



**ENERGY  
DEVELOPMENT  
COMPANY LTD.**

EDCL HOUSE  
1A, ELGIN ROAD  
KOLKATA - 700 020  
TEL : 033-4041-1983 / 1990  
FAX : 033 - 2290 3298  
e-mail : edclcal@edclgroup.com  
website : www.edclgroup.com  
CIN : L85110KA1995PLC017003

Ref : EDCL/SE/Comp./2019-20/023

Date : 06<sup>th</sup> September, 2019

1. The Manager,  
Department of Corporate Services  
BSE Limited,  
Phiroze Jeejeebhoy Towers, 25<sup>th</sup> Floor,  
Dalal Street, Mumbai - 400 001
2. The Secretary,  
National Stock Exchange of India Ltd.  
"Exchange Plaza",  
Bandra - Kurla Complex, Bandra (E),  
Mumbai - 400 051

Dear Sir,

**Sub : Annual Report & Accounts 2018 - 19**

In terms of Regulations 30 and 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of Annual Report & Accounts 2018 - 19 along with the Notice convening the 24<sup>th</sup> Annual General Meeting of the Company on 30<sup>th</sup> September, 2019.

Kindly incorporate the same in your records.

Thanking you,

Yours faithfully,

for Energy Development Company Limited

**For Energy Development Company Limited**

*Vijayshree Binnani*  
(Company Secretary)

Vijayshree Binnani  
(Company Secretary)

Encl.: a/a

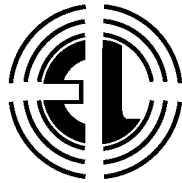
**Annual Report & Accounts  
2018-2019**



**Energy Development Company Limited**



**24TH  
ANNUAL REPORT & ACCOUNTS  
2018 - 2019**



**ENERGY DEVELOPMENT  
COMPANY LIMITED**

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Annual General Meeting on Monday,  
the 30th day of September, 2019 at 10:00  
A.M. at Harangi Hydro Electric Project,  
Vill. - Hulugunda, Taluka - Somawarpet,  
District - Kodagu, Karnataka - 571 233.

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**CONTENTS**

<b>Corporate Information</b>	2
<b>Notice</b>	3
<b>Directors' Report</b>	15
Management Discussion & Analysis Report	23
Report on Corporate Governance	28
Declaration by the Executive Director on the Code of Conduct	43
CEO / CFO Certification	44
Auditors' Certificate on Corporate Governance	45
AOC 1 - Salient Features of the Financial Statement of Subsidiaries	47
Secretarial Audit Report	48
Detail pertaining to Remuneration	51
Conservation of Energy, Technology Absorption, Foreign Exchange Earning and Outgo etc.	53
MGT 9 - Extract of Annual Return	54
<b>Financial Statements</b>	
Independent Auditors' Report	65
Balance Sheet	74
Statement of Profit & Loss	75
Cash Flow Statement	77
Notes	79
Consolidated Financial Statement with Auditors' Report	118



## CORPORATE INFORMATION

### BOARD OF DIRECTORS

#### Chairman

Mr. Amar Singh (*Non-Executive*)

#### Executive Director

Mr. Sanjiv Saraf (Upto 30.05.2018)  
Mr. Vinod Kumar Sharma (*w.e.f* 30.05.2018)

#### Directors

Mrs. Pankaja Kumari Singh  
Mr. Gouri Prasad Goenka (Upto 11.06.2019)  
Mr. Anil Gupta  
Mr. Bijay Kumar Garodia  
Mr. Vijoy Kumar

#### Chief Financial Officer

Mr. Sunil Dutt Sharma (*w.e.f* 30.05.2018)

#### Company Secretary

Ms. Vijayshree Binnani

#### Statutory Auditors

M/s. ALPS & Co.  
Chartered Accountants

#### Registered Office

Harangi Hydro Electric Project  
Village - Hulugunda, Taluka - Somawarpet  
District - Kodagu, Karnataka - 571 233  
Phone : (08276) 277040; Fax : (08276) 277012  
E-mail : edclhhep@gmail.com  
www.edclgroup.com

#### Corporate Office

EDCL HOUSE  
1A, Elgin Road, Kolkata - 700 020  
Phone : (033) 4041 1983 / 1990 Fax : (033) 2290 3298  
E-mail : secretarial@edclgroup.com  
Website : www.edclgroup.com

#### Audit Committee

Mr. Vijoy Kumar (*Chairman*)  
Mr. Anil Gupta  
Mr. Amar Singh

#### Stakeholders Relationship Committee

Mrs. Pankaja Kumari Singh (*Chairperson*)  
Mr. Vijoy Kumar  
Mr. Amar Singh

#### Nomination and Remuneration Committee

Mr. Vijoy Kumar (*Chairman*)  
Mr. Anil Gupta  
Mr. Amar Singh

#### Principal Bankers

Allahabad Bank  
ICICI Bank Limited  
State Bank of India  
The Ratnakar Bank Limited  
United Bank of India  
Yes Bank Limited

#### Registrar and Share Transfer Agent

Niche Technologies Private Limited  
3A, Auckland Place,  
7th Floor, Room No. 7A & 7B  
Kolkata - 700 017  
Phone: (033) 22806616 / 6617 / 6618  
Email ID: nichetechpl@nichetechpl.com

#### Stock Exchanges where Company's Shares are listed

BSE Limited  
National Stock Exchange of India Limited

CIN : L85110KA1995PLC017003



## NOTICE TO THE MEMBERS

Notice is hereby given that the **24th Annual General Meeting** of the members of the Company will be held at its Registered Office at Harangi Hydroelectric Project, Village – Hulugunda, Taluka – Somawarpet, District – Kodagu, Karnataka – 571 233, on Monday, the September 30, 2019 at 10:00 A.M. to transact the following businesses:

### ORDINARY BUSINESSES :

1. To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended on March 31, 2019 along with the Reports of the Board of Directors and Auditors thereon.
2. To declare dividend for the financial year ended on March 31, 2019.
3. To appoint a Director in place of Mrs. PankajaKumari Singh (DIN: 00199454), who retires by rotation at this Annual General Meeting and being eligible has offered herself for re-appointment.

### SPECIAL BUSINESSES :

#### 4. Remuneration of Cost Auditors

To ratify the remuneration of the Cost Auditors for the financial year ending on March 31, 2020 and in this regard to consider and if thought fit, to pass the following as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder(including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company hereby ratifies the remuneration of M/s. N. Radhakrishnan& Co., Cost Auditors, appointed by the Board of Directors to conduct the audit of the cost records of the Company for the financial year ending on March 31, 2020 at a remuneration of ` 40,000/- (Rupees Forty Thousand) only plus taxes and re-imbursement of out of pocket expenses, if any.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts and take steps as may be deemed necessary, proper or expedient to give effect to this resolution.”

#### 5. Appointment of Mr. Rohit Pandit (DIN: 03409093) as an Independent Director

To appoint Mr. Rohit Pandit (DIN: 03409093) as an Independent Director and in this regard to consider and if thought fit, to pass, the following as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149,152 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), read with the Rules made thereunder and Schedule IV to the Act and the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the recommendation of the Nomination and Remuneration Committee, Mr. Rohit Pandit (DIN: 03409093), who was appointed as an Additional Director (Category: Independent) of the Company by the Board of Directors, with effect from August 15, 2019 in pursuance of Section 161(1) of the Act to hold office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years effective from August 15, 2019 to August 14, 2024.”

“**RESOLVED FURTHER THAT** pursuant to the provisions of Sections 149, 197 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Mr. Rohit Pandit be paid such fees and remuneration, as the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time.”

#### 6. Re-appointment of Mr. Anil Gupta (DIN: 00079399) as an Independent Director

To re-appoint Mr. Anil Gupta (DIN: 00079399) as an Independent Director and in this regard to consider and if thought fit, to pass, the following as a **Special Resolution**:



“**RESOLVED THAT** pursuant to the provisions of Sections 149,152 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), read with the Rules made thereunder and Schedule IV to the Act and the relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in accordance with the recommendation of the Nomination and Remuneration Committee, Mr. Anil Gupta (DIN: 00079399), in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company to hold office for a term of five consecutive years effective from August 11, 2019 to August 10, 2024.”

“**RESOLVED FURTHER THAT** pursuant to the provisions of section 149, 197 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Mr. Anil Gupta be paid such fees and remuneration, as the Board may approve from time to time and subject to such limits, prescribed or as may be prescribed from time to time.”

7. **Approval under Section 185 of the Companies Act, 2013**

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

“**RESOLVED THAT** pursuant to Section 185 and all other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), approval of the members of the Company be and is hereby accorded to authorize the Board of Directors of the Company (hereinafter referred to as ‘the Board’, which term shall be deemed to include, unless the context otherwise required, any Committee of the Board or any Director or Officer(s) authorised by the Board to exercise the powers conferred on the Board under this resolution) to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any entity which is a subsidiary or associate or joint venture of the Company, (in which any Director is deemed to be interested) upto an aggregate sum of ` 500 Crore (Rupees Five Hundred Crore Only) in their absolute discretion deem beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing Company for its principal business activities.”

“**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution the Board of Directors of the Company be and is hereby authorised to do all acts, deeds and things in their absolute discretion that may be considered necessary, proper and expedient or incidental for the purpose of giving effect to this resolution in the interest of the Company.”

8. **Approval under Section 186 of the Companies Act, 2013**

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

“**RESOLVED THAT** pursuant to the provisions of Section 186 of the Companies Act, 2013, read with the Rules made thereunder, as amended from time to time and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), if any, the approval of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which term shall include any Committee of the Board thereof) to (a) give any loan to any body corporate(s) / person (s); (b) give any guarantee or provide security in connection with a loan to any body corporate(s) / person (s); and (c) acquire by way of subscription, purchase or otherwise, the securities of any body corporate from time to time in one or more tranches as the Board in their absolute discretion may deem beneficial and in the interest of the Company, for an amount not exceeding ` 1,000 Crore (Rupees One Thousand Crore Only) outstanding at any time notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.”



“**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient for implementation of the above resolution and matters connected herewith or incidental thereto including but not limited to delegation of all or any of the powers herein conferred to any Committee or any Director(s) or any other Officer(s) of the Company or to settle any questions, difficulties or doubts that may arise with regard to the above resolution, without being required to seek any further clarification, consent or approval of the members.”

**9. Approval of Material Related Party Transactions**

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

“**RESOLVED THAT** pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and any applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Material Related Party Transactions as entered / to be entered by the Company with the consent of the Audit Committee and the Board of Directors of the Company, during the financial year 2019-20 as set out under item no. 9 of the Statement annexed to this Notice, be and are hereby approved and deemed to have been so approved and that the Board of Directors be and is hereby authorized to perform and execute all such deeds, matters and things including delegation of such authority as may be deemed necessary or expedient to give effect to this resolution and for the matters connected therewith or incidental thereto.”

**10. Keeping registers, returns etc. at a place other than Registered Office**

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

“**RESOLVED THAT** pursuant to provisions of Section 94 of the Companies Act, 2013 (the “Act”) and all other applicable provisions of the Act read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), approval of the members of the Company be and is hereby accorded to keep:

- (a) the Register of Members and other registers / records to be maintained under Section 88 of the Act and such other records and documents incidental / ancillary thereto at the office of the Company’s Registrar and Share Transfer Agent i.e. M/s. Niche Technologies Pvt. Ltd. at 3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata - 700 017; and
- (b) the copies of Annual Returns filed under Section 92 of the Act and such other records and documents incidental / ancillary thereto and such other records / documents, as may be permissible under the Act or any other applicable law from time to time, at the Corporate Office of the Company at “EDCL HOUSE”, 1A, Elgin Road, Kolkata - 700 020.”

“**RESOLVED FURTHER THAT** any Director of the Company or Company Secretary be and are hereby severally authorized to do all such things and take all such actions as may be required from time to time for giving effect to the above resolution and matters related thereto.”

Dated : August 14, 2019

Place : New Delhi

**Corporate Office :**

“EDCL House”

1A, Elgin Road,  
Kolkata – 700 020

By Order of the Board

**For Energy Development Company Limited**

Sd/-

**Vijayshree Binnani**  
**(Company Secretary)**



**NOTES :**

- 1) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF. A PROXY NEED NOT TO BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING.**

*A person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10 percent of the total share capital of the Company carrying voting rights. A member holding more than 10 percent of the total share capital of the Company and carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. Proxy form and attendance slip are enclosed with the Annual Report. Members / Proxies / Authorized Representatives should bring their Attendance Slip duly filled in for attending the meeting.*

*Proxy holder shall carry his valid identity proof (Driving License, Voter ID Card, Passport, PAN card) in order to prove his identity.*

- 2) Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
- 3) The route map of the venue of the meeting is annexed towards the end of this Annual Report hereto and forms a part of this Notice.
- 4) Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Businesses to be transacted at the meeting is annexed hereto and the same should be taken as part of this Notice.
- 5) Information pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 regarding Directors seeking appointment / re-appointment at the meeting are provided as an annexure hereto.
- 6) The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, September 24, 2019 to Monday, September 30, 2019 (both days inclusive) for the purpose of payment of dividend, if approved by the members at the meeting.
- 7) The record date for determining the names of members eligible for dividend on equity shares, if declared at the meeting, is September 23, 2019.
- 8) The dividend, as recommended by the Board, if approved by the members at this meeting, will be paid on or after September 30, 2019 to those members or their mandates whose names are registered
- a) As Beneficial Owners as at the end of business hours on September 23, 2019 as per the lists to be furnished by National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") in respect of shares held in electronic form, and
- b) As members as at the end of business hours on September 23, 2019 in the Register of Members of the Company.
- 9) Members who have not yet encashed their dividend warrant(s) for the financial years ended on March 31, 2012 onwards are requested to make their claims to the Company accordingly, without any delay. It may be noted that the unclaimed dividend for the financial year 2011-12 declared on September 08, 2012 can be claimed by the shareholders within October 11, 2019 after which such unclaimed dividend amount shall be transferred to the 'Investor Education and Protection Fund' of Central Government. Please note that after such transfer, it will not be possible for the Company to entertain any claim.



