidated financial statements of PGInvIT for the financial year ended March 31, 2024 together with the report of the auditors thereon; and the Annual Report on the activities and performance of PGInvIT for the financial year ended March 31, 2024.

Pursuant to Regulation 22(3)(b)(i) of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended or supplemented including any applicable circulars, notifications, guidelines and clarifications issued thereunder from time to time and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force, the latest annual accounts and performance of PGInvIT are required to be approved and adopted by the Unitholders.

None of the directors or key managerial personnel (or their relatives) of the Investment Manager are interested in the aforesaid resolution.

The Board of Directors of the Investment Manager recommends passing of the resolution set forth in Item No. 1 by way of simple majority (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

ITEM NO.2:

The Board of Directors of the Investment Manager to POWERGRID Infrastructure Investment Trust ("PGInvIT") being POWERGRID Unchahar Transmission Limited (the "Investment Manager") at its meeting held on May 22, 2024 has approved the Valuation Report dated May 14, 2024, as prepared by the Independent Valuer - M/s. INMACS Valuers Private Limited, bearing registration number IBBI/RV-E/02/2021/141, for the valuation of the Special Purpose Vehicle (SPVs) of PGInvIT as at March 31, 2024.

Pursuant to Regulation 22(3)(b)(i) of the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014, as amended or supplemented including any applicable circulars, notifications, guidelines and clarifications issued thereunder from time to time and other applicable rules and regulations, if any, including any statutory modifications, amendments or re-enactments thereof for the time being in force, the latest valuation report is required to be approved and adopted by the Unitholders.

None of the directors or key managerial personnel (or their relatives) of the Investment Manager are interested in the aforesaid resolution.

The Board of Directors of the Investment Manager recommends passing of the resolution set forth in Item No. 2 by way of simple majority (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

ITEM NO.3:

Pursuant to the bidding process, M/s INMACS Valuers Private Limited ("INMACS"), was selected for appointment as valuer to POWERGRID Infrastructure Investment Trust ("PGInvIT") for a period of two consecutive financial years commencing from FY2022-23 upto FY2023-24. Subsequently, based on recommendation of the Audit Committee and further approval of Board of Directors of the Investment Manager to PGInvIT being POWERGRID Unchahar Transmission Limited ("the Investment Manager"/"PUTL") and in consultation with IDBI Trusteeship Services Limited (the Trustee to PGInvIT), M/s. INMACS Valuers Private Limited ("INMACS") was appointed as the Valuer of PGInvIT for two financial years being FY2022-23 and FY2023-24 with the approval of unitholders of PGInvIT at the First Annual Meeting held on July 27, 2022, to carry out valuation of its Special Purpose Vehicles (SPVs) and other valuations in accordance with the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 at the remuneration as detailed hereunder:

S. No.	Particulars	Remuneration
(i)	For full valuation per SPV at fiscal year-end and/or Valuation of new asset(s) for acquisition purpose.	Rs 49,000/- for each SPV per instance/acquisition
(ii)	For Quarterly (as applicable)/Half Yearly Valuation	60% of remuneration under Sr. no.(i) above on each instance per SPV
(iii)	Acquisition of balance residual equity stake in the existing SPVs (except Vizag Transmission Limited*) and any new SPVs that may be acquired by PGInvIT in future.	20% of remuneration under Sr. no.(i) above on each instance per SPV
(iv)	Acquisition of additional revenue accrued due to Change in Law.	10% of remuneration under Sr. no. (i) above per SPV

*formerly POWERGRID Vizag Transmission Limited

The above Remuneration is inclusive of all charges except applicable GST, which shall be paid extra as applicable.

The bidding and terms and conditions of appointment for selection of valuer of PGInvIT contained a provision for extension of term of appointment of Valuer for a further period of two financial years on the same terms and conditions subject to compliance of Securities and Exchange Board of India

(Infrastructure Investment Trusts) Regulations, 2014. Based on INMACS's performance, the Board of Directors of the Investment Manager to PGInvIT being PUTL, in consultation with IDBI Trusteeship Services Limited (the Trustee to PGInvIT) and on the recommendation of the Audit Committee at its meeting held on May 22, 2024 and subject to approval of Unitholders of PGInvIT, has approved the appointment of INMACS as Valuer of PGInvIT for a further period of two consecutive financial years commencing from FY 2024-25 upto FY 2025-26 at the same remuneration as detailed above.

Brief profile of INMACS Valuers Private Limited is set out below:

INMACS Valuers Private Limited (INMACS), a global valuation firm, offers solutions for different kinds of valuation requirements. Being an IBBI registered valuer INMACS (IBBI Reg. No.: IBBI/ RV-E/02/2021/141 – all asset classes) ensures to cover all valuation requirements from legal and compliance perspective.

Headquartered at Delhi, INMACS is well equipped to provide end to end valuation solutions across all asset classes including valuation of equity, business, brands, intangibles, complex securities, plant & machinery, land & building (civil as well as infrastructural/ turnkey projects/ Power projects) and all other assets and has more than 10 years' of experience in carrying out such valuations. INMACS team possesses diversified professionals being CFA, CA, CS, MBA, Registered Valuers, Engineers, LLB from premier institutions.

None of the directors or key managerial personnel (or their relatives) of the Investment Manager are interested in the aforesaid resolution.

The Board of Directors of the Investment Manager recommends the resolution set forth in Item No. 3 of Notice, by way of simple majority (i.e. where the votes cast in favour of the resolution are required to be more than the votes cast against the resolution).

For POWERGRID Infrastructure Investment Trust (PGInvIT)

By Order of the Board

POWERGRID Unchahar Transmission Limited

(as the Investment Manager to PGInvIT)

Date: May 31, 2024

Place: Gurgaon

Sd/-

Anjana Luthra

Company Secretary and Compliance Officer

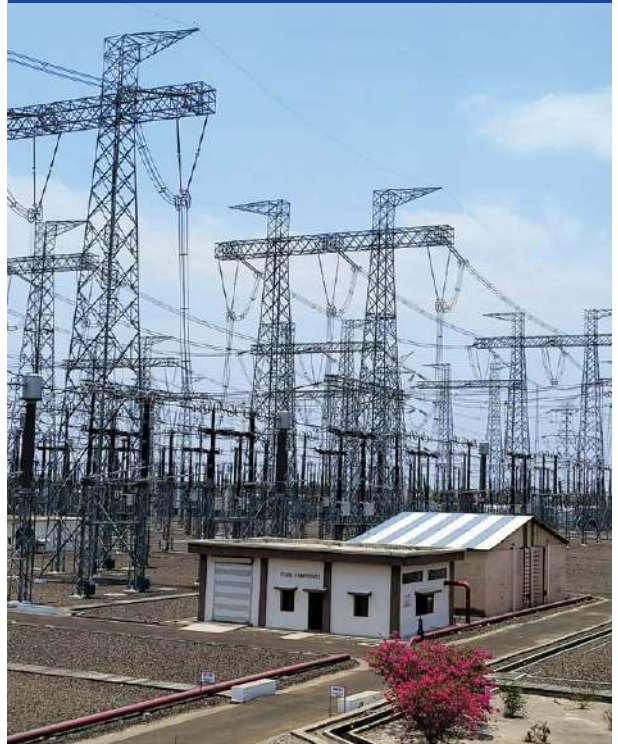
THE **POWER** OF ASSETS + ASSURANCE + ADVANTAGE



Vizag Transmission Limited



**POWERGRID Parli
Transmission Limited**

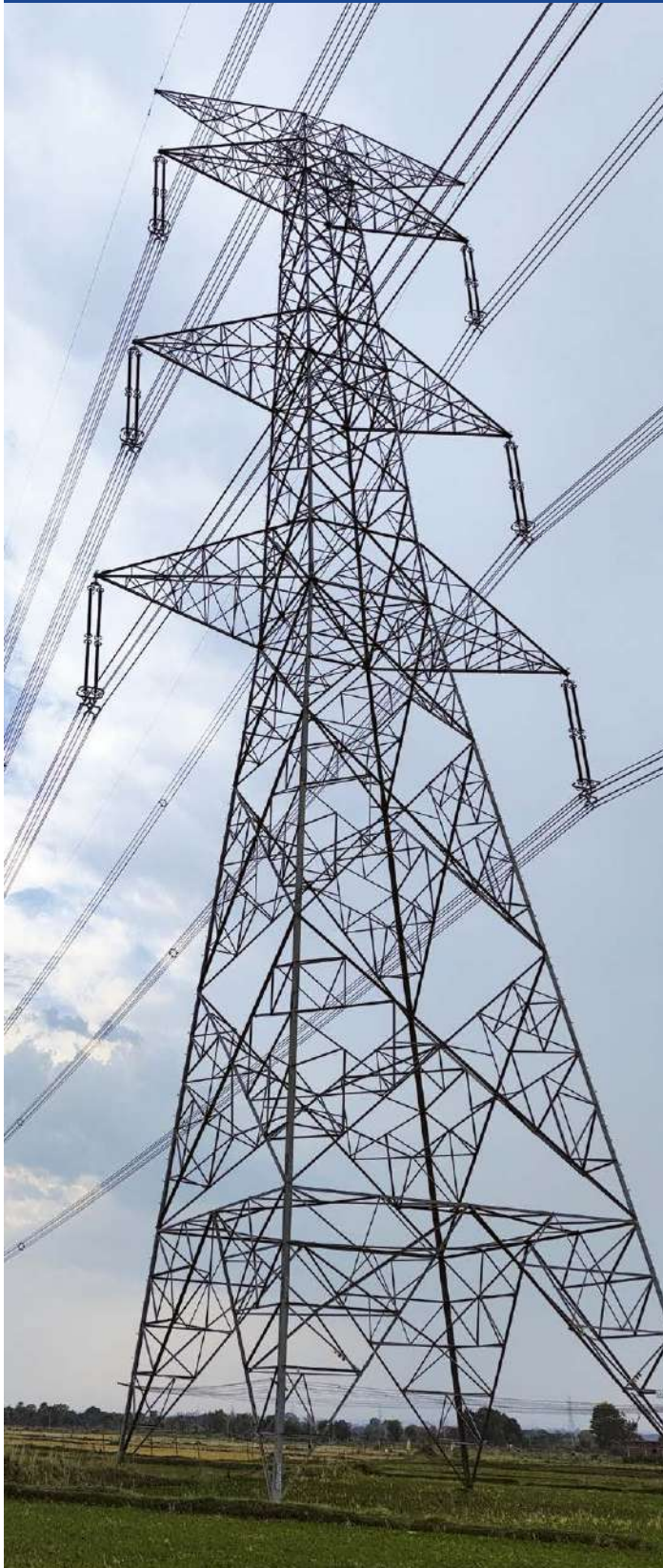


**POWERGRID Kala Amb
Transmission Limited**



**POWERGRID Warora
Transmission Limited**





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See this report online at
<https://www.pginvit.in>

THE POWER OF

ASSETS ⚡ ASSURANCE ⚡ ADVANTAGE

The Indian economy is advancing steadily, reflecting a substantial increase in the country's energy demands. The power sector is witnessing a transformative phase, marked by increasing reliance on non-fossil fuels, government policies enhancing energy access and domestic manufacturing, and efforts to improve the financial health of the distribution sector. With a focus on sustainability and energy security, it is essential to have a reliable power sector from generating stations to the end consumer. The nation's energy transition is further supported by robust power transmission infrastructure, which is essential for the integration of renewable energy sources. The transmission sector, crucial for the overall operations of the power sector, is expected to draw significant investments up to and beyond 2030 to facilitate this energy transition.

The Government of India is actively developing mechanisms to fund substantial capital expenditures through the monetisation of operational public assets, utilising innovative structures like Infrastructure Investment Trusts (InvITs). These trusts have rapidly become popular among global and domestic institutional investors due to their secure investment opportunities in Indian infrastructure.

Power Grid Corporation of India Limited (POWERGRID), a Maharatna CPSE and one of the largest transmission utilities globally, established PGIInvIT. This was the first asset monetisation through an InvIT by a CPSE in India, marked by its landmark IPO in 2021. Through this IPO, PGIInvIT acquired five operating transmission assets from POWERGRID.

PGIInvIT is committed to owning, constructing, operating, maintaining, and investing in India's power transmission assets as an InvIT, aiming to provide stable and visible returns to its Unitholders. It is uniquely positioned to leverage its AAA – ASSETS with a strong operational track record, long-term ASSURANCE of revenue with minimal regulatory risk, and strategic ADVANTAGE of visible cash flows and low leverage. This strategic positioning enhances its attractiveness as a monetisation vehicle and value-creation entity.



ASSETS

5 operational and revenue-generating Inter-State Transmission System (ISTS) assets having sound operational track record maintaining high availability, reliability and safety.



ASSURANCE

Assets implemented under Tariff-Based Competitive Bidding (TBCB) mechanism on Build - Own - Operate – Maintain (BOOM) basis, with a 35-year contract period and minimal risk of regulatory reset of transmission charges backing of India's largest transmission utility as Sponsor and Project Manager



ADVANTAGE

- Availability-based Fixed tariffs pursuant to long-term TSAs – High visibility on cash flows
- Low leverage – Debt-funded acquisition strategy for upcoming acquisition opportunities
- Growth Opportunity – Large-scale investments in power transmission to create acquisition opportunities

Key performance indicators, FY 2023-24

₹ 13,027.22 million
Total Consolidated Income

₹ 10,977.63 million
Net distributable cash flows

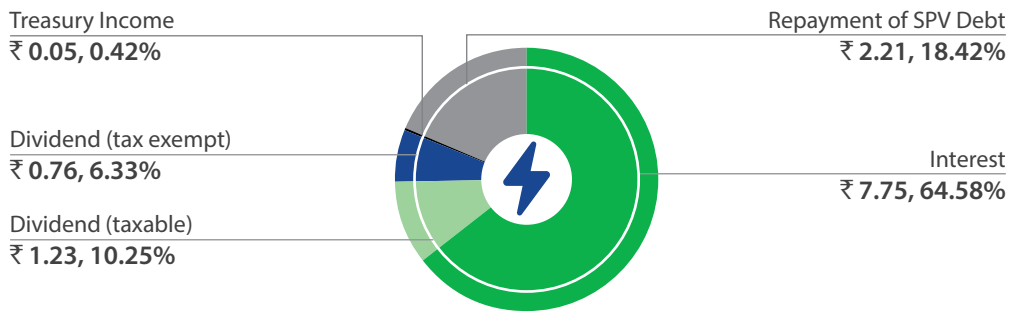
₹ 10,919.99 million
Distributions

₹ 12
Distribution per unit

> 99.75%
Average availability
of each SPV

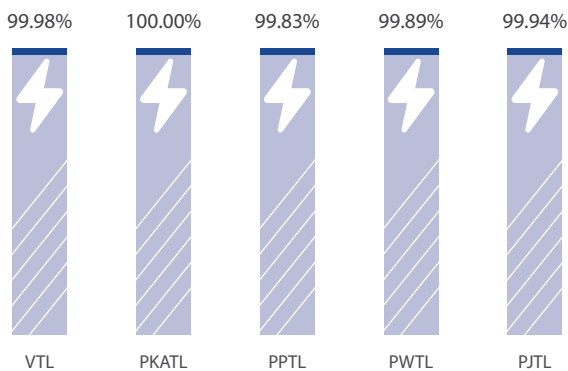
0.26%
Net Debt to AUM

Distribution break-up in FY 2023-24



OPERATIONAL PERFORMANCE FY 2023-24

Operating above targeted availability across assets



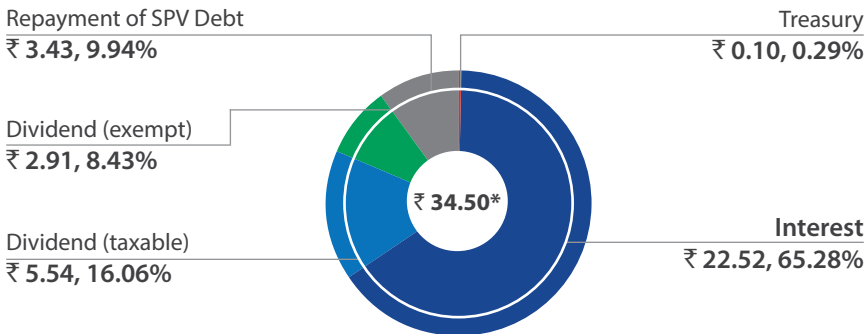
7.62%
Operating expenses to total
income

Zero-accident
Accident-free operations

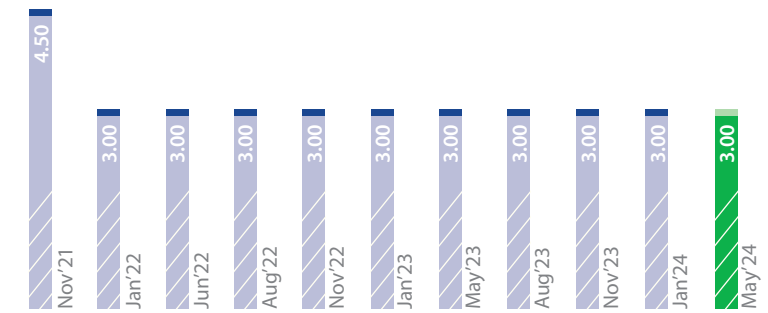
Except VTL, data is provisional.



TOTAL DISTRIBUTION DECLARED SINCE LISTING (₹ PER UNIT)



₹ 12 per unit
Distribution guidance for FY 2024-25



₹ 34.50
Distribution per unit

(* including ₹ 3.00 declared on May 22, 2024)

Chairman's Message

Dear Unitholders,

It is with great pleasure that I present to you the third Annual Report of PGINVIT, the InvIT established by POWERGRID, a Maharatna, Central Public Sector Enterprise. PGINVIT aims to propel investment-led growth while providing both the general public and institutional investors with opportunities to engage in and benefit from the fast expanding infrastructure sector of India. I am pleased to report that since our listing in May 2021, PGINVIT has consistently delivered stable distributions to its unitholders.



During FY 2023-24, we announced a distribution of ₹ 12 per unit, successfully meeting our annual guidance. This was supported by the sound operational performance of our underlying assets. Since our listing, we have made a total of 11 distributions, cumulatively amounting to ₹ 34.50 per unit distributed to our Unitholders including distribution declared on May 22, 2024.

Leveraging the power of AAA

PGInvIT initially acquired five power transmission SPVs from POWERGRID following its initial public offering. These assets are fully operational and generate revenue, with a solid operational track record and an average availability above the normative availability of 98% since the start of operations. The assets have a 35-year contract period under the Tariff-Based Competitive Bidding (TBCB) mechanism and have the backing of POWERGRID, serving as both Sponsor and Project Manager. Additionally, the advantage of availability-based tariffs provide high visibility on cash flows and mitigate regulatory uncertainty. Leveraging the power of AAA - Assets, Assurance, and Advantage, PGINVIT is dedicated to create value for its Unitholders.

Importance of sustainability

Sustainability forms the cornerstone of our operations. Under the guidance of our Project Manager, we are integrating ESG best practices into the operations of

our SPVs, showcasing our commitment as responsible corporate citizen. We have a strong corporate governance framework and well-defined policies related to transactions with related parties, distribution, and borrowing, aligned with InvIT Regulations, to safeguard the interests of our Unitholders.

Strategic priorities for the future

The power transmission sector is poised to capitalize on the economic growth cycle, with increasing investments in the coming years. As per CTU's Rolling Plan for 2028-29, it is estimated that transmission projects worth ₹ 95,997 crore. are under construction and ₹ 1,98,645 are under planning/bidding/approval. This investment will be largely facilitated through the competitive bidding process, presenting significant acquisition opportunities for an investment vehicle like PGINVIT. We expect to complete the acquisition of the remaining 26% equity shareholding from our Sponsor in four of our SPVs. We are engaging with state governments regarding the monetization of their operational power transmission assets following the Ministry of Power's guidelines. We are also prepared for any monetization made by our Sponsor through InvIT.

Leveraging its unique strengths, along with top credit ratings and the trust of investors and lenders, PGINVIT is strategically positioned to capitalize on emerging acquisition opportunities.

This underscores our dedication to delivering value to our Unitholders.

Gratitude and Appreciation

I extend my sincere gratitude to the Government of India and SEBI for their initiatives in establishing investment vehicles like InvITs and for providing a robust regulatory and taxation framework. Their efforts have greatly facilitated the development and success of PGINVIT.

I am deeply thankful to the colleague Board members for their insightful guidance, to the management team for their strategic leadership, and to all our employees for their exceptional commitment and hard work. I would like to express my appreciation to the Project Manager for the excellent management of our assets and extend my heartfelt thanks to our Trustee for its continued support.

Most importantly, I am profoundly appreciative of the unitholders of PGINVIT. Your ongoing trust and confidence in our vision and operations drives us forward. We are committed to rewarding your faith and look forward to your continued support as we strive to create lasting value.

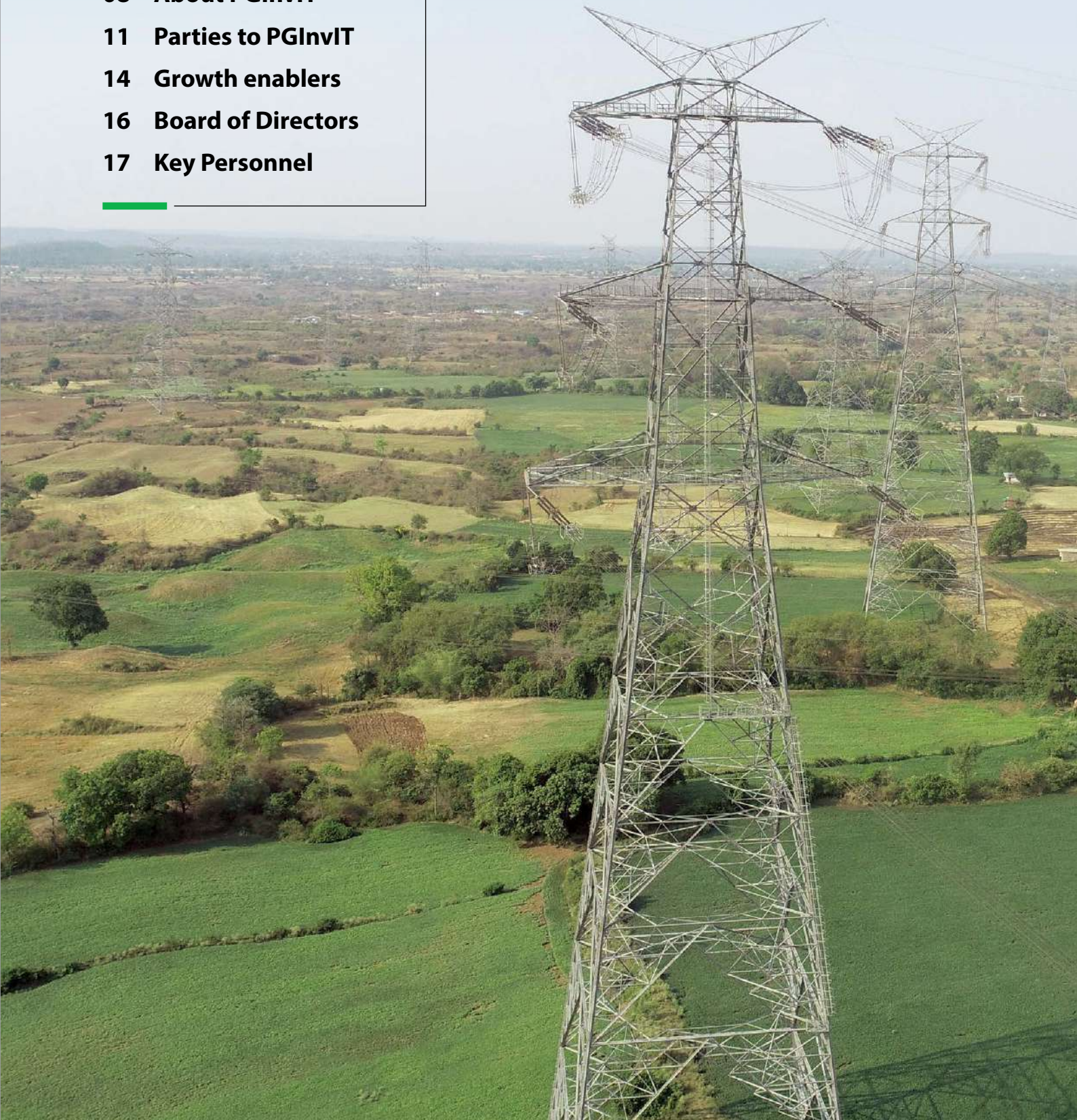
Yours Sincerely,

Abhay Choudhary

Chairman

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About PGIInvIT

India's first InvIT sponsored by Maharatna CPSE

PGInvIT is an Infrastructure Investment Trust (InvIT) designed to own, construct, operate, maintain, and invest in assets in India's burgeoning power and power transmission sector.

As the first InvIT established by a government entity, POWERGRID – a Maharatna CPSE under the Ministry of Power, Government of India – we benefit from the backing of the nation's largest power transmission operator. This, combined with favourable regulations and a strong financial standing, positions us as a potent investment vehicle. Our strategic placement allows us to leverage the extensive opportunities arising from India's expanding power transmission sector and the government's asset monetisation initiatives. With our robust infrastructure and expert management, PGIInvIT is uniquely equipped to support and capitalise on India's energy sector growth, offering investors stable and attractive returns while contributing to the nation's sustainable development goals.

OUR VISION



To achieve a focussed business model with productive and operational efficiency to enhance returns



To capitalise on value accretive growth through acquisitions and non-transmission revenues



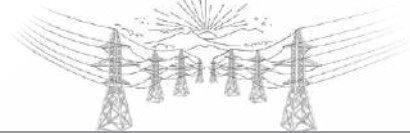
To optimise transmission assets through an efficient capital structure

OUR PROFILE

PGInvIT was established under the Indian Trusts Act, 1882, on September 14, 2020, and subsequently registered as an Infrastructure Investment Trust (InvIT) under the SEBI InvIT Regulations on January 7, 2021. Our units were publicly listed on the National Stock Exchange of India Limited (NSE) and the BSE Limited (BSE) after a successful public issue in May 2021.

Following our IPO, we acquired a 74% equity shareholding in five operational power transmission Special Purpose Vehicles (SPVs) from POWERGRID, with agreements to secure the remaining equity after the stipulated lock-in period. In March 2022, we acquired the remaining 26% shareholding in VTL. The other four SPVs will be taken up in FY 2024-25.

Our portfolio comprises five SPVs that were established under the TBCB mechanism, each bound by long-term TSAs. These agreements mitigate operational risks and ensure reliable and stable cash flows. We benefit from fixed tariffs and can earn additional incentives by maintaining over 98% availability. This operational model positions us strongly to provide consistent returns and distributions to our Unitholders, aligning with our strategic goal of offering stable and attractive investment opportunities in India's power transmission sector.



AT A GLANCE

5 TBCB

SPVs

₹ 84.70 billion

Enterprise Value

3,698.59 ckm

11 transmission lines

6,630 MVA

Total transformation capacity of 3 substations

AAA Rated

By ICRA, CARE and CRISIL

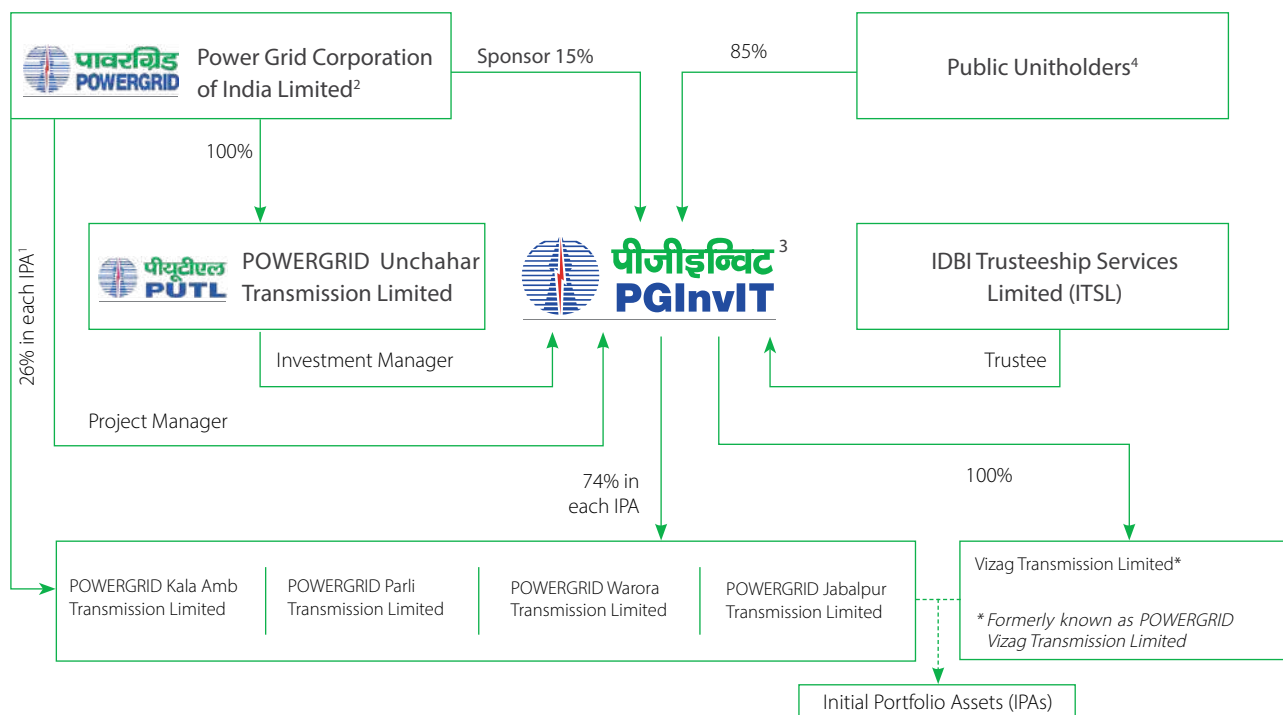
1,955.66 km

Optical Ground Wire

28+ years

Average residual life of Transmission Service Agreements (TSAs)

OUR STRUCTURE



1 Balance 26% equity shareholding has become eligible for acquisition in a phased manner, following the expiry of the lock-in conditions under the TSA: PKATL (July 2022), PPTL (June 2023), PWTL (July 2023), and PJTL (January 2024)

2 Holds 136.5 million units

3 Total 910.0 million units

4 Hold 773.5 million units

OUR OPERATING MODEL#



The InvIT Assets shall distribute at least 90% of their Net Distributable Cash Flows (NDCF) to the Trust



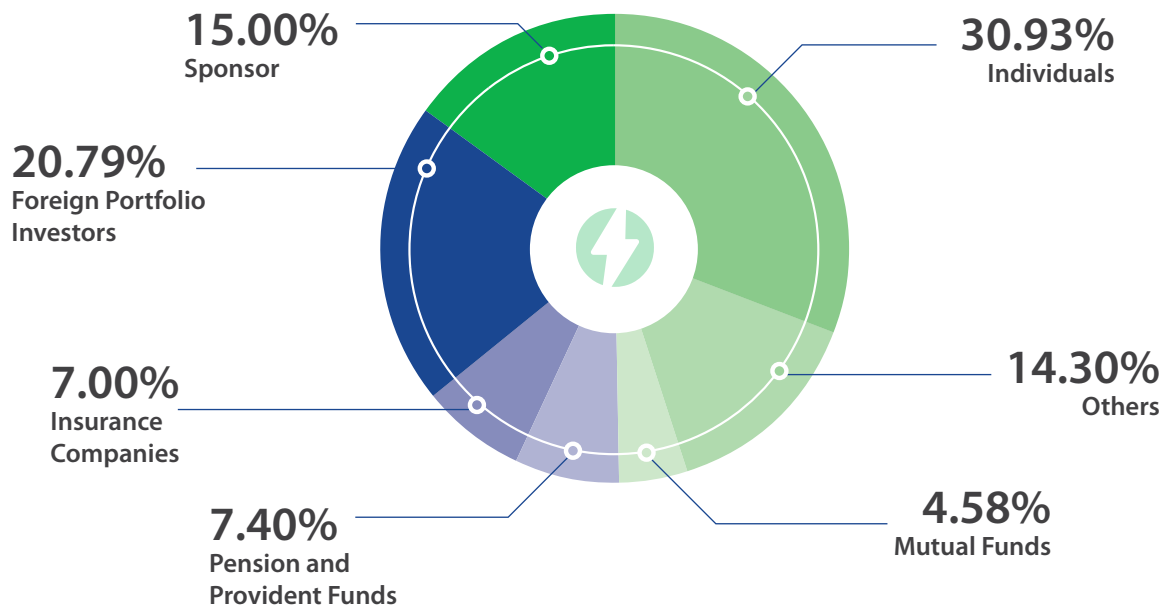
The Trust shall distribute at least 90% of the Distributable Income to the Unitholders at least once every quarter

till 31.03.2024

TRUSTED BY UNITHOLDERS

PGInvIT has a unitholder base of over 160,000, making it one of the largest among public Infrastructure Investment Trusts (InvITs) in India. This substantial figure is a testament to our strong reputation, robust business model, and commitment to delivering value, which have collectively garnered the trust and confidence of a diverse investor base. Our sponsor, POWERGRID, holds 15% of the units, which are subject to a lock-in period of three years from the date of listing, in accordance with InvIT regulations. POWERGRID continues to hold 15% of units of PGInvIT and the same underscores our sponsor’s commitment to our long-term success and stability, enhancing investor confidence in our operational and financial governance.

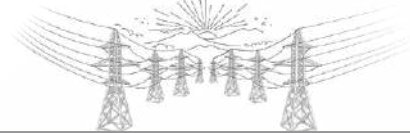
Unitholding Pattern (Total Outstanding Units: 910 million)



MARQUEE INVESTORS

CPP Investments	SBI Pension Funds (P) Ltd.	Tata AIG Insurance	Aditya Puri	Capital Group
HDFC Mutual Fund	Tata AIA Life	Vanguard	Utilico	ICICI Lombard General Insurance

(As on March 31, 2024)



Parties to PGINVIT

The dynamic stakeholders who shape our journey

PGINVIT's excellence is bolstered by the expertise and market leadership of prestigious entities that serve as our stakeholders. Their extensive experience provides a formidable foundation that empowers us to make strategic decisions that align with the best interests of our esteemed Unitholders.

SPONSOR AND PROJECT MANAGER



POWER GRID CORPORATION OF INDIA LIMITED

Our Sponsor, POWERGRID, is a Maharatna Central Public Sector Enterprise (CPSE) under the Ministry of Power, Government of India, and is publicly listed on the NSE and BSE. It is one of the world's largest transmission companies, involved in the design, financing, construction, operation, and maintenance of power transmission projects across India. In addition to its core operations, POWERGRID offers transmission and distribution consultancy services and has a presence in 23 countries. POWERGRID through its subsidiary also operates in the Indian telecom infrastructure sector.

The success of POWERGRID is supported by its robust leadership team, comprising highly experienced and professional government-appointed directors who bring strategic insight from industry and social connections. This leadership is pivotal in guiding the Company's overall strategic direction. The management team, with their deep domain knowledge in technical and financial aspects of the transmission business, plays a crucial role in POWERGRID's ability to successfully negotiate, structure, and finance power transmission investments.

The strengths and capabilities of POWERGRID provide PGINVIT with a significant competitive advantage, enhancing our operational efficiency and enabling us to maintain strong industry relationships. This backing is instrumental in our pursuit to optimise value creation and service excellence in the power transmission sectors.

POWERGRID Our Strengths

51.34%

GoI Shareholding

Largest¹

transmission company in India

3rd Rank²

Profit Making CPSE

Prestigious listings

NSE 50
BSE Sensex
Various ESG indices

Fastest growing³

electric utility in Asia Pacific Rim region for 8 successive years

>83%⁴

share in India's cumulative inter-regional power transfer capacity

Highest⁵

market share in Inter State Transmission System projects under TBCB mechanism

Certifications

PAS 99:2012
Integrated Common
Management System

ISO 14001:2015
Environmental
Management System

SA 8000:2014
Social Accountability
System

ISO 27001:2013
Information Security
Management System

ISO 9001:2015
Quality Management
System

ISO 45001:2018
Occupational Health and
Safety Management System

ISO 50001:2018
Energy Management
System

¹ In transmission lines length ckm | ² As per DPE(GoI) PE Survey 2022-23 | ³ According to Platts Top 250 Global Energy Company Rankings | ⁴ As per POWERGRID Q4 FY 2023-24 Investor Presentation | ⁵ Based on CEA Report for March 2024

POWERGRID: Mapping progress and performance

1,77,699 ckm
>1,500 Transmission lines

5,27,446 MVA
278 Substations

99.85%
Availability of transmission system in FY 2023-24

18
Operational TBCB projects
(13 ISTS; 5 InSTS)

24
Under construction
ISTS project

32+ years
Experience in establishment and O&M of power transmission systems

ROLE AND RESPONSIBILITY

As Sponsor

- Set up the InvIT
- Execute Trust Deed with Trustee


As Project Manager
To enter into a Project Implementation and Management Agreement to operate, maintain and manage PGInvIT Assets

- Implementation, development, routine operation and maintenance (O&M) and preventive maintenance of IPAs along with providing required tools and plants
- Billing and collection, administrative function, procurement, legal support, regulatory support and engineering services
- Breakdown rectification works
- Provide emergency restoration system on demand, subject to availability
- Comply with various regulations and standards
- Ensure a safe and healthy working environment with socially acceptable practices

Note:

- The roles and responsibility are indicative. Detailed roles and responsibilities are in accordance with applicable InvIT Regulations
- There has been no change in the Sponsor and Project Manager during the period



INVESTMENT MANAGER



POWERGRID UNCHAHAR TRANSMISSION LIMITED (PUTL)

PUTL, a wholly-owned subsidiary of POWERGRID has been engaged in the power transmission business since FY 2013-14. It owns and operates 106.74 ckm transmission project implemented under tariff based competitive bidding mechanism and has a sound track record of operational performance.

Role and responsibility

To enter Into Investment Management Agreement

- Managing the Trust and the Initial Portfolio Assets
- Setting strategic direction, including in relation to future acquisitions, divestment, or enhancement of assets
- Coordinating with Trustee for various operations
- Conducting business efficiently in the best interest of the Unitholders
- Maintaining proper books of accounts, documents and records and ensuring audits

Note

- There has been no change in the Investment Manager during the period.
- There has been no erosion in the networth of the Investment Manager during the period

TRUSTEE

IDBI TRUSTEESHIP SERVICES LIMITED (ITSL)

IDBI Trusteeship Services Limited is a trusteeship company registered as a debenture trustee under the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993. It was established on February 14, 2017, and is promoted by IDBI Bank, Life Insurance Corporation and General Insurance Corporation. It offers trusteeship services to corporates across diverse industries, domestic and foreign banks and financial institutions.

Role and responsibility

To execute Trust Deed with Sponsor

- Ensuring that business activities and investment policies comply with the provisions of the SEBI InvIT Regulations, including the distribution of dividends and voting
- Appointing Investment Manager and Project Manager in accordance with the SEBI InvIT Regulations and applicable law
- Monitoring the activities of Investment Manager (in terms of the Investment Management Agreement) and Project Manager (in terms of the Project Implementation and Management Agreement)
- Provide SEBI and stock exchanges, such information as sought by them

Note

- There has been no change in the Trustee during the period

The roles and responsibility are indicative. Detailed role and responsibilities are in accordance with applicable InvIT Regulations

Growth enablers

Designed to facilitate long-term success and continuous value delivery



STRONG PROMOTER BACKING

Our sponsor and project manager, POWERGRID, brings over 32 years of extensive expertise in power transmission and has strong credentials in the TBCB mechanism, which provides us with a significant competitive edge. Awarded the prestigious Maharatna status, POWERGRID enjoys strategic and operational flexibility along with enhanced financial autonomy in investment decisions. This status is critical as it plays a pivotal role in the Government of India's ambitious vision to strengthen the nation's power sector.

Benefit to PGIInvIT: By leveraging POWERGRID's expertise in operation and maintenance (O&M) of transmission systems, PGIInvIT achieves high operational efficiency across our Initial Portfolio Assets (IPAs). Additionally, POWERGRID's role as our sponsor underscores its commitment to our trust. This commitment not only ensures stability and confidence in our operations but also aligns with our strategic goals to enhance value and ensure steady growth for our Unitholders.

32+ years
of expertise brought
in by POWERGRID



STEADY CASH FLOWS

India's power transmission segment is governed by a robust regulatory framework, which includes provisions for an availability-based payment structure, minimal counterparty risk, and a comprehensive payment security mechanism. These regulations ensure that the operational risks are significantly mitigated, thereby maintaining the integrity and financial stability of the power transmission operations.

Benefit to PGIInvIT: PGIInvIT benefits from these favourable regulatory conditions, resulting in lower operational risks and sustained healthy cash flows. Each asset within our portfolio is backed by long-term TSAs that span 35 years, providing extended visibility and stability in our cash flows. Moreover, these agreements include incentives for maintaining availability levels above targeted thresholds, which not only encourages optimal operational performance but also enhances the quantum of cash flows. This regulatory environment and structured incentive system enhances our ability to deliver consistent and attractive returns to our Unitholders.

28+ years
Average remaining
life of assets providing
cash flow visibility



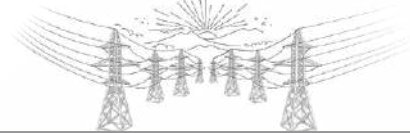
ROBUST FINANCIALS

We maintain a robust financial position, as is evident in our balance sheet. Our low leverage provides significant flexibility, allowing us to pursue a debt-funded acquisition and growth strategy without compromising the interests of our Unitholders. Furthermore, a high credit rating, coupled with strong liquidity, enables us to secure funding at competitive interest rates.

Benefit to PGIInvIT: This financial advantage not only aids in our strategic expansion but also ensures that we can capitalise on investment opportunities efficiently while maintaining financial health and delivering consistent returns to our investors.

0.26%
Net Debt to AUM as on
March 31, 2024

AAA
Credit rating from ICRA,
CARE and CRISIL



GEARED TO CAPITALISE ON OPPORTUNITIES

The Government of India has encouraged state governments to monetise their state transmission assets to fund their respective infrastructure investments. Further, the ambitious National Monetisation Pipeline is designed to unlock the value of public assets through their monetisation to stimulate investment in the infrastructure sector. Under this initiative, our Sponsor, POWERGRID, has set specific annual targets for asset monetisation and has consistently achieved them. Infrastructure Investment Trusts (InvITs) like ours are recognised as a preferred mode of monetisation due to their structure and market presence.

Benefit to PGIInvIT: As a ready vehicle for asset monetisation, PGIInvIT offers a preferred route for various entities looking for efficient and reliable ways to monetise assets, owing to our short turnaround times and established investor base. The continued growth of the power transmission sector is expected to enhance the pipeline of available assets, which aligns perfectly with our acquisition-led growth strategy.

₹2.95 lakh crore

Investment up to FY 2028-29 in Power Transmission

(presently under planning/ bidding/approval/ construction as per CTU Rolling Plan 2028-29)



SUCCESSFUL TRACK RECORD

Our Project Manager has successfully leveraged its expertise to implement best-in-class operations and maintenance (O&M) and safety practices across all our Initial Portfolio Assets (IPAs).

Benefit to PGIInvIT: The adoption of operational best practices has led to our portfolio assets consistently operating above the targeted availability threshold of 98%, which not only secures steady revenues but also qualifies us for additional incentives. Moreover, since all our assets are within the regulated power transmission sector, they are characterised by low operating risks and minimal O&M expenditure.

98%+

Availability across all SPVs since their commercial operation



PROFICIENT INVESTMENT MANAGER

Our Investment Manager, POWERGRID Unchahar Transmission Limited (PUTL), possesses extensive management and operational experience in power transmission, bringing a wealth of knowledge and expertise to our operations.

Benefit to PGIInvIT: PUTL's professional expertise empowers PGIInvIT to make prudent investment decisions and manage our assets efficiently. They implement a robust corporate governance framework, which includes comprehensive policies for related-party transactions, risk management, distributions, and borrowings. These practices are vital for safeguarding the interests of the Trust and its unitholders, ensuring that operations are conducted transparently and ethically.

27+ years

Average experience

Board of Directors

Guiding our vision



Abhay Choudhary

Non-Executive (Non-independent) Chairman

He is an electrical engineering graduate from NIT Durgapur and holds a Post Graduate Diploma in Management from IMT Ghaziabad. He is currently the Director (Projects) in POWERGRID. In his earlier roles, he was the Executive Director (Commercial & Regulatory Cell) along with charge of CMD Coordination Cell and the Executive Director of the North-Eastern Region in POWERGRID. He has 37 years of experience in power sector and has worked in EHV Sub Stations and Transmission lines, both as an Operation & Maintenance executive and a construction engineer. He also had a stint with NTPC for about six years.



Purshottam Agarwal

Non-Executive, (Non-Independent) Director

He holds the commerce degree from Ranchi University, a qualified chartered accountant and a member of the Institute of Chartered Accountants of India. He has over 30 years of experience in finance and accounts, including corporate accounts, budgeting, financial concurrence, fund raising from capital markets and enterprise resource planning systems. He is currently the Executive Director (Finance) in POWERGRID. Prior to this, he was the Chief Executive Officer of PUTL, the Investment Manager to PGIInvIT and has been instrumental in setting up PGIInvIT, the first InvIT by a Government entity.



Ram Naresh Tiwari

Independent Director

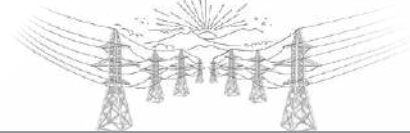
He has a dual Master's Degree in History from Bundelkhand University, Jhansi and Journalism from Barkatullah University, Bhopal. He is an agriculturist by profession. His area of interest includes research, development and implementation of technology adoption in the area of agriculture, mixed farming, business cooperative activities, social & agricultural welfare management, etc.



Late Onkarappa KN

Independent Director

(cessation w.e.f. December 13, 2023, due to demise)



Key Personnel

Shaping our excellence



A Sensarma

Chief Executive Officer (w.e.f. February 1, 2024)

He is an Electrical engineering graduate from the Indian Institute of Engineering Science and Technology, Shibpur, West Bengal (erstwhile Bengal Engineering College, Shibpur). He carries more than 33 years of experience in the areas of asset management of power transmission sector including Grid management at National Grid Level under the Grid Controller of India. He also had a stint with NHPC for more than two years. Prior to his appointment as Chief Executive Officer of POWERGRID Unchahar Transmission Limited, Shri Arindam Sensarma has contributed towards formulation of various SOPs, framework, guidelines at newly formed POWERGRID Energy Services Limited (a wholly owned subsidiary of POWERGRID) for effective management of operational assets of TBCB SPVs of POWERGRID.



Amit Garg

Chief Financial Officer

He has over 27 years of experience in corporate accounts, corporate banking, investment appraisals, financial concurrence, formulation of capital budgets, resource mobilisation, tariff-based bidding and enterprise resource planning. He has been associated with PGINvIT since inception.

He is B. Com from Delhi University and has post graduate diploma in business management from the Institute of Integrated Learning in Management, New Delhi.



Anjana Luthra

Company Secretary & Compliance Officer

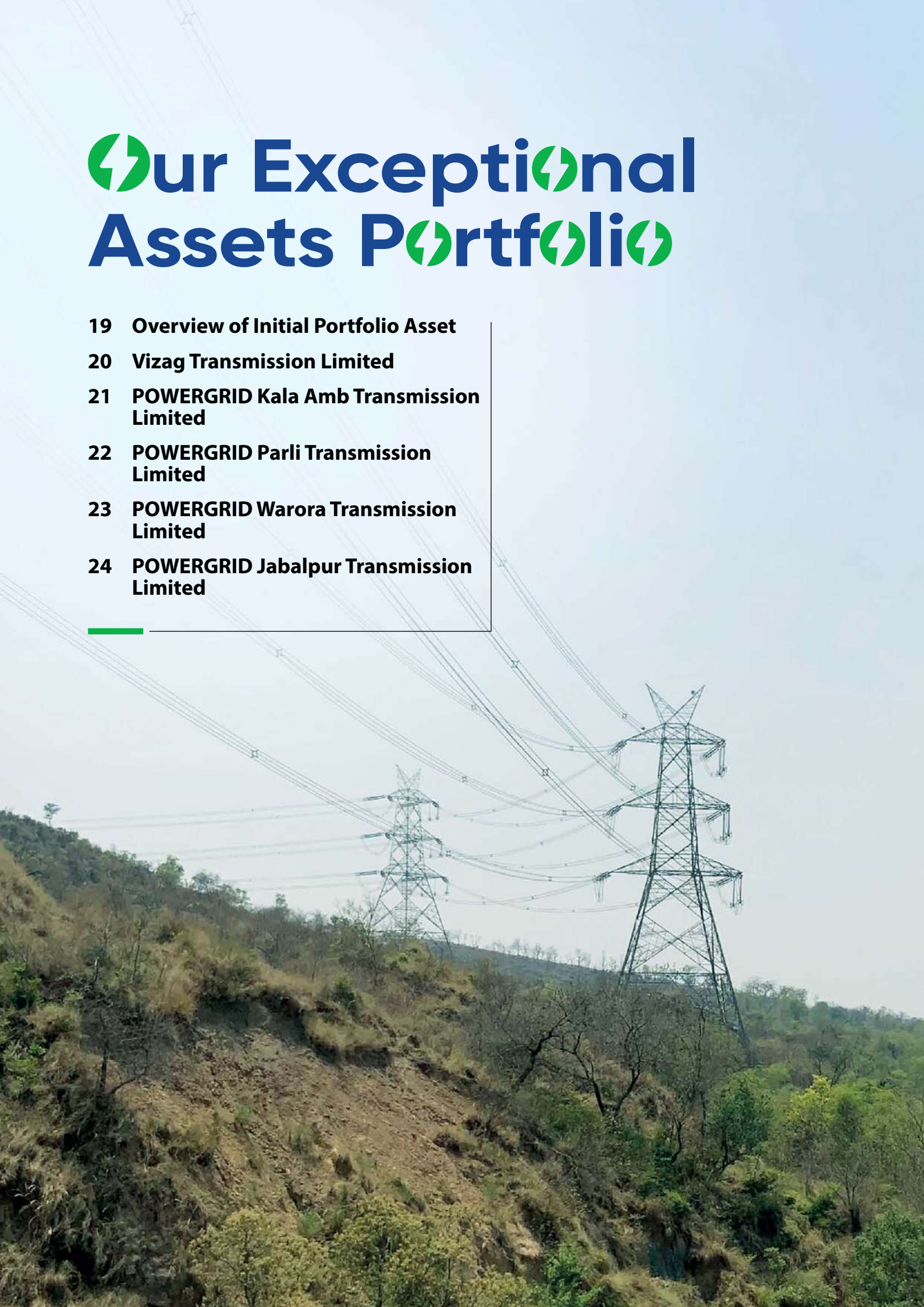
She has over 22 years of experience in corporate secretarial and legal functions including statutory compliances, formation of new ventures, corporate governance, mergers and takeovers, regulatory liaising, financial planning and funds management, structuring of commercial contracts, loan agreements and other transaction specific agreements, intellectual property rights and litigation. She has been associated with PGINvIT since inception.

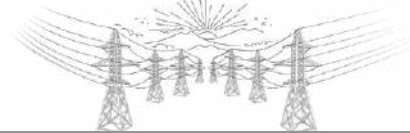
She has a B. Com (honours) degree and a Bachelor of Laws degree from Delhi University and is also qualified company secretary and a member of the Institute of Company Secretaries of India.

- Shri Sanjay Sharma ceased to be Chief Executive Officer w.e.f. January 31, 2024
- Shri D. Lucius ceased to be Key Personnel w.e.f. December 11, 2023

Our Exceptional Assets Portfolio

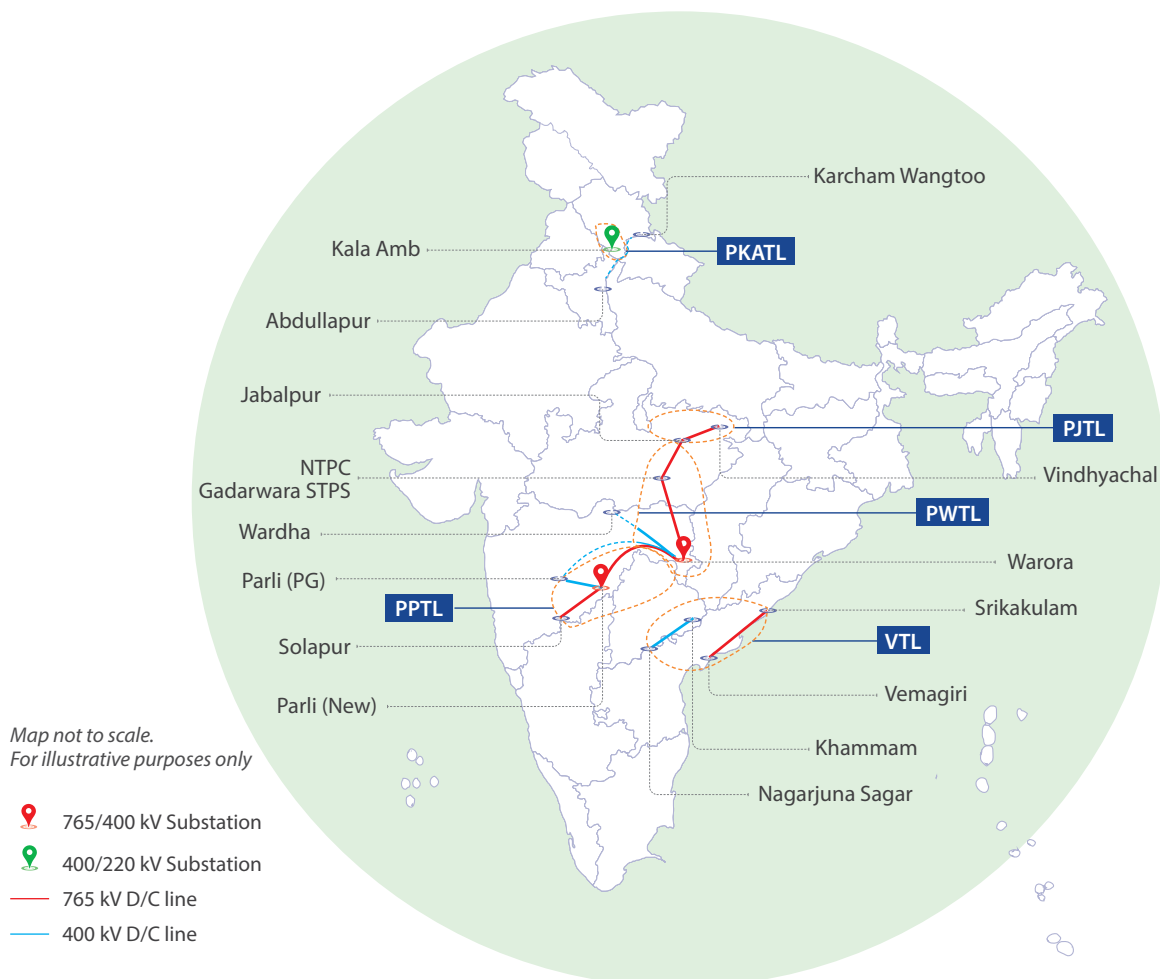
- 19 Overview of Initial Portfolio Asset**
 - 20 Vizag Transmission Limited**
 - 21 POWERGRID Kala Amb Transmission Limited**
 - 22 POWERGRID Parli Transmission Limited**
 - 23 POWERGRID Warora Transmission Limited**
 - 24 POWERGRID Jabalpur Transmission Limited**
-





Overview of Initial Portfolio Assets

Our portfolio comprises five TBCB-based power transmission projects acquired from our Sponsor, POWERGRID. These assets are strategically located across five demand and supply-centric states of India and are either grid-strengthening links, generation-linked assets, and assets linked with inter-regional power flow.



SNAPSHOT OF OUR ASSETS

SPV	Vizag Transmission Limited	POWERGRID Kala Amb Transmission Limited	POWERGRID Parli Transmission Limited	POWERGRID Warora Transmission Limited	POWERGRID Jabalpur Transmission Limited
Location	Andhra Pradesh and Telangana	Himachal Pradesh	Maharashtra	Madhya Pradesh and Maharashtra	Madhya Pradesh
Line Length (cKm)	956.84	2.47	966.12	1,028.11	745.05
Transformation capacity (MVA)	-	630	3,000	3,000	-
Remaining TSA Life (years)*	27.83	28.28	29.18	29.28	29.75
Gross Block (₹ million)	13,097.79	3,635.65	19,290.90	23,483.19	16,407.50
FY 2023-24 Revenues* (₹ million)	2,193.46	695.89	3,359.32	3,750.40	2,654.31
% contribution to FY 2023-24 revenues	17.33%	5.50%	26.55%	29.64%	20.98%
Shareholding acquired	100%	74%	74%	74%	74%
Lock-in expiry (for balance 26% equity shareholding)	Jan 2022	July 2022	June 2023	July 2023	January 2024

*Revenue excludes other income

as on March 31, 2024




PROJECT DETAILS

Transmission system for system strengthening in the Southern Region of India for import of power from the Eastern Region of India. It has a total transmission line length of 956.84 ckm including:


- 765 kV D/C transmission line of 668 ckm from Srikakulam to Vemagiri in Andhra Pradesh (AP)
- 400 kV D/C transmission line of 288.84 ckm from Khammam (Telangana) to Nagarjuna Sagar (AP)

PROJECT MILESTONES

- **Incorporation date:**
November 30, 2011
- **TSA date:**
May 14, 2013
- **Transmission licence issue date:**
January 8, 2014
- **Commercial operation date:**
February 1, 2017



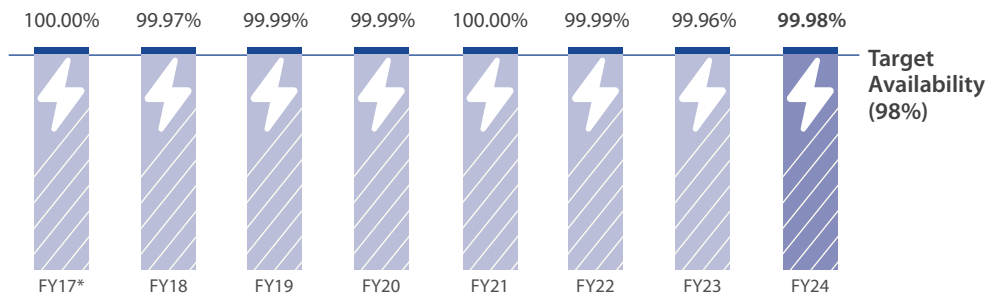
956.84 ckm
Length of transmission lines



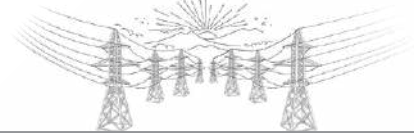
27.83
Remaining TSA tenure as on March 31, 2024

99.98%
Availability in FY 2023-24

Availability



*February-March 2017



⚡ POWERGRID Kala Amb Transmission Limited

PROJECT DETAILS

Transmission system for Northern Region System Strengthening Scheme NRSS- XXXI (Part A). The asset includes:

- 2.47 ckm of transmission line comprising LILO of 400 kV D/C Karcham Wangtoo-Abdullapur transmission line at Kala Amb (Himachal Pradesh) substation (on M/C towers)
- 630 MVA, 400/220 kV GIS substation at Kala Amb
- 40% series compensation on 400 kV D/C line from Karcham Wangtoo to Kala Amb

PROJECT MILESTONES

- **Incorporation date:**
July 29, 2013
- **TSA date:**
January 2, 2014
- **Transmission licence issue date:**
September 4, 2014
- **Commercial operation date:**
July 12, 2017

DEVELOPMENTS IN RTM PROJECT

Implementation of one no. 125 MVA, 420kV Bus Reactor at Kala Amb substation by PKATL was allotted by Ministry of Power, Gol under Regulated Tariff Mechanism and Hon'ble CERC has granted a separate transmission licence for same. The asset was put into commercial operation on February 5, 2024.



2.47 ckm

Length of transmission lines



630 MVA

Substation capacity



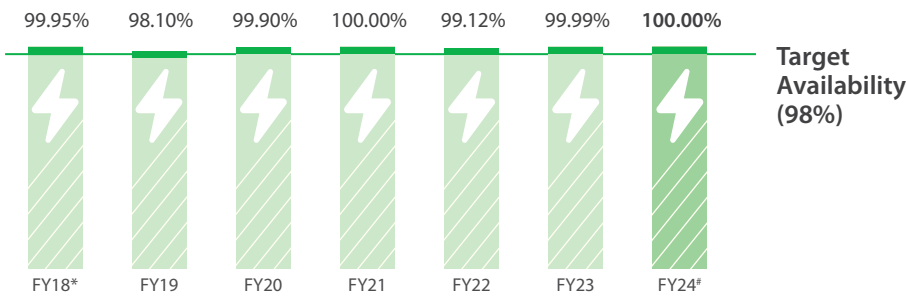
28.28

Remaining TSA tenure as on March 31, 2024

100%

Availability in FY 2023-24

Availability



*July 2017-March 2018
#Provisional under approval by RPC



⚡ POWERGRID Parli Transmission Limited

PROJECT DETAILS

Transmission system associated with Gadarwara STPS (2x800 MW) of NTPC (Part-B). The asset has 966.12 ckm length of transmission lines and 3,000 MVA 765/400 kV substation in Parli. The lines include:

- 765 kV D/C line of 693.70 ckm from Warora, Maharashtra to Parli, Maharashtra
- 765 kV D/C line of 235.92 ckm from Parli, Maharashtra to Solapur, Maharashtra
- 400 kV D/C line of 36.50 ckm from Parli (New), Maharashtra to Parli (PG), Maharashtra

PROJECT MILESTONES

- **Incorporation date:**
July 30, 2014
- **TSA date:**
February 9, 2015
- **Transmission licence issue date:**
July 10, 2015
- **Commercial operation date:**
June 4, 2018

IMPLEMENTATION OF RTM PROJECT

Implementation of 400 kV line bay at 765/400 kV Parli (New) S/s for RE Interconnection by PPTL is scheduled for completion by December 31, 2025. CTUIL has approved the implementation of the project by PPTL vide OM dated January 2, 2024 under Regulated Tariff Mechanism. Application for separate Transmission Licence for the same has been filed in CERC.



966.12 ckm

Length of transmission lines



3,000 MVA

Substation capacity



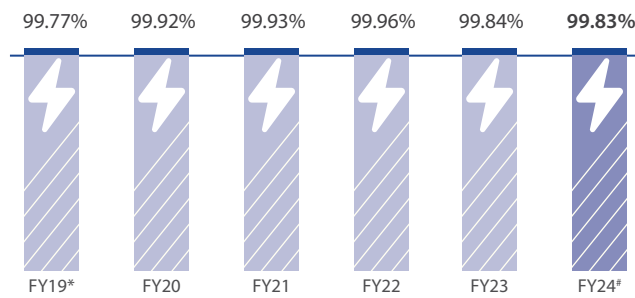
29.18

Remaining TSA tenure as on March 31, 2024

99.83%

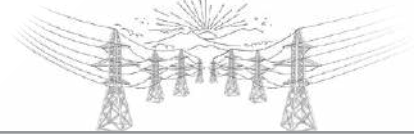
Availability in FY 2023-24

Availability



*June 2018-March 2019

*Provisional under approval by RPC



POWERGRID Warora Transmission Limited

PROJECT DETAILS

Transmission system associated with Gadarwara STPS (2x800 MW) of NTPC (Part-A). The asset has 1,028.11 ckm of transmission lines and 765/400 kV substation with 3,000 MVA capacity in Warora, Maharashtra. The lines include:

- 765 kV D/C transmission line of 204.47 ckm from Gadarwara to Jabalpur in Madhya Pradesh (including interim arrangement)
- 765 kV D/C transmission line of 627.35 ckm from Gadarwara, Madhya Pradesh to Warora, Maharashtra

- Two 400 kV D/C transmission lines comprising LILO of both circuits of 400 kV D/C Wardha-Parli (PG) line aggregating 196.29 ckm from LILO point of 400 kV D/C Wardha-Parli transmission line to Warora pooling station

PROJECT MILESTONES

- **Incorporation date:**
August 5, 2014
- **TSA date:**
February 9, 2015
- **Transmission licence issue date:**
August 5, 2015
- **Commercial operation date:**
July 10, 2018



1,028.11 ckm

Length of transmission lines



3,000 MVA

Substation capacity



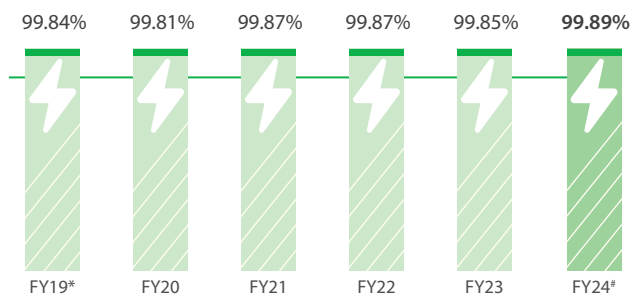
29.28

Remaining TSA tenure as on March 31, 2024

99.89%

Availability in FY 2023-24

Availability



Target Availability (98%)

*July 2018-March 2019

*Provisional under approval by RPC




POWERGRID Jabalpur Transmission Limited

PROJECT DETAILS

Transmission system strengthening associated with Vindhychal-V. The asset has 765 kV D/C Transmission line of 745.05 ckm from Vindhychal to Jabalpur in Madhya Pradesh.


PROJECT MILESTONES

- **Incorporation date:**
August 14, 2014
- **TSA date:**
November 19, 2014
- **Transmission licence issue date:**
June 15, 2015
- **Commercial operation date:**
January 1, 2019



745.05 ckm

Length of transmission lines



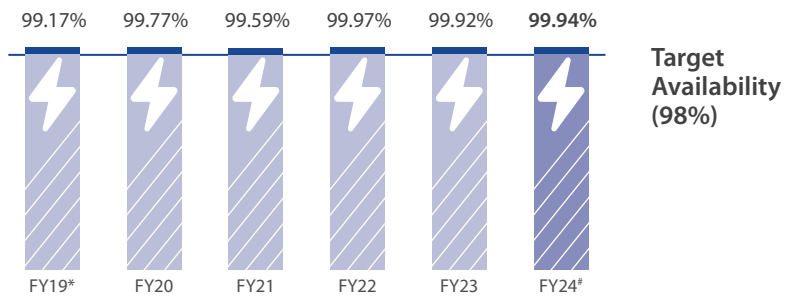
29.75

Remaining TSA tenure as on March 31, 2024

99.94%

Availability in FY 2023-24

Availability



*January 2019-March 2019
 #Provisional under approval by RPC

Evaluating ur Performance r FY 2023-24

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CEO's Review

Dear Unitholders,

I am honoured to present the performance of PGIInvIT for FY 2023-24.

We have successfully met our operational and financial targets, driven by the quality of our assets and the expertise of our Project Manager. During FY 2023-24, all our SPVs, individually and collectively, achieved availability above 99.75%, subject to RPC approvals, thus becoming eligible for the maximum incentive. Furthermore, the cumulative distribution of ₹ 34.50 per unit since our listing to distribution declared on May 22, 2024 translates to a return of 34.50% on the offer price, reaffirming our commitment to delivering substantial value to our Unitholders.



Key highlights for FY 2023-24

We recorded a consolidated total income of ₹ 13,027.22 million and EBITDA of ₹ 12,033.98 million in FY 2023-24. The Net Distributable Cash Flows (NDCF) upstreamed from the SPVs to the Trust and from the Trust to Unitholders exceeded the minimum 90% stipulation set by the InvIT Regulations and our Distribution Policy. The total cash distribution to unitholders was ₹ 10,919.99 million, translating to an aggregate distribution of ₹ 12 per unit spread over four quarters.

Our operational performance has been equally impressive. The expertise of our Project Manager has ensured efficient, safe, and accident-free operations. Each of our five Special Purpose Vehicles (SPVs) surpassed the target availability of 98%, achieving an average availability of over 99.75%, thereby becoming eligible for maximum incentive, as stated above. Our Project Manager continues to play a crucial role in driving our exceptional performance. We would also like to update on the implementation of Bus Reactor at Kala Amb substation by PKATL under Regulated Tariff Mechanism. The project has been successfully commissioned on February 05, 2024.

Debt and credit rating

Our consolidated external borrowings as of March 31, 2024, stood at ₹ 5,698.29 million, following a principal repayment of ₹ 28.78 million during the year. Despite a rise in interest rates over the year, our average cost of funds was maintained at 8.17%. Our Net Debt to Asset Under Management (AUM) ratio is comfortably placed at 0.26%, providing us considerable opportunities to pursue a debt-funded growth strategy. Our robust balance sheet and solid fundamentals have enabled the Trust to consistently achieve the highest credit rating of AAA, with a stable outlook from rating agencies.

Pursuing growth opportunities

With significant headroom for debt-funded acquisitions and our position as a ready investment vehicle that enjoys the confidence of a diverse pool of investors, PGIInvIT holds distinct competitive advantage.

During FY 2024-25, we anticipate concluding the acquisition of the remaining 26% equity shareholding in four of our SPVs from our Sponsor. The massive investment in power transmission sector over the last few

years and the planned investments for future pose a significant opportunity for PGIInvIT. We are actively exploring opportunities from these investments, in addition to capitalizing on opportunities arising from asset monetization initiatives by State Governments or Sponsor, if any. These efforts are aimed at enhancing our portfolio and reinforcing our commitment to growth and value creation for our unitholders.

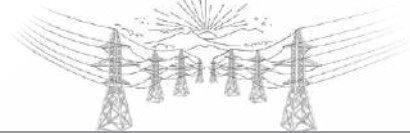
Acknowledgment

We extend our heartfelt gratitude to our Unitholders for their trust in PGIInvIT, and we remain committed to creating lasting value. Our appreciation also goes to our Trustee for their support, and to our Project Manager and the dedicated team at PGIInvIT and SPVs for their continuous efforts. With your ongoing trust and support, we are confident of a promising future ahead.

Warm Regards,

A Sensarma

Chief Executive Officer



Financial performance

Consistent, Stable and Long-Term Performance

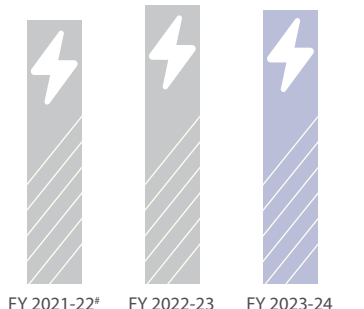
Our asset management expertise is complemented by the financial acumen and prudent management practices of our Investment Manager, ensuring sustained excellence and fulfilment of our commitments to Unitholders. In the fiscal year 2023-24, we demonstrated robust financial performance, which, coupled with our solid balance sheet and strong fundamentals, allowed us to maintain the highest credit ratings.

FINANCIAL PERFORMANCE

Total income

(₹ million)

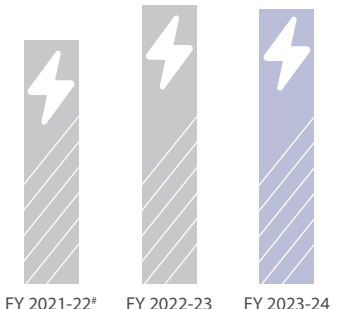
12,434.13 13,152.91 13,027.22



Net distributable cash flows

(₹ million)

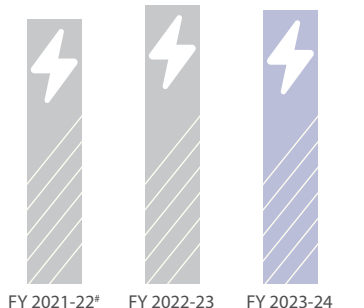
9,629.45 11,026.76 10,977.63



EBITDA

(₹ million)

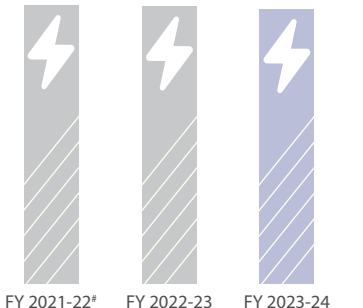
11,653.53 12,263.68 12,033.98



EBITDA

(%)

93.72 93.24 92.38



MANAGING LIABILITY PRUDENTLY

40

Receivable days

(47 days in FY 2022-23)

₹ 5,698.29 million

Total debt

(₹ 5,727.07 million in FY 2022-23)

0.26%

Net debt/AUM

(0.91% in FY 2022-23)

STABLE AND CONSISTENT DISTRIBUTIONS

₹ 31,394.97 million*

Total distribution

11*

Consecutive quarters of distributions

*Since IPO Including distribution declared on May 22, 2024

May 13, 2021 to March 31, 2022

Operational performance

Exemplary Performance, Demonstrating Excellence

Our Project Manager is geared up to consistently maintain the high standards of availability and reliability of its transmission system through use of latest state-of-the-art operation and maintenance (O&M) practices. Maintenance activities are planned well in advance and an 'Annual Maintenance Plan' is chalked out for every asset through live line or shutdown maintenance, as per technical feasibility. The proactive approach of the O&M team in managing the maintenance of the transmission assets has minimised the tripping of lines especially due to equipment failure, human error and other natural causes.

OPERATIONAL PERFORMANCE FY 2023-24



Operations & maintenance

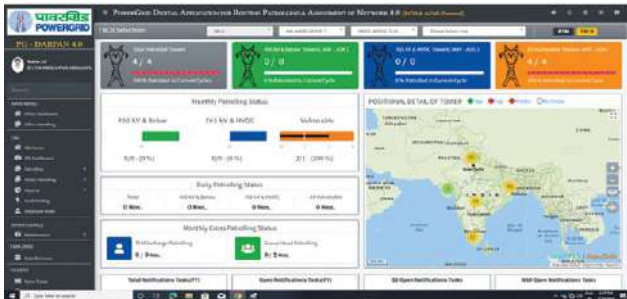


Safety training and drills



AI/ML Based applications

The assets are remotely monitored and controlled from Remote Control Centres enabling real-time visualisation of Substation assets, Safe & Secured operations with minimum human intervention and interlocking applicability at multiple stages, faster restoration in case of tripping through online diagnostics of real-time parameters & disturbance analysis leading to avoidance of consequential damage to the assets.



The in-house application of the Project Manager, PGDARPAN (POWERGRID Digital Application for Routine Patrolling & Assessment of Network) is designed to aid our operations & management team to monitor and assess our transmission line at anytime from anywhere, thus enabling our asset managers to oversee and take swift remedial decisions.

The health of our transformers and reactors against various risks associated is being monitored on a real-time basis through Asset Health Indexing Software PALMS 2.0. The software facilitates more sophisticated diagnosis through interpretation of results vis-à-vis various international standards. By incorporating Circuit Breaker details also into the PALMS system, our Project Manager has have established a streamlined approach to monitor and track the health of our Circuit Breakers, enhancing our operational efficiency and maintenance processes.

Drone-based patrolling of transmission lines with specialised sensors (Thermal & Video) for aerial inspection including AI/ML based analytics, capable of operating in diverse and inaccessible topographies is being taken up by our Project Manager – a significant step forward in enhancing efficiency, accuracy and safety of aerial inspections, and heralds a new era of data-driven decision-making.

Thermo-vision Camera, Corona Camera, high resolution video and digital camera are also being used to identify the defects.





Considering the nature of our operations, we are aware that our workers are more prone to the risk of injuries associated with construction, operation, and maintenance of machinery and equipment of substations and transmission lines. To mitigate potential safety hazards for the working personnel, safety rules & regulations are extended to the erection contractors through the Safety Pact. Quality assessment of health and safety conditions provided by the contractors to the workmen are on regular basis. We religiously comply with all the regulatory requirements pertaining to safety to ensure highest safety standards.



To monitor the real time condition of equipment and infrastructure, review of work progress and critical issues requiring interventions at appropriate level, site visits have been carried out by PUTL team on regular basis.

Valuable suggestions and Feedback were provided to the site team for betterment and improvement of the system.

Visit of CEO (PUTL) at 400/220 kV PKATL Kala Amb SS



Newly commissioned 125 MVAR, 420 kV Bus Reactor at Kala Amb Substation of PKATL





Visit of CEO(PUTL) at 765/400 kV PWTl Warora SS

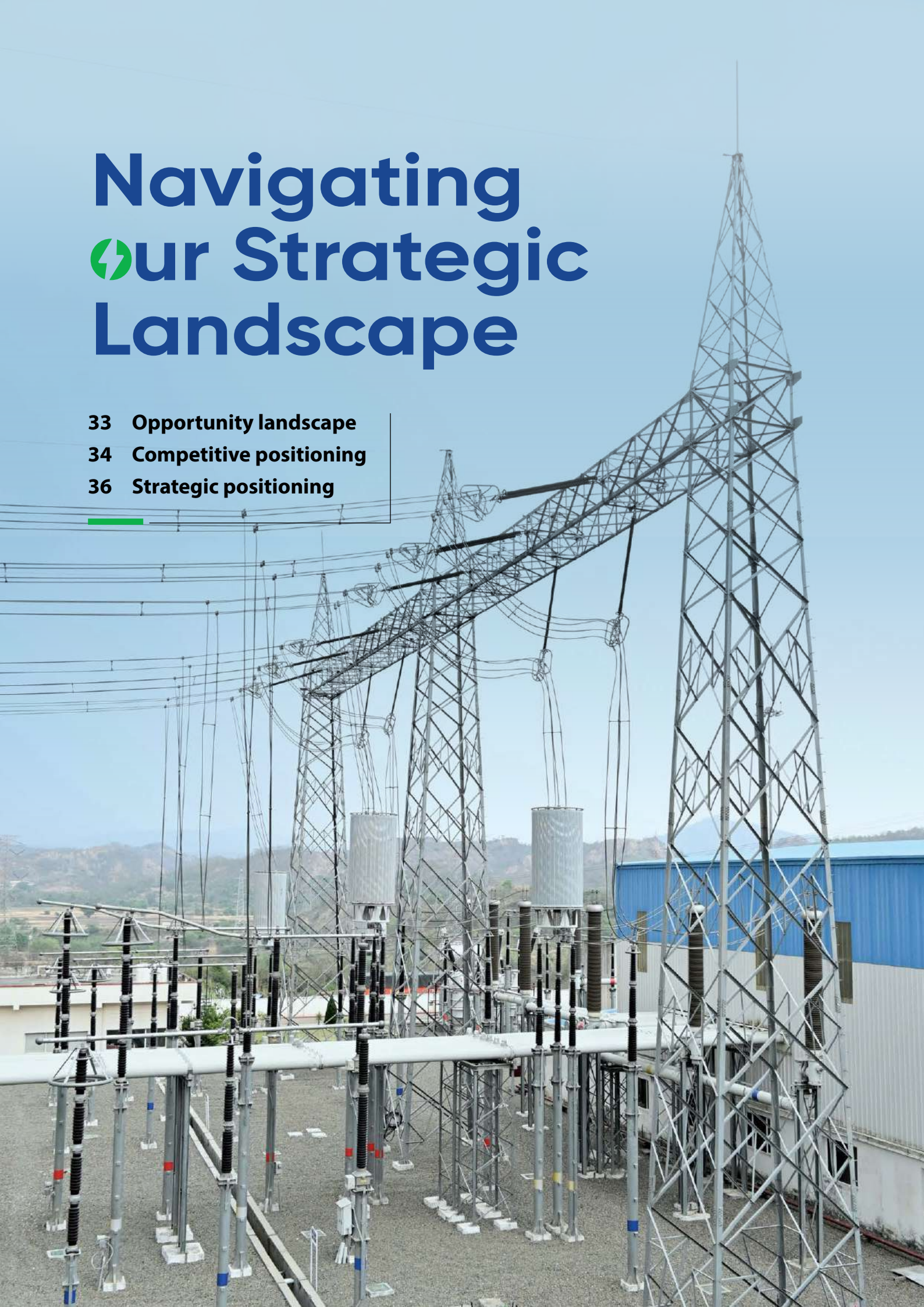


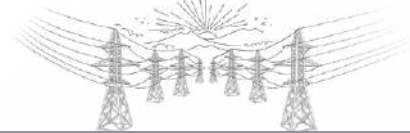
Glimpses of few activities related to safety at site



Navigating ur Strategic Landscape

- 33 Opportunity landscape
 - 34 Competitive positioning
 - 36 Strategic positioning
-





Opportunity landscape

Expanding opportunities in the Indian power industry

The power sector in India is experiencing rapid growth, primarily driven by the escalating demand for electricity over the years. This surge in demand, together with a focussed effort to expand renewable energy capacity, highlights the need for developing robust transmission infrastructure. These developments are reshaping the landscape of the power sector, bolstered by sustainable energy supply, grid reliability, and continued infrastructure development.

