

RattanIndia

February 7, 2019

Scrip Code- 533122

RTNPOWER/EQ

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI - 400 001

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East),
MUMBAI-400 051

Sub: Submission of un-audited financial results of RattanIndia Power Limited for the quarter ended December 31, 2018 and Limited Review Report thereon.


Dear Sir,

Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule III thereto, we enclose hereto, for your information and record,

- (i) the un-audited standalone financial results of RattanIndia Power Limited ("the Company") for the quarter ended December 31, 2018, duly approved by the Board of Directors of the Company at its meeting held today, i.e. on February 7, 2019.
- (ii) Limited Review Report thereon dated February 7, 2019 issued by Statutory Auditors of the Company, on the aforesaid financial results of the Company.

Thanking you,

Yours faithfully,
For RattanIndia Power Limited


Gaurav Toshkhani
Company Secretary



Encl : as above

RattanIndia Power Limited

(Formerly Indiabulls Power Limited.)

Registered Office: A-49, Ground Floor, Road No. 4, Mahipalpur, New Delhi-110037

Tel.: +91 11 46611666 Fax: +91 11 46611777

Website: www.rattanindia.com

CIN: L40102DL2007PLC169082

RattanIndia

RattanIndia Power Limited (Formerly known as Indiabulls Power Limited.)

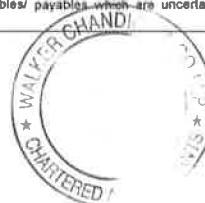
Standalone Unaudited Financial Results
for the Quarter and Nine Months ended 31 December 2018

| Statement of Standalone Unaudited Financial Results for the Quarter and Nine Months ended 31 December 2018 | | | | | | | (Rs. In Crore) |
|--|---------------------------|---------------------------|---------------------------|---------------------------|---------------------------|-----------------|----------------|
| Particulars | Quarter Ended | | | Nine Months Ended | | Year Ended | |
| | 31.12.2018 (Unaudited) | 30.09.2018 (Unaudited) | 31.12.2017 (Unaudited) | 31.12.2018 (Unaudited) | 31.12.2017 (Unaudited) | | |
| 1 Revenue from operations | 315.22 | 616.79 | 414.21 | 1,622.73 | 1,360.46 | 2,015.38 | |
| 2 Other income | 73.83 | 65.65 | 39.35 | 203.48 | 116.18 | 224.11 | |
| Total Income | 389.05 | 682.44 | 453.56 | 1,826.21 | 1,476.64 | 2,239.49 | |
| 3 Expenses | | | | | | | |
| (a) Cost of fuel, power and water consumed | 181.30 | 377.35 | 254.46 | 957.83 | 742.60 | 1,180.84 | |
| (b) Employee benefits expense | 10.45 | 11.47 | 11.25 | 33.95 | 34.54 | 46.48 | |
| (c) Finance costs | 281.21 | 270.10 | 278.59 | 808.84 | 814.71 | 996.63 | |
| (d) Depreciation and amortisation expense | 57.09 | 84.12 | 57.50 | 178.24 | 182.70 | 239.12 | |
| (e) Other expenses | 47.55 | 24.54 | 39.38 | 108.64 | 116.49 | 187.89 | |
| Total expenses | 577.60 | 747.58 | 641.18 | 2,087.50 | 1,891.04 | 2,850.96 | |
| 4 Profit/ (Loss) before exceptional items and tax (1+2-3) | (188.55) | (65.14) | (187.62) | (261.29) | (414.40) | (411.47) | |
| 5 Exceptional items | - | 2,337.31 | - | 2,337.31 | - | - | |
| 6 Profit/ (Loss) before tax (4-5) | (188.55) | (2,492.45) | (187.62) | (2,598.60) | (414.40) | (411.47) | |
| 7 Tax expenses | | | | | | | |
| (a) Current tax | - | - | - | - | - | - | |
| (b) Deferred tax | - | - | - | - | - | 6.91 | |
| Total tax expenses | - | - | - | - | - | 6.91 | |
| 8 Profit/ (Loss) for the period (6-7) | (188.55) | (2,492.45) | (187.62) | (2,598.60) | (414.40) | (418.38) | |
| 9 Other comprehensive income | | | | | | | |
| Items that will not be reclassified to profit or loss | 0.06 | 0.30 | 0.07 | 0.42 | 0.21 | 0.24 | |
| Income tax relating to items that will not be reclassified to profit or loss | - | - | - | - | - | - | |
| Other comprehensive income (net of tax) | 0.06 | 0.30 | 0.07 | 0.42 | 0.21 | 0.24 | |
| 10 Total comprehensive income/ (loss) for the period (8+9) | (188.49) | (2,492.15) | (187.55) | (2,598.18) | (414.19) | (418.14) | |
| 11 Paid-up equity share capital (Face Value of Rs. 10 per Equity Share) | 2,952.93 | 2,952.93 | 2,952.93 | 2,952.93 | 2,952.93 | 2,952.93 | |
| 12 Other equity | - | - | - | - | - | 1,654.44 | |
| 13 Earnings Per Share (EPS) (Face Value of Rs. 10 per Equity Share) | | | | | | | |
| *EPS for the quarter/ nine months are not annualised | | | | | | | |
| -Basic (Rs.) | (0.64)* | (8.13)* | (0.64)* | (8.80)* | (1.40)* | (1.42) | |
| -Diluted (Rs.) | (0.64)* | (8.13)* | (0.64)* | (8.80)* | (1.40)* | (1.42) | |