- 10) Members holding shares in dematerialized form are requested to intimate all changes with respect to their address including Pin Code, Bank Mandate, e-mail ID etc. to their respective Depository Participants for updation of the records.  
Members holding shares in physical form are requested to intimate the said information to the Company's RTA.
- 11) Members who hold shares in physical form in multiple folios in identical name or joint holding in the same order of names are requested to send the share certificates to the Company or its RTA for consolidating into single folio. The share certificates will be returned to the members after making requisite changes thereon.
- 12) Members holding shares in single name and in physical form are advised to make nomination in respect of their shareholding in the Company. Request may be made to the Company or its RTA for the Nomination Form. Members holding shares in electronic form are requested to contact their Depository Participants directly for recording their nomination.
- 13) The SEBI has mandated all the Companies to print the bank details of the investors on the payment instruments. Hence, while making revalidation requests the members are requested to give their bank account details to print the same in the dividend payment instruments.
- 14) The SEBI has mandated the submission of PAN by every participant in the security market. Members holding shares in electronic form / physical form are therefore, requested to submit their PAN to the Company or its RTA.
- 15) Pursuant to Sections 101 and 136 of the Companies Act, 2013 read with the relevant Rules made there under and Regulation 36 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail addresses either with the Company or with the Depository. Members who have not yet registered their e-mail addresses with the Company or their respective Depository are requested to do so.
- 16) Annual Report 2018-19 including the Notice of Annual General Meeting will be sent to the members, whose names appear in the Register of Members / Register of Beneficial Owners maintained by the Depositories as at closing hours of business on August 23, 2019.
- 17) Annual Report 2018-19 including the Notice of Annual General Meeting will be sent by electronic mode only to the members whose e-mail addresses are registered with the Company / Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their e-mail addresses, physical copies of the same will be sent by the permitted mode.
- 18) Annual Report 2018-19 including the Notice of Annual General Meeting will also be available on the Company's website i.e. [www.edclgroup.com](http://www.edclgroup.com) and the website of the National Securities Depository Limited ("NSDL") at [www.evoting.nsdcl.com](http://www.evoting.nsdcl.com).
- 19) All the documents referred to in the accompanying Notice and Statement along with Register of Directors and Key Managerial Personnel & Shareholding and Register of Contracts and Arrangements in which Directors are interested are open for inspection by the members at the Company's Registered Office at Harangi Hydro Electric Project, Village – Hulugunda, Taluka – Somawarpet, District – Kodagu, Karnataka – 571 233 on all working days, between 11:00 A.M. to 01:00 P.M. till September 30, 2019.
- 20) A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date i.e. September 23, 2019 shall be entitled to vote. The voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date.
- 21) In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote at the meeting.
- 22) A person who is not a member as on the cut-off date should treat this Notice for information purpose only.



## 23) VOTING THROUGH ELECTRONIC MEANS

- I. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide the members a facility to exercise their right to vote on the resolutions proposed to be considered at the Annual General Meeting (“AGM”) by electronic means and the business may be transacted through e-voting services provided by National Securities Depository Limited (“NSDL”).
- II. The remote e-voting period commences on **September 27, 2019 (09:00 A.M.) and ends on September 29, 2019 (05:00 P.M.)**. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 23, 2019, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- III. **The process and manner for remote e-voting are as under :**
  - A. **In case a member receives an e-mail from NSDL [for members whose e-mail IDs are registered with the Company / Depository Participant(s)] :**
    - (i) Open e-mail and open PDF file viz; “remote e-voting.pdf” with your Client ID or Folio No. as password. The said PDF file contains your user ID and password / PIN for remote e-voting. Please note that the password is an initial password.
    - (ii) Launch internet browser by typing the URL : <https://www.evoting.nsdl.com/>
    - (iii) Click on Shareholder - Login
    - (iv) Put user ID and password as initial password / PIN noted in step (i) above. Click Login.
    - (v) Password change menu appears. Change the password / PIN with new password of your choice with minimum 8 digits / characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
    - (vi) Home page of remote e-voting opens. Click on remote e-voting >Active Voting Cycles.
    - (vii) Select “EVEN” of “**Energy Development Company Limited**”.
    - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
    - (ix) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
    - (x) Upon confirmation, the message “Vote cast successfully” will be displayed.
    - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
    - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF / JPG Format) of the relevant Board Resolution / Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [csmukeshc@gmail.com](mailto:csmukeshc@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
  - B. **In case a member receives physical copy of the Notice of AGM [for members whose e-mail IDs are not registered with the Company / Depository Participant(s) or requesting physical copy] :**
    - (i) Initial password is provided in the covering letter for this AGM (enclosed herewith).
    - (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) of part A above, to cast vote.



- IV. In case of any query, you may refer the Frequently Asked Questions (FAQs) for members and remote e-voting user manual for members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
  - V. You can also update your mobile number and e-mail ID in the user profile details of the folio which may be used for sending future communication(s).
  - VI. Any person who acquires shares of the Company and become member after dispatch of the Notice and holding shares as on the cut-off date i.e. September 23, 2019, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or to the RTA.
  - VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details / Password” option available at [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.
- 24) The facility for voting through Ballot Form or Polling Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting.
  - 25) A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
  - 26) Mr. Mukesh Chaturvedi, Practicing Company Secretary, (Membership No. 10213 and CP No.3390) of 169, Arbinda Sarani, Ground Floor, Kolkata – 700 006 has been appointed as the Scrutinizer to scrutinize the voting at AGM and remote e-voting process in a fair and transparent manner.
  - 27) The Scrutinizer will submit his Report to the Chairman or a person authorized by him, who shall declare the Result within 48 hours of conclusion of AGM.
  - 28) The Result declared along with the Report of the Scrutinizer shall be placed on the website of the Company at [www.edclgroup.com](http://www.edclgroup.com) and on the website of NSDL immediately after the declaration of Result. The Result shall also be immediately forwarded to the BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

## STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Statement pursuant to Section 102(1) of the Companies Act, 2013 (the “Act”), sets out all material facts relating to the business mentioned at Item Nos. 4 to 10 of the accompanying Notice dated August 14, 2019:

### Item No. 4

As recommended by the Audit Committee, the Board had on May 30, 2019, approved the appointment and remuneration of M/s. N. Radhakrishnan & Co., the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending on March 31, 2020 at a remuneration of ` 40,000/- plus taxes and reimbursement of out of pocket expenses, if any. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, ratification of the remuneration payable to the Cost Auditors for the financial year 2019-20 is being sought from the members by way of an Ordinary Resolution.

The Board recommends the Ordinary Resolution set out at item no. 4 of the Notice for approval by the shareholders of the Company. None of the Directors / Key Managerial Personnel / their relatives are in any way deemed to be concerned or interested, in the said resolution, except as shareholder, if any.



#### Item No. 5

Born on May 18, 1985, Mr. Rohit Pandit has done MBA, CFA and MS (Finance). He has more than 12 years of rich experience in finance and investment banking. He also has vast experience of international business.

In terms of Section 161(1) of the Companies Act, 2013 and on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on August 14, 2019, appointed Mr. Rohit Pandit (DIN: 03409093) as an Additional Director (Category: Independent) with effect from August 15, 2019. Mr. Rohit Pandit holds office up to the date of the ensuing Annual General Meeting of the Company. The Board recommends appointment of Mr. Rohit Pandit as an Independent Director of the Company for a term of 5 years, with effect from August 15, 2019 to August 14, 2024. A brief resume of Mr. Rohit Pandit is available in the Annexure to the Notice.

The Committee and the Board are of the view that, given the knowledge and experience of Mr. Rohit Pandit, his association would benefit the Company. In the opinion of the Board, Mr. Rohit Pandit fulfils the conditions specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for appointment as Independent Director and he is independent of the management of the Company.

The Company has received declaration from Mr. Rohit Pandit that he meets the criteria of independence as prescribed both under Section 149 of the Companies Act, 2013 read with the Rules made thereunder and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Rohit Pandit is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director. The Company has received requisite notice under Section 160 of the Companies Act, 2013 proposing his appointment. Mr. Rohit Pandit is not debarred from holding the office of Director by virtue of any SEBI, MCA order or any other such authority. Mr. Rohit Pandit does not hold any share in the Company, either in individual capacity or on a beneficial basis for any other person.

Necessary disclosures in pursuance of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by ICSI has been provided separately in a table as an annexure to the Notice.

Necessary documents relating to appointment of Mr. Rohit Pandit is available for inspection by the members at the registered office of the Company.

The Board recommends the Special Resolution set out at item no. 5 of the Notice for approval by the shareholders of the Company. Mr. Rohit Pandit and his relatives shall be deemed to be concerned or interested in the resolution. None of the other Directors / Key Managerial Personnel / their relatives are in any way deemed to be concerned or interested, in the said resolution, except as shareholder, if any.

#### Item No. 6

Mr. Anil Gupta (DIN: 00079399) was appointed as an Independent Director on the Board of Directors of the Company by the members of the Company in their 19th Annual General Meeting.

Born on April 01, 1958, Mr. Anil Gupta has done B.Com. Mr. Anil Gupta has over 35 years of experience in the field of transportation and 17 years in the field of mining.

In terms of Section 149 read with Schedule IV of the Companies Act, 2013, and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at the meeting held on May 30, 2019 recommended for the approval of the shareholders, the re-appointment of Mr. Anil Gupta as an Independent Director of the Company with effect from August 11, 2019.

The Committee and the Board are of the view that given the knowledge, experience and performance of Mr. Anil Gupta and contribution to Board processes by him, his continued association would benefit the Company. In the opinion of the Board, Mr. Anil Gupta fulfils the conditions specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for re-appointment as Independent Director and he is independent of the management of the Company.

The Company has received declaration from Mr. Anil Gupta that he meets the criteria of independence as prescribed both under Section 149 of the Companies Act, 2013 read with the Rules made thereunder and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Anil Gupta is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director. The Company has received requisite notice under Section 160 of the Companies Act, 2013 proposing his re-appointment. Mr. Anil Gupta is not debarred from holding the office of Director by virtue of any SEBI, MCA order or any other such authority. Mr. Anil Gupta does not hold any share in the Company, either in individual capacity or on a beneficial basis for any other person.

Necessary disclosures in pursuance of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by ICSI has been provided separately in a table as an annexure to the Notice.

Necessary documents relating to appointment of Mr. Anil Gupta is available for inspection by the members at the registered office of the Company.

The Board recommends the special resolution set out at item no. 6 of the Notice for approval by the shareholders of the Company. Mr. Anil Gupta and his relatives shall be deemed to be concerned or interested in the resolution. None of the other Directors / Key Managerial Personnel / their relatives are in any way deemed to be concerned or interested, in the said resolution, except as shareholder, if any.

#### **Item No. 7**

The Company is expected to render support for the business requirements of other companies in the group from time to time. However, owing to certain restrictive provisions contained in the Section 185 of the Companies Act, 2013, the Company may be restricted to extend financial assistance by way of loan, guarantee or security to other entities in its group. In the light of amendments notified, effective from May 07, 2018, inter-alia replacing the provisions of Section 185 of the Companies Act, 2013, the Company with the approval of members by way of special resolution, would be in a position to provide financial assistance by way of loan to other entities in the group or give guarantee or provide security in respect of loans taken by such entities, for their principal business activities. The Board of Directors would carefully evaluate proposals and provide such loan, guarantee or security through deployment of funds out of internal resources / accruals and / or any other appropriate sources, from time to time, only for principal business activities of the entities in the Group. Hence, in order to enable the Company to advance loan to Subsidiaries / Joint Ventures / Associates / other Companies / Firms in which Directors are interested directly or indirectly under Section 185 of the Companies Act, 2013 requires approval of members by a Special Resolution.

The Board recommends the Special Resolution set out at item no. 7 of the Notice for approval by the shareholders of the Company. All the Directors and their relatives except Independent Directors of the Company are deemed to be concerned or interested in the aforesaid resolution, financially or otherwise.

#### **Item No. 8**

In order to make investment(s) in excess of limits specified under Section 186 of the Companies Act, 2013, the Company requires approval from the shareholders in a general meeting.

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate or as and when required.