POWER SUPPLY SCENARIO

240 GW

Peak Power demand in
FY 2023-24
(as on January 2024)

313 GW

Expected power
demand by
FY 2028-29

430 GW

Installed capacity in
FY 2023-24
(as on January 2024)

729 GW

Expected installed
capacity by
FY 2028-29

(Source: ISTS Rolling Plan 2028-29 of CTUIL)

POWER TRANSMISSION CAPACITY ADDITIONS

1,34,540 MW

Inter-regional transmission
capacity by 2029

(Source: ISTS Rolling Plan 2028-29 of CTUIL)

GROWTH ENABLERS OF INDIA'S POWER TRANSMISSION SECTOR



Growing energy demand

There is a continuous strong growth in demand for electricity in the country. India is expected to witness a substantial increase of over 70% in its electricity generation over the next decade. The surge in electricity generation will be propelled by robust demand, population growth, urbanisation, and increased needs in construction, manufacturing, and service sectors.



Renewable energy expansion

One of the primary drivers for the expansion of the transmission network is the increasing capacity of renewable energy. This expansion facilitates the evacuation of power from renewable energy plants and addresses the intermittency of renewable sources. A significant part of this development is occurring through the Green Energy Corridors (GEC) project. With the government's ambitious goal to establish 500 GW of renewable energy capacity and meet 50% of its energy requirements from renewables by 2030, the transmission infrastructure will need considerable expansion and enhancement.



Cross-border linkages

A strengthened power transmission network not only supports domestic demand but also paves the way for cross-border energy trade. By enhancing the transmission infrastructure, India could potentially export surplus renewable energy to neighbouring countries or import power during times of shortage. This capability fosters regional energy cooperation and contributes to a more resilient and sustainable energy sector.

Competitive positioning

Strategies for a Greener Tomorrow

Enhancing operational efficiency, optimising assets, and driving value-accretive growth through strategic acquisitions are our key strategic priorities. We are diligently implementing these strategies within a solid execution framework, supported by stringent corporate governance practices and robust balance sheet. Our aim is to provide consistent, stable, and transparent returns to our unitholders.

OUR STRATEGIC PRIORITIES



STRATEGIC PRIORITY 1

Focused business model with productive and operational efficiency

- Own, operate and maintain power transmission assets efficiently leveraging the expertise of our Project Manager and Investment Manager
- Ensure sustained transmission availability above target levels and optimise operating costs by deploying prudent asset management practices. These include routine and breakdown maintenance, use of latest techniques and technologies and having in place Emergency Restoration System to lower downtime
- Implementing best practices in operation & management, corporate governance, and environment, health and safety (EHS) practices
- Ensure health, well-being and skill development of people to drive their productivity

IMPACT

Improved operational efficiency and performance



Increased incentive revenues, revenue generation and life of assets



Optimised operating costs and capital expenditure efficiency



STRATEGIC PRIORITY 2

Driving value accretive growth through acquisitions and non-transmission revenues

- Strengthen our position as the preferred asset monetisation platform capitalising on the strength of our Project Manager and our strong balance sheet
- Pursue acquisition opportunities driven by sustained investments in power transmission, along with potential asset monetisation from the Sponsor, under the targets assigned by the NMP and the States
- Diversify revenue sources to non-transmission sources by leasing optical ground wire and transmission towers

IMPACT

Increased long-term, regular and predictable cash flows



Enhanced returns to unitholders

STRATEGIC PRIORITY 3

Optimisation of transmission assets through an efficient capital structure

- Maintain an optimal and diverse portfolio of transmission assets
- Deploy appropriate financing policies and diversify sources of financing to strengthen capital structure efficiency and minimise cost of capital
- Identify both private and public markets to raise funds at competitive rates

IMPACT

Optimised cost of capital



Enhanced balance sheet strength

Strategic positioning

Geared for growth

Our operational domain, power transmission, is experiencing consistent decade-long growth and is poised to undergo substantial asset expansions by 2028-29 and beyond, which we anticipate will present fresh avenues for PGIInvIT. Policy measures introduced by the Government will facilitate accelerated asset recycling within the power transmission sector.

Our minimal debt exposure and status as an appealing investment entity, established by the Government of India alongside the nation's leading power transmission company serving as Sponsor and Project Manager, provide us a natural competitive edge to own, operate, maintain and invest in transmission assets in the foreseeable future.

WELL-PLACED TO CAPITALISE ON OPPORTUNITIES

Ready investment vehicle

We operate as a ready investment platform for asset monetisation, enabling shorter turnaround time, an established pool of investors, and an efficient financial structure. These advantages position us to capitalise on opportunities effectively, ensuring both growth and profitability.

Robust balance sheet position

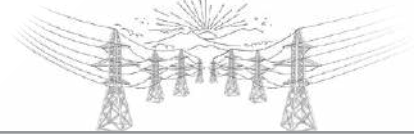
We maintain a strong financial position with low leverage and clear visibility of cash flows. As of March 31, 2024, our aggregate consolidated borrowings and deferred payments, net of cash and cash equivalents for the Trust and our Special Purpose Vehicles (SPVs), stood at ₹ 206.31 million. This amount is significantly below

the InvIT Regulations' threshold of 49% leverage (which can extend to 70% under certain conditions). Our Net debt to Asset Under Management (AUM) ratio stood at a minimal 0.26%. This financial standing provides us with considerable room to pursue debt-funded acquisitions at competitive costs, further enhancing our growth and value-creation potential.

Confidence of the investors

PGIInvIT has successfully garnered the trust of a diverse range of investors, with a significant number of institutional investors including foreign investors, global pension funds, domestic pension funds, and insurance companies. These substantial investments, coupled with a growing number of individual investors, demonstrate the strong confidence of the investor community in PGIInvIT.





OUTLOOK

Acquire the residual 26% equity shareholding in four SPVs

PKATL completed its 5-year lock-in period in July 2022, and the lock-in periods for the remaining three assets – PPTL, PWTl, and PJTL – have expired during FY 2023-24. We plan to initiate the process to acquire the remaining 26% shareholding in these assets. This process will be consultative, involving close coordination with our Sponsor, and we aim to conclude the acquisitions within the year.

Pursue acquisition opportunities

We are committed to pursuing viable acquisition opportunities for operational power transmission assets. However, the availability of operational assets from private developers is currently limited. The adoption of the Government of India's guidelines for asset monetisation by state entities is expected to be a gradual process. This is primarily due to the novelty of the proposed mechanisms and the complex steps involved in implementing such strategies.

Capitalise on sponsor's monetisation target

Our Sponsor has a robust pipeline of operational and under-construction TBCB SPVs and has been assigned annual monetisation targets for the fiscal years 2022-25 under the National Monetisation Pipeline. Although the Sponsor utilised monetisation methods other than InvITs to raise funds during FY 2022-23 and 2023-24 as well, our unique competitive strengths position us advantageously for future monetisation opportunities if and when it emerges.

All assets proposed for acquisition will be evaluated for their suitability to PGINvIT on the basis of the operational history in accordance with InvIT Regulations, compliances with InvIT Regulations and statutory requirements, PGINvIT's governance framework and keeping in mind the overall interest of unitholders.



ESG overview

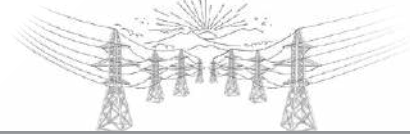
39 Environment

40 Social

42 Governance

PGInvIT remains committed to responsible operations by integrating Environmental, Social, and Governance (ESG) principles. Leveraging our Project Manager's expertise, we proactively implement initiatives to reduce our carbon emissions and positively impact the environment. Our meaningful interventions not only enhance the lives of citizens and support economic activities but also ensure community welfare development and value-creation for all stakeholders.





Environment

Operating to leave a positive impact

Power transmission operations do not involve chemical processes or generate air pollutants, except for the occasional use of Diesel Generators in substations for reliability purposes. In light of the challenges posed by climate change, PGINVT is committed to responsible operations. Leveraging the expertise and experience of our Project Manager, we are proactively implementing various initiatives to reduce our carbon footprint and positively impact the environment.



We primarily use water for domestic, office, horticulture, firefighting systems, and landscaping purposes. To reduce our reliance on fresh water, we have implemented rainwater harvesting systems and interconnected open wells in PWTL Warora SS to form a water grid management system. These measures improve groundwater levels and advance our goal of achieving water-positive operations. We plan to install similar structures at our other locations to further enhance our water conservation efforts.

Digital flow meters with telemetry have been installed at 100% of our sites for tracking groundwater consumption.



As a preventive measure, highly sensitive SF6 leakage detectors are installed along with provision of alarm system in all our major equipment to monitor potential leakage points. We have internally set a limit of 0.5% on SF6 leakages.

Additionally, we continuously maintain tight inventory control of SF6 gas and provide ongoing training to our staff on handling SF6 gas, detecting leaks, and understanding its environmental impacts.



Our PKATL Kala Amb SS is surrounded by hills on three sides. The exposed surfaces of these hills are gradually eroding due to the effects of wind and water. In our effort to balance operations with environmental stewardship, we plan to construct gabion walls and undertake stone pitching for hillside protection. This will help us achieve both operational excellence and environmental protection.

We continuously strive to make a positive environmental impact through monitoring, assessment, and initiatives targeting our key focus areas.



Although the DG sets at our substations are primarily run for short durations for testing purposes, they are subject to systematic and regular maintenance as part of our Preventive Maintenance System. This is despite having two very reliable and stable electricity sources: a dedicated feeder from DISCOMs and a tertiary power source directly from the GRID. As a result, emissions from these DG sets are minimal.



Positive behavioural changes towards the environment and energy conservation are also encouraged through various measures such as training and sensitisation via posters, slogans, workshops, and more.

Regular cleanliness and plantation drives are conducted to raise awareness about maintaining a clean and green environment. Additionally, local get-togethers and events are organised to support the cause.

Social

Stepping up for our stakeholders

We recognise the critical importance of prioritising individual welfare, the health of our planet, and the long-term sustainability of our actions. Our mission is to empower underprivileged communities, placing them at the heart of all our initiatives. Our dedication to community engagement drives our efforts to create lasting, sustainable change.

Our Project Manager has consistently been recognised as one of the best workplaces and a leader in corporate social responsibility, earning global accolades for its contributions. This leadership plays a crucial role in enhancing our performance across various social parameters. Since 2007, our Project Manager has been certified with the Social Accountability standard SA 8000 by BSI, reflecting our commitment to exemplary human resource and labour management policies and practices.



We are committed to ensuring the superior performance of our SPVs and the Trust through a highly skilled and empowered workforce. We continuously provide our team with training in functional, behavioural, and skill enhancement areas.



Our SPVs are committed to strengthening our relationships with communities and engaging in community development to transform lives through various upliftment programmes and initiatives. We organised events and competitions in local areas to foster stronger engagement and bonding, raising awareness about environmental and social responsibilities.

With occupational health and safety as our priority, we provide regular training to our teams to ensure a safe working environment. We conduct periodic safety pep talks and mock drills, including fire and snake bite simulations. Basic health amenities and first aid supplies are available for all team members, including contract labourers.



We keep our people motivated by fostering an encouraging and inclusive environment. We offer activities such as yoga sessions and health and motivational talks by eminent speakers. To support work-life balance, we organise get-togethers, event celebrations, and walkathons. We are committed to promoting women's participation through inclusive policies.



Governance

Doing business responsibly

Our operations are governed by robust corporate governance and best practices implemented by our Investment Manager. Our framework not only adheres to the regulatory standards but also incorporates additional requirements that exceed those mandated under the InvIT Regulations. This comprehensive approach ensures high standards of transparency and accountability, strengthening our operational integrity and stakeholder trust.

ENSURING ETHICAL OPERATIONS

We are committed to upholding stringent compliance with InvIT Regulations and other applicable laws. Our governance structure includes a diversified Board, ensuring a balanced oversight. Our robust corporate governance framework, includes a Code of Conduct and various policies. Additionally, we have a system and policy in place for the prevention of insider trading, as required by law.

COLLABORATING WITH UNITHOLDERS

Our unitholders including both institutional and individual investors from within and outside the country, are crucial to our operations. We are dedicated to maintaining effective engagement with them by providing necessary information promptly. This commitment not only helps to strengthen our relationships but also enables us to identify innovative ways to unlock new opportunities.

UNITHOLDER ENGAGEMENT IN FY 2023-24

Key expectations	<ul style="list-style-type: none"> ■ Consistent, stable and visible returns ■ Wealth creation ■ Long-term sustainable growth through value-accretive acquisitions ■ Timely disclosures ■ Regulatory compliance, ethical practices and transparency
Method of Engagement	<ul style="list-style-type: none"> ■ Corporate announcements and media updates ■ Investor presentations ■ Post earning calls ■ Half yearly report and annual report ■ Annual unitholders' meeting ■ Website and e-mail ■ Grievance redressal
Focus area	<ul style="list-style-type: none"> ■ Financial and asset performance ■ Risk management ■ Environment, Social and Governance practices
Other initiatives	<ul style="list-style-type: none"> ■ Regular messages to update e-mail address and bank details ■ Enabling online facility for downloading various certificates and statements ■ Taxation-related related FAQs uploaded on website ■ Communications for claiming unpaid distributions

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Management Discussion and Analysis

INDIAN ECONOMY OVERVIEW

The Indian economy maintained a steady growth trajectory, retaining its status as the world’s fifth-largest economy, despite challenges posed by higher inflation rates, geopolitical turmoil, and a volatile global economic landscape. Moreover, India’s G20 presidency in 2023 has demonstrated its capability to cater to global needs and provided a platform to address global concerns.

As per the Second Advance Estimates of National Income, 2023-24, India’s GDP growth remained strong at 7.6% in FY 2023-24 as against 7% in FY 2022-23, supported by robust domestic demand, moderate inflation, a stable interest rate environment, and strong foreign exchange reserves. Furthermore, CPI inflation is on a downward trajectory and eased to 4.85% in March 2024. The growth observed in the Index of Industrial Production (IIP), Goods & Services Tax (GST) collections, manufacturing Purchasing Managers’ Index (PMI), and increasing private capital expenditure collectively signifies strong economic momentum.

According to the IMF, the Indian economy is expected to advance steadily at 6.8% in FY 2024-25 and 6.5% in FY 2025-26. India’s economic outlook remains positive, buoyed by factors such as the demographic dividend, increased capital expenditure, proactive government policies, robust consumer demand, and improving rural consumption prospects, due to easing inflation. However, the country’s economic outlook faces potential risks stemming from headwinds from geopolitical tensions, volatility in international financial markets, and geoeconomic fragmentation. Nevertheless, the Indian economy has withstood recent geopolitical upheavals and seems well-positioned to navigate forthcoming uncertainties. India is also actively pursuing sustainability goals through

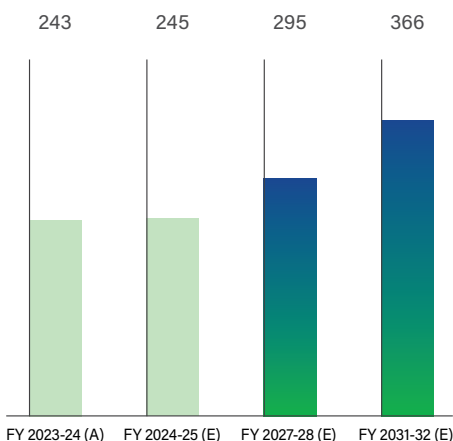
decarbonisation and leveraging growing investment and trade opportunities.

Power Sector in India

India is the third-largest producer of electricity in the world with a total installed power capacity of 442 GW as on March 31, 2024. The “Power for All” initiative, a cornerstone of India’s energy agenda, is aimed at ensuring universal access to electricity across the country. Furthermore, the government’s ambitious initiative Pradhan Mantri Suryodaya Yojana (PMSY) aims to install rooftop solar power systems in one crore households. This initiative is poised to revolutionise the residential solar market, enabling these households to receive up to 300 units of free electricity each month. Guided by the principles of providing affordable and sustainable electricity to all, the Indian power sector is poised to play a pivotal role in addressing challenges associated with climate change. It aims to meet India’s international commitments concerning energy transition primarily by transitioning to cleaner and renewable energy sources.

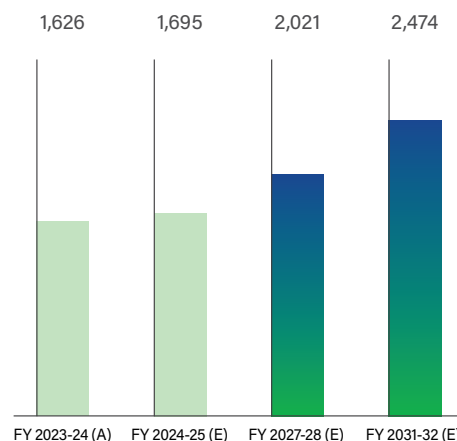
The government has implemented various schemes such as Deen Dayal Upadhyaya Gram Jyoti Yojana (DDUGJY) and Integrated Power Development (IPDS) schemes to ensure uninterrupted power supply by enhancing the transmission and distribution network. Additionally, the government has rolled out the Pradhan Mantri Sahaj Bijli Har Ghar Yojana (SAUBHAGYA), with the goal of achieving universal household electrification by providing electricity connections to all willing un-electrified households in rural areas and all willing poor households in urban areas across the country. With an investment of ₹ 1.85 lakh crores under these schemes, 18,374 villages have been electrified, and electricity connections have been provided to 2.86 crore households. These initiatives have led to an increase in power supply availability in both rural and urban areas

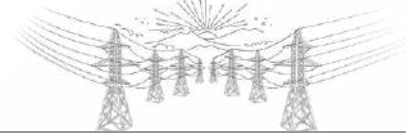
Peak Demand (GW)



(A - Actual E- Estimated)

Energy Requirement (BU)





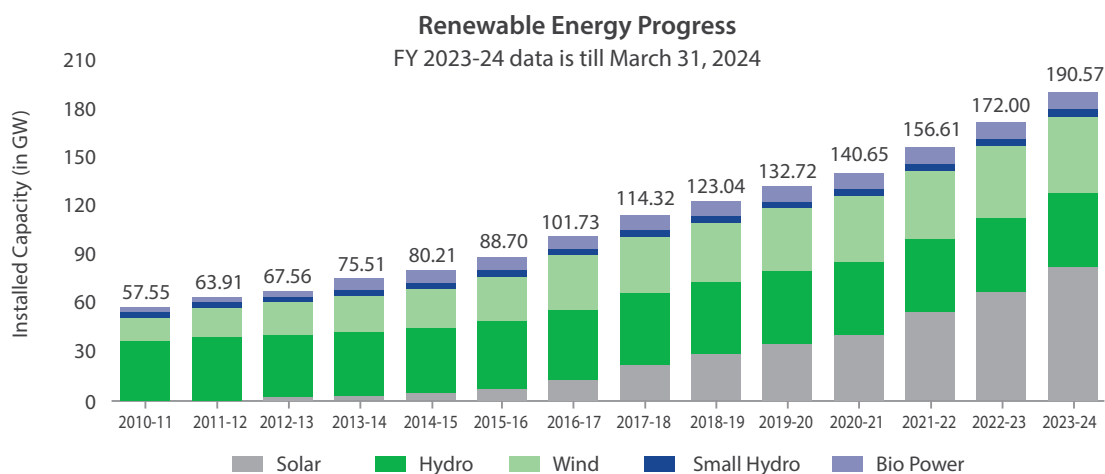
while reducing the gap between energy demand and supply. Furthermore, the National Electricity Plan (NEP) serves as a comprehensive roadmap for India's power sector development, encompassing generation, transmission, and distribution.

India is witnessing a surge in power demand fuelled by robust GDP growth, thriving industrial activities, and the Indian Meteorological Department's (IMD) prediction of above-average temperatures during the summer season. The peak energy demand grew by 12.7% from 215.88 GW in FY 2022-23 to 243.27 GW in FY 2023-24, while the peak demand met grew by 13.9% from 210.72 GW in FY 2022-23 to 239.93 GW in FY 2023-24. The energy requirement grew by 7.5% in FY 2023-24 and the energy availability increased by 7.8%, resulting in a reduction in total energy shortfall from 0.5% in FY 2022-23 to 0.2% in FY 2023-24. The total electricity generation increased by 7.1% from 1,621 BU in FY 2022-23 to 1,736 BU in FY 2023-24.

India is set to achieve its short-term and long-term targets under the Pancharmit action plan, like – reaching a non-fossil fuel energy capacity of 500 GW by 2030; fulfilling at least half of its energy requirements via renewable energy by 2030; reducing CO₂ emissions by 1 billion tonnes by 2030; reducing carbon intensity below 45% percent by 2030; and finally pave the way for achieving a Net-Zero emission target by 2070. The country

has remained steadfast in its transition towards renewable capacity addition and ambitious transition goals articulated by Prime Minister Modi, in India's Pancharmit declaration at COP26.

The country's commitment to achieving net zero emission by 2070 and its strong power demand are driving the expansion of renewable energy capacities and the corresponding need for energy storage. "One Sun, One World, One Grid" aims to create a global solar grid to harness, share, and optimise renewable energy across borders. India ranks fourth globally in renewable energy installed capacity (including large hydro). The government is actively promoting renewable energy through various initiatives such as policies on Production Linked Incentive (PLI) for PV manufacturing, Green Hydrogen, Inter-State Transmission System (ISTS) waiver, Renewable Purchase Obligation (RPO) trajectory until FY 2029-30, Green Open Access Rules, and granting Infrastructure status to Energy Storage Systems. These measures aim to bolster renewable energy capacity and contribute to India's goal of transitioning towards sustainable energy. According to the National Electricity Plan 2023, the share of non-fossil fuel energy generation is projected to increase to 57.4% by FY 2026-27 and further to 68.4% by the end of FY 2031-32. The total installed renewable energy (RE) capacity increased to 190.57 GW in FY 2023-24 (as of March 31, 2024), compared to 172 GW in FY 2022-23.



Transmission Sector in India

The transmission sector is integral to India's power system value chain, bridging the gap between generating stations and demand centres. It encompasses the Inter-State Transmission System (ISTS) and the Intra-State Transmission System (Intra-STTS). The transmission network has been growing at a significant pace with the addition of transmission capacity at both inter-state and intra-state levels. In FY 2023-24, a total of 14,203 ckm of transmission lines were added, as against 14,625 ckm in FY 2022-23. Furthermore, there was an addition of 70,728 MVA in transformation capacity during FY 2023-24.

India is currently undergoing a rapid energy transition to meet the increasing energy demand in a sustainable and eco-friendly manner, with a significant emphasis on the development of

new renewable energy (RE) resources. Aligned with the goal of achieving 500 GW of non-fossil energy capacity by 2030 and a strong commitment to green energy, the government is actively strengthening the transmission network to support the 'Power for All, initiative and integrate renewable sources effectively. The integration of renewable energy into the grid is poised to catalyse remarkable growth in the transmission sector, elevating it to unprecedented levels.

To accomplish the goals of energy transition and facilitate the extensive integration of renewable energy, the report of the Central Electricity Authority (CEA), "Transmission System for Integration of over 500 GW RE Capacity by 2030" outlines the transmission requirements for RE integration until 2030,

grid energy storage needs, and requirement for new HVDCs, etc. The significant addition in renewable energy generation necessitates the continual strengthening of a resilient National Grid, integrating high-capacity AC and HVDC systems, along with state-of-the-art FACTS (Flexible Alternating Current Transmission Systems) devices for controlling power system parameters.

The latest CTUIL Rolling Plan, March 2024, estimates that cumulatively by 2028-29, transmission schemes comprising 48,619 ckm of transmission lines and transformation capacity of 4,56,035 MVA at an estimated cost of ₹ 2,94,642 crore are expected to be added in the grid. The inter-regional transmission capacity is expected to grow from the current 1,16,540 MW to about 1,34,540 MW by FY 2028-29.

Transmission projects under the ISTS usually undergo competitive bidding processes, although some projects allocated by the government follow a regulated tariff mechanism. States/STUs also conduct competitive bidding processes for some of their projects. As per the CTUIL Rolling Plan, March 2024, projects worth ₹ 1,98,645 crore are in the planning, bidding, or approval stages, projected to be completed by FY 2028-29. POWERGRID and private sector entities usually participate in these bidding processes. Subsequently, some developers may opt to monetise their projects later by selling them to other entities, including financial investors or investment vehicles like infrastructure investment trusts.

National Monetisation Pipeline (NMP)

The National Monetisation Pipeline (NMP), developed by NITI Aayog in collaboration with infrastructure ministries, aligns with the mandate for 'Asset Monetisation' to leverage the value of public assets. This initiative aims to bolster investments in infrastructure by utilising investments from public assets to support the financing and ongoing maintenance of infrastructure projects.

The power sector comprises 14% of the total assets on offer under the NMP. Assets valued at ₹ 85,200 crore have been earmarked for monetisation in the power sector, out of which the monetisation of power transmission assets would amount to ₹ 45,200 crore, primarily through POWERGRID. The NMP prioritises Infrastructure Investment Trusts (InvITs) as a mode for monetising power transmission assets. The government has implemented several beneficial regulatory and taxation measures to enhance the appeal of InvITs as an investment avenue in India, especially for global investors.

Business Overview

POWERGRID Infrastructure Investment Trust (PGInvIT), established by POWERGRID, India's largest transmission company and a Maharatna CPSE, is dedicated to owning, constructing, operating, maintaining, and investing in power and power transmission assets in India as an infrastructure investment trust. It is the first InvIT sponsored by a governmental entity in India.

PGInvIT was founded as a Trust under the Indian Trusts Act, 1882 in September 2020, and was registered as an infrastructure investment trust with the Securities and Exchange Board of India

(SEBI) in January 2021 under the InvIT Regulations. The Trust is supported by India's most experienced and respected Sponsor and Project Manager POWERGRID, an experienced Investment Manager, POWERGRID Unchahar Transmission Limited, and a renowned Trustee, IDBI Trusteeship Services Limited (ITSL).

Initial Portfolio Assets

PGInvIT's initial portfolio comprises five operational and revenue-generating Special Purpose Vehicles (SPVs), each holding a transmission licence granted by the regulator, the Central Electricity Regulatory Commission, under the Electricity Act, 2003. The projects, executed under the tariff-based competitive bidding mechanism, demonstrate a robust operational track record with high availability and are eligible for assured transmission charges and incentives, subject to maintaining operational parameters, for a duration of 35 years from the date of respective commercial operation. PGInvIT prioritises the maintenance and optimisation of the performance of these assets through its Project Manager, POWERGRID.

The assets of PGInvIT consist of 11 transmission lines, including six 765 kV transmission lines and five 400 kV transmission lines, with a total length of 3,699 ckm, and 3 substations with an aggregate transformation capacity of 6,630 MVA and 1,955.66 km of optical ground wire. The assets are located across five states in India and can be classified into grid-strengthening links, generation-linked, and linked with inter-regional power flow. The SPVs, as per the respective Transmission Service Agreements, have an average residual life of over 28 years.

Please refer to Page 19 of this Report for further details.

Operational Highlights

The transmission sector relies on efficient operation and maintenance to deliver value to key stakeholders through optimal availability of transmission assets. Serving as the Project Manager, POWERGRID is responsible for conducting operation and maintenance (O&M) activities of the IPAs, encompassing routine maintenance activities and preventive and breakdown maintenance tasks. POWERGRID remains committed to ensuring the efficient operation and maintenance of the IPAs. The integration of various innovative technologies, including aerial surveillance, app-based patrolling, and AI-powered defect identification software, plays a pivotal role in reducing shutdown time for routine maintenance checks and breakdown maintenance. This leads to improved availability of transmission systems.

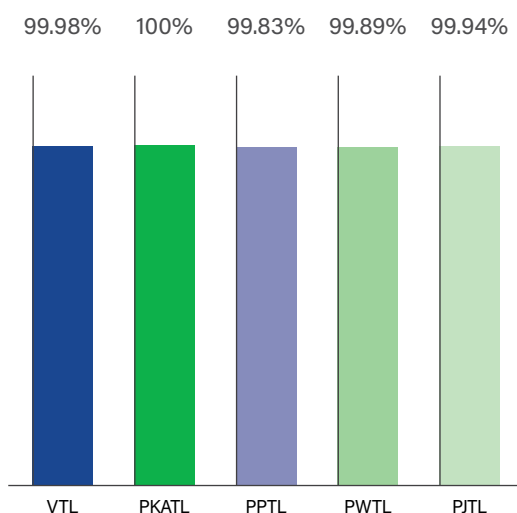
Since PGInvIT's inception, the initial portfolio assets have consistently surpassed the normative availability standard of 98%, guaranteeing the recovery of complete transmission charges and associated incentives. Additionally, the Project Manager has been engaged for implementing new RTM projects undertaken by an SPV.

With POWERGRID's support, the IPAs ensure adherence to applicable laws and regulations and foster a safe, healthy, and enriching environment for the workforce engaged in operations, maintenance, and other tasks.



During FY 2023-24, all the SPVs reported 100% safe man-hours and accident-free operations.

Average Availability of SPVs during FY 2023-24



Except VTL availability is provisional. Under Approval by RPC

EFFICIENT AND ACCIDENT-FREE OPERATIONS

- Well-established and routinely reviewed Health and Safety Policy
- O&M support
- Routine and Preventive maintenance
- Safety drills
- Training for O&M teams
- Aerial patrolling through drones
- Best practices and technology-driven operation and maintenance

PGInvIT's Project Manager, POWERGRID possess Emergency Restoration Systems (ERS), situated strategically nationwide. During emergencies, these systems along with their skilled teams can be quickly mobilised to swiftly restore transmission services and maintain uninterrupted operations of PGINVIT assets, subject to availability.

FINANCIAL REVIEW

Financial Revenue and EBITDA

PGInvIT's SPVs operate in the power transmission sector, generating revenue through availability-based transmission charges as per the TSAs from the DICs irrespective of the volume of power transmitted through the transmission line. Furthermore, maintaining asset availability exceeding 98% entitles the SPVs to claim incentives under the TSAs. The transmission charges are contracted for the duration of the relevant TSAs, typically spanning 35 years from the COD of the respective power transmission project, and are subject

to renewal according to the terms of the TSA and the CERC regulations.

(₹ in million)

Particulars	FY 2023-24 Consolidated
Total Income	13,027.22
Operating Expenses	993.24
EBITDA	12,033.98
EBITDA Margin (%)	92.38%
Net Distributable Cash Flows (NDCF)	10,977.63
Distribution per unit (₹) for FY 2023-24	12
Market Capitalisation*	86,186.02

*As per the closing price on NSE on March 31, 2024

Net Distributable Cash Flow (NDCF) and Distribution Per Unit (DPU)

Net Distributable Cash Flow (NDCF) is the free cash flow generated from underlying operations. Cash flows received by PGINVIT are usually in the form of interest income, dividend income, and principal repayment. As outlined in the InvIT Regulations and PGINVIT's Distribution Policy, the Trust is obligated to distribute at least 90% of the Distributable Income to its Unitholders.

The Net Distributable Cash Flow (NDCF) was ₹ 10,977.63 million in FY 2023-24. The Trust made an aggregate DPU of ₹ 12 per unit for FY 2023-24. DPU is the cash flow distributed on a "per unit" basis to the Unitholders. Total cash distribution to unitholders for FY 2023-24 was ₹ 10,919.99 million.

Assets Under Management

The registered valuer, M/s INMACS Valuers Private Limited, carried out the valuation as an independent valuer and valued assets of PGINVIT at ₹ 84,703.44 million as on March 31, 2024.

Assets	Enterprise Value (₹ in million)
VTL	18,730.60
PKATL	3,938.61
PPTL	21,427.17
PWTL	23,539.62
PJTL	17,067.44
Total	84,703.44

Borrowings

The consolidated borrowings stood at ₹ 5,698.29 million as on March 31, 2024. During FY 2023-24, no additional borrowing has been taken by PGINVIT and Loan repayment of ₹ 28.78 million has been made in line with the Facility Agreement entered between PGINVIT and HDFC Bank Limited.

Credit Rating

PGInvIT maintains its positive ratings, with “CRISIL AAA/Stable” by CRISIL, “[ICRA] AAA (Stable)” by ICRA, and “CARE AAA; Stable” by CARE.

Additionally, the Long-Term Bank facility from HDFC Bank Limited maintains its rating of “CARE AAA; Stable” (Triple A; Outlook: Stable) by CARE.

Strategies and Outlook

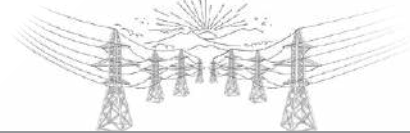
PGInvIT’s business strategies are centered on a focused business model aimed at enhancing profitability through operational efficiencies, exploring growth opportunities through value-accretive acquisitions, and maintaining an efficient capital structure while prudently managing risks. PGInvIT holds to its commitment to deliver steady and visible returns to its unitholders. The power transmission sector maintains a lower risk profile due to its minimal operational risks, well-established regulatory framework, and limited counterparty risk. These factors contribute to long-term visibility on returns and a consistent cash flow stream.

Leveraging its distinct strengths, PGInvIT aims to exploit strategic acquisition opportunities that align with its long-term objectives. Consistent investments in the transmission sector will pave the way for establishing a pipeline of transmission assets across the country, thereby unlocking growth opportunities for PGInvIT. The government’s guideline to the states for monetisation of power transmission assets to generate funds will also create opportunities for PGInvIT. Furthermore, additional opportunities will emerge if the Trust’s Sponsor, tasked with yearly monetisation targets by the government, undertakes such monetisation through InvITs.

With its solid foundation and fundamental strengths, PGInvIT is well-equipped to acquire new assets while safeguarding the interests of unitholders. All potential assets earmarked for acquisition will undergo comprehensive evaluation, considering factors such as operational track record in accordance with InvIT Regulations, adherence to statutory requirements, alignment with PGInvIT’s governance framework, and the collective interest of unitholders.

Cautionary Statement

The Management Discussion and Analysis may contain some statements describing the Trust’s objectives, projections, estimates and expectations, which may be forward-looking in nature. These statements are made within the meaning of applicable laws and regulations and are based on informed judgements and estimates. Additionally, words like ‘may’, ‘will’, ‘should’, ‘expects’, ‘plans’, ‘intends’, ‘anticipates’, ‘believes’, ‘estimates’, ‘predicts’, ‘potential’ or ‘continue’ and similar expressions have been used to identify forward-looking statements. Actual results or prospects of the Trust may differ substantially or materially from those either expressed or implied in such forward-looking statements as future performance also involves risks, uncertainties and changes beyond the control of the Trust. Important factors that could make a difference to the Trust’s operations include macro-economic developments in the country, improvement in the state of capital markets, changes in the governmental policies, regulations, taxes, laws, and other statutes and incidental factors. The Trust undertakes no responsibility to publicly amend, modify or revise any forward-looking statements to reflect future/likely events or circumstances.



Mandatory Disclosures

1. Details of revenue during the year, project-wise from the underlying projects

(₹ in million)

Particulars	April 1, 2023 to March 31, 2024
VTL	2,193.46
PKATL	695.89
PPTL	3,359.32
PWTL	3,750.40
PJTL	2,654.31
Total	12,653.38

Note: Revenue excludes other income

2. Brief summary of the valuation as per full valuation report as at the end of the year

In line with the 'InvIT Regulations', PGINvIT got the valuation done for its assets through an independent valuer, M/s INMACS Valuers Private Limited. The Valuer carried out the

Enterprise and Equity Valuation of the five SPVs of PGINvIT, namely, VTL, PKTL, PPTL, PWTL and PJTL as of March 31, 2024, considering inter-alia historical performance of the SPVs, Business Plan/ Projected financial statements of the SPVs, industry analysis and other relevant factors.

For valuation purposes, the Valuer adopted the Discounted Cash Flow ('DCF') Method under the Income Approach.

The Enterprise Value was primarily computed by discounting the free cash flows over the forecast period until the end of the life of project and the terminal value at the end of the forecast period using an appropriate Weighted Average Cost of Capital ('WACC').

Valuation report of PGINvIT assets as on March 31, 2024 issued by Valuer is annexed to this report as Annexure and forms part of this report. The valuation report can also be viewed on the Trust's website.

The Valuation summary of the Specified SPVs as of March 31, 2024 is as follows:

Initial Portfolio Assets	WACC	Enterprise Value (₹ in million)	Equity Value (₹ in million)	No. of Shares	Value per share (in ₹)
VTL	8.79%	18,730.60	11,069.05	209730000	52.78
PKATL	8.79%	3,938.61	2,094.40	61000000	34.33
PPTL	8.79%	21,427.17	9,917.63	322100000	30.79
PWTL	8.79%	23,539.62	9,237.13	393300000	23.49
PJTL	8.79%	17,067.44	5,805.95	226910000	25.59
TOTAL		84,703.44	38,124.16		

3. Details of changes during the year pertaining to

a. Addition and divestment of assets including the identity of the buyers or sellers, purchase or sale prices and brief details of valuation for such transactions

No addition and divestment of assets has been made during the year ended on March 31, 2024.

b. Valuation of assets and NAV (as per the full valuation reports)

Refer page no. 111 of this report for details of NAV.

c. Borrowings or repayment of borrowings (standalone and consolidated)

During the year ended March 31, 2024, no additional borrowing has been taken by PGINvIT.

Loan repayment of ₹ 28.78 million has been made during the period, which is in line with Facility Agreement entered into between PGINvIT and HDFC Bank Limited.

d. Credit rating

The Trust is rated as "CRISIL AAA/Stable" by CRISIL, "[ICRA] AAA (Stable)" by ICRA and "CARE AAA; Stable" by CARE.

Further, Long Term Loan Facility from HDFC Bank Limited is rated "CARE AAA; Stable (Triple A; Outlook: Stable)" by CARE.

e. Sponsor, Investment Manager, Trustee, valuer, directors of the Trustee or Investment Manager or sponsor, etc.

There is no change in the Sponsor, Investment Manager, Trustee and Valuer. Changes in the Directors of Sponsor, Investment Manager and Trustee are given hereunder

Particulars	Name of the Entity	Directors of the Entity
Sponsor	POWERGRID	<ul style="list-style-type: none"> Shri Mohammad Afzal ceased to be Govt. Nominee Director on the Board w.e.f. May 17, 2023 Dr. Saibaba Darbamulla appointed as Govt. Nominee Director on the Board w.e.f. May 18, 2023 Shri Vinod Kumar Singh ceased to be Director on the Board w.e.f. May 31, 2023 Dr. Yatindra Dwivedi appointed as Director on the Board w.e.f. August 31, 2023 Shri Onkarappa KN ceased to be Director on the Board w.e.f. December 13, 2023* Shri Sreekant Kandikuppa ceased to be Director on the Board w.e.f. December 31, 2023
Investment Manager	PUTL	<ul style="list-style-type: none"> Shri Purshottam Agarwal appointed as Director on the Board w.e.f. April 1, 2023 Shri Onkarappa KN ceased to be Director on the Board w.e.f. December 13, 2023*
Trustee	IDBI Trusteeship Services Ltd.	<ul style="list-style-type: none"> Shri Jayakumar S. Pillai appointed as Director on the Board w.e.f. July 18, 2023 Shri J. Samuel Joseph ceased to be Director on the Board w.e.f. April 18, 2023

* Cessation – Demise.

Shri Dilip Nigam ceased to be Govt. Nominee Director on the Board w.e.f. April 17, 2024.

f. Clauses in trust deed, investment management agreement or any other agreement entered into pertaining to activities of InvIT

Pursuant to Amendment to InvIT Regulations issued by SEBI on August 18, 2023 and SEBI Circular dated September 11, 2023 titled 'Board Nomination Rights to Unitholders of Infrastructure Investment Trusts', the Investment Management Agreement and Trust Deed have been amended to incorporate provisions relating to Unitholder Nominee Directors.

g. Any regulatory changes that has impacted or may impact cash flows of the underlying projects

Except otherwise specified, during the period under review, there were no regulatory changes that have impacted or may impact cash flows of the underlying projects.

h. Change in material contracts or any new risk in performance of any contract pertaining to the InvIT

Except otherwise specified, during the period under review, there were no changes in material contracts or any new risk in performance of any contract pertaining to the Trust.

i. Any legal proceedings which may have significant bearing on the activities or revenues or cash flows of the InvIT

Except otherwise specified in this report or its Annexures, during the period under review, there were no legal proceedings which may have significant bearing on the activities or revenues or cash flows of the Trust.

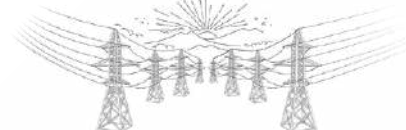
j. Any other material change during the year

Except otherwise specified, during the period under review, there were no material changes during the year.

4. Revenue of the InvIT for the last 5 years, project-wise

Pursuant to PGInvIT IPO in May 2021, PGInvIT acquired 74% equity shareholding in VTL, PKATL, PPTL, PWTL and PJTL from POWERGRID on May 13, 2021. Accordingly, the revenue of PGInvIT for FY 2021-22 is available for part of the year i.e. from May 13, 2021 to March 31, 2022.

Following that, on March 31, 2022, PGInvIT acquired balance 26% equity shareholding in VTL from POWERGRID. Furthermore, on the same date, PPTL, PWTL and PJTL (SPVs of PGInvIT) acquired change in law revenue from POWERGRID. Consequently, the revenue of PGInvIT for the fiscal year 2022-23 onwards incorporates the revenue generated by the aforementioned acquisitions.



(₹ in million)

Particulars	April 1, 2023 to March 31, 2024	April 1, 2022 to March 31, 2023	May 13, 2021 to March 31, 2022
VTL	2,193.46	2,416.07	2,604.51
PKATL	695.89	689.51	626.98
PPTL	3,359.32	3,361.11	2,975.01
PWTL	3,750.40	3,752.44	3,324.77
PJTL	2,654.31	2,638.72	2,642.12
Total	12,653.38	12,857.85	12,173.39

Note: Revenue excludes other income

5. Update on development of under-construction projects, if any

- 125 MVAr, 420kV Bus Reactor at Kala Amb substation by PKATL under RTM has been put to commercial operation w.e.f. February 05, 2024.
- Central Transmission Utility of India Limited (CTUIL) has nominated PPTL for implementation of "400 kV line bay at 765/400 kV Parli (New) S/S for RE inter-connection" under RTM with a completion target of December 31, 2025.

6. Unit price quoted on the exchange at the beginning and end of the financial year, the highest and lowest unit price and the average daily volume traded during the financial year

Particulars	NSE	BSE
Price information		
Unit Price at the beginning of the period (April 03, 2023) - opening price	122.52	122.62
Unit Price at the ending of the period (March 28, 2024) - closing price	94.71	94.65
Highest Unit Price	127.45	127.84
Lowest Unit Price	90.90	91.00
Volume Information		
Average Daily Volume Traded during the period (in Thousands)	1,270.34	129.35
Total Average Daily Volume Traded (On both NSE and BSE) (in Thousands)	1,399.69	

7. Details of outstanding borrowings and deferred payments of InvIT including any credit rating(s), debt maturity profile, gearing ratios of the InvIT on a consolidated and standalone basis as at the end of the year

Particulars	Standalone	Consolidated
(a) Outstanding Long Term Debt	5,698.29	5,698.29
(b) Less: Cash and cash equivalents	2,966.50	4,168.61
(c) Net Debt (a-b)	2,731.79	1,529.68
(d) Total Equity	77,602.19	75,412.39
(e) Total Equity plus Net Debt (c+d)	80,333.98	76,942.07
(f) Gearing Ratio (c/e)	3.40%	1.99%
(g) Credit Rating for Long Term Loan Facility	CARE AAA; Stable	
(h) Tenure of Loan	16 years	

8. The total operating expenses of the InvIT along with detailed break-up, including all fees and charges paid to the Investment Manager and any other parties, if any during the year

Refer Financial Statements for details.

9. Past performance of the InvIT with respect to unit price, distributions made and yield for the last 5 years, as applicable

(₹ in million)

Particulars	FY 2023-24	FY 2022-23	FY 2021-22
Unit Price at the beginning of the period (NSE Closing Price)	₹ 121.66	₹ 134.17	₹ 102.99
Unit Price at the end of the period (NSE Closing Price)	₹ 94.71	₹ 122.52	₹ 133.90
VWAP Unit Price (NSE)	₹ 102.21	₹ 130.04	₹ 116.44
Distributions made for the period	₹ 12.00 per unit*	₹ 12.00 per unit	₹ 10.50 per unit**
Yield (Annualised)	11.74%	9.23%	10.19%

₹ Closing price as on the date of listing.

* Includes DPU of ₹ 3.00/per unit for the quarter ended March 31, 2024.

** ₹ 10.50 per unit was distributed for the period from May 13, 2021 to March 31, 2022.

10. Details of all related party transactions during the year, value of which exceeds five percent of value of the InvIT

There are no related party transactions during the period, value of which exceeds five per cent of value of the InvIT Assets.

11. Details regarding the monies lent by the InvIT to the holding company or the special purpose vehicle in which it has investment in:

(₹ in million)

Particulars	Opening Balance as on April 01, 2023	Loan given during the period	Loan repaid during the period	Closing Balance as on March 31, 2024
VTL	7,839.88	-	60.00	7,779.88
PKATL	1,860.00	146.92	90.00	1,916.92
PPTL	13,272.94	-	805.00	12,467.94
PWTL	15,987.07	-	820.00	15,167.07
PJTL	12,237.95	-	465.00	11,772.95
Total	51,197.84	146.92	2,240.00	49,104.76

12. Details of issue and buyback of units during the year, if any

Issues of Units:

During the period under review there was no issue of units by the Trust.

Buyback of Units:

During the period under review there was no buy back of units by the Trust.

13. Brief details of material and price sensitive information

Except otherwise specified or disclosed to the Exchange from time to time, during the period under review, there were no material changes, events or material and price sensitive information to be disclosed for the Trust.

14. Brief details of material litigations and regulatory actions, which are pending, against the InvIT, sponsor(s), Investment Manager, Project

Manager(s), or any of their associates, sponsor group(s) and the Trustee if any, as at the end of the year

Except otherwise specified in this report or its Annexures, there are no material litigation and actions by regulatory authorities currently pending against the Trust, the Investment Manager, the Sponsor and the Project Manager, or any of their associates, Sponsor group and the Trustee. For the Trust, Investment Manager and for Sponsor or Project Manager and its associates (Sponsor group) outstanding cases and/or regulatory action which involve an amount exceeding ₹ 657.65 million, ₹14.28 million and ₹ 23,302.82 million (being 5% of the total consolidated revenue or consolidated net worth of the respective entity, whichever is lower for the FY 2022-23) have been considered material, respectively for the review period.

Except otherwise specified, during the period under review, there were no regulatory changes that have impacted or may impact the underlying projects.



15. Risk factors

The Trust constantly monitors the risks associated with its business and adequate steps are taken to mitigate these risks.

Major risks are as follows:

A. Financial health of Customers

Delay in payment of billed transmission charges by customers (DICs) to the CTU under Sharing Regulations may affect the cash flows and results of operations of the trust.

B. Ability to operate and maintain target availability

Inability of Project Manager to ensure operate and maintain our power transmission projects to achieve prescribed availability may adversely impact the cash flows of the trust.

C. Distributions to our Unitholders

Inability to make distributions as per investor expectations or anticipation could materially and adversely affect the market price of our Units.

D. Increase in Costs

The transmission charges under TSAs are largely fixed. Increase in O&M costs, insurance or any other cost could adversely impact profitability.

E. Growth

Limited availability of acquisition opportunity, highly competitive environment of power transmission sector and increased competitive pressure could adversely affect the ability of the Investment Manager to execute the growth strategy.

F. Unforeseen Events

Any force majeure event rendering our project inoperable and not covered by insurance or TSA can adversely impact the results of operations and cash flows.

G. Insurance

We have taken Industrial All Risk Insurance Policy for our assets. If our losses significantly exceed our insurance coverage or cannot be recovered through insurance for any reason whatsoever, our results of operations and cash flows could be materially and adversely affected.

H. Control of Government of India

There is no assurance that the Investment Manager Board will at all times be in compliance with the requirements for board constitution and related provisions under the InvIT Regulations.

I. Interest Rate Risk

Increase in interest rates may adversely impact the profitability and distribution to unitholders.

Note: Detailed risk factors are provided in the Final Offer Document

Report on Corporate Governance

BACKGROUND

PGInvIT was settled as a Trust by POWERGRID under Indian Trusts Act, 1882 on September 14, 2020 to own, construct, operate, maintain and invest as an infrastructure investment trust as permissible in terms of the InvIT Regulations, including in power transmission assets in India. It was registered as an infrastructure investment trust with SEBI on January 7, 2021, under the InvIT Regulations, with Registration Number IN/InvIT/20-21/0016.

ITSL, the Trustee of PGInvIT is a debenture trustee registered with SEBI. The Trustee has appointed PUTL, a wholly owned subsidiary of POWERGRID, as the Investment Manager and POWERGRID as the Project Manager in accordance with the InvIT Regulations.

PHILOSOPHY ON CORPORATE GOVERNANCE

PUTL, appointed as the Investment Manager ("IM") to PGInvIT pursuant to the Investment Management Agreement dated December 18, 2020 which stood amended and restated as on March 26, 2024, is responsible for day-to-day management and administration of InvIT Assets and making investment decisions with respect to the underlying assets or projects of the Trust, including any further investment or divestment of its assets, in accordance with InvIT Regulations and the Investment Management Agreement entered into in relation to the Trust.

The IM's Corporate Governance pillars includes:

- IM's Board of Directors
- IM's key personnel led by a Chief Executive Officer
- Committees of the IM Board and
- Corporate Governance Framework in relation to the Trust, implemented by the IM.

The Corporate Governance Framework *inter-alia* sets out the Board composition, its quorum and frequency of meetings, committees to be formed including their composition, terms of reference, frequency of meetings and quorum requirements and various policies including Code of Conduct adopted by the IM in relation to the Trust and is available on the website of the Trust.

Pursuant to the corporate governance norms introduced through amendment to the InvIT Regulations vide notification dated February 14, 2023, the IM Board adopted amended Corporate Governance Framework in relation to PGInvIT. Subsequently, with the introduction of provisions relating to board nomination rights to unitholders of InvITs, the Corporate Governance Framework was further amended and adopted by the IM Board ("Amended Corporate Governance Framework"). The Amended Corporate Governance Framework can be accessed on the website of Trust at <https://www.pginvit.in/>. Initially, the Trust, on its request, was granted exemption by

the regulator(SEBI) from the corporate governance norms till May 31, 2023. On its subsequent request, the Trust was granted exemption from compliance with certain provisions of the InvIT Regulations including eligibility criteria with regard to investment manager on requirement of not less than half of its directors as independent directors; applicability of certain provisions of Listing Regulations regarding corporate governance; board composition; quorum for board meeting and submission of compliance report on governance, till September 30, 2023, which was further extended upto March 31, 2024. Relaxation from the aforesaid provisions has further been granted upto March 31, 2025.

BOARD OF DIRECTORS

At the beginning of the financial year, the Board of Directors of IM comprised four Directors including two Non-Executive (Non-independent) Directors nominated by POWERGRID, the holding company, namely Shri Abhay Choudhary and Shri Purshottam Agarwal; and two Independent Directors namely Shri Onkarappa KN and Shri Ram Naresh Tiwari appointed by the Government of India.

Consequent upon the sad demise of an Independent Director namely Shri Onkarappa KN on December 12, 2023 (night), the Board of Directors of IM comprises three Directors including two Non-Executive (Non-independent) Directors nominated by POWERGRID, the holding company and one Independent Director appointed by the Government of India.

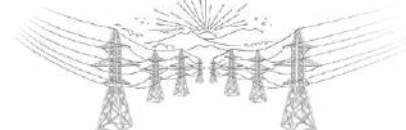
The collective experience of the directors of the IM covers a broad range of commercial experience, particularly experience in infrastructure sector (including the applicable sub-sector), investment management or advisory and financial matters. The brief profiles of the Directors are given on page no. 16 of this report.

BOARD COMPOSITION

As on March 31, 2024, the Board of Directors of IM comprised the following:

S. No.	Particulars of the Directors	Designation	Date of Appointment
1.	Shri Abhay Choudhary	Non-Executive (Non-independent) Director & Chairman	01/06/2022
2.	Shri Purshottam Agarwal	Non-Executive (Non-independent) Director	01/04/2023
3.	Shri Ram Naresh Tiwari	Independent Director	10/02/2022

Note: There were four directors on Board of Directors of IM during the financial year 2023-24, until the sad demise of Shri Onkarappa KN, Independent Director on December 12, 2023 (night).



QUORUM

The quorum for every meeting of the board of directors of the Investment Manager shall be one-third of its total strength or three directors, whichever is higher, including at least one independent director, provided required number of independent directors are nominated/ appointed on the governing board of the Investment Manager by the Government of India.

MEETINGS OF BOARD OF DIRECTORS

During the financial year ended March 31, 2024, eleven meetings of the Board of Directors of IM were held i.e. on April 27, 2023, May 25, 2023, June 26, 2023, July 27, 2023, September 27, 2023, October 27, 2023, November 08, 2023, January 24, 2024, January 31, 2024, February 28, 2024 and March 20, 2024.

Attendance of meetings of Board of Directors

Name of the Directors	No. of Meetings entitled to attend	No. of Meetings Attended
Non-Executive (Non-Independent) Directors		
Shri Abhay Choudhary	11	11
Shri Purshottam Agarwal	11	11
Independent Directors		
Shri Onkarappa KN*	07	07
Shri Ram Naresh Tiwari	11	11

*Cessation of directorship w.e.f. December 13, 2023 due to demise.

REMUNERATION OF DIRECTORS

Board of IM comprised four directors including two Non-Executive (Non-independent) Directors nominated by POWERGRID, the holding company and two Independent Directors appointed by the Government of India, until the sad demise of Shri Onkarappa KN, Independent Director on December 12, 2023 (night). The Non-Executive (Non-independent) Directors nominated by POWERGRID do not draw any remuneration/sitting fee for attending the meetings of the Board and Committees of Board, from the IM. Independent Director(s) are paid sitting fee for attending Board/ Committee meetings of IM, as fixed by the Board of IM within the ceiling prescribed for payment of sitting fee under Section 197 of the Companies Act, 2013 read with Rule 4 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and in accordance with the Government Guidelines for attending the Board Meetings as well as Committee Meetings.

Details of sitting fee payable to Independent Directors during the financial year 2023-24 are given below:

Independent Directors	Sitting Fee		Total (₹)
	Board Meeting (₹)	Meeting of Committees of Board (₹)	
Shri Onkarappa KN*	2,45,000	3,50,000	5,95,000
Shri Ram Naresh Tiwari	3,85,000	5,00,000	8,85,000

*Cessation of directorship w.e.f. December 13, 2023 due to demise.

COMMITTEES OF THE BOARD OF DIRECTORS

The IM has constituted following Committees of Board of Directors, in relation to the Trust:

- Investment Committee;
- Audit Committee;
- Stakeholders' Relationship Committee;
- Nomination and Remuneration Committee; and
- Risk Management Committee.

In addition to the aforesaid Committees, IM has voluntarily formed 'Committee of Directors for Appointments' in relation to the Trust.

i. Investment Committee

As on March 31, 2024, the Investment Committee comprised the following members:

S. No.	Name of Members	Category	Designation
i.	Shri Ram Naresh Tiwari	Independent Director	Chairman of the Committee
ii.	Shri Abhay Choudhary	Non-Executive (Non-independent) Director & Chairman	Member
iii.	Shri Purshottam Agarwal	Non-Executive (Non-independent) Director	Member

Quorum

The quorum shall be at least one-third of the members of the Investment Committee or two members, whichever is higher. At least 50% of the members present, shall be independent directors, provided required number of independent directors are nominated / appointed on the governing board of the Investment Manager by the Government of India.

Meetings

During the financial year ended March 31, 2024, one meeting of the Investment Committee was held i.e. on August 29, 2023.

Terms of reference of the Investment Committee include the following:

- i. review of the investment decisions with respect to the underlying assets or projects of the InvIT from the Sponsor including any further investments or divestments to ensure protection of the interest of unitholders;
- ii. undertaking all functions in relation to protection of unitholders' interests and resolution of any conflicts of interest (other than in relation to investors' grievances) including reviewing agreements or transactions in this regard;
- iii. approving any proposal in relation to acquisition of assets, further issue of units including in relation to acquisition or assets;
- iv. overseeing activities of the project manager in accordance with the InvIT Regulations and the project implementation and management agreement; and
- v. formulating any policy for the Investment Manager as necessary, in relation to its functions, as specified above.

ii. Audit Committee

As on March 31, 2024, the Audit Committee comprised the following members:

S. No.	Name of Members	Category	Designation
i.	Shri Ram Naresh Tiwari	Independent Director	Chairman of the Committee
ii.	Shri Abhay Choudhary	Non-Executive (Non-independent) Director & Chairman	Member
iii.	Shri Purshottam Agarwal	Non-Executive (Non-independent) Director	Member

The Company Secretary is the Secretary to the Audit committee.

Quorum

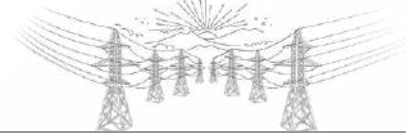
The quorum for Audit Committee meeting shall either be two members or one-third of the members of the audit committee, whichever is greater, with at least two independent directors, provided required number of independent directors are nominated/ appointed on the governing board of the Investment Manager by the Government of India.

Meetings

During the financial year ended March 31, 2024, eight meetings of the Audit Committee were held i.e. on April 27, 2023, May 25, 2023, June 26, 2023, July 27, 2023, October 27, 2023, November 08, 2023, January 24, 2024, and March 14, 2024.

Terms of reference of the Audit Committee include the following:

- i. provide recommendations to the board of directors regarding any proposed distributions;
- ii. overseeing the InvIT's financial reporting process and disclosure of its financial information to ensure that its financial statements are correct, sufficient and credible;
- iii. giving recommendations to the board of directors regarding appointment, re-appointment and replacement, remuneration and terms of appointment of the statutory auditor of the InvIT and the audit fee subject to the approval of the unitholders;
- iv. giving recommendations to the board of directors regarding appointment, re-appointment and replacement, remuneration and terms of appointment of the internal auditor of the InvIT;
- v. reviewing and monitoring the independence and performance of the statutory auditor of the InvIT, and effectiveness of audit process;
- vi. approving payments to statutory auditors of the InvIT for any other services rendered by such statutory auditors;
- vii. reviewing, with the management the annual financial statements and auditor's report thereon of the InvIT, before submission to the board of directors for approval, with particular reference to:
 - matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - changes, if any, in accounting policies and practices and reasons for such change;
 - major accounting entries involving estimates based on the exercise of judgment by management;
 - significant adjustments made in the financial statements arising out of audit findings;



- compliance with listing and other legal requirements relating to financial statements;
 - disclosure of any related party transactions; and
 - modified opinions in the draft audit report.
- viii. approving such related party transactions as may be required under the InvIT Regulations;
 - ix. reviewing, with the management, all periodic financial statements, including but not limited to quarterly, half-yearly and annual financial statements of the InvIT whether standalone or consolidated or in any other form before submission to the board of directors for approval;
 - x. reviewing, with the management, the statement of uses/application of funds raised through an issue of Units by the InvIT (public issue, rights issue, preferential issue, etc.) and issue of debt securities and the statement of funds utilised for purposes other than those stated in the offer documents/notice, and making appropriate recommendations to the board of directors for follow-up action;
 - xi. approval or any subsequent modifications of transactions of the InvIT with related parties;
 - xii. scrutinising loans and investments of the InvIT;
 - xiii. reviewing valuation reports required to be prepared under applicable law, periodically, and as required, under applicable law;
 - xiv. evaluating internal financial controls and risk management systems of the InvIT;
 - xv. reviewing, with the management, the performance of statutory auditors of the InvIT, and adequacy of the internal control systems, as necessary;
 - xvi. discussion with internal auditors of any significant findings and follow up thereon;
 - xvii. reviewing the adequacy of internal audit function if any of the InvIT, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 - xviii. reviewing the findings of any internal investigations by the internal auditors in relation to the InvIT, 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 of directors;
 - xix. reviewing the procedures put in place by the Investment Manager for managing any conflict that may arise between the interests of the unitholders, the parties to the InvIT and the interests of the Investment Manager, including related party transactions, the indemnification of expenses or liabilities incurred by the Investment Manager, and the setting of fees or charges payable out of the InvIT's assets;
 - xx. discussing with statutory auditors prior to commencement of the audit about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
 - xxi. reviewing and monitoring the independence and performance of the valuer of the InvIT;
 - xxii. to look into the reasons for substantial defaults in the payment to the depositors, debenture holders and creditors;
 - xxiii. giving recommendations to the board of directors regarding appointment, re-appointment and replacement, remuneration and terms of appointment of the valuer of the InvIT;
 - xxiv. evaluating any defaults or delay in payment of distributions to the unitholders or dividends by the SPVs to the InvIT and payments to any creditors of the InvIT or the SPVs, and recommending remedial measures;
 - xxv. reviewing management's discussion and analysis of financial condition and results of operations;
 - xxvi. reviewing the statement of significant related party transactions, submitted by the management;
 - xxvii. granting omnibus approval to the related party transactions in accordance with the manner set out in the SEBI (Listing Obligations and Disclosure Requirements) Regulations;
 - xxviii. reviewing on a quarterly basis the details of the related party transactions entered into by the InvIT pursuant to the omnibus approval and approving or suggesting modifications to transactions of the Investment Manager with related parties in accordance with applicable law;
 - xxix. reviewing the management letters/internal audit reports and letters of internal control weaknesses issued by the statutory auditors or internal auditors;
 - xxx. giving recommendations to the board of directors regarding audit fee to be paid to the statutory auditors of the Investment Manager and payments for any other services rendered by such statutory auditors;

- xxxi. examination of the financial statement of Investment Manager and the auditors' report thereon;
- xxxii. reviewing the functioning of the vigil mechanism/ whistle blower mechanism;
- xxxiii. approval of appointment of chief financial officer/ finance head after assessing the qualifications, experience and background, etc. of the candidate;
- xxxiv. reviewing the utilization of loans and/ or advances from/investment by the InvIT in the SPVs exceeding ₹1,000 million or 10% of the asset size of the SPV, whichever is lower including existing loans / advances / investments;
- xxxv. the appointment, removal and terms of remuneration of the chief internal auditor, if any, shall be subject to review by the audit committee;
- xxxvi. reviewing the statement of deviations in accordance with the InvIT Regulations;
- xxxvii. reviewing the compliance under SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended at least once in a financial year and verifying that the systems for internal control are adequate and are operating effectively;
- xxxviii. formulating any policy for the Investment Manager as necessary, in relation to its functions, as specified above;
- xxxix. performing such other activities as may be delegated by the board of directors and/ or are statutorily prescribed under any law to be attended to by the Audit Committee.

iii. Stakeholders' Relationship Committee

As on March 31, 2024, the Stakeholders' Relationship Committee comprised the following members:

S. No.	Name of Members	Category	Designation
i.	Shri Ram Naresh Tiwari	Independent Director	Chairman of the Committee
ii.	Shri Abhay Choudhary	Non-Executive (Non-independent) Director & Chairman	Member
iii.	Shri Purshottam Agarwal	Non-Executive (Non-independent) Director	Member

Quorum

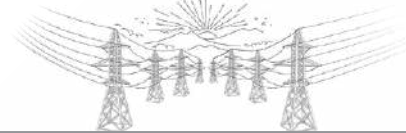
The quorum for a meeting of Stakeholders' Relationship Committee shall be either two members or one-third of the members of the committee, whichever is greater.

Meetings

During the financial year ended March 31, 2024, four meetings of the Stakeholders' Relationship Committee were held i.e. on April 18, 2023, July 14, 2023, October 17, 2023 and January 17, 2024.

Terms of reference of the Stakeholders' Relationship Committee include the following:

- i. resolving the grievances of the security holders of the InvIT including complaints related to transfer/ transmission of units, non-receipt of annual report, non-receipt of declared distributions, issue of new/ duplicate certificates, general meetings etc;
- ii. review of measures taken for effective exercise of voting rights by unitholders;
- iii. review of adherence to the service standards adopted by the InvIT in respect of various services being rendered by the Registrar & Transfer Agent;
- iv. review of the various measures and initiatives taken by the InvIT for reducing the quantum of unclaimed distributions and ensuring timely receipt of distributions warrants/annual reports/statutory notices by the unitholders;
- v. update unitholders on acquisition / sale of assets by the InvIT and any change in the capital structure of the Holding Companies or the SPVs, as applicable;
- vi. review of any litigation related to unitholders' grievances and reporting specific material litigation related to unitholders' grievances to the Board;
- vii. approve report on investor grievances to be submitted to the Trustee; and
- viii. performing such other activities as may be delegated by the board of directors and/ or are statutorily prescribed under any law to be attended to by the Stakeholders' Relationship Committee.



iv. Nomination and Remuneration Committee

As on March 31, 2024, the Nomination and Remuneration Committee comprised the following members:

S. No.	Name of Members	Category	Designation
i.	Shri Ram Naresh Tiwari	Independent Director	Chairman of the Committee
ii.	Shri Abhay Choudhary	Non-Executive (Non-independent) Director & Chairman	Member
iii.	Shri Purshottam Agarwal	Non-Executive (Non-independent) Director	Member

Quorum

The quorum for a meeting of Nomination and Remuneration Committee shall be either two members or one-third of the members of the committee, whichever is greater, with at least one independent director in attendance, provided required number of independent directors are nominated/ appointed on the governing board of the Investment Manager by the Government of India.

Meetings

During the financial year ended March 31, 2024, two meetings of the Nomination and Remuneration Committee were held i.e. on September 27, 2023 and January 31, 2024.

Terms of reference of the Nomination and Remuneration Committee include the following, to the extent applicable, in light of the Investment Manager being a Government company:

- i. formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to the remuneration of the directors, key managerial personnel and other employees;
- ii. for every appointment of an independent director, the Nomination and Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, 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 in such description. For the purpose of identifying suitable candidates, the Committee may:
 - a. use the services of an external agencies, if required;

- b. consider candidates from a wide range of backgrounds, having due regard to diversity; and

- c. consider the time commitments of the candidates.

- iii. formulation of criteria for evaluation of performance of independent directors and the board of directors;

- iv. devising a policy on diversity of board of directors;

- v. identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the board of directors their appointment and removal;

- vi. whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors;

- vii. recommend to the board, all remuneration, in whatever form, payable to senior management; and

- viii. performing such other activities as may be delegated by the Board of Directors and/ or are statutorily prescribed under any law to be attended to by the Nomination and Remuneration Committee.

v. Risk Management Committee

As on March 31, 2024, the Risk Management Committee comprised the following members:

S. No.	Name of Members	Category	Designation
i.	Shri Ram Naresh Tiwari	Independent Director	Chairman of the Committee
ii.	Shri Abhay Choudhary	Non-Executive (Non-independent) Director & Chairman	Member
iii.	Shri Purshottam Agarwal	Non-Executive (Non-independent) Director	Member

Quorum

The quorum for a meeting of the Risk Management Committee shall be either two members or one third of the members of the committee, whichever is higher, including at least one member of the board of directors in attendance.

Meetings

During the financial year ended March 31, 2024, two meetings of the Risk Management Committee were held i.e. on March 14, 2024 and March 20, 2024.

Terms of reference of the Risk Management Committee include the following:

- i. to formulate a detailed risk management policy which shall include:
 - a. A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.
 - b. Measures for risk mitigation including systems and processes for internal control of identified risks.
 - c. Business continuity plan.
- ii. to ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of InvIT;
- iii. to monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;
- iv. to periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;
- v. to keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

- vi. the appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee; and
- vii. performing such other activities as may be delegated by the Board of Directors and/ or are statutorily prescribed under any law to be attended to by the Risk Management Committee.

The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the board of directors.

vi. Committee of Directors for Appointments

As on March 31, 2024, the Committee of Directors for Appointments comprised the following members:

S. No.	Name of Members	Category	Designation
i.	Shri Abhay Choudhary	Non-Executive (Non-independent) Director & Chairman	Chairman of the Committee
ii.	Shri Ram Naresh Tiwari	Independent Director	Member
iii.	Shri Purshottam Agarwal	Non-Executive (Non-independent) Director	Member

Meetings

During the financial year ended March 31, 2024, three meetings of the Committee of Directors for Appointments were held i.e. on May 25, 2023, November 08, 2023 and December 05, 2023.

ATTENDANCE OF DIRECTORS AT MEETINGS OF COMMITTEES OF BOARD

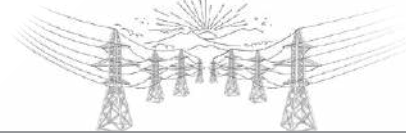
Name of the Directors	Investment Committee (Attended/ Entitled)	Audit Committee (Attended/ Entitled)	Stakeholders' Relationship Committee (Attended/ Entitled)	Nomination and Remuneration Committee (Attended/ Entitled)	Risk Management Committee (Attended/ Entitled)
Non-Executive (Non-Independent) Directors					
Shri Abhay Choudhary	Nil/Nil	02/02	01/02	01/01	02/02
Shri Purshottam Agarwal	01/01	08/08	04/04	02/02	02/02
Independent Directors#					
Shri Onkarappa KN*	01/01	06/06	02/02	01/01	Nil/Nil
Shri Ram Naresh Tiwari	01/01	08/08	04/04	02/02	02/02

*Cessation of directorship v.e.f. December 13, 2023 due to demise.

#Separate meeting of Independent Directors held on November 08, 2023.

Further, the IM has also constituted a Corporate Social Responsibility (CSR) Committee as required under the Companies Act, 2013. The responsibilities of the CSR Committee *inter-alia* include formulating and recommending to the IM

Board, a Corporate Social Responsibility Policy ('CSR Policy'); recommending the amount of expenditure to be incurred on the activities to be undertaken by the IM under CSR; monitoring CSR Policy from time to time; formulating and recommending to



the IM Board, an annual action plan in pursuance of CSR Policy; and undertaking such matters as are necessary or expedient in complying with provisions of the Companies Act, 2013 and rules made thereunder.

POLICIES ADOPTED BY THE BOARD OF DIRECTORS OF INVESTMENT MANAGER IN RELATION TO TRUST

1. **Borrowing Policy:** The Investment Manager has adopted the Borrowing Policy in relation to the Trust to ensure that all funds borrowed in relation to the Trust are in compliance with the InvIT Regulations.
2. **Policy on Related Party Transactions:** The Investment Manager has adopted the Policy on Related Party Transactions to regulate the transactions of the Trust with its related parties based on the laws and regulations applicable to the Trust and best practices to ensure proper approval, supervision and reporting of the transactions between the Trust and its related parties.
3. **Distribution Policy:** The Investment Manager has adopted the Distribution Policy to ensure proper and timely distribution of Distributable Income of the Trust. The Distributable Income of the Trust is calculated in accordance with the Distribution Policy, InvIT Regulations and any circular, notification or guidelines issued thereunder. In line with the Distribution Policy, the InvIT Assets shall distribute not less than 90% of each of their net distributable cash flows to the Trust and the Trust shall distribute at least 90% of the Distributable Income to the Unitholders. Distribution shall be declared and made not less than once every quarter except for the first distribution.
4. **Policy for Determining Materiality of Information for Periodic Disclosures ("Materiality Policy") of the Trust:** The Investment Manager has adopted the Materiality Policy outlining the process and procedures for determining materiality of information in relation to periodic disclosures on the Trust's website, to the stock exchanges and to all stakeholders at large, in relation to the Trust.
5. **Code of Conduct:** The Investment Manager has adopted a Code of Conduct in relation to the Trust. The Trust and the Parties to the Trust shall comply with the Code at all times, in accordance with the InvIT Regulations.
6. **Unpublished Price Sensitive Information ("UPSI") Policy:** The Investment Manager has adopted the UPSI Policy to ensure that the Trust complies with applicable laws, including the InvIT Regulations or such other Indian laws, regulations, rules or guidelines prohibiting insider trading and governing disclosure of material, unpublished price sensitive information.
7. **Policy on Appointment of Auditor and Valuer of the Trust:** The Investment Manager has adopted the Policy for appointment of auditor and valuer to the Trust in accordance with the InvIT Regulations.
8. **Code of Conduct for Board of Directors and Senior Management Personnel of Investment Manager:** The Investment Manager has adopted the Code of Conduct for Board of Directors and Senior Management Personnel of Investment Manager in compliance with the InvIT Regulations read with applicable provisions of Listing Regulations.
9. **Nomination and Remuneration Policy:** The Investment Manager has adopted Nomination and Remuneration Policy to provide a framework for nomination and remuneration of members of the Board, Key Managerial Personnel and other employees of the Investment Manager.
10. **Policy for familiarisation programmes for Independent Directors of Investment Manager:** The Investment Manager has adopted Policy for familiarisation programmes for Independent Directors which aims to outline the process for conducting familiarization programme to facilitate the independent directors on the Board of Investment Manager to understand details about the Investment Manager and the Trust, their roles, rights, responsibilities in the Investment Manager in relation to the Investment Manager and the Trust, nature of the industry in which the Trust operates, business model of the Trust etc.
11. **Risk Management Policy:** The Investment Manager has adopted Risk Management Policy which aims to provide a framework for management of risks associated with the business of the Trust.
12. **Policy on succession planning for the Board and Senior Management of Investment Manager:** The Investment Manager has adopted Policy on succession planning to ensure that vacancies in key positions are filled timely to maintain continuity in leadership and management of Investment Manager.
13. **Whistle Blower and Fraud Prevention Policy:** The Investment Manager has adopted the Whistle Blower and Fraud Prevention Policy of its holding company i.e. POWERGRID.
14. **Policy on Diversity of Board of Directors of Investment Manager:** The Investment Manager has adopted the Policy on Diversity of Board of Directors of Investment Manager pursuant to InvIT Regulations read with applicable provisions of Listing Regulations.
15. **Policy for Unclaimed Distributions:** The Investment Manager has adopted Policy for Unclaimed Distributions pursuant to InvIT Regulations read with applicable circulars issued thereunder, to lay down the framework and process to be followed by a claimant for claiming their unclaimed or unpaid distribution amount, lying in the Unpaid Distribution Account or the Investor Protection and Education fund.

Pursuant to SEBI circular no. SEBI/HO/DDHS/DDHS-PoD/P/ CIR/2023/184 dated December 06, 2023 titled 'Revised

framework for computation of Net Distributable Cash Flow (NDCF) by Infrastructure Investment Trusts (InvITs), the IM has adopted amended Distribution Policy of PGInvIT incorporating therein the revised framework for computation of NDCF at the SPV level as well as at the InvIT level. The amended Distribution Policy is effective from April 01, 2024.

The policies are available on the website of the Trust and can be accessed at <https://www.pginvit.in/>.

BOARD NOMINATION RIGHTS TO UNITHOLDERS

In August 2023, SEBI had issued amendment to InvIT regulations granting right to Eligible Unitholder(s) (holding ten percent or more of the total outstanding units of the InvIT, either individually or collectively) to nominate a director on the board of directors of the investment manager of Infrastructure Investment Trusts. Subsequently, a circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2023/153 titled 'Board nomination rights to unitholders of Infrastructure Investment Trusts (InvITs)' was issued by SEBI, on September 11, 2023 ("SEBI Circular"), prescribing the framework to be put in place within prescribed timelines by the investment managers to the InvITs for appointment of Unitholder Nominee Director (who shall be non-independent director) on the board of investment manager. The SEBI Circular became effective from September 11, 2023.

Pursuant to the SEBI Circular, a communication was sent to unitholders of PGInvIT for the first time nomination in October 2023, requesting the Eligible Unitholder(s), as defined in the SEBI Circular, to inform the IM of PGInvIT of its intent to exercise the right to nominate a director on the IM Board

("Nomination Right"). Subsequently after the end of FY 2023-24, a further communication was sent to unitholders in April 2024, for subsequent nomination on an annual basis, requesting the Eligible Unitholder(s), to inform the IM of PGInvIT, of its intent to exercise the Nomination Right. The IM had not received intent to exercise Nomination Right from any Eligible Unitholder(s) on both the occasions. Initially, the Trust, on its request, was granted extension by the regulator (SEBI) from the applicability of SEBI Circular till March 31, 2024. On its subsequent request, the Trust has been granted further extension till March 31, 2025.

SEBI Complaints Redressal System (SCORES)

The investor complaints are processed in a centralised web-based complaints redress system. The salient features of this system are centralised database of all complaints, online upload of Action Taken Reports by the concerned entities and online viewing by investors of actions taken on the complaint and its current status.

PGInvIT has been registered on SCORES and the IM makes every effort to resolve all investor complaints received through SCORES or otherwise, within the statutory time limit from the receipt of the complaint.

INVESTOR GRIEVANCES

Various queries/ complaints as received from the investors of the Trust during the financial year ended March 31, 2024 were redressed in a timely manner by the IM/ the Registrar and Transfer Agent of the Trust. The details of the complaints received and disposed of during the year are as under:

For Financial Year (FY) 2023-24 - Up to March 31, 2024		
Particulars	All complaints including SCORES complaints	SCORES Complaints
Number of investor complaints pending at the beginning of the year	0	0
Number of investor complaints received during the year	0	0
Number of investor complaints disposed of during the year	0	0
Number of investor complaints pending at the end of the year	0	0
Average time taken for redressal of complaints	0	0

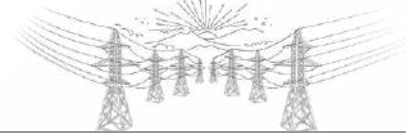
Further, 2,041 emails were received from the investors in FY 2023-24-Upto March 31, 2024 regarding general query/ enquiry about the announcement of financial results/ announcement of distribution/ earnings call details/ profile details/ /price movement related/ Trust's prospects/ bank account details/ PAN Details/ financial results aspects/ statement of income/ distribution break up/ TDS on distribution/ TDS certificate/ annual report/ distribution claims/ unitholding pattern/NAV, etc. which have been responded within average time of 1 working day.