(See accompanying notes to the standalone financial results)

Notes to the Standalone Financial Results :

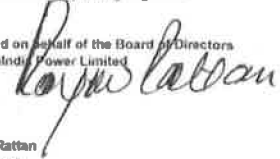
- The standalone financial results of RattanIndia Power Limited (Formerly known as Indiabulls Power Limited.) ("RPL" or "the Company") for the quarter and nine months ended 31 December 2018 have been reviewed by the Audit Committee and approved at the meeting of the Board of Directors ("the Board") held on 7 February 2019. The standalone financial results have been subjected to a limited review by the Statutory Auditors of the Company.
- The Company has incurred a loss of Rs. 188.49 crore during the quarter ended 31 December 2018, and as of that date, Company's accumulated losses from operations amount to Rs. 3923.41 crore and its current liabilities exceed current assets by Rs. 2880.40. The Company continued to operate at sub-optimal levels due to lower demand from Maharashtra State Electricity Distribution Company Limited (MSEDCL) and also less availability of coal during the quarter resulting in adverse impact on cash flow from operations. The Company has worked extensively with the existing fund based lenders, who had funded the 1350 MW thermal power plant project in Amravati, Maharashtra (the "Lenders") to implement restructuring of its debt under the various schemes and guidelines issued by the Reserve Bank of India (RBI) (including RBI's Scheme for Sustainable Structuring of Stressed Assets (S4A)) to address the burgeoning debt and the financial stress faced by the Company. However, with the issuance of RBI's circular on "Resolution of Stressed Assets - Revised Framework" dated 12 February 2018, the S4A scheme was withdrawn. Subsequently, the Company engaged with the Lenders to work out a Resolution Plan in line with above Circular which could not be implemented as the Company was not able to get the required RP4 rating. In this background and with an aim to resolve the severe financial stress faced by the Company, the Promoters along with the Company offered the Binding Settlement Proposal, One Time Settlement ("OTS proposal"), to the Lenders on 6 December 2018. As a composite scheme of restructuring, the objectives of OTS proposal includes: (i) restructuring the outstanding debt owed to the Lenders which is to be acquired by global investors through an Asset Reconstruction Company ("ARC"), into sustainable and unsustainable portion; (ii) convert a portion of the unsustainable debt into nominal coupon bearing long term instrument; (iii) increase the net-worth of the Company; (iv) provide for part of the working capital requirements and settlement of identified liabilities of the Company through funding support from the Promoter Group entities. The OTS proposal contemplates payment of Rs. 4,050 crore to the Lenders towards settlement of Phase 1 debt of Rs. 7,874.35 crore in the following manner: a) total cash consideration of Rs. 3,800 crore as under: (i) by the ARC (backed by global investors) an amount of Rs. 3,600 crore; and (ii) infusion by the Promoters of an amount aggregating to Rs. 200 crore; and b) deferred consideration in the form of Redeemable Preference Shares of Rs. 250 crore. The Company received the letter of intent (the "LOI") dated 1 February 2019 from the Lenders with respect to the aforesaid OTS proposal submitted by the Company on 6 December 2018. Under the conditions of the LOI, the Company held meeting of Board of Directors on 4 February 2019 to accept the LOI and accordingly the terms of OTS proposal were discussed and accepted by Board of Directors to move forward with OTS. In view of the above and in accordance with the terms of the OTS proposal the Board in this meeting approved the composite debt restructuring proposal. Conditions explained above, indicate existence of material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. However, on expectation of resolution of debt with Lenders, restoration of full operations on higher demand from MSEDCL and availability of coal, these standalone financial results have been prepared on a going concern basis. The statutory auditors have expressed an Emphasis of Matter in respect of this matter.
- The construction activity at Company's 1350 MW power plant (Phase II) is currently suspended. As of 31 December 2018, Phase II capital work in progress (CWIP) balance is Rs. 548.90 crore and related capital advance balance is Rs. 140.67 crore. The management believes that the suspension is not likely to lead to impairment of the aforesaid CWIP and capital advance balance. The Company has all necessary environmental clearances and infrastructure like coal linkage, land, railway and water connection which are difficult to secure in the current environment. Further the cost of setting up this plant is significantly lower than setting up a new plant due to common facilities available with the Company. In view of aforesaid factors along with external factors such as increasing power consumption and related demand in market, management is confident that the project is fully viable and hopeful of reviving the project at appropriate time. Considering above factors and the ongoing discussion with suppliers, the management believes, no impairment is required to the aforesaid carrying amount of CWIP and capital advance in these standalone financial results. The statutory auditors have expressed an Emphasis of Matter in respect of this matter.
- The Company has a non-current investment of Rs. 3,026.26 crore in, and loan under current financial assets of Rs. 48.48 crore and trade receivables of Rs. 5.33 crore recoverable from, RattanIndia Nasik Power Limited ("RNPL"), a wholly-owned subsidiary of the Company. RNPL has incurred losses since its inception and is yet to commence operations. Subsequent to defaults in debt repayments, RNPL initiated discussion with consortium of lenders for restructuring of debt under Strategic Debt Restructuring Scheme ("SDR") as per the Reserve Bank of India (RBI) guidelines. However, RBI's notification dated 12 February 2018 repealed all debt restructuring schemes (including SDR) which resultantly impacted progress made by RNPL under SDR. RNPL is in active discussion with lenders for successful resolution of debt. However, PFC (Lead lender) filed an application under IBC before NCLT Delhi on 10 September 2018. Subsequently, the Hon'ble Supreme Court vide its order dated 11 September 2018 has directed to maintain status quo till 19 February 2019. The date for next hearing on IBC application is fixed before NCLT Delhi on 25 February 2019. Lenders of RNPL have shown interest in restructuring of debt along with exploring the possibility of change of control of RNPL and have appointed consultants to carry out necessary technical and legal due diligence and project valuation. Conditions explained above, indicate existence of uncertainties that may cast significant doubt on the RNPL's ability to continue as a going concern due to which the RNPL may not be able to realise its assets and discharge its liabilities in the normal course of business. However, on expectation of resolution of debt with lenders within the available time frame and expectation of entering into a PPA soon, management is of the view that RNPL's going concern basis of accounting is appropriate. During the previous quarter the management had undertaken assessment of recoverability of the financial assets and has created a necessary provision. The statutory auditors have expressed qualification in respect of this matter.
- The Company has a non-current investment of Rs. 432.77 crore in, and loan under non-current financial assets of Rs. 122.58 crore recoverable from Bracond Limited, a wholly-owned subsidiary of the Company, as at 31 December 2018. Bracond Limited has further invested in two wholly-owned subsidiaries namely Renemark Limited and Ganoform Limited who have given advances to non-related parties for business purposes. During previous quarter the management had undertaken assessment of recoverability and provision about these financial assets wherever necessary.
- During the previous quarter exceptional items primarily include an amount of Rs. 2,337.31 crore as provided for/ written off in financial results of the Company on account of impairment of Investments/ amounts receivable from wholly owned subsidiaries and certain other receivables/ payables which are uncertain on their recoverability as per the re-assessment done by the management as detailed in notes 3 to 5 above.