Pursuant to the provisions of Section 186(3) of the Companies Act, 2013 and the Rules made thereunder, the Company needs to obtain prior approval of members by way of Special Resolution passed at the General Meeting in case the amount of investment, loan, guarantee or security proposed to be made is more than the higher of sixty percent of the paid up share capital, free reserves and securities premium account or one hundred percent of free reserves and securities premium account.



Accordingly, the Board of Directors of the Company proposes to obtain approval of members by way of Special Resolution for an amount not exceeding ` 1,000 Crore (Rupees One Thousand Crore Only) outstanding at any time notwithstanding that such investments, outstanding loans given or to be given and guarantees and securities provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

The Board recommends the Special Resolution set out at item no. 8 of the Notice for approval by the shareholders of the Company. None of the Directors / Key Managerial Personnel / their relatives are in any way deemed to be concerned or interested, in the said resolution, except as shareholder, if any.

#### Item No. 9

As per Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all material related party transactions i.e. transactions by a listed entity with a related party if entered individually or taken together with previous transactions during a financial year, exceeding 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, shall require approval of the members by an ordinary resolution.

The Company from time to time enters into certain business transactions with M/s. Sarvottam Caps Private Limited and M/s. Startrack Vinimay Private Limited, which are related parties as defined under Section 2(76) of the Companies Act, 2013.

The Company continues to rely on the above mentioned companies for necessary financial and operational support. Considering the current situation for meeting the day to day expenses in the financial year 2019-20, the Company will need financial support from these companies.

**The particulars of transaction entered / proposed to be entered are given below:**

Sl. No.	Name of Related Party	Nature of Transactions	Amount ( ` )	Period
1	M/s. Startrack Vinimay Private Limited	Availing or repayment / rollover of loans, secured or unsecured, short term or long term, interest on loan and other related transactions.	Upto ` 25 Crore	Financial year 2019-20
		Reimbursement of expenses paid / received.	Upto ` 1 Crore	
2	M/s. Sarvottam Caps Private Limited	Availing or repayment / rollover of loans, secured or unsecured, short term or long term, interest on loan and other related transactions.	Upto ` 25 Crore	Financial year 2019-20
		Reimbursement of expenses paid / received.	Upto ` 1 Crore	

As per the estimates, the above transactions may qualify as material related party transactions as they are likely to exceed 10% of the annual turnover of the Company for the financial year 2018-19.

All the transactions with related parties have been disclosed in the financial statements as required by the applicable Accounting Standards.

The Board recommends the Special Resolution set out at item no. 9 of the Notice for approval by the shareholders of the Company. Except Mr. Amar Singh and Mrs. Pankaja Kumari Singh, none of the other Directors / Key Managerial Personnel / their relatives are in any way deemed to be concerned or interested, in the said resolution, except as Shareholder, if any.

#### Item No. 10

As required under the provisions of Section 94 of the Companies Act, 2013 (the "Act"), certain registers and copies of the annual returns are required to be kept at the registered office of the Company. However, these documents can be kept at any other place in India, if approved by a Special Resolution passed at a general meeting of the Company.



Accordingly, the approval of the members is sought to keep the registers as required under Section 88 of the Act at the office of the Company's Registrar and Share Transfer Agent i.e. M/s. Niche Technologies Pvt. Ltd. at 3A, Auckland Place, 7th Floor, Room No. 7A & 7B, Kolkata - 700 017 and annual returns filed under Section 92 and such other documents as may be permissible under the Act or any other applicable law from time to time at the Corporate Office of the Company at "EDCL HOUSE", 1A, Elgin Road, Kolkata - 700 020.

The Board recommends the Special Resolution set out at item no. 10 of the Notice for approval by the shareholders of the Company. None of the other Directors / Key Managerial Personnel / their relatives are in any way deemed to be concerned or interested, in the said resolution, except as shareholder, if any.

Dated : August 14, 2019

Place : New Delhi

**Corporate Office :**

"EDCL House"

1A, Elgin Road,

Kolkata – 700 020

By Order of the Board  
*For* **Energy Development Company Limited**

Sd/-  
**Vijayshree Binnani**  
**(Company Secretary)**



## ANNEXURE TO THE NOTICE OF 24TH ANNUAL GENERAL MEETING

### PARTICULARS OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT

In pursuance of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in pursuance of clause 1.2.5 of Secretarial Standard on General Meetings

Sl. No.	Particulars	Mrs. Pankaja Kumari Singh	Mr. Rohit Pandit	Mr. Anil Gupta
1.	Status of directorship	Promoter, Non-Executive Director	Additional Independent Director	Independent Director
2.	Relationship with other Directors and Key Managerial Personnel	Spouse of Mr. Amar Singh	None	None
3.	Date of Birth	September 25, 1957	May 18, 1985	April 01, 1958
4.	Date of appointment	February 05, 1996	August 15, 2019	August 11, 2014
5.	Qualification	B. A.	MBA, CFA, MS (Finance)	B.Com.
6.	Expertise in specific functional areas	Mrs. Pankaja Kumari Singh has vast experience in the field of Management & Consultancy for over than two and a half decade.	Mr. Rohit Pandit has over 12 years of experience in finance and investment banking. He also has vast experience of international business.	Mr. Anil Gupta has over 35 years of experience in the field of transportation and 17 years in the field of mining.
7.	Directorship in other Companies as on March 31, 2019	<ul style="list-style-type: none"> <li>• EDCL Power Projects Ltd.</li> <li>• EDCL-Arunachal Hydro Project Pvt. Ltd.</li> <li>• Panel Consultancy Pvt. Ltd.</li> <li>• Chekoplast (India) Pvt. Ltd.</li> <li>• Fairland Projects Pvt. Ltd</li> </ul>	<ul style="list-style-type: none"> <li>• P. G. Infrastructure &amp; Services Pvt. Ltd.</li> <li>• Sarks Metal Pvt. Ltd.</li> <li>• Rudransh Energy Pvt. Ltd.</li> <li>• Sarks Import &amp; Export Pvt. Ltd.</li> <li>• Sarks Realty Pvt. Ltd.</li> </ul>	<ul style="list-style-type: none"> <li>• Seiko Commercial Ltd.</li> <li>• IRC Leasing &amp; Finance Ltd.</li> <li>• OSL IRC Enterprises Pvt. Ltd.</li> <li>• Bengal-IRC Granite Mineral Ltd.</li> <li>• Green Gold Plantations Ltd.</li> <li>• IRC Cuisine Pvt. Ltd.</li> <li>• Merlin Vinimay Pvt. Ltd.</li> <li>• IRC Natural Resources Pvt. Ltd.</li> <li>• IRC Commercial Pvt. Ltd.</li> <li>• IRC Logistics Ltd.</li> <li>• IRC Ltd.</li> <li>• IRC Shipping Logistics Pvt. Ltd.</li> <li>• A K Developers Pvt. Ltd.</li> <li>• R.A.Estates Pvt. Ltd.</li> <li>• IRC Infra &amp; Realty Pvt. Ltd.</li> <li>• Civcon (1998) Pvt. Ltd.</li> </ul>
8.	Chairman (C) / Member (M) of Committees of the Board of Director as on March 31, 2019	<ul style="list-style-type: none"> <li>• Energy Development Co. Ltd.:</li> <li>- Stakeholders Relationship Committee (C)</li> </ul>	None	<ul style="list-style-type: none"> <li>• Energy Development Co. Ltd.:</li> <li>- Audit Committee (M)</li> <li>- Nomination and Remuneration Committee (M)</li> <li>• Seiko Commercial Ltd.</li> <li>- Audit Committee (M)</li> <li>- Nomination and Remuneration Committee (M)</li> </ul>
9.	Number of shares held in the Company as on March 31, 2019	29,36,414	Nil	Nil





Sl. No.	Particulars	Mrs. Pankaja Kumari Singh	Mr. Rohit Pandit	Mr. Anil Gupta
10.	Number of convertible warrants held in the Company as on March 31, 2019	Nil	Nil	Nil
11.	Terms and condition of appointment	As per Nomination and Remuneration Policy of the Company subject to provisions contained in the Companies Act, 2013.	Mr. Rohit Pandit will be appointed for a term of upto 5 years as an Independent Director of the Company. The terms & conditions of his appointment including remuneration shall be governed by the Letter of appointment to be issued by the Company.	Mr. Anil Gupta will be appointed for a second term of upto 5 years as an Independent Director of the Company. The terms & conditions of his appointment including remuneration shall be governed by the Letter of appointment to be issued by the Company.
12.	Remuneration to be paid	Sitting Fees and such reimbursements as approved by the Board.	Sitting Fees and such reimbursements as approved by the Board.	Sitting Fees and such reimbursements as approved by the Board.
13.	Remuneration last drawn	Sitting Fees and such reimbursements as approved by the Board.	Sitting Fees and such reimbursements as approved by the Board.	Sitting Fees and such reimbursements as approved by the Board.
14.	No. of the Board meeting attended during the year	3	Not Applicable	4

Dated : August 14, 2019

Place : New Delhi

**Corporate Office :**

“EDCL House”  
1A, Elgin Road,  
Kolkata – 700 020

By Order of the Board  
**For Energy Development Company Limited**

Sd/-  
**Vijayshree Binnani**  
(Company Secretary)



## DIRECTORS' REPORT

TO THE MEMBERS,

Your Directors take pleasure in presenting the 24th Annual Report on the business and operations of your Company along with the standalone and consolidated financial statements for the financial year ended on March 31, 2019.

### FINANCIAL RESULTS

Your Company's financial performance for the year under review is summarized below: ( ` in Lakhs)

Particulars	Standalone		Consolidated	
	Year ended March 31, 2019	Year ended March 31, 2018	Year ended March 31, 2019	Year ended March 31, 2018
Revenue from operations	1,334.34	4,022.90	3,494.36	5,990.58
Other income	569.68	541.73	381.60	208.12
<b>Total income</b>	<b>1,904.02</b>	<b>4,564.63</b>	<b>3,875.96</b>	<b>6,198.70</b>
Total expenses other than depreciation and finance cost	2,332.01	3,814.01	1,953.61	3,989.30
<b>Profit / (Loss) before depreciation, finance cost and exceptional items</b>	<b>-427.99</b>	<b>750.62</b>	<b>1,922.35</b>	<b>2,209.40</b>
Depreciation and amortization expenses	281.02	289.75	1,115.82	1,169.51
<b>Profit / (Loss) before finance cost, exceptional items and tax</b>	<b>-709.01</b>	<b>460.87</b>	<b>806.53</b>	<b>1,039.89</b>
Finance cost	281.41	308.89	1,973.57	2,054.13
<b>Profit / (Loss) before exceptional items and tax</b>	<b>-990.42</b>	<b>151.98</b>	<b>-1,167.04</b>	<b>-1,014.24</b>
Exceptional items	-	-	-	-
<b>Profit / (Loss) before tax for the year</b>	<b>-990.42</b>	<b>151.98</b>	<b>-1,167.04</b>	<b>-1,014.24</b>
Tax expenses	-206.06	13.21	-461.41	296.41
<b>Profit / (Loss) after tax for the year</b>	<b>-784.36</b>	<b>138.77</b>	<b>-705.63</b>	<b>-1,310.65</b>
Share of minority interest in the losses of subsidiary companies	-	-	148.32	146.86
Other comprehensive income net of tax	4.99	4.85	2.19	8.25
<b>Total comprehensive income</b>	<b>-779.37</b>	<b>143.62</b>	<b>-555.12</b>	<b>-1,155.54</b>
<b>Earnings per equity share of ` 10 each (Basic &amp; Diluted)</b>	<b>-1.65</b>	<b>0.29</b>	<b>-1.17</b>	<b>-2.45</b>

### SHARE CAPITAL

The paid-up equity share capital as at March 31, 2019 stood at ` 47.50 Crore. During the financial year under review, there has been no change in the capital structure of the Company.

### RESERVES

The Company did not transfer any amount to reserves during the year.

### DIVIDEND

Your Directors recommend payment of dividend @ 5% on the paid-up share capital of the Company, i.e. ` 0.50/- per equity share of ` 10/- each.

### STATE OF COMPANY'S AFFAIRS

The Company is primarily engaged in power generation, infrastructure development such as construction of bridges, hydro projects including operation and maintenance thereof, supply of materials etc. Financial position of the Company is given in the previous paragraphs. A detailed information on the operation of different business

segments of the Company, future expectations and business environment is provided in the Management Discussion and Analysis Report.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report on the operations of the Company, as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "LODR Regulations"), is annexed herewith and marked as **Annexure "A"**.

## CORPORATE GOVERNANCE

As required under the LODR Regulations, the Report on Corporate Governance, Declaration of Whole-time Director on Code of Conduct, CEO / CFO Certification and Auditors Certificate on compliance of conditions of Corporate Governance are annexed herewith and marked as **Annexure "B", "C", "D" and "E"** respectively.

## SUBSIDIARIES AND ASSOCIATES

As on March 31, 2019, the Company has 5 subsidiaries and 1 associate. There has been no material change in the nature of business of the subsidiaries.

The Company has also formulated a Policy for Determining 'Material' Subsidiaries in line with the requirement of LODR Regulations. The said Policy may be accessed at <http://www.edclgroup.com/pdf/Policy-for-Determining-Material-Subsidiary.pdf>.

Pursuant to provisions of Section 129(3) of the Companies Act, 2013, a statement containing salient features of the financial statements of the Company's subsidiaries and associate in Form AOC-1 is annexed herewith and marked as **Annexure "F"**.