ONLINE DISPUTE RESOLUTION (ODR) PORTAL

SEBI vide circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023 ("Initial ODR Circular") provided guidelines for online resolution of disputes in the Indian securities market

through establishment of a common Online Dispute Resolution ("ODR") Portal which harnesses online conciliation and online arbitration for resolution of disputes arising between investors and listed companies or specified intermediaries/regulated entities in the securities market.

SEBI vide circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023 further clarified that the investor shall first take up his/her/their grievance with the Market Participant (Listed Companies/specified intermediaries/regulated entities) by lodging a complaint directly with the concerned Market Participant. If the grievance is not redressed satisfactorily, the investor may, escalate the same through the SCORES Portal. After exhausting the above options, if the investor is not satisfied with the outcome, he/she/they can initiate dispute resolution through the ODR Portal.



SEBI had earlier issued a Master Circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 consolidating the above-mentioned circulars, which was updated to incorporate amendments to Initial ODR Circular, introduced vide circular no. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/191 dated December 20, 2023. SEBI has issued an updated Master Circular no. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 to this effect.

A communication was sent to unitholders informing them of the provisions relating to ODR Portal introduced by SEBI.

The link to access SMART ODR Portal and ODR related provisions are:

SMART ODR Portal- <https://smartodr.in/login>

ODR related provisions- https://www.pginvit.in/investor_services_smart.aspx

UNITHOLDERS MEETING

a) Annual Meeting of the Unitholders:

Period	Date	Time	Venue
FY 2022-23	July 24, 2023	2:30 P.M. (IST)	Through Video Conferencing

b) Other Meeting of Unitholders:

No other Meeting of Unitholders was held during the reporting period.

c) Postal Ballot(s):

No resolution(s) were passed by Unitholders of PGINVIT through postal ballot during the reporting period.

CREDIT RATING

PGINVIT is rated as "CRISIL AAA/Stable" by CRISIL, "[ICRA] AAA (Stable)" by ICRA and "CARE AAA; Stable" by CARE. Further, the Long-Term Bank facility from HDFC Bank Limited is rated "CARE AAA; Stable" (Triple A; Outlook: Stable) by CARE.

COMPLIANCE CERTIFICATE

Pursuant to Regulation 26H(5) of the InvIT Regulations, the Compliance Certificate duly signed by Chief Executive Officer, Chief Financial Officer and Compliance Officer was placed before the Board of Directors of IM at its meeting held on May 22, 2024.

ANNUAL SECRETARIAL COMPLIANCE REPORT

Pursuant to Regulation 26J of the InvIT Regulations, read with SEBI Master circular no. SEBI/HO/DDHS-PoD-2/P/CIR/2024/44 dated May 15, 2024, IM has submitted a Secretarial Compliance Report for the year ended March 31, 2024 given by Ms. Niti Sethi, Practising Company Secretary, to the Stock Exchanges i.e. BSE and NSE on May 24, 2024 and the same is annexed as Annexure - A. There are no adverse remarks mentioned in the said Report.

MEANS OF COMMUNICATION

The quarterly, half yearly and yearly financial results of the Trust were submitted to the Stock Exchanges, after their approval by the Board of IM. The said results, investor presentations, earnings call updates and other information/ latest updates/ announcements made by the Trust can be accessed on the website of PGINVIT at <https://www.pginvit.in>. For additional information, refer page 42.

CODE OF CONDUCT FOR BOARD OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL

The Board of IM has laid down Code of Conduct for Board of Directors and Senior Management Personnel of IM to PGINVIT. All Board members and Senior Management Personnel have affirmed compliance with this Code for the financial year ended March 31, 2024.

GENERAL UNITHOLDERS' INFORMATION

1. Annual Meeting

Wednesday, June 26, 2024 at 2:30 P.M. (IST) through Video Conferencing or Other Audio Visual Means (OAVM)

2. Financial Year

Trust's financial year is from 1st April to 31st March.

3. Listing on Stock Exchanges

PGINVIT's units are listed on the following Stock Exchanges:

NSE	BSE
Exchange Plaza, Plot No. C-1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051, Maharashtra.	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001, Maharashtra.

PGINVIT units are a part of Nifty REITs and InvITs Index.

4. Unit Information

Symbol & Scrip Codes of units of PGINVIT are given as under:

NSE Symbol: PGINVIT	BSE Scrip ID: PGINVIT
	BSE Scrip Code: 543290

Lot Size for Trading: 1 unit

ISIN: INE0GGX23010

5. Unit Market Price Data

The details of monthly High-Low price(s) of Units of the Trust and number of Units traded on NSE and BSE are as under:

Month	NSE		BSE	
	Price (₹) (High/ Low)	No. of units traded	Price (₹) (High/ Low)	No. of units traded
April, 2023	123.65/ 121.50	85,04,685	123.64/ 120.50	3,73,431
May, 2023	127.45/ 115.97	1,20,14,273	127.84/ 116.00	18,37,856
June, 2023	119.98/ 113.66	1,20,37,470	120.89/ 113.05	14,19,625
July, 2023	118.75/ 114.80	1,44,02,509	118.89/ 114.90	11,70,270
August, 2023	119.30/ 109.90	2,11,93,248	119.05/ 109.90	32,67,264
September, 2023	110.93/ 102.25	2,47,75,671	111.00/ 102.29	36,47,219
October, 2023	103.80/ 97.25	2,70,30,699	103.49/ 97.55	29,07,348
November, 2023	101.15/ 94.43	2,33,86,912	101.20/ 94.40	26,90,779
December, 2023	96.95/ 94	3,25,42,666	96.96/ 94.06	38,37,303
January, 2024	104/ 96.46	2,96,19,217	103.93/ 96.50	37,73,011
February, 2024	99.40/ 95.69	3,18,42,832	99.30/ 95.20	29,19,827
March, 2024	99.50/ 90.90	7,51,53,595	99.54/ 91.00	39,76,332

8. Top 10 Unitholders as on March 31, 2024

S. No.	Name of Unitholders	Total no. of units held	Percentage of total outstanding units (%)
1	POWER GRID CORPORATION OF INDIA LIMITED- Sponsor	13,65,00,100	15.00
2	CPP INVESTMENT BOARD PRIVATE HOLDINGS 4 INC	91,844,500	10.09
3	NPS TRUST	64,645,370	7.10
4	CAPITAL INCOME BUILDER	46,435,100	5.10
5	HDFC MUTUAL FUND	39,567,474	4.35
6	TATA AIG GENERAL INSURANCE COMPANY LIMITED	16,135,875	1.77
7	ICICI LOMBARD GENERAL INSURANCE COMPANY LTD	12,384,900	1.36
8	UTILICO EMERGING MARKETS TRUST PLC	9,284,098	1.02
9	VANGUARD TOTAL INTERNATIONAL STOCK INDEX FUND	8,513,961	0.94
10	VANGUARD EMERGING MARKETS STOCK INDEX FUND	7,745,845	0.85

None of the Directors or Key Managerial Personnel of IM held any units of the Trust during the financial year March 31, 2024.

6. Distribution

The details of Distribution made by the Trust for financial year ended March 31, 2024 are as under:

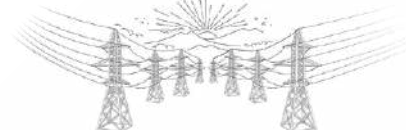
Date of Board Meeting	Type of Distribution	Distribution per unit (₹)	Record Date / Payment Date
July 27, 2023	First	3.00	August 02,2023/ August 09,2023
November 08, 2023	Second	3.00	November 14, 2023/ November 21, 2023
January 24, 2024	Third	3.00	January 30, 2024/ February 06, 2024
May 22, 2024	Fourth	3.00	May 28, 2024/(*)

*shall be paid within fifteen days from the date of declaration.

Detailed break-up of Distribution made during the year is indicated on the page 4 of the Report.

7. UNCLAIMED/ UNPAID DISTRIBUTION

Pursuant to Regulations 18(6)(e) and 18(6)(f) of the InvIT Regulations read with the SEBI circular no. SEBI/HO/DDHS/DDHS-RAC-1/P/CIR/2023/178 dated November 08, 2023 on 'Procedural framework for dealing with unclaimed amounts lying with Infrastructure Investment Trusts (InvITs) and manner of claiming such amounts by unitholders', the IM has adopted Policy for Unclaimed Distributions which specifies the framework and process to be followed by a claimant for claiming their unclaimed or unpaid distribution amount, lying in the Unpaid Distribution Account or the Investor Protection and Education Fund. IM has designated Shri Amit Garg, Chief Financial Officer (Email id: unclaimed@pginvit.in, Contact details: +91 124 282 3170) as Nodal Officer for the purpose of said policy.



9. Unitholding pattern as on March 31, 2024

Units held by different categories of unitholders and according to the size of the unitholdings as on March 31, 2024 are given below:

a. Distribution of unitholding according to size as on March 31, 2024:

S No.	Unit Range	Number of Unitholders	Percentage of Total Unitholders (%)	Units for the range	Percentage of Total Units (%)
1	1-5000	1,52,254	95.3	6,16,33,392	6.77
2	5001-10000	3,151	2.0	2,32,13,261	2.55
3	10001-20000	1,824	1.1	2,57,92,328	2.83
4	20001-30000	736	0.5	1,79,68,175	1.97
5	30001-40000	337	0.2	1,18,57,680	1.30
6	40001-50000	304	0.2	1,37,44,472	1.51
7	50001-100000	496	0.3	3,62,86,330	3.99
8	100001 and above	627	0.4	71,95,03,562	79.07
Total		1,59,729	100.0	90,99,99,200	100.0

b. Unitholding pattern as on March 31, 2024:

Category	Category of Unit holder	No. of Units Held	As a % of Total Out-standing Units	No. of units mandatorily held		Number of units pledged or otherwise encumbered	
				No. of units	As a % of total units held	No. of units	As a % of total units held
(A)	Sponsor(s) / Investment Manager / Project Manager(s) and their associates/related parties						
(1)	Indian						
(a)	Individuals / HUF	-	0.00	-	0.00	-	0.00
(b)	Central/State Govt.	-	0.00	-	0.00	-	0.00
(c)	Financial Institutions/Banks	-	0.00	-	0.00	-	0.00
(d)	Any Other	-	0.00	-	0.00	-	0.00
	BODIES CORPORATES	13,65,00,100	15.00	13,65,00,100	100.00	-	0.00
	Sub- Total (A) (1)	13,65,00,100	15.00	13,65,00,100	100.00	-	0.00
(2)	Foreign						
(a)	Individuals (Non Resident Indians / Foreign Individuals)	-	0.00	-	0.00	-	0.00
(b)	Foreign government	-	0.00	-	0.00	-	0.00
(c)	Institutions	-	0.00	-	0.00	-	0.00
(d)	Foreign Portfolio Investors	-	0.00	-	0.00	-	0.00
(e)	Any Other (BODIES CORPORATES)	-	0.00	-	0.00	-	0.00
	Sub- Total (A) (2)	-	0.00	-	0.00	-	0.00
	Total unit holding of Sponsor & Sponsor Group (A) = (A)(1)+(A)(2)	13,65,00,100	15.00	13,65,00,100	100.00	-	0.00
(B)	Public Holding						
(1)	Institutions						
(a)	Mutual Funds	4,16,41,890	4.58				
(b)	Financial Institutions/Banks	14,20,333	0.15				
(c)	Central/State Govt.	0	0.00				
(d)	Venture Capital Funds	0	0.00				
(e)	Insurance Companies	6,36,55,161	7.00				
(f)	Provident/pension funds	6,73,80,845	7.40				
(g)	Foreign Portfolio Investors	18,91,65,255	20.79				
(h)	Foreign Venture Capital investors	0	0.00				

Category	Category of Unit holder	No. of Units Held	As a % of Total Outstanding Units	No. of units mandatorily held		Number of units pledged or otherwise encumbered	
				No. of units	As a % of total units held	No. of units	As a % of total units held
(i)	Any Other (specify)		0.00				
	BODIES CORPORATES	76,51,000	0.84				
	ALTERNATIVE INVESTMENT FUND	54,37,053	0.60				
	Sub- Total (B) (1)	37,63,51,537	41.36				
(2)	Non-Institutions						
(a)	Central Government/State Governments(s)/President of India	0	0.00				
(b)	Individuals	28,14,96,668	30.93				
(c)	NBFCs registered with RBI	4,59,400	0.05				
(d)	Any Other (specify)						
	TRUSTS	23,52,133	0.26				
	NON RESIDENT INDIANS	1,01,51,831	1.12				
	CLEARING MEMBERS	0	0.00				
	BODIES CORPORATES	10,26,87,531	11.28				
	Sub- Total (B) (2)	39,71,47,563	43.64				
	Total Public Unit holding (B) = (B)(1)+(B)(2)	77,34,99,100	85.00				
	Total Units Outstanding (C) = (A) + (B)	90,99,99,200	100.00				

10. Depositories

The name and addresses of the Depositories are as under:

National Securities Depository Limited: Trade World, A Wing, 4th floor, Kamala Mills Compound, Senapathi Bapat Marg, Lower Parel, Mumbai – 400 013, Maharashtra.

Central Depository Services (India) Limited: Marathon Futorex, A-Wing, 25th floor, NM Joshi Marg, Lower Parel, Mumbai - 400 013, Maharashtra.

11. Name and Designation of Compliance Officer

Ms. Anjana Luthra
 Company Secretary & Compliance Officer
 Plot No. 2, Sector - 29, Gurgaon - 122 001, Haryana.
 Tel: +91 124 282 3177
 E-mail: investors@pginvit.in
 Website: www.pginvit.in

12. Statutory Auditors

M/s. S.K. Mittal & Co. Chartered Accountants
 Firm Registration Number: 001135N

13. Valuer

M/s INMACS Valuers Private Limited, registered as a Valuer with Insolvency and Bankruptcy Board of India in accordance with applicable laws.
 Registration number: IBBI/RV-E/02/2021/141

14. Address for Correspondence including Investors Grievances

Principal Place of Business and Contact Details of the Trust

POWERGRID Infrastructure Investment Trust
 SEBI Reg. No.- IN/InvIT/20-21/0016
 Plot No. 2, Sector 29, Gurgaon - 122 001, Haryana.
 Company Secretary & Compliance Officer:
 Ms. Anjana Luthra
 Tel: +91 124 282 3177
 E-mail: investors@pginvit.in
 Website: www.pginvit.in

Registered Office and Contact Details of the Investment Manager

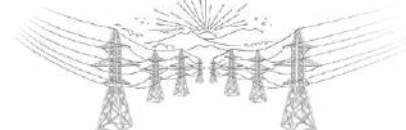
POWERGRID Unchahar Transmission Limited
 CIN: U65100DL2012GOI246341
 B-9, Qutab Institutional Area,
 Katwaria Sarai, New Delhi – 110 016
 Contact Person: Ms. Anjana Luthra
 Tel: +91 124 282 3177
 E-mail: investors@putl.in
 Website: www.putl.in

Registered Office and Contact Details of Registrar & Transfer Agent

KFin Technologies Limited
 Selenium Tower-B, Plot No. 31 & 32, Financial District,
 Nanakramguda, Serilingampally, Rangareddy, Hyderabad,
 Telangana - 500 032, India.
 Tel: +91 040-67162222
 E-mail: powergrid.invit@kfintech.com

Investor Grievance

E-mail: investors@pginvit.in
 einward.ris@kfintech.com
 powergrid.invit@kfintech.com



Annexure-A

Secretarial Compliance Report of POWERGRID Infrastructure Investment Trust (PGInvIT)
(SEBI Registration No.: IN/InvIT/20-21/0016)
for the financial year ended March 31, 2024

I, Niti Sethi, Practicing Company Secretary, have examined:

(a) all the documents and records of **POWERGRID Infrastructure Investment Trust ("PGInvIT"/ "Listed Entity")** made available to us and explanation provided by POWERGRID Unchahar Transmission Limited, acting as Investment Manager to PGInvIT (**the "Investment Manager"**),

(b) the filings / submissions made by the Investment Manager to the stock exchanges,

(c) website of PGInvIT,

(d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the financial year ended March 31, 2024 ("**Review Period**") in respect of compliance with the provisions of:

(i) the Securities and Exchange Board of India Act, 1992 ("**SEBI Act**") and the Regulations, circulars, guidelines issued thereunder; and

(ii) the Securities Contracts (Regulation) Act, 1956 ("**SCRA**"), rules made thereunder and the Regulations, circulars and guidelines issued thereunder by the Securities and Exchange Board of India ("**SEBI**");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

(a) Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014;

(b) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable;

(c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(d) other Regulations as applicable; and circulars/ guidelines issued thereunder.

Based on the above examination, I hereby report that, during the Review Period:

(a) The Investment Manager of PGInvIT has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
NIL			

(b) The Investment Manager of PGInvIT has maintained proper records under the provisions of the above Regulations and circulars / guidelines issued thereunder insofar as it appears from my examination of those records.

(c) The following are the details of actions taken against PGInvIT, parties to PGInvIT, its promoters, directors, either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars / guidelines issued thereunder:

Sr. No.	Action taken by	Details of Violation	Details of action taken e.g. fines, warning letters debarment, etc.	Observations/Remarks of the Practicing Company Secretary, if any.
NIL action taken against PGInvIT				

Please refer Appendix-I for details of action taken against parties to PGInvIT

(d) The Investment Manager of PGINVIT has taken following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended...	Actions taken by the Investment Manager, if any	Comments of the Practicing Company Secretary on the actions taken by the InvIT
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Not Applicable

Place: New Delhi
 Date: May 23, 2024
 UDIN: A003211F000420529

Sd/-
Niti Sethi
 Company Secretary in Practice
 ACS No.:3211
 CP No. :17100

Appendix-I

Details of actions taken against PGINVIT, parties to PGINVIT, its promoters, directors, either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

i. Trustee to PGINVIT i.e. IDBI Trusteeship Services Limited

Sr. No.	Action taken by	Details of Violation	Details of Action Taken e.g. fines, warning letters Debarment etc.	Observations/Remarks of the practicing Company Secretary, if any
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NIL

ii. Investment Manager to PGINVIT i.e. POWERGRID Unchahar Transmission Limited

Sr. No.	Action taken by	Details of Violation	Details of Action Taken e.g. fines, warning letters Debarment etc.	Observations/Remarks of the practicing Company Secretary, if any
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NIL

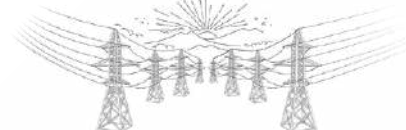
iii. Sponsor and Project Manager to PGINVIT i.e. Power Grid Corporation of India Limited ("POWERGRID")

Sr. No.	Action taken by	Details of Violation	Details of Action Taken e.g. fines, warning letters Debarment etc.	Observations / Remarks of the practicing Company Secretary, if any
---------	-----------------	----------------------	--	--

- | | | | | |
|----|--|---|--|---|
| 1. | National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE") | Non-compliance of Regulation 17(1) of the SEBI (LODR) Regulations, 2015 | Imposition of fine of ₹ 5,36,900/- each by NSE & BSE | As per disclosure made by POWERGRID to NSE and BSE (vide letter dated August 25, 2023), the following <i>inter-alia</i> is noted:

<i>"POWERGRID, vide letter dt. 22.08.2023, has requested NSE & BSE to grant waiver of the fine w.r.t. non-compliance of Regulation 17(1) of the SEBI (LODR) Regulations, 2015. POWERGRID, being a Government Company within the meaning of Section 2(45) of the Companies Act, 2013, the power to appoint functional/ Official Part-time Directors/ non-Official Part-time Directors (Independent Directors) vests with the President of India. The said non-compliance of Regulation 17(1) of the SEBI (LODR) Regulations, 2015 for the quarter ended 30th June, 2023 was not a lapse on the part of the Company.</i>

<i>The matter has been regularly taken up with Administrative Ministry i.e. Ministry of Power for filling up the vacant posts of Independent Directors (including one woman Independent Director)."</i> |
|----|--|---|--|---|

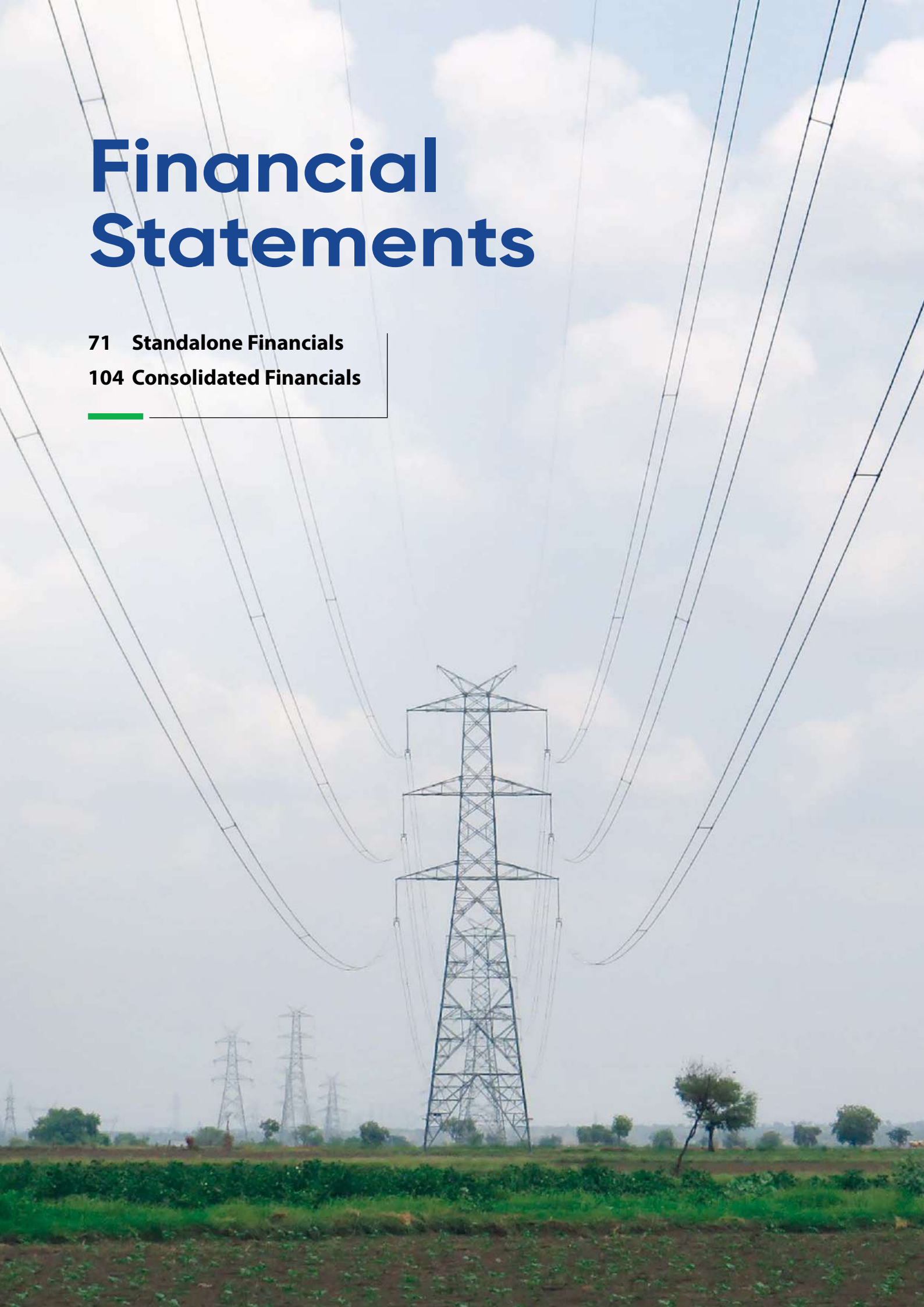


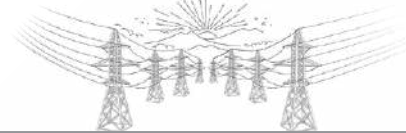
Sr. No.	Action taken by	Details of Violation	Details of Action Taken e.g. fines, warning letters Debarment etc.	Observations / Remarks of the practicing Company Secretary, if any
2.	NSE & BSE	Non-compliance of Regulation 17(1) of the SEBI (LODR) Regulations, 2015	Imposition of fine of ₹ 5,42,800/- each by NSE & BSE	As per disclosure made by POWERGRID to NSE and BSE (vide letter dated November 24, 2023), the following <i>inter-alia</i> is noted: <i>"POWERGRID, vide letter dt. 22.11.2023, has requested NSE&BSE to grant waiver of the fine w.r.t. non-compliance of Regulation 17(1) of the SEBI (LODR) Regulations, 2015. POWERGRID, being a Government Company within the meaning of Section 2(45) of the Companies Act, 2013, the power to appoint functional / Official Part-time Directors / non-Official Part-time Directors (Independent Directors) vests with the President of India. The said non-compliance of Regulation 17(1) of the SEBI (LODR) Regulations, 2015 for the quarter ended 30th September, 2023 was not a lapse on the part of the Company. The matter has been regularly taken up with Administrative Ministry i.e. Ministry of Power for filling up the vacant posts of Independent Directors (including one woman Independent Director)."</i>
3.	NSE & BSE	Non-compliance of Regulation 17(1) of the SEBI (LODR) Regulations, 2015	Imposition of fine of ₹ 5,42,800/- each by NSE & BSE	As per disclosure made by POWERGRID to NSE and BSE (vide letter dated February 23, 2024), the following <i>inter-alia</i> is noted: <i>"POWERGRID vide letter dt. 23.02.2024 has requested NSE & BSE to grant waiver of the fine w.r.t. non-compliance of Regulation 17(1) of the SEBI (LODR) Regulations, 2015. POWERGRID, being a Government Company within the meaning of Section 2(45) of the Companies Act, 2013, the power to appoint functional/ Official Part-time Directors/ non-Official Part-time Directors (Independent Directors) vests with the President of India. The said non-compliance of Regulation 17(1) of the SEBI (LODR) Regulations, 2015 for the quarter ended December 31, 2023 was not a lapse on the part of the Company. The matter has been regularly taken up with Administrative Ministry i.e. Ministry of Power for filling up the vacant posts of Independent Directors (including one woman Independent Director)."</i>

Financial Statements

71 Standalone Financials

104 Consolidated Financials





Independent Auditor's Report

To,
The Unit Holders of POWERGRID Infrastructure Investment Trust

REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Opinion

We have audited the accompanying standalone financial statements of POWERGRID Infrastructure Investment Trust ("the Trust"/"PGInvIT"), which comprise the Balance Sheet as at 31 March 2024, the Statement of Profit and Loss including the Other Comprehensive Income, the statement of change in Unit Holders' equity, the Statement of Cash Flows for the year then ended, the Statement of Net Assets at fair value as at 31 March 2024, the Statement of Total Returns at fair value, the Statement of Net Distributable cash Flows ('NDCFs') for the year then ended and notes to the standalone financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the standalone financial statements give the information required by the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 as amended from time to time including any guidelines and circulars issued thereunder in the manner so required and give a true and fair view in conformity with Indian Accounting Standards (Ind AS) and/or any addendum thereto as defined in the Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rule, 2015 and other accounting principles generally

accepted in India, of the state of affairs of the Trust as at 31 March 2024, its profit and total comprehensive income, change in unit holders' equity Trust and its cash flows for the year ended 31 March 2024, its net assets at fair value as at 31 March 2024, its total returns at fair value and the net distributable cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs) issued by Institute of Chartered Accountants of India ("ICAI"). Our responsibilities under those Standards are further described in the *Auditor's Responsibility* for the Audit of the *Financial Statements* section of our report. We are independent of the Trust in accordance with the Code of Ethics issued by the ICAI and we have fulfilled our other ethical responsibilities in accordance with the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

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. We have determined the matters described below to be the key audit matters to be communicated in our report.

S.No	Key Audit Matters	How our audit addressed the key audit matter
1	<p>Assessing Impairment of investments in subsidiaries</p> <p>As at 31 March 2024, the carrying value of Trust's investment in subsidiaries amounted to ₹31,089.84 million.</p> <p>Management reviews regularly whether there are any indicators of impairment of such investments by reference to the requirements under Ind AS. Management performs its impairment assessment by comparing the carrying value of these investments made to their recoverable amount to determine whether impairment needs to be recognized.</p> <p>For impairment testing, value in use has been determined by forecasting and discounting future cash flows of subsidiaries. Further, the value in use is highly sensitive to changes in critical variable used for forecasting the future cash flows including discounting rates. The determination of the recoverable amount from subsidiaries involves significant judgment and accordingly, the evaluation of impairment of investments in subsidiaries has been determined as a key audit matter.</p>	<p>In making the assessment of the recoverable amount, we relied on the valuation report issued by the independent valuer appointed by the Investment Manager in accordance with SEBI InvIT Regulations.</p>
2	<p>Computation and disclosures as prescribed in the InvIT regulations relating to Statement of Net Assets at Fair Value and Total Returns at Fair Value</p> <p>As per the provisions of InvIT Regulations, the Trust is required to disclose Statement of Net Assets at Fair Value and Statement</p>	<p>Our audit procedures include the following:</p> <ul style="list-style-type: none"> Read the requirements of SEBI InvIT regulations for disclosures relating to Statement of Net Assets at Fair Value and Statement of Total Returns at Fair Value.

S.No	Key Audit Matters	How our audit addressed the key audit matter
	<p>of Total Returns at Fair Value which requires fair valuation of assets. For this purpose, fair value is determined by forecasting and discounting future cash flows. The inputs to the valuation models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as WACC, Tax rates, Inflation rates etc.</p> <p>Accordingly, the aforementioned computation and disclosures are determined to be a key audit matter in our audit of the standalone financial statements</p>	<ul style="list-style-type: none"> Reviewed and verified the disclosures in the standalone financial statements for compliance with the relevant requirements of InvIT Regulations. Relied on the valuation report issued by the independent valuer appointed by the Investment Manager in accordance with SEBI InvIT Regulations.
3	<p>Related party transactions and disclosures</p> <p>The Trust has undertaken transactions with its related parties in the normal course of business. These include providing loans to SPVs, interest on such loans, fees for services provided by related parties to Trust etc. as disclosed in Note no. 26 of the standalone financial statements.</p> <p>We identified the accuracy and completeness of related party transactions and its disclosure as set out in respective notes to the standalone financial statements as a key audit matter due to the significance of transactions with related parties during the year ended 31 March 2024 and regulatory compliance thereon.</p>	<p>Our audit procedures, included the following:</p> <ul style="list-style-type: none"> Obtained, read and assessed the Trust's policies, processes and procedures in respect of identifying related parties, evaluating of arm's length, obtaining necessary approvals, recording and disclosure of related party transactions, including compliance of transactions and disclosures in accordance with InvIT regulations. We tested, on a sample basis, related party transactions with the underlying contracts and other supporting documents for appropriate authorization and approval for such transactions. We read minutes of Board and its relevant committee meetings in connection with transactions with related parties affected during the year and Trust's assessment of related party transactions being in the ordinary course of business at arm's length and in accordance with the InvIT regulations. Assessed and tested the disclosures made in accordance with the requirements of Ind AS and InvIT regulations.

INFORMATION OTHER THAN THE STANDALONE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The management of POWERGRID Unchahar Transmission Limited ("Investment Manager") is responsible for the preparation of the other information. The other information comprises the information that may be included in the Management Discussion and Analysis, Investment Manger's report including Annexures to Investment Manager's Report and Investment Manager's Information but does not include the standalone financial statements and our auditor's report thereon. The other information as identified above is expected to be made available to us after the date of this Auditor's Report.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

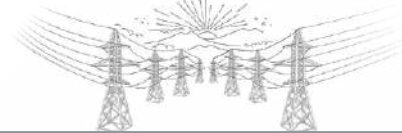
In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read those documents including annexures, if any thereon, if we conclude that there is a material misstatement

therein, we shall communicate the matter to those charged with the governance.

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

The Management of POWERGRID Unchahar Transmission Limited ("Investment Manager"), is responsible for the preparation of these standalone financial statements that give a true and fair view of the financial position as at 31 March 2024, financial performance including other comprehensive income, movement of the unit holders' equity and cash flows for the year ended 31 March 2024, its net assets at fair value as at 31 March 2024, its total returns at fair value and the net distributable cash flows of the Trust for the year ended 31 March 2024, in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) and/or any addendum thereto as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015, as amended read with the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 as amended from time to time including any guidelines and circulars issued thereunder (together referred to as the "InvIT Regulations"). Responsibility also includes maintenance of adequate accounting records in accordance with the provisions of InvIT Regulations for safeguarding of the assets of the Trust 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; for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Trust's ability to continue as 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 Trust or to cease operations, or has no realistic alternative but to do so.

The Investment Manager is also responsible for overseeing the Trust's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF STANDALONE FINANCIAL STATEMENTS

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional 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 financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the 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 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 Trust'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 disclosure in the financial statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to date of our auditor's report. However, future events or conditions may cause the Trust to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the 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

Based on our audit and as required by InvIT Regulations, we report that:

- a) We have obtained all the information and explanations which, to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Unit Holder's Equity and the Statement of Cash Flow dealt with by this report are in agreement with the books of account of the Trust; and
- c) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards (Ind AS) and/or any addendum thereto as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015, as amended.
- d) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Trust.

For **S.K.Mittal & Co.**
Chartered Accountants
FRN: 001135N

Place: New Delhi
UDIN: 24099387BKBEMK3472
Dated: 22 May 2024

(CA Gaurav Mittal)
Partner
Membership No.: 099387

Standalone Balance Sheet

as at 31 March 2024

₹ in million

Particulars	Note No	As at 31 March 2024	As at 31 March 2023
ASSETS			
Non-current assets			
Financial Assets			
Investments	3	31,089.84	29,778.25
Loans	4	49,092.52	51,197.84
Other non-current assets	5	8.43	2.64
		80,190.79	80,978.73
Current assets			
Financial Assets			
Loans	6	12.24	-
Cash and cash equivalents	7	2,966.50	2,911.23
Bank balances other than Cash and cash equivalents	8	125.51	123.14
Other current financial assets	9	3.18	1.66
		3,107.43	3,036.03
Total Assets		83,298.22	84,014.76
EQUITY AND LIABILITIES			
Equity			
Unit capital	10	90,999.92	90,999.92
Other Equity	11	(13,397.73)	(12,707.63)
		77,602.19	78,292.29
Liabilities			
Non-current Liabilities			
Financial Liabilities			
Borrowings	12	5,663.71	5,692.00
Other Non-current liabilities	13	0.02	-
		5,663.73	5,692.00
Current liabilities			
Financial Liabilities			
Borrowings	14	28.78	28.78
Trade payables			
Total outstanding dues of micro enterprises and small enterprises		-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises.		-	-
Other current financial liabilities	15	3.31	1.48
Other current liabilities	16	0.21	0.21
Provisions	17	-	-
Current Tax Liabilities (Net)	18	-	-
		32.30	30.47
Total Equity and Liabilities		83,298.22	84,014.76

The accompanying notes (1 to 34) form an integral part of financial statements.

As per our report of even date

For S.K.Mittal & Co.

Chartered Accountants

FRN: 001135N

For and on behalf of Board of Directors of POWERGRID Unchahar Transmission Limited in the capacity as Investment Manager to POWERGRID Infrastructure Investment Trust.

Anjana Luthra
Company Secretary
PAN: ABYPL2312H
Place: Gurugram

Abhay Choudhary
Chairman
DIN: 07388432
Place: Mumbai

Purshottam Agarwal
Director
DIN: 08812158
Place: Mumbai

(CA Gaurav Mittal)

Membership Number: 099387

Place: New Delhi

A Sensarma
CEO
PAN: AEXPS3591K
Place: Gurugram

Amit Garg
CFO
PAN: ACSPG1833F
Place: Gurugram

Date: 22 May 2024



Standalone Statement of Profit and Loss

for the year ended 31 March 2024

₹ in million

Particulars	Note No	For the Year ended on 31 March 2024	For the Year ended on 31 March 2023
INCOME			
Revenue From Operations	19	9,454.02	10,490.36
Other Income	20	79.46	57.00
Total Income		9,533.48	10,547.36
EXPENSES			
Valuation Expenses		0.46	0.19
Payment to Auditor			
- Statutory Audit Fees		0.13	0.12
- Other Services (Including Tax Audit & Certifications)		0.12	0.11
Investment manager fees		99.57	93.08
Trustee fee		0.35	0.35
Other expenses	21	11.84	13.04
Finance costs	22	468.71	414.33
Impairment/(Reversal of Impairment) of Investment in Subsidiaries		(1,311.59)	12,762.76
Total Expenses		(730.41)	13,283.98
Profit for the period before tax		10,263.89	(2,736.62)
Tax Expense:			
Current Tax - Current Year		34.00	24.36
- Earlier Years		-	-
Deferred Tax		-	-
		34.00	24.36
Profit for the period after tax		10,229.89	(2,760.98)
Other Comprehensive Income			
Items that will not be reclassified to profit or loss		-	-
Items that will be reclassified to profit or loss		-	-
Total Comprehensive Income for the period		10,229.89	(2,760.98)
Earnings Per Unit			
Basic (In Rupees)		11.24	(3.03)
Diluted (In Rupees)		11.24	(3.03)

The accompanying notes (1 to 34) form an integral part of financial statements.

As per our report of even date

For S.K.Mittal & Co.

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Date: 22 May 2024

Standalone Statement of Changes in Unitholders' Equity

for the year ended 31 March 2024

A. UNIT CAPITAL	₹ in million
Balance as at 01 April 2023	90,999.92
Units issued during the year	-
Balance as at 31 March 2024	90,999.92
Balance as at 01 April 2022	90,999.92
Units issued during the year	-
Balance as at 31 March 2023	90,999.92

B. OTHER EQUITY	₹ in million
Retained Earnings	
Balance as at 01 April 2023	(12,707.63)
Profit for the year	10,229.89
Distribution during the year* [^]	(10,919.99)
Balance as at 31 March 2024	(13,397.73)
Balance as at 01 April 2022	973.34
Profit for the year	(2,760.98)
Distribution during the year* ^{^^}	(10,919.99)
Balance as at 31 March 2023	(12,707.63)

The accompanying notes (1 to 34) form an integral part of financial statements.

* The distributions made by Trust to its Unitholders are based on the Net Distributable Cash flows (NDCF) of PGIInvIT under the InvIT Regulations which includes repayment of debt by SPVs to PGIInvIT.

[^] The distribution for year ended 31 March 2024 does not include the distribution relating to the quarter ended 31 March 2024, as the same will be paid subsequently.

^{^^} The distribution for year ended 31 March 2023 does not include the distribution relating to the quarter ended 31 March 2023, as the same was paid subsequent to the year ended 31 March 2023.

As per our report of even date

For S.K.Mittal & Co.

Chartered Accountants
FRN: 001135N

For and on behalf of Board of Directors of POWERGRID Unchahar Transmission Limited in the capacity as Investment Manager to POWERGRID Infrastructure Investment Trust.

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Place: Gurugram

Amit Garg
CFO
PAN: ACSPG1833F
Place: Gurugram

Date: 22 May 2024



Standalone Statement of Cash Flows

for the year ended 31 March 2024

₹ in million

Particulars	For the Year ended on 31 March 2024	For the Year ended on 31 March 2023
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	10,263.89	(2,736.62)
Adjustments for:		
Impairment of investment in subsidiary	(1,311.59)	12,762.76
Interest income on loans given to subsidiaries	(7,344.28)	(7,545.27)
Finance cost	468.71	414.33
Interest income on fixed deposits	(63.79)	(46.35)
Dividend received from subsidiaries	(2,109.74)	(2,945.09)
Operating Profit/ (loss) before changes in Assets and Liabilities	(96.80)	(96.24)
Adjustment for changes in Assets and Liabilities:		
- (Increase)/Decrease in Other current financial assets	(0.01)	2.38
- (Increase)/Decrease in Earmarked balance with banks	(2.37)	1.28
- Increase/(Decrease) in Other current financial liabilities	1.83	(6.67)
- Increase/(Decrease) in Other current liabilities	-	(0.78)
- Increase/(Decrease) in Provisions	-	(1.49)
- Increase/(Decrease) in Other non-current liabilities	0.02	(0.05)
Cash generated from operations	(97.33)	(101.57)
Direct taxes paid (net of refunds)	(39.79)	(27.11)
Net cash flow used in operating activities	(137.12)	(128.68)
B. Cash flows from investing activities		
Loans given to subsidiaries	(146.92)	-
Repayment of Loans given to subsidiaries	2,240.00	1,185.00
Interest income on loans given to subsidiaries	7,344.28	7,545.27
Investment in Fixed Deposits (Net)	-	(122.68)
Interest income on fixed deposits	62.28	45.37
Dividend received from subsidiaries	2,109.74	2,945.09
Net cash flow from investing activities	11,609.38	11,598.05
C. Cash flow from financing activities		
Repayment of borrowings	(28.78)	(28.78)
Payment of interest on long term borrowings	(468.22)	(413.83)
Payment of distribution on unit capital	(10,919.99)	(10,919.99)
Net cash flow used in financing activities	(11,416.99)	(11,362.60)
Net increase in cash and cash equivalents (A + B + C)	55.27	106.77
Cash and cash equivalents as at beginning of year	2,911.23	2,804.46
Cash and cash equivalents as at year end	2,966.50	2,911.23

Components of Cash and cash equivalents:

₹ in million

Balances with banks	As at 31 March 2024	As at 31 March 2023
On current accounts	0.12	0.52
Deposit with original maturity of 3 months or less	2,966.38	2,910.71
Total cash and cash equivalents	2,966.50	2,911.23

The accompanying notes (1 to 34) form an integral part of financial statements.

Standalone Statement of Cash Flows

for the year ended 31 March 2024

Reconciliation between opening and closing balances for liabilities arising from financing activities (including current maturities) :-

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Long term borrowings		
Balance at the beginning of the year	5,720.78	5,749.06
Cash flow		
- Interest	(468.22)	(413.83)
- Proceeds/(repayments)	(28.78)	(28.78)
Accrual	468.71	414.33
Balance at the end of the year	5,692.49	5,720.78

As per our report of even date

For S.K.Mittal & Co.

Chartered Accountants
FRN: 001135N

(CA Gaurav Mittal)

Membership Number: 099387
Place: New Delhi

Date: 22 May 2024

For and on behalf of Board of Directors of POWERGRID Unchahar Transmission Limited in the capacity as Investment Manager to POWERGRID Infrastructure Investment Trust.

Anjana Luthra

Company Secretary
PAN: ABYPL2312H
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DIN: 07388432
Place: Mumbai

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Director
DIN: 08812158
Place: Mumbai

A Sensarma

CEO
PAN: AEXPS3591K
Place: Gurugram

Amit Garg

CFO
PAN: ACSPG1833F
Place: Gurugram



Statement of Net Assets at Fair Value

as at 31 March 2024

A. STATEMENT OF NET ASSETS AT FAIR VALUE

₹ in million

Sl. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		Book value	Fair value*	Book value	Fair value*
A	Assets	83,298.22	83,298.22	84,014.76	84,014.76
B	Liabilities (at book value)	5,696.03	5,696.03	5,722.47	5,722.47
C	Net Assets (A-B)	77,602.19	77,602.19	78,292.29	78,292.29
D	Number of units	910.00	910.00	910.00	910.00
E	NAV (C/D)	85.28	85.28	86.04	86.04

*Fair value of the assets as disclosed in the above tables are derived based on the fair valuation report issued by the independent valuer appointed under SEBI (Infrastructure Investment Trusts) Regulations, 2014.

The Trust holds investment in SPVs in the form of equity and debt and SPVs in turn hold the projects. Hence, the breakup of property wise fair values has been disclosed in the Consolidated financial statements.

B. STATEMENT OF TOTAL RETURNS AT FAIR VALUE

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Total Comprehensive Income (As per the Statement of Profit and Loss)#	10,229.89	(2,760.98)
Add/(less): Other Changes in Fair Value (e.g., in investment property, property, plant & equipment (if cost model is followed)) not recognized in Total Comprehensive Income	-	-
Total Return	10,229.89	(2,760.98)

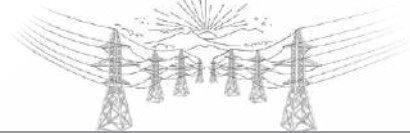
#Total comprehensive income as per Profit & Loss statement captures the impact of fair valuation through impairment of Investment in subsidiaries. Same is based on the fair valuation report of the independent valuer appointed under SEBI (Infrastructure Investment Trusts) Regulations, 2014.

Additional disclosures as required by SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/115 dated July 06, 2023

A) STATEMENT OF NET DISTRIBUTABLE CASH FLOWS (NDCFS) OF PGINVIT

₹ in million

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Cash flows received from Portfolio Assets in the form of interest/accrued interest/ additional interest	7,344.28	7,545.27
Add: Cash flows received from Portfolio Assets in the form of dividend	2,109.74	2,945.09
Add: Cash flows/ Proceeds from the Portfolio Assets towards the repayment of the debt issued to the Portfolio Assets by the Trust	2,240.00	1,185.00
Add: Cash Flow / Proceeds from the Portfolio Assets for a capital reduction by way of a buy back or any other means as permitted, subject to applicable law	-	-
Add: Cash Flow / Proceeds from the sale of the Portfolio Assets not distributed pursuant to an earlier plan to reinvest, or if such proceeds are not intended to be invested subsequently	-	-
Less: Costs/retentions associated with sale of the Portfolio Assets	-	-
(a) Related debts settled or due to be settled from sale proceeds of Portfolio Assets		
(b) Transaction costs paid on sale of the assets of the Portfolio Assets; and		
(c) Capital gains taxes on sale of assets/shares in Portfolio Assets/other investments		
Add: Any other income accruing at the Trust level and not captured above, including but not limited to interest/return on surplus cash invested by the Trust	79.46	57.00
Total cash inflow at the InvIT level (A)	11,773.48	11,732.36
Less: Any payment of fees, interest and expenses incurred at the Trust level, including but not limited to the fees of the Investment Manager, Trustee, Auditor, Valuer, Credit Rating Agency	(578.84)	(527.65)
Less: Reimbursement of expenses in relation to the Initial Public Issue of units of the Trust, if any	-	-
Less: Repayment of external debt (principal), net of any debt raised by refinancing of existing debt or/and any new debt raised	(28.78)	(28.78)
Less: Net cash set aside to comply with DSRA under loan agreements, if any.	-	(122.68)
Less: Income tax (if applicable) at the standalone Trust level and payment of other statutory dues	(39.79)	(27.11)
Less: Proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the InvIT Regulations	-	-
Less: Amount invested in any of the Portfolio Assets for service of debt or interest	(146.92)	-
Less: Any provision or reserve deemed necessary by the Investment Manager for expenses which may be due in the intervening period till next proposed distribution, but for which there may not be commensurate amounts available by the date such expenses become due.	-	-
Add: Net proceeds from fresh issuance of units by the Trust		
Add/Less: Any other adjustment to be undertaken by the IM Board to ensure that there is no double counting of the same item for the above calculations	(1.52)	0.62
Total cash outflow/retention at the InvIT level (B)	(795.85)	(705.60)
Net Distributable Cash Flows (C) = (A+B)	10,977.63	11,026.76



Notes

to the Standalone Financial Statements for the year ended March 31, 2024

1. TRUST INFORMATION

POWERGRID Infrastructure Investment Trust ("PGInvIT"/"Trust") was set up on 14 September 2020 as an irrevocable trust, pursuant to the Trust Deed, under the provisions of the Indian Trusts Act, 1882. The Trust was registered with SEBI on 7 January 2021 as an infrastructure investment trust under Regulation 3(1) of the InvIT Regulations having registration number IN/InvIT/20-21/0016.

Power Grid Corporation of India Limited ("POWERGRID") is the Sponsor to the Trust. IDBI Trusteeship Services Limited is the Trustee to the Trust. POWERGRID Unchahar Transmission Limited ("PUTL") is appointed as the investment manager and POWERGRID is appointed as the project manager to the Trust.

The investment objectives of the Trust are to carry on the activities of and to make investments as an infrastructure investment trust as permissible in terms of SEBI (Infrastructure Investment Trusts) Regulations, 2014 read with circulars and guidelines, notifications and amendments issued thereunder (collectively the "InvIT Regulations"), and in accordance with the Trust Deed. The investment of the Trust shall be in any manner permissible under, and in accordance with the InvIT Regulations and applicable law including in holding companies and/or special purpose vehicles and/or infrastructure projects and/or securities in India.

PGInvIT is holding special purpose vehicle ("SPV") / subsidiaries which are infrastructure projects engaged in the power transmission business in India. Details of the same as on 31 March 2024 are as follows:

Name of the SPV	Equity Holding
1. Vizag Transmission Limited ("VTL") (formerly POWERGRID Vizag Transmission Limited ("PVTL"))	100%
2. POWERGRID Kala Amb Transmission Limited ("PKATL")	74%
3. POWERGRID Parli Transmission Limited ("PPTL")	74%
4. POWERGRID Warora Transmission Limited ("PWTL")	74%
5. POWERGRID Jabalpur Transmission Limited ("PJTL")	74%

The standalone financial statements for the year ended 31 March 2024, were approved by the Board of Directors of Investment manager on 22 May 2024.

2. MATERIAL ACCOUNTING POLICY INFORMATION

A summary of the material accounting policy information applied in the preparation of the financial statements are as given below. These accounting policies have been applied consistently to all periods presented in the financial statements.

2.1 Basis for Preparation

i) Compliance with Ind AS and InvIT Regulations

These financial statements are the separate financial statements of the Trust and comprise of the Balance Sheet as at 31 March 2024, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Statement of Cash Flow and the Statement of Changes in Unitholders' Equity for the year then ended and the Statement of Net Assets at fair value as at 31 March 2024 and the Statement of Total Returns at fair value and the Statement of Net Distributable Cash Flows ('NDCFs') for the year then ended and a summary of significant accounting policies and other explanatory notes prepared in compliance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act), Companies (Indian Accounting Standards) Rules, 2015 and InvIT Regulations, in each case, to the extent applicable and as amended thereafter

ii) Basis of Measurement

The financial statements have been prepared on accrual basis and under the historical cost convention except certain financial assets and liabilities measured at fair value (Refer Note no. 2.7 for accounting policy regarding financial instruments).

iii) Functional and presentation currency

The financial statements are presented in Indian Rupees (Rupees or ₹), which is the Trust's functional and presentation currency and all amounts are rounded to the nearest million and two decimals thereof, except as stated otherwise.

iv) Use of estimates

The preparation of financial statements requires estimates and assumptions that affect the reported amount of assets, liabilities, revenue and expenses during the reporting period. Although, such estimates and assumptions are made on a reasonable and prudent basis taking into account all available information, actual results could differ from these estimates. The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to

Notes

to the Standalone Financial Statements for the year ended March 31, 2024

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 periods if the revision affects both current and future years (Refer Note no. 24 on Significant accounting judgements, estimates and assumptions).

v) Current and non-current classification

The Trust presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets/liabilities are classified as non-current.

The Trust recognizes twelve months period as its operating cycle.

2.2 Fair value measurement

The Trust measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption

that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Trust.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Trust uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

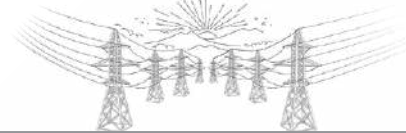
Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable;

Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Trust determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

In estimating the fair value of investments in subsidiaries, the Trust engages independent qualified external



Notes

to the Standalone Financial Statements for the year ended March 31, 2024

valuers to perform the valuation. The management works closely with the external valuers to establish the appropriate valuation techniques and inputs to the model. The management in conjunction with the external valuers also compares the change in fair value with relevant external sources to determine whether the change is reasonable. The management reports the valuation report and findings to the Board of the Investment Manager half yearly to explain the cause of fluctuations in the fair value of the projects.

At each reporting date, the management analyses the movement in the values of assets and liabilities which are required to be remeasured or reassessed as per the Trust's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation based upon relevant documents.

For the purpose of fair value disclosures, the Trust has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy, as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

- Quantitative disclosures of fair value measurement hierarchy (Note 25)
- Disclosures for valuation methods, significant estimates and assumptions (Note 24 and Note 25)
- Financial instruments (including those carried at amortised cost) (Note 3,4,6,9)

2.3 Borrowing Cost

Borrowing costs directly attributable to the acquisition or construction of qualifying assets are capitalized (net of income on temporary deployment of funds) as part of the cost of such assets till the assets are ready for the intended use. Qualifying assets are assets which take a substantial period of time to get ready for their intended use.

All other borrowing costs are recognised in Statement of Profit and Loss in the period in which they are incurred.

Borrowing costs includes interest expenses, other costs in connection with borrowing of fund and exchange differences to the extent regarded as an adjustment to borrowing costs.

2.4 Impairment of non-financial asset

The carrying amounts of the Trust's non-financial assets are reviewed at least annually to determine whether there is

any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the higher of its fair value less costs to disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit", or "CGU").

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss. Impairment losses recognized in respect of CGUs are reduced from the carrying amounts of the assets of the CGU.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

2.5 Cash and cash equivalents

Cash and cash equivalents include cash on hand and at bank, and deposits held at call with banks having a maturity of three months or less from the date of acquisition that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

2.6 Leases

Lease is a contract that conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

To assess whether a contract conveys the right to control the use of an identified asset, the Trust assesses whether: (i) the contract involves use of an identified asset, (ii) the customer has substantially all the economic benefits from the use of the asset through the period of the lease and (iii) the customer has the right to direct the use of the asset.

Notes

to the Standalone Financial Statements for the year ended March 31, 2024

i) As a Lessee

At the date of commencement of the lease, the Trust recognises a right-of-use asset (ROU) and a corresponding lease liability for all lease arrangements in which it is a lessee, except for lease with a term of twelve months or less (i.e. short term leases) and leases for which the underlying asset is of low value. For these short-term and leases for which the underlying asset is of low value, the trust recognizes the lease payments on straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the inception date of the lease along with any initial direct costs, restoration obligations and lease incentives received.

Subsequently, the right-of-use assets is measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The trust applies Ind AS 36 to determine whether a ROU asset is impaired and accounts for any identified impairment loss as described in the accounting policy 2.4 on "Impairment of non-financial assets".

The lease liability is initially measured at present value of the lease payments that are not paid at that date.

The interest cost on lease liability is expensed in the Statement of Profit and Loss, unless eligible for capitalization as per accounting policy 2.3 on "Borrowing costs".

Lease liability and ROU asset have been separately presented in the financial statements and lease payments have been classified as financing cash flows.

ii) As a Lessor

A lease is classified at the inception date as a finance lease or an operating lease.

a) Finance leases

A lease that transfers substantially all the risks and rewards incidental to ownership of an asset is classified as a finance lease.

Net investment in leased assets is recorded as receivables at the lower of the fair value of the leased property and the present value of the minimum lease payments as Lease Receivables under current and non-current other financial assets.

The interest element of lease is accounted in the Statement of Profit and Loss over the lease period based on a pattern reflecting a constant periodic rate of return on the net investment.

b) Operating leases

An operating lease is a lease other than a finance lease. Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases.

For operating leases, the asset is capitalized as property, plant and equipment and depreciated over its economic life. Rental income from operating lease is recognized over the term of the arrangement.

2.7 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Classification

The Trust classifies its financial assets in the following categories:

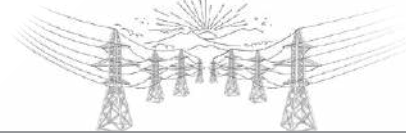
- at amortised cost,
- at fair value through other comprehensive income
- at fair value through profit and loss

The classification depends on the following:

- the entity's business model for managing the financial assets and
- the contractual cash flow characteristics of the financial asset

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs, if any, that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.



Notes

to the Standalone Financial Statements for the year ended March 31, 2024

Subsequent measurement

Debt Instruments at 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 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.

Debt Instruments at 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). On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to profit and loss. Interest income from these financial assets is included in finance income using the effective interest rate method.

Debt instruments at Fair value through profit or loss (FVPL): Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. Interest income and net gain or loss on a debt instrument that is subsequently measured at FVPL are recognised in statement of profit and loss and presented within other income in the period in which it arises.

Equity investments

All equity investments in scope of Ind AS 109 'Financial Instruments' are measured at fair value. The trust may, on initial recognition, make an irrevocable election to present subsequent changes in the fair value in other comprehensive income (FVOCI) on an instrument by-instrument basis.

For equity instruments classified as at FVOCI, all fair value changes on the instrument, excluding dividends are recognized in the OCI. There is no recycling of the amounts from OCI to Profit or Loss, even on sale of investment. However, the Trust may transfer the cumulative gain or loss within equity.

Derecognition of financial assets

A financial asset is derecognized only when

- i) The right to receive cash flows from the asset have expired, or
- ii) a) The trust has transferred the rights to receive cash flows from the financial asset (or) retains

the contractual rights to receive the cash flows of the financial assets, but assumes a contractual obligation to pay the cash flows to one or more recipients and

- b) the trust has transferred substantially all the risks and rewards of the asset (or) the trust has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

The difference between the carrying amount and the amount of consideration received/receivable is recognised in the Statement of Profit and Loss.

Impairment of financial assets:

For trade receivables and contract assets, the trust applies the simplified approach required by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

For recognition of impairment loss on other financial assets and risk exposure, the trust determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month Expected Credit Loss (ECL) is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Financial Liabilities

Financial liabilities of the Trust are contractual obligation to deliver cash or another financial asset to another entity or to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavourable to the Trust.

The Trust's financial liabilities include loans & borrowings, trade and other payables.

Classification, initial recognition and measurement

Financial liabilities are recognised initially at fair value minus transaction costs that are directly attributable to the issue of financial liabilities.

Subsequent measurement

After initial recognition, financial liabilities are subsequently measured at amortised cost using the EIR method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective

Notes

to the Standalone Financial Statements for the year ended March 31, 2024

interest rate (EIR). Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the EIR. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognised.

The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

Derecognition of financial liability

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in Statement of Profit and Loss as other income or finance cost.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

2.8 Investment in subsidiaries

The Trust accounts for its investments in subsidiaries at cost less accumulated impairment losses (if any) in its separate financial statements. The cost comprises price paid to acquire investment and directly attributable cost.

Investments accounted for at cost are accounted for in accordance with Ind AS 105, 'Non-current Assets Held for Sale and Discontinued Operations', when they are classified as held for sale.

2.9 Foreign Currencies Translation

The Trust's financial statements are presented in INR, which is its functional currency. The Trust does not have any foreign operation.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Trust at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated with reference to the rates of exchange ruling on the date of the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

2.10 Income Tax

Income tax expense represents the sum of current and deferred tax. Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised directly in equity or other comprehensive income. In this case the tax is also recognised directly in equity or in other comprehensive income.

Current income tax

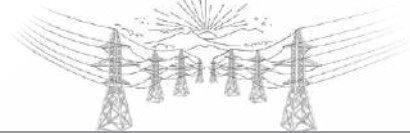
The Current Tax is based on taxable profit for the year under the tax laws enacted and applicable to the reporting period in the countries where the trust operates and generates taxable income and any adjustment to tax payable in respect of previous years.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the trust's financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the Balance Sheet method. 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 future taxable profits will be available against which those deductible temporary differences, unused tax losses and unused tax credits can be utilised. The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised.

Deferred tax assets and liabilities 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 Balance Sheet date.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority.



Notes

to the Standalone Financial Statements for the year ended March 31, 2024

2.11 Revenue

Interest income

For all debt/debt instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Trust estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

Dividends

Income from dividend on investments is accrued in the year in which it is declared, whereby the Trust's right to receive is established.

2.12 Cash distributions to unitholders

The Trust recognises a liability to make cash distributions to unitholders when the distribution is authorised, and a legal obligation has been created. As per the InvIT Regulations, a distribution is authorised when it is approved by the Board of Directors of the Investment Manager. A corresponding amount is recognised directly in equity

2.13 Provision and contingencies

Provisions

Provisions are recognised when the Trust has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each Balance Sheet date and are adjusted to reflect the current best estimate.

Contingencies

Contingent liabilities are disclosed on the basis of judgment of the management / independent experts.

These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, 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 Trust or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements.

Contingent assets are possible assets that arise 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 Trust. Contingent assets are disclosed in the financial statements when inflow of economic benefits is probable on the basis of judgment of management. These are assessed continually to ensure that developments are appropriately reflected in the financial statements.

2.14 Prior Period Items

Material prior period errors are corrected retrospectively by restating the comparative amounts for prior period presented in which the error occurred or if the error occurred before the earliest period presented, by restating the opening balance sheet.

2.15 Earnings per unit

Basic earnings per unit is computed using the net profit or loss for the year attributable to the unitholders and weighted average number of shares outstanding during the year.

Diluted earnings per unit is computed using the net profit or loss for the year attributable to the unitholders and weighted average number of units and potential units outstanding during the year, except where the result would be anti-dilutive.

2.16 Statement of Cash Flows

Statement of Cash flows is prepared as per indirect method prescribed in the Ind AS 7 'Statement of Cash Flows'.

Notes

to the Standalone Financial Statements for the year ended March 31, 2024

NOTE 3/ INVESTMENTS

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Investment in Equity Instruments (Fully paid up) at cost		
Unquoted		
Subsidiary Companies		
Vizag Transmission Limited		
20,97,30,000 Shares of ₹ 10 each.	11,091.91	14,453.20
Less: Impairment/(Reversal of Impairment)	22.86	3,361.29
	11,069.05	11,091.91
POWERGRID Kala Amb Transmission Limited		
4,51,40,000 Shares of ₹ 10 each.	1,513.31	1,985.20
Less: Impairment/(Reversal of Impairment)	(36.55)	471.89
	1,549.86	1,513.31
POWERGRID Parli Transmission Limited		
23,83,54,000 Shares of ₹ 10 each.	6,836.46	9,409.17
Less: Impairment/(Reversal of Impairment)	(502.59)	2,572.71
	7,339.05	6,836.46
POWERGRID Warora Transmission Limited		
29,10,42,000 Shares of ₹ 10 each.	6,298.49	9,748.17
Less: Impairment/(Reversal of Impairment)	(536.99)	3,449.68
	6,835.48	6,298.49
POWERGRID Jabalpur Transmission Limited		
16,79,13,400 Shares of ₹ 10 each.	4,038.08	6,945.27
Less: Impairment/(Reversal of Impairment)	(258.32)	2,907.19
	4,296.40	4,038.08
TOTAL	31,089.84	29,778.25

Further Notes:

Details of the subsidiaries are as follows:

Name of Subsidiary	Country of Incorporation	Ownership Interest % as on 31 March 2024	Ownership Interest % as on 31 March 2023
Vizag Transmission Limited	India	100%	100%
POWERGRID Kala Amb Transmission Limited	India	74%	74%
POWERGRID Parli Transmission Limited	India	74%	74%
POWERGRID Warora Transmission Limited	India	74%	74%
POWERGRID Jabalpur Transmission Limited	India	74%	74%

POWERGRID Infrastructure Investment Trust (the "Trust") has paid the consideration for acquisition of 74% equity share capital of Vizag Transmission Limited ('VTL'), POWERGRID Kala Amb Transmission Limited ('PKATL'), POWERGRID Parli Transmission Limited ('PPTL'), POWERGRID Warora Transmission Limited ('PWTL') and POWERGRID Jabalpur Transmission Limited ('PJTL') from Power Grid Corporation of India Limited on 13 May 2021 pursuant to separate share purchase agreements.

Remaining 26% equity share capital of VTL was acquired by the Trust on 31 March 2022 as per share purchase agreement dated 22 April 2021 and now trust hold 100% equity share of VTL.



Notes

to the Standalone Financial Statements for the year ended March 31, 2024

NOTE 4/ LOANS

₹ in million

Particulars	As at	As at
	31 March 2024	31 March 2023
Unsecured, Considered good		
Loans to Related Parties		
Loans to Subsidiaries*	49,092.52	51,197.84
TOTAL	49,092.52	51,197.84

Further Notes:

* Details of loans to related parties is provided in Note 26.

*Loans are non-derivative financial assets. The Loan amounting to ₹ 48,957.84 million to SPVs presently carries an interest rate of 14.5% (Fourteen and half per cent) per annum payable quarterly, however, the same can be reset by mutual agreement between Parties. The loans are repayable by the subsidiaries upon expiry of period of their respective Transmission Services Agreement. Further, the subsidiaries are entitled to prepay all or any portion of the outstanding principal with a prior notice.

The Loan amounting to ₹ 146.92 million (Current maturities amounting to ₹ 12.24 million- Refer Note no.6) to PKATL presently carries an interest rate of 10.5% (Ten and half per cent) per annum payable quarterly however, the same can be reset by mutual agreement between Parties. The loan shall be repaid through equal quarterly installment in 12 years starting from First quarter of FY 2024-25. The SPV is entitled to prepay all or any portion of the outstanding principal amounts of the Loan without any prepayment penalty or premium.

NOTE 5/ OTHER NON-CURRENT ASSETS

₹ in million

Particulars	As at	As at
	31 March 2024	31 March 2023
Advance Tax and Tax Deducted at Source	78.03	38.24
Less: Tax Liabilities (Refer Note 18)	(69.60)	(35.60)
Total	8.43	2.64

NOTE 6/ LOANS

₹ in million

Particulars	As at	As at
	31 March 2024	31 March 2023
Unsecured, Considered good		
Loans to Related Parties		
Loans to Subsidiaries*	12.24	-
TOTAL	12.24	-

Further Notes:

* Details of loans to related parties is provided in Note 26

*Refer note no.4 for Loans to Subsidiaries.

Notes

to the Standalone Financial Statements for the year ended March 31, 2024

NOTE 7/ CASH AND CASH EQUIVALENTS

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Balance with banks-		
-In Current accounts	0.12	0.52
-In term deposits (with maturity of 3 months or less)	2,966.38	2,910.71
Total	2,966.50	2,911.23

Further Notes:

Balance in current account does not earn interest. Surplus money is transferred into Term Deposits.

NOTE 8/ BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Earmarked balance with banks (For Distribution Payments)*	2.83	0.46
In Term Deposits having maturity over 3 months but upto 12 months (DSRA)	122.68	122.68
Total	125.51	123.14

Further Notes:

*Earmarked balance with banks pertains to unclaimed distribution to unitholders.

NOTE 9/ OTHER CURRENT FINANCIAL ASSETS

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Unsecured, Considered good		
Interest accrued on term deposits	3.17	1.66
Others	0.01	-
Total	3.18	1.66

NOTE 10/ UNIT CAPITAL

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Unit Capital		
Issued, subscribed and paid up		
909,999,200 units (Issue Price of ₹ 100 Each)	90,999.92	90,999.92
Total	90,999.92	90,999.92

Further Notes:

Terms/rights attached to Units

The Trust has only one class of units. Each Unit represents an undivided beneficial interest in the Trust. Each holder of unit is entitled to one vote per unit. The Unitholders have the right to receive at least 90% of the Net Distributable Cash Flows of the Trust at least once in every six months in each financial year in accordance with the InvIT Regulations.



Notes

to the Standalone Financial Statements for the year ended March 31, 2024

A Unitholder has no equitable or proprietary interest in the projects of PGINVT and is not entitled to any share in the transfer of the projects (or any part thereof) or any interest in the projects (or any part thereof) of PGINVT. A Unitholder's right is limited to the right to require due administration of PGINVT in accordance with the provisions of the Trust Deed and the Investment Management Agreement.

Reconciliation of the number of units outstanding and the amount of unit capital:

Particulars	No. of Units	In million
As on 01 April 2023	909,999,200	90,999.92
Issued during the year	-	-
As on 31 March 2024	909,999,200	90,999.92
As on 01 April 2022	909,999,200	90,999.92
Issued during the year	-	-
As on 31 March 2023	909,999,200	90,999.92

During the FY 2021-22 the Trust has issued 909,999,200 units at the rate of ₹ 100.00 per unit. Out of which, Fresh issue comprised of 499,348,300 no. of units and 410,650,900 no. of units allotted to the Sponsor. In compliance with InvIT Regulations, Sponsor retained 136,500,100 no. of units and made an Offer for Sale for 274,150,800 no. of units.

Details of Sponsor holding:

Particulars	No. of Units	In million
Power Grid Corporation of India Limited (Sponsor)	136,500,100	15.00%

UNITHOLDERS HOLDING MORE THAN 5 (FIVE) PERCENT UNITS IN THE TRUST:

₹ in million

Name of Unitholder	As at 31 March 2024		As at 31 March 2023	
	Nos. in million	% holding	Nos. in million	% holding
POWER GRID CORPORATION OF INDIA LIMITED (SPONSOR)	136.50	15.00%	136.50	15.00%
CPP INVESTMENT BOARD PRIVATE HOLDINGS 4 INC	91.84	10.09%	91.84	10.09%
NPS TRUST	64.65	7.10%	65.12	7.16%
CAPITAL INCOME BUILDER	46.44	5.10%	59.15	6.50%
HDFC TRUSTEE COMPANY LTD	39.57	4.35%	46.17	5.07%

NOTE 11/ OTHER EQUITY

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Retained Earnings		
Balance at the beginning of the year	(12,707.63)	973.34
Net Profit for the year	10,229.89	(2,760.98)
Distribution during the year	(10,919.99)	(10,919.99)
Balance at the end of the year	(13,397.73)	(12,707.63)

Retained earnings

Retained earnings are the profits earned till date, less any transfers to reserves and distributions paid to unitholders.

Notes

to the Standalone Financial Statements for the year ended March 31, 2024

NOTE 12/ BORROWINGS

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Secured Indian Rupee Loan from Banks		
Term loan from HDFC BANK LTD	5,698.29	5,727.07
Less: Current maturities	28.78	28.78
	5,669.51	5,698.29
Less: Unamortised transaction cost	5.80	6.29
Total	5,663.71	5,692.00

Further Notes:

The term loan is secured by (i) first pari passu charge on entire current assets including loans and advances, any receivables accrued/realized from those loans and advances extended by the Trust to its subsidiaries (direct or indirect) including loans to all project SPVs and future SPVs; (ii) First pari-passu charge on Escrow account of the Trust and (iii) First and exclusive charge on Debt Service Reserve Account.

The term loan from bank was raised at the interest rate of 3 months T-Bill rate plus spread of 194 basis point and repayable in 64 quarterly installments of varying amounts commencing from 30 June 2022. The spread has been revised to 127 basis points w.e.f. 9th July 2023

There have been no breaches in the financial covenants with respect to borrowings.

There has been no default in repayment of loans or payment of interest thereon as at the end of the year.

NOTE 13/ OTHER NON-CURRENT LIABILITIES

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Deposit/Retention money from contractors and others	0.02	-
Total	0.02	-

NOTE 14/ BORROWINGS

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Secured Indian Rupee Loan from Banks		
Current maturities of Term loan from HDFC Bank Ltd.	28.78	28.78
Total	28.78	28.78

Refer Note no.12 for Borrowings.

NOTE 15/ OTHER CURRENT FINANCIAL LIABILITIES

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Unclaimed Distribution	2.83	0.46
Deposit/Retention money from contractors and others	-	0.05
Others	0.48	0.97
Total	3.31	1.48



Notes

to the Standalone Financial Statements for the year ended March 31, 2024

NOTE 16/ OTHER CURRENT LIABILITIES

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Statutory Dues	0.21	0.21
Total	0.21	0.21

NOTE 17/ PROVISIONS

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Provisions		
As per last balance sheet	-	1.49
Additions during the year	0.35	-
Adjustments during the year	(0.35)	(1.49)
Closing Balance	-	-

NOTE 18/ CURRENT TAX LIABILITIES (NET)

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Taxation (Including interest on tax)		
As per last balance sheet	35.60	11.24
Additions during the year	34.00	24.36
Amount adjusted during the year	-	-
Total	69.60	35.60
Net off against Advance tax and TDS (Note 5)	(69.60)	(35.60)
Total	-	-

NOTE 19/ REVENUE FROM OPERATIONS

₹ in million

Particulars	For the Year ended on 31 March 2024	For the Year ended on 31 March 2023
Operating Revenue		
Interest Income on Loans given to Subsidiaries	7,344.28	7,545.27
Dividend Income from Subsidiaries	2,109.74	2,945.09
Total	9,454.02	10,490.36

Further Note:

Disclosure with regard to Transactions with related parties is given in Note 26.

Notes

to the Standalone Financial Statements for the year ended March 31, 2024

NOTE 20/ OTHER INCOME

₹ in million

Particulars	For the Year ended on 31 March 2024	For the Year ended on 31 March 2023
Other Income		
Interest on Fixed Deposits	63.79	46.35
Miscellaneous Income	15.67	10.65
Total	79.46	57.00

NOTE 21/ OTHER EXPENSES

₹ in million

Particulars	For the Year ended on 31 March 2024	For the Year ended on 31 March 2023
Legal Expenses	1.69	1.90
RTA Fee	0.52	0.52
Professional Charges	1.87	2.26
Rating Fee	1.76	2.06
Listing Fee	4.72	4.72
Custodial Fee	0.58	0.46
Annual Meeting Expenses	0.43	0.38
Miscellaneous Expenses	0.27	0.74
Total	11.84	13.04

NOTE 22/ FINANCE COST

₹ in million

Particulars	For the Year ended on 31 March 2024	For the Year ended on 31 March 2023
Interest and finance charges on financial liabilities at amortised cost		
Interest on Secured Indian Rupee Term Loan from Banks	468.22	413.83
Amortization of Upfront fee	0.49	0.50
Total	468.71	414.33

23. EARNINGS PER UNIT (EPU)

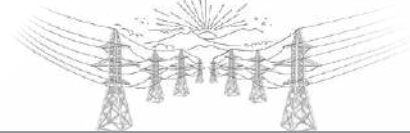
Basic EPU amounts are calculated by dividing the profit for the year attributable to unitholders by the weighted average number of units outstanding during the year.

Diluted EPU amounts are calculated by dividing the profit attributable to unitholders by the weighted average number of units outstanding during the period plus the weighted average number of units that would be issued on conversion of all the dilutive potential units into unit capital.

The following reflects the profit and unit data used in the basic and diluted EPU computation:

₹ in million

Particulars	For the Year ended on 31 March 2024	For the Year ended on 31 March 2023
Profit after tax for calculating basic and diluted EPU (₹ in million)	10,229.89	(2,760.98)
Weighted average number of units in calculating basic and diluted EPU (No. in million)	910.00	910.00
Earnings Per Unit		
Basic (₹ /unit)	11.24	(3.03)
Diluted (₹ /unit)	11.24	(3.03)



Notes

to the Standalone Financial Statements for the year ended March 31, 2024

24. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Trust's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Judgement

In the process of applying the Trust's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the financial statements.

a) Classification of Unitholders' Funds

Under the provisions of the InvIT Regulations, PGInvIT is required to distribute to unitholders not less than ninety percent of the net distributable cash flows of PGInvIT for each financial year. Accordingly, a portion of the unitholders' funds contains a contractual obligation of the Trust to pay to its unitholders cash distributions. The unitholders' funds could therefore have been classified as compound financial instrument which contain both equity and liability components in accordance with Ind AS 32 – 'Financial Instruments: Presentation'. However, in accordance with SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/115 dated 06 July 2023 issued under the InvIT Regulations, the unitholders' funds have been classified as equity in order to comply with the mandatory requirements of Section H of Chapter 3 of the SEBI Master Circular dated 06 July 2023 dealing with the minimum disclosures for key financial statements. In line with the above, the distribution payable to unitholders is recognized as liability when the same is approved by the Investment Manager.

Estimates and Assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities or fair value disclosures within the next financial year, are described below. The Trust based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Trust. Such changes are reflected in the assumptions when they occur.

a) Fair Valuation and disclosure

SEBI Circulars issued under the InvIT Regulations require disclosures relating to net assets at fair value and total returns at fair value. In estimating the fair value of investments in subsidiaries (which constitute substantial portion of the net assets), the Trust engages independent qualified external valuer, as mandated under InvIT Regulations, to perform the valuation. The management works closely with the valuers to establish the appropriate valuation techniques and inputs for valuation. The management reports the valuation report and findings to the Board of the Investment Manager half yearly to explain the cause of fluctuations in the fair value of the projects. The inputs for the valuation are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as WACC, Tax rates, Inflation rates, etc. Changes in assumptions about these factors could affect the fair value.

b) Impairment of Investment in Subsidiaries

The provision for impairment/ (reversal of impairment) of investments in subsidiaries is made based on the difference between the carrying amounts and the recoverable amounts. The recoverable amount of the investments in subsidiaries has been computed by external independent valuation experts based on value in use calculation for the underlying projects (based on discounted cash flow model). On a periodic basis, according to the recoverable amounts of individual portfolio assets computed by the valuation experts, the Trust tests impairment on the amounts invested in the respective subsidiary companies.

c) Provisions and contingencies

The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Ind AS 37 "Provisions, Contingent Liabilities and Contingent Assets". The evaluation of the likelihood of the contingent events has required best judgment by management regarding the probability of exposure to potential loss. Should circumstances change following unforeseeable developments, this likelihood could alter.

d) Income Taxes:

Significant estimates are involved in determining the provision for current and deferred tax, including amount expected to be paid/recovered for uncertain tax positions.

Notes

to the Standalone Financial Statements for the year ended March 31, 2024

25. FAIR VALUE MEASUREMENTS

The management has assessed that the financial assets and financial liabilities as at year end are reasonable approximations of their fair values.

The Trust is required to present the statement of total assets at fair value and statement of total returns at fair value as per SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/115 dated 06 July 2023 as a part of these financial statements- Refer Statement of Net Assets at Fair Value and Statement of Total Returns at Fair Value.

The inputs to the valuation models for computation of fair value of assets for the above mentioned statements are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as WACC, Tax rates, Inflation rates, etc.

The significant unobservable inputs used in the fair value measurement required for disclosures categorised within Level 3 of the fair value hierarchy together with a quantitative sensitivity analysis as at 31 March 2024 and 31 March 2023 are as shown below:

₹ in million

Significant unobservable input	Input for 31 March 2024	Sensitivity of input to the fair value	Increase/(Decrease) in fair value
			31 March 2024
WACC	8.79%	9.00%	(1,553.11)
		8.50%	2,201.61

₹ in million

Significant unobservable input	Input for 31 March 2023	Sensitivity of input to the fair value	Increase/(Decrease) in fair value
			31 March 2023
WACC	9.01%	9.50%	(2,768.30)
		8.50%	3,134.54

Quantitative disclosures fair value measurement hierarchy for assets :

₹ in million

Particulars	Date of valuation	Level 1	Level 2	Level 3	Total
Assets for which fair values are disclosed:	31 March 2024	-	-	80,194.60	80,194.60
Investment in subsidiaries (Including loan to subsidiaries)	31 March 2023	-	-	80,976.09	80,976.09

There have been no transfers among Level 1, Level 2 and Level 3.