- 7 In the light of the direction of the Hon'ble Supreme Court in case of Energy Watchdog dated 11 April 2017, Maharashtra Electricity Regulatory Commission (MERC) vide its order dated 3 April 2018 principally held that the Company is entitled to compensation for procurement of additional coal for fulfilling its obligations under the PPA signed with MSEDCL. MERC also provided mechanism for computation of the compensation. The Company has filed an appeal against the MERC order since the methodology passed by MERC is not fully on the principle of 'restoration of the affected party to the same economic position as if the change in law event did not occur'. Company is confident that, the Hon'ble Tribunal is likely to set out a mechanism for compensation restoring the Company to the same economic position as if such Change in Law has not occurred. Hence, it would not be unreasonable to expect the ultimate collection of an equivalent amount of compensation including related late payment surcharge recorded in books of account on account of aforesaid matter.
- 8 Revenue from operations on account of Change in Law events in terms of Power Purchase Agreements (PPA) with MSEDCL is accounted for by the Company based on the best management estimates including orders of Regulatory Authorities in some cases, which may be subject to adjustments on account of final orders of Respective Authorities.
- 9 The Ministry of Corporate Affairs, on 28 March 2018, notified Ind AS 115 'Revenue from contracts with customers' as part of the Companies (Indian Accounting Standards) Amendment Rules, 2018. The new standard is effective for accounting periods beginning on or after 1 April 2018. The adoption of the standard did not have any material impact on the above financial results of the Company.
- 10 The Company is engaged in power generation and the setting up of power projects for generating, transmitting and supplying all forms of electrical energy and to undertake allied/ incidental activities in connection therewith. Considering the nature of the Company's business and operations and the information reviewed by the Chief Operating Decision Maker (CODM) to allocate resources and assess performance, the company has one reportable business segment i.e. "Power generation and allied activities" as per the requirements of Ind AS 108 - 'Operating Segments'.
- 11 Previous period/ year's figures have been regrouped/ reclassified wherever considered necessary.