Brief details of the subsidiaries are given below:

### i) **Ayyappa Hydro Power Limited (Wholly-owned & non-listed subsidiary)**

The Company is operating the 15 MW Karikkayam Hydro Electric Project, in the State of Kerala. During the year under review, total income of the Company stood at ` 1,924.27 Lakhs as compared to ` 1,556.23 Lakhs in previous year.

### ii) **EDCL Power Projects Limited (Wholly-owned & material non-listed subsidiary)**

The Company is operating the 7 MW Ullunkal Hydro Electric Project, in the State of Kerala. Kerala witnessed extremely heavy rainfall in the financial year 2018-19, which resulted in flood like situation all over the State. Unfortunately, Ullunkal Project also sustained considerable damages and remained out of operation from mid of August, 2018 to November, 2018. During the year under review, total income of the Company stood at ` 266.68 Lakhs as compared to ` 423.15 Lakhs in previous year.

Entire generation from the units of above mentioned subsidiaries is being sold to the Kerala State Electricity Board (KSEB) under Long term Power Purchase Agreements (PPA).

Mr. Vijoy Kumar (DIN: 02970626), an Independent Director of the Company is on the Board of Directors of above mentioned subsidiaries.

### iii) **EDCL – Arunachal Hydro Project Private Limited (Wholly-owned subsidiary)**

The Company is yet to take up any project.

### iv) **Eastern Ramganga Valley Hydel Projects Company Private Limited**

The Company is executing 6.5 MW Burthing Small Hydro Electric Project and 5.0 MW Phuliabagar Small Hydro Electric Project in the State of Uttarakhand. DPR for both projects have been approved.

### v) **Sarju Valley Hydel Projects Company Private Limited**

The Company is executing 5.5 MW Balighat Small Hydro Electric Project in the State of Uttarakhand. DPR for the project has been approved.



The Company has an associate namely, Arunachal Hydro Power Limited which is developing and executing various hydro power projects through its several subsidiaries in the State of Arunachal Pradesh.

## **CONSOLIDATED FINANCIAL STATEMENTS**

The Consolidated Financial Statements of the Company, prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) as required under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies to the extent applicable, form part of Annual Report.

Pursuant to the provisions of Section 136 of the Companies Act, 2013, the financial statements of the Company, consolidated financial statements along with relevant documents and separate audited accounts in respect of subsidiaries, are available on the website of the Company.

## **BOARD OF DIRECTORS AND BOARD MEETINGS**

### **Board and Committees**

As on March 31, 2019, the Board of Directors comprised of 7 Directors including 6 Non-Executive Directors having experience in varied fields and a Whole-time Executive Director. Out of 6 Non-Executive Directors, 4 were Independent Directors. Detailed information on Directors is provided in the Report on Corporate Governance. At present, there are following 3 Committees:

- i) Audit Committee
- ii) Nomination and Remuneration Committee
- iii) Stakeholders Relationship Committee

The Board has accepted all the recommendations of the Audit Committee. The details of composition, terms of reference, meetings etc. of the Committees are given in the Report on Corporate Governance.

### **Number of Board meetings**

The Board met 5 times during the financial year under review. Detailed information on Board meetings are provided in the Report on Corporate Governance.

### **Directors**

Mr. Sanjiv Saraf (DIN: 00506650), Executive Director resigned from the Board of Directors of the Company with effect from May 30, 2018.

Mr. Gouri Prasad Goenka (DIN: 00030302), Independent Director, considering his age, resigned from the Board of Directors of the Company w.e.f. June 11, 2019. He confirmed that there was no other material reason other than the reason provided.

Mr. Vijoy Kumar (DIN: 02970626), Independent Director whose term is ending in the ensuing Annual General Meeting did not offer his candidature for re-appointment by shareholders in the ensuing Annual General Meeting. Consequently, he will cease to be Independent Director on completion of his 1st term.

Mr. Bijay Kumar Garodia (DIN: 00044379), Independent Director whose term is ending on November 12, 2019 did not offer his candidature for re-appointment by shareholders in the ensuing Annual General Meeting. Consequently, he will cease to be Independent Director on completion of his 1st term.

The Board places on record its sincere appreciation for the services rendered by them during their tenure as Directors of the Company.

The shareholders at their 23rd Annual General Meeting held on September 29, 2018 approved the appointment of Mr. Vinod Kumar Sharma (DIN: 02879206) as an Executive Director of the Company for a period of 3 years effective from May 30, 2018 to March 31, 2021.

Mrs. Pankaja Kumari Singh (DIN: 00199454), Director, retires by rotation and being eligible offers herself for re-appointment.

On recommendation of Nomination and Remuneration Committee and subject to shareholders' approval, the Board has approved the re-appointment of Mr. Anil Gupta (DIN: 00079399) as Independent Director for a second term of 5 consecutive years. It is proposed to seek shareholders' approval by means of Special Resolution in the ensuing Annual General Meeting of the Company.

Mr. Rohit Pandit (DIN: 03409093), has been appointed as an Additional Director (Category: Independent) of the Company with effect from August 15, 2019 by the Board of Directors in its meeting held on August 14, 2019, on the recommendation of Nomination and Remuneration Committee and subject to approval of the shareholders in the ensuing Annual General Meeting to hold office as Independent Directors for a term of upto 5 consecutive years effective from August 15, 2019 to August 14, 2024.

In the opinion of the Board, Mr. Rohit Pandit possesses requisite qualifications and experience which would be useful to the Company and would enable him to contribute effectively to the Company in his capacity.

The brief resume and other details relating to Mrs. Pankaja Kumari Singh, Mr. Rohit Pandit and Mr. Anil Gupta are provided in the Notice of Annual General Meeting.

Your Board has received requisite consents, notices under Section 160 and Form 'DIR-8' pursuant to Section 164(2) of the Companies Act, 2013 read with the Rules made thereunder from the aforementioned Directors. Your Board recommends their appointment / re-appointment.

#### **Nomination and Remuneration Policy**

The Nomination and Remuneration Committee works with the Board to determine the appropriate characteristics, skills and experience for the Board as a whole and its individual members with the objective of having a Board with diverse backgrounds and experience in business, governance, education and public service. The Company follows the Nomination and Remuneration Policy for Directors, Key Managerial Personnel and Senior Management Personnel of the Company as approved by the Board of Directors and the said policy was amended from time to time. The said Policy may be accessed at <http://www.edclgroup.com/pdf/Nomination-Remuneration-Policy.pdf>.

The Board, on the recommendation of the Nomination and Remuneration Committee, appoints Director of the Company based on his eligibility, experience and qualifications and such appointment is approved by the shareholders of the Company. Generally, the Whole-time Director (Executive Director) is appointed for a period of three years. Independent Directors are appointed for a term of upto five consecutive years. Based on their eligibility for re-appointment, the outcome of their performance evaluation and the recommendation by the Nomination and Remuneration Committee, the Independent Directors may be re-appointed by the Board for another term of five consecutive years, subject to approval of the shareholders of the Company. The Directors shall retire as per the applicable provisions of the Companies Act, 2013 and the policy of the Company. While determining remuneration of the Directors, Key Managerial Personnel and Senior Management Personnel, the Nomination and Remuneration Committee ensures that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate them and ensure the quality required to run the Company successfully. The relationship of remuneration to performance is clear and meets appropriate performance benchmarks and such remuneration comprises a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals. The Company follows a compensation mix of fixed pay, benefits, allowances, perquisites, performance linked incentives and retirement benefits for its Executive Directors, Key Managerial Personnel and Senior Management Personnel. The Company pays sitting fees to Non-executive Directors for attending Board and Committee meetings.

#### **Declaration by Independent Directors**

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence, as prescribed under the Companies Act, 2013 and the LODR Regulations. The Board is also of the opinion that the Independent Directors fulfill all the conditions specified in the Companies Act, 2013 and the LODR Regulations and are independent of the management.



## **Familiarisation Programme for Independent Directors**

The details of Familiarisation Programme for Independent Directors has been given in the Report on Corporate Governance.

## **Performance Evaluation**

Pursuant to the provisions of the Companies Act, 2013 and as prescribed by the LODR Regulations, as amended from time to time, the Board of Directors carried out an annual evaluation of its own performance, Committees and individual Directors of the Company. The Directors expressed their satisfaction with the evaluation process.

The Board evaluated its performance after considering the inputs received from all Directors based on the criteria such as composition and structure of the Board with diverse background & experience, flexible & effective board procedures, quality of timely information and effective functioning of the Board etc.

The Board evaluated performance of its Committees after considering the inputs received from all Committee members based on the criteria involving composition of the Committee with members having diverse experience, skill and effective functioning of the Committee etc.

The Board and the Nomination and Remuneration Committee reviewed the performance of individual Directors on the basis of the criteria such as professional qualifications, prior experience, especially experience relevant to the Company, commitment, contribution, integrity, independence and guidance / support to management etc. Similarly, Board evaluated the performance of the Chairman based on the criteria of effective leadership, constructive relationships and communications within the Board, addressing of the issues and concerns raised by the members of the Board etc.

The performance evaluation of the Independent Directors was carried out by the entire Board, excluding the Director being evaluated. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors, who also reviewed the performance of the Board as a whole.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 with regard to the Directors' Responsibility Statement, your Board confirms that:

- a) in the preparation of the annual accounts for the financial year ended on March 31, 2019, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2019 and of the profit / loss of the Company for that period;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the annual accounts on a going concern basis;
- e) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively;
- f) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively.

## **KEY MANAGERIAL PERSONNEL**

The following persons are Key Managerial Personnel of the Company:

**Whole-time Director** : Mr. Vinod Kumar Sharma - designated as 'Executive Director' (w.e.f. May 30, 2018).

**Chief Financial Officer** : Mr. Sunil Dutt Sharma (w.e.f. May 30, 2018).

**Company Secretary** : Ms. Vijayshree Binnani.

## **CORPORATE SOCIAL RESPONSIBILITY**

The provisions under Section 135 of the Companies Act, 2013 read with the Rules made thereunder are not applicable as the Company is not meeting any criteria specified therein. The Company has not spent any amount under Corporate Social Responsibility during the financial year 2018-19. Accordingly, Annual Report on Corporate Social Responsibility activities is not required to be attached.

## **ADEQUACY OF INTERNAL FINANCIAL CONTROL**

The Company has adequate internal financial control system commensurate with the size, scale and complexity of its operations. During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

## **RISK MANAGEMENT**

The Company has formulated and implemented a Risk Management Policy (Risk Management Procedure) in consultation with Senior Management to identify various kinds of risk in business and its process to minimize the same. For details, please refer to Management Discussion and Analysis Report.

At present, the Company has not identified any element of risk which may threaten the existence of the Company.

## **WHISTLE BLOWER POLICY / VIGIL MECHANISM**

The Company has a Whistle Blower Mechanism and a Policy namely, Whistle Blower Policy that lays down the process for raising concern about unethical behavior, actual or suspected fraud or violation of Company's Code of Conduct. The said Policy may be accessed at <http://www.edclgroup.com/pdf/Whistle-Blower-Policy.pdf>.

Your Company hereby affirms that no Director / employee have been denied access to the Chairman of the Audit Committee and that no complaints were received during the year.

## **LOAN, GUARANTEES AND INVESTMENTS**

Particulars of loans, investments and guarantees have been disclosed in the financial statements, which forms an integral part of this Report.

## **CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES**

There were no material contacts or arrangements with related parties referred in Section 188 of the Companies Act, 2013 read with the Rules made thereunder. Accordingly, AOC-2 is not required to be attached. All other related party transactions entered into during the financial year were on arm's length basis and were in the ordinary course of business and were placed before the Audit Committee and Board for their approval, as required. Prior omnibus approval of the Audit Committee was obtained for the transactions which are of repetitive nature. The details of transactions with related parties as per Ind AS - 24 are disclosed in the notes to accounts. The Company has developed a Policy on Related Party Transaction for the purpose of identification and monitoring of such transactions.

## **AUDITORS AND AUDITORS' REPORT**

### **(i) Statutory Auditors**

In terms of the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended, M/s. ALPS & Co., Chartered Accountants, (Firm Registration No. 313132E) was appointed as the Auditors of the Company for a consecutive period of 5 years from conclusion of the 22nd Annual General Meeting held in the year 2017 until conclusion of the 27th Annual General Meeting of the Company.

The Company has received a certificate from M/s. ALPS & Co., Chartered Accountants confirming their eligibility to continue as Auditors of the Company in terms of the provisions of Section 141 of the Companies Act, 2013 and the Rules framed thereunder. They have also confirmed that they hold a valid certificate issued by the Peer Review Board of the ICAI as required under the provisions of Regulation 33 of the LODR Regulations.

The Board explained that the management is in the process of recovery of amounts as referred to by the auditors in Basis for qualified opinion in their reports. Shortfall, if any, would be determined on completion of the



recovery steps. The Auditors' Report to the members on the financial statements of the Company for the financial year ended on March 31, 2019 does not contain any qualification, reservation, adverse remark or disclaimer.

#### (ii) Cost Auditors

The Company is required to maintain cost records as specified by the Central Government under Section 148(1) of the Companies Act, 2013 and accordingly, such accounts and records are made and maintained.