26. RELATED PARTY DISCLOSURES

(A) Disclosure as per Ind AS 24 - "Related Party Disclosures"

(i) Subsidiaries

Name of entity	Place of business/ country of incorporation	Proportion of Ownership Interest as at 31 March 2024	Proportion of Ownership Interest as at 31 March 2023
Vizag Transmission Limited	India	100%	100%
POWERGRID Kala Amb Transmission Limited	India	74%	74%
POWERGRID Parli Transmission Limited	India	74%	74%
POWERGRID Warora Transmission Limited	India	74%	74%
POWERGRID Jabalpur Transmission Limited	India	74%	74%



Notes

to the Standalone Financial Statements for the year ended March 31, 2024

(ii) Other related parties

Name of entity	Place of business/ country of incorporation	Relationship with Trust	Proportion of Ownership Interest as at 31 March 2024	Proportion of Ownership Interest as at 31 March 2023
Power Grid Corporation of India Limited	India	Sponsor and Project Manager / Entity with significant influence	15%	15%

(B) Disclosure as per Regulation 2(1) (zv) of the InvIT Regulations

(i) Parties to Trust

Name of entity	Place of business/ country of incorporation	Relationship with Trust	Proportion of Ownership Interest as at 31 March 2024	Proportion of Ownership Interest as at 31 March 2023
Power Grid Corporation of India Limited	India	Sponsor and Project Manager	15%	15%
POWERGRID Unchahar Transmission Limited	India	Investment Manager	NA	NA
IDBI Trusteeship Services Limited	India	Trustee	NA	NA

(ii) Promoters of the parties to Trust specified in (i) above

Name of entity	Promoter
Power Grid Corporation of India Limited	Government of India
POWERGRID Unchahar Transmission Limited	Power Grid Corporation of India Limited
IDBI Trusteeship Services Limited	IDBI Bank Limited
	Life Insurance Corporation of India
	General Insurance Corporation of India

(iii) Directors of the parties to Trust specified in (i) above

a) Directors of Power Grid Corporation of India Limited:

Shri Ravindra Kumar Tyagi (Assumed charge of Chairman & Managing Director, POWERGRID w.e.f. 01.01.2024)

Shri Abhay Choudhary

Shri G. Ravisankar

Dr. Yatindra Dwivedi (Appointed as Director w.e.f. 31.08.2023)

Dr. Saibaba Darbamulla (Appointed as Director w.e.f. 18.05.2023)

Shri Chetan Bansilal Kankariya

Shri Ram Naresh Tiwari

Shri K. Sreekant (Ceased to be Director w.e.f. 31.12.2023)

Shri Vinod Kumar Singh (Ceased to be Director w.e.f. 31.05.2023)

Shri Korachara Nagappa Onkarappa (Ceased to be Director w.e.f. 13.12.2023)

Shri Mohammad Afzal (Ceased to be Director w.e.f. 17.05.2023)

Shri Dilip Nigam (Ceased to be Director w.e.f. 17.04.2024)

Notes

to the Standalone Financial Statements for the year ended March 31, 2024

b) Directors of POWERGRID Unchahar Transmission Limited

Shri Abhay Choudhary

Shri Purshottam Agarwal (Appointed as Director w.e.f. 01.04.2023)

Shri Ram Naresh Tiwari

Shri Korachara Nagappa Onkarappa (Ceased to be Director w.e.f. 13.12.2023)

c) Key Managerial Personnel of POWERGRID Unchahar Transmission Limited

Shri A Sensarma (Appointed as CEO w.e.f. 01.02.2024)

Shri Sanjay Sharma (CEO) (Ceased as CEO w.e.f. 31.01.2024)

Shri Amit Garg (CFO)

Smt. Anjana Luthra (Company Secretary)

d) Directors of IDBI Trusteeship services Limited

Shri Jayakumar S. Pillai (Appointed as Director w.e.f. 18.07.2023)

Shri Pradeep Kumar Jain

Smt Jayashree Ranade

Shri Pradeep Kumar Malhotra

Ms. Baljinder Kaur Mandal

Shri J. Samuel Joseph (Ceased to be Director w.e.f. 18.04.2023)

(C) Related Party Transactions

(i) The outstanding balances of related parties are as follows:

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Loans given to subsidiaries (Unsecured)		
Vizag Transmission Limited	7,779.88	7,839.88
POWERGRID Kala Amb Transmission Limited	1,916.92	1,860.00
POWERGRID Parli Transmission Limited	12,467.94	13,272.94
POWERGRID Warora Transmission Limited	15,167.07	15,987.07
POWERGRID Jabalpur Transmission Limited	11,772.95	12,237.95
Total	49,104.76	51,197.84

(ii) The transactions with related parties during the period are as follows: -

₹ in million

Particulars	For the Year ended on 31 March 2024	For the Year ended on 31 March 2023
Income - Interest on loans to subsidiaries		
Vizag Transmission Limited	1,139.80	1,136.78
POWERGRID Kala Amb Transmission Limited	276.38	269.70
POWERGRID Parli Transmission Limited	1,895.05	1,962.94
POWERGRID Warora Transmission Limited	2,275.41	2,343.17
POWERGRID Jabalpur Transmission Limited	1,757.64	1,832.68
Total	7,344.28	7,545.27



Notes

to the Standalone Financial Statements for the year ended March 31, 2024

₹ in million

Particulars	For the Year ended on 31 March 2024	For the Year ended on 31 March 2023
Income - Dividend received from subsidiaries		
Vizag Transmission Limited	964.76	1,270.96
POWERGRID Kala Amb Transmission Limited	149.86	189.59
POWERGRID Parli Transmission Limited	429.04	560.14
POWERGRID Warora Transmission Limited	369.62	605.36
POWERGRID Jabalpur Transmission Limited	196.46	319.04
Total	2,109.74	2,945.09
Loans to Subsidiaries		
POWERGRID Kala Amb Transmission Limited	146.92	-
Total	146.92	-
Repayment of Loan by Subsidiaries		
Vizag Transmission Limited	60.00	-
POWERGRID Kala Amb Transmission Limited	90.00	-
POWERGRID Parli Transmission Limited	805.00	295.00
POWERGRID Warora Transmission Limited	820.00	185.00
POWERGRID Jabalpur Transmission Limited	465.00	705.00
Total	2,240.00	1,185.00
Payment of Investment Manager fee (Including Taxes)		
POWERGRID Unchahar Transmission Limited (Investment Manager)	99.57	93.08
Payment of Trustee fee (Including Taxes)		
IDBI Trusteeship Services Limited (Trustee)	0.35	0.35
Distribution Paid		
Power Grid Corporation of India Limited	1,638.00	1,638.00

27. INVESTMENT MANAGER FEES

Pursuant to the Investment Management Agreement dated 18 December 2020, Investment Manager fees is aggregate of

- ₹ 72,500,000 per annum, in relation to the initial SPVs; and
- 0.10% of the aggregate Gross Block of all Holding Companies and SPVs acquired by the InvIT after the execution of this agreement.

Further, the management fee set out above shall be subject to escalation on an annual basis at the rate of 6.75% of the management fee for the previous year. Any applicable taxes, cess or charges, as the case may be, shall be in addition to the management fee.

Trust has not acquired any assets during the period.

28. CONTINGENT LIABILITY

The Trust has no contingent liability to be reported.

29. CAPITAL AND OTHER COMMITMENTS

The Trust has entered into separate Share Purchase agreements with POWERGRID for acquisition of balance 26% equity shareholding in each of the subsidiary i.e. PKATL, PPTL, PWTL and PJTL.

Other commitments related to services to be rendered / procurements made in the normal course of business are not disclosed to avoid excessive details.

30. SEGMENT REPORTING

The Trust's activities comprise of owning and investing in transmission SPVs to generate cash flows for distribution to unitholders. Based on the guiding principles given in Ind AS - 108 "Operating Segments", this activity falls within a single operating segment and accordingly the disclosures of Ind AS - 108 have not separately been given.

31. FINANCIAL RISK MANAGEMENT

The Trust's principal financial liabilities comprises of borrowings denominated in Indian rupees, trade payables and other financial liabilities. The main purpose of these

Notes

to the Standalone Financial Statements for the year ended March 31, 2024

financial liabilities is to finance the Trust's investments and operations.

The Trust's principal financial assets include investments, loans, cash and cash equivalents and other financial assets that are generated from its operations.

The Trust's activities expose it to the following financial risks, namely,

- (A) Credit risk,
- (B) Liquidity risk,
- (C) Market risk.

The Investment Manager oversees the management of these risks.

This note presents information regarding the Trust's exposure, objectives and processes for measuring and managing these risks.

The management of financial risks by the Trust is summarized below: -

(A) CREDIT RISK

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

The Trust is exposed to credit risk from its investing activities including loans to subsidiaries, deposits with banks and other financial instruments. As at 31 March 2024, the credit risk is considered low since substantial transactions of the Trust are with its subsidiaries.

(B) LIQUIDITY RISK

Liquidity risk management implies maintaining sufficient cash and marketable securities for meeting its present and future obligations associated with financial liabilities that are required to be settled by delivering cash or another financial asset. The Trust's objective is to, at all times, maintain optimum levels of liquidity to meet its cash and collateral obligations. The Trust requires funds for short term operational needs as well as for servicing of financial obligation under term loan. The Trust closely monitors its liquidity position and deploys a robust cash management system. It aims to minimise these risks by generating sufficient cash flows from its current operations.

Maturities of financial liabilities

The table below analyses the Trust's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities.

The amount disclosed in the table is the contractual undiscounted cash flows.

₹ in million

Contractual maturities of financial liabilities	Within a year	Between 1-5 years	Beyond 5 years	Total
As at 31 March 2024				
Borrowings (including interest outflows)	489.04	2,086.96	9,107.83	11,683.83
Other financial liabilities	3.31	-	-	3.31
Total	492.35	2,086.96	9,107.83	11,687.14
As at 31 March 2023				
Borrowings (including interest outflows)	507.45	2,080.23	9,289.62	11,877.30
Other financial liabilities	1.48	-	-	1.48
Total	508.93	2,080.23	9,289.62	11,878.78

(C) MARKET RISK

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk:

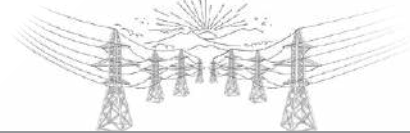
- (i) Currency risk
- (ii) Interest rate risk
- (iii) Equity price risk

(i) Currency risk

As on Reporting date the Trust does not have any exposure to currency risk in respect of foreign currency denominated loans and borrowings and procurement of goods and services.

(ii) Interest rate risk

Interest rate risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Trust's exposure to the risk of changes in market interest rates relates primarily to the Trust's long-term debt obligations with floating interest rates.



Notes

to the Standalone Financial Statements for the year ended March 31, 2024

The Trust's exposure to interest rate risk due to variable interest rate borrowings is as follows:

₹ in million		
Particulars	Amount	Impact on profit / loss before tax for the year due to Increase or decrease in interest rate by 50 basis points
As at 31 March 2024		
Term Loan from Bank	5,698.29	28.66
As at 31 March 2023		
Term Loan from Bank	5,727.07	28.73

(iii) Equity price risk

The Trust has investments in equity shares of subsidiaries. Future value of the investment in subsidiaries are subject to market price risk arising due to fluctuation in the market conditions. Reports on the fair value of investment in subsidiaries are submitted to the management on periodic basis.

At the reporting date, the exposure to equity investments in subsidiary at carrying value was ₹ 31,089.84 million. Sensitivity analyses of significant unobservable inputs used in the fair value measurement are disclosed in Note 25.

- maintain an optimal capital structure to reduce the cost of capital.

For the purpose of trust's capital management, unit capital includes issued unit capital and all other reserves attributable to the unitholders of the Trust. Trust manages its capital structure and makes adjustments in light of changes in economic conditions. To maintain or adjust the capital structure, trust may adjust the distribution to unitholders (subject to the provisions of InvIT regulations which require distribution of at least 90% of the net distributable cash flows of the Trust to unitholders), return capital to unitholders or issue new units. The Trust monitors capital using a gearing ratio, which is the ratio of Net Debt to total Equity plus Net Debt. The Trust's policy is to keep the gearing ratio optimum. The Group includes within Net Debt, interest bearing loans and borrowings and current maturities of long term debt less cash and cash equivalents.

32. Capital management

Trust's objectives when managing capital are to

- maximize the unitholder value;
- safeguard its ability to continue as a going concern;

The gearing ratio of the Trust was as follows: -

Particulars	As at	As at
	31 March 2024	31 March 2023
(a) Long term debt (₹ in million)	5,698.29	5,727.07
(b) Less: Cash and cash equivalents	2,966.50	2,911.23
(c) Net Debt (a-b)	2,731.79	2,815.84
(d) Total Equity (₹ in million)	77,602.19	78,292.29
(e) Total Equity plus net debt (₹ in million) (c+d)	80,333.98	81,108.13
(f) Gearing Ratio (c/e)	3.40%	3.47%

The Trust's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

Distributions

Particulars	₹ in million
Distributions made during the year ended 31.03.2024 of ₹ 12.00 per unit (Comprising Taxable Dividend – ₹ 1.19, Exempt Dividend – ₹ 0.95, Interest – ₹ 7.87, Repayment of SPV Debt – ₹ 1.95 and Treasury Income – ₹ 0.04)	10,919.99
Distributions made during the year ended 31.03.2023 of ₹ 12.00 per unit (Comprising Taxable Dividend – ₹ 2.37, Exempt Dividend – ₹ 1.01, Interest – ₹ 7.86, Repayment of SPV Debt – ₹ 0.73 and Treasury Income – ₹ 0.03)	10,919.99

Notes

to the Standalone Financial Statements for the year ended March 31, 2024

Distribution not recognized at the end of the reporting period:

In addition to above distribution, the Board of Directors of POWERGRID Unchahar Transmission Limited in its capacity as the Investment Manager to POWERGRID Infrastructure Investment Trust ("PGInvIT") on 22 May 2024 recommended distribution related to last quarter of FY 2023-24 of ₹ 3.00 per unit.

33. OTHER INFORMATION

- a) There are no cases of immovable properties where title deeds are not in the name of the Trust.
- b) No loans or advances in the nature of loans have been granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, which are either repayable on demand or without specifying any terms or period of repayment.
- c) The Trust has no Capital Work-in Progress, hence disclosure of CWIP completion schedule is not applicable.
- d) The Trust do not have Intangible asset under development.
- e) The Trust do not have Intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan.
- f) The Trust does not hold benami property and no proceeding has been initiated or pending against the Trust for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder as at the end of the financial year.
- g) The Trust is not sanctioned any working capital limit secured against current assets by any Finance Institutions.
- h) The Trust does not have any transactions, balances, or relationship with struck off companies.
- i) The Trust was not declared as a wilful defaulter by any bank or financial Institution or other lender during the financial year.
- j) The Trust does not have any subsidiary to comply with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017 during the financial year.
- k) Ratios

Ratio	Numerator	Denominator	Current Year	Previous Year	Variance (%)	Reason for variance >25%
(a) Current Ratio	Current Assets	Current Liabilities	96.21	99.64	(3.44)	-
(b) Debt-Equity Ratio	Total Debt	Shareholder's Equity	0.07	0.07	-	-
(c) Debt Service Coverage Ratio	Profit for the period before tax + Depreciation and amortization expense + Finance costs + Impairment	Interest & Lease Payments + Principal Repayments	18.94	23.56	(19.61)	Earning during current year got reduced and interest expenditure got increase due to increase in T bill
(d) Interest Service Coverage Ratio	Earnings before Interest, Depreciation, Impairment and Tax	Interest & Finance Charges net of amount transferred to expenditure during construction	20.10	25.20	(20.24)	Earning during current year got reduced and interest expenditure got increase due to increase in T bill
(e) Return on Equity Ratio	Profit for the period after tax	Average Shareholder's Equity	0.13	(0.03)	533.33	Due to reversal of Impairment of Investments in Subsidiaries



Notes

to the Standalone Financial Statements for the year ended March 31, 2024

Ratio	Numerator	Denominator	Current Year	Previous Year	Variance (%)	Reason for variance >25%
(f) Inventory turnover ratio	Revenue from Operations	Average Inventory	-	-	-	-
(g) Trade Receivables turnover ratio	Revenue from Operations	Average Trade Receivables (before deducting provision)	-	-	-	-
(h) Trade payables turnover ratio	Gross Other Expense (-) FERV, Provisions, Loss on disposal of PPE	Average Trade payables	-	-	-	-
(i) Net capital turnover ratio	Revenue from Operations	Current Assets – Current Liabilities	3.07	3.49	(12.03)	-
(j) Net profit ratio	Profit for the period after tax	Revenue from Operations	1.08	(0.26)	515.38	Due to reversal of Impairment of Investments in Subsidiaries
(k) Return on Capital employed	Earnings before interest and taxes	Tangible Net Worth + Total Debt + Deferred Tax Liability	0.13	(0.03)	533.33	Due to reversal of Impairment of Investments in Subsidiaries
(l) Return on investment	Income from Investment + Capital Appreciation	Average Investments	NA	NA	NA	-

- l) The Trust has not received/advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) through Intermediaries during the financial year.
- m) The Trust does not have any transaction that was not recorded in the books of accounts and has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- n) The Trust has not traded or invested in Crypto currency or Virtual Currency during the financial year.

34. OTHER NOTES

- a) Figures have been rounded off to nearest rupees in million up to two decimals.
- b) Previous year figures have been regrouped/ rearranged wherever considered necessary.

As per our report of even date

For S.K.Mittal & Co.

Chartered Accountants
FRN: 001135N

For and on behalf of Board of Directors of POWERGRID Unchahar Transmission Limited in the capacity as Investment Manager to POWERGRID Infrastructure Investment Trust.

Anjana Luthra
Company Secretary
PAN: ABYPL2312H
Place: Gurugram

Abhay Choudhary
Chairman
DIN: 07388432
Place: Mumbai

Purshottam Agarwal
Director
DIN: 08812158
Place: Mumbai

(CA Gaurav Mittal)

Membership Number: 099387
Place: New Delhi

A Sensarma
CEO
PAN: AEXPS3591K
Place: Gurugram

Amit Garg
CFO
PAN: ACSPG1833F
Place: Gurugram

Date: 22 May 2024

Independent Auditors' Report

To

The Unit holders of POWERGRID Infrastructure Investment Trust ("PGInvIT")

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Opinion

We have audited the accompanying Consolidated Financial Statements of POWERGRID Infrastructure Investment Trust ("PGInvIT") (hereinafter referred to as "the Trust") and its subsidiaries (the Trust and its subsidiaries together referred to as "the Group"), which comprise the consolidated Balance Sheet as at 31 March 2024, the consolidated Statement of Profit and Loss (including other comprehensive income), the consolidated Statement of Changes in Unit Holders' Equity, the consolidated Statement of cash flows for the year then ended, the consolidated Statement of Net Assets at fair value as at 31 March 2024, the consolidated Statement of Total Returns at fair value, the Statement of Net Distributable Cash Flows ("NDCF's") of the Trust and each of its subsidiaries for the year then ended, and notes to the consolidated financial statements including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated financial statements give the information required by the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 as amended from time to time including any guidelines and circulars issued thereunder, in the manner so required and give a true and fair view in conformity with Indian Accounting Standards (Ind AS)

and/or any addendum thereto as defined in the Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31 March 2024, its consolidated profit and total comprehensive income, its consolidated movement of the unit holders' equity and its consolidated cash flows for the year ended 31 March 2024, its consolidated net assets at fair value as at 31 March 2024, its consolidated total returns at fair value and the net distributable cash flows of the Trust and each of its subsidiaries for the year ended 31 March 2024.

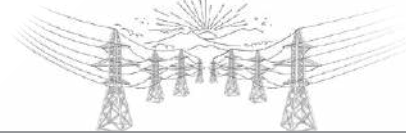
Basis of Opinion

We conducted our audit of consolidated financial statements in accordance with the Standards on Auditing (SAs) issued by Institute of Chartered Accountants of India ("ICAI"). 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 in accordance with the Code of Ethics issued by ICAI and we have fulfilled our other ethical responsibilities in accordance with the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Key Audit Matters

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. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr.No	Key Audit Matter	How our audit addressed the key audit matter
1	<p>Assessing Impairment of Goodwill, Property, Plant & Equipment (PPE) and Intangible Assets</p> <p>The Group records Goodwill, Property, Plant & Equipment (PPE) and Intangible Assets (IA) at a carrying value of Rs. Nil, Rs. 86,495.67 million and Rs 3,921.15 million as at 31st March 2024.</p> <p>Management reviews regularly whether there are any indicators of impairment of goodwill, PPE and IA by reference to the requirements under Ind AS.</p> <p>Goodwill, PPE and IA is tested for impairment by the Group using enterprise value of respective subsidiaries to which the goodwill PPE and IA relates to.</p>	<p>In making the assessment of the Enterprise Value, we relied on the valuation report issued by the independent valuer appointed by the Investment Manager in accordance with SEBI InvIT Regulations.</p> <p>Impact of the same has been duly accounted for in the financial statement.</p>



Sr.No	Key Audit Matter	How our audit addressed the key audit matter
	<p>Enterprise value calculation involves use of future cashflow projections, discounted to present value, terminal value and other variables and accordingly, the evaluation of impairment of goodwill, PPE and IA has been determined as a key audit matter.</p>	
2	<p>Computation and disclosures as prescribed in the InvIT regulations relating to Statement of Net Assets and Total Returns at Fair Value</p> <p>As per the provisions of InvIT Regulations, the Trust is required to disclose a Statement of Net Assets at Fair Value and Statement of Total Returns at Fair Value which requires fair valuation of assets. For this purpose, fair value is determined by forecasting and discounting future cash flows. The inputs to the valuation models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as WACC, Tax rates, Inflation rates etc.</p> <p>Accordingly, the aforementioned computation and disclosures are determined to be a key audit matter in our audit of the consolidated financial statements.</p>	<p>Our audit procedures include the following-</p> <ul style="list-style-type: none"> • Read the requirements of SEBI InvIT regulations for disclosures relating to Statement of Net Assets at Fair Value and Statement of Total Returns at Fair Value. • Read/Assessed the disclosures in the consolidated financial statements for compliance with the relevant requirements of InvIT Regulations. • Relied on the valuation report issued by the independent valuer appointed by the Investment Manager in accordance with SEBI InvIT Regulations.

INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The management of POWERGRID Unchahar Transmission Limited ("Investment Manager") is responsible for the preparation of the other information. The other information comprises the information that may be included in the Management Discussion and Analysis, Investment Manger's report including Annexures to Investment Manager's Report and Investment Manager's Information but does not include the consolidated financial statements and our auditor's report thereon. The other information, as identified above, is expected to be made available to us after the date of this Auditor's Report.

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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read those documents including annexures, if any thereon, if we conclude that there is a material misstatement therein, we shall communicate the matter to those charged with the governance.

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Management of POWERGRID Unchahar Transmission Limited ("Investment Manager"), is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position as at 31 March 2024, consolidated financial performance including other comprehensive income, consolidated movement of the unit holders' equity, the consolidated cash flows for the year ended 31 March 2024, its consolidated net assets at fair value as at 31 March 2024, its consolidated total returns at fair value of the Trust, the net distributable cash flows of the Trust and each of its subsidiaries in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) and/or any addendum thereto as defined in Rule 2(1)(a) of the Companies (Indian Accounting Standards) Rules, 2015, as amended read with the Securities and Exchange Board of India (Infrastructure Investment Trusts) Regulations, 2014 as amended from time to time including any guidelines and circulars issued thereunder (together referred to as the "InvIT Regulations").

The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; the 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 the accuracy and completeness of the accounting

records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the management of the Trust, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the Companies included in the Group are responsible for assessing the ability of the Group 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.

The respective Board of Directors of the Companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

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

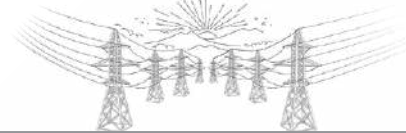
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group of which we are the independent auditors, 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 companies 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.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Trust included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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



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

OTHER MATTERS

We have audited the financial statements and other financial information of 3 out of 5 subsidiaries of PGIInvIT, i.e. VTL, PKATL and PJTL. Further, we have carried out the Limited Review of the audit of the other 2 subsidiaries, i.e. PPTL and PWTL. On the Consolidated basis the financial statements reflect total assets of Rs. 66,724.11 million and net worth of Rs. 12,565.56 million as at 31 March 2024, total revenue from operation of Rs 12,653.38 million and net cash inflows amounting to Rs. 527.52 million for the FY 2023-24 before giving effect to elimination of intra-group transactions. The financial statements and other financial information for PPTL and PWTL have been audited by other auditors whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of InvIT regulations, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of the other auditors and Limited Review of audit carried out by us.

Our opinion above on the consolidated financial statements, and our reports on the Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and reports of the other auditors.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

Based on our audit and as required by InvIT Regulations, we report that;

- a) We have obtained all the information and explanations which, to the best of our knowledge and belief were necessary for the purpose of our audit;
- b) The Consolidated Balance Sheet, and the Consolidated Statement of Profit and Loss including other comprehensive income dealt with by this report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements; and
- c) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards (Ind AS) and/or any addendum thereto as defined in Rule 2(1) (a) of the Companies (Indian Accounting Standards) Rules, 2015, as amended.
- d) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Trust

For **S.K.Mittal & Co.**
Chartered Accountants
FRN: 001135N

Place: New Delhi
UDIN: 24099387BKBEMJ1348
Dated: 22 May 2024

(CA Gaurav Mittal)
Partner
Membership No.: 099387

Consolidated Balance Sheet

as at 31 March 2024

₹ in million

Particulars	Note No	As at 31 March 2024	As at 31 March 2023
ASSETS			
Non-current assets			
Property, Plant and Equipment	3	86,495.67	86,745.51
Capital work-in-progress	4	74.84	151.22
Goodwill on Acquisition	5	-	-
Other Intangible assets	6	3,921.15	3,990.44
Financial Assets			
Trade receivables	7	66.37	-
Other non-current assets	8	424.65	624.52
		90,982.68	91,511.69
Current assets			
Inventories	9	309.29	308.15
Financial Assets			
Trade receivables	10	2,693.22	3,263.05
Cash and cash equivalents	11	4,168.61	3,585.82
Bank balances other than Cash and cash equivalents	12	1,448.88	1,532.19
Other current financial assets	13	38.12	32.01
Other current assets	14	185.57	199.75
		8,843.69	8,920.97
Total Assets		99,826.37	1,00,432.66
EQUITY AND LIABILITIES			
Equity			
Unit Capital	15	90,999.92	90,999.92
Other Equity	16	(15,587.53)	(13,935.03)
Non Controlling Interest		6,361.56	6,214.03
		81,773.95	83,278.92
Liabilities			
Non-current liabilities			
Financial Liabilities			
Borrowings	17	5,663.71	5,692.00
Deferred tax liabilities(Net)	18	12,112.15	11,154.98
Other non current liabilities	19	0.02	-
		17,775.88	16,846.98
Current liabilities			
Financial Liabilities			
Borrowings	20	28.78	28.78
Trade payables			
total outstanding dues of micro enterprises and small enterprises.		-	-
total outstanding dues of creditors other than micro enterprises and small enterprises	21	15.40	17.37
Other current financial liabilities	22	214.65	243.25
Other current liabilities	23	17.71	17.31
Provisions	24	-	0.05
Current Tax Liabilities (Net)	25	-	-
		276.54	306.76
Total Equity and Liabilities		99,826.37	1,00,432.66

The accompanying notes (1 to 52) form an integral part of financial statements.

As per our report of even date

For S.K.Mittal & Co.

Chartered Accountants
FRN: 001135N

For and on behalf of Board of Directors of POWERGRID Unchahar Transmission Limited in the capacity as Investment Manager to POWERGRID Infrastructure Investment Trust.

Anjana Luthra
Company Secretary
PAN: ABYPL2312H
Place: Gurugram

Abhay Choudhary
Chairman
DIN: 07388432
Place: Mumbai

Purshottam Agarwal
Director
DIN: 08812158
Place: Mumbai

(CA Gaurav Mittal)

Membership Number: 099387
Place: New Delhi

A Sensarma
CEO
PAN: AEXPS3591K
Place: Gurugram

Amit Garg
CFO
PAN: ACSPG1833F
Place: Gurugram

Date: 22 May 2024



Consolidated Statement of Profit and Loss

for the year ended at 31 March 2024

₹ in million

Particulars	Note No	For the Year ended on 31 March 2024	For the Year ended on 31 March 2023
INCOME			
Revenue From Operations	26	12,653.38	12,857.85
Other Income	27	373.84	295.06
Total Income		13,027.22	13,152.91
EXPENSES			
Valuation Expenses		0.46	0.19
Payment to Auditor			
- Statutory Audit Fees		0.48	0.50
- Other Services (Including Tax Audit & Certifications)		0.45	0.35
Insurance expenses		267.12	241.42
Project manager fees		46.60	44.94
Investment manager fees		99.57	93.08
Trustee fee		0.35	0.35
Repairs and maintenance of Transmission assets		312.16	300.05
Other expenses	28	256.20	196.95
Employee benefits expense	29	9.85	11.40
Finance costs	30	468.71	414.33
Depreciation and amortization expense	31	3,154.12	3,148.15
Impairment/(Reversal of Impairment) of Goodwill, Property Plant and Equipment and Intangible Assets		(2,541.43)	15,098.10
Total expenses		2,074.64	19,549.81
Profit for the period before tax		10,952.58	(6,396.90)
Tax expense:			
Current tax			
- Current Year		178.09	210.15
- Earlier Years		-	-
Deferred tax		957.17	(2,142.95)
		1,135.26	(1,932.80)
Profit for the period after tax		9,817.32	(4,464.10)
Other Comprehensive Income			
Items that will not be reclassified to profit or loss		-	-
Items that will be reclassified to profit or loss		-	-
		-	-
Total Comprehensive Income for the period		9,817.32	(4,464.10)
Net Profit Attributable to:			
Owners of the Trust		9,267.49	(1,951.38)
Non-Controlling Interest		549.83	(2,512.72)
Total Comprehensive Income attributable to:			
Owners of the Trust		9,267.49	(1,951.38)
Non-Controlling Interest		549.83	(2,512.72)
Earnings per Unit			
Basic (in Rupees)		10.18	(2.14)
Diluted (in Rupees)		10.18	(2.14)

The accompanying notes (1 to 52) form an integral part of financial statements.

As per our report of even date

For S.K.Mittal & Co.

Chartered Accountants

FRN: 001135N

For and on behalf of Board of Directors of POWERGRID Unchahar Transmission Limited in the capacity as Investment Manager to POWERGRID Infrastructure Investment Trust.

Anjana Luthra
Company Secretary
PAN: ABYPL2312H
Place: Gurugram

Abhay Choudhary
Chairman
DIN: 07388432
Place: Mumbai

Purshottam Agarwal
Director
DIN: 08812158
Place: Mumbai

(CA Gaurav Mittal)

Membership Number: 099387

Place: New Delhi

A Sensarma
CEO
PAN: AEXPS3591K
Place: Gurugram

Amit Garg
CFO
PAN: ACSPG1833F
Place: Gurugram

Date: 22 May 2024

Consolidated Statement of Changes in Unitholders' Equity

for the year ended 31 March 2024

A. UNIT CAPITAL	₹ In million
Balance as at 01 April 2023	90,999.92
Units issued during the year	-
Balance as at 31 March 2024	90,999.92
Balance as at 01 April 2022	90,999.92
Units issued during the year	-
Balance as at 31 March 2023	90,999.92

B. OTHER EQUITY	₹ In million		
	Capital Reserve	Retained Earnings	Reserves and Surplus Total
Balance as at 01 April 2023	330.15	(14,265.18)	(13,935.03)
Total Comprehensive income for the year	-	9,267.49	9,267.49
Distribution during the year* [^]	-	(10,919.99)	(10,919.99)
Balance as at 31 March 2024	330.15	(15,917.68)	(15,587.53)
Balance as at 01 April 2022	330.15	(1,393.81)	(1,063.66)
Total Comprehensive income for the year	-	(1,951.38)	(1,951.38)
Distribution during the year* ^{^^}	-	(10,919.99)	(10,919.99)
Balance as at 31 March 2023	330.15	(14,265.18)	(13,935.03)

The accompanying notes (1 to 52) form an integral part of financial statements.

* The distributions made by Trust to its Unitholders are based on the Net Distributable Cash flows (NDCF) of PGIInvIT under the InvIT Regulations which includes repayment of debt by SPVs to PGIInvIT.

[^] The distribution for year ended 31 March 2024 does not include the distribution relating to the quarter ended 31 March 2024, as the same will be paid subsequently.

^{^^} The distribution for year ended 31 March 2023 does not include the distribution relating to the quarter ended 31 March 2023, as the same was paid subsequent to the year ended 31 March 2023.

As per our report of even date

For S.K.Mittal & Co.

Chartered Accountants
FRN: 001135N

For and on behalf of Board of Directors of POWERGRID Unchahar Transmission Limited in the capacity as Investment Manager to POWERGRID Infrastructure Investment Trust.

Anjana Luthra
Company Secretary
PAN: ABYPL2312H
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A Sensarma
CEO
PAN: AEXPS3591K
Place: Gurugram

Amit Garg
CFO
PAN: ACSPG1833F
Place: Gurugram

Date: 22 May 2024



Consolidated Statement of Cash Flows

for the year ended 31 March 2024

₹ In million

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
A. Cash Flow from Operating Activities:		
Profit before Tax	10,952.58	(6,396.90)
Adjustments:		
Impairment of Goodwill, Property Plant and Equipment and Intangible Assets	(2,541.43)	15,098.10
Interest income	(261.91)	(164.74)
Depreciation & Amortization Expenses	3,154.12	3,148.15
Finance Cost	468.71	414.33
Operating Profit before Changes in Assets & Liabilities	11,772.07	12,098.94
Adjustment for Changes in Assets and Liabilities		
- Increase/(Decrease) in Trade Payables	(1.97)	3.92
- Increase/(Decrease) in Other current financial liabilities	(5.60)	30.30
- Increase/(Decrease) in Other Current Liabilities	0.40	1.35
- Increase/(Decrease) in Provisions	(0.05)	(0.90)
- Increase/(Decrease) in Other Non Current liabilities	0.02	(0.05)
- (Increase)/Decrease in Trade Receivables	522.92	71.72
- (Increase)/Decrease in Other Current Financial Assets	(0.88)	5.67
- (Increase)/Decrease in Inventories	(1.14)	0.13
- (Increase)/Decrease in Earmarked balance with banks	(2.37)	1.28
- (Increase)/Decrease in Other Current Assets	14.18	(38.81)
- (Increase)/Decrease in Non-Current Financial Assets	(19.46)	-
- (Increase)/Decrease in Other Non Current Assets	(0.04)	0.03
Cash Generated from Operations	12,278.08	12,173.58
Direct taxes (Paid)/Refund	20.58	(370.39)
Income Tax refund received	1.23	2.67
Net cash from operating activities	12,299.89	11,805.86
B. Cash Flow from Investing Activities:		
Property Plant & Equipment and Capital Work in Progress	(240.17)	(172.97)
Investment in Fixed Deposits (Net)	85.68	(1,531.73)
Interest income received	256.68	166.87
Net cash used in investing activities	102.19	(1,537.83)
C. Cash Flow from Financing Activities:		
Repayment of Borrowings	(28.78)	(28.78)
Finance Cost Paid	(468.22)	(413.83)
Payment of Distribution to Unitholders	(10,919.99)	(10,919.99)
Dividend paid to Non Controlling Interest holder	(402.30)	(588.20)
Net cash used in financing activities	(11,819.29)	(11,950.80)
Net increase in cash and cash equivalents (A + B + C)	582.79	(1,682.77)
Cash and cash equivalents as at beginning of year	3,585.82	5,268.59
Cash and cash equivalents as at year end	4,168.61	3,585.82

Consolidated Statement of Cash Flows

for the year ended 31 March 2024

Components of Cash and cash equivalents:

₹ In million

Balances with banks	As at 31 March 2024	As at 31 March 2023
On current accounts	24.47	112.04
Deposit with original maturity of 3 months or less	4,144.14	3,473.78
Total cash and cash equivalents	4,168.61	3,585.82

Reconciliation between opening and closing balances for liabilities arising from financing activities :-

₹ In million

Particulars	As at 31 March 2024	As at 31 March 2023
Long term borrowings		
Balance at the beginning of the year	5,720.78	5,749.06
Cash flow		
- Interest	(468.22)	(413.83)
- Proceeds/(repayments)	(28.78)	(28.78)
Accrual	468.71	414.33
Balance at the end of the year	5,692.49	5,720.78

The accompanying notes (1 to 52) form an integral part of financial statements.

As per our report of even date

For S.K.Mittal & Co.

Chartered Accountants
FRN: 001135N

For and on behalf of Board of Directors of POWERGRID Unchahar Transmission Limited in the capacity as Investment Manager to POWERGRID Infrastructure Investment Trust.

Anjana Luthra
Company Secretary
PAN: ABYPL2312H
Place: Gurugram

Abhay Choudhary
Chairman
DIN: 07388432
Place: Mumbai

Purshottam Agarwal
Director
DIN: 08812158
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(CA Gaurav Mittal)

Membership Number: 099387
Place: New Delhi

A Sensarma
CEO
PAN: AEXPS3591K
Place: Gurugram

Amit Garg
CFO
PAN: ACSPG1833F
Place: Gurugram

Date: 22 May 2024



Statement of Net Assets at Fair Value

as at 31 March 2024

A. STATEMENT OF NET ASSETS AT FAIR VALUE

₹ in million

Sl. No.	Particulars	As at 31 March 2024		As at 31 March 2023	
		Book value	Fair value*	Book value	Fair value*
A	Assets	99,826.37	1,02,688.93	1,00,432.66	1,02,011.50
B	Liabilities (at book value)	18,052.42	18,052.42	17,153.74	17,153.74
C	Net Assets (A-B)	81,773.95	84,636.51	83,278.92	84,857.76
D	Non Controlling Interest	6,361.56	7,034.33	6,214.03	6,565.47
E	Net Assets attributable to PGINVIT (C-D)	75,412.39	77,602.18	77,064.89	78,292.29
F	Number of units	910.00	910.00	910.00	910.00
G	NAV	82.87	85.28	84.69	86.04

*Fair value of the assets as disclosed in the above table has been derived based on the equity value as per the fair valuation report issued by the independent valuer appointed under SEBI (Infrastructure Investment Trusts) Regulations, 2014, book value of debt and book value of other assets and liabilities.

Project wise break up of Fair value of Assets:

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Vizag Transmission Limited	18,964.08	19,088.89
POWERGRID Kala Amb Transmission Limited	4,454.84	4,341.60
POWERGRID Parli Transmission Limited	24,119.12	24,031.44
POWERGRID Warora Transmission Limited	26,180.08	26,096.77
POWERGRID Jabalpur Transmission Limited	18,564.60	18,584.73
	92,282.72	92,143.43
Assets of PGINVIT	3,103.62	3,038.67
Add/(Less): Elimination and Other Adjustments**	7,302.59	6,829.40
Total Assets	1,02,688.93	1,02,011.50

**It includes eliminations primarily pertaining to inter group lending / borrowing and consolidation adjustments

B. STATEMENT OF TOTAL RETURNS AT FAIR VALUE

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Total Comprehensive Income (As per the Statement of Profit and Loss)***	9,267.49	(1,951.38)
Add/(less): Other Changes in Fair Value (e.g., in investment property, property, plant & equipment (if cost model is followed)) not recognized in Total Comprehensive Income	-	-
Total Return	9,267.49	(1,951.38)

***Total comprehensive income as per Profit & Loss statement captures the impact of fair valuation through impairment of Investment in subsidiaries. Same is based on the fair valuation report of the independent valuer appointed under SEBI (Infrastructure Investment Trusts) Regulations, 2014.

Additional disclosures as required by SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/115 dated July 06, 2023

A) STATEMENT OF NET DISTRIBUTABLE CASH FLOWS (NDCFS) OF PGINVIT

₹ in million

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Cash flows received from Portfolio Assets in the form of interest/accrued interest/ additional interest	7,344.28	7,545.27
Add: Cash flows received from Portfolio Assets in the form of dividend	2,109.74	2,945.09
Add: Cash flows/ Proceeds from the Portfolio Assets towards the repayment of the debt issued to the Portfolio Assets by the Trust	2,240.00	1,185.00
Add: Cash Flow / Proceeds from the Portfolio Assets for a capital reduction by way of a buy back or any other means as permitted, subject to applicable law	-	-
Add: Cash Flow / Proceeds from the sale of the Portfolio Assets not distributed pursuant to an earlier plan to reinvest, or if such proceeds are not intended to be invested subsequently	-	-
"Less: Costs/retentions associated with sale of the Portfolio Assets (a) Related debts settled or due to be settled from sale proceeds of Portfolio Assets (b) Transaction costs paid on sale of the assets of the Portfolio Assets; and (c) Capital gains taxes on sale of assets/shares in Portfolio Assets/other investments"	-	-
Add: Any other income accruing at the Trust level and not captured above, including but not limited to interest/return on surplus cash invested by the Trust	79.46	57.00
Total cash inflow at the Trust level (A)	11,773.48	11,732.36
Less: Any payment of fees, interest and expenses incurred at the Trust level, including but not limited to the fees of the Investment Manager, Trustee, Auditor, Valuer, Credit Rating Agency	(578.84)	(527.65)
Less: Reimbursement of expenses in relation to the Initial Public Issue of units of the Trust, if any	-	-
Less: Repayment of external debt (principal), net of any debt raised by refinancing of existing debt or/and any new debt raised	(28.78)	(28.78)
Less: Net cash set aside to comply with DSRA under loan agreements, if any.	-	(122.68)
Less: Income tax (if applicable) at the standalone Trust level and payment of other statutory dues	(39.79)	(27.11)
Less: Proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the InvIT Regulations	-	-
Less: Amount invested in any of the Portfolio Assets for service of debt or interest*	(146.92)	-
Less: Any provision or reserve deemed necessary by the Investment Manager for expenses which may be due in the intervening period till next proposed distribution, but for which there may not be commensurate amounts available by the date such expenses become due.	-	-
Add: Net proceeds from fresh issuance of units by the Trust	-	-
Add/Less: Any other adjustment to be undertaken by the IM Board to ensure that there is no double counting of the same item for the above calculations	(1.52)	0.62
Total cash outflows / retention at Trust level (B)	(795.85)	(705.60)
Net Distributable Cash Flows (C) = (A+B)	10,977.63	11,026.76

*During the period, Trust has given loan to PKATL for the construction of RTM project.



Additional disclosures as required by SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/115 dated July 06, 2023

B) STATEMENT OF NET DISTRIBUTABLE CASH FLOWS (NDCF) OF VTL

₹ in million

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit after tax as per profit and loss account (standalone) (A)	536.54	764.49
Add: Depreciation, impairment and amortisation as per profit and loss account. In case of impairment reversal, same needs to be deducted from profit and loss.	317.07	317.03
Add: Interest on loans availed from Trust as per profit and loss account	1,139.80	1,136.78
Add: Interest on unpaid interest (on account of loans availed from Trust) as per profit and loss account	-	-
Add/Less: Decrease/Increase in working capital affecting the cash flow	104.51	21.36
Add/less: Loss/gain on sale of infrastructure assets	-	-
Add: Net Proceeds (after applicable taxes) from sale of infrastructure assets adjusted for the following:	-	-
- related debts settled or due to be settled from sale proceeds;	-	-
- directly attributable transaction costs;	-	-
- proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the InvIT Regulations	-	-
Add: Net Proceeds (after applicable taxes) from sale of infrastructure assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently.	-	-
Less: Capital expenditure, if any	(0.13)	-
Less: Investments made in accordance with the investment objective, if any	-	-
Add/less: Any other item of non-cash expense / non cash income (net of actual cash flows for these items), if deemed necessary by the Investment Manager, including but not limited to	-	-
- any decrease/increase in carrying amount of an asset or a liability recognised in profit and loss account on measurement of the asset or the liability at fair value;	-	-
- interest cost as per effective interest rate method (difference between accrued and actual paid);	-	-
- deferred tax, lease rents, etc.	(41.09)	(56.41)
Less: Any provision or reserve deemed necessary by the Investment Manager for expenses which may be due in the intervening period till next proposed distribution, but for which there may not be commensurate amounts available by the date such expenses become due	-	-
Less: Repayment of external debt (principal) / redeemable preference shares / debentures, etc. / net cash set aside to comply with borrowing requirements under agreements including DSRA, net of any debt raised by refinancing of existing debt or/and any new debt raised	-	-
Add/ less: Amounts added or retained to make the distributable cash flows in accordance with the Transaction Documents or the loan agreements	-	-
Add/Less: Any other adjustment to be undertaken by the board of directors of the Investment Manager (the "IM Board") to ensure that there is no double counting of the same item for the above calculation*	(10.15)	1.09
Total Adjustments (B)	1,510.01	1,419.85
Net Distributable Cash Flows (C)=(A+B)	2,046.55	2,184.34

Note: During the period, amount not less than 90% of NDCF has already been distributed to PGINVIT.

* Other adjustments are with respect to changes in other non-current assets/liabilities which are not part of Working Capital.

Additional disclosures as required by SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/115 dated July 06, 2023

C) STATEMENT OF NET DISTRIBUTABLE CASH FLOWS (NDCFS) OF PKATL

₹ in million

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit after tax as per profit and loss account (standalone) (A)	139.00	142.72
Add: Depreciation, impairment and amortisation as per profit and loss account. In case of impairment reversal, same needs to be deducted from profit and loss.	66.84	63.56
Add: Interest on loans availed from Trust as per profit and loss account*	276.39	269.70
Add: Interest on unpaid interest (on account of loans availed from Trust) as per profit and loss account	-	-
Add/Less: Decrease/Increase in working capital affecting the cash flow	11.10	108.91
Add/less: Loss/gain on sale of infrastructure assets	-	-
Add: Net Proceeds (after applicable taxes) from sale of infrastructure assets adjusted for the following:	-	-
- related debts settled or due to be settled from sale proceeds;	-	-
- directly attributable transaction costs;	-	-
- proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the InvIT Regulations	-	-
Add: Net Proceeds (after applicable taxes) from sale of infrastructure assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently.	-	-
Less: Capital expenditure, if any	(148.78)	(95.42)
Less: Investments made in accordance with the investment objective, if any	-	-
Add/less: Any other item of non-cash expense / non cash income (net of actual cash flows for these items), if deemed necessary by the Investment Manager, including but not limited to	-	-
- any decrease/increase in carrying amount of an asset or a liability recognised in profit and loss account on measurement of the asset or the liability at fair value;	-	-
- interest cost as per effective interest rate method (difference between accrued and actual paid);	-	-
- deferred tax, lease rents, etc.	20.82	23.25
Less: Any provision or reserve deemed necessary by the Investment Manager for expenses which may be due in the intervening period till next proposed distribution, but for which there may not be commensurate amounts available by the date such expenses become due**	-	(29.60)
Less: Repayment of external debt (principal) / redeemable preference shares / debentures, etc. / net cash set aside to comply with borrowing requirements under agreements including DSRA, net of any debt raised by refinancing of existing debt or/and any new debt raised	-	-
Add/ less: Amounts added or retained to make the distributable cash flows in accordance with the Transaction Documents or the loan agreements	108.73	-
Add/Less: Any other adjustment to be undertaken by the board of directors of the Investment Manager (the "IM Board") to ensure that there is no double counting of the same item for the above calculation***	(5.91)	5.39
Total Adjustments (B)	329.19	345.79
Net Distributable Cash Flows (C)=(A+B)	468.19	488.51

Note: During the period, amount not less than 90% of NDCF has already been distributed to PGInvIT.

*Includes capitalised interest of ₹ 5.67 million against the loan for the purpose of funding the project awarded to PKATL under Regulated Tariff Mechanism.

** Retention is for the purpose of funding the project awarded to PKATL under Regulated Tariff Mechanism

*** Other adjustments are with respect to changes in other non-current assets/liabilities which are not part of Working Capital.



Additional disclosures as required by SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/115 dated July 06, 2023

D) STATEMENT OF NET DISTRIBUTABLE CASH FLOWS (NDCF) OF PPTL

₹ in million

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit after tax as per profit and loss account (standalone) (A)	455.60	403.64
Add: Depreciation, impairment and amortisation as per profit and loss account. In case of impairment reversal, same needs to be deducted from profit and loss.	371.64	370.62
Add: Interest on loans availed from Trust as per profit and loss account	1,895.05	1,962.94
Add: Interest on unpaid interest (on account of loans availed from Trust) as per profit and loss account	-	-
Add/Less: Decrease/Increase in working capital affecting the cash flow	97.36	(84.59)
Add/less: Loss/gain on sale of infrastructure assets	-	-
Add: Net Proceeds (after applicable taxes) from sale of infrastructure assets adjusted for the following:	-	-
- related debts settled or due to be settled from sale proceeds;	-	-
- directly attributable transaction costs;	-	-
- proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the InvIT Regulations	-	-
Add: Net Proceeds (after applicable taxes) from sale of infrastructure assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently.	-	-
Less: Capital expenditure, if any	0.38	(5.44)
Less: Investments made in accordance with the investment objective, if any	-	-
Add/less: Any other item of non-cash expense / non cash income (net of actual cash flows for these items), if deemed necessary by the Investment Manager, including but not limited to	-	-
- any decrease/increase in carrying amount of an asset or a liability recognised in profit and loss account on measurement of the asset or the liability at fair value;	-	-
- interest cost as per effective interest rate method (difference between accrued and actual paid);	-	-
- deferred tax, lease rents, etc.	159.29	142.64
Less: Any provision or reserve deemed necessary by the Investment Manager for expenses which may be due in the intervening period till next proposed distribution, but for which there may not be commensurate amounts available by the date such expenses become due	-	-
Less: Repayment of external debt (principal) / redeemable preference shares / debentures, etc. / net cash set aside to comply with borrowing requirements under agreements including DSRA, net of any debt raised by refinancing of existing debt or/and any new debt raised	-	-
Add/ less: Amounts added or retained to make the distributable cash flows in accordance with the Transaction Documents or the loan agreements	-	-
Add/Less: Any other adjustment to be undertaken by the board of directors of the Investment Manager (the "IM Board") to ensure that there is no double counting of the same item for the above calculation*	83.11	(46.29)
Total Adjustments (B)	2,606.83	2,339.88
Net Distributable Cash Flows (C)=(A+B)	3,062.43	2,743.52

Note: During the period, amount not less than 90% of NDCF has already been distributed to PGINVIT.

* Other adjustments are with respect to changes in other non-current assets/liabilities which are not part of Working Capital.

Additional disclosures as required by SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/115 dated July 06, 2023

E) STATEMENT OF NET DISTRIBUTABLE CASH FLOWS (NDCF) OF PWTL

Particulars	₹ in million	
	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit after tax as per profit and loss account (standalone) (A)	380.62	365.18
Add: Depreciation, impairment and amortisation as per profit and loss account. In case of impairment reversal, same needs to be deducted from profit and loss.	452.13	452.09
Add: Interest on loans availed from Trust as per profit and loss account	2,275.41	2,343.17
Add: Interest on unpaid interest (on account of loans availed from Trust) as per profit and loss account	-	-
Add/Less: Decrease/Increase in working capital affecting the cash flow	102.87	(182.33)
Add/less: Loss/gain on sale of infrastructure assets	-	-
Add: Net Proceeds (after applicable taxes) from sale of infrastructure assets adjusted for the following:	-	-
- related debts settled or due to be settled from sale proceeds;	-	-
- directly attributable transaction costs;	-	-
- proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the InvIT Regulations	-	-
Add: Net Proceeds (after applicable taxes) from sale of infrastructure assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently.	-	-
Less: Capital expenditure, if any	(12.28)	(27.15)
Less: Investments made in accordance with the investment objective, if any	-	-
Add/less: Any other item of non-cash expense / non cash income (net of actual cash flows for these items), if deemed necessary by the Investment Manager, including but not limited to	-	-
- any decrease/increase in carrying amount of an asset or a liability recognised in profit and loss account on measurement of the asset or the liability at fair value;	-	-
- interest cost as per effective interest rate method (difference between accrued and actual paid);	-	-
- deferred tax, lease rents, etc.	134.20	129.70
Less: Any provision or reserve deemed necessary by the Investment Manager for expenses which may be due in the intervening period till next proposed distribution, but for which there may not be commensurate amounts available by the date such expenses become due	-	-
Less: Repayment of external debt (principal) / redeemable preference shares / debentures, etc. / net cash set aside to comply with borrowing requirements under agreements including DSRA, net of any debt raised by refinancing of existing debt or/and any new debt raised	-	-
Add/ less: Amounts added or retained to make the distributable cash flows in accordance with the Transaction Documents or the loan agreements	-	-
Add/Less: Any other adjustment to be undertaken by the board of directors of the Investment Manager (the "IM Board") to ensure that there is no double counting of the same item for the above calculation*	126.07	(31.93)
Total Adjustments (B)	3,078.40	2,683.55
Net Distributable Cash Flows (C)=(A+B)	3,459.02	3,048.73

Note: During the period, amount not less than 90% of NDCF has already been distributed to PGInvIT.

* Other adjustments are with respect to changes in other non-current assets/liabilities which are not part of Working Capital.



Additional disclosures as required by SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/115 dated July 06, 2023

F) STATEMENT OF NET DISTRIBUTABLE CASH FLOWS (NDCF) OF PJTL

₹ in million

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit after tax as per profit and loss account (standalone) (A)	209.04	157.96
Add: Depreciation, impairment and amortisation as per profit and loss account. In case of impairment reversal, same needs to be deducted from profit and loss.	323.48	323.41
Add: Interest on loans availed from Trust as per profit and loss account	1,757.64	1,832.68
Add: Interest on unpaid interest (on account of loans availed from Trust) as per profit and loss account	-	-
Add/Less: Decrease/Increase in working capital affecting the cash flow	66.43	203.66
Add/less: Loss/gain on sale of infrastructure assets	-	-
Add: Net Proceeds (after applicable taxes) from sale of infrastructure assets adjusted for the following:	-	-
- related debts settled or due to be settled from sale proceeds;	-	-
- directly attributable transaction costs;	-	-
- proceeds reinvested or planned to be reinvested as per Regulation 18(7)(a) of the InvIT Regulations	-	-
Add: Net Proceeds (after applicable taxes) from sale of infrastructure assets not distributed pursuant to an earlier plan to re-invest, if such proceeds are not intended to be invested subsequently.	-	-
Less: Capital expenditure, if any	0.05	-
Less: Investments made in accordance with the investment objective, if any	-	-
Add/less: Any other item of non-cash expense / non cash income (net of actual cash flows for these items), if deemed necessary by the Investment Manager, including but not limited to	-	-
- any decrease/increase in carrying amount of an asset or a liability recognised in profit and loss account on measurement of the asset or the liability at fair value;	-	-
- interest cost as per effective interest rate method (difference between accrued and actual paid);	-	-
- deferred tax, lease rents, etc.	74.24	57.70
Less: Any provision or reserve deemed necessary by the Investment Manager for expenses which may be due in the intervening period till next proposed distribution, but for which there may not be commensurate amounts available by the date such expenses become due	-	-
Less: Repayment of external debt (principal) / redeemable preference shares / debentures, etc. / net cash set aside to comply with borrowing requirements under agreements including DSRA, net of any debt raised by refinancing of existing debt or/and any new debt raised	-	-
Add/ less: Amounts added or retained to make the distributable cash flows in accordance with the Transaction Documents or the loan agreements	-	-
Add/Less: Any other adjustment to be undertaken by the board of directors of the Investment Manager (the "IM Board") to ensure that there is no double counting of the same item for the above calculation*	(43.57)	(42.51)
Total Adjustments (B)	2,178.27	2,374.94
Net Distributable Cash Flows (C)=(A+B)	2,387.31	2,532.90

Note: During the period, amount not less than 90% of NDCF has already been distributed to PGInvIT.

* Other adjustments are with respect to changes in other non-current assets/liabilities which are not part of Working Capital.

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to the Consolidated Financial Statements for the year ended March 31, 2024

1. GROUP INFORMATION:

POWERGRID Infrastructure Investment Trust ("PGInvIT"/"Trust") was set up on 14 September 2020 as an irrevocable trust, pursuant to the Trust Deed, under the provisions of the Indian Trusts Act, 1882. The Trust was registered with SEBI on 7 January 2021 as an infrastructure investment trust under Regulation 3(1) of the SEBI InvIT Regulations having registration number IN/InvIT/20-21/0016.

Power Grid Corporation of India Limited ("POWERGRID") is the Sponsor to the Trust. IDBI Trusteeship Services Limited is the Trustee to the Trust. POWERGRID Unchahar Transmission Limited ("PUTL") is appointed as the investment manager and POWERGRID is appointed as the project manager to the Trust.

The investment objectives of the Trust are to carry on the activities of and to make investments as an infrastructure investment trust as permissible in terms of the SEBI (Infrastructure Investment Trusts) Regulations, 2014 read with circulars and guidelines, notifications and amendments issued thereunder (collectively the "InvIT Regulations") and in accordance with the Trust Deed. The investment of the Trust shall be in any manner permissible under, and in accordance with the InvIT Regulations and applicable law including in holding companies and/or special purpose vehicles and/or infrastructure projects and/or securities in India.

PGInvIT is holding special purpose vehicle ("SPV") / subsidiaries which are infrastructure projects engaged in the power transmission business in India. Details of the same as on 31 March 2024 are as follows:

Name of the SPV	Equity Holding
1. Vizag Transmission Limited ("VTL") (formerly POWERGRID Vizag Transmission Limited ("PVTL"))	100%
2. POWERGRID Kala Amb Transmission Limited ("PKATL")	74%
3. POWERGRID Parli Transmission Limited ("PPTL")	74%
4. POWERGRID Warora Transmission Limited ("PWTL")	74%
5. POWERGRID Jabalpur Transmission Limited ("PJTL")	74%

The consolidated financial statements, comprise of the financial statement of PGInvIT and its subsidiaries (collectively, "the Group") for the year ended 31 March 2024, were approved by the Board of Directors of Investment manager on 22 May 2024.

2. MATERIAL ACCOUNTING POLICY INFORMATION

A summary of the material accounting policy information applied in the preparation of the consolidated financial statements are as given below. These accounting policies have been applied consistently to all periods presented in the consolidated financial statements. The Consolidated financial statements of the group are consisting of the Trust and its subsidiaries.

2.1 Basis of Preparation

i) Compliance with Ind AS and InvIT Regulations

The consolidated financial statements comprise of the Consolidated Balance Sheet as at 31 March 2024, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Statement of Cash Flow and the Consolidated Statement of Changes in Unit Holders' Equity for the year then ended and the Consolidated Statement of Net Assets at fair value as at 31 March 2024 and the Consolidated Statement of Total Returns at fair value and the Statement of Net Distributable Cash Flows ('NDCFs') of the Trust and each of its subsidiaries for the year then ended and a summary of significant accounting policies and other explanatory notes prepared in compliance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act), Companies (Indian Accounting Standards) Rules, 2015 and InvIT Regulations, in each case, to the extent applicable and as amended thereafter.

ii) Basis of Measurement

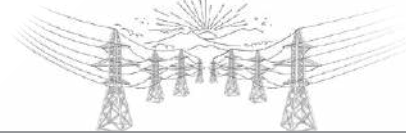
The consolidated financial statements have been prepared on accrual basis and under the historical cost convention except certain financial assets and liabilities measured at fair value (Refer Note no. 2.15 for accounting policy regarding financial instruments).

iii) Functional and presentation currency

The consolidated financial statements are presented in Indian Rupees (Rupees or ₹), which is the Group's functional and presentation currency and all amounts are rounded to the nearest million and two decimals thereof, except as stated otherwise.

iv) Use of estimates

The preparation of consolidated financial statements requires estimates and assumptions that affect the reported amount of assets, liabilities, revenue and expenses during the reporting period. Although, such



Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

estimates and assumptions are made on a reasonable and prudent basis taking into account all available information, actual results could differ from these estimates. The estimates and underlying 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 effects only that period or in the period of the revision and future periods if the revision affects both current and future years (Refer Note no. 33 on Significant accounting judgements, estimates and assumptions).

v) Current and non-current classification

The Group presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realized within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Deferred tax assets/liabilities are classified as non-current.

The Group recognizes twelve months period as its operating cycle.

2.2 Principles of Consolidation

Subsidiaries are entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has right 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. Subsidiaries are fully consolidated from the date

on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group combines the financial statement of the subsidiaries line by line adding together like items of assets, liabilities, equity, income, and expenses. Inter Group transactions, balances and unrealized gains on transactions between companies are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries are harmonised to ensure consistency with the policies adopted by the Group.

The acquisition method of accounting is used to account for business combination by the group.

Non-controlling interest represents that part of the total comprehensive income and net assets of subsidiaries attributable to interests which are not owned, directly or indirectly, by the Trust.

The consolidated financial statements have been prepared in accordance with Indian Accounting Standard (Ind AS) 110 – 'Consolidated Financial Statements'

2.3 Business Combinations

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition related costs are recognised in the statement of profit and loss as incurred.

The acquiree's identifiable assets, liabilities and contingent liabilities that meet the condition for recognition are recognised at their fair values at the acquisition date. Goodwill arising on business combination is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the fair value of net identifiable assets acquired and liabilities assumed. After initial recognition, Goodwill is tested for impairment annually and measured at cost less any accumulated impairment losses if any. Any impairment loss for goodwill is recognised in the statement of profit and loss.

2.4 Fair value measurement

The Group measures financial instruments at fair value at each balance sheet date.

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to the Consolidated Financial Statements for the year ended March 31, 2024

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable;

Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

In estimating the fair value of investments in subsidiaries, the Group engages independent qualified external valuers to perform the valuation. The management works closely with the external valuers to establish the appropriate valuation techniques and inputs to the model. The management in conjunction with the external valuers also compares the change in fair value with relevant external sources to determine whether the change is reasonable. The management reports the valuation report and findings to the Board of the Investment Manager half yearly to explain the cause of fluctuations in the fair value of the projects.

At each reporting date, the management analyses the movement in the values of assets and liabilities which are required to be remeasured or reassessed as per the Group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation based upon relevant documents.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy, as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

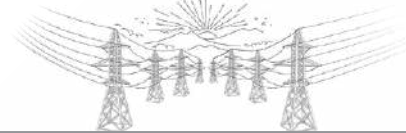
- Quantitative disclosures of fair value measurement hierarchy (Note 39)
- Disclosures for valuation methods, significant estimates and assumptions (Note 33 and 39)
- Financial instruments (including those carried at amortised cost) (Note 7,10,13,17,20,21,22)

2.5 Property, Plant and Equipment

Initial Recognition and Measurement

Property, Plant and Equipment is initially measured at cost of acquisition/construction including any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. After initial recognition, Property, Plant and Equipment is carried at cost less accumulated depreciation / amortisation and accumulated impairment losses, if any.

In the case of commissioned assets, where final settlement of bills with contractors is yet to be effected, capitalization is done on provisional basis subject to necessary adjustments in the year of final settlement.



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to the Consolidated Financial Statements for the year ended March 31, 2024

Transmission system assets are considered as ready for intended use after meeting the conditions for commercial operation as stipulated in Transmission Service Agreement (TSA) and capitalized accordingly.

The cost of land includes provisional deposits, payments/liabilities towards compensation, rehabilitation and other expenses wherever possession of land is taken.

Expenditure on levelling, clearing and grading of land is capitalized as part of cost of the related buildings.

Spares parts whose cost is ₹5,00,000/- and above, standby equipment and servicing equipment which meets the recognition criteria of Property, Plant and Equipment are capitalized.

Subsequent costs

Subsequent expenditure is recognized as an increase in carrying amount of assets when it is probable that future economic benefits deriving from the cost incurred will flow to the group and cost of the item can be measured reliably.

The cost of replacing part of an item of Property, Plant and Equipment is recognized in the carrying amount of the item if it is probable that future economic benefits embodied within the part will flow to the group and its cost can be measured reliably. The carrying amount of the replaced part is derecognized.

If the cost of the replaced part or earlier inspection component is not available, the estimated cost of similar new parts/inspection component is used as an indication of what the cost of the existing part/ inspection component was when the item was acquired or inspection was carried out.

The costs of the day-to-day servicing of property, plant and equipment are recognised in the Statement of Profit and Loss as incurred.

Derecognition

An item of Property, Plant and Equipment is derecognized when no future economic benefits are expected from their use or upon their disposal.

The gain or loss arising from derecognition of an item of property, plant and equipment is determined as the difference between the net disposal proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss on the date of disposal or retirement.

2.6 Capital Work-In-Progress (CWIP)

Cost of material, erection charges and other expenses incurred for the construction of Property, Plant and Equipment are shown as CWIP based on progress of erection work till the date of capitalization.

Expenditure of office and Projects, directly attributable to construction of property, plant and equipment are identified and allocated on a systematic basis to the cost of the related assets.

Interest during construction and expenditure (net) allocated to construction as per policy above are kept as a separate item under CWIP and apportioned to the assets being capitalized in proportion to the closing balance of CWIP.

Deposit works/cost-plus contracts are accounted for on the basis of statement received from the contractors or technical assessment of work completed.

Unsettled liability for price variation/exchange rate variation in case of contracts is accounted for on estimated basis as per terms of the contracts.

2.7 Intangible Assets and Intangible Assets under development

Intangible assets with finite useful life that are acquired separately and are carried at cost less any accumulated amortisation and accumulated impairment losses.

Subsequent expenditure on already capitalized Intangible assets is capitalised when it increases the future economic benefits embodied in an existing asset and is amortised prospectively.

The cost of software (which is not an integral part of the related hardware) acquired for internal use and resulting in significant future economic benefits is recognized as an intangible asset when the same is ready for its use.

Afforestation charges for acquiring right-of-way for laying transmission lines are accounted for as intangible assets on the date of capitalization of related transmission lines.

Expenditure on development shall be recognised as intangible asset if it meets the eligibility criteria as per Ind AS 38 "Intangible Assets", otherwise it shall be recognised as an expense.

Expenditure incurred, eligible for capitalization under the head Intangible Assets, are carried as "Intangible Assets under Development" till such assets are ready for their intended use.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

An item of Intangible asset is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

2.8 Depreciation / Amortisation

Property, Plant and Equipment

Depreciation/Amortisation on the items of Property, Plant and Equipment related to transmission business under Tariff Based Competitive Bidding (TBCB) mechanism is provided on straight line method based on the useful life specified in Schedule II of the Companies Act, 2013.

Depreciation/Amortisation on items of Property, Plant and Equipment related to transmission business under Regulated Tariff Mechanism (RTM) mechanism is provided on straight line method following the rates and methodology notified by the CERC for the purpose of recovery of tariff

Depreciation/Amortisation for the following items of Property, Plant and Equipment is provided based on estimated useful life as per technical assessment considering the terms of Transmission Service Agreement entered with Long Term Transmission Customers/ CERC Regulations:

Particulars	Useful life
a. Computers and Peripherals	3 Years
b. Servers and Network Components	5 years
c. Buildings (RCC frame structure)	35 years
d. Transmission line	35 years
e. Substation Equipment	35 years

Depreciation on spares parts, standby equipment and servicing equipment which are capitalized, is provided on straight line method from the date they are available for use over the remaining useful life of the related assets of transmission business

Mobile phones are charged off in the year of purchase.

Residual value is considered for all items of Property, Plant and Equipment in line with Companies Act, 2013 except for Computers and Peripherals and Servers and Network Components for which residual value is considered as Nil.

Property, plant and equipment costing ₹5,000/- or less, are fully depreciated in the year of acquisition.

Where the cost of depreciable property, plant and equipment has undergone a change due to increase/decrease in long term monetary items on account of exchange rate fluctuation, price adjustment, change in duties or similar factors, the unamortized balance of such asset is depreciated prospectively.

Depreciation on additions to/deductions from Property, Plant and Equipment during the year is charged on pro-rata basis from/up to the date on which the asset is available for use/disposed.

The residual values, useful lives and methods of depreciation for items of property, plant and equipment are reviewed at each financial year-end and adjusted prospectively, wherever required

Right of Use Assets:

Right of Use assets are fully depreciated from the lease commencement date on a straight line basis over the lease term.

Leasehold land is fully amortized over lease period or life of the related plant whichever is lower. Leasehold land acquired on perpetual lease is not amortized.

Intangible Assets

Cost of software capitalized as intangible asset is amortized over the period of legal right to use or 3 years, whichever is less with Nil residual value.

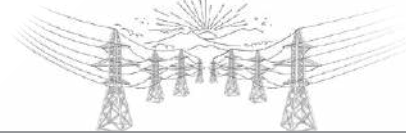
Afforestation charges are amortized over thirty-five years from the date of capitalization of related transmission assets following the straight line method, with Nil Residual Value.

Amortisation on additions to/deductions from Intangible Assets during the year is charged on pro-rata basis from/up to the date on which the asset is available for use/disposed.

The amortization period and the amortization method for an intangible asset are reviewed at each financial year-end and are accounted for as change in accounting estimates in accordance with Ind AS 8 "Accounting Policies, Changes in Accounting Estimates and Errors"

2.9 Borrowing Costs

Borrowing costs directly attributable to the acquisition or construction of qualifying assets are capitalized (net of income on temporary deployment of funds) as part of the cost of such assets till the assets are ready for the intended use. Qualifying assets are assets which take a substantial period of time to get ready for their intended use.



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to the Consolidated Financial Statements for the year ended March 31, 2024

All other borrowing costs are recognised in Statement of Profit and Loss in the period in which they are incurred.

Borrowing costs includes interest expenses, other costs in connection with borrowing of fund and exchange differences to the extent regarded as an adjustment to borrowing costs.

2.10 Impairment of non-financial assets

The carrying amounts of the Groups' non-financial assets are reviewed at least annually to determine whether there is any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, then the asset's recoverable amount is estimated.

The recoverable amount of an asset or cash-generating unit is the higher of its fair value less costs to disposal and its value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. For the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit", or "CGU").

An impairment loss is recognized if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognized in the statement of profit and loss. Impairment losses recognized in respect of CGUs are reduced from the carrying amounts of the assets of the CGU.

Impairment losses recognized in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

2.11 Cash and cash equivalents

Cash and cash equivalents include cash on hand and at bank, and deposits held at call with banks having a maturity of three months or less from the date of acquisition that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value

2.12 Inventories

Inventories are valued at lower of the cost, determined on weighted average basis and net realizable value.

Spares which do not meet the recognition criteria as Property, Plant and Equipment including spare parts whose cost is less than ₹5,00,000/- are recorded as inventories.

Surplus materials as determined by the management are held for intended use and are included in the inventory.

The diminution in the value of obsolete, unserviceable and surplus stores and spares is ascertained on review and provided for.

2.13 Leases

Lease is a contract that conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

To assess whether a contract conveys the right to control the use of an identified asset, the group assesses whether: (i) the contract involves use of an identified asset, (ii) the customer has substantially all the economic benefits from the use of the asset through the period of the lease and (iii) the customer has the right to direct the use of the asset.

i) As a Lessee

At the date of commencement of the lease, the group recognises a right-of-use asset (ROU) and a corresponding lease liability for all lease arrangements in which it is a lessee, except for lease with a term of twelve months or less (i.e. short term leases) and leases for which the underlying asset is of low value. For these short-term and leases for which the underlying asset is of low value, the group recognizes the lease payments on straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the inception date of the lease along with any initial direct costs, restoration obligations and lease incentives received.

Subsequently, the right-of-use assets is measured at cost less any accumulated depreciation, accumulated

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to the Consolidated Financial Statements for the year ended March 31, 2024

impairment losses, if any and adjusted for any remeasurement of the lease liability. The group applies Ind AS 36 to determine whether a ROU asset is impaired and accounts for any identified impairment loss as described in the accounting policy 2.10 on "Impairment of non-financial assets".

The lease liability is initially measured at present value of the lease payments that are not paid at that date.

The interest cost on lease liability is expensed in the Statement of Profit and Loss, unless eligible for capitalization as per accounting policy 2.9 on "Borrowing costs".

Lease liability and ROU asset have been separately presented in the financial statements and lease payments have been classified as financing cash flows.

ii) As a Lessor

A lease is classified at the inception date as a finance lease or an operating lease.

a) Finance leases

A lease that transfers substantially all the risks and rewards incidental to ownership of an asset is classified as a finance lease.

Net investment in leased assets is recorded as receivables at the lower of the fair value of the leased property and the present value of the minimum lease payments as Lease Receivables under current and non-current other financial assets.

The interest element of lease is accounted in the Statement of Profit and Loss over the lease period based on a pattern reflecting a constant periodic rate of return on the net investment.

b) Operating leases

An operating lease is a lease other than a finance lease. Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases.

For operating leases, the asset is capitalized as property, plant and equipment and depreciated over its economic life. Rental income from operating lease is recognized over the term of the arrangement.

2.14 Employee benefits

Employee benefits are all forms of consideration given by an entity in exchange for service rendered by employees or for the termination of employment.

Short-term employee benefits are employee benefits (other than termination benefits) that are expected to be settled wholly before twelve months after the end of the annual reporting period in which the employees render the related service.

Employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided

2.15 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Classification

The group classifies its financial assets in the following categories:

- at amortised cost,
- at fair value through other comprehensive income
- at fair value through profit and loss

The classification depends on the following:

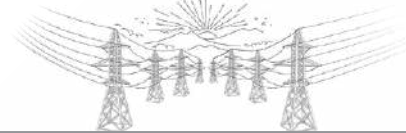
- the entity's business model for managing the financial assets and
- the contractual cash flow characteristics of the financial asset

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs, if any, that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

Subsequent measurement

Debt Instruments at 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 is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these



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to the Consolidated Financial Statements for the year ended March 31, 2024

financial assets is included in finance income using the effective interest rate method.

Debt Instruments at 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). On derecognition of the asset, cumulative gain or loss previously recognised in Other Comprehensive Income (OCI) is reclassified from the equity to profit and loss. Interest income from these financial assets is included in finance income using the effective interest rate method.

Debt instruments at Fair value through profit or loss (FVPL): Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. Interest income and net gain or loss on a debt instrument that is subsequently measured at FVPL are recognised in statement of profit and loss and presented within other income in the period in which it arises.

Equity investments

All equity investments in scope of Ind AS 109 'Financial Instruments' are measured at fair value. The group may, on initial recognition, make an irrevocable election to present subsequent changes in the fair value in other comprehensive income (FVOCI) on an instrument by-instrument basis.

For equity instruments classified as at FVOCI, all fair value changes on the instrument, excluding dividends are recognized in the OCI. There is no recycling of the amounts from OCI to Profit or Loss, even on sale of investment. However, the group may transfer the cumulative gain or loss within equity.

Derecognition of financial assets

A financial asset is derecognized only when

- i) The rights to receive cash flows from the asset have expired, or
- ii)
 - a) The group has transferred the rights to receive cash flows from the financial asset (or) retains the contractual rights to receive the cash flows of the financial assets, but assumes a contractual obligation to pay the cash flows to one or more recipients and
 - b) the group has transferred substantially all the risks and rewards of the asset (or) the group has neither transferred nor retained substantially

all the risks and rewards of the asset, but has transferred control of the asset.

The difference between the carrying amount and the amount of consideration received/receivable is recognised in the Statement of Profit and Loss.

Impairment of financial assets:

For trade receivables and contract assets, the group applies the simplified approach required by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

For recognition of impairment loss on other financial assets and risk exposure, the group determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month Expected Credit Loss (ECL) is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Financial Liabilities

Financial liabilities of the group are contractual obligation to deliver cash or another financial asset to another entity or to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavourable to the group.

The group's financial liabilities include loans & borrowings, trade and other payables.

Classification, initial recognition and measurement

Financial liabilities are recognised initially at fair value minus transaction costs that are directly attributable to the issue of financial liabilities.

Subsequent measurement

After initial recognition, financial liabilities are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the EIR. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognised.

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to the Consolidated Financial Statements for the year ended March 31, 2024

The EIR amortisation is included as finance costs in the Statement of Profit and Loss.

Derecognition of financial liability

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in Statement of Profit and Loss as other income or finance cost.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

2.16 Foreign Currencies Translation

The Group's financial statements are presented in INR, which is its functional currency. The Group does not have any foreign operation.

Transactions and balances

Transactions in foreign currencies are initially recorded by the group at the exchange rate prevailing on the date of transaction. Monetary assets and liabilities denominated in foreign currencies are translated with reference to the rates of exchange ruling on the date of the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

2.17 Income Tax

Income tax expense represents the sum of current and deferred tax. Tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised directly in equity or other comprehensive income. In this case the tax is also recognised directly in equity or in other comprehensive income.

Current income tax

The Current Tax is based on taxable profit for the year under the tax laws enacted and applicable to the reporting period in the countries where the group operates and generates taxable income and any adjustment to tax payable in respect of previous years.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the group's financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the Balance Sheet method. 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 future taxable profits will be available against which those deductible temporary differences, unused tax losses and unused tax credits can be utilised. The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available against which the temporary differences can be utilised.

Deferred tax assets and liabilities 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 Balance Sheet date.

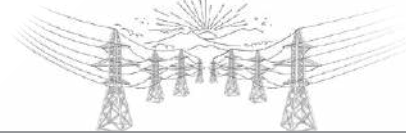
Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority.

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised.

2.18 Revenue

Revenue for transmission business under TBCB route is measured based on the transaction price to which the Group expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties.

Revenue for transmission business under RTM route is accounted for based on tariff order notified by CERC. In case of transmission projects where final tariff orders are yet to be notified, revenue is accounted for on provisional



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to the Consolidated Financial Statements for the year ended March 31, 2024

basis as per tariff regulations and orders of the CERC in similar cases. Difference, if any, is accounted on issuance of final tariff orders by the CERC.

The Group recognises revenue when it transfers control of a product or service to a customer.

Significant Financing Component

Where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year, the Company assesses the effects of significant financing component in the contract. As a consequence, the Company makes adjustment in the transaction prices for the effects of time value of money.

2.18.1 Revenue from Operations

Transmission Income is accounted for based on orders issued by CERC u/s 63 of Electricity Act 2003 for adoption of transmission charges. As at each reporting date, transmission income includes an accrual for services rendered to the customers but not yet billed.

Rebates allowed to beneficiaries as early payment incentives are deducted from the amount of revenue.

The Transmission system incentive / disincentive is accounted for based on certification of availability by the respective Regional Power Committees (RPC) and in accordance with the Transmission Service Agreement (TSA) entered between the Transmission Service Provider and long term Transmission Customers. Where certification by RPCs is not available, incentive/disincentive is accounted for on provisional basis as per estimate of availability by the group and differences, if any, is accounted upon certification by RPCs.

2.18.2 Other Income

Interest income is recognized, when no significant uncertainty as to measurability or collectability exists, on a time proportion basis taking into account the amount outstanding and the applicable interest rate, using the effective interest rate method (EIR).

Surcharge recoverable from trade receivables, liquidated damages, warranty claims and interest on advances to suppliers are recognized when no significant uncertainty as to measurability and collectability exists.

Income from Scrap is accounted for as and when sold.

Insurance claims for loss of profit are accounted for in the year of acceptance. Insurance claims are accounted for based on certainty.

Revenue from rentals and operating leases is recognized on an accrual basis in accordance with the substance of the relevant agreement.

Income from dividend on investments is accrued in the year in which it is declared, whereby the Group's right to receive is established.