Registered Office: A-49, Ground Floor, Road No. 4, Mahipalpur, New Delhi-110037
CIN: L40102DL2007PLC169082

For and on behalf of the Board of Directors
RattanIndia Power Limited



Rajiv Rattan
Chairman

Place: New Delhi
Date: 7 February 2019



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Independent Auditor's Review Report on Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To the Board of Directors of RattanIndia Power Limited (formerly known as Indiabulls Power Limited.)

1. We have reviewed the accompanying statement of unaudited financial results ('Statement') of RattanIndia Power Limited (formerly Indiabulls Power Limited.) ('the Company') for the quarter ended 31 December 2018 and the year to date results for the period 1 April 2018 to 31 December 2018, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures, applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. As explained in Note 4 to the accompanying financial results, the Company has a non-current investment of Rs. 1,513.13 crores (net of provision for impairment) in, inter corporate deposits (classified under current assets) of Rs. 48.48 crores and trade receivable of Rs. 5.33 crores recoverable from RattanIndia Nasik Power Limited (RNPL), a wholly-owned subsidiary of the Company, as at 31 December 2018. The subsidiary company has incurred losses since its inception and is yet to commence operations. The accumulated losses in the subsidiary company amount to Rs. 1,965.43 crores as at 31 March 2018, and the management of the subsidiary company had determined that a material uncertainty exists, as at 31 March 2018, that may cast significant doubt about the subsidiary company's ability to continue as a going concern. The management of the Company, based on an internal estimate, has recorded an impairment against carrying value of investment in RNPL and has written off aforementioned balances of inter corporate deposits amounting to Rs. 48.48 crores and trade receivables of Rs. 5.33 crores. In the absence of evidence for such impairment assessment performed by the management, we are unable to obtain sufficient appropriate evidence to comment on any adjustment that may further be required to be made to the net carrying value of the above mentioned non-current investment as at 31 December 2018, and the consequential impact thereof on the accompanying standalone financial results.



Walker Chandiook & Co LLP

Our audit report for previous year ended 31 March 2018 and review report for the quarter ended 30 September 2018 were also qualified for this matter.

4. Based on our review conducted as above, except for the possible effects of the matter described in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement prepared in accordance with applicable Indian Accounting Standards specified under Section 133 of the Companies Act, 2013 and SEBI Circulars CIR/CFD/CMD/15/2015 dated 30 November 2015 and CIR/CFD/FAC/62/2016 dated 5 July 2016, and other recognised accounting practices and policies has not disclosed the information required to be disclosed in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. We draw attention to Note 2 to the financial results which indicates that the Company has incurred a net loss of Rs. 188.49 crore during the quarter ended 31 December 2018 and, as of that date, the Company's accumulated losses from operations amounted to Rs. 3,923.41 crore and its current liabilities exceed current assets by Rs. 2,880.40 crore. The Company has also made defaults in repayment of borrowings from banks, including interest, by an amount aggregating Rs. 2,433.32 crores up till 31 December 2018. The lender banks have filed a petition before the National Company Law Tribunal (NCLT) under Insolvency and Bankruptcy Code, 2016 on 10 September 2018 which has yet not been admitted by NCLT as mentioned in the said note. These conditions along with other matters as set forth in such note, indicate the existence of material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. However, in view of the ongoing discussions relating to restructuring of its borrowings and other debts with the lenders which includes a binding One Time Settlement (OTS) offer made by the Company based on identification of new investors and infusion of funds by the promoters, better financial performance as a result of favorable business conditions expected in future and other mitigating factors mentioned in the aforesaid note, the management is of the view that going concern basis of accounting is appropriate. Our review report is not modified in respect of this matter.
6. We draw attention to Note 3 to the accompanying standalone financial results with respect to capital work-in-progress (CWIP) and capital advances (classified under other non-current assets), aggregating to Rs. 548.90 crores and Rs. 140.67 crores respectively, outstanding as at 31 December 2018, pertaining to construction of second 1350 MW power plant (Phase II) of the Company which is currently suspended. Based on expected revival of the project and other factors described in the aforesaid note, the management believes that no adjustment is required to the carrying value of the aforesaid balances. Our review report is not modified in respect of this matter.

For Walker Chandiook & Co LLP

Chartered Accountants

Firm Registration No: 001076N/N500013

Rohit Arora

Rohit Arora

Partner

Membership No. 504774



Place: New Delhi

Date: 7 February 2019