The Board of Directors has re-appointed M/s. N. Radhakrishnan & Co., Cost Accountants of 11A, Dover Lane, Flat B1/34, Kolkata – 700 029 as the Cost Auditors of the Company to conduct Cost Audit for the financial year 2019-20. In terms of Section 148 of the Companies Act, 2013, your Board recommends ratification of remuneration of the Cost Auditors at the ensuing Annual General Meeting. The Cost Audit Report for the financial year 2017-18 has been filed with the Ministry of Corporate Affairs within due time.

#### (iii) Secretarial Auditor

The Board of Directors appointed M/s. P. Sarawagi & Associates, Company Secretaries of 27, Brabourne Road, Kolkata – 700 001, to conduct the secretarial audit of the Company for the financial year 2018-19.

The Secretarial Audit Report for the financial year ended on March 31, 2019 is annexed herewith and marked as **Annexure "G"** and forms an integral part of this Annual Report.

The Board hereby clarifies that the delay in form filing was unintentional. The Board assures the form due for filing will be filed as soon as possible with requisite fees, as applicable. Mr. Gouri Prasad Goenka resigned from the Board of Directors w.e.f. June 11, 2019. Due to unavoidable circumstances, there was delay of 8 days in submission of Audited Financial Result for the quarter and year ended on March 31, 2019. The same is commented by the Secretarial Auditor which is self explanatory in nature.

The Secretarial Audit Report does not contain any other qualification, reservation or adverse remark or disclaimer.

### ANTI-SEXUAL HARASSMENT POLICY

The Company has adopted Anti-Sexual Harassment Policy, covering all the aspects as contained under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Company has complied with the provisions relating to constitution of Internal Complaints Committee under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

Up till date, the Company has not received any complaint under the Policy.

### COMPLIANCE WITH SECRETARIAL STANDARDS

The Company has complied with the Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India and approved by the Central Government.

### PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Disclosure pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is annexed herewith and marked as **Annexure "H"**.

### CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

Particulars in respect of conservation of energy and technology absorption, foreign exchange earnings and outgo are annexed herewith and marked as **Annexure "I"**.

### EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) of the Companies Act, 2013 read with the Rules made thereunder, the extract of the Annual Return in Form MGT – 9 is annexed herewith and marked as **Annexure "J"** and it may be accessed at <http://www.edclgroup.com/pdf/Extract-of-annual-return-mgt-9-2018-19.pdf>.





## GENERAL

The Directors state that no disclosure or reporting is required in respect of the following items during the year under review as:

1. No deposits covered under Chapter V of the Companies Act, 2013 were accepted;
2. No equity shares with differential rights as to dividend, voting or otherwise; or shares (including sweat equity shares) to employees of the Company under any scheme were issued;
3. No remuneration or commission to the Whole-time Director of the Company were paid from any of its subsidiaries;
4. No significant and material orders were passed by any regulatory authority or court or tribunal impacting the going concern status and Company's operation in future;
5. No material changes and commitments occurred affecting the financial position of the Company between the end of financial year and date of report;
6. No fraud has been reported by the Statutory Auditors, Cost Auditors and Secretarial Auditors to the Audit Committee or the Board.

## ACKNOWLEDGEMENTS

Your Directors express their sincere appreciation to the Central and State Governments, Banks, customers, vendors and the Company's valued investors for their continued co-operation and support.

Your Directors also wish to acknowledge the support and valuable contributions made by the employees, at all levels.

For and on behalf of the Board  
For **Energy Development Company Limited**

Sd/-  
**Amar Singh**  
**(Chairman)**  
**(DIN: 00165567)**

Place : New Delhi  
Dated : August 14, 2019



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT FOR THE FINANCIAL YEAR 2018-19

### INDUSTRY STRUCTURE AND DEVELOPMENT

India is one of the fastest developing economies in the world. Electricity is considered to be one of the most critical components for the infrastructure development of any country affecting economic growth and well-being of the people at large. Power sector comprises generation, transmission and distribution utilities and is key enabler for India's economic growth. India has a total power generation capacity of 356100.19 MW as on March 31, 2019. Major source of such generation are from coal, lignite, natural gas, oil, hydro and nuclear power and renewable sources like wind, solar, agriculture and domestic waste. Out of the total generation of power of 356100.19 MW, thermal contributed about 63.54%, hydro contributed about 12.75%, small hydro power, biomass, urban and industrial waste, wind energy and solar power contributed about 21.80% and nuclear contributed 1.90%.

As on March 31, 2019, out of the total Generation, State Governments account for about 28.50%, Central Sector account for 25.00% and Private Sectors account for 46.50%. The gross electricity consumption during the financial year 2018-19 was 1181 kWh per capita.

India has the fifth largest power generation capacity in the world. In terms of wind power installed capacity, India is globally placed at 4th position after China, US and Germany. Small hydro power plants had a capacity addition of 0.7 GW under grid-connected renewable power between April, 2014 to October, 2018. Hydro projects have been exempted from competitive bidding till 2022 and setting up of small hydro projects has been declared as 'Priority' under National Mission. Economic growth, increasing prosperity, a growing rate of urbanisation and rising per capita energy consumption has led to increased demand for energy in the country.

Further, the renewable sector is being encouraged under the Make in India initiative by the Government of India. The Government of India has a target of adding 175 GW of renewable power in the country by 2022, which will offer massive investment opportunities across the value chain.

Central Electricity Regulatory Commission ("CERC") has issued CERC (Terms and Conditions of Tariff) Regulations, 2019 in March, 2019 which will be applicable for the period 2019-24. Some of the benefits for hydro electric projects as per above regulations are as under:

- Cut-off date now to be considered as 36 months from the end of calendar month of Commercial Date of Operation (CoD).
- Delay in obtaining statutory approval for the project (except where the delay is attributable to the project developer) included under 'Force Majeure' event.
- Land acquisition (except where the delay is attributable to the generating company) to be considered as 'uncontrollable factor' for analysis of time & cost overrun.
- O&M expenses for older plants - the normative O&M expenses allowed for older power stations does not include the impact of wage revision, minimum wages & GST which will be allowed separately.
- Security expenses & cost of spares will be allowed separately after prudence check.
- The procedure for recovery of generation shortfall has been simplified. Earlier formula based recovery mechanism has been withdrawn.

Sources: <http://pib.nic.in> & <http://www.cea.nic.in> & <http://www.makeinindia.com/sector/renewable-energy>

Ministry of New and Renewable Energy has been vested with the responsibility of developing Small Hydro Power (SHP) projects up to 25 MW station capacities. The estimated potential for power generation in the country from such plants is over 20,000 MW. Most of the potential is in Himalayan States as river-based projects and in other States on irrigation canals. The SHP programme is now essentially private investment driven. Projects are normally economically viable and private sector is showing lot of interest in investing in SHP projects. The viability of these projects improves with increase in the project capacity. The Ministry's aim is that at least 50% of the potential in the country is harnessed in the next 10 years.

### Hydro Power Project Classification

Hydro power projects are generally categorized in two segments i.e. small and large hydro. In India, hydro projects up to 25 MW station capacities have been categorized as small hydro power (SHP) projects. While Ministry of Power, Government of India is responsible for large hydro projects, the mandate for the subject small hydro power (up to 25 MW) is given to Ministry of New and Renewable Energy. Small hydro power projects are further classified as:

Class	Station Capacity in kW
Micro Hydro	Up to 100
Mini Hydro	101 to 2000
Small Hydro	2001 to 25000

### Small Hydro Power Programme

SHP Programme is one of the thrust areas of power generation from renewable energy in the Ministry of New and Renewable Energy. It has been recognized that SHP projects can play a critical role in improving the overall energy scenario of the country and in particular for remote and inaccessible areas. The Ministry is encouraging development of small hydro projects both in the public as well as private sector. Equal attention is being paid to grid-interactive and decentralized projects.

**Aim:** The Ministry's aim is that the SHP installed capacity should be about 7000 MW by the end of 12th Plan. The focus of the SHP programme is to lower the cost of equipment, increase its reliability and set up projects in areas which give the maximum advantage in terms of capacity utilization.

**Potential:** An estimated potential of about 20,000 MW of SHP projects exists in India. Ministry of New and Renewable Energy has created a database of potential sites of small hydro and 6,474 potential sites with an aggregate capacity of 19,749.44 MW for projects up to 25 MW capacity have been identified.

Under the SHP Programme Central Financial Assistance is provided for:

- a) Resource assessment and support for identification of new sites;
- b) Setting up new SHP projects in the private / co-operative / joint sector etc.;
- c) Setting up new SHP projects in the government sector;
- d) Renovation and modernization of existing SHP projects in the government sector;
- e) Development / upgradation of water mills (mechanical / electrical output) and setting up micro hydel projects (upto 100 KW capacity);
- f) Research & development and human resource development.

**Manufacturing Status:** There are about 28 Equipment Manufacturers (As on February 28, 2018) of SHP turbine who fabricate almost the entire range and type of SHP equipment listed in MNRE. Manufacturers' capacity is estimated at about 400 MW per year.

Source: <https://mnre.gov.in/small-hydro>



## SWOT ANALYSIS

### i) Strengths:

Energy Development Company Limited (“EDCL”) has wide experience and expertise in execution of Small Hydro Power projects which gives it a significant competitive advantage. The team of EDCL is supported by eminent in-house team & consultants. The Company is in the process of developing several hydro power projects (via subsidiaries & associate) with financial investment partners in remote areas of the country which comes with a range of challenges – logistical, climatic and technological. However, with its strong and efficient team of competent and experienced professionals, most of the hurdles have been mitigated.

Long term power purchase agreement with the State Utilities confirms the sale of entire generation of electricity, as a result all projects under operation so far have PPA with State Utilities and payments are received on time.

### ii) Opportunities:

The deteriorating hydro-thermal mix, increase in peak hour shortages and frequency variations have forced policymakers to turn their attention towards water resources and on developing hydropower. Besides India’s huge untapped hydro potential, especially in the hilly region, with the focus shifting to hydropower, EDCL now has opportunities to add to its capacity in the coming years.

### iii) Threats / Weaknesses:

The management of the Company perceives the following as threats / risks / weaknesses in the construction of hydropower projects:

**Time in clearances** - Stringent norms and cumbersome procedures for getting environmental and forest clearances leads to delays in obtaining clearances for projects, which may affect the capacity addition programs, even though state governments are trying their best to adopt to single window clearance system, which will mitigate this threat to large extent.

**Land acquisition** - The process of land acquisition for infrastructure work as well as for a project’s components including submergence is quite cumbersome and time consuming. Single window clearance system will also mitigate this threat to great extent.

**Geological uncertainties** - In spite of extensive surveys and investigations, various components of hydro projects such as head race tunnels, power houses, pressure shafts and surge shafts face geological surprises especially in the hilly region.

**Inter-state and International disputes** - As water is a state subject in India, there are often inter-state river disputes due to which many hydro projects may get delayed or abandoned. Certain projects are situated in border areas which are affected by India’s international relations.

**Natural calamities** - As most of the hydro projects are located in hilly terrains, natural calamities like land slides, hill slope collapses and road blocks, floods and cloud bursts cause severe setbacks in construction schedules.

**Unexpected complexities** - Unexpected complexities and delays in clearances / execution due to reasons beyond one’s control may cause variation / escalations in estimates.

### iv) Risks and Concerns

Hydro power schemes are capital intensive, have long gestation period and require huge investments which are major constraints in the exploitation of the vast hydro power potential available in the country. Since water is a state subject, state governments are demanding a higher share of free power and other incentives, which lead to higher tariffs.

## SEGMENT WISE OR PRODUCT WISE PERFORMANCE

The Company has three divisions namely generation division, contract division and trading division.



### **Generation Division:**

During the financial year 2018-19, total revenue generated from this division is ₹ 1,257.17 Lakhs (Previous year ₹ 1,306.10 Lakhs).

The Company owns and operates the following power plants:

#### **I. Hydro Electric Power Projects**

- i) 9 MW Harangi Hydro Electric Power Plant in the State of Karnataka and
- ii) 6 MW Harangi Hydro Electric Power Plant in the State of Karnataka

#### **II. Wind Mills**

- i) 1.5 MW Wind mill at Hassan District in the State of Karnataka and
- ii) 1.5 MW Wind Mill at Chitradurga in the State of Karnataka

Saleable electricity generated from:

Hydro Power Plants: 29.48 million units (previous year 32.27 million units)

Wind Mills: 5.34 million units (previous year 5.54 million units)

The Company also owns and operate 7 MW Ullunkal Hydro Electric Project, through its subsidiary, EDCL Power Projects Limited. The project suffered severe damages in the month of August, 2018 due to flood in Kerala and remained out of operation from mid of August, 2018 to November, 2018. The project produced 10.93 million units during the year 2018-19 as compared to 17.34 million units in 2017-18.

The Company also owns and operates 15 MW Karikkayam Hydro Electric Project, through its subsidiary, Ayyappa Hydro Power Limited and produced 46.63 million units during the year 2018-19 as compared to 37.13 million units in 2017-18.