2.19 Cash distributions to unit holders

The group recognises a liability to make cash distributions to unit holders when the distribution is authorised, and a legal obligation has been created. As per the InvIT Regulations, a distribution is authorised when it is approved by the Board of Directors of the Investment Manager. A corresponding amount is recognised directly in equity.

2.20 Provision and contingencies

Provisions

Provisions are recognised when the group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each Balance Sheet date and are adjusted to reflect the current best estimate.

Contingencies

Contingent liabilities are disclosed on the basis of judgment of the management / independent experts. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, 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 group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements.

Contingent assets are possible assets that arise 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 group. Contingent assets are disclosed in the financial statements when inflow of economic benefits is probable on the basis of judgment of management. These are assessed

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continually to ensure that developments are appropriately reflected in the financial statements.

2.21 Prior Period Items

Material prior period errors are corrected retrospectively by restating the comparative amounts for prior period presented in which the error occurred or if the error occurred before the earliest period presented, by restating the opening balance sheet.

2.22 Earnings per unit

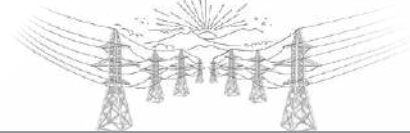
Basic earnings per unit is computed using the net profit or loss for the year attributable to the unitholders

and weighted average number of shares outstanding during the year.

Diluted earnings per unit is computed using the net profit or loss for the year attributable to the unitholders and weighted average number of units and potential units outstanding during the year, except where the result would be anti-dilutive.

2.23 Statement of Cash Flows

Statement of Cash Flows is prepared as per indirect method prescribed in the Ind AS 7 'Statement of Cash Flows.



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to the Consolidated Financial Statements for the year ended March 31, 2024

NOTE 3/PROPERTY, PLANT AND EQUIPMENT

₹ in million

Particulars	Cost			Accumulated depreciation			Net Book Value					
	As at 01 April 2023	Additions during the year	Disposal during the year	Adjustment during the year	As at 31 March 2024	As at 01 April 2023	Additions during the year	Disposal during the year	Impairment	As at 31 March 2024	As at 31 March 2023	
Land												
Freehold	309.04	-	-	-	309.04	-	-	-	-	-	309.04	309.04
Buildings												
Sub-Stations & Office	322.75	-	-	-	322.75	47.92	9.17	-	(4.50)	52.59	270.16	274.83
Township	14.31	0.07	-	-	14.38	1.81	0.47	-	(0.17)	2.11	12.27	12.50
Plant & Equipment												
Transmission	94,863.70	-	1.00	0.20	94,862.50	20,928.95	2,571.85	0.20	(2,204.66)	21,295.93	73,566.56	73,934.75
Substation	15,281.71	280.06	-	-	15,561.77	3,138.15	417.68	-	(252.11)	3,303.73	12,258.04	12,143.56
Unified Load Dispatch & Communication	42.41	-	-	-	42.41	12.20	1.95	-	(0.63)	13.52	28.89	30.21
Furniture and Fixtures	21.11	-	-	-	21.11	7.20	1.87	-	(0.26)	8.81	12.30	13.91
Office equipment	2.68	-	-	-	2.68	1.50	0.37	-	(0.03)	1.83	0.85	1.18
Electronic Data Processing & Word Processing Machines	0.73	8.79	-	-	9.52	0.71	1.49	-	-	2.20	7.32	0.02
Construction and Workshop equipment	0.14	-	-	-	0.14	0.03	-	-	-	0.04	0.10	0.11
Electrical Installation	4.06	-	-	-	4.06	1.40	0.34	-	(0.04)	1.70	2.36	2.66
Workshop & Testing Equipments	25.04	5.16	-	-	30.20	2.35	0.94	-	(0.33)	2.96	27.24	22.69
Miscellaneous Assets/Equipments	0.18	0.49	-	-	0.67	0.13	0.02	-	(0.02)	0.13	0.54	0.05
Total	1,10,887.86	294.57	1.00	0.20	1,11,181.23	24,142.35	3,006.15	0.20	(2,462.75)	24,685.55	86,495.67	86,745.51

Further Note :

The Group owns 72.53 Hectare of Freehold Land amounting to ₹ 201.19 million based on available Documentation.

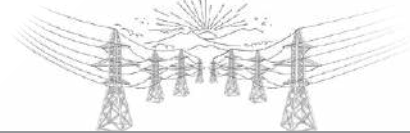
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Particulars	Cost			Accumulated depreciation			Net Book Value			
	As at 01 April 2022	Additions during the year	Disposal	Adjustment during the year	As at 31 March 2023	As at 01 April 2022	Additions during the year	Impairment	As at 31 March 2023	As at 31 March 2022
Land										
Freehold	309.04	-	-	-	309.04	-	-	-	309.04	309.04
Buildings										
Sub-Stations & Office	314.14	8.61	-	-	322.75	29.96	9.22	8.74	47.92	284.18
Township	14.31	-	-	-	14.31	1.23	0.41	0.17	1.81	13.08
Plant & Equipment										
Transmission	94,856.07	7.63	-	-	94,863.70	10,672.11	2,571.81	7,685.03	20,928.95	73,934.75
Substation	15,236.67	45.04	-	-	15,281.71	1,749.82	413.32	975.01	3,138.15	12,143.56
Unified Load Dispatch & Communication	42.41	-	-	-	42.41	6.15	1.96	4.09	12.20	30.21
Furniture and Fixtures	21.11	-	-	-	21.11	3.61	1.88	1.71	7.20	13.91
Office equipment	2.46	0.22	-	-	2.68	1.01	0.39	0.10	1.50	1.18
Electronic Data Processing & Word Processing Machines	0.73	-	-	-	0.73	0.71	-	-	0.71	0.02
Construction and Workshop equipment	0.14	-	-	-	0.14	0.02	-	0.01	0.03	0.12
Electrical Installation	4.06	-	-	-	4.06	1.02	0.34	0.04	1.40	2.66
Workshop & Testing Equipments	25.04	-	-	-	25.04	1.09	0.90	0.36	2.35	22.69
Miscellaneous Assets/Equipments	0.18	-	-	-	0.18	0.09	0.03	0.01	0.13	0.09
Total	1,10,826.36	61.50	-	-	1,10,887.86	12,466.82	3,000.26	8,675.27	24,142.35	86,745.51

Further Note :

The Group owns 72.53 Hectare of Freehold Land amounting to ₹ 201.19 million based on available Documentation.



Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

NOTE 4/CAPITAL WORK IN PROGRESS

₹ in million

Particulars	As at 01 April 2023	Additions during the year	Adjustments	Capitalised during the year	As at 31 March 2024
Buildings					
Sub-Stations & Office	-	-	-	-	-
Township	48.89	15.89	-	-	64.78
Plant & Equipments (including associated civil works)					
Transmission	-	-	-	-	-
Sub-Station	36.44	272.81	-	299.19	10.06
Furniture & Fixtures	-	-	-	-	-
Construction Stores (Net of Provision)	65.89	145.86	211.75	-	-
Total	151.22	434.56	211.75	299.19	74.84

₹ in million

Particulars	As at 01 April 2022	Additions during the year	Adjustments	Capitalised during the year	As at 31 March 2023
Buildings					
Sub-Stations & Office	-	5.72	-	5.72	-
Township	24.76	27.02	-	2.89	48.89
Plant & Equipments (including associated civil works)					
Transmission	-	7.63	-	7.63	-
Sub-Station	13.94	67.54	-	45.04	36.44
Furniture & Fixtures	-	-	-	-	-
Construction Stores (Net of Provision)	1.05	64.84	-	-	65.89
Total	39.75	172.75	-	61.28	151.22

Ageing of Capital work in progress is as follows:

₹ in million

Particulars	<1 Year	1-2 Years	2-3 Years	>3 Years	Total
As at 31 March 2024					
Buildings					
Township	15.89	24.13	24.76	-	64.78
Plant & Equipments (including associated civil works)					
Sub-Station	0.57	2.32	7.17	-	10.06
Expenditure pending allocation					
Construction Stores (Net of Provision)	-	-	-	-	-
Total	16.46	26.45	31.93	-	74.84
As at 31 March 2023					
Buildings					
Township	24.13	19.76	5.00	-	48.89
Plant & Equipments (including associated civil works)					
Sub-Station	28.69	7.72	0.03	-	36.44
Expenditure pending allocation					
Construction Stores (Net of Provision)	64.84	1.05	-	-	65.89
Total	117.66	28.53	5.03	-	151.22

NOTE 5/ GOODWILL ON ACQUISITION

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Goodwill due to acquisition of Projects	-	5,896.50
Less: Impairment	-	5,896.50
Total	-	-

Refer Note 49 for Disclosures pursuant to Ind AS 103 "Business Combinations".

Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

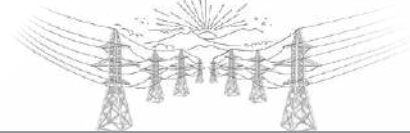
NOTE 6/OTHER INTANGIBLE ASSETS

₹ in million

Particulars	Cost			Accumulated Amortisation			Net Book Value		
	As at 01 April 2023	As at 01 April 2024	Adjustment during the year	As at 01 April 2023	As at 01 April 2024	Disposal Impairment during the year	As at 31 March 2024	As at 31 March 2023	As at 31 March 2023
Right of Way-Afforestation Expenses	1,802.66	1,802.66	-	423.52	423.52	50.64	449.34	1,353.32	1,379.14
Rights to Additional Revenue	3,041.50	3,041.50	-	430.20	430.20	97.33	473.67	2,567.83	2,611.30
Total	4,844.16	4,844.16	-	853.72	853.72	147.97	923.01	3,921.15	3,990.44

₹ in million

Particulars	Cost			Accumulated Amortisation			Net Book Value		
	As at 01 April 2022	As at 01 April 2023	Adjustment during the year	As at 01 April 2022	As at 01 April 2023	Disposal Impairment during the year	As at 31 March 2023	As at 31 March 2022	As at 31 March 2022
Right of Way-Afforestation Expenses	1,802.66	1,802.66	-	179.23	179.23	50.65	423.52	1,379.14	1,623.43
Rights to Additional Revenue	3,041.50	3,041.50	-	0.27	0.27	97.24	430.20	2,611.30	3,041.23
Total	4,844.16	4,844.16	-	179.50	179.50	147.89	853.72	3,990.44	4,664.66



Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

NOTE 7 / TRADE RECEIVABLES

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Trade receivables - Unsecured		
Unsecured Considered good		
Considered good	66.37	-
Total	66.37	-

Further Notes:

Refer Note 50 for disclosure as per Ind AS 115 'Revenue from Contracts with Customers'.

Electricity (late Payment Surcharge and Related Matters) Rules, 2022 as notified by Ministry of Power on 03 June 2022, provides that at the option of the Distribution licensees, the outstanding dues including the Late Payment Surcharge (LPSC) upto the date of said notification shall be rescheduled upto a maximum period of 48 months in the manner prescribed in the said rules and no further LPSC shall be charged on those dues. Pursuant to the above, some of the distribution licensees have opted for rescheduling of their dues with Central Transmission Utility.

The Group's portion of dues have been presented at their fair value under Trade Receivables (Non-current / Current) considering the requirements of applicable Indian Accounting Standards. Consequently, the fair value difference amounting to ₹ 64.28 million has been charged as Other Expense (refer Note 28) in FY 2023-24 and unwinding thereon amounting to ₹ 36.85 million accounted for as Other Income in Current Year (Previous Year ₹ Nil) (refer Note 27)

Ageing of Trade Receivables is as follows:

₹ in million

Particulars	Unbilled	Not Due	0-6M	6M-1Y	1Y-2Y	2Y-3Y	>3Y	Total
As at 31 March 2024								
Considered – Good	Undisputed	-	66.37	-	-	-	-	66.37
	Disputed	-	-	-	-	-	-	-
Significant increase in Credit Risk	Undisputed	-	-	-	-	-	-	-
	Disputed	-	-	-	-	-	-	-
Credit Impaired	Undisputed	-	-	-	-	-	-	-
	Disputed	-	-	-	-	-	-	-
		-	66.37	-	-	-	-	66.37
As at 31 March 2023								
Considered – Good	Undisputed	-	-	-	-	-	-	-
	Disputed	-	-	-	-	-	-	-
Significant increase in Credit Risk	Undisputed	-	-	-	-	-	-	-
	Disputed	-	-	-	-	-	-	-
Credit Impaired	Undisputed	-	-	-	-	-	-	-
	Disputed	-	-	-	-	-	-	-
		-	-	-	-	-	-	-

NOTE 8 / OTHER NON-CURRENT ASSETS

(Unsecured considered good unless otherwise stated)

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Advances for Other than Capital Expenditure		
Security deposits - Unsecured	3.30	3.27
Balance with Customs Port Trust and other authorities	0.01	-
	3.31	3.27
Others		
Advance Tax and Tax Deducted at Source	2,218.26	2,240.08
Less: Tax Liabilities - (From Note 25)	1,796.92	1,618.83
	421.34	621.25
TOTAL	424.65	624.52

Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

NOTE 9 /INVENTORIES

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
(For mode of valuation refer Note 2.12)		
Components, Spares & other spare parts	308.50	307.36
Loose tools	0.79	0.79
	309.29	308.15
Less: Provision for Shortages/damages etc	-	-
TOTAL	309.29	308.15

NOTE 10 /TRADE RECEIVABLES

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Trade receivables		
Unsecured Considered good	2,693.22	3,263.05
Considered doubtful(Credit Impaired)	18.96	18.96
	2,712.18	3,282.01
Less: Provision for doubtful trade receivables	18.96	18.96
TOTAL	2,693.22	3,263.05

Further Notes:

Ageing of Trade Receivables is as follows:

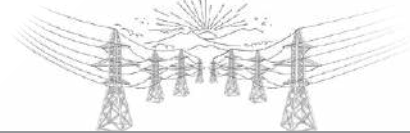
₹ in million

Particulars		Unbilled	Not Due	0-6M	6M-1Y	1Y-2Y	2Y-3Y	>3Y	Total
As at 31 March 2024									
Considered – Good	Undisputed	1388.28	458.52	210.87	230.27	239.03	154.36	11.89	2693.22
	Disputed	-	-	-	-	-	-	-	-
Significant increase in Credit Risk	Undisputed	-	-	-	-	-	-	-	-
	Disputed	-	-	-	-	-	-	-	-
Credit Impaired	Undisputed	-	-	-	-	-	0.06	18.90	18.96
	Disputed	-	-	-	-	-	-	-	-
		1388.28	458.52	210.87	230.27	239.03	154.42	30.79	2,712.18
As at 31 March 2023									
Considered – Good	Undisputed	1624.95	-	813.86	181.04	628.49	13.91	0.80	3263.05
	Disputed	-	-	-	-	-	-	-	-
Significant increase in Credit Risk	Undisputed	-	-	-	-	-	-	-	-
	Disputed	-	-	-	-	-	-	-	-
Credit Impaired	Undisputed	-	-	-	-	-	0.08	18.88	18.96
	Disputed	-	-	-	-	-	-	-	-
		1624.95	-	813.86	181.04	628.49	13.99	19.68	3,282.01

Trade receivables includes receivables from various DICs through CTUIL.

Refer Note 50 for disclosure as per Ind AS 115 "Revenue from Contract With Customer".

*Trade Receivable includes Unbilled receivables representing Transmission Charges for the month of March 2024 including arrear bills for previous quarters, incentive and surcharge amounting to ₹ 1388.28 million (Previous year ₹ 1624.95 million) billed to beneficiaries in the subsequent month i.e. April 2024."



Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

NOTE 11 /CASH AND CASH EQUIVALENTS

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Balance with banks-		
In Current accounts	24.47	112.04
In term deposits (with maturity of 3 months or less)	4,144.14	3,473.78
Total	4,168.61	3,585.82

Further Notes:

Balance in current account does not earn interest. Surplus money is transferred into Term Deposits.

NOTE 12 /BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Balance with banks-		
In designated Current accounts (For Distribution Payments)*	2.83	0.46
In Term Deposits having maturity over 3 months but upto 12 months	1,446.05	1,531.73
Total	1,448.88	1,532.19

Further Notes:

*Earmarked balance with banks pertains to unclaimed distribution to unitholders.

NOTE 13 /OTHER CURRENT FINANCIAL ASSETS

(Unsecured considered good unless otherwise stated)

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Interest accrued on Term Deposits	36.35	31.76
Others	1.77	0.25
Total	38.12	32.01

NOTE 14 /OTHER CURRENT ASSETS

(Unsecured considered good unless otherwise stated)

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Advances recoverable in kind or for value to be received		
Balance with Customs Port Trust and other authorities	0.16	0.16
Service Tax Demand Pre-Deposit *	3.77	3.77
Others**	33.70	33.77
	37.63	37.70
Prepaid Expenses	147.94	162.05
Total	185.57	199.75

*One of the SPVs of the Trust had received Order from Commissioner of CGST & Central Excise, Nagpur-II Commissionerate with respect to the Non-Payment of Service Tax on Deposits of Rs. 335.01 million in Compensatory Afforestation Management and Planning Authority (CAMPA) Fund. The Order was against the SPV and the Department raised demand to pay the due Service Tax of Rs. 50.25 million along with penalty and applicable interest. We have filed appeal against the order in Customs Excise and Service tax Appellate Tribunal (CESTAT), Mumbai on 23 March 2023 and as a pre-requisite to the Appeal u/s 35F of the Excise Act read with Section 83 of the Finance Act 1994, a pre-deposit of Rs.3.77 million (7.5 % of the total demand amount) was deposited with the Department on 15 March 2023.

**Others include Entry tax deposit as per Orders of Appellate authority for stay, part of contingent liability Refer Note no. 45.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

NOTE 15 / UNIT CAPITAL

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Unit Capital		
Issued, subscribed and paid up		
909,999,200 units (Issue Price of ₹ 100 Each)	90,999.92	90,999.92
Total	90,999.92	90,999.92

Further Notes:

Terms/rights attached to Units

The Trust has only one class of units. Each Unit represents an undivided beneficial interest in the Trust. Each holder of unit is entitled to one vote per unit. The Unitholders have the right to receive at least 90% of the Net Distributable Cash Flows of the Trust at least once in every six months in each financial year in accordance with the InvIT Regulations.

A Unitholder has no equitable or proprietary interest in the projects of PGInvIT and is not entitled to any share in the transfer of the projects (or any part thereof) or any interest in the projects (or any part thereof) of PGInvIT. A Unitholder's right is limited to the right to require due administration of PGInvIT in accordance with the provisions of the Trust Deed and the Investment Management Agreement.

Reconciliation of the number of units outstanding and the amount of unit capital:

Particulars	No. of Units	₹ In million
As at 01 April 2023	909,999,200	90,999.92
Issued during the year	-	-
As at 31 March 2024	909,999,200	90,999.92
As at 01 April 2022	909,999,200	90,999.92
Issued during the year	-	-
As at 31 March 2023	909,999,200	90,999.92

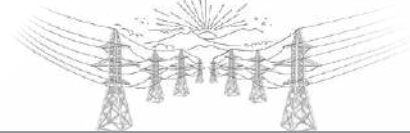
During the FY 2021-22 the Trust has issued 909,999,200 units at the rate of ₹ 100.00 per unit. Out of which, Fresh issue comprised of 499,348,300 no. of units and 410,650,900 no. of units allotted to the Sponsor. In compliance with InvIT Regulations, Sponsor retained 136,500,100 no. of units and made an Offer for Sale for 274,150,800 no. of units.

Details of Sponsor holding:

Particulars	No. of Units	% holding
Power Grid Corporation of India Limited (Sponsor)	136,500,100	15.00%

Unitholders holding more than 5 (five) percent units in the Trust:

Name of Unitholder	31 March 2024		31 March 2023	
	Nos. in million	% holding	Nos. in million	% holding
POWER GRID CORPORATION OF INDIA LIMITED (SPONSOR)	136.50	15.00%	136.50	15.00%
CPP INVESTMENT BOARD PRIVATE HOLDINGS 4 INC	91.84	10.09%	91.84	10.09%
NPS TRUST	64.65	7.10%	65.12	7.16%
CAPITAL INCOME BUILDER	46.44	5.10%	59.15	6.50%
HDFC TRUSTEE COMPANY LTD	39.57	4.35%	46.17	5.07%



Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

NOTE 16 / OTHER EQUITY

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Reserves and Surplus		
Capital reserve	330.15	330.15
Retained Earnings	(15,917.68)	(14,265.18)
Total	(15,587.53)	(13,935.03)

Capital Reserve

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	330.15	330.15
Addition during the year	-	-
Deduction during the year	-	-
Balance at the end of the year	330.15	330.15

Retained Earnings

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	(14,265.18)	(1,393.81)
Add: Additions		
Net Profit for the period	9,267.49	(1,951.38)
	9,267.49	(1,951.38)
Less: Appropriations		
Distribution during the year	10,919.99	10,919.99
	10,919.99	10,919.99
Balance at the end of the year	(15,917.68)	(14,265.18)

Retained earnings are the profits earned till date, less any transfers to reserves and distributions paid to unitholders.

NOTE 17 / BORROWINGS

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Secured Indian Rupee Loan from Banks		
Term loan from HDFC Bank Ltd.	5,698.29	5,727.07
Less: Current maturities	28.78	28.78
	5,669.51	5,698.29
Less: Unamortised transaction cost	5.80	6.29
Total	5,663.71	5,692.00

Further Notes:

The term loan is secured by (i) first pari passu charge on entire current assets including loans and advances, any receivables accrued/realized from those loans and advances extended by the Trust to its subsidiaries (direct or indirect) including loans to all project SPVs and future SPVs; (ii) First pari-passu charge on Escrow account of the Trust and (iii) First and exclusive charge on Debt Service Reserve Account.

The term loan from bank was raised at the interest rate of 3 months T-Bill rate plus spread of 194 basis point and repayable in 64 quarterly installments of varying amounts commencing from 30 June 2022. The spread has been revised to 127 basis points w.e.f. 9th July 2023.

There have been no breaches in the financial covenants with respect to borrowings.

There has been no default in repayment of loans or payment of interest thereon as at the end of the year.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

NOTE 18 / DEFERRED TAX LIABILITIES (NET)

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Deferred Tax Liability		
Difference in book depreciation and tax depreciation	16,373.23	15,212.94
	16,373.23	15,212.94
Deferred Tax Assets		
Unused Tax Losses	2,644.26	2,553.19
MAT Credit Entitlement	1,609.51	1,504.62
Provisions	0.14	0.14
Fair Value Loss on Financial Asset	7.16	-
Others	0.01	0.01
	4,261.08	4,057.96
Net Deferred tax liability	12,112.15	11,154.98

Movement in Deferred Tax Liability

₹ in million

Particulars	Property, Plant & Equipment
As at 01 April 2022	16,855.75
Charged/ (Credited) to Profit or Loss	(1,642.81)
As at 31 March 2023	15,212.94
As at 01 April 2023	15,212.94
Charged/ (Credited) to Profit or Loss	1,160.29
As at 31 March 2024	16,373.23

Movement in Deferred Tax asset

₹ in million

Particulars	Unused Tax Losses	Provisions	MAT Credit	Fair Value Loss on Financial Asset	Others	Total
As at 01 April 2022	2,202.96	0.14	1,354.71	-	0.01	3,557.82
Charged/ (Credited) to Profit or Loss	350.23	-	149.91	-	-	500.14
As at 31 March 2023	2,553.19	0.14	1,504.62	-	0.01	4,057.96
As at 01 April 2023	2,553.19	0.14	1,504.62	-	0.01	4,057.96
Charged/ (Credited) to Profit or Loss	91.07	-	104.89	7.16	-	203.12
As at 31 March 2024	2,644.26	0.14	1,609.51	7.16	0.01	4,261.08

Amount taken to Statement of Profit and Loss

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Increase/(Decrease) in Deferred Tax Liabilities	1,160.29	(1,642.81)
(Increase)/Decrease in Deferred Tax Assets	(203.12)	(500.14)
Net Amount taken to Statement of Profit and Loss	957.17	(2,142.95)



Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

NOTE 19 / OTHER NON CURRENT LIABILITIES

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Deposit/Retention money from contractors and others	0.02	-
Total	0.02	-

NOTE 20 / BORROWINGS

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Secured Indian Rupee Loan from Banks		
Current maturities of Term loan from HDFC Bank Ltd.	28.78	28.78
Total	28.78	28.78

Refer Note no.17 for Borrowings.

NOTE 21/TRADE PAYABLES

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
For goods and services		
Total outstanding dues of Micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than Micro enterprises and small enterprises		
Related Party	11.14	10.77
Others	4.26	6.60
Total	15.40	17.37

Disclosure with regard to Micro and Small enterprises as required under "The Micro, Small and Medium Enterprises Development Act, 2006" is given in Note No 38.

Further Note :

₹ in million

1. Ageing of Trade Payables is as follows:	Not Billed	<1Y	1Y-2Y	2Y-3Y	>3Y	Total
As at 31 March 2024						
MSME						
Disputed	-	-	-	-	-	-
Undisputed	-	-	-	-	-	-
Total						
Others						
Disputed	-	-	-	-	-	-
Undisputed	15.40	-	-	-	-	15.40
Total	15.40	-	-	-	-	15.40
As at 31 March 2023						
MSME						
Disputed	-	-	-	-	-	-
Undisputed	-	-	-	-	-	-
Total						
Others						
Disputed	-	-	-	-	-	-
Undisputed	17.37	-	-	-	-	17.37
Total	17.37	-	-	-	-	17.37

Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

NOTE 22/OTHER CURRENT FINANCIAL LIABILITIES

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Unclaimed Distribution	2.83	0.46
Others		
Dues for capital expenditure	165.88	224.55
Deposits/Retention money from contractors and others.	37.54	15.12
Related parties	6.45	0.89
Others	1.95	2.23
	211.82	242.79
Total	214.65	243.25

NOTE 23/OTHER CURRENT LIABILITIES

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Statutory dues	17.71	17.31
Total	17.71	17.31

NOTE 24/ PROVISIONS

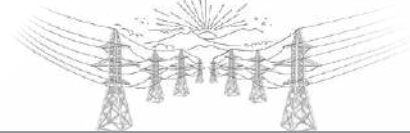
₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Provisions		
As per last balance sheet	0.05	1.53
Additions during the year	0.38	0.05
Adjustments during the year	(0.43)	(1.53)
Closing Balance	0.00	0.05

NOTE 25/ CURRENT TAX LIABILITIES (NET)

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Taxation (Including interest on tax)		
Opening Balance	1,618.83	1,431.22
Addition due to acquisitions of Projects	-	-
Additions during the year	178.09	210.15
Adjustments during the year	-	(22.54)
Total	1,796.92	1,618.83
Net off against Advance tax and TDS (Note 8)	(1,796.92)	(1,618.83)
Closing Balance	-	-



Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

NOTE 26/REVENUE FROM OPERATIONS

₹ in million

Particulars	For the period ended 31 March 2024	For the period ended 31 March 2023
Sales of services		
Transmission Business		
Sales of services		
Transmission Charges	12,653.38	12,857.85
Total	12,653.38	12,857.85

Refer Note 50 for disclosure as per Ind AS 115 "Revenue from Contracts with Customers"

NOTE 27 /OTHER INCOME

₹ in million

Particulars	For the period ended 31 March 2024	For the period ended 31 March 2023
Interest		
Indian Banks	261.91	164.74
Unwinding of Discount on Financial Assets	36.85	-
Others	55.73	2.39
	354.49	167.13
Others		
Surcharge	1.53	76.54
Liquidated damage recovery	0.47	-
Miscellaneous income	17.35	51.39
	19.35	127.93
Total	373.84	295.06

NOTE 28 / OTHER EXPENSES

₹ in million

Particulars	For the period ended 31 March 2024	For the period ended 31 March 2023
Power Charges	14.48	13.44
System and Market Operation Charges	24.98	17.12
CERC license fee & Other charges	13.50	14.22
Director Sitting Fee	3.92	2.59
Security Expenses	17.87	17.17
Legal Expenses	1.69	1.94
Professional Charges(Including TA/DA)	2.61	3.29
RTA Fee	0.52	0.52
Rating Fee	1.76	2.06
Internal Audit and Physical verification Fees	0.17	0.09
Cost Audit Fees	0.15	0.14
Inland Travelling Expenses	0.28	0.30
Annual Meeting Expenses	0.43	0.38
Listing Fee	4.72	4.72
Miscellaneous Expenses	1.76	2.87
Rates and Taxes	1.02	0.56
FV loss on Financial Asset	64.28	-
CDSL Fee	0.18	0.09
Custodial Fee	0.58	0.46
Expenditure on Corporate Social Responsibility (CSR)	101.30	114.99
Total	256.20	196.95

Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

NOTE 29 /EMPLOYEE BENEFITS EXPENSE

₹ in million

Particulars	For the period ended 31 March 2024	For the period ended 31 March 2023
Salaries, wages, allowances & benefits	9.85	11.40
Total	9.85	11.40

NOTE 30/FINANCE COSTS

₹ in million

Particulars	For the period ended 31 March 2024	For the period ended 31 March 2023
Interest and finance charges on financial liabilities at amortised cost		
Interest on Secured Indian Rupee Term Loan from Banks	468.22	413.83
Other Finance charges		
Amortization of Upfront fee	0.49	0.50
Total	468.71	414.33

NOTE 31 /DEPRECIATION AND AMORTIZATION EXPENSE

₹ in million

Particulars	For the period ended 31 March 2024	For the period ended 31 March 2023
Depreciation of Property, Plant and Equipment	3,006.15	3,000.26
Amortisation of Intangible Assets	147.97	147.89
Total	3,154.12	3,148.15

32. EARNINGS PER UNIT (EPU)

Basic EPU amounts are calculated by dividing the profit for the year attributable to unitholders by the weighted average number of units outstanding during the year.

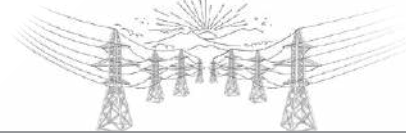
Diluted EPU amounts are calculated by dividing the profit attributable to unitholders by the weighted average number of units outstanding during the period plus the weighted average number of units that would be issued on conversion of all the dilutive potential units into unit capital.

The following reflects the profit and unit data used in the basic and diluted EPU computation:

Particulars	For the period ended 31 March 2024	For the period ended 31 March 2023
Profit after tax for calculating basic and diluted EPU (₹ in million)	9,267.49	(1,951.38)
Weighted average number of units in calculating basic and diluted EPU (No. in million)	910.00	910.00
Earnings Per Unit		
Basic (₹ /unit)	10.18	(2.14)
Diluted (₹ /unit)	10.18	(2.14)

33. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the Group's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.



Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

Judgement

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognized in the financial statements.

a) Classification of Unitholders' Funds

Under the provisions of the InvIT Regulations, Group is required to distribute to unitholders not less than ninety percent of the net distributable cash flows of Group for each financial year. Accordingly, a portion of the unitholders' funds contains a contractual obligation of the Group to pay to its unitholders cash distributions. The unitholders' funds could therefore have been classified as compound financial instrument which contain both equity and liability components in accordance with Ind AS 32 – 'Financial Instruments: Presentation'. However, in accordance with SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/115 dated 06 July 2023 issued under the InvIT Regulations, the unitholders' funds have been classified as equity in order to comply with the mandatory requirements of Section H of Chapter 3 of the SEBI Master Circular dated 06 July 2023 dealing with the minimum disclosures for key financial statements. In line with the above, the distribution payable to unitholders is recognized as liability when the same is approved by the Investment Manager.

Estimates and Assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities or fair value disclosures within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

a) Fair Valuation and disclosure

SEBI Circulars issued under the InvIT Regulations require disclosures relating to net assets at fair value and total returns at fair value. In estimating the fair value, the Group engages independent qualified external valuer, as mandated under InvIT Regulations, to perform the valuation. The management works closely with the valuers to establish the appropriate valuation

techniques and inputs for valuation. The management reports the valuation report and findings to the Board of the Investment Manager half yearly to explain the cause of fluctuations in the fair value of the projects. The inputs for the valuation are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as WACC, Tax rates, Inflation rates, etc. Changes in assumptions about these factors could affect the fair value.

b) Useful life of property, plant and equipment

The estimated useful life of property, plant and equipment is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

The group reviews at the end of each reporting date the useful life of property, plant and equipment and are adjusted prospectively, if appropriate

c) Provisions and contingencies

The assessments undertaken in recognizing provisions and contingencies have been made in accordance with Ind AS 37 "Provisions, Contingent Liabilities and Contingent Assets". The evaluation of the likelihood of the contingent events has required best judgment by management regarding the probability of exposure to potential loss. Should circumstances change following unforeseeable developments, this likelihood could alter.

d) Income Taxes:

Significant estimates are involved in determining the provisions for current and deferred tax, including amount expected to be paid/recovered for uncertain tax positions.

34. PARTY BALANCES AND CONFIRMATIONS

- a) Some balances of Trade Receivables and recoverable shown under Assets and Trade and Other Payables shown under Liabilities include balances subject to confirmation/ reconciliation and consequential adjustments if any. However, reconciliations are carried out on ongoing basis. The management does not expect any material adjustment in the books of accounts as a result of the reconciliation.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

b) In the opinion of the management, the value of any of the assets other than Property, Plant and Equipment on realization in the ordinary course of business will not be less than the value at which they are stated in the Balance Sheet.

35. Central Transmission Utility of India Limited (CTUIL) was notified as CTU w.e.f. 01 April 2021 by GOI vide Notification No. CG-DL-E-09032021-225743 and is entrusted with the job of centralized Billing, Collection and Disbursement (BCD) of transmission charges on behalf of all the IST licensees. Accordingly, CTUIL is raising bills for transmission charges to DICs on behalf of IST licensees. The debtors and their recovery are accounted based on the list of DICs given by CTUIL.

36. DISCLOSURE AS PER IND AS 116 – “LEASES”

The group does not have any lease arrangements either as a lessor or lessee therefore Ind AS 116 “leases” does not apply to the Trust”

37. CORPORATE SOCIAL RESPONSIBILITY (CSR) EXPENSES

As per Section 135 of the Companies Act, 2013 along with Companies (Corporate Social Responsibility Policy) Rules, 2014 and Companies (CSR Policy) Amendment Rules, 2021, the Subsidiaries of the Trust are required to spend, in every financial year, at least two percent of the average net profits of the Subsidiaries made during the three immediately preceding financial years. Accordingly, subsidiaries of the Trust have spent ₹ 101.30 million during the year (₹ 114.99 million during the previous year).

38. DETAILS OF DUES TO MICRO, SMALL AND MEDIUM ENTERPRISES AS DEFINED UNDER MSMED ACT, 2006

₹ in million

Sr. No	Particulars	As at	As at
		31 March 2024	31 March 2023
1	Principal amount and interest due there on remaining unpaid to any supplier as at end of each accounting year:		
	Principal	-	-
	Interest	-	-
2	The amount of Interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	-	-
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	-	-
4	The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
5	The amount of further interest remaining 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 of the MSMED Act 2006	-	-

39. FAIR VALUE MEASUREMENTS

The management has assessed that the financial assets and financial liabilities as at year end are reasonable approximations of their fair values.

The Trust is required to present the statement of total assets at fair value and statement of total returns at fair value as per SEBI Master Circular No. SEBI/HO/DDHS-PoD-2/P/CIR/2023/115 dated 06 July 2023 as a part of these financial statements- Refer Statement of Net Assets at Fair Value and Statement of Total Returns at Fair Value.

The inputs to the valuation models for computation of fair value of assets for the above mentioned statements are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as WACC, Tax rates, Inflation rates, etc.

The significant unobservable inputs used in the fair value measurement required for disclosures categorized within Level 3 of the fair value hierarchy together with a quantitative sensitivity analysis as at 31 March 2024 and 31 March 2023 are as shown below:



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to the Consolidated Financial Statements for the year ended March 31, 2024

₹ In million

Significant unobservable input	Input for 31 March 2024	Sensitivity of input to the fair value	Increase/(Decrease) in fair value
			31 March 2024
WACC	8.79%	9.00%	(1,553.11)
		8.50%	2,201.61

₹ In million

Significant unobservable input	Input for 31 March 2023	Sensitivity of input to the fair value	Increase/(Decrease) in fair value
			31 March 2023
WACC	9.01%	9.50%	(3,440.89)
		8.50%	3,894.31

Quantitative disclosures fair value measurement hierarchy for assets:

₹ in million

Particulars	Date of valuation	Level 1	Level 2	Level 3	Total
Assets for which fair values are disclosed:					
Property Plant and Equipment, Intangible Assets and Goodwill*	31 March 2024	-	-	90,416.82	90,416.82
	31 March 2023	-	-	90,735.95	90,735.95

*Statement of Net assets at fair value and total return at fair value require disclosure regarding fair value of assets (liabilities are considered at book value). Since the fair value of assets other than the Property Plant and Equipment, Intangible Asset and Goodwill, approximate their book value hence these have been disclosed above.

The Value disclosed above represents 100% value of the Property Plant and Equipment, Intangible Assets and Goodwill without adjustment for Non-Controlling Interest.

There have been no transfers among Level 1, Level 2 and Level 3.

40. RELATED PARTY DISCLOSURES

(A) Disclosure as per Ind AS 24 – “Related Party Disclosures”

(a) Entity with significant influence over trust

Name of entity	Place of business/ country of incorporation	Relationship with Trust	Proportion of Ownership Interest as at 31 March 2024	Proportion of Ownership Interest as at 31 March 2023
Power Grid Corporation of India Limited	India	Sponsor and Project Manager / Entity with significant influence	15%	15%

(B) Disclosure as per Regulation 2(1)(zv) of the InvIT Regulations

(a) Parties to Trust

Name of entity	Place of business/ country of incorporation	Relationship with Trust	Proportion of Ownership Interest as at 31 March 2024	Proportion of Ownership Interest as at 31 March 2023
Power Grid Corporation of India Limited	India	Sponsor and Project Manager	15%	15%
POWERGRID Unchahar Transmission Limited	India	Investment Manager	NA	NA
IDBI Trusteeship Services Limited	India	Trustee	NA	NA

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to the Consolidated Financial Statements for the year ended March 31, 2024

(b) Promoters of the parties to Trust specified in (a) above

Name of entity	Promoter
Power Grid Corporation of India Limited	Government of India
POWERGRID Unchahar Transmission Limited	Power Grid Corporation of India Limited
IDBI Trusteeship Services Limited	IDBI Bank Limited Life Insurance Corporation of India General Insurance Corporation of India

(c) Directors of the parties to Trust specified in (a) above

(i) Directors of Power Grid Corporation of India Limited:

Shri Ravindra Kumar Tyagi (Assumed charge of Chairman & Managing Director, POWERGRID w.e.f. 01.01.2024)
 Shri Abhay Choudhary
 Shri G. Ravisankar
 Dr. Yatindra Dwivedi (Appointed as Director w.e.f. 31.08.2023)
 Dr. Saibaba Darbamulla (Appointed as Director w.e.f. 18.05.2023)
 Shri Chetan Bansilal Kankariya
 Shri Ram Naresh Tiwari
 Shri K. Sreekant (Ceased to be Director w.e.f. 31.12.2023)
 Shri Vinod Kumar Singh (Ceased to be Director w.e.f. 31.05.2023)
 Shri Korachara Nagappa Onkarappa (Ceased to be Director w.e.f. 13.12.2023)
 Shri Mohammad Afzal (Ceased to be Director w.e.f. 17.05.2023)
 Shri Dilip Nigam (Ceased to be Director w.e.f. 17.04.2024)

(ii) Directors of POWERGRID Unchahar Transmission Limited

Shri Abhay Choudhary
 Shri Purshottam Agarwal (Appointed as Director w.e.f. 01.04.2023)
 Shri Ram Naresh Tiwari
 Shri Korachara Nagappa Onkarappa (Ceased to be Director w.e.f. 13.12.2023)

(iii) Key Managerial Personnel of POWERGRID Unchahar Transmission Limited

Shri A Sensarma (Appointed as CEO w.e.f. 01.02.2024)
 Shri Sanjay Sharma (CEO) (Ceased as CEO w.e.f. 31.01.2024)
 Shri Amit Garg (CFO)
 Smt. Anjana Luthra (Company Secretary)

(iv) Directors of IDBI Trusteeship services Limited

Shri Jayakumar S. Pillai (Appointed as Director w.e.f. 18.07.2023)
 Shri Pradeep Kumar Jain
 Smt Jayashree Ranade
 Shri Pradeep Kumar Malhotra
 Ms. Baljinder Kaur Mandal
 Shri J. Samuel Joseph (Ceased to be Director w.e.f. 18.04.2023)



Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

(C) The outstanding balances of related parties are as follows:

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Amounts Payable		
Power Grid Corporation of India Limited (Sponsor and Project Manager)		
Incentive on O&M Consultancy fees and PIMA fees thereon	11.15	10.77
Other Payable – Construction consultancy charges	2.68	0.89
CAMPA Appeal Pre-deposit	3.77	-
Total	17.60	11.66
Amount Receivable		
Power Grid Corporation of India Limited (Sponsor and Project Manager)		
CAMPA Appeal Filing with CESTAT Fees paid by the Group but to be indemnified by Power Grid Corporation of India Limited as per the Share Purchase Agreement entered with it	-	0.01

(D) The transactions with related parties during the period are as follows:

₹ in million

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Power Grid Corporation of India Limited (Sponsor and Project Manager)		
Distribution paid	1,638.00	1,638.00
Dividend paid	402.30	588.20
Payment of Operation & Maintenance Charges (Including Taxes)	310.65	299.54
Payment of Project Implementation & Management Charges (Including Taxes)	46.60	44.94
Consultancy Fees	16.09	2.31
Sale of 1km (1000Mtr), 11kV, 3 Core 240 sqmm XLPE power cable	1.55	-
Legal Expenses Recovered from Power Grid Corporation of India Limited	-	1.06
Receipt of CAMPA appeal pre deposit made by the Group	3.77	-
POWERGRID Unchahar Transmission Limited (Investment Manager)		
Payment of Investment Manager fee (Including Taxes)	99.57	93.08
IDBI Trusteeship Services Limited (Trustee)		
Payment of Trustee fee (Including Taxes)	0.35	0.35

(E) Remuneration to Key Managerial Personnel: -

₹ in million

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Short Term Employee Benefits	9.85	11.40

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41. INVESTMENT MANAGER FEES

Pursuant to the Investment Management Agreement dated 18 December 2020, Investment Manager fees is aggregate of

- Rs. 72,500,000 per annum, in relation to the initial SPVs; and
- 0.10% of the aggregate Gross Block of all Holding Companies and SPVs acquired by the InvIT after the execution of this agreement.

Further, the management fee set out above shall be subject to escalation on an annual basis at the rate of 6.75% of the management fee for the previous year. Any applicable taxes, cess or charges, as the case may be, shall be in addition to the management fee.

During the period, Trust has not acquired any assets other than initial SPVs.

42. PROJECT MANAGER FEES

Pursuant to the Project Implementation and Management Agreement dated January 23, 2021, Project Manager is entitled to fees @ 15% of the aggregate annual fees payable under the O&M Agreements. Any applicable taxes, cess or charges, as the case may be, shall be in addition to the fee.

43. SEGMENT REPORTING

The Group's activities comprise of transmission of electricity in India. Based on the guiding principles given in Ind AS - 108 "Operating Segments", this activity falls within a single operating segment and accordingly the disclosures of Ind AS - 108 have not separately been given.

44. CAPITAL AND OTHER COMMITMENTS

Particulars	₹ in million	
	As at 31 March 2024	As at 31 March 2023
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	102.83	280.51

The Group has entered into separate Share Purchase agreements with POWERGRID for acquisition of balance 26% equity shareholding in each of the subsidiary i.e. PKATL, PPTL, PWTL and PJTL.

The Group has entered into transmission services agreement (TSA) with long term transmission customers pursuant to which the Group has to ensure minimum

availability of transmission line over the period of the TSA. The TSA contains provision for disincentives and penalties.

Other commitments related to services to be rendered / procurements made in the normal course of business are not disclosed to avoid excessive details.

45. CONTINGENT LIABILITY

a) Claims against the Group not acknowledged as debts in respect of Disputed Income Tax/Sales Tax/Excise/Municipal Tax/Entry Tax Matters

- Disputed Entry Tax Matters amounting to ₹96.28 million (For the Year FY 2022-23 ₹ 96.28 million) contested before the Appellant Deputy Commissioner.

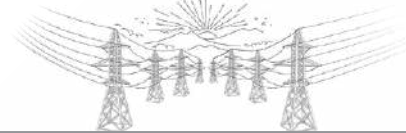
In this regard, the ADC vide order dt.26 July 2018 in ADC Order No.777 had granted a conditional stay upon the Group depositing 35% of the disputed tax, i.e., ₹ 33.70 million. In hearing of the case, ADC (CT) has dismissed the appeal vide order dated 17 June 2020. The Group filed writ petition with Hon'ble High Court of the state of Telengana on 17 August 2020 and Hon'ble High Court grant stay for all further proceedings against the ADC order dated 17 June 2020. The Group is confident that this matter will be disposed off in favour of the Group.

- Intimation from Income Tax Department Under Section 143(1)(a) received with demand of ₹ 3.11 million (For the Assessment Year 2019-20) by disallowing part TDS claimed. Appeal has been made to IT Department against the same and is pending with CIT(A).

- Order received from Income Tax Department Under Section 154 read with Section 143(1a) with demand of Rs. 7.99 million (For the Assessment Year 2023-24) considering the return of income to be defective. Appeal has been made to IT Department against the same and is pending with CIT(A).

- In respect of claims made by various State/Central Government Departments/Authorities from 2016 to 2018 towards building permission fees, penalty on diversion of agriculture land to non-agriculture use, Nala tax, water royalty etc. and by others, contingent liability of ₹ 3.56 million (Previous Year ₹ 5.89 million) has been estimated. Same has been pending with concerned Tehsildar.

- We have received Order from Commissioner of CGST & Central Excise, Nagpur-II Commissionerate



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to the Consolidated Financial Statements for the year ended March 31, 2024

with respect to the Non-Payment of Service Tax on Deposits of Rs. 335.01 million in Compensatory Afforestation Management and Planning Authority (CAMPAA) Fund. The Order was against the Group and Department raised demand to pay the due Service Tax of Rs. 50.25 million along with interest at appropriate rate u/s 75 of the Finance Act, 1994 ("Act") as amended from time to time, penalty of Rs. 50.25 million and Rs. 0.01 million u/s 78 and 77 of the Act respectively. Appeal has been made and pending with CESTAT Mumbai.

vi) In respect of land acquired for the projects, the land losers have claimed higher compensation before various authorities/courts which are yet to be settled. In such cases, contingent liability of ₹ 4.01 million (Previous Year 0.01 million) has been estimated.

b) Other contingent liabilities amount to ₹ 198.81 million (Previous Year ₹ 67.34 million) related to arbitration cases/RoW cases & land compensation cases have been estimated.

As per the separate Share Purchase Agreements between POWERGRID (the 'Seller') and PGINvIT, acting through its Trustee and Investment Manager (the 'Buyer'), POWERGRID has undertaken to indemnify, defend and hold harmless the Trust and the Investment Manager from and against losses which relate to or arise from (i) actual or alleged breach of or inaccuracies or misrepresentations in any of the Seller Warranties or breach of any covenant of the Seller herein; or (ii) any pending or threatened claims against the Company from the Period prior to and including the First Closing Date i.e. May 13, 2021.

46. FINANCIAL RISK MANAGEMENT

The Group's principal financial liabilities comprises of borrowings denominated in Indian rupees, trade payables and other payables. The main purpose of these financial liabilities is to finance the Group's investments and operations.

The Group's principal financial assets include trade receivables, cash and cash equivalents and other financial assets that are generated from its operations.

The Group's activities expose it to the following financial risks, namely,

- (A) Credit risk,
- (B) Liquidity risk,
- (C) Market risk.

This note presents information regarding the Group's exposure, objectives and processes for measuring and managing these risks.

The management of financial risks by the Group is summarized below: -

(A) Credit Risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The group is exposed to credit risk from its operating activities on account of trade receivables, deposits with banks and other financial instruments.

A default on a financial asset is when the counterparty fails to make contractual payments within 3 years of when they fall due. This definition of default is determined considering the business environment in which the Group operates and other macro-economic factors.

Assets are written-off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or failing to engage in a repayment plan with the Group. Where loans or receivables have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivable due. Where such recoveries are made, these are recognized in the statement of profit and loss.

(i) Trade Receivables

The Group primarily provides transmission facilities to inter-state transmission service customers (DICs) comprising mainly state utilities owned by State Governments and the main revenue is from transmission charges. CERC (Sharing of Inter-State Transmission Charges and Losses) Regulations, 2020 ("CERC Sharing Regulations") allow payment against monthly bills towards transmission charges within due date i.e., 45 days from the date of presentation of the bill and levy of surcharge on delayed payment beyond 45 days. However, in order to improve the cash flows, a graded rebate is provided for payments made within due date. If a DIC fails to pay any bill or part thereof by the Due Date, the Central Transmission Utility (CTU) may encash the Letter of Credit provided by the DIC and utilise the same towards the amount of the bill or part thereof that is overdue plus Late Payment Surcharge, if applicable.

Trade receivables consist of receivables relating to transmission services of ₹ 2,778.55 million as on 31 March 2024 (₹ 3,282.01 million as on 31 March 2023).

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to the Consolidated Financial Statements for the year ended March 31, 2024

(ii) Other Financial Assets (excluding trade receivables)

a) Cash and cash equivalents

The Group held cash and cash equivalents of ₹ 4,168.61 million as on 31 March 2024 (₹ 3,585.82 million as on 31 March 2023). The cash and cash equivalents are held with reputed commercial banks and do not have any significant credit risk.

b) Bank Balance Other than Cash and cash equivalents

The Group held Bank Balance Other than Cash and Cash equivalents of ₹ 1,448.88 million as on 31 March 2024 (₹ 1,532.19 million as on 31 March 2023). The Bank Balance other than Cash and cash equivalents are term deposits held with public sector banks and high rated private sector banks and do not have any significant credit risk.

c) Other Current Financial Assets

The Group held other current financial assets as on 31 March 2024 of ₹ 38.12 million (₹ 32.01 million as on 31 March 2023). The other current financial assets do not have any significant credit risk.

(iii) Exposure to credit risk

₹ in million

Particulars	As at 31 March 2024	As at 31 March 2023
Financial assets for which loss allowance is measured using 12 months Expected Credit Losses (ECL)		
Cash and cash equivalents	4,168.61	3,585.82
Bank Balance other than cash & cash equivalents	1,448.88	1,532.19
Other current financial assets	38.12	32.01
Total	5,655.61	5,150.02
Financial assets for which loss allowance is measured using Life time Expected Credit Losses (ECL)		
Trade receivables	2,778.55	3,282.01

(iv) Provision for expected credit losses

(a) Financial assets for which loss allowance is measured using 12 month expected credit losses

The Group has assets where the counter- parties have sufficient capacity to meet the obligations and where the risk of default is very low. At initial recognition, financial assets (excluding trade receivables) are considered as having negligible credit risk and the risk has not increased from initial recognition. Therefore, no loss allowance for impairment has been recognized.

(b) Financial assets for which loss allowance is measured using life time expected credit losses

The Group has customers most of whom are state government utilities with capacity to meet the obligations and therefore the risk of default is negligible. Further, management believes that the unimpaired amounts that are 30 days past due date are still collectible in full, based on the payment security mechanism in place and historical payment behavior.

Considering the above factors and the prevalent regulations, the trade receivables continue to have a negligible credit risk on initial recognition and thereafter on each reporting date.

(B) Liquidity Risk

Liquidity risk management implies maintaining sufficient cash and marketable securities for meeting its present and future obligations associated with financial liabilities that are required to be settled by delivering cash or another financial asset. The Group's objective is to, at all times, maintain optimum levels of liquidity to meet its cash and collateral obligations. The Group requires funds for short term operational needs as well as for servicing of financial obligation under term loan. The Group closely monitors its liquidity position and deploys a robust cash management system. It aims to minimize these risks by generating sufficient cash flows from its current operations.

Maturities of financial liabilities

The table below analyses the Trust's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities.



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The amount disclosed in the table is the contractual undiscounted cash flows.

₹ in million

Contractual maturities of financial liabilities	Within a year	Between 1-5 years	Beyond 5 years	Total
As at 31 March 2024				
Borrowings (including interest outflows)	489.04	2,086.96	9,107.83	11,683.83
Trade Payables	15.40	-	-	15.40
Other financial liabilities	214.65	-	-	214.65
Total	719.09	2,086.96	9,107.83	11,913.88
As at 31 March 2023				
Borrowings (including interest outflows)	507.45	2,080.23	9,289.62	11,877.30
Trade Payables	17.37	-	-	17.37
Other financial liabilities	243.25	-	-	243.25
Total	768.07	2,080.23	9,289.62	12,135.78

(C) MARKET RISK

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk:

- (i) Currency risk
- (ii) Interest rate risk
- (iii) Equity price risk

(i) Currency risk

As on Reporting date the Group does not have any exposure to currency risk in respect of foreign currency denominated loans and borrowings and procurement of goods and services.

(ii) Interest rate risk

Interest rate risk is the risk that fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates.

The Group's exposure to interest rate risk due to variable interest rate borrowings is as follows:

₹ in million

Particulars	Amount	Impact on profit / loss before tax for the year due to increase or decrease in interest rate by 50 basis points
As at 31 March 2024		
Term Loan from Bank	5,698.29	28.66
As at 31 March 2023		
Term Loan from Bank	5,727.07	28.73

(iii) Equity price risk

The Group does not have any investments in equity shares which may be subject to equity price risk.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

47. CAPITAL MANAGEMENT

Group's objectives when managing capital are to

- maximize the unitholder value;
- safeguard its ability to continue as a going concern;
- maintain an optimal capital structure to reduce the cost of capital.

For the purpose of Group's capital management, unit capital includes issued unit capital and all other reserves attributable to the unitholders of the Trust. Group manages its capital structure and makes adjustments in light of changes in economic conditions. To maintain or adjust the capital structure, Group may adjust the distribution to unitholders (subject to the provisions of InvIT regulations which require distribution of at least 90% of the net distributable cash flows of the Trust to unitholders), return capital to unitholders or issue new units. The Group monitors capital using a gearing ratio, which is the ratio of Net Debt to total Equity plus Net Debt. The Group's policy is to keep the gearing ratio optimum. The Group includes within Net Debt, interest bearing loans and borrowings and current maturities of long term debt less cash and cash equivalents.

The gearing ratio of the Group was as follows: -

Particulars	As at	As at
	31 March 2024	31 March 2023
(a) Long term debt (₹ in million)	5,698.29	5,727.07
(b) Less: Cash and cash equivalents	4,168.61	3,263.05
(c) Net Debt (a-b)	1,529.68	2,464.02
(d) Total Equity (₹ in million) *	75,412.39	77,064.89
(e) Total Equity plus net debt (₹ in million) (c+d)	76,942.07	79,528.91
(f) Gearing Ratio (c/e)	1.99%	3.10%

*Total Equity includes unit capital and other equity.

The Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

Distributions

Particulars	₹ in million
Distributions made during the year ended 31.03.2024 of ₹ 12.00 per unit (Comprising Taxable Dividend – ₹ 1.19, Exempt Dividend – ₹ 0.95, Interest – ₹ 7.87, Repayment of SPV Debt – ₹ 1.95 and Treasury Income – ₹ 0.04)	10,919.99
Distributions made during the year ended 31.03.2023 of ₹ 12.00 per unit (Comprising Taxable Dividend – ₹ 2.37, Exempt Dividend – ₹ 1.01, Interest – ₹ 7.86, Repayment of SPV Debt – ₹ 0.73 and Treasury Income – ₹ 0.03)	10,919.99

Distribution not recognized at the end of the reporting period:

In addition to above distribution, the Board of Directors of POWERGRID Unchahar Transmission Limited in its capacity as the Investment Manager to POWERGRID Infrastructure Investment Trust ("PGInvIT") on 22 May 2024 recommended distribution related to last quarter of FY 2023-24 of ₹ 3.00 per unit.



Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

48. INCOME TAX EXPENSE

This note provides an analysis of the group's income tax expense, and how the tax expense is affected by non-assessable and non-deductible items. It also explains significant estimates made in relation to the Group's tax position.

(a) Income tax expense

Particulars	₹ in million	
	For the year ended 31 March 2024	For the year ended 31 March 2023
Current Tax		
Current tax on profits for the year	178.09	210.15
Adjustments for current tax of prior periods		
Total current tax expense (A)	178.09	210.15
Deferred Tax Expense		
Origination and reversal of temporary differences	957.17	(2,142.95)
Previously unrecognized tax credit recognized as Deferred Tax Asset this year	-	-
Total deferred tax expense /benefit (B)	957.17	(2,142.95)
Income tax expense (A+B)	1,135.26	(1,932.80)

(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:

Particulars	₹ in million	
	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit before income tax expense including movement in Regulatory Deferral Account Balances	10,952.58	(6,396.90)
Tax at the Group's domestic tax rate	4,218.34	(3,195.43)
Tax effect of:		
Non-Deductable tax items	423.99	420.13
Deductable tax items	(1,196.91)	(1,477.45)
Impact of exemption u/s 10(23FC) of the Income Tax Act, 1961	(3,463.29)	3,962.57
Deferred Tax Expense/(Income)	957.17	(2,142.95)
Minimum alternate tax adjustments	104.89	149.91
Unabsorbed Tax Expenses	91.07	350.42
Income tax expense	1,135.26	(1,932.80)

(c) MAT Credit / Current Tax

As Group have option to avail MAT credit in future against Income Tax payable and hence MAT paid during earlier and in current year are carried forward.

49. DISCLOSURES PURSUANT TO IND AS 103 "BUSINESS COMBINATIONS"

During the financial year ended 31 March 2024 and 31 March 2023, the Trust has not acquired any assets.

Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

50. DISCLOSURE AS PER IND AS 115 - "REVENUE FROM CONTRACTS WITH CUSTOMER"

- The Group does not have any contract assets or contract liability as at 31st March 2024 and 31 March 2023.
- The entity determines transaction price based on expected value method considering its past experiences of refunds or significant reversals in amount of revenue. In estimating significant financing component, management considers the financing element inbuilt in the transaction price based on imputed rate of return. Reconciliation of Contracted Price vis-a-vis revenue recognized in profit or loss statement is as follows:

Particulars	₹ in million	
	For the year ended 31 March 2024	For the year ended 31 March 2023
Contracted price	12,273.96	12,500.76
Add/ (Less)- Discounts/ rebates provided to customer	(63.44)	(59.68)
Add/ (Less)- Performance bonus	442.86	417.26
Add/ (Less)- Adjustment for significant financing component	-	-
Add/ (Less)- Other adjustments	-	(0.49)
Revenue recognized in profit or loss statement	12,653.38	12,857.85

Project wise break up of revenue from contracts with Customers

Particulars	₹ in million	
	For the year ended 31 March 2024	For the year ended 31 March 2023
Vizag Transmission Limited	2,193.46	2,416.07
POWERGRID Kala Amb Transmission Limited	695.89	689.51
POWERGRID Parli Transmission Limited	3,359.32	3,361.11
POWERGRID Warora Transmission Limited	3,750.40	3,752.44
POWERGRID Jabalpur Transmission Limited	2,654.31	2,638.72
Total	12,653.38	12,857.85

51. OTHER INFORMATION

- There are no cases of immovable properties where title deeds are not in the name of the Group.
- No loans or advances in the nature of loans have been granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, which are either repayable on demand or without specifying any terms or period of repayment.

c. Ageing of CWIP

Particulars	<1 Year	1-2 Years	> 2 Years	Total
As at 31 March 2024				
Buildings				
Township	15.89	24.13	24.76	64.78
Plant & Equipments (including associated civil works)				
Sub-Station	0.57	2.32	7.17	10.06
Expenditure pending allocation				
Construction Stores (Net of Provision)	-	-	-	-
Total	16.46	26.45	31.93	74.84



Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

Particulars	<1 Year	1-2 Years	> 2 Years	Total
As at 31 March 2023				
Buildings				
Township	24.13	19.76	5.00	48.89
Plant & Equipments (including associated civil works)				
Sub-Station	28.69	7.72	0.03	36.44
Expenditure pending allocation				
Construction Stores (Net of Provision)	64.84	1.05	-	65.89
Total	117.66	28.53	5.03	151.22

- d. Completion of capital-work-in progress (CWIP) is neither overdue nor has exceeded its cost compared to its original plan.
- e. The Group do not have Intangible asset under development.
- f. The Group do not have Intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan.
- g. The Group does not hold benami property and no proceeding has been initiated or pending against the Group for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder as at the end of the financial year.
- h. The Group is not sanctioned any working capital limit secured against current assets by any Finance Institutions.
- i. The Group does not have any transactions, balances, or relationship with struck off companies.
- j. The Group was not declared as a wilful defaulter by any bank or financial Institution or other lender during the financial year.
- k. The Trust does not have any subsidiary to comply with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017 during the financial year.
- l. Ratios

Ratio	Numerator	Denominator	Current Year	Previous Year	Variance (%)	Reason for variance >25%
(a) Current Ratio	Current Assets	Current Liabilities	31.98	29.08	9.97	-
(b) Debt-Equity Ratio	Total Debt	Shareholder's Equity	0.07	0.07	-	-
(c) Debt Service Coverage Ratio	Profit for the period before tax+ Depreciation and amortization expense + Finance costs+ Impairment	Interest & Lease Payments + Principal Repayments	24.19	27.68	(12.61)	-
(d) Interest Service Coverage Ratio	Earnings before Interest, Depreciation, Impairment and Tax	Interest & Finance Charges net of amount transferred to expenditure during construction	25.67	29.60	(13.28)	-
(e) Return on Equity Ratio	Profit for the period after tax	Average Shareholder's Equity	0.13	(0.05)	(360.00)	Due to reversal of Impairment in Current Year.
(f) Inventory turnover ratio	Revenue from Operations	Average Inventory	40.99	41.72	(1.75)	-

Notes

to the Consolidated Financial Statements for the year ended March 31, 2024

Ratio	Numerator	Denominator	Current Year	Previous Year	Variance (%)	Reason for variance >25%
(g) Trade Receivables turnover ratio	Revenue from Operations	Average Trade Receivables excluding unbilled revenue	4.20	3.90	7.69	-
(h) Trade payables turnover ratio	Gross Other Expense (-) FERV, Provisions, Loss on disposal of PPE	Average Trade payables	89.08	185.98	(52.10)	Due to increase in trade payables
(i) Net capital turnover ratio	Revenue from Operations	Current Assets – Current Liabilities	1.48	1.49	(0.67)	-
(j) Net profit ratio	Profit for the period after tax	Revenue from Operations	0.78	(0.35)	(322.86)	Due to reversal of Impairment in Current Year.
(k) Return on Capital employed	Earnings before interest and taxes	Tangible Net Worth + Total Debt + Deferred Tax Liability	0.11	(0.06)	(283.33)	Due to reversal of Impairment in Current Year.
(l) Return on Investment	Interest from Investment	Average Investments	NA	NA	NA	-

- m. The Group has not received/advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) through Intermediaries during the financial year.
- n. The Group does not have any transaction that was not recorded in the books of accounts and has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.
- o. The Group has not traded or invested in Crypto currency or Virtual Currency during the financial year.

52. OTHER NOTES

- a) Figures have been rounded off to nearest rupees in million up to two decimals.
- b) Previous year figures have been regrouped/ rearranged wherever considered necessary

As per our report of even date

For S.K.Mittal & Co.

Chartered Accountants
FRN: 001135N

(CA Gaurav Mittal)

Membership Number: 099387
Place: New Delhi

Date: 22 May 2024

For and on behalf of Board of Directors of POWERGRID Unchahar Transmission Limited in the capacity as Investment Manager to POWERGRID Infrastructure Investment Trust.

Anjana Luthra
Company Secretary
PAN: ABYPL2312H
Place: Gurugram

Abhay Choudhary
Chairman
DIN: 07388432
Place: Mumbai

Purshottam Agarwal
Director
DIN: 08812158
Place: Mumbai

A Sensarma
CEO
PAN: AEXPS3591K
Place: Gurugram

Amit Garg
CFO
PAN: ACSPG1833F
Place: Gurugram



Glossary

AI/ML	Artificial Intelligence/Machine Learning	ISTS	Inter State Transmission System
AP	Andra Pradesh	ITSL	IDBI Trusteeship Services Limited
AUM	Assets Under Management	kV	kilovolt
BSE	Bombay Stock Exchange	kWh	kilowatt-hour
BU	Billion Units	LILO	Loop-In-Loop-Out
CARE	CARE Ratings Limited	Listing Regulations	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended
CEA	Central Electricity Authority	MVA	Mega Volt Ampere
CEO	Chief Executive Officer	NAV	Net Asset Value
CERC	Central Electricity Regulatory Commission	NCT	National Committee on Transmission
ckm	circuit kilometer	NDCF	Net Distributable Cash Flows
CMD	Chairman and Managing Director	NIT	National Institute of Technology
COD	Commercial Operation Date	NMP	National Monetisation Pipeline
CPSE	Central Public Sector Enterprise	NRSS	Northern Region System Strengthening
CRISIL	CRISIL Ratings Limited	NSE	National Stock Exchange
CSR	Corporate Social Responsibility	NTPC	NTPC Limited
CTUIL	Central Transmission Utility of India Ltd	O&M	Operation & Maintenance
D/C	Double Circuit	OPGW	Optical Ground Wire
DCF	Discounted Cash Flow	PAS	Publicly Available Specification
DG	Diesel Generator	PAT	Profit After Tax
DIC	Designated ISTS Customer	PFRDA	Pension Fund Regulatory and Development Authority
DISCOM	Distribution Company	PG	POWERGRID
DPE	Department of Public Enterprises	PGInvIT	POWERGRID Infrastructure Investment Trust
DPU	Distribution Per Unit	PJTL	POWERGRID Jabalpur Transmission Limited
DSRA	Debt Service Reserve Account	PKATL	POWERGRID Kala Amb Transmission Limited
EBITDA	Earnings Before Interest, Taxes, Depreciation, and Amortization	POWERGRID	Power Grid Corporation of India Limited
EHV	Extra High Voltage	PPTL	POWERGRID Parli Transmission Limited
EPU	Earnings per Unit	PSU	Public Sector Undertaking
ESG	Environment, Social and Governance	PUTL	POWERGRID Unchahar Transmission Limited
Final Offer Document	Final Offer Document of PGInvIT dated May 6, 2021	PWTL	POWERGRID Warora Transmission Limited
FY	Financial Year	RBI	Reserve Bank of India
GIS	Gas Insulated Substation	RE	Renewable Energy
Gol	Government of India	REIT	Real Estate Investment Trust
GW	Gigawatt	RoW	Right of Way
ICRA	ICRA Limited	RPC	Regional Power Committee
IM	Investment Manager	RTM	Regulated Tariff Mechanism
IMT Ghaziabad	Institute of Management Technology, Ghaziabad	Rupees or ₹	The Indian Rupee
Ind AS	Indian Accounting Standards	SEBI	Securities and Exchange Board of India
InSTS	Intra-State Transmission System	SA	Social Accountability
InvIT	Infrastructure Investment Trust	SPV	Special Purpose Vehicle
InvIT Regulations or SEBI InvIT Regulations	SEBI (Infrastructure Investment Trusts) Regulations, 2014, as amended	TBCB	Tariff-Based Competitive Bidding
IPA	Initial Portfolio Asset	TDS	Tax Deducted at Source
IPO	Initial Public Offer	Trust	POWERGRID Infrastructure Investment Trust
ISO	International Organization for Standardization	TSA	Transmission Service Agreement
		VTL	Vizag Transmission Limited
		WACC	Weighted Average Cost of Capital

DISCLAIMER

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Annexures
to
Annual Report
FY2023-24

LITIGATIONS PENDING AGAINST ITSL AS THE TRUSTEE

1	<p>SBICAP Trustee & Ors Vs. ITSL & Ors. - O.S.No. 25877/2013, before the City Civil court Bangalore case was transferred on 31.05.2019 to Commercial div. CITY CIVIL and SESSIONS JUDGE Bangalore case is registered as Commercial Disputes case in Com. O.S. No.25877/2013</p>
	<p><u>Current Status –</u></p> <p>a) <i>The matter has been stayed by the order of the Hon’ble High Court of Karnataka and the stay is extended.</i></p> <p>b) <i>On 15/02/2024, the case was called out in open Court. Advocate for defendant no.1 present and filed memo stating that, 6 months has expired from the date of interim order on 14.02.2024. Advocate for plaintiff present and filed memo along with case status of W.P.no.17774/2023. Await orders. Call on 05.06.2024.</i></p> <p><u>Brief Background -</u></p> <p>SBI Cap Trustee (the “Plaintiff”) had filed a suit before the City Civil Court, Bangalore against the Trustee and others (the “Defendants”) requiring sale of pledged shares for a particular price by SREI Fund/Investors, for whom the Trustee was acting as the share pledge trustee. India Competitive Global Fund (ICGC) acting through the SREI Investment Manager had a First & Exclusive Charge over the Pledged shares. At the instructions of the ICGC & SREI Investment Manager had transferred the Pledged shares to their demat account as they has First & Exclusive right over the shares. We as Share Pledge Trustee has acted on the instructions of the Lenders/Investors. ICGC/SREI sold the shares and appropriated the amounts towards their dues and transferred the surplus amount to the Plaintiff. The Plaintiff is acting for a consortium of lenders and has residual interest. The Plaintiff’s case is that the ICGC/SREI has appropriated more amount than their dues. The aggregate claim amount is Rs. 1,550.3 million. The Branch Manager of SBI along with their counsel submitted to the Court that they are willing to explore settlement. The Court referred the matter for pre-conciliation efforts. In the afternoon session, our Advocate appeared before the Conciliator. Advocate briefly explained the dispute to the Conciliator. The Plaintiff informed the Conciliator that if Trinity provides the details of the loan transaction and a statement of accounts in relation to the same, this information would help them resolve the dispute quickly. The case was listed on 30.09.2021 for further conciliation. As no representative was present on behalf of the Company, the Court has recorded that there is no settlement between the parties. The case was adjourned to October 27, 2021 for the parties to proceed with the litigation. The case is now revolving around the proving of the dues by ICGC/SREI and appropriation of amounts. We as ITSL had no role in sale of shares, maintenance of books of accounts and appropriation of amounts and transfer of surplus amount. The matter was adjourned to 16.11.2021 for framing of Issues, 23.11.2021 for filing of list of witnesses ICGC, SREI & ITSL, for filing of affidavit of evidence by SBI, 07.12.2021 for cross examination of witnesses of SBI, 14.12.2021 for filing of affidavit of evidence by ICGC/SREI /Trinity/ITSL and 21.12.2021 for cross examination of witnesses of Trinity and ITSL and 07.01.2022 for further orders. We as ITSL has filed an application under Order 1 Rule 10(2) read with Section 151 of the Code of Civil Procedure, 1908 for unsuiting ITSL from the suit and for deleting the name of ITSL from the array of the parties. The matter is now listed on 30.06.2022 for arguments on the application of ITSL for deleting the name of ITSL from the array of the parties. ITSL has no role in sale of shares & appropriation of sale proceeds. The Plaintiff appeared and filed the amended plaint and copies of the documents in two volumes (volume I consisting of 410 pages and volume II consisting of 598 pages). The Learned Judge upon examining the volumes observed that the Plaintiff had not filed the statement of truth. Therefore, the Learned Judge adjourned the matter for filing the statement of truth and additional written statement, if any. ITSL has filed its additional Written Statement on 12th August, 2022. The matter adjourned to 25th January, 2023 for the reply arguments by the Defendants 2 & 3. The main contention taken by the Plaintiff Advocate while arguing on IA is that they are entitled for complete residual dues which Defendant No 2 & 3 have received while selling the pledged shares. Plaintiff’s IAs dismissed as not survived for consideration. Now the matter is posted on 08th December, 2023.</p>
2	<p>Muthoot Finance Ltd. Vs. Trustees Association of India (TAI), ITSL, Axis Trustee & SBICAP Trustee) – (Case No.29 of 2021) before Competition Commission of India (CCI).</p> <p><u>Current Status:-</u></p> <p>i) <i>CCI vide its Order dated the 14th March, 2024 rejected the application dated 21.03.2023 and held that DG may continue its investigation.</i></p> <p>ii) <i>Additional Director General, CCI vide his letter dated the 15th March, 2024 addressed to ITSL, directed to provide the requisite information/documents as sought by CCI vide notice dated 18.02.2022 latest by 26.03.2024.</i></p> <p>iii) <i>We have submitted the required information on 11.04.2024 and 15.04.2024.</i></p>

	<p><u>Brief Background</u> On 10.09.2021, the Competition Commission of India(CCI) received an information from Muthoot Finance Limited (Informant) against Trustees Association of India (TAI) and three of its members, i.e., IDBI Trusteeship Services Limited, Axis Trustee Services Limited, and SBI CAP Trustee Company Limited (collectively referred to as 'OPs') for alleged contravention of Sections 3(3) and 4 of the Competition Act, 2002 (Competition Act) (hereinafter referred to as the 'Information'). I .e. for entering into anti-competitive agreement and formation of Cartel. CCI.</p> <p>The CCI has passed an order dated 23.12.2021 under Section 26(1) of the Competition Act, 2002 (Competition Act) directing the Director General to investigate the conduct of Trustees' Association of India's (TAI), IDBI Trusteeship Services Limited (IDBI), Axis Trustee Services Limited and SBICAP Trustee Company (together referred to as the 'OPs') and its office bearers for <i>prima facie</i> violating Section 3(1) read with Section 3(3) of the Competition Act (Prima Facie Order) dealing with anti-competitive horizontal agreement (including cartel).</p> <p>TAI, ITSL, Axis Trustee & SBICAP Trustee filed Civil Writ Petition Nos. 3781 of 2022, 3791 of 2022, 3842 of 2022 and 3847 of 2022 respectively before Bombay High Court challenging the jurisdiction of CCI as the SEBI as Sectoral Regulator has Jurisdiction to decide the matter. The matter has been adjourned to 15th February, 2023 for hearing on Application by CCI for vacation of Stay.</p> <p>At the hearing held on 21st February,2023, the Bombay High Court directed CCI to first decide the jurisdictional issue, leaving all other contentions open. Matter to go before CCI. The matter was listed before the Competition Commission of India (CCI) on13.12.2023 for hearing. After hearing both the parties, the CCI concluded that the parties are at liberty to file additional submissions (if any) on any additional points within one week. Additional written submissions have been filed on 21/12/2023. CCI Order is awaited.</p>
3	<p><u>R.K. Mohata Family Trust Vs. ITSL & Ors.</u></p> <p><u>Current Status :</u> Arising out of SLP© No. 411 of 2023 filed by Authum Investments & Infrastructure Ltd.(AAIL) Vs. R.K.Mohata Family Trust & Ors, Supreme Court vide their Order dated the 3rd March,2023 allowed the Resolution Plan filed by AAIL and directed AAIL to make the payments prior to 31st March, 2023. AAIL has made the payment.</p> <p><u>Brief Background :</u> One Mr. R.K.Mohata Family Trust has filed Commercial Suit (lodging) No. 27568 of 2021 before Bombay High Court against ITSL & RHFL praying for holding of meeting of debenture holders of RHFL as also damages of Rs.1,05,50,902 against ITSL towards his investment. Hon'ble Bombay High Court vide their orders dated the 31.03.2022 read with the Order dated the 06.04.2022 and the order dated the 10.05.2022directed ITSL to hold the meeting of debenture holders. ITSL convened a meeting of the debenture holders on 13.05.2022 and as directed by Hon'ble Bombay High Court and the Results of the voting of meeting have been placed before the Hon'ble Bombay High Court in sealed cover. The matter is <i>sub-judice</i> before the Hon'ble Bombay High Court. Authum (AAIL) filed an appeal before the Hon'ble Supreme Court against the order of BHC. The matter was listed for hearing on 31st January, 2023. The matter was part heard and thereafter adjourned.</p>
4	<p><u>SCR 109885 – 1/394/14 - J Patel & 68 Others (All investors of Dynamic India Fund III) Vs. Dynamic India Fund III, International Financial Services, ICICI Venture Funds Management Company Limited, ICICI Bank and ITSL , before Supreme Court of Mauritius</u></p> <p><u>Current Status :</u> Hearing for the appeal filed by the Plaintiffs, against the order dated June 03, 2022 was scheduled on May 18, 2023. The matter has now been fixed for Merits on May 13, 2024 before the Supreme Court. May 13, 2024 hearing has been postponed to June 27, 2024.</p> <p><u>Brief Background :</u> Suit is filed by investors seeking compensation and damages of Rs. USD 103, 699, 976 for the loss of their investments in Dynamic India Fund III from Dynamic India Fund III, International Financial Services, ICICI Venture Funds Management Company Limited, ICICI Bank and ITSL.</p> <p>All the Defendants including ICICI Venture have raised preliminary objections to the Suit.</p>

DIF III has raised five preliminary objections to the Suit viz. (i) Plaintiffs have been wrongly styled; (ii) Suit is a disguised derivative action and the appropriate court to hear it is the Commercial Court and not the Civil Court; (iii) there is a connected Stay Application filed before the Commercial Court by DIF III that the Suit has to be stayed as the Suit is a Class Action suit and hence the Commercial Court and not the Civil Court has the jurisdiction to hear the Suit; (iv) the Plaintiffs should have put the other shareholders of DIF III into cause; and (v) the Plaintiffs have to provide Security for costs to all the Defendants.

The other Defendants have raised preliminary objections with respect to privity of contract and jurisdiction of Mauritius Courts.

Nearly 6 years after the Suit was filed in 2014 in Mauritius, on January 28, 2020, the court heard arguments on only two of the preliminary objections raised by ICICI Bank and ICICI Venture viz. (a) Mauritius court lacks jurisdiction to hear disputes between non-Mauritians (both the Plaintiffs and the Defendants No. 3 and 4 i.e. ICICI Bank and ICICI Venture are not Mauritius residents); and (b) Mauritius court is not the convenient forum to hear the disputes raised.

The arguments relied, amongst others, related to the facts that (a) alleged conduct of ICICI Bank and ICICI Venture did not admittedly happen in Mauritius and offences, if any, happened in India; (b) investments were in real estate projects in India; (c) investments were in a real estate fund in India; and (d) Indian law governs the contractual relationship between the parties.

By an order dated June 9, 2020 the Supreme Court of Mauritius stayed the proceedings as against ICICI Bank and ICICI Venture on the grounds that none of the allegations made against ICICI Bank and ICICI Venture occurred in Mauritius and hence the courts in Mauritius lack jurisdiction to adjudicate such allegations. In the subsequent hearing on July 1, 2020, the Plaintiffs informed the Court of their decision not to appeal against the order staying the proceedings as against ICICI Venture and ICICI Bank. The proceedings would continue against the other Defendants viz. DIF III, IFS and the Trustee.

The Supreme Court of Mauritius vide its order dated the 3rd June, 2022 have deleted ICICI Bank and ICICI Venture Fund Management Company Ltd. from the array of the parties allowed to continue the case against Dynamic India Fund III, SANE Mauritius and the WITECO now ITSL.

The Plaintiffs have filed an appeal against the said Judgement dated the 3rd June, 2022 passed by The Supreme Court of Mauritius.