### **Contract Division**

Infrastructure development in India is growing everyday, in order to tap this lucrative opportunity, your Company has participated and executing various infrastructure related projects like bridges, hydro projects and consultancy service etc. During the year under review, the division has earned gross revenue of ₹ 77.17 Lakhs (previous year ₹ 302.32 Lakhs).

### **Trading Division**

During the year under review the Company did not indulge in trading activities. Gross revenue of previous year was ₹ 2,414.48 Lakhs.

### **OUTLOOK**

Your Company's main focus area is the generation of electricity, infrastructure development by way of contract or own projects & trading of renewable energy products. For further details, kindly refer to the Directors' Report.

### **INTERNAL CONTROL SYSTEM**

Company's internal control system have been designed to provide reasonable assurance with regard to recording and providing reliable financial and operational information, complying with applicable laws, safeguarding assets from unauthorized use or losses, executing transactions with proper authorization and ensuring compliance of corporate policies.

The Internal Auditor carries out internal audit of the Company. The Internal Audit process is designed to review the adequacy of internal control and checks in the system and covers all significant areas of the Company's operations.

The Company has an Audit Committee, the details of which have been provided in the Report on Corporate Governance. The Audit Committee reviews audit reports submitted by the Internal Auditors.



## FINANCIAL PERFORMANCE

The net loss before tax stood at ` 990.42 Lakhs (previous year profit of ` 151.98 Lakhs). The detailed performance is given in the Financial Results of the Directors' Report.

### DETAILS OF SIGNIFICANT CHANGES IN KEY FINANCIAL RATIOS

Details of significant changes (i.e. change of 25% or more as compared to the immediately previous financial year) in key financial ratios, along with detailed explanations are given below:

Sl. No.	Particulars	2018-19	2017-18	Explanation
i)	Debtors Turnover	0.37	0.99	The significant changes in Debtors turnover ratio is due to reduction in overall sales
ii)	Inventory Turnover	5.02	27.26	The significant changes in Inventory turnover ratio is due to reduction in cost of goods sold resulting from dip in sales.
iii)	Interest Coverage Ratio	-4.54	-0.26	The significant changes in interest coverage ratio has been recorded due to significant decrease in Earning Before Interest and Taxes.
iv)	Current Ratio	1.54	1.71	Not Applicable
v)	Debt Equity Ratio	0.49	0.50	Not Applicable
vi)	Operating Profit Margin (%)	-95.83	-2.01	The significant changes in Operating Profit Margin ratio has been recorded due to significant decrease in Earning after Taxes.
vii)	Net Profit Margin (%)	-58.78	3.45	The significant changes in Net Profit Margin ratio
viii)	Return on Net worth (%)	-4.71	0.78	& Return on Net Worth has been recorded due to significant decrease in Earning Before Interest and Taxes.

## HUMAN RESOURCES

As on March 31, 2019, there were 40 permanent employees on the rolls of the Company. The Company regards its human resources as the most valuable assets. The Company strives to provide a fair, empowered and merit-based workplace with scope for continuous learning, enriching competencies among employees and accelerating corporate growth. During the year under review, the Company did not witness any kind of adverse development on the human resource front. The Company has always aimed towards attracting and retaining talent in its various functions.

The Company also took initiatives to manage the growing human resource base including a regularized recruitment process, a fair and unbiased performance appraisal system along with an in-built feedback system.

## CAUTIONARY STATEMENT

Statements in this Management Discussion and Analysis Report may be "forward looking statements" within the meaning of applicable securities laws and regulations. These statements are based on certain assumptions and expectations of future events. Actual results could differ materially from those expressed or implied. Important facts that could make a difference to the Company's operations include economic conditions affecting global and domestic demand-supply, raw-material costs and availability, changes in Government regulations, tax regimes, economic developments in India and other factors such as litigation and industrial relations, the Company assumes no responsibility to publicly amend, modify or revise any forward looking statement, on the basis of any subsequent developments, information or events. The Company also does not assume any responsibility on the accuracy of statements relating to industry structure and development, as it has been sourced from various available websites.

## REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED ON MARCH 31, 2019

### COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company strongly believes that sound principles of Corporate Governance are important key to success, as they enhance the ability to secure the confidence of its stakeholders. The Company's Corporate Governance initiative is based on three core principles:

- (i) Management must have the executive freedom to drive the enterprise forward without undue restraints.
- (ii) This freedom of management should be exercised within a frame work of effective accountability.
- (iii) Open, transparent and merit based management.

### BOARD OF DIRECTORS

#### (i) Composition

As on March 31, 2019, the Board comprised of 7 Directors including a Whole-time Executive Director and 6 Non-Executive Directors. Out of 6 Non-Executive Directors, there were 4 Independent Directors and a woman Director. The Chairman of the Board is a Non-Executive Promoter Director. Therefore, composition of the Board has been in conformity with the provisions of the SEBI (Listing Obligations and Disclosure Requirements), 2015 [Hereinafter referred to as "LODR Regulations"] and the Companies Act, 2013. Further, the Board is of the opinion that the Independent Directors fulfill all the conditions specified in the Companies Act, 2013 and the LODR Regulations and are independent of the management.

The Company requires skills / expertise / competencies in the areas of strategy, finance, accounting, legal and regulatory matters, operations of the Company's businesses and to efficiently carry on its core businesses i.e. power generation, infrastructure development such as construction of bridges, hydro projects including operation and maintenance thereof, supply of materials etc. All the above required skills / expertise / competencies are available with the Board.

The Board is satisfied that the current composition reflects an appropriate mix of knowledge, skills, experience, expertise, diversity and independence. The Board provides leadership, strategic guidance, an objective and independent view to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosure.

#### Board Meetings

The Board of Directors met 5 times during the year. The maximum time gap between any 2 consecutive meetings did not exceed 120 days. All relevant information as required under Schedule II of the LODR Regulations was placed before the Board from time to time.

The dates of the Board meetings along with attendance of the Directors are as under:

Sl. No.	Date of Board Meeting	Board Strength	No. of Directors Present
1.	May 30, 2018	7	5
2.	June 07, 2018	7	5
3.	August 11, 2018	7	5
4.	November 13, 2018	7	4
5.	February 11, 2019	7	5



**(ii) Directors' attendance record and directorship held**

None of the members of the Board is holding membership of more than 10 Committees and chairmanship of more than 5 Committees across all the Companies in which he / she is a Director. All the Directors have made necessary disclosures regarding their occupation in the Committee positions of other Companies.

The details of the Directors, their attendance record at the Board meetings and at the last Annual General Meeting during the year under review, their directorship and Committee membership in other Companies and number of equity shares held at the end of financial year under review are given below:

Sl. No.	Name of Directors	Category	No. of Board Meetings Attended	Attendance at the last AGM held on September 29, 2018	No. of Directorship in the Board of other public/private Companies as on March 31, 2019*	No. of Membership held in Committees of Board of other Companies as on March 31, 2019**	No. of Chairmanship held in Committees of Board of other Companies as on March 31, 2019	Number of Equity Shares held
1.	Mr. Amar Singh (DIN:00165567)	Promoter & Non-Executive Director, Chairman	5	No	7	Nil	Nil	1,04,58,453
2.	Mr. Vinod Kumar Sharma <sup>(1)</sup> (DIN: 02879206)	Executive Director	4	Yes	3	Nil	Nil	Nil
3.	Mrs. Pankaja Kumari Singh (DIN: 00199454)	Promoter & Non-Executive Director	3	No	5	Nil	Nil	29,36,414
4.	Mr. Vijoy Kumar (DIN: 02970626)	Non-Executive Independent Director	5	Yes	9	4	2	Nil
5.	Mr. Anil Gupta (DIN: 00079399)	Non-Executive Independent Director	4	No	17	Nil	1	Nil
6.	Mr. Bijay Kumar Garodia (DIN: 00044379)	Non-Executive Independent Director	1	No	3	Nil	Nil	Nil
7.	Mr. Gouri Prasad Goenka (DIN: 00030302)	Non-Executive Independent Director	1	No	4	Nil	Nil	Nil
8.	Mr. Sanjiv Saraf <sup>(2)</sup> (DIN: 00506650)	Executive Director	Nil	No	N.A.	N.A.	N.A.	10,000

<sup>(1)</sup> Appointed w.e.f. May 30, 2018.

<sup>(2)</sup> Resigned w.e.f. May 30, 2018.

\*Excluding foreign Companies and Companies under Section 8 of the Companies Act, 2013.

\*\*As per Regulation 26 of the LODR Regulations, only two Committees viz. Audit Committee and Stakeholders Relationship Committee have been considered for this purpose.





**(iii) List of Directorship held in other listed companies and category**

None of the Directors of the Company except the following hold directorship in other listed companies as on March 31, 2019:

- a) Anil Gupta: Seiko Commercial Limited - Managing Director; IRC Leasing & Finance Limited –Director.
- b) Vijoy Kumar: Lanco Infratech Limited - Independent Director.
- c) Gouri Prasad Goenka:NRC Limited - Director; Duncans Industries Limited - Director; Stone India Limited - Director; Star Paper Mills Limited - Whole-time Director.

**(iv) Relationship Between Directors Inter-Se**

Mrs. Pankaja Kumari Singh is the spouse of Mr. Amar Singh. None of the other Directors are related to any other Director on the Board.

**(v) Meeting of Independent Directors**

Meeting of Independent Directors was held on February 11, 2019 to review the performance of Non-Independent Directors and the Board as a whole, review the performance of Chairman of the Company and to assess the quality, quantity and timeliness of flow of information between the management and the Board. 3 out of 4 Independent Directors were present in the meeting. The Independent Directors found the performance of Non-Independent Directors (including Chairman) and the Board as well as flow of information between the management and the Board to be satisfactory.

**(vi) Familiarisation Programme for Independent Directors**

The Executive Director / senior managerial personnel make presentations to the inductee about the Company's strategy, projects, operations, organizational structure, finance, human resources, technology, facility and risk management etc. Further, at the time of appointment, the Company issues a formal letter of appointment outlining his role, functions, duties, responsibilities as a Director.

The details of familiarization programme for the Independent Directors can be accessed at [http://www.edclgroup.com/pdf/Training-familiarisation\\_programme-2018-19.pdf](http://www.edclgroup.com/pdf/Training-familiarisation_programme-2018-19.pdf).

**(vii) Performance Evaluation**

The details of the performance evaluation has been given in the Directors' Report.

**(viii) Certificate from Company Secretary in Practice**

A certificate confirming that none of the Directors on the Board of the Company except Mr. Gouri Parasad Goenka has been debarred or disqualified from being appointed or continuing as Directors of Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority, has been received from Mr. Pawan Kumar Sarawagi of M/s. P. Sarawagi & Associates, Company Secretaries. Mr. Gouri Parasad Goenka, Independent Director has resigned from the Board of Directors of the Company w.e.f. June 11, 2019.

- (ix) There is no instance where the Board had not accepted any recommendation of any Committee of the Board which is mandatorily required, in the financial year under review.

**COMMITTEES OF THE BOARD**

**(i) Audit Committee**

Mr. Vijoy Kumar is the Chairman of the Committee. He is knowledgeable in areas of finance. All the members of the Committee are eminent professionals and draw upon their experience and expertise across a wide spectrum of functional areas such as finance, information systems, engineering and corporate strategy. Mr. Amar Singh resigned from the Committee w.e.f. May 30, 2018 and re-inducted in the Committee w.e.f. June 07, 2018.



Mr. Vinod Kumar Sharma was inducted in the Committee w.e.f. May 30, 2018 and resigned from the Committee w.e.f. June 07, 2018.

The Committee met 5 times during the year, viz. May 30, 2018; June 07, 2018; August 10, 2018; November 13, 2018 and February 11, 2019.

The composition and categories of the members of the Audit Committee and their attendance at the Committee meetings held during the financial year 2018-19 is given below:

Name of Member	Category	No. of Committee Meeting attended
Mr. Vijoy Kumar	Chairman; Non-Executive, Independent Director	5
Mr. Anil Gupta	Member; Non-Executive, Independent Director	5
Mr. Amar Singh	Member; Promoter & Non –Executive Director	4
Mr. Vinod Kumar Sharma	Member; Executive Director	1

Ms. Vijayshree Binnani, Company Secretary is the Secretary of the Committee. Mr. Vijoy Kumar, Chairman of the Audit Committee was present at the last Annual General Meeting.

**The terms of reference of the Audit Committee includes the following:**

- a) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- b) Recommendation for appointment, remuneration and terms of appointment of Auditors of the Company;
- c) Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors;
- d) Reviewing, with the management, the annual financial statements and Auditor's Report thereon before submission to the Board for approval, with particular reference to:
  - i) Matters required to be included in the Directors' 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;
  - ii) Changes, if any, in accounting policies and practices and reasons for the same;
  - iii) Major accounting entries involving estimates based on the exercise of judgment by management;
  - iv) Significant adjustments made in the financial statements arising out of audit findings;
  - v) Compliance with listing and other legal requirements relating to financial statements;
  - vi) Disclosure of any related party transactions;
  - vii) Modified opinion(s) in the draft audit report.
- e) Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
- f) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter;
- g) Review and monitor the Auditor's independence and performance and effectiveness of audit process;
- h) Approval or any subsequent modification of transactions of the Company with related parties;



- i) Scrutiny of inter-corporate loans and investments;
- j) Valuation of undertakings or assets of the Company, wherever it is necessary;
- k) Evaluation of internal financial controls and risk management systems;
- l) Reviewing, with the management, performance of Statutory and Internal Auditors, adequacy of the internal control systems;
- m) Reviewing the adequacy of internal audit function, if any, 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;
- n) Discussion with Internal Auditors of any significant findings and follow up there on;
- o) Reviewing the findings of any internal investigations by the Internal Auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
- p) Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- q) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- r) To review the functioning of the Whistle Blower Mechanism, if any;
- s) Approval of appointment of CFO (i.e. the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background etc. of the candidate;
- t) Carrying out any other function as mentioned in the terms of reference of the Audit Committee.

**The Company is having systems and procedures in place to ensure that the Audit Committee mandatorily reviews:**

- a) Management discussion and analysis of financial condition and results of operations;
- b) Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
- c) Management letters / letters of internal control weaknesses issued by the Statutory Auditors;
- d) Internal Audit Reports relating to internal control weaknesses;
- e) The appointment, removal and terms of remuneration of the Internal Auditors.

The Audit Committee is also apprised on information with regard to related party transactions (whether or not in normal course of business and transactions not at arm's length, if any).

**(ii) Stakeholders Relationship Committee**

Mr. Sanjiv Saraf, Member, resigned from the Committee w.e.f. May 30, 2018.

The Stakeholders Relationship Committee met 4 times during the year, viz. May 30, 2018; August 11, 2018; November 12, 2018 and February 10, 2019.



The composition and categories of the members of the Stakeholders Relationship Committee and their attendance record at the Committee meetings held during the financial year 2018-19 is given below :

Name of Member	Category	No. of Committee Meeting attended
Mrs. Pankaja Kumari Singh	Chairperson, Promoter & Non-Executive Director	4
Mr. Amar Singh	Member, Promoter & Non - Executive Director	4
Mr. Vijoy Kumar	Member, Non-Executive, Independent Director	4
Mr. Sanjiv Saraf	Member, Promoter & Executive Director	0

**The role / terms of reference of Stakeholders Relationship Committee includes:**

- Transfer / Transmission of shares;
- Issue of new / duplicate share certificates;
- Dematerialisation / Rematerialisation of shares;
- Redressal of investors' grievance;
- Non receipt of Annual Report and dividend;
- Grievances related to General Meetings;
- Review of measures taken for effective exercise of voting rights by shareholders;
- Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar and Share Transfer Agent;
- Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / annual reports / statutory notices by the shareholders of the Company;
- All other incidental matters with respect to shareholders and other investors.

Ms. Vijayshree Binnani, Company Secretary is the Compliance Officer for complying with the requirements of the LODR Regulations.

**Status of Complaint Received and Pending**

Number of Complaints From April 01, 2018 to March 31, 2019			
Pending as on April 01, 2018	Received	Redressed	Pending as on March 31, 2019
Nil	Nil	Nil	Nil

**(iii) Nomination and Remuneration Committee**

The Nomination and Remuneration Committee met 4 times during the year, viz. May 30, 2018; August 10, 2018; November 13, 2018 and February 11, 2019.

The composition and categories of the members of the Nomination and Remuneration Committee and their attendance record at the Committee meetings held during the financial year 2018-19 is given below:

Name of Member	Category	No. of Committee Meetings attended
Mr. Vijoy Kumar	Chairman, Non-Executive, Independent Director	4
Mr. Anil Gupta	Member; Non-Executive, Independent Director	4
Mr. Amar Singh	Member; Promoter & Non-Executive Director	4

**The role / terms of the Nomination and Remuneration Committee, inter-alia, includes the following:**

- a) Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other employees;
- b) Formulation of criteria for evaluation of Independent Directors and the Board;
- c) Devising a policy on Board diversity;
- d) 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 their appointment and removal;
- e) Reviewing and determining all elements of remuneration package such as salary, benefits, bonuses, stock options, pension etc. of all the Directors;
- f) Reviewing and determining details of fixed component and performance linked incentives along with the performance criteria;
- g) Reviewing and determining service contracts, notice period, severance fees;
- h) Reviewing and determining stock option details, if any and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable;
- i) Evaluating performance of each Director and performance of the Board as a whole.

#### **Nomination and Remuneration Policy**

The details of Nomination and Remuneration Policy has been given in the Directors' Report. The said policy may be accessed at [www.edclgroup.com/pdf/Nomination-Remuneration-Policy.pdg](http://www.edclgroup.com/pdf/Nomination-Remuneration-Policy.pdg). Please refer the same.

#### **Criteria for Performance Evaluation of Independent Directors**

The Nomination and Remuneration Committee has laid down the criteria for performance evaluation of Independent Directors, which is given in the Nomination and Remuneration Policy and the same may be accessed at above mentioned weblink. These criteria are enumerated as below:

1. Frequency of attendance and contribution to the Board and Committee meetings of Directors;
2. Appropriate mix of expertise, skills, behaviour, experience, leadership qualities and understanding of business, strategic direction to align Company's value and standards;
3. Adequate understanding and knowledge of finance, accounts, legal, investment, marketing, internal controls, risk management, assessment and mitigation, business operations, processes and Corporate Governance;
4. Ability to create a performance culture that add value creation and high quality of discussions;
5. Effectiveness to respond positively and constructively and to encourage more transparency;



6. Recognize the role which is expected to be played, internal Board Relationships to make decisions objectively and collectively in the best interest of the Company and to achieve organizational success and harmonizing the Board;
7. Physical and mental fitness, broader thinking and vision on corporate social responsibility;
8. Adhere to quality of decision and discussion for understanding financial statements and business performance, raising of finance, best source of finance, working capital requirement, forex dealings, geopolitics, human resources etc.;
9. To monitor the performance of management and satisfy himself with integrity of the financial controls and systems in place by ensuring right level of contact with external stakeholders; and
10. Contribution towards overall enhancement of brand image of the Company.

#### Remuneration to Executive Director

Mr. Vinod Kumar Sharma was appointed as the Executive Director of the Company w.e.f. May 30, 2018 by the Board in its meeting held on May 30, 2018 and approved by the members at their 23rd Annual General Meeting held on September 29, 2018. Mr. Sanjiv Saraf resigned from the Board w.e.f. May 30, 2018.

Details of remuneration paid to Executive Directors for the year ended on March 31, 2019 is given herein below:

(` in Lakhs)

Name of Director	Salary	Incentive	Allowances & Perquisites	Total
Mr. Sanjiv Saraf <sup>(1)</sup>	2.50	0.50	0.48*	3.48
Mr. Vinod Kumar Sharma <sup>(2)</sup>	15.10	-	32.71	47.81

\* Rent free accommodation.

<sup>(1)</sup> Resigned w.e.f. May 30, 2018.

<sup>(2)</sup> Appointed w.e.f. May 30, 2018.

The terms of employment of the Executive Director stipulates a termination notice of 180 days in writing from either side or salary in lieu thereof.

#### Remuneration to Non-Executive Director

Details of remuneration paid to Non-Executive Directors for the year ended on March 31, 2019 is given herein below :

(` in Lakhs)

Name of Director	Sitting Fees	Commission	Total
Mr. Amar Singh	2.10	Nil	2.10
Mrs. Pankaja Kumari Singh	1.00	Nil	1.00
Mr. Gouri Prasad Goenka	0.20	Nil	0.20
Mr. Vijoy Kumar	2.30	Nil	2.30
Mr. Anil Gupta	1.70	Nil	1.70
Mr. Bijay Kumar Garodia	0.20	Nil	0.20

Non-Executive Directors receive only sitting fees as remuneration. No severance fees was paid to any Non-Executive Director of the Company.

### Directors with pecuniary relationship or business transaction with the Company

The Executive Director receives salary, allowances, perquisites and commission while all Non-Executive Directors receive sitting fees. During the year under review, the Company did not advance any loan to any of its Directors. No Stock Options have been issued to any of the Directors of the Company. The Company does not have any Convertible Warrant as on March 31, 2019.

Criteria for making payment to Non-Executive Directors can be accessed at <http://www.edclgroup.com/pdf/Criteria-for-Payment-to-NEDs.pdf>.

### GENERAL BODY MEETINGS

- (i) **Location, date and time of the Annual General Meetings held during the preceding 3 years and the special resolutions passed there at are as follows:**

Year	Location	Date and time	Special Resolutions Passed
2016	Harangi Hydro Electric Project Vill. – Hulugunda, Taluka – Somawarpet Dist. – Kodagu, Karnataka – 571 233	September 29, 2016 at 01:30 P.M.	None
2017	Harangi Hydro Electric Project, Vill. – Hulugunda, Taluka – Somawarpet Dist. – Kodagu, Karnataka – 571 233.	September 30, 2017 at 10:00 A.M.	i) To re-appoint Mr. Sanjiv Saraf as an Executive Director; ii) To keep registers, returns etc. at a place other than Registered Office
2018	Harangi Hydro Electric Project, Vill. – Hulugunda, Taluka – Somawarpet Dist. – Kodagu, Karnataka – 571 233.	September 29, 2018 at 10:00 A.M.	i) To re-appoint Mr. Vinod Kumar Sharma as an Executive Director.

- (ii) **Location, date and time of the Extra-ordinary General Meeting :** No Extra-ordinary General Meeting was convened during the year 2018-19.

- (iii) **Postal Ballot :** No Resolution was passed through Postal Ballot during the year 2018-19. At present, no Special Resolution is proposed to be passed through Postal Ballot.

### DISCLOSURES

- (i) **Related Party Transactions**

During the year under review, there were no material contacts or arrangements with related parties as referred in Section 188 of the Companies Act, 2013 read with the Rules made thereunder. Accordingly, AOC-2 is not required to be attached. All other related party transactions entered into during the financial year were on arm's length basis and in the ordinary course of business and were placed before the Audit Committee and Board for their approval, as required. The details of transactions with related parties as per Ind AS 24 are disclosed in the notes to accounts.

The Board has approved a Policy for Related Party Transaction which may be accessed at <http://www.edclgroup.com/pdf/Policy-on-Related-Party-Transaction.pdf>.

- (ii) **Details relating to fees paid to the Statutory Auditors:**

Details relating to total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the Statutory Auditor and all companies in the network firm/network entity of which the Statutory Auditor is a part are given in Note 27 to the Standalone Financial Statements and Note 37 to the Consolidated Financial Statements.



**(iii) Accounting Treatment**

The Company has followed the Ind AS as prescribed under Section 133 of the Companies Act, 2013 read with the Rules made thereunder in preparation of its financial statements.

**(iv) CEO / CFO Certification**

The Executive Director and the Chief Financial Officer of the Company, in terms of Regulation 17(8) read with Part B of Schedule II of the LODR Regulations, have certified to the Board, inter alia, dealing with the review of financial statement and cash flow statement for the year ended on March 31, 2019, transactions entered into by the Company during the year, their responsibility for establishing and maintaining internal control system for financial reporting and evaluation of the effectiveness of the internal control system and making of necessary disclosure to the Auditors and the Audit Committee have been duly complied with.

**(v) Vigil Mechanism / Whistle Blower Policy**

The Company has a Vigil Mechanism / Whistle Blower Policy to report genuine concerns or grievances. The Whistle Blower Policy may be accessed at <http://www.edclgroup.com/pdf/Whistle-Blower-Policy.pdf>. Kindly refer to the Directors' Report.

Your Company hereby affirms that no Director / employee have been denied access to the Chairman of the Audit Committee and that no complaints were received during the year.

**(vi) Prevention of Insider Trading**

The Company has adopted the 'Code of Conduct for Prevention of Insider Trading - 2019' to prohibit trading in securities of the Company by Directors and employees while in possession of unpublished price sensitive information in relation to the Company.

**(vii) Anti-Sexual Harassment Policy**

There were no complaints filed, disposed of or pending during and or at the end of financial year under review in terms of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**(viii) Risk Management**

The Company has formulated a Risk Management Policy in consultation with senior management to identify various kinds of risk in business of the Company and its process to minimize the same. For further details, kindly refer to Directors' Report.

**(ix) Code of Conduct**

The Board of Directors has laid down Code of Conduct for the Non – Executive Directors, Executive Director and the designated employees in the senior management. The said code may be accessed at <http://www.edclgroup.com/pdf/Code-of-Conduct-for-Directors-Senior-Management.pdf>. All the Board members and the senior management executives have affirmed compliance with the Code of Conduct. A declaration to this effect is signed by Mr. Vinod Kumar Sharma, Executive Director. Please refer to **Annexure "C"**.

**(x) Reconciliation of Share Capital Audit**

A qualified Practicing Company Secretary carried out a share capital audit to reconcile the total admitted equity share capital with the National Securities Depository Limited ("NSDL") and the Central Depository Services (India) Limited ("CDSL") and the total issued and listed equity share capital. The audit report confirms that the total issued / paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialised shares held with NSDL and CDSL.





**(xi) Compliance of various Laws**

Regulation 33(3)(d) of the LODR Regulations : There was delay of 7 days in submitting the audited financial results for the quarter and year ended on March 31, 2018 with the stock exchanges. The Company submitted the said results on June 07, 2018 and paid the fine to stock exchanges in due time.