ICICI Venture Fund Management Company Ltd. is taking care of the matter on behalf of ITSL as a Trustee and also appointed Counsels to defend ITSL. We have taken up the matter with the ICICI Venture stating that WITECO now ITSL is also not a Mauritius resident and Mauritius court is not the convenient forum to hear the disputes raised and hence lacks the jurisdiction. Further, ITSL is acting only as a trustee and there cannot be any claim against ITSL at all as ICICI Venture Fund Management Company Ltd. was Investment Manager of the Fund who has managed all affairs of the Fund.

5 Pawan Kapoor & Anr. Vs. SEBI & Ors.(Karvy Data Management Services Ltd)

Current Status :

The matter was listed on 05/02/2024 for early hearing. The Petitioner had filed an application being CM. Appl. 62768/2023 for early hearing which was listed for hearing on 05.12.2023 before HMJ Subramonium Prasad, as Item No. 48 (Supplementary List), in Court No. 7, Delhi High Court. The Hon'ble Court after hearing the parties was not of the opinion to entertain the application filed by the applicant/petitioner, since, no case of urgent hearing was made out. Accordingly, the said application for early hearing was dismissed and the court directed the matter to be listed on the date already fixed i.e. 05.02.2024.

Pursuant to the order dated 19/12/2023 passed by Delhi High Court, MCA has launched inspection of ITSL vide letter dated the 19th December, 2023. We have provided the data to Regional Director (RD) , MCA, Western Region, Mumbai on 1st January, 2024. RD had called us for personal hearing on 04/01/2024. RD has issued a letter dated 8th January, 2024 calling information. We vide our letter dated

	<p><i>the 24th January,2024 provided all documents together with supporting documents duly signed by Director of ITSL to Regional Director, MCA, Western Zone.</i></p> <p><i>The matter before Delhi High Court is now fixed on <u>2nd August, 2024.</u></i></p> <p><u>Brief Background</u> In the case of Karvy Data Management Services Ltd ; one Pawan Kapoor & Amri Resorts Pvt. Ltd. the Debenture Holders have filed Writ Petition before Delhi High Court, inter alia against ITSL alleging various non compliances by ITSL and for not initiating action against Karvy Data Management Services Ltd. for defaults in payment of interest & Principal. The matter was listed before Hon'ble Delhi High Court on 19.12.2022. The Hon'ble Delhi High Court has directed Ministry of Corporate affairs to investigate in the complaint and provide report.</p>
6	<p><u>Mr. Kamalakar Babu Alias Baburao Patil & Others and ITSL & Others</u> Current Status: The matter has now been listed on 20/06/2024 for further proceedings.</p> <p><u>Brief Background.</u> One Kamalakar B. P has filed declaratory civil suit bearing No 226/2023 of which we have received notice from court of civil judge (Senior Division) Thane on 28/07/2023. The suit is basically for declaration of deed of mortgage dated 15/06/2021 executed by defendant no. 2 to no.7 in favour of ITSL as defendant No 1 as void, illegal, invalid, non-est, not binding on the plaintiffs together with relief for permanent injunction from entering into the suit property, selling in auction and/or agreeing to sale in auction the suit property under the garb or colour whatsoever. The plaintiff has also prayed for temporary injunction from selling of the suit property.</p>
7	<p><u>Contempt Petition (Civil) No.953 of 2023 in Civil Appeal No. 1581 of 2023- Praduman Tondon & Ors. Vs.Sanjay Soumitra Dangi & Ors. (Authum/RHFL case) before Supreme Court of India.</u></p> <p>Current Status –The matter has been fixed for hearing on <i>20th August, 2024.</i></p> <p>The matter was listed on 9th October, 2023 before the bench comprising of Hon'ble Mr. Justice B.R. Gavai, Hon'ble Mr. Justice P S Narasimha and Hon'ble Mr. Justice Prashant Kumar Mishra before the Hon'ble Supreme Court of India.</p> <p>Senior Counsel Mr. Gopal Sankaranarayanan along with the SAM team appeared for Respondent No.20 i.e. IDBI Trusteeship Service Limited, Senior Counsel Mr. Nikhil Nayyar appeared for Respondent No. 1-9 i.e. Authum Investment and Infrastructure Limited and its directors and Senior Counsel Mr. Dhruv Mehta appeared for Respondent No. 10-19 i.e. Reliance Home Finance Limited and its directors.</p> <p>When the matter was called, the counsel for the Petitioners submitted that counter-affidavits have been filed in the matter and they seek time to file rejoinders to the same. Pursuant to the same, the counsel for the Petitioners prayed that the matter be next listed on a non-miscellaneous day for hearing. Mr. Sankaranarayanan thereafter apprised the Hon'ble Court that there are three similar contempt petitions that have been filed before the Hon'ble Court, however Respondent No. 20 is only a party to the captioned contempt petition. He further contented that no case has been made out against Respondent No. 20 and therefore they should be deleted from the array of parties in the captioned matter. Such request was however objected to by the Appellant. In reference to the same, the Hon'ble Court passed an oral remark that Respondent No.20 should file an application for deletion from the array of parties, if they wish to be deleted.</p> <p><u>Brief Facts</u> This Contempt petition has been filed against Order dated the 3rd March, 2023 passed by Hon'ble Supreme Court of India. The case of the Petitioners is that the cut-off date of 15th April 2022 for voting on the Resolution Plan and the Distribution Mechanism was not known. The matter was listed on 22/09/2023. Senior Counsel suggested to file an application for deletion of ITSL's name from array of the parties. The application is being prepared and filed. The fresh date in the matter is yet to be notified. We have engaged Shardul Amarchand Mangaldas & Co Advocates & Solicitors to represent ITSL before the Supreme Court.</p>
8	<p><u>CBM Constructions LLP Vs. IDBI Trusteeship Services Ltd. & Ors.- Suit No. CS SCJ/987/2023 before Senior Civil Judge cum RC, South-East, Saket, New Delhi.</u></p>

	<p><u>Current Update :</u> The Matter was listed for hearing on <u>16.01.2024</u>. The matter has now listed on <u>13/08/2024</u>.</p> <p>We have filed our WS and Application for deletion of our name from array of the parties on 11th January, 2024.</p> <p><u>Brief Background :</u> CBM Constructions LLP, one of the Debenture Holder in the case of Three C Green Developers Pvt. Ltd. has filed suit bearing No. CS SCJ/987/2023 before Senior Civil Judge cum RC, South-East, Saket, New Delhi , praying for:-</p> <ul style="list-style-type: none"> i) directions to ITSL for transfer of pledged shares of defendant no.2 and 5 and place the directors in the said companies ii) permanent and prohibitory injunction restraining defendant nos.3,4,6,7,8 &9 in any manner corresponding with any third agencies on behalf of defendant No.2 and 5 iii) directing defendant no.1 to immediately execute the share transfer in its favour and place the directors in defendant No. 2 and 5 as called upon by communication dated 5.8.2023 iv) Declare that defendant no.3 to 10 have no right and interest in defendant no.2 and 5. v) Prayer against ITSL for transfer of Pledged shares has already been complied by ITSL and suit against ITSL do not survive.
<p><u>9</u></p>	<p>Spenta Suncity Private Ltd – Moniveda Consultants LLP & Anr. Vs. ITSL & Pradeep Kumar Malhotra - Contempt petition 616 of 2023 And Civil Appeal 9052-9053 of 2022 Before Hon'ble Supreme Court of India- Pradeep Kumar Malhotra and ITSL.</p> <p><u>Current Status:</u> At the hearing held on 11/03/2024, we have filed Counter Replies in both Civil Appeal and Contempt Petition before Supreme Court of India. The Appellants have been directed to file their rejoinder within three weeks. The Matter now is listed on 13/05/2024 for hearing. At the hearing held on 13/05/2024, ITSL the Respondent 10 has been directed to file Affidavit/Undertaking confirming that it is not carrying out any constructions nor it has authorised anyone to carry out any transaction. The matter has been adjourned to <u>15/07/2024</u>.</p> <p><u>Brief Background –</u> In the case of Spenta Suncity Private Ltd., one Monivedda Consultant LLP, one of the stakeholder has filed Civil Appeal and Contempt Petition against ITSL & MD P.K. Malhotra for violations of order dated 16.12.2022 passed by the Supreme Court of India. The matter was driven by IIFL the Debenture Holder. The order was not to make further allotment of debentures and create further liabilities on the assets.</p> <p>We have engaged our own advocate and filed suitable replies.</p>

Valuation Report: POWERGRID Infrastructure Investment Trust

Fair Value: Transmission Assets Portfolio

Valuation Date: March 31st, 2024

INMAGS
L&B | P&M | SFA | VALUERS

STRICTLY CONFIDENTIAL

Date: May 14th, 2024

To
POWERGRID Unchahar Transmission Limited,
Investment Manager,
POWERGRID Infrastructure Investment Trust,
Plot No.2, Sector – 29,
Gurugram, Haryana
122001, India

Subject: Annual report on Fair value of Transmission Assets Portfolio of POWERGRID Infrastructure Investment Trust as per SEBI (Infrastructure Investment Trusts) Regulations, 2014 as amended.

This is in reference to our engagement wherein INMACS Valuers Private Limited (registered valuer, hereinafter referred to as 'We', 'INMACS' or 'Valuer') has been appointed as independent valuer for POWERGRID Infrastructure Investment Trust vide letter of award dated August 01st, 2022 bearing reference no. 5006003197/OTHERS/DOM/A02-CC CS-3/NOA/01 in pursuance of provisions of Regulation 21 of the SEBI (Infrastructure Investment Trusts) Regulations, 2014.

As per provisions of Regulation 21(4) of the SEBI (Infrastructure Investment Trusts) Regulations, 2014:

"A full valuation shall be conducted by the valuer not less than once in every financial year: Provided that such full valuation shall be conducted at the end of the financial year ending March 31st within two months from the date of end of such year."

In this regard, the Investment Manager and the Trustee intend to undertake the fair valuation of the transmission asset portfolio (hereinafter also referred to as 'Specified SPVs' collectively) as on March 31st, 2024.

INMACS Valuers is a registered valuer entity registered vide IBBI/RV-E/02/2021/141 with Insolvency and Bankruptcy Board of India (IBBI) providing valuation for following asset classes:

- (i) Securities and Financial Assets
- (ii) Land and Building
- (iii) Plant and Machinery

INMACS Valuers is a member of IOV Registered Valuer Foundation (IBBI Registration Number: IBBI/RVO/2017/002) for all the classes listed above in pursuance of Section 247 of Companies Act, 2013 read with Companies (Registered Valuers and Valuation) Rules, 2017.

We are pleased to submit this report outlining the scope, procedures, significant considerations, short description of methodology used and the valuation analysis/results. This report has been prepared only for the purpose stated herein and should not be relied for any other purpose.



The valuation analysis is based on information provided by the Management or obtained from sources as indicated in the report. Our work did not constitute an audit or an examination of internal controls or other attestation or review services. Accordingly, we do not express an opinion on the information presented. Further, the report is based on projections prepared by the Management. We express no opinion as to how closely the actual results achieved will correspond to those predicted for the business and we shall not be responsible or liable for the achievement of predicted results. Our valuation analysis should not be construed as investment advice specifically, we do not express any opinion on the suitability or otherwise of entering into any financial or other transaction with POWERGRID Infrastructure Investment Trust.

By its very nature, valuation analysis cannot be regarded as an exact science and the conclusions arrived at are subject to individual judgement and, therefore, there is, no indisputable single value. Although the conclusions are in our opinion reasonable and defensible, others might wish to argue for different values.

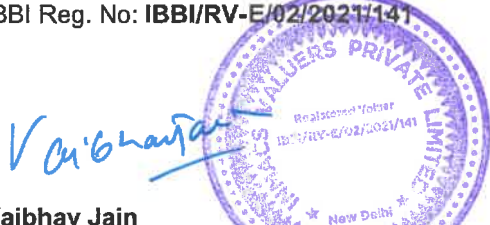
Our valuation and conclusion are included herein, and our Report complies with the SEBI (Infrastructure Investment Trust) Regulations, 2014 and guidelines, circular or notification issued by SEBI there under.

This letter, the Report and the summary of valuation included herein can be provided to Investment Manager's advisors and may be made available for the inspection to the public including but not limited to Unitholders, as a material document and with the Securities and Exchange Board of India, the stock exchanges and any other regulatory and supervisory authority, as may be required.

The valuation methodologies and approaches adopted by us are widely recognised and used. They are in compliance with Valuation standards issued by The Institute of Chartered Accountants of India and International Valuation Standards issued by International Valuation Standards Council (IVSC) and are accepted across India and internationally.

We would also like to record appreciation for the courtesy and co-operation received during the course of our work and look forward to continuing professional association.

For **INMACS Valuers Private Limited**
IBBI Reg. No: **IBBI/RV-E/02/2021/141**



Vaibhav Jain
Director – Securities and Financial Assets
IBBI Reg No. - IBBI/RV/06/2018/10016
B.Com (Hons.), FCA, ACS, LLB, MBF (ICAI), FAFD (ICAI),
Registered Valuer (S&FA), Certified Independent Director (IICA)
ICAI Membership No: 515700
Valuation Reference No. (VRN):
IOVRVF/IMV/2024-2025/3424

UDIN: 24515700BKBXYV2258

Date: May 14th, 2024
Place: New Delhi

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Corporate Office

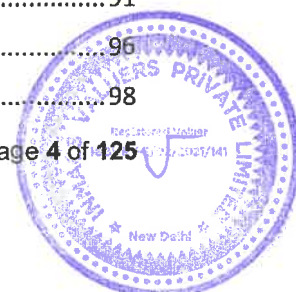
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Abbreviations

S.No	Abbreviations	Words/ phrases
1	APTEL	Appellate Tribunal for Electricity
2	Beta/ (β)	Beta
3	CCIL	Clearing Corporation of India Limited
4	CERC	Central Electricity Regulatory Commission
5	Ckm	Circuit Kilometres
6	COD	Commercial Operation Date
7	CPSE(s)	Central Public Sector Enterprise(s)
8	CSR	Corporate Social Responsibility
9	CTU	Central Transmission Utility
10	D/E	Debt Equity Ratio
11	DCF	Discounted Cash Flow
12	DOCO	Date of Commercial Operation
13	FCFE	Free Cash Flow to Equity
14	FCFF	Free Cash Flow to Firm
15	FIMMDA	Fixed Income Money Market and Derivatives Association of India
16	FIs	Financial Institutions
17	FY	Financial Year
18	G-Sec	Government Securities
19	GOI	Government of India
20	H.P.	Himachal Pradesh
21	IBBI	Insolvency and Bankruptcy Board of India
22	ICAI VS	ICAI Valuation Standards, 2018
23	Inc.	Incorporation
24	InvIT	Infrastructure Investment Trust
25	IPO	Initial Public Offer
26	ISTS	Inter-State Transmission System
27	IVS	International Valuation Standard
28	IVSC	International Valuation Standards Council
29	Kd	Cost of Debt
30	Ke	Cost of Equity
31	kV	Kilo Volts
32	LILO	Loop In, Loop Out
33	LTTC	Long Term Transmission Customer
34	Mn	Millions
35	MVA	Mega Volt Ampere
36	NAV	Net Asset Value
37	NOC	No Objection Certificate
38	NOPAT	Net Operating Profit after Tax
39	NRSS	Northern Region Strengthening Scheme
40	O&M Expenses	Operations & Maintenance Expenses
41	PGCIL	Power Grid Corporation of India Limited
42	PGInvIT or Trust	POWERGRID Infrastructure Investment Trust
43	PJTL	POWERGRID Jabalpur Transmission Limited
44	PKATL	POWERGRID Kala Amb Transmission Limited



45	PM Expenses	Project Manager Expenses
46	PPTL	POWERGRID Parli Transmission Limited
47	PSU	Public Sector Undertaking
48	PUTL	POWERGRID Unchahar Transmission Limited
49	PV	Present Value
50	PWTL	POWERGRID Warora Transmission Limited
51	Rf	Riskfree Rate
52	Rm-Rf or ERP	Equity or Market Risk Premium
53	RPC(s)	Regional Power Committee(s)
54	RTM	Regulated Tariff Mechanism
55	SEBI	Securities and Exchange Board of India
56	SEBI InvIT Regulations	SEBI (Infrastructure Investment Trusts) Regulations, 2014
57	SPV	Special Purpose Vehicle
58	TBCB	Tariff Based Competitive Bidding
59	TSA	Transmission Service Agreement
60	VTL	Vizag Transmission Limited (formerly known as POWERGRID Vizag Transmission Limited)
61	WACC	Weighted Average Cost of Capital
62	W_d	Debt Weight
63	WDV	Written Down Value
64	W_e	Equity Weight
65	W_e , INMACS or Valuer	INMACS Valuers Private Limited
66	YearFrac	Fraction of the year represented by the number of whole days between two dates

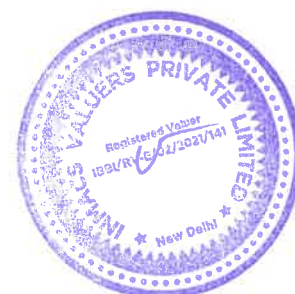


Executive Summary

A. General Information

Scope	Report on Fair value of Transmission Assets Portfolio of POWERGRID Infrastructure Investment Trust
Regulations	Regulation 21(4) of SEBI (Infrastructure Investment Trusts) Regulations, 2014 as amended.
Valuation date	March 31 st , 2024
Appointed by	POWERGRID Unchahar Transmission Limited, Investment Manager to POWERGRID Infrastructure Investment Trust
Report date	May 14 th , 2024
Registered valuer	INMACS Valuers Private Limited CIN- U74110DL2017PTC379980 IBBI/RV/06/2018/10016 Vaibhav Jain – Director, RV – Securities or Financial Assets IBBI/RV/06/2018/10016 V.S Yadav – Director, RV – Land and Building IBBI/RV/05/2020/13568 Rahul Dwarkadas Bajaj – Director, RV – Plant and Machinery IBBI/RV/10/2019/12484
Valuation reference number	IOVRVF/IMV/2024-2025/3424
Transmission assets portfolio as on date of valuation ('Specified SPVs')	Vizag Transmission Limited ('VTL'), formerly known as POWERGRID Vizag Transmission Limited. POWERGRID Kala Amb Transmission Limited ('PKATL') POWERGRID Parli Transmission Limited ('PPTL') POWERGRID Warora Transmission Limited ('PWTL') POWERGRID Jabalpur Transmission Limited ('PJTL')

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B. Transmission Assets Overview

Vizag Transmission Limited formerly: POWERGRID Vizag Transmission Limited	<p>Inc. Date: November 30, 2011 COD: February 01, 2017</p> <ul style="list-style-type: none">Established to setup transmission system for system strengthening in the southern region of India for import of power from the eastern region of India.Transmission lines length: 956.84 ckm<ul style="list-style-type: none">> 765 kV D/C line of 668 ckm from Srikakulam to Vemagiri in Andhra Pradesh.> 400 kV D/C line of 288.84 ckm from Khammam (Telangana) to Nagarjuna Sagar (Andhra Pradesh).PGInVIT holds 100% stake in VTL.
POWERGRID Kala Amb Transmission Limited	<p>Inc. Date: July 29, 2013 COD: July 12, 2017</p> <ul style="list-style-type: none">Established to setup Transmission system for Northern Region System Strengthening Scheme NRSS- XXXI (Part A)2.47 ckm of transmission line comprising LILO of 400 kV D/C Karcham Wangtoo-Abdullapur transmission line at Kala Amb (Himachal Pradesh) substation (on M/C towers)In addition, the project includes one 400/220 kV substation of an aggregate transformation capacity of 630 MVA in Kala Amb (Himachal Pradesh), and 40% series compensation on 400 kV D/C line from Karcham Wangtoo (Himachal Pradesh) to Kala Amb (Himachal Pradesh)PKATL has been allotted a project 'Implementation of One no. 125 MVA, 420 kV Bus Reactor at Kala Amb substation' by Ministry of Power, GoI under Regulated Tariff Mechanism. The project was notified on March 5, 2019. PKATL was granted a separate transmission licence for the project by Hon'ble CERC vide its order dated March 22, 2022. The project has been put to commercial operation w.e.f. 05th February 2024.PGInVIT holds 74% stake in PKATL.
POWERGRID Parli Transmission Limited	<p>Inc. Date: July 30, 2014 COD: June 4, 2018</p> <ul style="list-style-type: none">Established to setup Transmission system associated with Gadawara STPS (2x800 MW) of NTPC (Part-B)Transmission lines length: 966.12 ckm<ul style="list-style-type: none">> 765 kV D/C line of 693.70 ckm from Warora to Parli in Maharashtra> 765 kV D/C line of 235.92 ckm from Parli to Solapur in Maharashtra> 400 kV D/C line of 36.50 ckm from Parli (New) to Parli (PG) in MaharashtraIn addition, the project includes one 765/400 kV substation of an aggregate transformation capacity of 3,000 MVA at Parli (Maharashtra)Central Transmission Utility of India Limited (CTUIL) has nominated PPTL for implementation of "400 kV line bay at 765/400 kV Parli (New) S/S for RE inter-connection" under RTM with a completion target of December 31, 2025.PGInVIT holds 74% stake in PPTL.



**POWERGRID Warora
Transmission Limited**

Inc. Date: August 05, 2014

COD: July 10, 2018

- Established to setup Transmission system associated with Gadawara STPS (2x800 MW) of NTPC (Part-A)
- Transmission lines length: 1,028.11 ckm
 - > 765 kV D/C line of 204.47 ckm from Gadawara to Jabalpur in Madhya Pradesh (MP), including interim arrangement
 - > 765 kV D/C line of 627.35 ckm from Gadawara (MP) to Warora (Maharashtra)
 - > Two 400 kV D/C lines comprising LILO of both circuits of 400 kV D/C Wardha-Parli (PG) line aggregating 196.29 ckm from LILO point of 400 kV D/C Quad Wardha-Parli transmission line to Warora pooling station
- In addition, the project includes one 765/400 kV substation of an aggregate transformation capacity of 3,000 MVA in Warora (Maharashtra).
- PGIInvIT holds 74% stake in PWTL.

**POWERGRID Jabalpur
Transmission Limited**

Inc. Date: August 14, 2014

COD: January 1, 2019

- Established to setup Transmission system strengthening associated with Vindhyachal-V
- Transmission lines length: 745.05 ckm
 - > 765 kV D/C line from Vindhyachal to Jabalpur in Madhya Pradesh.
- PGIInvIT holds 74% stake in PJTL.



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C. Valuation Summary

Particulars	Vizag Transmission Limited	POWERGRID Kala Amb Transmission Limited	POWERGRID Parli Transmission Limited	POWERGRID Warora Transmission Limited	POWERGRID Jabalpur Transmission Limited
Equity Shareholding – PGInvIT	100%	74%	74%	74%	74%
Valuation Approach	Income Approach	Income Approach	Income Approach	Income Approach	Income Approach
Valuation Method	Discounted Cash Flows Method	Discounted Cash Flows Method	Discounted Cash Flows Method	Discounted Cash Flows Method	Discounted Cash Flows Method
Discount Rate – WACC	8.79%	8.79%	8.79%	8.79%	8.79%
Enterprise Value (₹ Million)	18,730.60	3,938.61	21,427.17	23,539.62	17,067.44
Equity Value (₹ Million)	11,069.05	2,094.40	9,917.63	9,237.13	5,805.95
No. of equity shares outstanding (No. in Million)	209.73	61.00	322.10	393.30	226.91
Value per equity share (₹/share)	52.78	34.33	30.79	23.49	25.59
Value of Equity Shareholding – PGInvIT (₹ Million)	11,069.05	1,549.86	7,339.05	6,835.48	4,296.40

This executive summary should be read in conjunction with the following full report and not in isolation.



1. Background, Purpose and Appointment

POWERGRID Infrastructure Investment Trust (hereinafter referred to as 'PGInvIT' or 'Trust') was settled by Power Grid Corporation of India Limited (hereinafter referred to as 'PGCIL') as an irrevocable trust setup pursuant to the Trust Deed, under the provisions of the Indian Trusts Act, 1882.

The Trust was registered with Securities and Exchange Board of India ("SEBI") on January 7, 2021 as an infrastructure investment trust under Regulation 3(1) of the InvIT Regulations having registration number IN/InvIT/20-21/0016.

PGInvIT came out with an initial public offering of its units which opened on April 29th, 2021 and closed on May 3rd, 2021. The units were listed on NSE and BSE on May 14th, 2021 and are actively traded as on date of valuation.

As per provisions of Regulation 21(4) of the SEBI (Infrastructure Investment Trust) Regulations, 2014:

"A full valuation shall be conducted by the valuer not less than once in every financial year: Provided that such full valuation shall be conducted at the end of the financial year ending March 31st within two months from the date of end of such year."

In this regard, the Investment Manager and the Trustee intend to undertake the fair valuation of the transmission asset portfolio (hereinafter also referred to as 'Specified SPVs' collectively) as on March 31st, 2024.

We, INMACS Valuers Private Limited (hereinafter referred to as 'We', 'INMACS' or 'Valuer') have been appointed as independent valuer for POWERGRID Infrastructure Investment Trust vide letter of award dated August 01st, 2022 bearing reference no. 5006003197/OTHERS/DOM/A02-CC CS-3/NOA/01 in pursuance of provisions of the SEBI (Infrastructure Investment Trust) Regulations, 2014 by the Investment Manager to PGInvIT in consultation with the Trustee.

INMACS Valuers is a registered valuer entity registered vide IBBI/RV-E/02/2021/141 with Insolvency and Bankruptcy Board of India (IBBI) providing valuation for following asset classes:

- a) Securities and Financial Assets
- b) Land and Building
- c) Plant and Machinery

Date of valuation for the above-mentioned purpose shall be **March 31st, 2024**.



2. Valuer's Pecuniary Disclosure and Independence

The Valuer has no pecuniary interest in the said Trust, its sponsor, investment manager, project manager, trustee or and any of the Companies in which the investment is made by it. The opinion expressed is free of any bias in this regard. The Valuer strictly follows the code of conduct of the Registered Valuation Organization of Insolvency and Bankruptcy Board of India (IBBI).

Furthermore, Valuer declares that:

- We are competent to undertake the financial valuation in terms of the SEBI InvIT Regulations; and
- We are an independent registered valuer entity and have prepared the Report on a fair and unbiased basis.

3. Sources of information

Our valuation exercise is based on the following information received from the Management:

- Audited Financial Statements of Specified SPVs for the period ended on March 31st, 2024.
- Investment Manager approved financial projections and business plans of Specified SPVs for the balance tenor of their Transmission Services Agreement ('TSA') (refer table below)

Specified SPV	Tenor of Transmission Service Agreement ("TSA")
Vizag Transmission Limited	31 January, 2052
POWERGRID Kala Amb Transmission Limited	11 July, 2052
POWERGRID Parli Transmission Limited	03 June, 2053
POWERGRID Warora Transmission Limited	09 July, 2053
POWERGRID Jabalpur Transmission Limited	31 December, 2053

- Copy of TSA, order for adoption of transmission charges, project implementation and management agreement, operations and maintenance agreement.
- Discussions with the Management on various issues relevant for the valuation.
- Information about the SPV's, PGIInvIT available in public domain.
- Such other information and explanation as requested by us and as provided by the Management.



4. Valuation procedures

We have carried out the valuations exercise, to the extent applicable, in accordance with ICAI Valuation Standards, 2018 ("ICAI VS") issued by the Institute of Chartered Accountants of India and in concurrence with International Valuation Standards.

- ✓ We have made a thorough understanding of the structure of trust by studying the trust deed along with supporting documents.
- ✓ Analysed the Historical financial data of the Specified SPVs
- ✓ We have made an in-depth study of the financial projections and business plans prepared by management. These have additionally been validated and sanity tested.
- ✓ Held discussion with the Management to the inter-alia understand the historical and expected performance of the Specified SPVs, along with the key factors affecting the performance, through extensive discussion meetings with management
- ✓ We have considered key terms of TSA
- ✓ Drawn an analysis of the key economic and industry factors which may affect the valuation.
- ✓ Analysed the relevant information in respect of the comparable companies/ comparable transactions, available in public domain/ subscribed databases.
- ✓ Appropriate and relevant valuation approach and valuation methodology/(ies) were adopted. Furthermore they were in accordance with ICAI VS.
- ✓ Determined the Enterprise Value and Equity Value of these Specified SPVs to determine the fair value of transmission asset portfolio of the Trust.
- ✓ The detailed valuation report have been prepared after conducting virtual inspection of infrastructure projects by the valuer.



5. Economy and Industry Overview

5.1 Economy Outlook

India has emerged as the fifth largest economy in the world and continues to be one of the fastest growing major economies. India is expected to remain as a top economic player for years to come backed by robust democracy, steady growth across sectors and firm international partnerships.

Estimated Real GDP growth in FY 2023-24 stands at 7.6% as compared to growth rate of 7.0% in 2022-23. The Asian Development Bank (ADB) upgraded India's gross domestic product (GDP) growth forecast for 2024-25 (FY25) to 7 per cent from 6.7 per cent earlier, citing better prospects of robust public and private investment and strong services sector growth.

The optimistic growth forecasts stem from a number of positives like the rebound of private consumption given a boost to production activity, higher Capital Expenditure (Capex), near-universal vaccination coverage enabling people to spend on contact-based services, such as restaurants, hotels, shopping malls, and cinemas, revamped construction activities, strengthened balance sheets of major corporates, well-capitalised public sector banks ready to increase the credit supply and the credit growth to the Micro, Small, and Medium Enterprises (MSME) sector to name the major ones.

India is primarily a domestic demand-driven economy, with consumption and investments contributing 70% to the country's economic activity.

Nominal GDP or GDP at Current Prices in the year 2023-24 is estimated to attain a level of ₹293.90 lakh crore, against ₹269.50 lakh crore in 2022-23, showing a growth rate of 9.1 percent. India's total installed renewable energy capacity touched 190.57 GW mark by March 2024 end. The government's aim is to achieve 500 GW Of installed electricity capacity from non-fossil sources by 2030.

CPI inflation eased to 10 months low of 4.85% in April 2024 from 5.09% in March 2024, with a decrease in both food and core inflation. Industrial output grew 5.7% in February, up from 4.14% in January and 4.3% in December, after falling to an eight-month low of 2.5% in November.

In April 2024, the Gross Goods and Services Tax (GST) collections reached an all-time high of ₹ 2.10 lakh crore, marking a substantial 12.4% growth compared to the same month in the previous year. This impressive increase can be attributed to a robust rise in domestic transactions, which grew by 13.4%, and imports, which saw an 8.3% uptick.

In March 2024, India witnessed a surge across multiple economic indicators, reflecting robust and resilient business activity. The month marked significant milestones, from record breaking performances in the stock market to remarkable advancements in tax revenue collection. The buoyancy extended to the manufacturing and services sectors, as evidenced by the soaring HSBC India Manufacturing PMI and Services PMI. Amidst strong demand and positive market conditions, both sectors experienced substantial growth in output, new orders, and employment.

In March 2024, the HSBC India Manufacturing PMI surged to an impressive 59.2, a notable increase from the final figure of 56.9 recorded in the previous month. This upswing was driven by robust demand, marking the fastest growth in factory activity since February 2008. Notably, both output and new orders experienced substantial growth, reaching the highest levels in nearly three-and-a-half years.

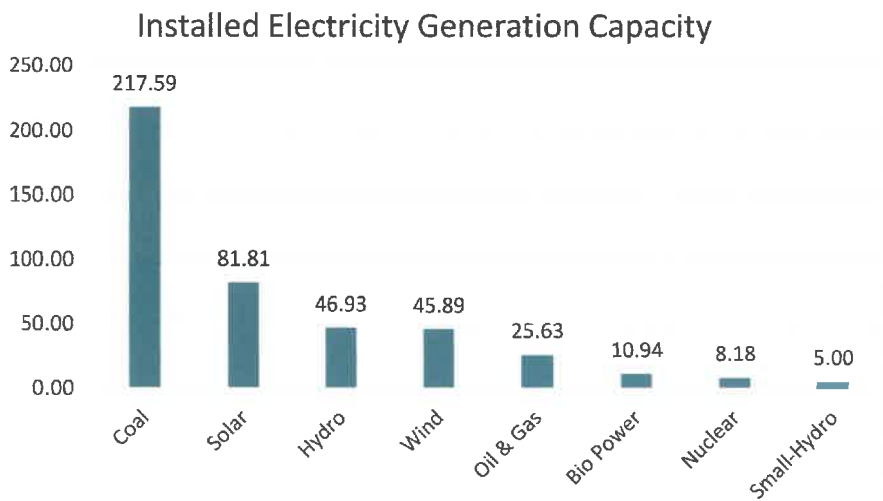


5.2 Industry Overview

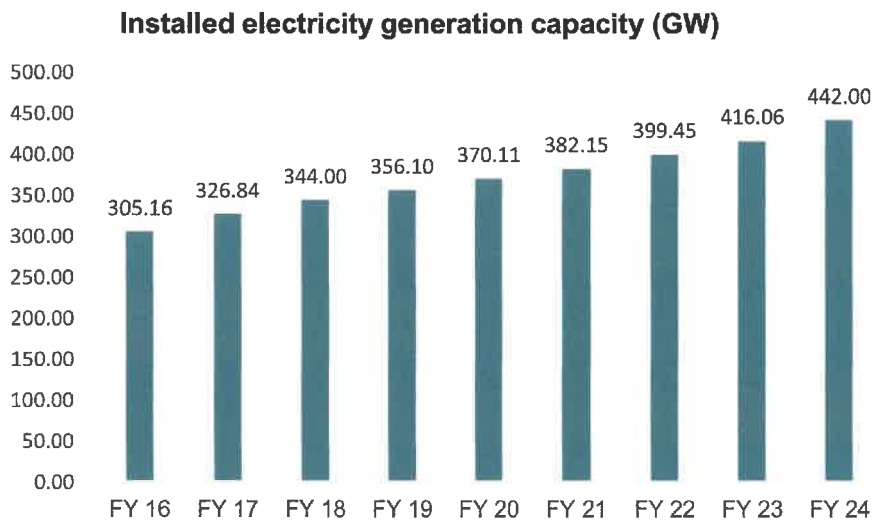
The assets/ or SPVs being subjected to valuation belongs to Power Transmission Sector in India.

India is third largest producer and consumer of electricity in the world. Its power sector is one of the most diversified in the world, which includes power generation from conventional sources (coal, lignite, natural gas, Oil, hydro and nuclear power) and non-conventional sources (wind, solar, and agricultural and domestic waste).

As on March 31st, 2024, the total installed capacity of power stations in India stood at 442 GW.



Source: CEA



Source: CEA



Installed capacity has increased steadily over the years, posting a CAGR of 4.74% between FY2016-FY2024.

The fuel-wise installed generation capacity from fossil fuels like coal, lignite, gas and diesel stood at 243.42 GW, whereas non-fossil fuels like hydro, small hydro, wind, solar, waste-to-energy and other renewable energy, including nuclear energy, contributed to 198.75 GW.

The total electricity generation during the year 2023-24 is 1738.10 Billion Units (BU). i.e., a growth of around 7.02 % over total generation of 1624.158 BU for the previous year (2022-23).

The plant load factor (PLF), or capacity utilisation, of India's thermal power plants (TPPs) is expected at 68 per cent in the current financial year and poised to improve to 69% in FY 25 on account of rising demand for electricity from the industrial and commercial sectors.

The extreme weather conditions and increased economic activity witnessed during FY24 have led to the power consumption reaching 1627 BU

As per the updated Nationally Determined Contributions (NDC), India now stands committed to reduce Emissions Intensity of its GDP by 45 percent by 2030, from 2005 level and achieve about 50 percent cumulative electric power installed capacity from non-fossil fuel-based energy resources by 2030.

A growing population coupled with increasing electrification and per-capita electricity usage will drive the demand for electricity, along with increased industrial activity.

As per information available with the Department for Promotion of Industry and Internal Trade (DPIIT), the country has received a total FDI Equity investment amounting to USD 6 Billion in the renewable energy sector, during the last three financial years and the current financial year.

Under the current FDI policy, power sector investments are permitted up to 100% through the automatic route. The Indian government has implemented various initiatives to encourage both domestic and foreign investment in this sector.

The Interim Budget earmarked a corpus of INR 600 Crore under the National Green Hydrogen Mission, doubling the allocation compared to the previous year. This funding will be in addition to the Green Hydrogen Mission and the Strategic Interventions for Green Hydrogen Mission and the Strategic Interventions for Green Hydrogen Transition (SIGHT) Programme which has a major an outlay of INR 17,490 Crore.



Transmission Sector

Placed critically between the generation and distribution, transmission plays a pivotal role in ensuring energy delivery to the centres of consumption. India's shift to a cleaner economy is bound to create a need for a robust grid to connect the renewable energy rich centres in the West and South to the demand centres in the North and the West. Unlike conventional thermal capacity, which requires 4-6 years for commissioning, renewables require less than 2 years to develop. Consequently, pace of transmission build-out will require expediting to keep pace with the growing renewable mix. In alignment with this, the Central Transmission Utility (CTU) in its ISTS Rolling Plan for 2028-29 has identified transmission schemes comprising of 48,619 km of transmission lines and transformation capacity of 4,56,035 MVA at estimated cost of ₹ 2,94,642 Cr including planned and under-construction ISTS network. Breakup of the addition of assets to be added as per Inter-State Transmission System (ISTS) Rolling Plan for 2028-29 is as per the below schedule.

S. No.	Financial year	ckm addition	MVA addition	Estimated cost (in crore)
1	2023-24	2,025	17,135	5,244
2	2024-25	13,357	1,15,755	43,903
3	2025-26	12,525	1,42,425	69,458
4	2026-27	11,718	1,13,200	67,729
5	2027-28	2,085	28,000	11,097
6	2028-29	6,910	39,520	97,211
Total		48,620	4,56,035	2,94,642

The Transmission sector is poised for sustained growth as is visible from the above mentioned Rolling Plan of CTUIL for 2028-29. Transmission Sector growth is also evidenced from CEA'S Report on Transmission System for Integration of over 500 GW RE Capacity by 2030 released in December 2022. The CEA Report estimates additional 50,890 Ckm and MVA respectively at an estimated cost Of ₹ 2,44,200 crore during the period Nov'22 to 2030. This transmission requirement corresponds to ISTS transmission schemes for (a) 66.5 GW RE capacity (excluding commissioned transmission schemes) which are under various stages of implementation and new RE capacity of about 237 GW.

Further, inter-regional transmission capacity is envisaged to grow from current 1,12,250 MW to about 1,50,000 MW in 2030.



6. About POWERGRID Infrastructure Investment Trust

POWERGRID Infrastructure Investment Trust (hereinafter referred to as 'PGInvIT' or, 'Trust') was settled by Power Grid Corporation of India Limited (hereinafter referred to as 'PGCIL') as an irrevocable trust setup pursuant to the Trust Deed, under the provisions of the Indian Trusts Act, 1882.

The Trust was registered with Securities and Exchange Board of India ("SEBI") on January 7, 2021 as an infrastructure investment trust under Regulation 3(1) of the InvIT Regulations having registration number IN/InvIT/20-21/0016.

The Trust has been setup to own, construct, operate, maintain and invest as an Infrastructure Investment Trust (InvIT) as permissible under SEBI InvIT Regulations, including in power transmission assets in India.

The underlying assets of the Trust presently include five inter-State Transmission System (ISTS) projects (hereinafter referred to as 'Special Purpose Vehicles' or 'SPVs') implemented under the Tariff Based Competitive Bidding (TBCB) mechanism.

Power Grid Corporation of India Limited (PGCIL), a Maharatna CPSE under Ministry of Power, Government of India is the Sponsor of PGInvIT. The Sponsor's equity shares are listed on BSE and NSE.

POWERGRID Unchahar Transmission Limited (hereinafter referred to as 'PUTL'), a wholly owned subsidiary of PGCIL has been appointed as Investment Manager to the Trust. PUTL owns and operates 106.74 ckm transmission project implemented under tariff based competitive bidding mechanism and thus, carries the experience of industry and in-depth insights about the operations of the business of the infrastructure assets which forms the part of the investment portfolio of the Trust.

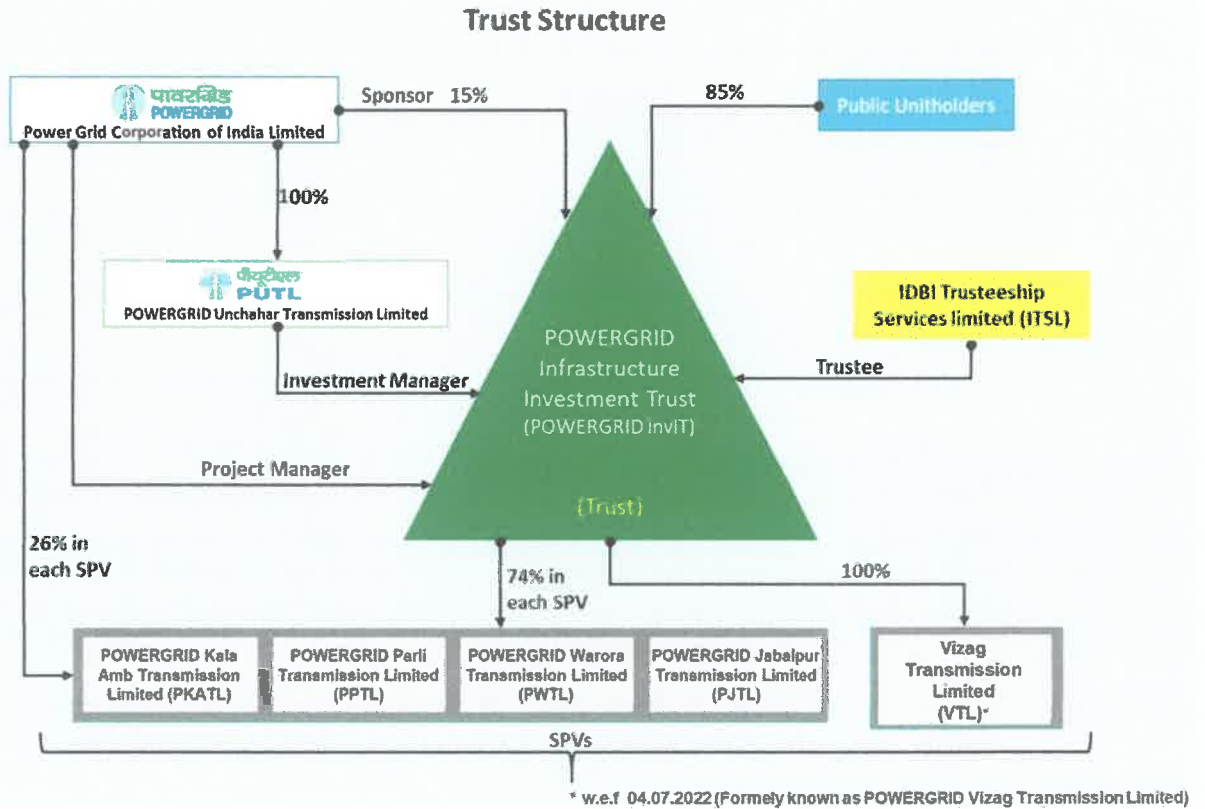
Power Grid Corporation of India Limited (PGCIL) is also appointed as Project Manager in respect of the Trust.

IDBI Trusteeship Services Limited, registered with SEBI under the Securities and Exchange Board of India (Debenture Trustee) Regulations, 1993 has been engaged as Trustee to the Trust.



PGInvIT came out with an initial public offering of its units which opened on April 29th, 2021 and closed on May 3rd, 2021.

The structure of PGInvIT is as follows:



The unitholding pattern of the Trust is as follows:

Category of unit holder	No. of units held	% holding
Sponsor(s)/ Manager and their associates/related parties and Sponsor Group		
Indian	13,65,00,100	15.00%
Total unit holding of Sponsor & Sponsor Group	13,65,00,100	15.00%
Public holding - Institutions		
Mutual funds	4,16,41,890	4.58%
(b) Financial institutions or banks	14,20,333	0.16%
(e) Insurance companies	6,36,55,161	6.99%
(f) Provident or pension funds	6,73,80,845	7.40%
(g) Foreign portfolio investors	18,91,65,255	20.79%
(i) Other institutions Unit Holding	1,30,88,053	1.44%
Total institutions unit holding	37,63,51,537	41.36%
Public holding - Non Institutions		
(b) Individuals	28,14,96,668	30.93%
(c) NBFCs registered with RBI	4,59,400	0.05%
(d) Other non-institutions unit holding	11,51,91,495	12.66%
Total non-Institutions Sub- Total (B) (2)	39,71,47,563	43.64%
Total	90,99,99,200	100%

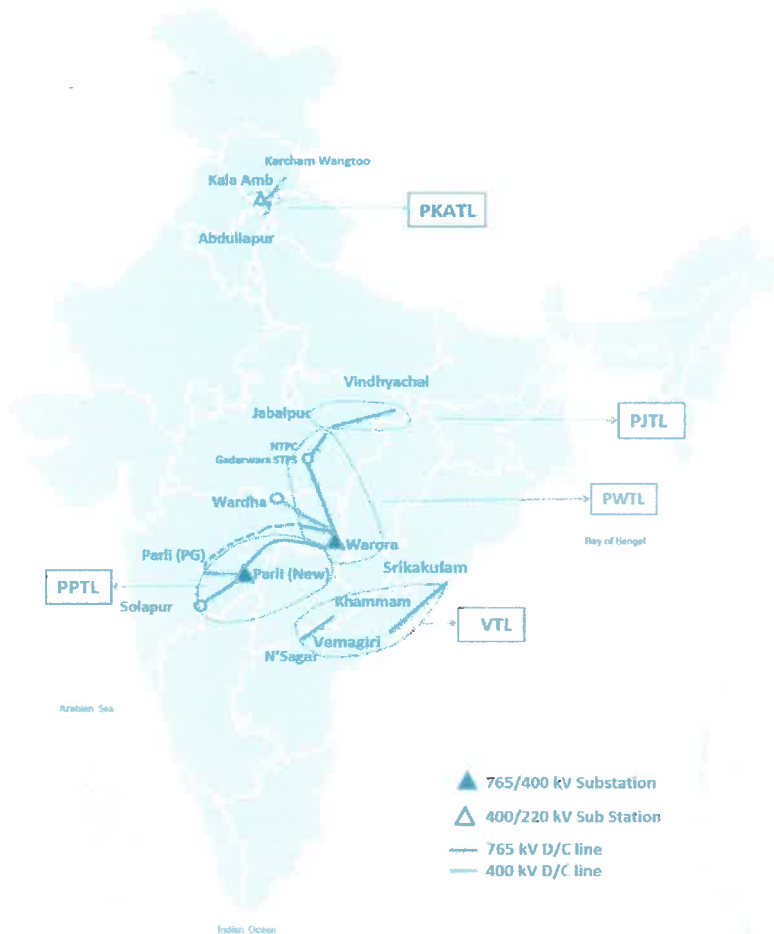
Unit holding pattern reported as on March 31, 2024



The Asset Portfolio

The Portfolio Assets comprise five power transmission projects located across five states of India. The projects comprise 11 transmission lines, including six 765 kV transmission lines and five 400 kV transmission lines, with a total circuit length of approximately 3,698.59 ckm, and three substations with 6,630 MVA of an aggregate transformation capacity and 1,955.66 km of optical ground wire. Each of the Initial Portfolio Assets has in place a long-term TSA of 35 years from the Scheduled COD of the relevant Initial Portfolio Asset. Upon expiry of the term of a TSA, the relevant Initial Portfolio Asset can apply to CERC for renewal if it is not unilaterally extended by CERC.

PGInvIT had acquired 74% of equity shares stake in each of 5 SPVs from PGCIL pursuant to the IPO. The transfer of funds to the Sponsor towards consideration for acquisition of 74% equity holding was completed during May 2021. Subsequently, in March 2022, PGINVIT acquired balance 26% equity shares of one of the SPV, namely VTL, from its sponsor.



Below is the snapshot of Asset Portfolio of PGINvIT :

Description	Vizag Transmission Limited	POWERGRID Kala Amb Transmission Limited	POWERGRID Parli Transmission Limited	POWERGRID Warora Transmission Limited	POWERGRID Jabalpur Transmission Limited
Location	Andhra Pradesh and Telangana	Himachal Pradesh	Maharashtra	Madhya Pradesh and Maharashtra	Madhya Pradesh
No. of lines & substations	2 lines	1 line; 1 S/S	3 lines; 1 S/S	4 lines; 1 S/S	1 line
Line length (ckm)	956.84	2.47	966.12	1,028.11	745.05
Transformation capacity (MVA)	-	630	3,000	3,000	-
Commercial operation date	February 2017	July 2017	Jun 2018	July 2018	January 2019
% stake acquired by PGINvIT	74% - IPO 26% - Mar, 22	74% - IPO	74% - IPO	74% - IPO	74%

Source: Management inputs

As per the Share Purchase Agreement dated April 22, 2021 between Power Grid Corporation of India ("the Seller") and POWERGRID Infrastructure Investment Trust acting through its Trustee and Investment Manager ("the Buyer"), the parties agreed for the transfer of the balance 26% of the equity shareholding of the specified SPVs from the seller to the buyer at the expiry of the Lock in period (the end of 5 years from the commercial operation date in terms of the TSA) and at a consideration determined in accordance with the applicable laws and mutually agreed upon by the parties.

7. Valuation Base and Premise

7.1 Valuation Base

IVS 102 defines the Valuation Bases and prescribes the corresponding fundamental assumptions on which Valuation will be based and provide the premises of values.

IVS 102 provides three Valuation Bases which are required to be chosen by the Valuer considering the terms and purpose of the Valuation engagement

- I. Fair Value: Price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the Valuation Date.
- II. Participant Specific Value: Estimated value of an asset or liability after considering the advantages and disadvantages that may arise to the owner, identified participant or identified acquirer.
- III. Liquidation Value: Amount that will be realized on sale of an asset or a group of assets when an actual / hypothetical termination of the business is contemplated / assumed.

Fair Value as per ICAI VS defined as under:

"Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the valuation date. "

7.2 Premise of Valuation

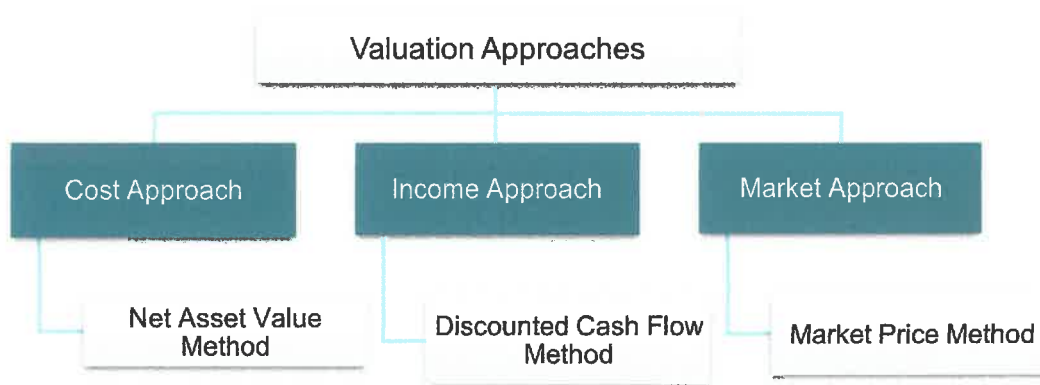
Premise of Value refers to the conditions and circumstances how an asset is deployed. The going concern value premise is defined as under:

"Going concern value is the value of a business enterprise that is expected to continue to operate in the future. The intangible elements of going concern value result from factors such as having a trained work force, an operational plant, the necessary licenses, systems, and procedures in place, etc".



8. Valuation Approaches

There are various methods adopted for valuing the underlying assets of an entity. Certain methods are based on asset value while certain other methods are based on the earnings potential of the asset. Each method proceeds on different fundamental assumptions which have greater or lesser relevance and at times even no relevance, to a given situation. Thus, the methods to be adopted for a particular valuation exercise must be judiciously chosen. The valuation approaches and methods shall be selected in a manner which will maximize the use of relevant observable inputs and minimize the use of unobservable inputs.



8.1 Cost Approach

The cost approach reflects the amount that would be required currently to replace the service capacity of an asset. Often, the value of the business/asset is driven in terms of the investment that would be required to replace the assets they have assembled.

8.1.1 Net Asset Value (“NAV”) Method

The Net Assets Value Method under cost approach derives the value of the overall business based on the value of the underlying assets and liabilities comprising the business (tangible and intangible assets, whether recorded on the balance sheet or not) on the valuation date.

8.2 Income Approach

Income approach is a valuation approach that converts maintainable or future amounts (e.g., cash flows or income, cost savings and expenses) to a single current (i.e., discounted or capitalised) amount. The fair value measurement is determined on the basis of the value indicated by current market expectations about those future amounts.



8.2.1 Discounted Cash Flow (“DCF”) Method

The DCF method values the asset by discounting the cash flows expected to be generated by the asset or a business for the explicit forecast period and also the perpetuity value (or terminal value) in case of assets/business with indefinite life.

The DCF method is one of the most common methods for valuing various assets such as shares, businesses, debt instruments, etc.

This method involves discounting of future cash flows expected to be generated by an asset over its life using an appropriate discount rate to arrive at the present value.

The following are important inputs for the DCF method:

- Cash flows;
- Discount rate; and
- Terminal value

8.3 Market Approach

Market approach is a valuation approach that uses prices and other relevant information generated by market transactions involving identical or comparable (i.e., similar) assets, liabilities or a group of assets and liabilities, such as a business.

The following are some of the instances where a valuer applies the market approach:

- a) where the asset to be valued or a comparable or identical asset is traded in the active market;
- b) there is a recent, orderly transaction in the asset to be valued; or
- c) there are recent comparable orderly transactions in identical or comparable asset(s) and information for the same is available and reliable

8.3.1 Market Price Method

Under Market Price method the traded price observed over a reasonable period while valuing assets which are traded in the active market is considered.

The market price of an asset as quoted in an active market is normally considered as the fair value of said asset where such quotations are arising from the asset being regularly and freely traded in, subject to the element of speculative support that maybe inbuilt in the value of the asset.

As per **ICAI Valuation Standard- 301: Business Valuation:**

Enterprise Value: Enterprise Value is the value attributable to the equity shareholders plus the value of debt and debt like items, minority interest, preference share less the amount of non-operating cash and cash equivalents.

Business Value: Business value is the value of the business attributable to all its shareholders

Equity Value: Equity Value is the value of the business attributable to equity shareholders.



As per International Valuation Standard **IVS 200 Businesses and Business Interests**

Enterprise value: Often described as the total value of the equity in a business plus the value of its debt or debt-related liabilities, minus any cash or cash equivalents available to meet those liabilities.

Total invested capital value: The total amount of money currently invested in a business, regardless of the source, often reflected as the value of total assets less current liabilities and cash.

Operating Value: The total value of the operations of the business, excluding the value of any non-operating assets and liabilities.

Equity value: The value of a business to all of its equity shareholders.

9. Valuation Analysis

9.1 The adopted approaches

After analyzing the above-mentioned approaches and gaining understanding of the Trust structure, we derive that the Specified SPVs are to be valued at enterprise level as a going concern taking into consideration all the future aspects of the business.

These Specified SPVs are not listed on any stock exchange. Thus, active market prices are not available for the equity shares of the company, hence Market Price Method cannot be applied.

Taking into consideration other observable inputs available and the fact that these Specified SPVs are not under liquidation or facing any kind of distress, the cost approach will not provide reliable value.

The Investment Manager has shared the financial projections for the balance tenor of TSA. Therefore, we conclude that employing discounted cash flow method under income approach will be the most suitable method and approach in this case as it serves as an indicator of the prospective return that the business is able to generate in the future. The discounted cash flow method is very effective because it allows values to be determined even when cash flows are fluctuating.

The DCF method uses the future free cash flows of the firm holders discounted by the cost of capital to arrive at the present value. In general, the DCF method is a strong and widely accepted valuation tool, as it concentrates on cash generation potential of a business. This method is based on future potential and is widely accepted.



The valuation premises, basis, approaches and methods for respective Specified SPVs is adopted as below:

Particulars	Vizag Transmission Limited	POWERGRID Kala Amb Transmission Limited	POWERGRID Parli Transmission Limited	POWERGRID Warora Transmission Limited	POWERGRID Jabalpur Transmission Limited
Valuation Base	Fair Value	Fair Value	Fair Value	Fair Value	Fair Value
Valuation Premise	Going Concern	Going Concern	Going Concern	Going Concern	Going Concern
Valuation Approach	Income Approach	Income Approach	Income Approach	Income Approach	Income Approach
Method Adopted	Discounted Cash Flow Method	Discounted Cash Flow Method	Discounted Cash Flow Method	Discounted Cash Flow Method	Discounted Cash Flow Method

9.2 Discounted Cash Flows Method: Critical Inputs

As discussed earlier, the following are important inputs for the DCF method:

- Cash flows;
- Discount rate; and
- Terminal value and growth rate

9.2.1 Future Free Cash Flows:

The future free cash flows are derived considering, inter alia, the changes in the working capital and any capital expenditure. They are an aggregation of free cash flows of company during the explicit forecast period – prepared based on the business plan – and during the post explicit forecast period, estimated using an appropriate method, and are available to Company's shareholders.

Generally, in DCF there are two work-arounds for determining future free cash flows depending upon the valuation requirements, being:

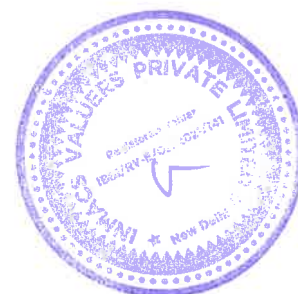
- Free Cash Flow to Firm (FCFF)
- Free Cash Flow to Equity (FCFE)

We have opted Free Cash Flow to Firm (FCFF) for our valuation analysis except for RTM project of PKATL where Free Cash Flow to Equity (FCFE) has been opted for analysis. After determining the Free cash flow at present value we add up surplus assets and reduce the market value of debt as on date of valuation and other non-equity claims to arrive at the value of equity.

FCFF = NOPAT + Non-Cash Charges +/- Net Capital Expenditure +/- Non-Cash Working Capital Changes

9.2.2 Discount rate

The appropriate discount rate for discounting FCFF is Weighted Average Cost of Capital ('WACC'). Same has been applied to calculate values on **March 31st, 2024**.



Computation of WACC

$$WACC = K_d \times (1-t) \times W_d + K_e \times W_e$$

Where
 K_d = Estimated pre-tax cost of debt
 t = applicable corporate tax rate
 W_d = (Debt/(Debt+Equity))
 K_e = Cost of Equity
 W_e = (Equity/(Debt+Equity))
 D = market value of debt
 E = market value of equity

9.2.3 Cost of Debt

The cost of debt is the rate at which the company is able to raise debt. A number of methods can be employed to determine a company's cost of debt be it the actual cost at which company has raise the debt or matrix pricing method.

9.2.4 Cost of Equity

Cost of equity has been estimated based on the capital asset pricing model i.e. CAPM. This model calculates the cost of equity of a Company as the sum of the risk-free rate and a Company specific equity risk premium, the later of which represents the risk of company in question as compared to the market risk premium

Calculation of Cost of Equity by employing CAPM

$$\text{Cost of Equity} = R_f + \beta (R_m - R_f)$$

Where:
 R_f Risk Free Rate
 β /Beta A measure of observed volatility of the company compared to the market
 $(R_m - R_f)$ It is Equity or Market Risk Premium

Below is the summary of WACC:

Parameter	Abv	VTL	PKATL	PPTL	PWTL	PJTL	Remarks
Cost of Equity	ke	10.14%	10.14%	10.14%	10.14%	10.14%	Capital Asset Pricing Model
Cost of Debt post Tax	kd	6.15%	6.15%	6.15%	6.15%	6.15%	
Debt Equity Ratio	D/E	0.34	0.34	0.34	0.34	0.34	
Weighted Average Cost of Capital	WACC	8.79%	8.79%	8.79%	8.79%	8.79%	$K_e \times W_e + K_d(\text{post-tax}) \times W_d$



Cost of Equity

Parameter	Abv	VTL	PKATL	PPTL	PWTL	PJTL	Remarks
Risk Free Rate	Rf	6.97%	6.97%	6.97%	6.97%	6.97%	Source: CCIL Published Rates: March 31, 2024
Beta	Beta	0.29	0.29	0.29	0.29	0.29	Based on industry median beta of comparable companies computed on 3 year daily data
Equity Risk Premium	ERP (Rm - Rf)	7.81%	7.81%	7.81%	7.81%	7.81%	Forward looking implied equity risk premium - Country Risk Adjusted
Debt Equity Ratio	D/E	0.51	0.51	0.51	0.51	0.51	For our analysis we have considered industry 3 year average DE ratio for the comparables
Relevered Beta	Relevered Beta	0.41	0.41	0.41	0.41	0.41	
Cost of Equity		10.14%	10.14%	10.14%	10.14%	10.14%	Capital Asset Pricing Model

Cost of Debt

Parameter	Abv	VTL	PKATL	PPTL	PWTL	PJTL	Remarks
Cost of Debt (pre-tax)	Kd	8.22%	8.22%	8.22%	8.22%	8.22%	Cost of debt pre tax
Tax Rate	t	25.17%	25.17%	25.17%	25.17%	25.17%	
Cost of Debt (post-tax)	Kd (1 - t)	6.15%	6.15%	6.15%	6.15%	6.15%	
Equity Weight	We	0.66	0.66	0.66	0.66	0.66	
Debt Weight	Wd	0.34	0.34	0.34	0.34	0.34	
Weighted Average Cost of Capital	WACC	8.79%	8.79%	8.79%	8.79%	8.79%	Ke*We + Kd(post-tax)*Wd

Equity Risk Premium

Parameter	Figures	Remarks
Moody's sovereign rating	India Baa3	http://www.moodys.com
Country Risk Premium (Rating)	India 3.21%	
Country Risk Premium of mature equity market	US 4.60%	
Equity Risk Premium (Rating)	7.81%	http://www.stern.nyu.edu/~adamodar/New_Home_Page/data.html

Notes:

1. The current cost of debt of Specified SPVs comes to be 14.50% as a result of arrangement made between PGInvIT acting through its investment manager, the company and the Trustee of PGInvIT. As per the Facility agreement entered into between the Company, Investment manager and the Trustee, the Company shall, with prior notice to the Trustee, be entitled to prepay all or any portion of the outstanding principal amounts of the Loan, without any prepayment penalty or premium.

Therefore, in order to arrive at a fair value of the enterprise, we have considered this (6.15%) as post tax cost of debt for the company as reasonable basis in normal course of business without posing any advantage or disadvantage due to any special arrangement within the stakeholders.



9.2.5 Terminal Value

Terminal value represents the present value at the end of explicit forecast period of all subsequent cash flows to the end of the life of the asset or into perpetuity if the asset has an indefinite life.

We understand from the Management that the ownership of the project assets shall remain with Specified SPVs after completion of the term of the TSA and that the project assets will continue to have economic utility beyond the term of the TSA. Considering the aforementioned, terminal Value at the end of the forecast period has been estimated based on the projected annualized revenue and EBITDA margins in the last forecast year and assuming a long-term growth rate of 0% and maintainable capital expenditure equal to the annual depreciation during the forecast period.

10. DCF Valuation Analysis of Specified SPVs

10.1 Vizag Transmission Limited

10.1.1 About the company

Company	Vizag Transmission Limited
CIN	U40300DL2011GO1228136
Erstwhile name	POWERGRID Vizag Transmission Limited
Incorporation Date	November 30,2011
Gross Block as on March 31, 2024	₹ 13,097.79 Millions
TSA date	May 14,2013
Scheduled COD	September 04,2016
Project COD	February 01,2017
Expiry date	35 years from the date of COD
PGInvT shareholding	100%

Vizag Transmission Limited ('VTL') formerly POWERGRID Vizag Transmission Limited ('PVTL'), was incorporated on 30th November 2011. Vizag Transmission Limited entered into a transmission service agreement dated 14th May 2013 with its Long-Term Transmission Customers ('LTTCS') (the 'VTL TSA' to strengthen transmission system in the southern region of India for import of power from the eastern region of India, on a Build Operate Own Maintain ('BOOM') basis.

The project was awarded on 31st July 2013, through the TBCB mechanism, for a 35-year period from the Scheduled COD (as extended pursuant to the letter issued by TANGEDCO dated 27th September 2017), i.e., 1st February 2017. VTL was granted a transmission license by the CERC on 8th January 2014.

Subsequently, VTL entered into a TSA dated 21st November 2015 with the CTU, inter-state transmission service customers, inter-state transmission service licensees and non-inter-state transmission service licensees whose assets have been certified as being used for inter-state transmission by the regional power committee ('RPCs'), and a revenue sharing agreement dated 21st November 2015 with the CTU.



VTL operates two transmission lines of 956.84 ckm comprising one 765 kV double circuit line of approximately 668 ckm from Srikakulam (Andhra Pradesh) to Vemagiri (Andhra Pradesh) and one 400 kV double circuit line of 288.84 ckm from Khammam (Telangana) to Nagarjuna Sagar (Andhra Pradesh)

PGInvIT acquired the remaining 26% equity shareholding in VTL on 31st March 2022 and the name was changed from POWERGRID Vizag Transmission Limited ('PVTL') to Vizag Transmission Limited. The Trust now holds 100% equity shareholding in VTL.

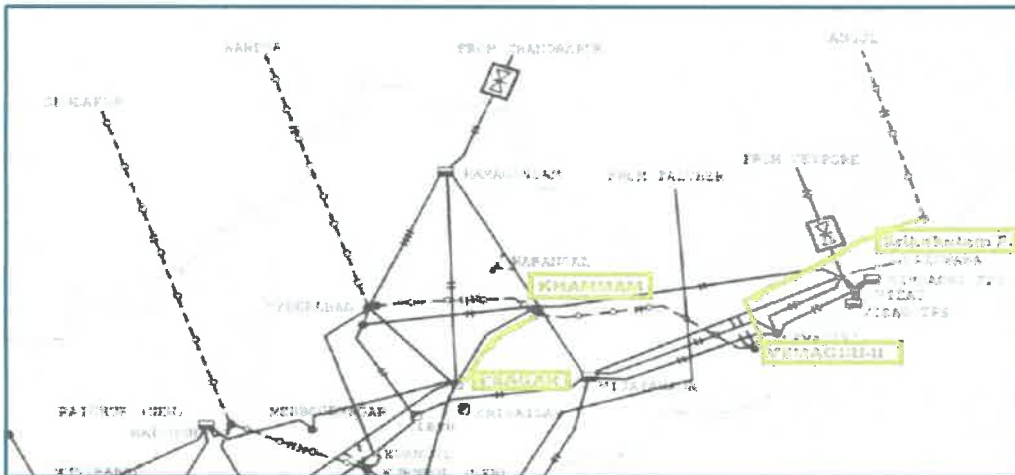
As of March 31st, 2024, the Gross Block of Property, Plant and Equipment (including Intangibles) was ₹ 13,097.79 millions.

All the elements have been successfully charged and Date of Commercial Operations (DOCO) declared as per details below:

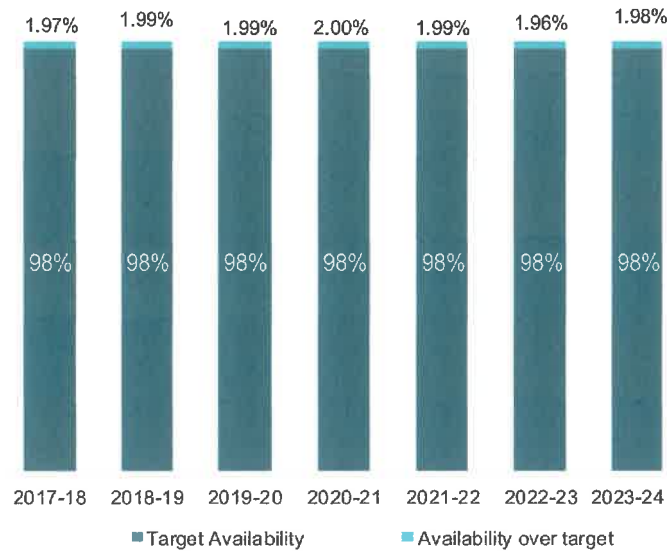
Transmission Line/ Substations	Location	Line length/ Capacity	Specifications	COD	Contribution to total transmission charges
Khammam (Existing) – Nagarjuna Sagar	Andhra Pradesh and Telangana	288.84	400 kV D/C	03-Jan-16	15.25%
Srikakulam PP –Vemagiri-II Pooling Station	Andhra Pradesh	668	765 kV D/C	01-Feb-17	84.75%

Source: Management inputs

GRID Map of Vizag Transmission Limited



Historical Average Annual Availability of VTL



Source: Management Input

Note: Average availability for FY 2023-24 (Apr-Mar) is on actual basis.

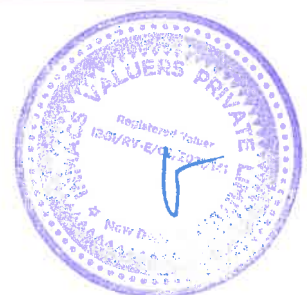
We have been provided with the financial projections of the VTL for balance tenor of the TSA i.e. uptill January 31st, 2052, therefore we have referred the same for our analysis. Estimation of the net cash flows of the company to be in explicit period based on these financial projections.

The projections of VTL are based on the following critical inputs

Inputs	Details
Transmission Revenue	<p>Transmission revenue of VTL is provided in the TSA for the life of the project. It comprises non-escalable transmission revenue and escalable transmission revenue as follows:</p> <ol style="list-style-type: none"> Non-Escalable Transmission Revenue – It has been considered based on long term Transmission Service Agreement of VTL . We have corroborated the non-escalable transmission revenue provided by the Management in the financial projections with the TSA of VTL. Escalable Transmission Revenue – It is the revenue component where revenue is escalated each year based on the escalation index which is computed as per the annualized escalation rate notified by the CERC every 6 months. This escalation is done mainly to compensate VTL for inflation. An escalation rate of 5.64% for the forecast period beginning 1st October 2024 has been considered, which is based on the average of historical rates notified by the CERC for the period 1st October 2019 to September 24th, 2024.



Inputs	Details
Incentive	<p>As per the TSA, if the availability in a contract year exceeds the target availability of 98%, VTL shall be entitled to an annual incentive as follows:</p> <p>Incentive = 0.02 X Annual Transmission Charges X (Actual Annual Availability – Target Availability)</p> <p>No incentive shall be payable above the availability of 99.75%. Management expects the annual availability for VTL at or above 99.75% during the forecast period.</p>
Penalty	<p>If the availability in any contract year falls below 95%, VTL shall be penalised as per the TSA. As represented to us by the Management, the availability in any contract year shall not fall below 95% during the forecast period and thus the penalty has not been considered in the financial projections.</p>
Operations & Maintenance (“O&M”) Expenses	<p>O&M expenses for VTL have been estimated by the Management at INR 40.36 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 3.51% per annum as per O&M Agreement and Management estimates. We have relied on the projections provided by the Management.</p>
Project Management (“PM”) Expenses	<p>Project Management expenses for VTL have been estimated by the Management at INR 6.05 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 3.51% per annum as per Project Implementation and Management Agreement. We have relied on the projections provided by the Management.</p>
License fees	<p>Annual License fee has been estimated by the Management for the forecast period at 0.11% of Annual Transmission Charges as provided under the CERC regulations.</p>
Insurance Expenses	<p>Insurance expenses for VTL have been estimated by the Management (based on the invoice obtained from insurer) as INR 58.20 Mn in FY2025. Insurance expenses are expected to be constant throughout the life of the project.</p>
Key Managerial Personnel Expenses	<p>Key Managerial Personnel Expenses for VTL have been estimated by the Management as INR 3.33 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 8.33% per annum.</p>
System and Market Operation Charges	<p>System and Market Operation Charges for VTL have been estimated by the Management as INR 9.00 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 6.50% per annum.</p>



Inputs

Details

Audit Expenses

Audit Expenses for VTL have been estimated by the Management as INR 0.30 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 5 % per annum.

Other Administrative Expenses and Other Expenses

Other Administrative Expenses and Other Expenses for VTL have been estimated by the Management as INR 1.29 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 5 % per annum.

Breakdown Contingencies

The Management has estimated that an amount of INR 0.50 Mn per annum shall be spent with respect to breakdown contingencies for VTL during the forecast period.

CSR Expense

As per the provisions of Section 135 of the Companies Act 2013, a CSR Expense of 2% of the average profits for the past 3 years for VTL has been considered.

Depreciation

Depreciation is being calculated using the Straight Line Method over the life of the project considering a salvage value of 5% as per the Companies Act, 2013. For calculating depreciation as per the Income Tax Act for the projected period, depreciation rate as specified in the Income Tax Act and WDV as per Income Tax Return filed by VTL has been considered. VTL is expected to incur certain maintenance capital expenditure during the forecast period. The effect of the same has been considered while computing both book and income tax depreciation.

Tax Rates

VTL shall pay taxes as follows over the forecast period:

Regime	Period	Marginal Corporate Income Tax Rate
Old Regime	Till 2044	29.12%
New Regime	FY 2045 onwards	25.17%

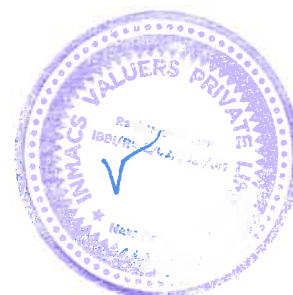
Tax Incentive

VTL is eligible for tax holiday under section 80IA of Income Tax Act. Such tax holiday shall be available for any 10 consecutive years out of 15 years beginning from the date of COD. For VTL, the tax holiday benefit proposed to be claimed as follows:

Component	Tax Holiday period
Khammam (Existing) – Nagarjuna Sagar	FY2020-21 to FY2029-30
Srikakulam PP – Vemagiri-II Pooling Station	FY2021-22 to FY2030-31



Inputs	Details
Working Capital	<p>The Management have envisaged the working capital requirement of VTL for the forecast period. The major operating working capital assumptions are as follows:</p> <ul style="list-style-type: none"> a. Trade Receivables days – 45 days b. Unbilled Revenue days – 31 days
Debt	<p>The borrowings as of 31st March 2024 of VTL is from PGInvIT at an interest rate of 14.5% p.a.</p>
Capital Expenditure	<p>The Management has provided us estimated capital expenditure to be incurred over the forecast period for VTL. We have relied on the projections provided by the Management.</p>
Contingent Liabilities	<p>The Management represented that, as per the Share Purchase Agreement executed between POWERGRID, IDBI Trusteeship Services Limited (in its capacity as Trustee to PGInvIT), PUTL (in its capacity as Investment Manager to PGInvIT) and Specified SPVs, POWERGRID has undertaken to indemnify, defend and hold harmless the Trust and the Investment Manager from and against losses which relate to or arise from inter-alia any pending or threatened claims against the Specified SPVs from the period prior to and including the First Closing Date i.e. 13th May 2021. And no major contingent liabilities have arisen for the period after 13th May 2021. Since no major contingent liability has to be borne by VTL, there is no impact of contingent liability on the valuation.</p>



10.1.2 DCF Valuation Analysis

Vizag Transmission Limited

DCF Valuation Analysis

Valuation Date: March 31st, 2024

Particulars	Amount (₹ Millions)
Present value of FCFF for explicit period	17,522.47
Present value of terminal value	1,208.13
Business enterprise value	18,730.60
Cash and bank balance as on date of valuation	118.33
Borrowings as on date of valuation	7,779.88
Equity value as on date of valuation	11,069.05
Number of equity shares outstanding as on date of valuation (no.s in millions)	209.73
Value per equity share (₹/share)	52.78

(in ₹ millions)

S.no	Period length (months)	For the period ended on	Revenues	NOPAT	Depreciation	Capital Expenditure	Change in working capital	Free cash flow to the firm	YearFracs	Present value factors	Present Value
1	2	3	4	5	6	7	8	9 = 5+6+7+8	Mid-year	10	11 = 9 X 10
1	12	31-Mar-25	2,203.25	1,357.30	312.37	-6.29	63.26	1,726.63	0.50	0.96	1,655.43
2	12	31-Mar-26	2,202.80	1,359.41	312.47	-	0.09	1,671.98	1.50	0.88	1,473.55
3	12	31-Mar-27	2,202.38	1,357.76	312.93	-24.07	0.09	1,646.70	2.50	0.81	1,334.04
4	12	31-Mar-28	2,201.93	1,354.56	313.38	-	0.09	1,668.03	3.50	0.74	1,242.17
5	12	31-Mar-29	2,201.44	1,351.54	313.62	-11.80	0.10	1,653.46	4.50	0.68	1,131.86
6	12	31-Mar-30	2,200.91	1,348.40	313.86	-	0.11	1,662.36	5.50	0.63	1,046.04
7	12	31-Mar-31	2,200.35	1,345.09	314.12	-11.80	0.12	1,647.53	6.50	0.58	952.97
8	12	31-Mar-32	2,199.74	1,341.62	314.38	-	0.13	1,656.13	7.50	0.53	880.56
9	12	31-Mar-33	2,199.08	1,338.19	314.38	-	0.14	1,652.71	8.50	0.49	807.76
10	12	31-Mar-34	2,198.38	1,334.33	314.68	-11.45	0.15	1,637.71	9.50	0.45	735.78
11	12	31-Mar-35	2,197.63	1,330.28	314.98	-	0.16	1,645.41	10.50	0.41	679.53
12	12	31-Mar-36	2,196.82	1,326.27	314.98	-	0.17	1,641.41	11.50	0.38	623.12
13	12	31-Mar-37	2,195.95	1,321.82	315.24	-8.54	0.18	1,628.70	12.50	0.35	568.35
14	12	31-Mar-38	2,195.01	1,317.13	315.51	-	0.20	1,632.83	13.50	0.32	523.77
15	12	31-Mar-39	2,194.00	1,312.42	315.51	-	0.21	1,628.13	14.50	0.29	480.08
16	12	31-Mar-40	2,192.94	1,307.15	315.87	-9.44	0.22	1,613.80	15.50	0.27	437.42
17	12	31-Mar-41	2,191.77	1,301.60	316.23	-	0.24	1,618.07	16.50	0.25	403.15
18	12	31-Mar-42	2,190.53	1,296.06	316.23	-	0.26	1,612.55	17.50	0.23	369.32
19	12	31-Mar-43	2,189.19	1,290.19	316.23	-	0.28	1,606.71	18.50	0.21	338.26
20	12	31-Mar-44	2,187.78	1,166.53	316.23	-	0.29	1,483.05	19.50	0.19	287.00
21	12	31-Mar-45	2,186.24	1,159.74	316.23	-	0.32	1,476.29	20.50	0.18	262.62
22	12	31-Mar-46	2,184.60	1,152.75	316.23	-	0.34	1,469.33	21.50	0.16	240.27
23	12	31-Mar-47	2,182.84	1,145.52	316.23	-	0.37	1,462.12	22.50	0.15	219.78
24	12	31-Mar-48	2,180.96	1,138.01	316.23	-	0.39	1,454.64	23.50	0.14	200.99
25	12	31-Mar-49	2,178.94	1,130.17	316.23	-	0.42	1,446.82	24.50	0.13	183.76
26	12	31-Mar-50	2,176.76	1,121.96	316.23	-	0.45	1,438.64	25.50	0.12	167.96
27	12	31-Mar-51	2,174.44	1,113.35	316.23	-	0.48	1,430.07	26.50	0.11	153.48
28	10	31-Jan-52	1,821.98	927.64	263.53	-	0.24	1,191.41	26.92	0.10	123.45
29	12	Terminal Value	2,173.27	1,106.50	314.34	-314.34	0.24	1,106.74	27.83	0.10	106.16



Sensitivity Analysis

Sensitivity analysis is an analysis technique that works on the basis of what-if analysis like how independent variables can affect the dependent variable. As discussed above, DCF valuation involves use of critical inputs to determine equity value, these critical inputs are independent variables and resultant equity value is dependent variable.

The table below is a what-if analysis table, wherein the impact on equity value and enterprise value has been produced considering critical input being discount rates vary by 50 basis points in either direction.

(in ₹ millions)			
	Sensitivity	Equity Value	Enterprise Value
Discount rates	-	11,069.05	18,730.60
	8%	12,646.93	20,308.48
	8.50%	11,614.16	19,275.71
	8.79%	11,069.05	18,730.60
	9%	10,685.46	18,347.01
	9.50%	9,845.47	17,507.02
	9.75%	9,454.77	17,116.32

10.1.3 Additional Disclosures

The Schedule V of the SEBI InvIT Regulations prescribes the minimum set of mandatory disclosures to be made in the valuation report.

Below is the additional information as required by the regulations

Parameter	Details
List of one-time sanctions/approvals which are obtained or pending:	The list is enclosed in Annexure – 1 to the report.
List of up to date/ overdue periodic clearances:	We have included the details in Annexure – 1 to the report.
Statement of assets included:	The details of assets of VTL as of March 31st, 2024 are provided in Annexure – 6.



Parameter	Details										
Estimates of already carried out as well as proposed major repairs and improvements along with estimated time of completion:	<p>We understand from the Management that no major repairs and improvements of the assets have been performed till date. Also, VTL does not plan to perform any major repairs and improvements during the life of the project except CAPEX requirement captured above in the analysis. However, VTL incurs regular annual maintenance charges of Transmission Lines. The projected operation and maintenance charges for the life the project along with the projected inflation rate is as follows:</p> <table border="1"> <thead> <tr> <th>Expenses</th> <th>O&M Expenses</th> </tr> </thead> <tbody> <tr> <td>FY 2025</td> <td>40.36</td> </tr> <tr> <td>FY 2026</td> <td>41.78</td> </tr> <tr> <td>FY 2027</td> <td>43.24</td> </tr> <tr> <td>Annual inflation rate FY25 to FY52</td> <td>3.51%</td> </tr> </tbody> </table> <p><i>Source: Management input</i> <i>Expenses in ₹ millions</i></p>	Expenses	O&M Expenses	FY 2025	40.36	FY 2026	41.78	FY 2027	43.24	Annual inflation rate FY25 to FY52	3.51%
Expenses	O&M Expenses										
FY 2025	40.36										
FY 2026	41.78										
FY 2027	43.24										
Annual inflation rate FY25 to FY52	3.51%										
Revenue pendencies including local authority taxes associated with InvIT asset and compounding charges if any.	The Management has informed that there are no dues including local authority taxes pending to be payable to the Government authorities except as disclosed in the audited financial statements.										
On-going material litigations including tax disputes in relation to the assets, if any;	The list of on-going material litigations including tax disputes in relation to VTL are provided in Annexure – 11.										
Vulnerability to natural or induced hazards that may not have been covered in town planning building control	Management has confirmed that there are no such natural or induced hazards which have not been considered in town planning/ building control.										
Latest Pictures of the project along with date of physical inspection	Please refer Annexure – 16.										
Valuation of the project in the previous 3 years	<p>Equity Value for VTL (100%) as on –</p> <ul style="list-style-type: none"> September 30th, 2023: ₹11,133.70 million (Report dated October 28th, 2023 by Inmacs Valuers Private Limited) March 31st, 2023: ₹11,091.91 million (Report dated May 17th, 2023 by Inmacs Valuers Private Limited) September 30th, 2022: ₹11,519.02 million (Report dated October 28th, 2022 by Inmacs Valuers Private Limited) March 31st 2022: ₹14,453.2 million (Report dated May 17th, 2022 by RBSA Valuation Advisors LLP) September 30th, 2021: ₹14,934.4 million (Report dated October 28th, 2021 by RBSA Valuation Advisors LLP) 										
Purchase price of the project by the InvIT	INR 11,561.36 million (acquired 74% during IPO) INR 330.78 million (Acquired 26% on 31.03.2022).										



Acquisitions were made from Power Grid Corporation of India Limited (Sponsor) and the transactions were related party transaction.

10.2 POWERGRID Kala Amb Transmission Limited

10.2.1 About the Company

Company	POWERGRID Kala Amb Transmission Limited
CIN	U40106DL2013GOI256048
Erstwhile name	NRSS XXXI (A) Transmission Limited
Incorporation Date	July 29,2013
Gross Block as on March 31, 2024	₹ 3,635.65 Millions
TSA date	January 02,2014
Scheduled COD	July 12,2017
Project COD	July 12,2017
Expiry date	35 years from the date of COD
PGCIL shareholding	26%
PGInvT shareholding	74%

POWERGRID Kala Amb Transmission Limited (PKATL) was incorporated on 29th July 2013. NRSS XXXI (A) Transmission Limited (erstwhile name of PKATL) entered into a transmission service agreement dated 2nd January 2014 with its LTTCs (the "PKATL TSA") for transmission of electricity for transmission system for Northern Region System Strengthening Scheme NRSSXXXI (Part A) on a BOOM basis.

The project was awarded on 26th February 2014, through the tariff-based competitive bidding ('TBCB') mechanism, for a 35-year period from the Scheduled COD, i.e., 12th July 2017. PKATL was granted transmission license by the CERC on 4th September 2014.

Subsequently, PKATL entered into a TSA dated 18th October 2016 with the CTU, inter-state transmission service customers, inter-state transmission service licensees and non-inter-state transmission service licensees whose assets have been certified as being used for inter-state transmission by the RPCs, and a revenue sharing agreement dated 18th October 2016 with the CTU.

PKATL operates one transmission line of 2.47 ckm comprising LILO of Karcham Wangtoo – Abdullapur transmission line at Kala Amb substation (on M/C towers). In addition, the project includes one 400/220 kV substation of an aggregate capacity of 630 MVA in Kala Amb (Himachal Pradesh), and 40% series compensation on 400 kV D/C line from Karcham Wangtoo (Himachal Pradesh) to Kala Amb (Himachal Pradesh).

As per CERC order dated 22nd March 2022, PKATL was granted a separate transmission licence for implementation of 125 MVAR, 420 kV Bus Reactor at Kala Amb on the Regulated Tariff Mechanism (RTM) route. The transmission licence will remain in force for a period of 25 years from the date of issue. The project has been put to commercial operation w.e.f. 05th February 2024.

As on March 31st, 2024, the gross block of property plant and equipment including intangibles stood at ₹ 3,635.65 Millions.



Historical Average Annual Availability of PKATL



Source: Management Input

Note: Average availability for FY 2023-24 (Apr-March) is on provisional basis

We have been provided with the financial projections of the TBCB assets of PKATL for balance tenor of the TSA i.e. up till July 11th, 2052 and of the RTM assets of PKATL till 31st March 2059 and, therefore we have referred the same for our analysis. Estimation of the net cash flows of the company to be in explicit period based on these financial projections.

The projections of PKATL are based on the following critical inputs

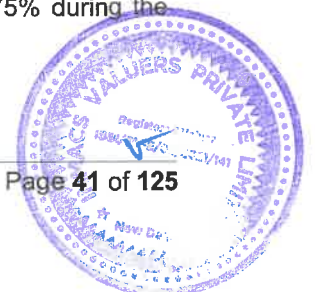
Inputs	Details
Transmission Revenue	<p>Transmission revenue of PKATL is provided in the TSA for the life of the project. It comprises of only non escalable transmission revenue as follows:</p> <p>a. Non-Escalable Transmission Revenue – It has been considered based on long term Transmission Service Agreement of PKATL . We have corroborated the non-escalable transmission revenue provided by the Management in the financial projections with the TSA of PKATL.</p>

Incentive

As per the TSA, if the availability in a contract year exceeds the target availability of 98%, PKATL shall be entitled to an annual incentive as follows:

Incentive = 0.02 X Annual Transmission Charges X (Actual Annual Availability – Target Availability)

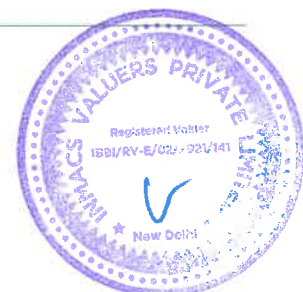
No incentive shall be payable above the availability of 99.75%. Management expects the annual availability for PKATL at or above 99.75% during the forecast period.



Inputs	Details
Penalty	If the availability in any contract year falls below 95%, PKATL shall be penalised as per the TSA. As represented to us by the Management, the availability in any contract year shall not fall below 95% during the forecast period and thus the penalty has not been considered in the financial projections.
Operations & Maintenance ("O&M") Expenses	O&M expenses for PKATL have been estimated by the Management as INR 50.93 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 3.51% per annum as per O&M Agreement and Management estimates. We have relied on the projections provided by the Management.
Project Management ("PM") Expenses	Project Management expenses for PKATL have been estimated by the Management as INR 7.64 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 3.51% per annum as per Project Implementation and Management Agreement. We have relied on the projections provided by the Management.
License fees	Annual License fee has been estimated by the Management for the forecast period at 0.11% of Annual Transmission Charges as provided under the CERC regulations.
Power Charges	Power charges for PKATL have been estimated by the Management at INR 1.25 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 3.51% per annum.
Security Expenses	Security expenses for PKATL have been estimated by the Management at INR 6.15 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 6.50% per annum.
Insurance Expenses	Insurance expenses for PKATL have been estimated by the Management (based on the invoice obtained from insurer) as INR 7.70 Mn in FY2025. Insurance expenses are expected to be constant throughout the life of the project.
Key Managerial Personnel Expenses	Key Managerial Personnel Expenses for PKATL have been estimated by the Management as INR 3.63 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 8.33% per annum.
System and Market Operation Charges	System and Market Operation Charges for PKATL have been estimated by the Management as INR 0.02 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 6.50% per annum.
Audit Expenses	Audit Expenses for PKATL have been estimated by the Management as INR 0.30 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 5% per annum.
Other Administrative Expenses and Other Expenses	Other Administrative Expenses and Other Expenses for PKATL have been estimated by the Management as INR 1.29 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 5% per annum.
Breakdown Contingencies	The Management has estimated that an amount of INR 0.50 Mn per annum shall be spent with respect to breakdown contingencies for PKATL during the forecast period.
CSR Expense	As per the provisions of Section 135 of the Companies Act 2013, a CSR Expense of 2% of the average profits for the past 3 years for PKATL has been considered.



Inputs	Details
Depreciation	Depreciation is being calculated for TBCB assets using Straight Line Method over the life of the project considering a salvage value of 5% as per the Companies Act, 2013. For calculating depreciation as per Income Tax Act for the projected period, depreciation rate as specified in the Income Tax Act and WDV as per Income Tax Return filed by PKATL have been considered. PKATL is expected to incur certain maintenance capital expenditure during the forecast period. The effect of the same has been considered while computing both book and income tax depreciation.
Tax Incentive	PKATL shall pay taxes under the new regime at the rate of 25.17% throughout the forecast period. The effective tax rate throughout the forecast period shall be 25.17%
Working Capital	<p>The Management have envisaged the working capital requirement of PKATL for the forecast period. The major operating working capital assumptions are as follows:</p> <ol style="list-style-type: none"> a. Trade Receivables days – 45 days b. Unbilled Revenue days – 31 days
Debt	The borrowings as of March 31st, 2024 of PKATL is from PGIInvIT at an interest rate of 14.5% p.a.
Capital Expenditure	The Management has provided us estimated capital expenditure to be incurred over the forecast period for PKATL. We have relied on the projections provided by the Management.
Contingent Liabilities	The Management represented that, as per the Share Purchase Agreement executed between POWERGRID, IDBI Trusteeship Services Limited (in its capacity as Trustee to PGIInvIT), PUTL (in its capacity as Investment Manager to PGIInvIT) and Specified SPVs, POWERGRID has undertaken to indemnify, defend and hold harmless the Trust and the Investment Manager from and against losses which relate to or arise from inter-alia any pending or threatened claims against the Specified SPVs from the period prior to and including the First Closing Date i.e. 13 th May 2021 and no major contingent liabilities have arisen for the period after 13 th May 2021. Since no major contingent liability has to be borne by PKATL, there is no impact of contingent liability on the valuation.



10.2.2 DCF Valuation Analysis

POWERGRID Kala Amb Transmission Limited

DCF Valuation Analysis

Valuation Date: March 31st, 2024

Particulars	Amount (₹ Millions)
Present value of FCFF for explicit period (TBCB)	3,499.87
Present value of FCFF for explicit period (RTM)	262.13
Present value of terminal value	176.62
Business enterprise value	3,938.61
Cash and bank balance as on date of valuation	72.71
Borrowings as on date of valuation	1,916.92
Equity value as on date of valuation	2,094.40
Number of equity shares outstanding as on date of valuation (no.s in millions)	61.00
Value per equity share (₹/share)	34.33

(in ₹ millions)

S.no	Period length (months)	For the period ended on	Revenues	NOPAT	Depreciation	Capital Expenditure	Change in working capital	Free cash flow to the firm	YearFracs	Present value factors	Present Value
1	2	3	4	5	6	7	8	11= 5+6+7+8+9+10	Mid-year	12	13 = 11 X 12
2	12	31-Mar-25	671.26	391.50	85.59	-61.77	-61.75	353.57	0.50	0.9588	338.99
3	12	31-Mar-26	589.32	324.11	86.64	-	17.06	427.81	1.50	0.8813	377.04
4	12	31-Mar-27	531.23	272.20	86.88	-12.95	12.09	358.23	2.50	0.8101	290.21
5	12	31-Mar-28	531.23	266.41	87.12	-	-	353.53	3.50	0.7447	263.27
6	12	31-Mar-29	531.23	261.06	87.80	-33.98	-	314.88	4.50	0.6845	215.55
7	12	31-Mar-30	531.23	255.45	89.36	-42.48	-	302.33	5.50	0.6292	190.24
8	12	31-Mar-31	531.23	249.60	90.74	-22.54	-	317.80	6.50	0.5784	183.82
9	12	31-Mar-32	531.23	244.00	91.23	-	-	335.24	7.50	0.5317	178.24
10	12	31-Mar-33	531.23	238.69	91.23	-	-	329.93	8.50	0.4888	161.25
11	12	31-Mar-34	531.23	233.61	91.23	-	-	324.84	9.50	0.4493	145.94
12	12	31-Mar-35	531.23	228.68	91.23	-	-	319.91	10.50	0.4130	132.12
13	12	31-Mar-36	531.23	223.86	91.23	-	-	315.10	11.50	0.3796	119.62
14	12	31-Mar-37	531.23	219.11	91.23	-	-	310.35	12.50	0.3490	108.30
15	12	31-Mar-38	531.23	214.39	91.23	-	-	305.62	13.50	0.3208	98.04
16	12	31-Mar-39	531.23	209.65	91.23	-	-	300.88	14.50	0.2949	88.72
17	12	31-Mar-40	531.23	204.87	91.23	-	-	296.10	15.50	0.2710	80.26
18	12	31-Mar-41	531.23	200.01	91.23	-	-	291.24	16.50	0.2492	72.56
19	12	31-Mar-42	531.23	195.04	91.23	-	-	286.27	17.50	0.2290	65.56
20	12	31-Mar-43	531.23	189.94	91.23	-	-	281.17	18.50	0.2105	59.20
21	12	31-Mar-44	531.23	184.68	91.23	-	-	275.92	19.50	0.1935	53.40
22	12	31-Mar-45	531.23	179.25	91.23	-	-	270.48	20.50	0.1779	48.12
23	12	31-Mar-46	531.23	173.60	91.23	-	-	264.84	21.50	0.1635	43.31
24	12	31-Mar-47	531.23	167.73	91.23	-	-	258.96	22.50	0.1503	38.93
25	12	31-Mar-48	531.23	161.61	91.23	-	-	252.84	23.50	0.1382	34.94
26	12	31-Mar-49	531.23	155.14	91.23	-	-	246.37	24.50	0.1270	31.29
27	12	31-Mar-50	531.23	148.28	91.23	-	-	239.52	25.50	0.1168	27.96
28	12	31-Mar-51	531.23	141.10	91.23	-	-	232.33	26.50	0.1073	24.93
29	12	31-Mar-52	531.23	133.56	91.23	-	-	224.79	27.50	0.0987	22.18
30	4	11-Jul-52	148.45	34.81	25.60	-	-	60.41	27.64	0.0975	5.89
31	Terminal year	Terminal Value	531.23	124.57	91.59	-91.59	-	124.57	28.28	0.0924	11.51



RTM Project

As per CERC order dated 22nd March 2022, PKATL was granted a separate transmission licence for implementation of 125 MVAR, 420 kV Bus Reactor at Kala Amb on the Regulated Tariff Mechanism (RTM) route. The project has been put to commercial operation w.e.f. 05th February 2024. CERC (Terms and Conditions of Tariff) Regulations, 2024, provides post tax return on equity at 15.5% and accordingly valuation of RTM project has done by discounting Free Cash Flows to Equity for our valuation analysis. Debt outstanding for RTM project has been added to arrive at FCFF for RTM project.

Calculation of present value of RTM project cashflows

Cost of Capital (Ke): 10.14%

Valuation Date: 31-Mar-24

Amount (₹ Millions)							
S.No.	Period	Post tax Projected Cash Inflows (Equity)	Projected Capex	Net Cashflow	YearFracs Mid Year	Present value factors	Present Value of Cashflow
1	31-Mar-25	13.77	-23.63	-9.86	0.50	0.9529	-9.39
2	31-Mar-26	13.77		13.77	1.50	0.8652	11.92
3	31-Mar-27	13.77		13.77	2.50	0.7855	10.82
4	31-Mar-28	13.77		13.77	3.50	0.7132	9.82
5	31-Mar-29	13.77		13.77	4.50	0.6476	8.92
6	31-Mar-30	13.77		13.77	5.50	0.5880	8.10
7	31-Mar-31	13.77		13.77	6.50	0.5339	7.35
8	31-Mar-32	13.77		13.77	7.50	0.4847	6.68
9	31-Mar-33	13.77		13.77	8.50	0.4401	6.06
10	31-Mar-34	13.77		13.77	9.50	0.3996	5.50
11	31-Mar-35	13.77		13.77	10.50	0.3628	5.00
12	31-Mar-36	13.77		13.77	11.50	0.3294	4.54
13	31-Mar-37	13.77		13.77	12.50	0.2991	4.12
14	31-Mar-38	13.77		13.77	13.50	0.2716	3.74
15	31-Mar-39	13.77		13.77	14.50	0.2466	3.40
16	31-Mar-40	13.77		13.77	15.50	0.2239	3.08
17	31-Mar-41	13.77		13.77	16.50	0.2033	2.80
18	31-Mar-42	13.77		13.77	17.50	0.1846	2.54
19	31-Mar-43	13.77		13.77	18.50	0.1676	2.31
20	31-Mar-44	13.77		13.77	19.50	0.1522	2.10
21	31-Mar-45	13.77		13.77	20.50	0.1382	1.90
22	31-Mar-46	13.77		13.77	21.50	0.1254	1.73
23	31-Mar-47	13.77		13.77	22.50	0.1139	1.57
24	31-Mar-48	13.77		13.77	23.50	0.1034	1.42
25	31-Mar-49	13.77		13.77	24.50	0.0939	1.29
26	31-Mar-50	13.77		13.77	25.50	0.0853	1.17
27	31-Mar-51	13.77		13.77	26.50	0.0774	1.07
28	31-Mar-52	13.77		13.77	27.50	0.0703	0.97
29	31-Mar-53	13.77		13.77	28.50	0.0638	0.88
30	31-Mar-54	13.77		13.77	29.50	0.0579	0.80
31	31-Mar-55	13.77		13.77	30.50	0.0526	0.72
32	31-Mar-56	13.77		13.77	31.50	0.0478	0.66
33	31-Mar-57	13.77		13.77	32.50	0.0434	0.60
34	31-Mar-58	13.77		13.77	33.50	0.0394	0.54
35	31-Mar-59	13.77		13.77	34.50	0.0358	0.49
36	Terminal Value	135.86		135.86	35.00	0.0341	4.63
	Equity Value						119.84
	Add: Borrowings						146.92
	Enterprise Value						266.76



Sensitivity Analysis

Sensitivity analysis is an analysis technique that works on the basis of what-if analysis like how independent variables can affect the dependent variable. As discussed above, DCF valuation involves use of critical inputs to determine equity value, these critical inputs are independent variables and resultant equity value is dependent variable.

The table below is a what-if analysis table, wherein the impact on equity value and enterprise value has been produced considering critical input being discount rates vary by 50 basis points in either direction.

(in ₹ millions)

Sensitivity	Equity Value	Enterprise Value
	2,094.40	3,938.61
8%	2,359.21	4,203.42
8.50%	2,186.53	4,030.74
8.79%	2,094.40	3,938.61
9%	2,029.17	3,873.38
9.50%	1,885.10	3,729.31
9.75%	1,817.52	3,661.73

10.2.3 Additional Disclosures

The Schedule V of the SEBI InvIT Regulations prescribes the minimum set of mandatory disclosures to be made in the valuation report.

Below is the additional information as required by the regulations

Parameter	Details
List of one-time sanctions/approvals which are obtained or pending:	The list is enclosed in Annexure – 2 to the report.
List of up to date/ overdue periodic clearances:	We have included the details in Annexure – 2 to the report.
Statement of assets included:	The details of assets of PKATL as of March 31st, 2024 are provided in Annexure – 7.



10.3 POWERGRID Parli Transmission Limited

10.3.1 About the company

Company	POWERGRID Parli Transmission Limited
CIN	U40109DL2014GOI269652
Incorporation Date	July 30,2014
Gross Block as on March 31, 2024	₹ 19,290.90 Millions
TSA date	February 09,2015
Scheduled COD	January 31,2018
Project COD	June 04, 2018
Expiry date	35 years from the date of COD
PGCIL shareholding	26%
PGInvIT shareholding	74%

POWERGRID Parli Transmission Limited (PPTL) was incorporated on 30th July 2014. Gadarwara (B) Transmission Limited (erstwhile name of PPTL) entered into a transmission service agreement dated 9th February 2015 with its LTTCs (the "PPTL TSA") for the transmission system associated with Gadarwara STPS (2x800 MW) of NTPC (Part-B) on a BOOM basis.

The project was awarded on 11th March 2015, through the TBCB mechanism, for a 35 years' period from the Scheduled COD (as extended pursuant to a supplementary transmission services agreement dated 18th June 2019), i.e., 4th June 2018. PPTL was granted transmission license by CERC on 10th July 2015.

Subsequently, PPTL entered into a TSA dated 5th July 2016 with the CTU, inter-state transmission service customers, inter-state transmission service licensees and non-inter-state transmission service licensees whose assets have been certified as being used for inter-state transmission by the RPCs, and a revenue sharing agreement dated 5th July 2016 with the CTU. PPTL operates three transmission lines of 966.12 ckm comprising one 765 kV double circuit line of 693.70 ckm from Warora (Maharashtra) to Parli (Maharashtra), one 765 kV double circuit line of 235.92 ckm from Parli (Maharashtra) to Solapur (Maharashtra), and one 400 kV double circuit line of 36.50 ckm from Parli (New) (Maharashtra) to Parli (PG) (Maharashtra). In addition, the project includes one 765/400 kV substation of an aggregate capacity of 3,000 MVA in Parli (Maharashtra). Central Transmission Utility of India Limited (CTUIL) has nominated PPTL for implementation of "400 kV line bay at 765/400 kV Parli (New) S/S for RE inter-connection" under RTM with a completion target of December 31, 2025.

As of March 31st, 2024, the Gross Block of Property, Plant and Equipment (including Intangibles) was ₹ 19,290.90 Millions.



All the elements have been successfully charged and Date of Commercial Operation (DOCO) declared as per details below:

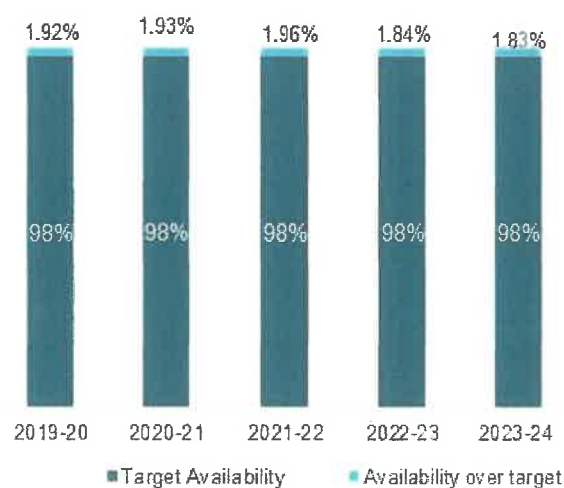
Transmission Line/ Substations	Location	Line length/ Capacity	Specifications	COD	Contribution to total transmission charges
Parli (New) – Solapur	Maharashtra	235.92 ckm	765 kV D/C	27-Apr-18	
Parli (New) – Parli (PG)	Maharashtra	36.50 ckm	400 kV D/C	27-Apr-18	43.00%
Establishment of 2x1500 MVA, Parli (New) S/S	Maharashtra	3000 MVA	765/400 Kv substation	27-Apr-18	
Warora (Pooling Station) – Parli (New)	Maharashtra	693.70 ckm	765 kV D/C	04-Jun-18	57.00%

Source: Management inputs

GRID Map of POWERGRID Parli Transmission Limited.



Historical Average Annual Availability of PPTL



Source: Management Input



Note: Average availability for FY 2023-24 (Apr-March) is on provisional basis

Inputs

Details

<p>Incentive</p>	<p>As per the TSA, if the availability in a contract year exceeds the target availability of 98%, PPTL shall be entitled to an annual incentive as follows:</p> <p>Incentive = 0.02 X Annual Transmission Charges X (Actual Annual Availability – Target Availability)</p> <p>No incentive shall be payable above the availability of 99.75%. Management expects the annual availability for PPTL at or above 99.75% during the forecast period.</p>
<p>Penalty</p>	<p>If the availability in any contract year falls below 95%, PPTL shall be penalised as per the TSA. As represented to us by the Management, the availability in any contract year shall not fall below 95% during the forecast period and thus the penalty has not been considered in the financial projections.</p>
<p>Operations & Maintenance (“O&M”) Expenses</p>	<p>O&M expenses for PPTL have been estimated by the Management as INR 98.61 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 3.51% per annum as per O&M Agreement and Management estimates. We have relied on the projections provided by the Management.</p>
<p>Project Management (“PM”) Expenses</p>	<p>Project Management expenses for PPTL have been estimated by the Management as INR 14.79 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 3.51% per annum as per Project Implementation and Management Agreement. We have relied on the projections provided by the Management.</p>
<p>License fees</p>	<p>Annual License fee has been estimated by the Management for the forecast period at 0.11% of Annual Transmission Charges as provided under the CERC regulations.</p>
<p>Power charges</p>	<p>Power charges for PPTL have been estimated by the Management at INR 6.49 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 3.51% per annum.</p>
<p>Security charges</p>	<p>Security expenses for PPTL have been estimated by the Management at INR 6.38 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 6.50% per annum.</p>
<p>Insurance Expenses</p>	<p>Insurance expenses for PPTL have been estimated by the Management (based on the invoice obtained from insurer) as INR 61.74 Mn in FY2025. These expenses shall be constant throughout the life of the project.</p>
<p>Key Managerial Personnel Expenses</p>	<p>Key Managerial Personnel Expenses for PPTL have been estimated by the Management as INR 3.33 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 8.33% per annum.</p>



Inputs	Details
System and Market Operation Charges	System and Market Operation Charges for PPTL have been estimated by the Management as INR 6.19 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 6.50% per annum.
Audit Expenses	Audit Expenses for PPTL have been estimated by the Management as INR 0.30 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 5% per annum.
Other Administrative Expenses and Other Expenses	Other Administrative Expenses and Other Expenses for PPTL have been estimated by the Management as INR 1.29 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 5% per annum.
Breakdown Contingencies	The Management has estimated that an amount of INR 0.50 Mn per annum shall be spent with respect to breakdown contingencies for PPTL during the forecast period.
CSR Expense	As per the provisions of Section 135 of the Companies Act 2013, a CSR Expense of 2% of the average profits for the past 3 years for PPTL has been considered.
Depreciation	<p>Depreciation is being calculated using Straight Line Method over the life of the project considering a salvage value of 5% as per the Companies Act, 2013. For calculating depreciation as per Income Tax Act for the projected period, depreciation rate as specified in the Income Tax Act and WDV as per Income Tax Return filed by PPTL have been considered. PPTL is expected to incur certain maintenance capital expenditure during the forecast period. The effect of the same has been considered while computing both book and income tax depreciation.</p> <p>In March 2022, PPTL has purchased the Right of additional revenue from POWERGRID at INR 810.1 Mn as discussed above. The purchase consideration has been recognised as an Intangible asset (Right of Additional Revenue) in the financial statements of PPTL. We understand from the Management that the amortization of the above intangible asset (Right of additional revenue) will be tax deductible under the Income Tax Act, 1961 and, accordingly, we have considered the tax amortisation of the above intangible asset in the valuation.</p>
Tax Rate	PPTL shall pay taxes under the new regime at the rate of 25.17% throughout the forecast period. The effective tax rate throughout the forecast period shall be 25.17%
Working Capital	<p>The Management have envisaged the working capital requirement of PPTL for the forecast period. The major operating working capital assumptions are as follows:</p> <ul style="list-style-type: none"> a. Trade Receivables days – 45 days b. Unbilled Revenue days – 31 days
Debt	The borrowings as on March 31st, 2024 of PPTL is from PGInvIT at an interest rate of 14.5% p.a.
Capital Expenditure	The Management has provided us estimated capital expenditure to be incurred over the forecast period for PPTL. We have relied on the projections provided by the Management.



Contingent Liabilities

The Management represented that, as per the Share Purchase Agreement executed between POWERGRID, IDBI Trusteeship Services Limited (in its capacity as Trustee to PGINVIT), PUTL (in its capacity as Investment Manager to PGINVIT) and Specified SPVs, POWERGRID has undertaken to indemnify, defend and hold harmless the Trust and the Investment Manager from and against losses which relate to or arise from inter-alia any pending or threatened claims against the Specified SPVs from the period prior to and including the First Closing Date i.e. 13th May 2021 and no major contingent liabilities have arisen for the period after 13th May 2021. Since no major contingent liability has to be borne by PPTL, there is no impact of contingent liability on the valuation.

10.3.2 DCF Valuation Analysis

POWERGRID Parli Transmission Limited

DCF Valuation Analysis

Valuation Date: March 31st, 2024

Particulars	Amount (₹ Millions)
Present value of FCFF for explicit period	20,552.25
Present value of terminal value	874.92
Business enterprise value	21,427.17
Cash and bank balance as on date of valuation	958.40
Borrowings as on date of valuation	12,467.94
<i>Equity value as on date of valuation</i>	<i>9,917.63</i>
Number of equity shares outstanding as on date of valuation (no.s in millions)	322.10
<i>Value per equity share (₹/share)</i>	<i>30.79</i>



(in ₹ millions)

S.no	Period length (months)	For the period ended on	Revenues	NOPAT	Depreciation	Capital Expenditure	Change in working capital	Free cash flow to the firm	YearFracs	Present value factors	Present Value
1	2	3	4	5	6	7	8	9 = 5+6+7+8	Mid-year	10	11 = 9 X 10
1	12	31-Mar-25	3,376.42	2,201.77	499.34	-56.24	42.99	2,687.87	0.50	0.96	2,577.03
2	12	31-Mar-26	3,376.42	2,195.94	500.62	-19.95	-	2,676.61	1.50	0.88	2,358.95
3	12	31-Mar-27	3,376.42	2,189.29	500.96	-	-	2,690.25	2.50	0.81	2,179.45
4	12	31-Mar-28	2,371.94	1,180.03	500.96	-	209.15	1,890.14	3.50	0.74	1,407.57
5	12	31-Mar-29	2,371.94	1,180.69	501.01	-2.57	-	1,679.13	4.50	0.68	1,149.43
6	12	31-Mar-30	2,371.94	1,181.05	501.06	-	-	1,682.11	5.50	0.63	1,058.46
7	12	31-Mar-31	2,371.94	1,177.69	501.06	-	-	1,678.75	6.50	0.58	971.02
8	12	31-Mar-32	2,371.94	1,170.77	501.06	-	-	1,671.83	7.50	0.53	888.91
9	12	31-Mar-33	2,371.94	1,163.54	501.06	-	-	1,664.60	8.50	0.49	813.58
10	12	31-Mar-34	2,371.94	1,156.00	501.06	-	-	1,657.06	9.50	0.45	744.47
11	12	31-Mar-35	2,371.94	1,148.13	501.06	-	-	1,649.19	10.50	0.41	681.09
12	12	31-Mar-36	2,371.94	1,139.91	501.06	-	-	1,640.97	11.50	0.38	622.95
13	12	31-Mar-37	2,371.94	1,131.32	501.06	-	-	1,632.38	12.50	0.35	569.64
14	12	31-Mar-38	2,371.94	1,122.35	501.06	-	-	1,623.41	13.50	0.32	520.75
15	12	31-Mar-39	2,371.94	1,112.97	501.06	-	-	1,614.03	14.50	0.29	475.92
16	12	31-Mar-40	2,371.94	1,103.17	501.06	-	-	1,604.23	15.50	0.27	434.82
17	12	31-Mar-41	2,371.94	1,064.04	501.06	-	-	1,565.10	16.50	0.25	389.95
18	12	31-Mar-42	2,371.94	1,038.83	501.06	-	-	1,539.89	17.50	0.23	352.68
19	12	31-Mar-43	2,371.94	1,028.23	501.06	-	-	1,529.29	18.50	0.21	321.96
20	12	31-Mar-44	2,371.94	1,017.58	501.06	-	-	1,518.64	19.50	0.19	293.89
21	12	31-Mar-45	2,371.94	1,006.80	501.06	-	-	1,507.86	20.50	0.18	268.24
22	12	31-Mar-46	2,371.94	995.84	501.06	-	-	1,496.90	21.50	0.16	244.78
23	12	31-Mar-47	2,371.94	984.62	501.06	-	-	1,485.68	22.50	0.15	223.32
24	12	31-Mar-48	2,371.94	973.10	501.06	-	-	1,474.16	23.50	0.14	203.69
25	12	31-Mar-49	2,371.94	961.23	501.06	-	-	1,462.28	24.50	0.13	185.73
26	12	31-Mar-50	2,371.94	948.94	501.06	-	-	1,450.00	25.50	0.12	169.29
27	12	31-Mar-51	2,371.94	936.20	501.06	-	-	1,437.26	26.50	0.11	154.25
28	12	31-Mar-52	2,371.94	922.96	501.06	-	-	1,424.02	27.50	0.10	140.48
29	12	31-Mar-53	2,371.94	909.17	501.06	-	-	1,410.22	28.50	0.09	127.89
30	3	03-Jun-53	415.90	157.35	87.69	-	-	245.03	28.59	0.09	22.06
31	Terminal Year	Terminal Value	2,371.94	897.38	500.08	-500.08	-	897.38	29.18	0.09	76.88



Sensitivity Analysis

Sensitivity analysis is an analysis technique that works on the basis of what-if analysis like how independent variables can affect the dependent variable. As discussed above, DCF valuation involves use of critical inputs to determine equity value, these critical inputs are independent variables and resultant equity value is dependent variable.

The table below is a what-if analysis table, wherein the impact on equity value and enterprise value has been produced considering critical input being discount rates vary by 50 basis points in either direction.

		(in ₹ millions)	
	Sensitivity	Equity Value	Enterprise Value
Discount rates		9,917.63	21,427.17
	8%	11,464.90	22,974.44
	8.50%	10,454.10	21,963.64
	8.79%	9,917.63	21,427.17
	9%	9,538.88	21,048.42
	9.50%	8,705.81	20,215.35
	9.75%	8,316.58	19,826.12

10.3.3 Additional Disclosures

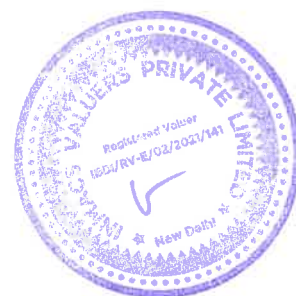
The Schedule V of the SEBI InvIT Regulations prescribes the minimum set of mandatory disclosures to be made in the valuation report.

Below is the additional information as required by the regulations

Parameter	Details										
List of one-time sanctions/approvals which are obtained or pending:	The list is enclosed in Annexure – 3 to the report.										
List of up to date/ overdue periodic clearances:	We have included the details in Annexure – 3 to the report.										
Statement of assets included:	The details of assets of PPTL as of March 31st, 2024 are provided in Annexure – 8.										
Estimates of already carried out as well as proposed major repairs and improvements along with estimated time of completion:	<p>We understand from the Management that no major repairs and improvements of the assets have been performed till date. Also, PPTL does not plan to perform any major repairs and improvements during the life of the project except CAPEX requirement captured above in the analysis. However, PPTL incurs regular annual maintenance charges of Transmission Lines. The projected operation and maintenance charges for the life the project along with the projected inflation rate is as follows:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="background-color: #2c4e64; color: white;">Expenses</th> <th style="background-color: #2c4e64; color: white;">O&M Expenses</th> </tr> </thead> <tbody> <tr> <td>FY 2025</td> <td style="text-align: right;">98.61</td> </tr> <tr> <td>FY 2026</td> <td style="text-align: right;">102.07</td> </tr> <tr> <td>FY 2027</td> <td style="text-align: right;">105.65</td> </tr> <tr> <td>Annual inflation rate FY25 to FY54</td> <td style="text-align: right;">3.51%</td> </tr> </tbody> </table> <p><i>Source: Management input</i> Expenses in ₹ millions</p>	Expenses	O&M Expenses	FY 2025	98.61	FY 2026	102.07	FY 2027	105.65	Annual inflation rate FY25 to FY54	3.51%
Expenses	O&M Expenses										
FY 2025	98.61										
FY 2026	102.07										
FY 2027	105.65										
Annual inflation rate FY25 to FY54	3.51%										



Parameter	Details
Revenue pendencies including local authority taxes associated with InvIT asset and compounding charges if any.	The Management has informed that there are no dues including local authority taxes pending to be payable to the Government authorities except as disclosed in the audited financial statements.
On-going material litigations including tax disputes in relation to the assets, if any;	The list of on-going material litigations including tax disputes in relation to PPTL are provided in Annexure – 13.
Vulnerability to natural or induced hazards that may not have been covered in town planning building control.	Management has confirmed that there are no such natural or induced hazards which have not been considered in town planning/ building control.
Latest Pictures of the project along with date of physical inspection	Please refer Annexure – 18.
Valuation of the project in the previous 3 years	<p>Equity Value for PPTL (100%) as on -</p> <ul style="list-style-type: none"> September 30th, 2023: ₹9,589.06 million (Report dated October 28th, 2023 by Inmacs Valuers Private Limited) March 31st, 2023: ₹9,238.46 million (Report dated May 17th, 2023 by Inmacs Valuers Private Limited) September 30th, 2022: ₹9,372.53 million (Report dated October 28th, 2022 by Inmacs Valuers Private Limited) March 31st, 2022: ₹ 12,715.1million (Report dated May 17th, 2022 by RBSA Valuation Advisors LLP) September 30th, 2021: ₹12,944.80 million (Report dated October 28th, 2021 by RBSA Valuation Advisors LLP)
Purchase price of the project by the InvIT	<p>INR 9,919.16 million (Acquired during IPO)</p> <p>Acquisition was made from Power Grid Corporation of India Limited (Sponsor) and the transaction was related party transaction.</p>



10.4 POWERGRID Warora Transmission Limited

10.4.1 About the company

Company	POWERGRID Warora Transmission Limited
CIN	U40300DL2014GOI269918
Incorporation Date	August 05,2014
Gross Block as on March 31, 2024	₹ 23,483.19 Million
TSA date	February 09,2015
Scheduled COD	November 2017
Project COD	July 10,2018
Expiry date	35 years from the date of COD
PGCIL shareholding	26%
PGInvIT shareholding	74%

The project was awarded on 11th March 2015, through the TBCB mechanism, for a 35 years' period from the Scheduled COD (as extended pursuant to a supplementary transmission services agreement dated 11th September 2019), i.e., 10th July 2018. PWTL was granted transmission license by CERC on 5th August 2015.

Subsequently, PWTL entered into a TSA dated 27th October 2016 with the CTU, inter-state transmission service customers, inter-state transmission service licensees and non-inter-state transmission service licensees whose assets have been certified as being used for inter-state transmission by the RPCs, and a revenue sharing agreement dated 27th October 2016 with the CTU.

PWTL operates four transmission lines of 1,028.11 ckm comprising two 765 kV double circuit line of 204.47 ckm from Gadarwara (Madhya Pradesh) to Jabalpur (Madhya Pradesh), one 765 kV double circuit line of 627.35 ckm from Gadarwara (Madhya Pradesh) to Warora (Maharashtra), and one 400 kV double circuit line of 196.29 ckm from Wardha and Parli (Maharashtra) to Warora (Maharashtra). In addition, PWTL has established one 765/400 kV substation in Warora (Maharashtra).

As of March 31st, 2024, the Gross Block of Property, Plant and Equipment (including Intangibles) was INR 23,483.19 Mn.

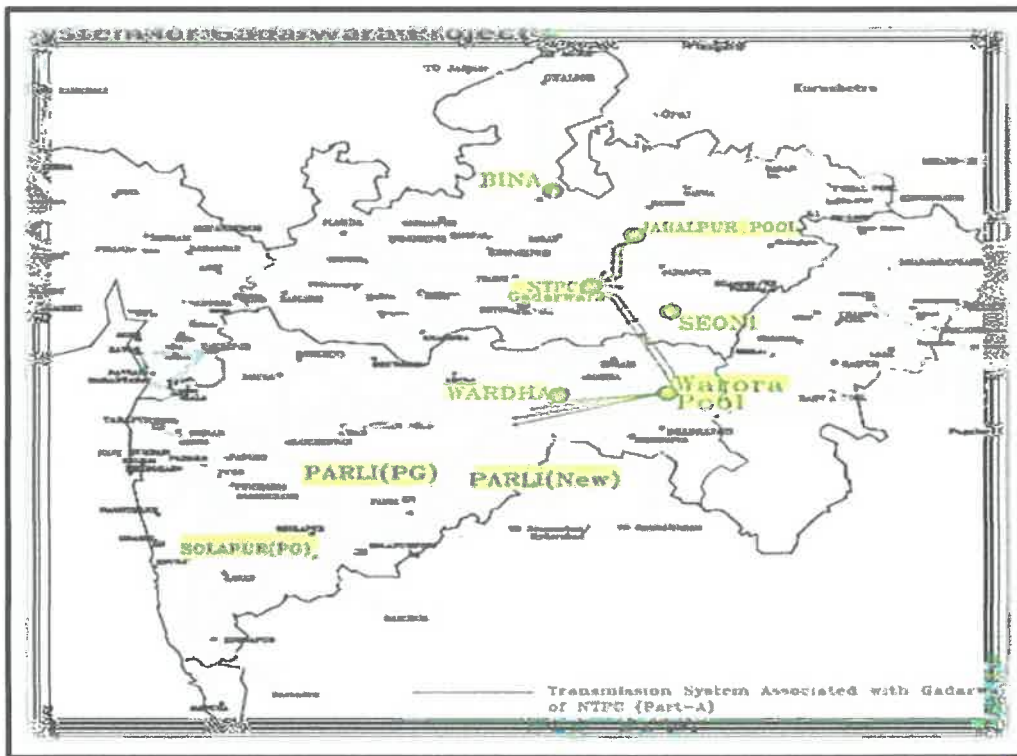
All the elements have been successfully charged and Date of Commercial Operation (DOCO) declared as per details below:



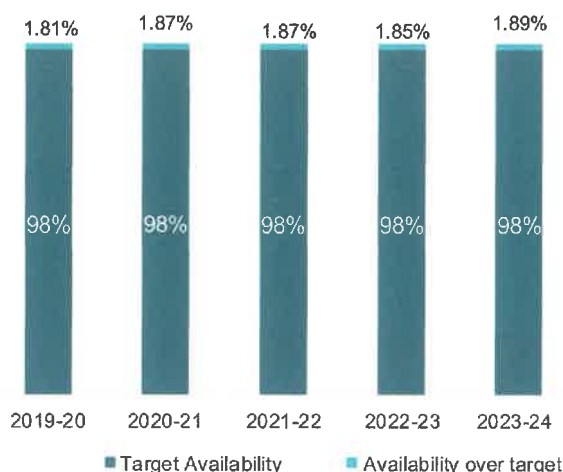
Transmission Line/ Substations	Location	Line length/ Capacity	Specifications	COD	Contribution to total transmission charges
As per the interim arrangement, LILO of existing Seoni-Bina 765kV S/C line at Gadarwara STPS would be established. At a later date, LILO portion would be delinked from Seoni- Bina 765kV S/C line to restore the Seoni-Bina765 S/C direct line, and the LILO portion would be extended to the Jabalpur 765/400 kV Pooling Station to form the proposed Gadarwara 765/400kV Pooling Station to form the proposed Gadarwara- Jabalpur Pool 765 kV D/C line	Madhya Pradesh	30.55 ckm	765 kV D/C	30-Nov-16	21.00%
Gadarwara STPS-Jabalpur Pool	Madhya Pradesh	173.92 ckm	765 kV D/C	31-May-17	
Gadarwara STPS-New Pooling Station within the jurisdiction/ boundary of Warora	Madhya Pradesh and Maharashtra	627.35 ckm	765 kV D/C	10-Jul-18	
LILO of both circuits of Wardha - Parli (PG) 400 kV D/C line at Warora* Pooling Station (Quad)	Maharashtra	196.29 ckm	400 kV D/C	16-May-18	79.00%
Establishment of 2X1500 MVA 765/400 kV (New Pooling Station within the jurisdiction/boundary Warora)	Maharashtra	3,000 MVA	765/400 kV	10-Jul-18	

Source: Management inputs

GRID Map of POWERGRID Warora Transmission Limited



Historical Average Annual Availability of PWTL:



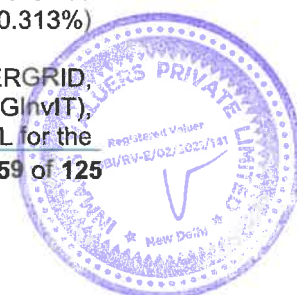
Source: Management Input

Note: Average availability for FY 2023-24 (Apr-March) is on provisional basis

We have been provided with the financial projections of the PWTL for balance tenor of the TSA i.e. uptill July 09th, 2053, therefore we have referred the same for our analysis. Estimation of the net cash flows of the company to be in explicit period based on these financial projections.

The projections of PWTL are based on the following critical inputs:

Inputs	Details
Transmission Revenue	<p>Transmission revenue of PWTL is provided in the TSA for the life of the project. It comprises non-escalable transmission revenue and escalable transmission revenue as follows::</p> <ol style="list-style-type: none"> a. Non-Escalable Transmission Revenue – It has been considered as per long term Transmission Service Agreement of PWTL. We have corroborated the non-escalable transmission revenue provided by the Management in the financial projections with the TSA of PWTL. b. Incremental Revenue – In case of PWTL, POWERGRID filed a petition with regard to an increased project cost due to the Change in Law claiming incremental transmission charges as per the TSA and relevant CERC regulations.. <p>In this regard, CERC in its order dated 25th January 2021 awarded a total claim for increase in transmission charges owing to the change in law. As per the CERC order, incremental revenue is computed basis Article 12.2 of the TSA agreement, which states, for every cumulative increase/decrease of each INR 79.0 Mn in the project cost up to the scheduled COD of the Project, the increase/decrease in Non-Escalable Transmission Charges shall be an amount equal to Zero Point Three One Three percent (0.313%) of the Non-Escalable Transmission Charges.</p> <p>As per the Share Purchase Agreement executed between POWERGRID, IDBI Trusteeship Services Limited (in its capacity as Trustee to PGINVT), PUTL (in its capacity as Investment Manager to PGINVT) and PWTL for the</p>



transfer of shares to the Trust, the incremental transmission tariff expected to be received by PWTL in future owing to the change in law was supposed to be passed on to the Sponsor (POWERGRID). However, PWTL in March 2022 has purchased the Right of Additional Revenue from POWERGRID at INR 1,118.4 Mn which was a related party transaction. In compliance with the CERC order dated 25th January 2021 the total claim for billing owing to the compensation awarded by CERC is hereunder:

Description	Claim as per petition of PWTL (INR Mn)	Claim allowed as per CERC order (INR Mn)
Increase in acquisition Price by Bid Process Coordinator (BPC)	5.8	4.0
Increase in cost owing to introduction of GST	201.7	189.7
Land Compensation	747.8	675.8
Total	955.3	869.5
Change in Annual transmission charges as per Article 12.2.1 of the TSA		3.45%
		(869.5*0.313%/79)

Source: Management Inputs

Based on the CERC order and Article 12.2.1 of TSA, an increase in Annual transmission charges is 3.45%

The Charge computed above is applied on the projected Non-Escalable Transmission charges to arrive at the incremental revenue for the respective forecast financial year

As per the TSA, if the availability in a contract year exceeds the target availability of 98%, PWTL shall be entitled to an annual incentive as follows:

Incentive

Incentive = 0.02 X Annual Transmission Charges X (Actual Annual Availability – Target Availability)

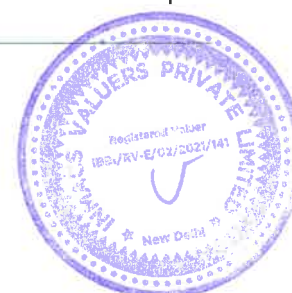
No incentive shall be payable above the availability of 99.75%. Management expects the annual availability for PWTL at or above 99.75% during the forecast period.

Penalty

If the availability in any contract year falls below 95%, PWTL shall be penalised as per the TSA. As represented to us by the Management, the availability in any contract year shall not fall below 95% during the forecast period and thus the penalty has not been considered in the financial projections.



Inputs	Details
Operations & Maintenance ("O&M") Expenses	O&M expenses for PWTL have been estimated by the Management at INR 98.61 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 3.51% per annum as per O&M Agreement and Management estimates. We have relied on the projections provided by the Management.
Project Management ("PM") Expenses	Project Management expenses for PWTL have been estimated by the Management at INR 14.79 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 3.51% per annum as per Project Implementation and Management Agreement. We have relied on the projections provided by the Management.
License fees	Annual License fee has been estimated by the Management for the forecast period at 0.11% of Annual Transmission Charges as provided under the CERC regulations.
Power charges	Power charges for PWTL have been estimated by the Management at INR 7.25 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 3.51% per annum.
Security charges	Security expenses for PWTL have been estimated by the Management at INR 6.51 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 6.50% per annum.
Insurance Expenses	Insurance expenses for PWTL have been estimated by the Management (based on the invoice obtained from insurer) at INR 73.82 Mn in FY2025. Insurance expenses are expected to remain constant throughout the life of the project.
Key Managerial Personnel Expenses	Key Managerial Personnel Expenses for PWTL have been estimated at INR 3.33 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 8.33% per annum.
System and Market Operation Charges	System and Market Operation Charges for PWTL have been estimated by the Management at INR 6.59 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 6.50% per annum.
Audit Expenses	Audit Expenses for PWTL have been estimated by the Management at INR 0.30 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 5% per annum.
Other Administrative Expenses and Other Expenses	Other Administrative Expenses and Other Expenses for PWTL have been estimated by the Management at INR 1.29 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 5% per annum.



Inputs	Details
Breakdown Contingencies	The Management has estimated that an amount of INR 0.50 Mn per annum shall be spent with respect to breakdown contingencies for PWTL during the forecast period.
CSR Expense	As per the provisions of Section 135 of the Companies Act 2013, a CSR Expense of 2% of the average profits for the past 3 years for PWTL has been considered.
Depreciation	<p>Depreciation is being calculated using Straight Line Method over the life of the project considering a salvage value of 5% as per the Companies Act, 2013. For calculating depreciation as per Income Tax Act for the projected period, depreciation rate as specified in the Income Tax Act and WDV as per Income Tax Return filed by PWTL have been considered. PWTL is expected to incur certain maintenance capital expenditure during the forecast period. The effect of the same has been considered while computing both book and income tax depreciation.</p> <p>In March 2022, PWTL has purchased the Right of additional revenue from POWERGRID at INR 1,118.4 Mn as discussed above. The purchase consideration has been recognised as an Intangible asset (Right of Additional Revenue) in the balance sheet of PWTL. We understand from the Management that the amortization of the above intangible asset (Right of additional revenue) will be tax deductible under the Income Tax Act, 1961 and, accordingly, we have considered the tax amortisation of the above intangible asset in the valuation.</p>
Tax Rate	PWTL shall pay taxes under the new regime at the rate of 25.17% throughout the forecast period. The effective tax rate throughout the forecast period shall be 25.17%
Working Capital	<p>The Management have envisaged the working capital requirement of PWTL for the forecast period. The major operating working capital assumptions are as follows:</p> <ol style="list-style-type: none"> a. Trade Receivables days – 45 days b. Unbilled Revenue days – 31 days
Debt	The borrowings as on March 31st, 2024 of PWTL is from PGINVIT at an interest rate of 14.5% p.a.
Capital Expenditure	The Management has provided us estimated capital expenditure to be incurred over the forecast period for PWTL. We have relied on the projections provided by the Management.
Contingent Liabilities	The Management represented that, as per the Share Purchase Agreement executed between POWERGRID, IDBI Trusteeship Services Limited (in its capacity as Trustee to PGINVIT), PUTL (in its capacity as Investment Manager to PGINVIT) and Specified SPVs, POWERGRID has undertaken to indemnify, defend and hold harmless the Trust and the Investment Manager from and against losses which relate to or arise from inter-alia any pending or threatened claims against the Specified SPVs from the period prior to and including the First Closing Date i.e. 13 th May 2021 and no major contingent liabilities have arisen for the period after 13 th May 2021. Since no major contingent liability has to be borne by PWTL, there is no impact of contingent liability on the valuation.



10.4.2 DCF Valuation Analysis

POWERGRID Warora Transmission Limited

DCF Valuation Analysis

Valuation Date: March 31st, 2024

Particulars	Amount (₹ Millions)
Present value of FCFF for explicit period	22,629.04
Present value of terminal value	910.58
Business enterprise value	23,539.62
Cash and bank balance as on date of valuation	864.58
Borrowings as on date of valuation	15,167.07
Equity value as on date of valuation	9,237.13
Number of equity shares outstanding as on date of valuation (no.s in millions)	393.30
Value per equity share (₹/share)	23.49

(in ₹ millions)											
S.no	Period length (months)	For the period ended on	Revenues	NOPAT	Depreciation	Capital Expenditure	Change in working capital	Free cash flow to the firm	YearFracs	Present value factors	Present Value
1	2	3	4	5	6	7	8	9 = 5+6+7+8	Mid-year	10	11 = 9 X 10
1	12	31-Mar-25	3,769.46	2,379.46	604.09	-82.37	37.18	2,938.36	0.50	0.958763	2,817.19
2	12	31-Mar-26	3,769.46	2,373.90	605.45	-	-	2,979.36	1.50	0.881319	2,625.76
3	12	31-Mar-27	3,769.46	2,367.69	605.59	-7.79	-	2,965.50	2.50	0.810131	2,402.44
4	12	31-Mar-28	2,648.04	1,241.28	605.73	-	233.50	2,080.51	3.50	0.744694	1,549.34
5	12	31-Mar-29	2,648.04	1,242.47	605.96	-11.80	-	1,836.63	4.50	0.684542	1,257.25
6	12	31-Mar-30	2,648.04	1,242.79	606.18	-	-	1,848.97	5.50	0.629248	1,163.46
7	12	31-Mar-31	2,648.04	1,236.07	606.18	-	-	1,842.25	6.50	0.578421	1,065.60
8	12	31-Mar-32	2,648.04	1,227.96	607.29	-50.86	-	1,784.39	7.50	0.531700	948.76
9	12	31-Mar-33	2,648.04	1,219.54	608.40	-	-	1,827.94	8.50	0.488752	893.41
10	12	31-Mar-34	2,648.04	1,211.90	608.40	-	-	1,820.30	9.50	0.449273	817.81
11	12	31-Mar-35	2,648.04	1,202.59	609.75	-53.22	-	1,759.12	10.50	0.412984	726.49
12	12	31-Mar-36	2,648.04	1,192.92	611.10	-	-	1,804.01	11.50	0.379625	684.85
13	12	31-Mar-37	2,648.04	1,184.22	611.10	-	-	1,795.31	12.50	0.348961	626.50
14	12	31-Mar-38	2,648.04	1,173.57	612.66	-52.04	-	1,734.19	13.50	0.320774	556.28
15	12	31-Mar-39	2,648.04	1,162.50	614.23	-	-	1,776.73	14.50	0.294864	523.89
16	12	31-Mar-40	2,648.04	1,152.58	614.23	-	-	1,766.81	15.50	0.271046	478.89
17	12	31-Mar-41	2,648.04	1,140.79	615.63	-37.76	-	1,718.66	16.50	0.249153	428.21
18	12	31-Mar-42	2,648.04	1,128.53	617.04	-	-	1,745.57	17.50	0.229028	399.78
19	12	31-Mar-43	2,648.04	1,117.17	617.04	-	-	1,734.21	18.50	0.210528	365.10
20	12	31-Mar-44	2,648.04	1,103.00	619.32	-46.96	-	1,675.36	19.50	0.193523	324.22
21	12	31-Mar-45	2,648.04	1,088.28	621.60	-	-	1,709.88	20.50	0.177891	304.17
22	12	31-Mar-46	2,648.04	1,075.25	621.60	-	-	1,696.85	21.50	0.163522	277.47
23	12	31-Mar-47	2,648.04	1,058.05	625.16	-50.74	-	1,632.47	22.50	0.150314	245.38
24	12	31-Mar-48	2,648.04	1,040.19	628.72	-	-	1,668.92	23.50	0.138172	230.60
25	12	31-Mar-49	2,648.04	1,025.22	628.72	-	-	1,653.94	24.50	0.127012	210.07
26	12	31-Mar-50	2,648.04	1,009.52	628.72	-	-	1,638.24	25.50	0.116752	191.27
27	12	31-Mar-51	2,648.04	993.06	628.72	-	-	1,621.78	26.50	0.107322	174.05
28	12	31-Mar-52	2,648.04	975.79	628.72	-	-	1,604.51	27.50	0.098653	158.29
29	12	31-Mar-53	2,648.04	957.68	628.72	-	-	1,586.40	28.50	0.090684	143.86
30	4	09-Jul-53	728.12	258.04	172.90	-	-	430.94	28.64	0.089640	38.63
31	Terminal year	Terminal Value	2,657.64	941.86	631.08	-631.08	-	941.86	29.28	0.084954	80.01



Sensitivity Analysis

Sensitivity analysis is an analysis technique that works on the basis of what-if analysis like how independent variables can affect the dependent variable. As discussed above, DCF valuation involves use of critical inputs to determine equity value, these critical inputs are independent variables and resultant equity value is dependent variable.

The table below is a what-if analysis table, wherein the impact on equity value and enterprise value has been produced considering critical input being discount rates vary by 50 basis points in either direction.

(in ₹ millions)

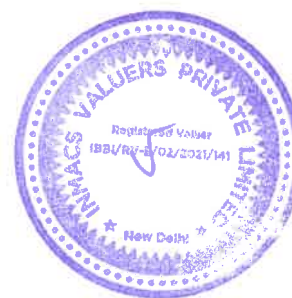
Sensitivity	Equity Value	Enterprise Value
	9,237.13	23,539.62
8%	10,931.48	25,233.97
8.50%	9,824.85	24,127.34
8.79%	9,237.13	23,539.62
9%	8,822.05	23,124.54
9.50%	7,908.65	22,211.14
9.75%	7,481.70	21,784.19

10.4.3 Additional Disclosures

The Schedule V of the SEBI InvIT Regulations prescribes the minimum set of mandatory disclosures to be made in the valuation report.

Below is the additional information as required by the regulations

Parameter	Details
List of one-time sanctions/approvals which are obtained or pending	The list is enclosed in Annexure – 4 to the report.
List of up to date/ overdue periodic clearances	We have included the details in Annexure – 4 to the report.
Statement of assets included:	The details of assets of PWTl as of March 31st, 2024 are provided in Annexure – 9.



Parameter	Details
-----------	---------

Estimates of already carried out as well as proposed major repairs and improvements along with estimated time of completion:

We understand from the Management that no major repairs and improvements of the assets have been performed till date. Also, PWTL does not plan to perform any major repairs and improvements during the life of the project except CAPEX requirement captured above in the analysis. However, PWTL incurs regular annual maintenance charges of Transmission Lines. The projected operation and maintenance charges for the life the project along with the projected inflation rate is as follows:

Expenses	O&M Expenses
FY 2025	98.61
FY 2026	102.07
FY 2027	105.65
Annual inflation rate FY25 to FY54	3.51%

Source: Management input
Expenses in ₹ millions

Revenue pendencies including local authority taxes associated with InvIT asset and compounding charges if any.

The Management has informed that there are no dues including local authority taxes pending to be payable to the Government authorities except as disclosed in the audited financial statements.

On-going material litigations including tax disputes in relation to the assets, if any

The list of on-going material litigations including tax disputes in relation to PWTL are provided in Annexure – 14.

Vulnerability to natural or induced hazards that may not have been covered in town planning building control.

Management has confirmed that there are no such natural or induced hazards which have not been considered in town planning/ building control.

Latest Pictures of the project along with date of physical inspection

Please refer Annexure – 19.

Valuation of the project in the previous 3 years

Equity Value for PWTL (100%) as on -

- September 30th, 2023: ₹ 9,099.16 million (Report dated October 28th, 2023 by Inmacs Valuers Private Limited)
- March 31st, 2023: ₹ 8,511.47 million (Report dated May 17th, 2023 by Inmacs Valuers Private Limited)
- September 30th, 2022: ₹ 8,893.22million (Report dated October 28th, 2022 by Inmacs Valuers Private Limited)
- March 31st, 2022: ₹ 13,173.2million (Report dated May 17th, 2022 by RBSA Valuation Advisors LLP)
- September 30th, 2021: ₹ 13,537.1 million (Report dated October 28th, 2021 by RBSA Valuation Advisors LLP)

Purchase price of the project by the InvIT

INR 10,327.52 million (Acquired during IPO)

Acquisition was made from Power Grid Corporation of India Limited (Sponsor) and the transaction was related party transaction.



10.5 POWERGRID Jabalpur Transmission Limited

10.5.1 About the company

Company	POWERGRID Jabalpur Transmission Limited
CIN	U40300DL2014GOI270433
Incorporation Date	August 14,2014
Gross Block as on March 31, 2024	₹ 16,407.50 Million
TSA date	November 19,2014
Scheduled COD	June 26,2018
Project COD	January 01,2019
Expiry date	35 years from the date of COD
PGCIL shareholding	26%
PGInvT shareholding	74%

The project was awarded on 10th February 2015, through the TBCB mechanism, for a 35-year period from the Scheduled COD, i.e., 25th June 2018. As of the date, PJTL proposes to enter into a supplementary agreement to extend the Scheduled COD under the PJTL TSA to the date of the actual COD i.e., 1st January 2019. PJTL was granted transmission license by CERC on 15th June 2015.

Subsequently, PJTL entered into a TSA dated 22nd August 2016 with the CTU, inter-state transmission service customers, inter-state transmission service licensees and non-inter-state transmission service licensees whose assets have been certified as being used for inter-state transmission by the RPCs, and a revenue sharing agreement dated 22nd August 2016 with the CTU.

PJTL operates one transmission line of 745.01 ckm comprising 765 kV double circuit line of from Vindhyachal Pooling Station to Jabalpur Pooling Station.

As of March 31st, 2024, the Gross Block of Property, Plant and Equipment (including Intangibles) was INR 16,407.50 Mn.

All the elements have been successfully charged and Date of Commercial Operation (DOCO) declared as per details below:

Transmission Line/ Substations	Location	Line length/ Capacity	Specifications	COD	Contribution to total transmission charges
Vindhyachal Pooling Station- Jabalpur Pooling Station 765 kV D/C line	Madhya Pradesh	745.01 ckm	745.01 ckm	01-Jan-19	100.00%

Source: Management inputs



GRID Map of POWERGRID Jabalpur Transmission Limited



Historical Average Annual Availability of PJTL



Source: Management Input

Note: Average availability for FY 2023-24 (Apr-March) is on provisional basis

We have been provided with the financial projections of the PJTL for balance tenor of the TSA i.e. up till December 31st, 2053, therefore we have referred the same for our analysis. Estimation of the net cash flows of the company to be in explicit period based on these financial projections.



The projections of PJTL are based on the following critical inputs:

Inputs	Details
--------	---------

Transmission revenue of PJTL is provided in the TSA for the life of the project. It comprises non-escalable transmission revenue and escalable transmission revenue as follows::

- a. Non-Escalable Transmission Revenue – It has been considered based on long term Transmission Service Agreement of PJTL. We have corroborated the non-escalable transmission revenue provided by the Management in the financial projections with the TSA of PJTL.
- b. Incremental Revenue – In case of PJTL, POWERGRID filed a petition with regard to an increased project cost due to the Change in Law claiming incremental transmission charges as per the TSA and relevant CERC regulations.

In this regard, CERC in its order dated 28th October 2021, awarded a total claim for increase in transmission charges owing to the change in law. As per the CERC order, incremental revenue is computed basis Article 12.2 of the TSA agreement, which states, for every cumulative increase/decrease of each INR 37.6 Mn in the project cost up to the scheduled COD of the Project, the increase/decrease in Non-Escalable Transmission Charges shall be an amount equal to Zero Point Three One Three percent (0.313%) of the Non-Escalable Transmission Charges.

As per the Share Purchase Agreement executed between POWERGRID, IDBI Trusteeship Services Limited (in its capacity as Trustee to PGIInvIT), PUTL (in its capacity as Investment Manager to PGIInvIT) and PJTL for the transfer of shares to the Trust, the incremental transmission tariff expected to be received by PJTL in future owing to the change in law was supposed to be passed on to the Sponsor (POWERGRID). However, PJTL in March 2022 has purchased the Right of Additional Revenue from POWERGRID at INR 1,113.0 Mn which was a related party transaction.

Transmission Revenue

In compliance with the CERC order dated 28th October 2021 and LTTC's reply (Maharashtra State Electricity Distribution Company limited), dated 21st January 2022, the total claim for billing owing to the compensation awarded by CERC is hereunder:

Description	Claim as per petition of PWTL (INR Mn)	Claim allowed as per CERC order (INR Mn)
Increase in acquisition Price by Bid Process Coordinator (BPC)	3.5	2.3
Increase in cost owing to introduction of GST	210.3	191.4
Land Compensation	552.6	434.1
Total	766.4	627.8

Change in Annual transmission charges as per Article 12.2.1 of the TSA

$$5.23\%$$

$$\frac{627.8 \times 0.313\%}{37.6}$$

Source: Management inputs

Based on CERC order and Article 12.2.1 of TSA an increase in Annual transmission charges is 5.23%.

The Charge computed above is applied on the project Non-Escalable Transmission charges to arrive at the incremental revenue for the respective forecast financial year.



Inputs

Details

Incentive

As per the TSA, if the availability in a contract year exceeds the target availability of 98%, PJTL shall be entitled to an annual incentive as follows:

Incentive = 0.02 X Annual Transmission Charges X (Actual Annual Availability – Target Availability)

No incentive shall be payable above the availability of 99.75%. Management expects the annual availability for PJTL at or above 99.75% during the forecast period.

Penalty

If the availability in any contract year falls below 95%, PJTL shall be penalised as per the TSA. As represented to us by the Management, the availability in any contract year shall not fall below 95% during the forecast period and thus the penalty has not been considered in the financial projections.

Operations & Maintenance (“O&M”) Expenses

O&M expenses for PJTL have been estimated by the Management at INR 33.05 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 3.51% per annum as per O&M Agreement and Management estimates. We have relied on the projections provided by the Management.

Project Management (“PM”) Expenses

Project Management expenses for PJTL have been estimated by the Management at INR 4.96 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 3.51% per annum as per Project Implementation and Management Agreement. We have relied on the projections provided by the Management.

License fees

Annual License fee has been estimated by the Management for the forecast period at 0.11% of Annual Transmission Charges as provided under the CERC regulations.

Insurance Expenses

Insurance expenses for PJTL have been estimated by the Management (based on the invoice obtained from insurer) at INR 51.59 Mn in FY2025. Insurance expenses are expected to remain constant throughout the life of the project.

Key Managerial Personnel Expenses

Key Managerial Personnel Expenses for PJTL have been estimated by the Management at INR 3.33 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 8.33 % per annum.

System and Market Operation Charges

System and Market Operation Charges for PJTL have been estimated by the Management at INR 4.80 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 6.50% per annum.

Audit Expenses

Audit Expenses for PJTL have been estimated by the Management at INR 0.30 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 5 % per annum.



Inputs	Details
Other Administrative Expenses and Other Expenses	Other Administrative Expenses and Other Expenses for PJTL have been estimated by the Management at INR 1.29 Mn in FY2025. During the forecast period, these expenses have been escalated at the rate of 5% per annum.
Breakdown Contingencies	The Management has estimated that an amount of INR 0.50 Mn per annum shall be spent with respect to breakdown contingencies for PJTL during the forecast period.
CSR Expense	As per the provisions of Section 135 of the Companies Act 2013, a CSR Expense of 2% of the average profits for the past 3 years for PJTL has been considered.
Depreciation	<p>Depreciation is being calculated using Straight Line Method over the life of the project considering a salvage value of 5% as per the Companies Act, 2013. For calculating depreciation as per Income Tax Act for the projected period, depreciation rate as specified in the Income Tax Act and WDV as per Income Tax Return filed by PJTL have been considered. PJTL is expected to incur certain maintenance capital expenditure during the forecast period. The effect of the same has been considered while computing both book and income tax depreciation.</p> <p>In March 2022, PJTL has purchased the Right of additional revenue from POWERGRID at INR 1,113.0 Mn as discussed above. The purchase consideration has been recognised as an Intangible asset (Right of Additional Revenue) in the balance sheet of PJTL. We understand from the Management that the amortization of the above intangible asset (Right of additional revenue) will be tax deductible under the Income Tax Act, 1961 and, accordingly, we have considered the tax amortisation of the above intangible asset in the valuation.</p>
Tax Rate	PJTL shall pay taxes under the new regime at the rate of 25.17% throughout the forecast period. The effective tax rate throughout the forecast period shall be 25.17%
Working Capital	<p>The Management have envisaged the working capital requirement of PJTL for the forecast period. The major operating working capital assumptions are as follows:</p> <ol style="list-style-type: none"> a. Trade Receivables days – 45 days b. Unbilled Revenue days – 31 days
Debt	The borrowings as on March 31st, 2024 of PJTL is from PGInvIT at an interest rate of 14.5% p.a.
Capital Expenditure	The Management has estimated capital expenditure to be incurred over the forecast period for PJTL. We have relied on the projections provided by the Management.



Contingent Liabilities

The Management represented that, as per the Share Purchase Agreement executed between POWERGRID, IDBI Trusteeship Services Limited (in its capacity as Trustee to PGINVIT), PUTL (in its capacity as Investment Manager to PGINVIT) and Specified SPVs, POWERGRID has undertaken to indemnify, defend and hold harmless the Trust and the Investment Manager from and against losses which relate to or arise from inter-alia any pending or threatened claims against the Specified SPVs from the period prior to and including the First Closing Date i.e. 13th May 2021 and no major contingent liabilities have arisen for the period after 13th May 2021. Since no major contingent liability has to be borne by PJTL, there is no impact of contingent liability on the valuation.

10.5.2 DCF Valuation Analysis**POWERGRID Jabalpur Transmission Limited
DCF Valuation Analysis**

Valuation Date: March 31st, 2024

Particulars	Amount (₹ Millions)
Present value of FCFF for explicit period	16,362.07
Present value of terminal value	705.37
Business enterprise value	17,067.44
Cash and bank balance as on date of valuation	511.46
Borrowings as on date of valuation	11,772.95
Equity value as on date of valuation	5,805.95
Number of equity shares outstanding as on date of valuation (no.s in millions)	226.91
Value per equity share (₹/share)	25.59



(in ₹ millions)

S.no	Period length (months)	For the period ended on	Revenues	NOPAT	Depreciation	Capital Expenditure	Change in working capital	Free cash flow to the firm	YearFracs	Present value factors	Present Value
1	2	3	4	5	6	7	8	9 = 5+6+7+8	Mid-year	10	11 = 9 X 10
1	12	31-Mar-25	2,653.91	1,676.55	434.62	-34.13	31.82	2,108.85	0.50	0.96	2,021.89
2	12	31-Mar-26	2,653.91	1,677.17	435.17	-	-	2,112.34	1.50	0.88	1,861.65
3	12	31-Mar-27	2,653.91	1,674.03	435.49	-18.53	-	2,091.00	2.50	0.81	1,693.98
4	12	31-Mar-28	1,864.37	882.33	436.24	-23.25	164.40	1,459.72	3.50	0.74	1,087.04
5	12	31-Mar-29	1,864.37	884.90	436.66	-	-	1,321.56	4.50	0.68	904.66
6	12	31-Mar-30	1,864.37	885.17	436.66	-	-	1,321.82	5.50	0.63	831.76
7	12	31-Mar-31	1,864.37	882.28	437.02	-17.70	-	1,301.60	6.50	0.58	752.87
8	12	31-Mar-32	1,864.37	879.26	437.38	-	-	1,316.65	7.50	0.53	700.06
9	12	31-Mar-33	1,864.37	876.09	437.78	-17.70	-	1,296.16	8.50	0.49	633.50
10	12	31-Mar-34	1,864.37	872.77	438.17	-	-	1,310.95	9.50	0.45	588.97
11	12	31-Mar-35	1,864.37	869.71	438.17	-	-	1,307.88	10.50	0.41	540.13
12	12	31-Mar-36	1,864.37	866.03	438.63	-17.70	-	1,286.97	11.50	0.38	488.57
13	12	31-Mar-37	1,864.37	862.19	439.09	-	-	1,301.29	12.50	0.35	454.10
14	12	31-Mar-38	1,864.37	858.64	439.09	-	-	1,297.74	13.50	0.32	416.28
15	12	31-Mar-39	1,864.37	854.91	439.09	-	-	1,294.01	14.50	0.29	381.56
16	12	31-Mar-40	1,864.37	850.40	439.68	-17.70	-	1,272.38	15.50	0.27	344.88
17	12	31-Mar-41	1,864.37	845.68	440.27	-	-	1,285.96	16.50	0.25	320.40
18	12	31-Mar-42	1,864.37	841.34	440.27	-	-	1,281.61	17.50	0.23	293.53
19	12	31-Mar-43	1,864.37	836.02	441.02	-17.70	-	1,259.34	18.50	0.21	265.13
20	12	31-Mar-44	1,864.37	830.46	441.77	-	-	1,272.23	19.50	0.19	246.21
21	12	31-Mar-45	1,864.37	825.39	441.77	-	-	1,267.16	20.50	0.18	225.42
22	12	31-Mar-46	1,864.37	818.88	442.93	-20.18	-	1,241.63	21.50	0.16	203.03
23	12	31-Mar-47	1,864.37	812.08	444.09	-	-	1,256.18	22.50	0.15	188.82
24	12	31-Mar-48	1,864.37	806.14	444.09	-	-	1,250.23	23.50	0.14	172.75
25	12	31-Mar-49	1,864.37	799.87	444.09	-	-	1,243.97	24.50	0.13	158.00
26	12	31-Mar-50	1,864.37	793.26	444.09	-	-	1,237.35	25.50	0.12	144.46
27	12	31-Mar-51	1,864.37	786.27	444.09	-	-	1,230.36	26.50	0.11	132.04
28	12	31-Mar-52	1,864.37	778.89	444.09	-	-	1,222.98	27.50	0.10	120.65
29	12	31-Mar-53	1,864.37	771.09	444.09	-	-	1,215.18	28.50	0.09	110.20
30	9	31-Dec-53	1,398.28	572.14	333.07	-	-	905.21	28.88	0.09	79.54
31	Terminal year	Terminal Value	1,855.90	759.38	442.07	-442.07	-	759.38	29.75	0.08	61.98

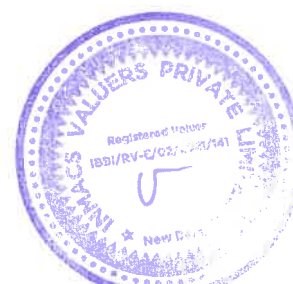
Sensitivity Analysis

Sensitivity analysis is an analysis technique that works on the basis of what-if analysis like how independent variables can affect the dependent variable. As discussed above, DCF valuation involves use of critical inputs to determine equity value, these critical inputs are independent variables and resultant equity value is dependent variable.

The table below is a what-if analysis table, wherein the impact on equity value and enterprise value has been produced considering critical input being discount rates vary by 50 basis points in either direction.

(in ₹ millions)

Sensitivity	Equity Value	Enterprise Value
	5,805.95	17,067.44
8%	7,076.85	18,338.34
8.50%	6,246.13	17,507.62
8.79%	5,805.95	17,067.44
9%	5,495.49	16,756.98
9.50%	4,813.59	16,075.08
9.75%	4,495.45	15,756.94



10.5.3 Additional Disclosures

The Schedule V of the SEBI InvIT Regulations prescribes the minimum set of mandatory disclosures to be made in the valuation report.

Below is the additional information as required by the regulations

Parameter	Details										
List of one-time sanctions/approvals which are obtained or pending:	The list is enclosed in Annexure – 5 to the report.										
List of up to date/ overdue periodic clearances:	We have included the details in Annexure – 5 to the report.										
Statement of assets included:	The details of assets of PJTL as of March 31st, 2024 are provided in Annexure – 10.										
Estimates of already carried out as well as proposed major repairs and improvements along with estimated time of completion:	<p>We understand from the Management that no major repairs and improvements of the assets have been performed till date. Also, PJTL does not plan to perform any major repairs and improvements during the life of the project except CAPEX requirement captured in the above analysis. However, PJTL incurs regular annual maintenance charges of Transmission Lines. The projected operation and maintenance charges for the life the project along with the projected inflation rate is as follows:</p> <table border="1"> <thead> <tr> <th>Expenses</th> <th>O&M Expenses</th> </tr> </thead> <tbody> <tr> <td>FY 2025</td> <td>33.05</td> </tr> <tr> <td>FY 2026</td> <td>34.21</td> </tr> <tr> <td>FY 2027</td> <td>35.41</td> </tr> <tr> <td>Annual inflation rate FY25 to FY54</td> <td>3.51%</td> </tr> </tbody> </table> <p>Source: Management input Expenses in ₹ millions</p>	Expenses	O&M Expenses	FY 2025	33.05	FY 2026	34.21	FY 2027	35.41	Annual inflation rate FY25 to FY54	3.51%
Expenses	O&M Expenses										
FY 2025	33.05										
FY 2026	34.21										
FY 2027	35.41										
Annual inflation rate FY25 to FY54	3.51%										
Revenue pendencies including local authority taxes associated with InvIT asset and compounding charges if any.	The Management has informed that there are no dues including local authority taxes pending to be payable to the Government authorities except as disclosed in the audited financial statements.										
On-going material litigations including tax disputes in relation to the assets, if any:	The list of on-going material litigations including tax disputes in relation to PJTL are provided in Annexure – 15.										
Vulnerability to natural or induced hazards that may not have been covered in town planning building control.	Management has confirmed that there are no such natural or induced hazards which have not been considered in town planning/ building control.										



Latest Pictures of the project along with date of physical inspection:

Please refer Annexure – 20.

Valuation of the project in the previous 3 years

Equity Value for PJTL (100%) as on -

- September 30th, 2023: ₹ 5,709.58 million (Report dated October 28th, 2023 by Inmacs Valuers Private Limited)
- March 31st, 2023: ₹ 5,456.86 million (Report dated May 17th, 2023 by Inmacs Valuers Private Limited)
- September 30th, 2022: ₹ 5,586.69 million (Report dated October 28th, 2022 by Inmacs Valuers Private Limited)
- March 31st, 2022: ₹ 9,385.5 million (Report dated May 17th, 2022 by RBSA Valuation Advisors LLP)
- September 30th, 2021: ₹ 9,480.0 million (Report dated October 28th, 2021 by RBSA Valuation Advisors LLP)

Purchase price of the project by the InvIT

INR 7,234.13 million (Acquired during IPO)

Acquisition was made from Power Grid Corporation of India Limited (Sponsor) and the transaction was related party transaction.



11. Valuation Conclusion

We have carried out the Enterprise and Equity Valuation of the Specified SPVs as of March 31st, 2024 considering inter-alia historical performance of the Specified SPVs, Business plan/ Projected financial statements of the Specified SPVs and other information provided by/ on behalf of the Investment Manager, industry analysis and other relevant factors.

In performing the valuation analysis, we have adopted the Discounted Cash Flow Method under the Income Approach.

The Valuation summary of the Specified SPVs as of March 31st, 2024 is as follows (in million)

Specified SPV	Enterprise Value	Equity Value	No. of Equity Shares	Value per Share	₹ in millions	
					% of Holding of PgInvIT	Value PgInvIT's Holding
Vizag Transmission Limited	18,730.60	11,069.05	209.73	52.78	100%	11,069.05
POWERGRID Kala Amb Transmission Limited	3,938.61	2,094.40	61.00	34.33	74%	1,549.86
POWERGRID Parli Transmission Limited	21,427.17	9,917.63	322.10	30.79	74%	7,339.05
POWERGRID Warora Transmission Limited	23,539.62	9,237.13	393.30	23.49	74%	6,835.48
POWERGRID Jabalpur Transmission Limited	17,067.44	5,805.95	226.91	25.59	74%	4,296.40

For INMACS Valuers Private Limited
IBBI Reg. No: IBBI/RV-E/02/2021/141

Vaibhav Jain
Director – Securities and Financial Assets
IBBI Reg No. - IBBI/RV/06/2018/10016
B.Com (Hons.), FCA, ACS, LLB,
MBF (ICAI), FAFD (ICAI),
Registered Valuer (S&FA),
Certified Independent Director (IICA)
ICAI Membership No: 515700

Valuation Reference No. (VRN):
IOVRVF/IMV/2024-2025/3424

UDIN: 24515700BKBXYV2258

Date: May 14th, 2024
Place: New Delhi

12. Limitations/ Disclaimer

This report is subject to the limitations detailed hereinafter.

As such the report is to be read in totality, and not in parts, in conjunction with the relevant documents referred to herein and in the context of the purpose for which it is made. This report is prepared with a limited purpose/ scope as identified and will be confidential being for use only to which it is issued. It must not be copied, disclosed or circulated in any correspondence or discussions with any person, except to whom it is issued and to those who are involved in this transaction and for various approvals and regulatory filings required for this transaction.

Valuation is not a precise science and the conclusions arrived at in many cases will, be of necessity, be subjective and dependent on the exercise of individual judgment. There is, therefore, no indisputable single value. While we have provided an assessment of the value based on the information available, application of certain formulae and within the scope and constraints of our engagement, others may place a different value to the same.

Our scope of work does not enable us to accept responsibility for the accuracy and completeness of the information provided to us. We have, therefore, not performed any audit, review or examination of any of the historical or prospective information used and therefore, does not express any opinion with regards to the same.

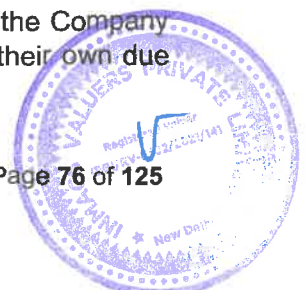
The draft of the present report was circulated to the Management for confirming the facts stated in the report and to confirm that information or facts stated are not erroneous and the assumptions used are reasonable.

Our work does not constitute an audit or certification of the historical financial statements/prospective results including the working results of the Company referred to in this report. Accordingly, we are unable to and do not express an opinion on the fairness or accuracy of any financial information referred to in this report. Valuation analysis and results are specific to the purpose of valuation mentioned in the report is as per agreed terms of our engagement. It may not be valid for any other purpose or as at any other date. Also, it may not be valid if done on behalf of any other entity.

In the course of the valuation, we were provided with both written and verbal information. We have however, evaluated the information provided to us by the Company through broad inquiry, analysis and review but have not carried out a due diligence or audit of the information provided for the purpose of this engagement. Our conclusions are based on the assumptions, forecasts and other information given by/on behalf of the Company. We assume no responsibility for any errors in the above information furnished by the Company and consequential impact on the present exercise.

A valuation of this nature involves consideration of various factors including those impacted by prevailing market trends in general and industry trends in particular. This report is issued on the understanding that the Management has drawn our attention to all the matters, which they are aware of concerning the financial position of the Company and any other matter, which may have an impact on our opinion, on the fair value of the shares of the Company including any significant changes that have taken place or are likely to take place in the financial position of the Company. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

Any person/party intending to provide finance/invest in the shares/business of the Company shall do so after seeking their own professional advice and after carrying out their own due diligence procedures to ensure that they are making an informed decision.



The decision to carry out the transaction (including consideration thereof) lies entirely with the Management / the Company and our work and our finding shall not constitute a recommendation as to whether or not the Management / the Company should carry out the transaction.

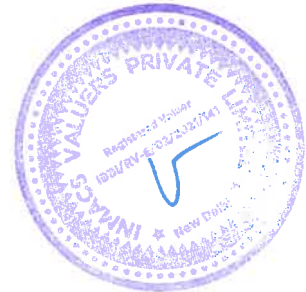
Neither the firm nor its partners, managers, employees makes any representation or warranty, express or implied, as to the accuracy, reasonableness or completeness of the information, based on which the valuation is carried out. As such parties expressly disclaim any and all liability for, or based on or relating to any such information contained in the valuation.

This Report is based on the information provided by the Management. The exercise has been restricted and kept limited to and based entirely on the information provided to us. We have completely relied on the information provided by the Management and have assumed that the information provided is accurate and complete in all material respects.

We have assumed the genuineness of all signatures, the authenticity of all documents submitted to us as original, and the conformity of the copies or extracts submitted to us with that of the original documents.

We have assumed that the documents provided to us by the Management in connection with any particular issue are the only documents related to such issue.

We have analysed the information provided by the Management from the limited perspective of examining issues noted in the scope of work and we do not express any opinion as to the legal or technical implications of the same.



Annexure – 1

Summary of Approvals & Licences of VTL

S No.	Approvals	Date of Issue	Issuing Authority
1	Company Registration	02-03-2012	Ministry of Corporate Affairs - Gol
2	Transmission Licence (25 years)	08-01-2014	Central Electricity Regulatory Commission
3	Forest Clearance	Not Required	
4	Approval under Section 68 of Electricity Act,2003	08-03-2012	Ministry of Power - Gol
5	Approval from Gol under Section 164 of Electricity Act,2003 (25 years)		Central Electricity Authority (MoP)
6	Approval from CERC under Section 17(3)	Not Required	
7	Environmental Clearance		
8	Power & Telecommunication Coordination Committee clearance		
8(1)	400 kV D/C Khamman to Nagarjuna	25-04-2015	PTCC - Government of India
8(2)	765 kV D/C Srikakulam-Vemagiri	29-09-2016	PTCC - Government of India
9	Railway Crossing		
	<i>1. Srikakulam-Vemagiri 765 kV D/C line</i>		
9(1)	Mast No. 11/14-16 b/w Mallividu-Lakkavarapukota	20-11-2015	East Coast Railway
9(2)	Track at km 12/5-12/6 b/w Pedasana-Temburu	20-11-2015	East Coast Railway
9(3)	Mast no. 456/7-9 b/w Gotlam-Garudabili	20-11-2015	East Coast Railway
9(4)	Mast no. 769/29-31 b/w sigadam-ponduru	20-11-2015	East Coast Railway
	<i>2. 400 kV D/C Khammam – Nagarjuna Sagar</i>		
9(5)	Mast no. 473/11-12 & 473/13-14 of Khammam-Dorknal	20-03-2015	South Central Railway
9(6)	Track at Km/TP: 123/5-123/6 b/w KDGL-MRGA	16-06-2015	South Central Railway
10	Road Crossing		
	<i>1. 765 kV D/C Srikakulam-Vemagiri line</i>		
10(1)	NH-16 at km 853/612 at Prathipadu village	14-09-2016	National Highways Authority of India
10(2)	NH-43 in Nellivada village	18-08-2016	National Highways & CRF
	<i>2. 400 kV D/C Khammam – Nagarjuna Sagar</i>		
10(3)	NH-65 at km stone 168 - 169 of Hyderabad-Vijaywada	30-11-2015	National Highways Authority of India
11	River Crossing		
	<i>1. 765 kV D/C Srikakulam-Vemagiri line</i>	No Major River Crossing in this line	
	<i>2. 400 kV D/C Khammam – Nagarjuna Sagar line</i>	No Major River Crossing in this line	
12	Powerline Crossing		
	<i>1. 765 kV D/C Srikakulam-Vemagiri line</i>		
12(1)	400 kV D/C Kalpaka - Khammam Line	28-06-2016	AP Transco
12(2)	400 kV S/C Vijaywada-Gajuwada Line	08-05-2016	Power Grid Corporation of India Ltd
12(3)	400 kV D/C Vemagiri - Simhadry Line	31-07-2016	Power Grid Corporation of India Ltd
12(4)	132 kV Peddapuram - Prithipadu-I Line	08-09-2016	AP Transco
12(5)	132 kV Peddapuram - Prithipadu-II Line	08-09-2016	AP Transco
12(6)	132 kV Navabharat – Prithipadu Line	08-09-2016	AP Transco
12(7)	132 kV D/C Pendurti-TB Vara Line	18-06-2016	AP Transco
12(8)	132 kV S/C Koruprolu-Narisipatnam Line	29-05-2016	AP Transco
12(9)	220 kV S/C Line Seileru-Pendurthi line	21-04-2016	AP Transco



12(10)	400 kV D/C Jeypore-Gajuwaka Line	04-07-2016	Power Grid Corporation of India Ltd
12(11)	220 kV D/C BD Palem - Bobbili Line	08-09-2016	AP Transco
12(12)	132 kV S/C Ventithadi-TB Voora Line	08-05-2016	AP Transco
12(13)	132 kV S/C Garividi-TB Voora Line	08-05-2016	AP Transco
12(14)	132 kV S/C Garividi-Vontithadi Line	22-05-2016	AP Transco
12(15)	132 kV S/C Garividi-TB Voora Line	22-05-2016	AP Transco
12(16)	220 kV D/C Garividi-Pendurti Line	03-07-2016	AP Transco
12(17)	132 kV D/C Garividi Pydibhimavaram & Pydibhimavaram Chilakapalem Line	14-08-2016	AP Transco
12(18)	132 kV D/C Garividi-Palakonda & Pydibhimavaram Chilakapalem Line	24-07-2016	AP Transco
12(19)	220 kV D/C Garividi-Tekkali Line	10-07-2016	AP Transco
12(20)	132 kV D/C Garividi-Palakonda to Tekkali-Ponduru Line	25-08-2016	AP Transco
12(21)	132 kV D/C Tekkali - Pathapattanam	03-04-2016	AP Transco
12(22)	132 kV D/C Gaarividi-Tekkali	20-03-2016	AP Transco
	<u>2. 400 kV D/C Khammam – Nagarjuna Sagar line</u>		
12(23)	132 kV D/C Khammam-Dornakal Line	23-09-2015	South Central Railway
12(24)	132 kV D/C Khammam-Kusumanchi line	21-09-2015	Madhucon Sugar & Power Industries Limited
12(25)	132 kV D/C Kusumanchi - Madhucon line	21-09-2015	Madhucon Sugar & Power Industries Limited
12(26)	220 kV S/C KTPS -Miryalaguda Line	10-12-2015	TS Transco
12(27)	400 kV D/C VTPS -Malkaram Line	21-12-2015	TS Transco
12(28)	400 kV S/C Khammam- Nagarjuna Sagar Line	12-09-2015	Power Grid Corporation of India Ltd
12(29)	132 kV D/C Miryalaguda - Podugulla	02-12-2015	TS Transco
12(30)	132 kV Miryalaguda - Wadapalli Feeder 1&2	21-12-2015	TS Transco
12(31)	132 kV S/C Rentichintala - Parasakti SS line	02-12-2015	AP Transco
12(32)	132 kV Rentichintala - Nagarjuna Sagar Tail Pond Line	02-12-2015	AP Transco
12(33)	220 kV D/C Budidampadu - Bhuvanagiri	21-12-2015	TS Transco
12(34)	220 kV D/C Khammam - Miryalaguda	21-12-2015	TS Transco
12(35)	132 kV Miryalaguda - Dirsencherla and Miryalaguda - Matampalle	02-12-2015	TS Transco
12(36)	220 kV D/C Tallapalli to VTPS	02-12-2015	AP Transco
12(37)	132 kV S/C Budidampadu - Dornakal	02-12-2015	TS Transco
13	Aviation Clearance - NOC for Transmission line		
13(1)	765 kV D/C Srikakulam-Vemagiri line	19-08-2016	Eastern Naval Command, Naval Base, Visakhapatnam
13(2)	400 kV D/C Khammam - NagarjunaSagar line	Not Required	
14	Defence Clearance- NOC from aviation angle for construction	Not Required	
15	Transmission service agreements	14-05-2013	
16	Approval for adoption of Tariff (35 years)	23-01-2014	Central Electricity Regulatory Commission



Annexure – 2

Summary Approvals & Licences of PKATL

S No.	Approvals	Date of Issue	Issuing Authority
1	Company Registration	29-07-2013	MINISTRY OF CORPORATE AFFAIRS - Gol
2	Transmission Licence (25 years)	04-09-2014	CENTRAL ELECTRICITY REGULATORY COMMISSION
3	Forest Clearance		
3(1)	4.094 ha within jurisdiction of Nahar Forest Division (H.P.)	21-12-2016	GOI-Ministry of Environment, Forests & Climate Change
4	Approval under Section 68 of Electricity Act,2003	16-09-2013	Ministry of Power - Gol
5	Approval from Gol under Section 164 of Electricity Act,2003 (25 years)	27-04-2016	CENTRAL ELECTRICITY AUTHORITY (MoP)
6	Approval from CERC under Section 17(3)	Not Required	
7	Environmental Clearance	Not Required	
8	Power & Telecommunication coordination committee clearance		
8(1)	400 kV D/C Karcham Wangtoo-Abdullapur TL (L.I.L.O)	02-05-2017	PTCC - Government of India
9	Railway Crossing	Not Required	
10	Road Crossing	Not Required	
11	River Crossing	Not Required	
12	Powerline Crossing	Not Required	
13	Aviation Clearance - NOC for Transmission line	09-05-2016	Airports Authority of India
14	Defence Clearance- NOC from aviation angle for construction		
14(1)	400 kV D/C Karcham Wangtoo-Abdullapur Line	17-10-2016	Ministry of Defence
15	Transmission service agreements	02-01-2014	
16	Approval for adoption of Tariff (35 years)	22-08-2014	Central Electricity Regulatory Commission
17	Transmission License (25 years) for RTM work allocated by Govt.	22.03.2022	Central Electricity Regulatory Commission

Approvals for which applications are yet to be made

POWERGRID Kala Amb Transmission Limited

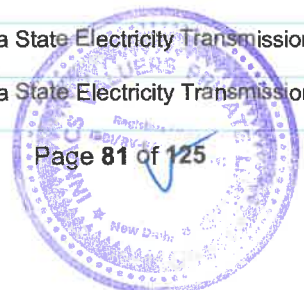
Tariff order petition for RTM project



Annexure – 3

Summary of Approvals & Licences of PPTL

S No.	Approvals	Date of Issue	Authority
1	Company Registration	30-07-2014	MINISTRY OF CORPORATE AFFAIRS - Gol
2	Transmission Licence (25 years)	10-07-2015	CENTRAL ELECTRICITY REGULATORY COMMISSION
3	Forest Clearance		
3(1)	<u>1. Warora Pooling Station - Parli New 765 kV D/C line</u> 27.846 ha for 765kV D/C Warora-Parli TL in Maharashtra	02-09-2017	GOI-Ministry of Environment, Forests & Climate Change
	<u>2. Parli (new) - Solapur 765 kV D/C line</u>	No Forest	
	<u>3. Parli (New) - Parli (PG) 400 kV D/C line</u>	No Forest	
4	Approval under Section 68 of Electricity Act,2003	10-12-2014	Ministry of Power - Gol
5	Approval from Gol under Section 164 of Electricity Act,2003 (25 years)	28-06-2017	CENTRAL ELECTRICITY AUTHORITY (MoP)
6	Approval from CERC under Section 17(3)	Not Required	
7	Environmental Clearance	Not Required	
8	Power & Telecommunication coordination committee clearance		
8(1)	765 kV D/C Warora-Parli T/L (Length-346.802 KM)	05-05-2018	PTCC - Government of India
8(2)	765 kV D/C line from Solapur-New Parli(Length-117.958 KM)	02-04-2018	PTCC - Government of India
8(3)	400 kV D/C line from Parli-New Parli(Dhanora) (Length - 18.236 KM)	02-04-2018	PTCC - Government of India
9	Railway Crossing		
9(1)	<u>1. Warora Pooling Station - Parli New 765 kV D/C line</u> Track at KM No. 326/5-326/6 b/w Chudawa-Purna	17-01-2017	South Central Railway
9(2)	Track at Km 246/14-Km 247/1 b/w Ghatnandur-Parli	16-02-2018	South Central Railway
9(3)	<u>2. Parli (new) - Solapur 765 kV D/C line</u> Track at location 497/3-4 kms b/w Murud and AUSA Road	06-11-2017	Central Railway
	<u>3. Parli (New) - Parli (PG) 400 kV D/C line</u>	No Railway Crossing	
10	Road Crossing		
10(1)	<u>1. Warora Pooling Station - Parli New 765 kV D/C line</u> NH-7 b/w chainage 108/6 & 108/4 near village yerla	09-01-2018	National Highways Authority of India
10(2)	NH-222 @ Ch.525/800 i.e. b/w km 525 & 526 km	12-01-2018	Public Works Department (Govt of Maharashtra)
10(3)	<u>2. Parli (new) - Solapur 765 kV D/C line</u> NH-09(Solapur-Hydrabad) b/w Solapur 31.7 Km & Naldurg 14.3 Km	14-10-2017	National Highways Authority of India
	<u>3. Parli (New) - Parli (PG) 400 kV D/C line</u>	No Road Crossing	
11	River Crossing	No Major River Crossing in this lines	
12	Powerline Crossing		
12(1)	<u>1. Warora Pooling Station - Parli New 765 kV D/C line</u> 400 kV S/C Kumbhargaoon-Parli line	30-03-2017	Maharashtra State Electricity Transmission Co. Ltd
12(2)	400 kV D/C Chandrapur-Parli line	30-03-2017	Maharashtra State Electricity Transmission Co. Ltd



12(3)	132 kV D/C Pusad Umarkedhed line	09-03-2017	Maharashtra State Electricity Transmission Co. Ltd
12(4)	132 kV Gagankhed - Kandhar line	03-11-2016	Maharashtra State Electricity Transmission Co. Ltd
12(5)	220 kV Nanded-Ghatodi DCDC line	03-11-2016	Maharashtra State Electricity Transmission Co. Ltd
12(6)	220 kV Parli New TPS - Waghala DCDC line	05-07-2016	Maharashtra State Electricity Transmission Co. Ltd
12(7)	220 kV Parli - Harangul line	26-08-2016	Maharashtra State Electricity Transmission Co. Ltd
12(8)	132 kV Girwali-Latur MIDC DCDC line	26-08-2016	Maharashtra State Electricity Transmission Co. Ltd
12(9)	220 kV Osmanabad-parli line & 220kV Girwali-Murud line	21-11-2016	Maharashtra State Electricity Transmission Co. Ltd
12(10)	400 kV D/C Parli-Solapur line	21-03-2017	Reliance Infrastructure Limited
	<i>2. Parli (new) - Solapur 765 kV D/C line</i>		
12(11)	132 kV D/C Ujani-Naldurga-Solapur line	04-03-2017	Maharashtra State Electricity Transmission Co. Ltd
12(12)	400 kV D/C Solapur (PG) - Parli (PG) line	04-04-2017	Reliance Infrastructure Limited
12(13)	132 kV S/C Bale-Akkalkot	06-05-2017	Maharashtra State Electricity Transmission Co. Ltd
12(14)	132 kV Bale (Solapur)-Ujani Line	01-10-2016	Maharashtra State Electricity Transmission Co. Ltd
12(15)	132 kV Ujani-B.A.S.S.K. Keshegaon line	01-10-2016	Maharashtra State Electricity Transmission Co. Ltd
12(16)	220 kV Osmanabad-parli line & 220kV Girwali-Murud line	19-11-2016	Maharashtra State Electricity Transmission Co. Ltd
	<i>3. Parli (New) - Parli (PG) 400 kV D/C line</i>		
12(17)	132 kV Girwali - Kaij Line	06-08-2016	Maharashtra State Electricity Transmission Co. Ltd
12(18)	400 kV S/C Girwali-Lamboti (Solapur) Line	05-07-2016	Maharashtra State Electricity Transmission Co. Ltd
12(19)	400 kV D/C Girwali-Lonikand line	05-07-2016	Maharashtra State Electricity Transmission Co. Ltd
12(20)	400 kV D/C Parli-Solapur line (Loc No. 15 & 16)	14-07-2016	Reliance Infrastructure Limited
12(21)	400 kV S/C Girwali - Solapur (Lamboti) & 400 kV D/C Girwali-Lonikand line	09-06-2016	Maharashtra State Electricity Transmission Co. Ltd
13	Aviation Clearance - NOC for Transmission line		
13(1)	NOC ID : AKOL/WEST/P/012017/192829	24-05-2017	Airports Authority of India
13(2)	NOC ID : AKOL/WEST/P/012017/192829/2	24-05-2017	Airports Authority of India
13(3)	NOC ID : AKOL/WEST/P/012017/192829/3	24-05-2017	Airports Authority of India
13(4)	NOC ID : AKOL/WEST/P/012017/192829/4	24-05-2017	Airports Authority of India
13(5)	NOC ID : AKOL/WEST/P/012017/192829/5	24-05-2017	Airports Authority of India
13(6)	NOC ID : AKOL/WEST/P/012017/192829/6	24-05-2017	Airports Authority of India
13(7)	NOC ID : AKOL/WEST/P/012017/192829/7	24-05-2017	Airports Authority of India
13(8)	NOC ID : AKOL/WEST/P/012017/192829/8	24-05-2017	Airports Authority of India
13(9)	NOC ID : AKOL/WEST/P/012017/192829/9	07-11-2017	Airports Authority of India
13(10)	NOC ID : AKOL/WEST/P/012017/192829/10	07-11-2017	Airports Authority of India
13(11)	NOC ID : AKOL/WEST/P/012017/192829/11	24-05-2017	Airports Authority of India
13(12)	NOC ID : AKOL/WEST/P/012017/192829/12	24-05-2017	Airports Authority of India
13(13)	NOC ID : SOLA/WEST/P/100516/176012	24-05-2017	Airports Authority of India
13(14)	765kV D/C Solapur to Parli/Dhanora (PG) Transmission Line	31-10-2017	Indian Air Force
14	Defence Clearance- NOC from aviation angle for construction		
14(1)	765 kV D/C Warora to Parli(New) Transmission Line	07-11-2017	Ministry of Defence
14(2)	765 kV D/C Solapur - Parli Transmission Line	13-10-2017	Ministry of Defence
14(3)	400 kV D/C Parli (PG) to Parli (New) Transmission Line	27-10-2017	Ministry of Defence



15	Transmission service agreements	09-02-2015	
16	Approval for adoption of Tariff (35 years)	23-06-2015	Central Electricity Regulatory Commission
17	Relief under Change in Law	29.01.2021	Central Electricity Regulatory Commission

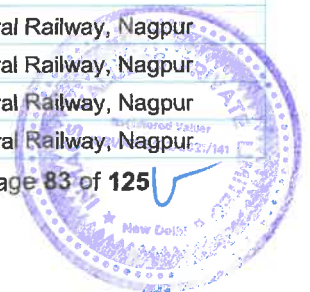
Approvals applied for, but not yet received

POWERGRID Parli Transmission Limited	Transmission license for regulated tariff mechanism work before CERC
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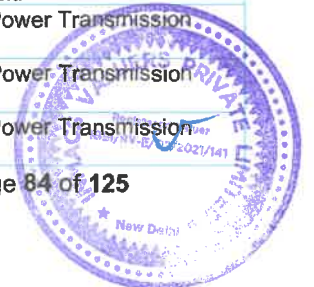
Annexure – 4

Summary of Approvals & Licences of PWTL

S No.	Approvals	Date of Issue	Authority
1	Company Registration	05-08-2014	MINISTRY OF CORPORATE AFFAIRS - Gol
2	Transmission Licence (25 years)	05-08-2015	CENTRAL ELECTRICITY REGULATORY COMMISSION
3	Forest Clearance		
	<u>1. 765 kV D/C Gadawara STPS – Warora</u>		
3(1)	50.731 ha for 765 KV D/C transmission line from Gadawara to Warora (Maharashtra)	28-06-2017	GOI-Ministry of Environment, Forests & Climate Change
3(2)	165.528 ha for 765 KV D/C TL Gadawara STPS to Warora (MP)	29-05-2017	APCCF, MP, Bhopal
	<u>2. 765 kV D/C Gadawara STPS – Jabalpur Line</u>	No Forest	
	<u>3. 400 kV D/C LILO of Wardha-Parli Line at Warora</u>	No Forest	
4	Approval under Section 68 of Electricity Act,2003	26-11-2014	Ministry of Power
5	Approval from Gol under Section 164 of Electricity Act,2003 (25 years)	11-04-2017	CENTRAL ELECTRICITY AUTHORITY (MoP)
6	Approval from CERC under Section 17(3)	Not Required	
7	Environmental Clearance	Not Required	
8	Power & Telecommunication coordination committee clearance		
	<u>1.765 kV D/C Gadawara STPS – Warora</u>		
8(1)	765 kV (HEX BUNDLE) Gadawara-Warora Transmission line (RL 129.558)	29-01-2018	PTCC - Government of India
	<u>2. 400 kV D/C LILO of Wardha-Parli</u>		
8(2)	400 kV D/C LILO Line on Wardha-Parli Line for Warora S/s	12-03-2018	PTCC - Government of India
	<u>3.765 kV D/C Gadawara STPS - Jabalpur</u>		
8(3)	765 kV D/C LILO Line on existing Seoni-Bina TL	18-11-2016	PTCC - Government of India
8(4)	765 kV D/C TL From Jabalpur Pooling S/s-Gadawara (balance portion)	31-03-2017	PTCC - Government of India
9	Railway Crossing		
	<u>1.765 kV D/C Gadawara STPS – Warora Line</u>		
9(1)	Mast No. 790/10/16 & 790/10/17 (35 years)	16-11-2017	Central Railway
9(2)	Mast No. 792/7-9 & 792/8-10 (35 years)	16-11-2017	Central Railway
9(3)	Mast No. 801B/27-28 & 802B/1-2 (35 years)	16-11-2017	Central Railway
9(4)	Mast No. 1012/11,1012/12 & 1012/3,4 (35 years)	12-06-2018	Central Railway
9(5)	Ch No. 63301	21-12-2017	South East Central Railway, Nagpur
9(6)	Ch No. 81350	21-12-2017	South East Central Railway, Nagpur
9(7)	Ch No. 29100	15-02-2018	South East Central Railway, Nagpur
9(8)	KM No.1247/1-2 b/w Chindwara-Jhilmili	21-12-2017	South East Central Railway, Nagpur



	<u>2. 400 kV D/C LILO of Wardha-Parli Line</u>	No Railway Crossing	
	<u>3.765 kV D/C Gadawara STPS – Jabalpur Line</u>	No Railway Crossing	
10	Road Crossing		
	<u>1.765 kV D/C Gadawara STPS – Warora Line</u>		
10(1)	NH-361 Chainage 508.493 village Sawangi	09-01-2018	National Highways Authority of India
10(2)	NH-44 at 68.078 on Nagpur-Hydrabad Section	13-07-2017	National Highways Authority of India
10(3)	Nagpur-Mumbai Express Highway at Ch. 17600& 17700	23-01-2017	Maharashtra State Road Development Corporation Ltd
10(4)	NH-47 at Km 44+700 from RHS to LHS MH Section	30-05-2018	National Highways Authority of India
10(5)	NH-6 at Km 27.000 to 28.000 at village Bajargaon	18-12-2017	National Highways Authority of India
10(6)	NH-347 b/w km 98 & km 99	18-05-2017	Ministry of Road Transport & Highways - GOI
-	<u>2.400 kV D/C LILO of Wardha-Parli Line</u>		
10(7)	NH-44 at 90.810 on Nagpur-Hydrabad Section	13-07-2017	National Highways Authority of India
10(8)	NH-44 at 90.910 on Nagpur-Hydrabad Section	13-07-2017	National Highways Authority of India
-	<u>3.765 kV D/C Gadawara STPS – Jabalpur Line</u>		
10(9)	NH-26 b/w km 357 & km 358	07-04-2017	National Highways Authority of India
10(10)	NH-547 b/w km 205 & km 206	18-07-2017	Ministry of Road Transport & Highways - GOI
11	River Crossing	No Major River Crossing in this lines	
12	Powerline Crossing		
	<u>1.765 kV D/C Gadawara STPS - Warora</u>		
12(1)	132 kV D/C Ambazari- Amravati Line & Ambazari-Arvi Line	16-02-2017	Maharashtra State Electricity Transmission Co. Ltd
12(2)	220 kV D/C Abhijit-Wardha Line	16-02-2017	Maharashtra State Electricity Transmission Co. Ltd
12(3)	400 kV D/C Koradi-Wardha Line & Koradi-IEPL Line	16-02-2017	Maharashtra State Electricity Transmission Co. Ltd
12(4)	220 kV D/C Butibori(3)-Purti & Butibori(3)-Wardha Line	16-02-2017	Maharashtra State Electricity Transmission Co. Ltd
12(5)	220 kV D/C Butibori(3)-Purti & Purti-Bhugaon Line	16-02-2017	Maharashtra State Electricity Transmission Co. Ltd
12(6)	400 kV D/C Koradi- IEPL & IEPL - Warora Line	16-02-2017	Maharashtra State Electricity Transmission Co. Ltd
12(7)	132 kV D/C Hinganghat - Jam Line	26-09-2016	Maharashtra State Electricity Transmission Co. Ltd
12(8)	220 kV D/C Wardha-Warora Line	03-01-2017	Maharashtra State Electricity Transmission Co. Ltd
12(9)	220 kV Warora-Wardha Ckt I & Warora-Hinganghat Ckt II	26-09-2016	Maharashtra State Electricity Transmission Co. Ltd
12(10)	132 kV D/C Hinganghat - M/S ISMT Line	05-03-2017	Maharashtra State Electricity Transmission Co. Ltd
12(11)	400 kV D/C Mouda-Wardha Line	24-05-2016	Power Grid Corporation of India Ltd
12(12)	400 kV D/C Raipur-Wardha Line	30-05-2016	Power Grid Corporation of India Ltd
12(13)	765 kV D/C Raipur(Durg) - Wardha TL (Ckt 1 & 2)	30-12-2016	Power Grid Corporation of India Ltd
12(14)	765 kV D/C Raipur(Durg) - Wardha TL (Ckt III & IV)	28-12-2016	Power Grid Corporation of India Ltd
12(15)	765 kV S/C Tiroda-Koradi CKT-I Line	02-05-2017	Maharashtra Eastern Grid Power Transmission Co. Ltd
12(16)	765 kV S/C Tiroda-Koradi CKT-II Line	02-05-2017	Maharashtra Eastern Grid Power Transmission Co. Ltd
12(17)	220 kV S/C Kalmeshwar - Pandhurna Line	26-04-2018	Maharashtra State Electricity Transmission Co. Ltd
12(18)	400 kV S/C Seoni-Sami Line	23-03-2017	Madhya Pradesh Power Transmission Co. Ltd
12(19)	220 kV D/C Seoni - Chhindwara Line	23-03-2017	Madhya Pradesh Power Transmission Co. Ltd
12(20)	132 kV D/C Seoni - Chhindwara Line	23-03-2017	Madhya Pradesh Power Transmission Co. Ltd



12(21)	132 kV D/C Chhindwara - Bicchua Line	23-03-2017	Madhya Pradesh Power Transmission Co. Ltd
12(22)	400 kV D/C Koradi II - Koradi III (Tidangi) Line	08-05-2017	Maharashtra State Electricity Transmission Co. Ltd
12(23)	132 kV S/C Kalmeshwar - Katol Line	04-05-2017	Maharashtra State Electricity Transmission Co. Ltd
12(24)	220 kV S/C Ambazari - Amravati Line	04-05-2017	Maharashtra State Electricity Transmission Co. Ltd
12(25)	400 kV S/C Koradi - Indiabull (Ckt-II) Line	04-05-2017	Maharashtra State Electricity Transmission Co. Ltd
12(26)	400 kV S/C Koradi - Bhusawal (CKT-II) Line	07-07-2017	Maharashtra State Electricity Transmission Co. Ltd
12(27)	132 kV Chichili - Karapgaon Line	10-04-2017	Madhya Pradesh Power Transmission Co. Ltd
-	<u>2.765 kV D/C Gadarwara STPS - Jabalpur</u>		
12(28)	220 kV D/C Jabalpur-Narsinghpur Line	11-11-2016	Madhya Pradesh Power Transmission Co. Ltd
12(29)	132 kV S/C Jabalpur-Shrinagar-Narsinghpur Line	11-11-2016	Madhya Pradesh Power Transmission Co. Ltd
12(30)	132 kV DCDS Shahpura LILO Line	11-11-2016	Madhya Pradesh Power Transmission Co. Ltd
12(31)	132 kV Chichili-Karapgaon Line	07-11-2016	Madhya Pradesh Power Transmission Co. Ltd
12(32)	132 kV Narsinghpur-Devnagar Line	12-01-2017	Madhya Pradesh Power Transmission Co. Ltd
-	<u>3.400 kV D/C LILO of Wardha-Parli</u>		
12(33)	220 kV D/C Bhugaon-Pusad Line (Loc 42-43)	24-01-2017	Maharashtra State Electricity Transmission Co. Ltd
12(34)	220 kV D/C Bhugaon-Pusad D/C Line (Loc 2/1-2/2)	24-01-2017	Maharashtra State Electricity Transmission Co. Ltd
12(35)	220 kV D/C Bhugaon-Pusad D/C Line (Loc 39-40)	24-01-2017	Maharashtra State Electricity Transmission Co. Ltd
12(36)	400 kV D/C Wardha-Warora D/C Line (Loc 112-113)	03-01-2017	Maharashtra State Electricity Transmission Co. Ltd
12(37)	400 kV D/C Wardha-Warora D/C Line (Loc 109-111)	03-01-2017	Maharashtra State Electricity Transmission Co. Ltd
12(38)	220 kV D/C Deoli-Ghatodi	02-03-2017	Maharashtra State Electricity Transmission Co. Ltd
13	Aviation Clearance - NOC for Transmission line		
	<u>1.765 kV D/C Gadarwara STPS - Warora</u>		
13(1)	NOC ID : NAGP/WEST/P/042617/214700	18-05-2017	Airports Authority of India
13(2)	NOC ID : NAGP/WEST/P/042617/214700/2	18-05-2017	Airports Authority of India
13(3)	NOC ID : NAGP/WEST/P/042617/214700/3	18-05-2017	Airports Authority of India
13(4)	NOC ID : NAGP/WEST/P/042617/214700/4	18-05-2017	Airports Authority of India
13(5)	NOC ID : NAGP/WEST/P/042617/214700/5	18-05-2017	Airports Authority of India
13(6)	NOC ID : NAGP/WEST/P/042617/214700/6	18-05-2017	Airports Authority of India
13(7)	NOC ID : NAGP/WEST/P/042617/214700/7	31-05-2017	Airports Authority of India
13(8)	NOC ID : NAGP/WEST/P/042617/214700/8	01-06-2017	Airports Authority of India
13(9)	NOC ID : NAGP/WEST/P/042617/214700/9	31-05-2017	Airports Authority of India
13(10)	NOC ID : NAGP/WEST/P/042617/214700/10	31-05-2017	Airports Authority of India
13(11)	NOC ID : NAGP/WEST/P/042617/214700/11	31-05-2017	Airports Authority of India
13(12)	NOC ID : NAGP/WEST/P/042617/214700/12	31-05-2017	Airports Authority of India
13(13)	NOC ID : NAGP/WEST/P/042617/214700/13	31-05-2017	Airports Authority of India
13(14)	NOC ID : NAGP/WEST/P/042617/214700/14	31-05-2017	Airports Authority of India
13(15)	NOC ID : NAGP/WEST/P/042617/214700/15	23-01-2018	Airports Authority of India
13(16)	NOC ID : NAGP/WEST/P/042617/214700/16	31-05-2017	Airports Authority of India
13(17)	NOC ID : NAGP/WEST/P/042617/214700/17	31-05-2017	Airports Authority of India
13(18)	NOC ID : NAGP/WEST/P/042617/214700/18	08-06-2017	Airports Authority of India
13(19)	NOC ID : NAGP/WEST/P/122817/271674	19-01-2018	Airports Authority of India

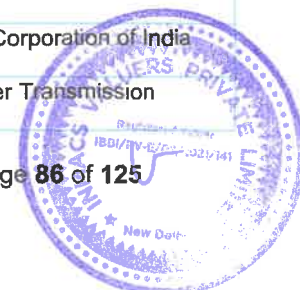


	<u>2.400 kV D/C LILO of Wardha-Parli at Warora</u>	Not Required	
14	Defence Clearance- NOC from aviation angle for construction		
	<u>1. 765 kV D/C Gadawara STPS - Warora</u>		
14(1)	765 kV Gadawara to Warora (Hexa)	02-05-2017	Ministry of Defence
14(4)	765 kV D/C Gadawara-Warora Transmission Line	02-07-2018	Ministry of Defence
	<u>2. 400 kV D/C LILO of Wardha-Parli at Warora</u>		
14(2)	400 kV 2* D/C LILO of Both Circuits Wardha-Parli	27-06-2017	Ministry of Defence
	<u>3.765 kV D/C Gadawara STPS - Jabalpur</u>		
14(3)	765 kV D/C Gadawara to Jabalpur	05-01-2017	Ministry of Defence
15	Transmission service agreements	09-02-2015	
16	Approval for adoption of Tariff (35 years)	23-06-2015	Central Electricity Regulatory Commission
17	Relief under Change in Law	25.01.2021	Central Electricity Regulatory Commission

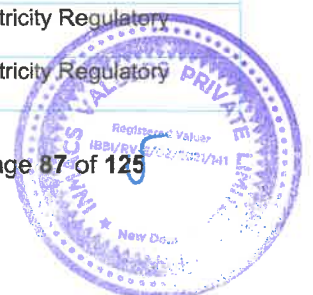
Annexure – 5

Summary of Approvals & Licences of PJTL

S No.	Approvals	Date of Issue	Authority
1	Company Registration	14-08-2014	MINISTRY OF CORPORATE AFFAIRS - Gol
2	Transmission Licence (25 years)	15-06-2015	Central Electricity Regulatory Commission
3	Forest Clearance		
3(1)	241.0995 ha at Singrauli Satna & Sidhi Districts(MP)	20-02-2018	Ministry of Environment and Forest, Madhya Pradesh
4	Approval under Section 68 of Electricity Act,2003	22-09-2014	Ministry of Power - Gol
5	Approval from Gol under Section 164 of Electricity Act,2003 (25 years)	15-09-2016	CENTRAL ELECTRICITY AUTHORITY (MoP)
6	Approval from CERC under Section 17(3)	Not Required	
7	Environmental Clearance	Not Required	
8	Power & Telecommunication coordination committee clearance		
8(1)	765 kV Vindhyanal Pooling to Jabalpur Pooling Line	03-10-2018	PTCC - Government of India
9	Railway Crossing		
9(1)	Katni-Singrauli Railway Line at 1293/6-7	16-03-2017	West Central Railway
9(2)	Niwas-JP plant Coal Link	28-07-2017	West Central Railway
9(3)	Jabalpur-Manikpur railway Line at 1093/7-8	16-03-2017	West Central Railway
9(4)	Itarsi-Jabalpur Railway Line at 970/2-3	13-10-2016	West Central Railway
9(5)	Bina-Katni Railway Line at 1223/3-4	03-03-2017	West Central Railway
10	Road Crossing		
10(1)	NH-7 at km 355+134 (Rewa-Katni-Jabalpur)	23-06-2017	National Highways Authority of India
11	River Crossing		
11(1)	Son River	23-02-2018	Ministry of Environment and Forest (Sanjay Tiger Reserve)
11(2)	Banas River	23-02-2018	Ministry of Environment and Forest (Sanjay Tiger Reserve)
12	Powerline Crossing		
12(1)	765 kV D/CJabalpur-Bina Transmission Line	18-04-2017	Power Grid Corporation of India Ltd
12(2)	765 kV S/C Jabalpur-Bina Transmission Line	26-06-2017	Sterlite Power Transmission Limited



12(3)	765 kV S/C Jabalpur-Bhopal Transmission Line	26-06-2017	Sterlite Power Transmission Limited
12(4)	800 kV HVDC Bipole Champa-Kurukshetra Line	31-12-2016	Power Grid Corporation of India Ltd
12(5)	765 kV S/C Sasan-Satna Ckt-1 Line	12-08-2016	Power Grid Corporation of India Ltd
12(6)	765 kV S/C Sasan-Satna Ckt-2 Line	12-08-2016	Power Grid Corporation of India Ltd
12(7)	765 kV D/C Vindhyanchal Pooling- Satna Ckt-1&2 Line	12-08-2016	Power Grid Corporation of India Ltd
12(8)	400 kV D/C Vindhyanchal-Jabalpur Ckt-I&II Line	02-02-2017	Power Grid Corporation of India Ltd
12(9)	765 kV S/C Satna-Vindhyanchal Ckt-I Line	02-02-2017	Power Grid Corporation of India Ltd
12(10)	765 kV S/C Satna-Vindhyanchal Ckt-II Line	02-02-2017	Power Grid Corporation of India Ltd
12(11)	220 kV Katni-Maihar Line	24-07-2017	Madhya Pradesh Power Transmission Co. Ltd
12(12)	220 kV Satna-Birsinghpur LILO	24-07-2017	Madhya Pradesh Power Transmission Co. Ltd
12(13)	132 kV Jinna-Amarpatan Line	24-07-2017	Madhya Pradesh Power Transmission Co. Ltd
12(14)	132 kV Rewa_bansagar LILO	24-07-2017	Madhya Pradesh Power Transmission Co. Ltd
12(15)	400 kV D/C Vindhyanchal-Jabalpur Ckt-III & IV	22-12-2016	Power Grid Corporation of India Ltd
12(16)	400 kV Katni-Damoh Line	06-05-2017	Madhya Pradesh Power Transmission Co. Ltd
12(17)	400 kV D/C Birsinghpur-Damoh Line	22-12-2016	Power Grid Corporation of India Ltd
12(18)	132 kV Panagar-Katangji Line	14-07-2017	Madhya Pradesh Power Transmission Co. Ltd
12(19)	132 kV Patan – Panagar Line	14-07-2017	Madhya Pradesh Power Transmission Co. Ltd
12(20)	132 kV S/C Jabalpur-Damoh Line	11-11-2016	Madhya Pradesh Power Transmission Co. Ltd
12(21)	400 kV D/C Jabalpur Pool- Itarsi TL Ckt 1 & 2	09-01-2017	Power Grid Corporation of India Ltd
12(22)	400 kV D/C Jabalpur Pool- Itarsi TL Ckt 3 & 4	09-01-2017	Power Grid Corporation of India Ltd
12(23)	220 kV D/C Sukhi-Narsinghpur Line	11-11-2016	Madhya Pradesh Power Transmission Co. Ltd
12(24)	132 kV Anuppur - Rajmilan Line	20-03-2018	Madhya Pradesh Power Transmission Co. Ltd
12(25)	132 kV Kymore-Barhi Line	20-03-2018	Madhya Pradesh Power Transmission Co. Ltd
12(26)	400 kV Mahan - Vindhyanchal & Mahan-Korba (LILO)	26-06-2017	Essar Power Transmission Company Limited
12(27)	400 kV D/C (Quad) Mahan-Sipat Line	26-06-2017	Essar Power Transmission Company Limited
12(28)	220 kV Satna- Birsinghpur Pali Line	27-07-2017	Madhya Pradesh Power Transmission Co. Ltd
12(29)	132 kV Rewa (Bansagar-II) – Bansagar-III (Deolon) Line	27-07-2017	Madhya Pradesh Power Transmission Co. Ltd
12(30)	132 kV Katni- Kaimur Line	19-05-2018	Madhya Pradesh Power Transmission Co. Ltd
13	Aviation Clearance - NOC for Transmission Line		
13(1)	JABA/WEST/P/092317/248125/9	07-11-2017	Airports Authority of India
14	Defence Clearance- NOC from aviation angle for construction		
	765 kV Vindhyanchal-Jabalpur Pooling Line	02-11-2018	Ministry of Defence
15	Transmission service agreements	19-11-2014	
16	Approval for adoption of Tariff (35 years)	28-05-2015	Central Electricity Regulatory Commission
17	Relief under Force Majeure, (Article 11) and Change in Law	28.10.2021	Central Electricity Regulatory Commission



Annexure – 6

Statement of Assets of VTL

Asset Type	₹ In millions			
	Gross Block	Depreciation	Net Block	% of asset depreciated
Transmission	13,096.90	3,751.21	9,345.69	28.64%
Furniture Fixtures	0.06	0.06	-	100.00%
Electronic Data Processing & Word Processing Machines	0.50	0.40	0.10	80.00%
Construction and Workshop equipment	0.07	0.02	0.05	28.57%
Workshop & Testing Equipments	0.26	0.09	0.17	34.62%
Total	13,097.79	3,751.78	9,346.01	28.64%

Source: Annual Report of VTL

Annexure – 7

Statement of Assets of PKATL

Asset Type	₹ In millions			
	Gross Block	Depreciation	Net Block	% of asset depreciated
Freehold Land	29.94	-	29.94	0.00%
Sub-Stations & Office	153.06	29.54	123.52	19.30%
Water Supply Drainage & Sewerage	8.88	1.62	7.26	18.24%
Transmission	100.78	24.37	76.41	24.18%
Substation	3,311.34	720.00	2,591.34	21.75%
Furniture Fixtures	1.69	1.00	0.69	59.17%
Office equipment	0.21	0.20	0.01	95.24%
Electronic Data Processing & Word Processing Machines	0.13	0.03	0.10	23.08%
Electrical Installation	2.69	1.58	1.11	58.74%
Workshop & Testing Equipments	22.33	2.11	20.22	9.45%
Intangible Asset				
Total	3,631.55	783.48	2,848.07	21.57%

Source: Annual Report of PKATL



Annexure – 8

Statement of Assets of PPTL

Asset Type	₹ In millions			
	Gross Block	Depreciation	Net Block	% of asset depreciated
Freehold Land	41.39	-	41.39	0.00%
Sub-Stations & Office	41.24	7.86	33.38	19.06%
Transmission	15,273.39	3,052.37	12,221.02	19.98%
Substation	3,017.02	611.41	2,405.61	20.27%
Workshop & testing Equipments	0.43	0.10	0.33	20.41%
Electronic Data Processing & word Processing Machine	8.27	1.37	6.90	16.57%
Office equipment	1.58	1.31	0.27	82.91%
Misc Asset/Equipment	0.49	0.01	0.48	2.04%
Intangible Asset				
Right of Way-Afforestation Expenses	96.93	19.43	77.50	20.05%
Right Of Additional Revenue	810.10	52.33	757.77	6.46%
Total	19,290.90	3,746.19	15,544.71	19.42%

Shree Valuers Pvt. Ltd.

Annexure – 9

Statement of Assets of PWTL

Asset Type	₹ In millions			
	Gross Block	Depreciation	Net Block	% of asset depreciated
Freehold	129.86	-	129.86	0.00%
Transmission Line	17,493.73	3,543.17	13,950.56	20.25%
Substation	4,213.26	815.65	3,397.61	19.36%
Unified Load Despatch & Communication	30.06	9.02	21.04	30.01%
Sub-Stations & Office	10.00	1.22	8.78	7.20%
Furniture & Fixtures	15.96	5.92	10.04	37.09%
Office equipment	0.09	0.09	-	100.00%
Elec. Data Processing & Word Processing Machines	0.18	0.08	0.10	44.44%
Miscellaneous Assets / Equipments	0.14	0.13	0.01	92.86%
Intangible Asset				
Right of Way-Afforestation Expenses	464.56	93.08	371.48	20.04%
Right Of Additional Revenue	1,118.40	72.26	1,046.14	6.46%
Total	23,483.19	4,540.62	18,942.57	19.34%

Shree Valuers Pvt. Ltd.



Annexure – 10

Statement of Assets of PJTL

Asset Type	Gross Block	Depreciation	Net Block	₹ In millions
				% of asset depreciated
Transmission	14,616.57	2,483.44	12,133.13	16.99%
Furniture Fixtures	0.18	0.11	0.07	61.11%
Office equipment	0.12	0.11	0.01	91.67%
Electronic Data Processing & Word Processing Machines	0.42	0.32	0.10	76.19%
<i>Intangible Asset</i>				
Right of Way-Afforestation Expenses	677.21	119.53	557.68	17.65%
Right Of Additional Revenue	1,113.00	70.25	1,042.75	6.31%
Total	16,407.50	2,673.76	13,733.74	16.30%

(In Rupees, All figures in Lakhs unless otherwise specified)



Annexure – 11

On-going material litigations including tax disputes as on date of valuation of VTL

VIZAG TRANSMISSION LIMITED								
Regulatory, Legal, Criminal and other Pending Litigation								
Sr.No.	Nature of Matter	Name of the Petitioner/Appellant/Complainant	Name of Defendant/Respondent	Forum	Financial Claim/Impact	Case Number	Brief Summary of the facts of the matter	Current Status of the matter and the next date of hearing
(i)	STATUTORY OR REGULATORY			NIL				
(ii)	CRIMINAL PROCEEDINGS			NIL				
(iii)	OTHER PENDING LITIGATION							



1	Writ Petition	Allu Sivaramakrishna & 5 Ors.	POWERGRID & 2 Ors	High Court of AP at Amaravati	Not quantifiable	WP No. 46034/2016	WP filed to issue a writ, order or direction to POWERGRID & PVTL not to erect tower using the land of the peritioners, situated at Gonedu Village, Kirlampudi Mandal, East Godavari Dittrict for establishment of 765kV Srikakulam - Vemagiri D/C Power Transmission Line without paying suitable and adequate compensation as per the provisions contemplated under "The Right to Fair Compensation and Transparency in Land Acquisition, Rehabilitation and Resettlement Act, 2013" and consequently direct the 2nd respondent to pay the suitable and sufficient compensation by settling the cost of the lands as per the prevailing	Listed on 01.06.2017 for admission but not reached for hearing. To be listed for admission.
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2	Writ Petition	PVTL	CTO & 3 Ors	High Court for the State of Telangana at Hyderabad	9,62,80,607.00	WP No. 13305/2020	WP filed byPVTL to pass an order or direction or any other proceedings one in the nature of writ of mandamus or any other appropriate writ or order or direction under Art 226 of the Constitution of India setting aside the order of the 2nd Respondent in ADC Order No 1077 and Appeal No 5/25/201819 dated 17 06 2020 and upholding the order of the 1st Respondent in imposing entry tax under the Telangana Tax on Entry of Goods Into Local Areas Act 2001 for the period 2014-15 and 2015-16 and thereby confirming a tax of Rs 9,62,80,607.00 as being illegal arbitrary violative of provisions of Section 32 of Telangana Tax on Entry of Goods into Local Areas Act 2001 and in violation of principles of	Heard on 20.08.2020 and the Hon'ble High Court was pleased to grant stay of the operation of the Assessment Order till the disposal of the WP, by Order dated 20.08.2020. To be listed for final hearing and disposal.
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								natural justice and contrary to the decisions of the Honble Courts violative of Articles 14 19 and 265 of the Constitution of India.	
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Annexure – 12

On-going material litigations including tax disputes as on date of valuation of PKATL

POWERGRID KALA AMB TRANSMISSION LIMITED								
Regulatory, Legal, Criminal and other Pending Litigation								
Sr. No.	Nature of the matter	Name of the Petitioner/Appellant/ Complainant	Name of the defendant/respondent	Forum	Financial claim / impact	Case Number	Brief summary of the facts of the matter	Current status of the matter and the next date of hearing
(i) STATUTORY OR REGULATORY								
1	Income tax matter	PKATL	ADIT, CPC, Bengaluru	National Faceless Appeal Centre (NFAC), Delhi	Rs. 31.1 Lakh	NFAC/2019-20/10092393	Intimation from Income Tax Department Under Section 143(1a) amounting Rupees 3.11 Million (For the Assessment Year 2019-20) against the Income Tax Return Filed for FY 2018-19. Appeal has been made to IT Department against the same.	Case is pending for order.
2	Income tax matter	PKATL			Rs. 79.94 Lakh	2023202337243707854 C	Intimation from Income Tax Department Under Section 154 read with Section 143(1a) amounting Rupees 7.99 Million (For the Assessment Year 2023-24). Appeal has been made to IT Department against the same.	Case is pending.



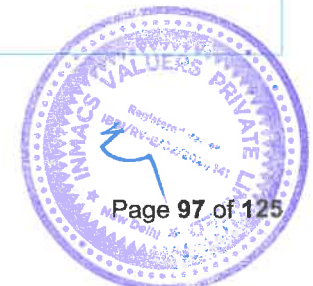
3	Regulatory Matter	Himachal Pradesh State Electricity Board Limited	Central Electricity Regulatory Commission & Ors.	APTEL	Not Quantified	Appeal No. 175 of 2024	<p>In the Appeal, the Appellant (HPSEBL) has challenged the order dated 30.06.2023 (impugned order) passed by the CERC in petition no. 104/MP/2018, whereby the CERC has allowed the Petitioner to get a refund of the PoC charges incorrectly levied on it, however, even after recording the submissions of the Appellant seeking interest on such refund, has not provided for the same in the impugned order. Appellant has prayed that the APTEL hold that the Appellant is entitled to interest as prayed for in the proceedings before the CERC.</p>	Case is pending.
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(ii) CRIMINAL PROCEEDINGS

NIL

(iii) OTHER PENDING LITIGATION

NIL



Annexure – 13

On-going material litigations including tax disputes as on date of valuation of PPTL

POWERGRID PARLI TRANSMISSION LIMITED								
Regulatory, Legal, Criminal and other Pending Litigation								
Sr. No.	Nature of the matter (DATE OF FILING)	Name of the Petitioner/Appellant /Complainant	Name of the defendant/respondent	Forum	Financial claim / impact	Case Number	Brief summary of the facts of the matter	Current status of the matter and the next date of hearing
NIL								
(i) STATUTORY OR REGULATORY								
NIL								
(ii) CRIMINAL PROCEEDINGS								



NIL								
(iii) OTHER PENDING LITIGATION								
1	Civil (Mines & Minerals Act) 22.02.2018	Power Grid Corporationn of India	State of Maharashtra & ors	High Court of Judicature at Bombay, Bench at Nagpur	Rs. 25,8,870/-	WP No. 1032 of 2018	We have challenged the Order of Tehsildar, Mahagaon to pay fine amounting to Rs. 21,37,500/- and royalty of Rs, 1,90,000/- for 475 brass murum by the first order and further directing to pay an amount of rs. 2,51,370/-	Writ Petition is allowed vide order dated 04.07.2023, Orders passed by tehsildar are quashed and high court remitted the matter back to tehsildar for fresh consideration with notice to POWERGRID
2	Civil (Land Matter) 08.08.2018	Devanand	Power Grid Corporationn of India	Civil Judge Junior Division, Ambajogai	Not Quantifiable (However Court Fee Rs6,000/- is specifically claimed)	RCS No. 201 of 2018	The petitioner has filed this case challenging the Land allotted to POWERGRID for 765 KV Parli Substation.	The case was pending for argument on exhibit unready. The last date of hearing on 11.12.2023. Next date of hearing on 30.04.2024.



3	Civil (Land Matter) 07.02.2017	Mahadeo Nivrutti Kalunke	State of Maharashtra	High Court of Judicature at Bombay, Bench at Aurangabad	Not quantifiable	WP No. 8238 of 2016	The petitioner has filed instant petition for demanding regularisation of possession over Land allotted to POWERGRID New Parli Substaion.	Last date of hearing is 06.04.2020. Next date of hearing has not been notified yet.
4	CIVIL (Land Compensation/Tree & Crop Compensation) 31.08.2020	Vishambhar Deorao Kaange + 43 Ors	SDO, Umred & POWERGRID	SDM, Yavatmal	3,67,44,566 /-	Revenue Case 471 of 2020	In the instant case , the farmer has filed appeal against order dated 28.01.2020 passed by Ld. SDM assessment of compensation. The farmer has filed appeals for enhancement of compensation. Instant case is remanded to SDM by Collector vide order dated 30.11.2022 with a direction to hear the matter with notice to land owners.	Notice is yet to be received



5	CIVIL (Land Compensation/Tree & Crop Compensation) 14.10.2020	Prahlad Ganpat Dawalbaje + 6 Ors	SDO, Umred & POWERGRID	SDM, Yavatmal	59,40,735/-	Revenue Case 476 of 2020	In the instant case , the farmer has filed appeal against order dated 28.01.2020 passed by Ld. SDM for assessment of land compensation. The farmer has filed appeals for enhancement of compensation. Instant case is remanded to SDM by Collector vide order dated 30.11.2022 with a direction to hear the matter with notice to land owners.	Notice is yet to be received
6	CIVIL (Land Compensation) 26.10.2020	Bhagwat Tukaram Bhise	Chief Manager, Powergrid Parli Transmission Line	Civil Judge, Senior Division, Ambajogai	16,68,930/- plus 18% interest from 29.10.2017 till payment	Special Civil Suit 39 of 2020	In the instant case, the petitioner has claimed that the POWERGRID has not paid land compensation erection of two leg of towers in petitioner's land and has only paid compensation for the damages done to tree & crops. Therefore, the petitioner has filed instant case suit claiming land compensation for erection of two legs of tower during the construction of 765	Matter is listed on arguments on exhibit. Last date of hearing was 22.12.2023. Next date of hearing is 17.04.2024.



							kV Parli- Solapur D/C Transmission Line.	
7	CIVIL (Land Compensation) 07.08.2021	Ranjeet Krushnarao Kadam	SDO, Umred & POWERGRID + 49 Ors	SDM, Yavatmal	3,57,76,570 /-	Revenue Case 669 of 2020	In the instant case , the farmer has filed appeal against order dated 28.01.2020 passed by Ld. SDM for assessment of land compensation. The farmer has filed appeals for enhancement of compensation. Instant case is remanded to SDM by Collector vide order dated 30.11.2022 with a direction to hear the matter with notice to land owners.	Notice is yet to be received



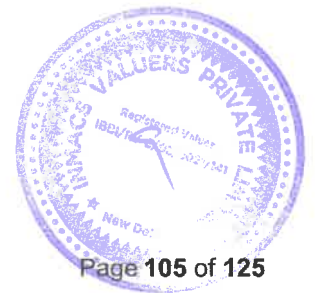
8	Land Compensation	Ramdas Bhilya Rathod	PPTL & 99 Ors	SDM, Yavatmal	3,72,85,649 /-	2021	The instant case relates to 765Kv D/C Warora-Parli(NEW) Transmission line. The applicant's application is for enhancement of land compensation as per GR dated 31.05.2017. The matter is remanded to SDM by DM, Yavatmal to re-hear the matter with notice to landowners.	Notice is yet to be received
9	Land Compensation	Vishal Prakash Shinde	The state of Maharashtra & ors	Civil Judge, Sr Division, Pusad	4,06,260/-	R.C.S No:134/2022	Shri Vishal Prakash Shinde has instituted a suit bearing reference no RCS 134 of 2022 seeking declaration that he is the owner and possessor of Gut No 4/1. Further the landowner has sought declaration that he is solely entitled to the compensation to the tune of Rs 4,06,020/- towards Constuction of 765 Kv Warora-Parli Transmission line.	Case is transferred to Sr.Division, Umarchhed.



10	Civil (Mines & Minerals Act)	Circle Officer, Mahegaon	General Manager, Naded	Tehsildar, Mahegaon	23,27,615	<p>Revenue Case No. 72/MLN-37/2016-2017</p> <p>In the instant case without giving any opportunity of hearing to Non-Applicant held that Non-Applicant has excavated 475 brass (95 towers*5 brass per tower) Murum was excavated without paying any royalty and directed non-applicant to pay Rs. 1,90,000/- as payment of Royalty and imposed fine to the tune of Rs. 21,37,500/- which is five times of the market value as envisaged under Section 48 (7) of the Maharashtra Land Revenue Code, 1966. The Order is pronounced without giving notice and hearing opportunity to POWERGRID. POWERGRID filed WP before the high court challenging the order on the issue of Notice wherein High Court vide its order dated 04.07.2023 allowed the WP and remitted the matter</p>	Hearing complete and order is awaited
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back to tehsildar for
fresh consideration



11	Maharashtra Land Revenue Code, 1966.	State	Deputy Manager, POWERGRID, Nanded	Tehsildar, Mahegaon	2,51,370/-	Revenue Cases No. 59/NAP-36/2016-17 In the instant case, without giving any opportunity of hearing to Non-Applicant (hereinafter referred as POWERGRID) held that POWERGRID is using agricultural land of farmers in Hivra, Mahagaon, Morath circle for non-agricultural purposes without any permission for the same and vide Tehsildar Order dated 20.03.2017 levied fine of Rs. 2,51,370/- to be paid in Government Treasury. The Order is pronounced without giving notice and hearing opportunity to POWERGRID. POWERGRID filed WP before the high court challenging the order on the issue of Notice wherein High Court vide its order dated 04.07.2023 allowed the WP and remitted the matter back to tehsildar for fresh consideration	Hearing complete and order is awaited
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Annexure – 14

On-going material litigations including tax disputes as on date of valuation of PWTL

POWERGRID WARORA TRANSMISSION LIMITED								
Regulatory, Legal, Criminal and other Pending Litigation								
Sr.No.	Nature of Matter	Name of the Petitioner/Appellant /Complainant	Name of Defendant/Respondent	Forum	Financial Claim/Impact	Case Number	Brief Summary of the facts of the matter	Current Status of the matter and the next date of hearing
(i) STATUTORY/REGULATORY								
1	Dues towards Compensatory Afforestation Management and Planning Authority (CAMPA) Fund	PWTL	Commissioner of CGST & Central Excise, Nagpur-II Commissionerate	Customs Excise and Service tax Appellate Tribunal (CESTAT), Mumbai	Rs. 50251543 plus Penalty and applicable Interest	ST/85473/2023-CU[DB]	The Company had received Order from Commissioner of CGST & Central Excise, Nagpur-II Commissionerate with respect to the Non-Payment of Service Tax on Deposits of Rs. 33,50,10,289/- in Compensatory Afforestation Management and Planning Authority (CAMPA) Fund. The Order was against the Company and the Department raised demand to pay the due Service Tax of Rs. 5,02,51,543/- along with penalty and applicable interest. The Company have filed appeal against the order in Customs Excise and Service tax Appellate Tribunal (CESTAT), Mumbai on 23.03.2023 and as a pre-requisite to the Appeal u/s 35F of the Excise Act read with Section 83 of the Finance Act 1994, a pre-deposit of Rs. 37,68,866/- (7.5 % of the total demand amount)	Case is pending, Next date of hearing not updated yet.



was deposited with the Department on 15.03.2023.

(ii) CRIMINAL PROCEEDINGS

NIL

(iii) OTHER PENDING LITIGATION



1	Revenue Case	POWERGRID CORPORATION OF INDIA LIMITED	Tehsildar, Warora	Tehsildar, Warora	Rs. 33,14,410/-	Revenue Case No. 1/2018	<p>On 10.01.2018, Ld. Tahsildar, Warora has issued an order that the PWTL has done construction for commercial use without obtaining the permission from the change of use from the agricultural purpose to non-agricultural purpose. As per said order, the Naib-Tahsildar, Warora committed error in imposing N.A. taxes of Rs. 7,45,740/- without imposing penalty and therefore, Ld. Tehsildar has reviewed order and imposed 40 times penalty of Rs. 33,14,400/- in addition to non-agricultural taxes. The said order was challenged by POWERGRID on 06.03.2018, by filing an appeal before the Sub-Divisional Officer Warora, under section 247 of Maharashtra Land Revenue Code, 1966. The main contention on behalf of the undersigned corporation was that, as per Section 44A of the Maharashtra Land Revenue Code, if the land is used for bonafide industrial use than there is no requirement of conversion of land. Further, the explanation to section 44-A of Maharashtra Land Revenue Code clearly states that the power project is a bonafide use of land for industrial purpose. Thereafter, vide order dated 17.07.2018, Hon'ble Appellate Authority under Maharashtra Land Revenue Code has partially allowed the appeal and remanded the matter to the Tahsildar, Warora for decision on the points submitted by the objector. The matter was finally argued on 23.02.2022. The order is still awaited in the matter</p>	Final order is awaited.
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2	Compensation for Damages to Crops	Smt. Anubai & 3 Ors	Power Grid Corporation of India Ltd. & 3 Ors	District Court, Wardha	9,00,000/-	MJC No. 4 of 2017	The instant case relates to 400 kV D/C LILO Wardha- Parli Transmission Line. The petitioner has filed instant suit claiming compensation for damages to crops during erection of transmission Line.	The case was last listed on 22.03.2024 for Evidence.The Next date of hearing is 19.04.2024
3	Possession & Compensation for damages to Crops	Suresh Nehare & 5 Ors.	Shankar Nehare & 4 ors	Civil Judge Junior Division, Wardha	Not quantifiable	RCS N. 266 of 2017	The instant case relates to 400 kV D/C LILO Wardha- Parli Transmission Line. The petitioner has filed instant suit claiming for declaration of partition & possession of survey no. 138 of muza nimsada, The- Deoli , Dist- Wardha. The petitioner has also claimed the compensation amount received from POWERGRID for erection of transmission Line has not been distributed between petitioner & defendant no. 1.	The case was last listed on 13.03.2024 for Evidence.The Next date of hearing is 19.04.2024
4	Writ Petition	Umesh Dhamdar and others	Union of India & Others	Hon'ble High Court of MP, Jabalpur	Not quantifiable	W. P. No. 3381/2018	The petitioner has filed a writ petition against the POWERGRID challenging the order passed by the District Magistrate, Chhindwara dated 18.05.2017 & to set aside the order & also to determine the compensation as per the guidelines dated 15.10.2015, towards the damage caused during the construction of 765 K.V Double Circuit Gadawara STPS(M.P) to Warora (MH) TL.	Case is pending, Next date of hearing not updated yet.
5	Writ Petition	Damodar and Others	Union of India & Others	Hon'ble High Court of MP, Jabalpur	Not quantifiable	W. P. No. 3385/2018	The petitioner has filed a writ petition against the POWERGRID challenging the validity of Notice dated 20.01.2017 issued by the POWERGRID and to quash & set aside the said notice.	Case is pending, Next date of hearing not updated yet.



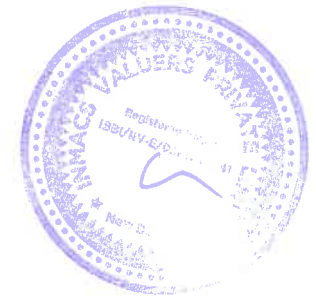
8	Writ Petition	Hiralal Singh	PWTL and Others	Hon'ble High Court of MP, Jabalpur	Not quantifiable	W. P. No. 5221/2021	The petitioner files petition for the compensation for the deprivation of land secured in respect of Right of Way for transmission lines installed during the installation work carried out 765 KV DC high tension line in District Narsinghpur. The petitioner prays to properly calculate and value the land of petitioner affected by ROW and make proper compensation. The Petitioner asked for Interim Injunction from court to prevent the respondents from transmitting the electricity from the said lines. No injunction granted by Court.	Case is pending, Next date of hearing is awaited.
9	Writ Appeal	Madhulata Patel	PWTL and Others	Hon'ble High Court of MP, Jabalpur	Not quantifiable	W. A. No. 735/2021	The petitioner files petition for the compensation for the deprivation of land secured in respect of Right of Way for transmission lines installed during the installation work carried out 765 KV DC high tension line in District Narsinghpur. The petitioner prays to properly calculate and value the land of petitioner affected by ROW and make proper compensation. The Petitioner asked for Interim Injunction from court to prevent the respondents from transmitting the electricity from the said lines. No injunction granted by Court. The present petitioners have filed writ before Hon'ble High Court of MP, Jabalpur bench as WP 2638/2020 for the enhancement of compensation. The said WP was disposed off vide order dated 07.02.2020 and remanded the matter to District Collector, Narsinghpur for deciding the case of petitioner for grant of ROW Compensation as per guidelines	Case is pending, Next date of hearing is awaited.



							dated 15.10.2015. The collector rejected the claim of the petitioner vide order dated 17.12.2020. The petitioner again filed writ vide WP No. 7558/2020 against the order dated 17.12.2020 passed by District Collector, Narsinghpur. The said WP was disposed off by the Hon'ble High Court of MP, Jabalpur bench vide order dated 12.07.2021 stating that petitioner have remedy to state his claim before District Judge. The present writ appeal is filed against the order dated 12.07.2021.	
10	Compensation	Kawadu Rajba Meshram	Chief manager PWTl, Wardha	District Court Warora	Rs. 1860054.79/-	CMA 38 of 2018	That the plaintiff in the matter seeks compensation for the damages caused to his land and crop during construction of 400kV D/C Warora-Parli LILo (PWTl) Line. They have sought compensation of 10 lakh rupees with interest @ 18% from date of filing	The last date of hearing in the matter was 18.03.2024 and next date of hearing in the matter was 22.04.2024.
11	Compensation	Sushila Bapurao Uikey	PWTl and Ors	District Judge Hinganghat	RS. 13911068.49/-	CMA 02 of 2018	That the plaintiff in the matter seeks compensation for the damages caused to his land and crop during construction of 765kV D/C Gadarwara - Warora Tr. Line (Part-III). They have sought compensation of 65 lakh rupees with interest @ 18% from June 2017.	The matter is at evidence stage. The matter was last listed on 16.03.2024 and next date of hearing is 06.04.2024.



12	Compensation	Shankar Shama Dhole and other	POWERGRID and Ors	District Judge Hinganghat	Rs. 20,98,100/-	MJC No. 22/2019	That the plaintiff in the matter seeks compensation for the damages caused to his land and crop during construction of 765kV D/C Gadawara - Warora Tr. Line (Part-III). They have sought compensation of Rs. 20,98,100/-	The matter is at pronouncement of order. Last date of hearing in the matter was 30.03.2024 and next date of hearing in the matter is 24.04.2024
13	Compensation and Injunction	Diwakar Deorao Zore and 1	Collector Wardha & Ors	Civil Court Senior Division Hinganghat	Rs.6,00,000/-	RCS 18 of 2022	The plaintiff in the matter has sought compensation and temporary and mandatory injunction regarding the construction of transmission line over its well.	The matter is pending at filing of say on exhibit.. The last date of hearing in the matter was 16.03.2024 and next date of hearing in the matter is 22.04.2024.



14	Compensation	Sou urmila VishnuPrasad	Ramesh Prasad & Ors	Civil Judge, Sr. Division, Nagpur	Rs. 7,97,260.56	SPI C S 144 of 2023	Shri Ashok Paliwal who was the owner of the field bearing survey no 146 on which 765 kv Gadawara-Warora was laid, died in the year 2017. The plaintiff is the real sister of the deceased owner and therefore has claimed one forth share in the compensation disbursed by POWERGRID for construction of line.	The matter is at Issues stage. The last date of hearing is 28.02.2024 and next date of hearing is 29.04.2024
15	Compensation	Manohar Lal Gandhi	POWERGRID and Ors	District Magistrate, Nagpur	Rs.17,56,02,240/-	Appl. No. /2023	The Applicant has sought compensation of Rs. 17,56,02,240/- for damage caused to his land during construction of 765 kV Gadawara-Warora D/C Transmission line	The Reply in the matter is filed. Matter is hearing stage. Next date of hearing is yet to be notified.



Annexure – 15

On-going material litigations including tax disputes as on date of valuation of PJTL

POWERGRID JABALPUR TRANSMISSION LIMITED								
Regulatory, Legal, Criminal and other pending Litigation								
Sr.No.	Nature of Matter	Name of the Petitioner/Appellant/ Complainant	Name of Defendant/Respondent	Forum	Financial Claim/Impact	Case Number	Brief Summary of the facts of the matter	Current Status of the matter and the next date of hearing
(i) STATUTORY/REGULATORY								
NIL								
(ii) CRIMINAL PROCEEDINGS								
NIL								
(iii) OTHER PENDING LITIGATION								
1	Writ Petition	Soni Seva Shiksha Samiti	Power Grid Corporation of India Limited	High Court of MP, Jabalpur	Not Quantified	WP No. 3940/2018	Case is filed against construction of 765 KV Vindhyachal Jabalpur Pooling T/L for injunction against the construction work by POWERGRID.	Case is pending, Next date of hearing not updated yet.
2	Writ Petition	Ajay Kumar Pandey	Union Of India and Others	High Court of MP, Jabalpur	Not Quantified	WP No. 15430/2017	Case pertaining to 765 KV D/C Jabalpur T/L filed by Shri Ajay Kumar Pandey for enhancement of Compensation for damages caused during the construction of POWERGRID T/L.	Case is pending, Next date of hearing not updated yet.
3	Writ Petition	Ram Gopal Patel	State of MP and Others	High Court of MP, Jabalpur	Not Quantified	WP No. 17865/2017	Case is pertaining to 765 KV DC Jabalpur Pooling Part- IV filed by Shri Ram Gopal Patel. Prayer for Compensation for damages caused during construction by POWERGRID in the subject land of Petitioner.	Case is pending, Next date of hearing not updated yet.



4	Civil Case - Compensation	Rama Agarwal	Power Grid Corporation of India Limited and Others	Civil Judge, Patan	Not Quantified	RCS A 01/2018	Case filed by Shri. Rama Agarwal Before Hon'ble Civil Court, patan for Injunction against the construction Work in petitioner land Khasra No. 53/4, Rukba 0.71Hq. Village Hirapura bhand, sahapur, Jabalpur.	16.04.2024
5	Civil	Tanver Construction Through Sanjay Singh	POWERGRID & Others	District Court, Rewa	Not Quantified	RCS A 434/2023	Case is pertaining to 765 KV DC Vindhyaahal – Jabalpur T/L. Wherein M/s Tanver Construction filed a case against Tata Projects for Non-payment of Erection work of 765 KV DC Vindhyaahal Jabalpur T/L Package 20R Erection of various types of Towers. There is no prayer against the POWERGRID, therefore, POWERGRID is only Performa party.	16.04.2024



Annexure – 16

Photographs and physical inspection of the assets of VTL



Site Visit

The virtual site visits for verification of assets of both the transmission lines have been carried out on April 16th and 17th, 2024.

Observation

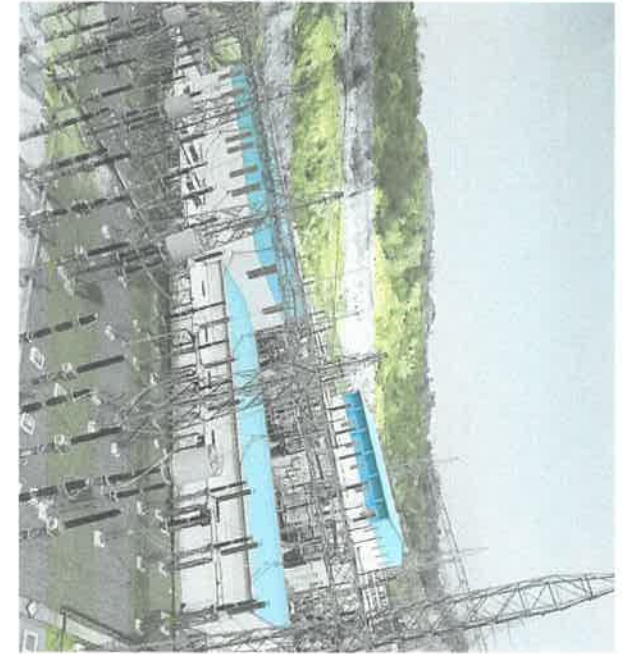
During the verification it was observed all the assets were in operational conditions.



Annexure – 17

Photographs and physical inspection of the assets of PKATL





Site Visit

The virtual site visits for verification of assets of the SPV have been carried out on April 20th, 2024 and April 24th, 2024.

Observation –

During the verification it was observed all the assets were in operational conditions.



Annexure – 18

Photographs and physical inspection of the assets of PPTL





Site Visit

The virtual site visits for verification of assets of SPV have been carried out on April 20th, 2024.

Observation

During the verification it was observed all the assets were in operational conditions.



Annexure – 19

Photographs and physical inspection of the assets of PWTL





Site Visit -

The virtual site visits for verification of assets of the SPV have been carried out on April 17th, 2024 and April 23rd, 2024.

Observation

During the verification it was observed all the assets were in operational conditions



Annexure – 20

Photographs of physical inspection of the assets of PJTL



Site Visit

The virtual site visit for verification of assets of the SPV have been carried out on April 25th, 2024.

Observation

During the verification it was observed all the assets were in operational conditions