There were no other instances of non-compliance by Company of any requirements of the Stock Exchange, SEBI or any other statutory authority on any matter related to capital markets during the last three years.

**(xii) Compliance Report**

The Board periodically reviews compliance report of all laws applicable to the Company, prepared by the Company Secretary as well as steps taken by the Company to rectify instances of non-compliances, if any.

**(xiii)** The Company has not raised any fund through preferential allotment or qualified institutions placement during the year under review.

**(xiv)** For Financial year 2019 care ratings has reaffirmed rating of 'CARE B+; stable' for Long Term Bank Facilities and 'CARE A4' for Short Term Bank facilities. No credit rating is obtained by the Company for any debt instrument, fixed deposit programme or any other scheme involving mobilisation of funds.

**(xv)** There has been no instance of non-compliance of any requirement of Corporate Governance Report.

**(xvi)** The Company has complied with applicable requirements specified in Regulation 17 to 27 and clause (b) to (i) of sub-regulation (2) of Regulation 46 of LODR Regulations.

**SUBSIDIARIES AND ASSOCIATES**

The Audit Committee reviews the consolidated financial statements of the Company and the investments made by its unlisted subsidiary companies. The minutes of the Board meetings along with a report on significant developments of the unlisted subsidiary companies are periodically placed before the Board.

As on March 31, 2019, the Company has 5 unlisted subsidiaries including 1 material unlisted subsidiary namely, Ayyappa Hydro Power Limited. The Company's Policy for determining 'Material' Subsidiaries may be accessed at <http://www.edclgroup.com/pdf/Policy-for-Determining-Material-Subsidiary.pdf>.

As on March 31, 2019, the Company have 1 associate Company namely, Arunachal Hydro Power Limited. For further details, please refer to the Directors' Report.

**DETAILS OF COMPLIANCE WITH MANDATORY REQUIREMENTS AND ADOPTION OF NON-MANDATORY REQUIREMENTS**

The Company has complied with the mandatory requirements of LODR Regulations relating to Corporate Governance. The Company has adopted the non-mandatory requirements of the LODR Regulations relating to the Board, Modified opinion(s) on Audit Report and Separate Post of Chairman and Executive Director.

**MEANS OF COMMUNICATION**

**(i) Quarterly Results**

The quarterly results are published in the newspapers and are not sent to the individual shareholders.

**(ii) Newspapers**

As per Regulation 47 of the LODR Regulations, the financial results for the quarter ended on June 30, 2018; September 30, 2018; December 31, 2018 and March 31, 2019 were published in the following newspapers:

The Business Standards – Bengaluru and Mumbai Edition

Hosadigantha - (Kannada daily) – Bengaluru Edition



(iii) **Website where results are displayed**

Full version of Annual Report including the Balance Sheet, Statement of Profit and Loss, Directors' Report, Report on Corporate Governance and Auditors' Report, Cash Flow Statement; Quarterly Financial Results and Quarterly Shareholding Pattern are available on the website of the Company – [www.edclgroup.com](http://www.edclgroup.com).

The official press releases are communicated to the National Stock Exchange of India Limited and BSE Limited where shares of the Company are listed.

Company Secretary is the Compliance Officer and is responsible for updating above mentioned information with the requisite authorities and updating the website of the Company.

There are no presentations made by the Company to any institutional investor or to any analyst.

**GENERAL SHAREHOLDER INFORMATION**

(i) **Annual General Meeting for financial year 2018-19**

The Annual General Meeting of the Company will be held on Monday, the September 30, 2019 at Harangi Hydroelectric Project, Village – Hulugunda, Taluka – Somawarpet, Dist. – Kodagu, Karnataka – 571 233 at 10:00 A. M.

(ii) **Financial Year**

From April 01 to March 31.

(iii) **Book Closure Period**

September 24, 2019 to September 30, 2019 (both days inclusive).

(iv) **Dividend Payment Date**

Within 30 days from the date of declaration.

(v) **Listing on Stock Exchanges**

The shares of the Company are listed in the below mentioned Stock Exchanges and the annual listing fee for the financial year 2019-20 has been paid.

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001.	National Stock Exchange of India Limited “Exchange Plaza”, Bandra – Kurla Complex, Bandra (E), Mumbai – 400 051.
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(vi) **The Stock Code**

BSE Limited	532219
National Stock Exchange of India Limited	ENERGYDEV

(vii) **Depositories**

**Custodial fees for the financial year 2019-20 has been paid to the below mentioned depositories on the basis of number of beneficial accounts maintained by them as on March 31, 2019.**

National Securities Depository Limited Trade World, 4th floor, Kamala Mills Compound, Lower Parel, Senapati Bapat Marg, Mumbai – 400 013.	Central Depository Services (India) Limited Phiroze Jeejeebhoy Towers, 28th floor, Dalal Street, Mumbai – 400 023.
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(viii) **Demat ISIN**

Demat ISIN of the Company is INE306C01019.



**(ix) Market Price Data**

The details of monthly high – low stock price of the Company trading at BSE Limited (“BSE”) and National Stock Exchange of India Limited (“NSE”) for the period from April 01, 2018 to March 31, 2019 are shown below:

MONTH	Share Price at BSE		Share Price at NSE	
	High (₹)	Low (₹)	High (₹)	Low (₹)
April, 2018	26.60	18.30	26.30	18.00
May, 2018	21.35	17.10	21.60	17.00
June, 2018	18.00	14.90	18.30	14.65
July, 2018	17.00	13.51	16.90	13.55
August, 2018	16.35	13.30	16.45	13.35
September, 2018	14.30	8.50	14.20	8.55
October, 2018	12.90	7.66	12.50	7.75
November, 2018	11.58	10.10	11.50	10.30
December, 2018	12.08	10.08	12.10	10.00
January, 2019	11.24	9.35	11.25	9.30
February, 2019	10.30	8.15	10.45	8.60
March, 2019	9.50	6.34	9.70	6.35

As on the March 29, 2019 the closing price of the shares of the Company were ₹ 6.34 (in BSE) and ₹ 6.35 (in NSE).

**(x) Performance in comparison to BSE Sensex and NSE Nifty**

DATE	BSE Limited		National Stock Exchange of India Ltd.	
	Company's Market Price (Close) Per share (₹)	Sensex points (Close)	Company's Market Price (Close) Per share (₹)	Nifty points (Close)
April 30, 2018	21.10	35160.36	20.95	10739.35
May 31, 2018	17.90	35322.38	17.85	10736.15
June 29, 2018	14.95	35423.48	15.00	10714.30
July 31, 2018	16.17	37606.58	16.20	11356.50
August 31, 2018	13.90	38645.07	13.85	11680.50
September 28, 2018	8.89	36227.14	8.75	10930.45
October 31, 2018	10.17	34442.05	10.30	10386.60
November 30, 2018	10.85	36194.30	10.80	10876.75
December 31, 2018	10.80	36068.33	10.80	10862.55
January 31, 2019	10.00	36256.69	10.20	10830.95
February 28, 2019	9.24	35867.44	9.10	10792.50
March 29, 2019	6.84	38672.91	6.70	11623.90

**(xi) Registrar and Share Transfer Agent**

M/s. Niche Technologies Pvt. Ltd.  
3A, Auckland Place,  
7th Floor, Room No. 7A & 7B,  
Kolkata - 700 017  
E-mail ID : nichetechpl@nichtechnpl.com  
Phone : (033) 2280 6616 / 6617 / 6618



**(xii) Exclusive e-mail ID for redressal of investor complaints**

For redressal of investor complaints, kindly e-mail at [secretarial@edclgroup.com](mailto:secretarial@edclgroup.com).

**(xiii) Share Transfer System**

The shares of the Company are compulsorily traded in dematerialized form. Shares received in physical form are transferred within a period of 15 days from the date of lodgment subject to documents being valid and complete in all respect. However, SEBI has prohibited physical transfer of shares w.e.f. April 01, 2019. Hence, any transfer of shares of the company can be done only in dematerialized form from April 01, 2019 but shareholders are free to hold shares in physical form.

Dematerialization of shares is processed normally within a period of 21 days from the date of receipt of Demat Request Form, subject to documents being valid and complete in all respect.

**(xiv) Distribution of Shareholding as on March 31, 2019**

Shareholding Range No. of Shares	Number of Shareholders	% of Shareholders	Number of Shares	% of Shareholding
Upto – 500	9,152	73.4628	14,55,212	3.0636
501 – 1,000	1,337	10.7321	11,23,191	2.3646
1,001 – 5,000	1,484	11.9120	35,78,027	7.5327
5,001 – 10,000	267	2.1432	20,02,415	4.2156
10,001 – 50,000	172	1.3806	35,67,638	7.5108
50,001 – 1,00,000	22	0.1766	15,58,845	3.2818
1,00,001 and above	24	0.1926	3,42,14,672	72.0309
<b>TOTAL</b>	<b>12,458</b>	<b>100.0000</b>	<b>4,75,00,000</b>	<b>100.0000</b>

**(xv) Categories of Shareholders as on March 31, 2019**

Category	Number of Shares held	% of shareholding
Promoters	2,76,16,041	58.14
Financial Institutions, Insurance Co., Banks etc.	10,000	0.02
Foreign Institutional Investors	1,000	0.00
Corporate Bodies	41,75,814	8.79
Indian Public	1,39,61,916	29.39
NRI / OCBs	2,80,276	0.60
Others (Clearing Members)	14,39,151	3.03
I.E.P.F.	15,802	0.03
<b>TOTAL</b>	<b>4,75,00,000</b>	<b>100.000</b>

**(xvi) Dematerialization of Shares and Liquidity**

The Company has entered into agreements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) whereby shareholders have an option to dematerialise their shares with either of the Depositories. As on March 31, 2019, a total of 4,74,70,794 equity shares which form 99.94% of the paid-up share capital of the Company have been dematerialized (NSDL – 83.79% and CDSL – 16.21%).

**(xvii) Outstanding GDRs / ADRs / Warrants or any convertible instruments**

The Company has not issued GDRs or ADRs or Warrants or any convertible instruments.



**(xviii) Commodity Price Risk / Foreign Exchange Risk and Hedging**

The nature of business of Company does not involve any risk / require hedging activities.

**(xix) Plant Locations**

- (a) Harangi Hydroelectric Power Project; Village – Hulugunda, Taluka – Somawarpet, Dist. – Kodagu, Karnataka – 571 233.
- (b) Wind Mill Project: Rangapur Kawal, Arsikere, District – Hassan, Karnataka – 573 103.
- (c) Wind Mill Project: K-73, Elkurnahalli, Jogimatti Wind Zone, Chitradurga - District, Karnataka.

**(xx) Address for Correspondence**

**Ms. Vijayshree Binnani**  
Company Secretary  
**Energy Development Company Limited**  
'EDCL HOUSE',  
1A, Elgin Road,  
Kolkata – 700 020.

ANNEXURE "C"

**DECLARATION TO COMPLIANCE OF CODE OF CONDUCT FOR  
DIRECTORS AND SENIOR MANAGEMENT**

This is to confirm that the Company has adopted a Code of Conduct for its Directors and Senior Management and the same is available on our corporate website i.e. [www.edclgroup.com](http://www.edclgroup.com).

I confirm that the Company has in respect of financial year ended on March 31, 2019, received from the Directors and Senior Management Personnel of the Company a declaration of the compliance with the Code of Conduct as applicable to them.

For **Energy Development Company Limited**

Sd/-

**Vinod Kumar Sharma**  
**(Executive Director)**  
**(DIN : 02879206)**

Place : New Delhi

Dated : August 14, 2019



## CEO / CFO CERTIFICATION

To  
The Members of  
**Energy Development Company Limited,**

**Re : Financial Statements for the year ended on March 31, 2019**

Certification by Executive Director and CFO

We, Vinod Kumar Sharma, Executive Director and Sunil Dutt Sharma, CFO of Energy Development Company Limited, to the best of our knowledge and belief, certify that:

- A. We have reviewed the financial statements and the cash flow statement for the year ended on March 31, 2019 and that to the best of our knowledge and belief:
1. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  2. these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee :
1. significant changes in the internal control over financial reporting during the year under review;
  2. significant changes in accounting policies during the year, if any and that the same have been disclosed in the notes to the financial statements; and
  3. instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or other employees who have a significant role in the Company's internal control systems over financial reporting.

For Energy Development Company Limited

Sd/-

**Sunil Dutt Sharma**  
(CFO)

Sd/-

**Vinod Kumar Sharma**  
(Executive Director)  
(DIN : 02879206)

Place : New Delhi

Dated: August 14, 2019



## INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

### TO THE MEMBERS OF ENERGY DEVELOPMENT COMPANY LIMITED

1. This certificate is issued in accordance with the terms of our engagement letter dated October 3, 2017.
2. We have examined the compliance of conditions of Corporate Governance by Energy Development Company Limited ('the Company'), for the year ended on March 31, 2019, as stipulated in Regulations 17 to 27 and Clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Listing Regulations').

#### Management's Responsibility

3. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

#### Auditor's Responsibility

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), to the extent relevant, the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

#### Opinion

8. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied in all material respects with the conditions of Corporate Governance as stipulated in the above mentioned Listing Regulations during the year ended 31st March, 2019.
9. We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.



### Restriction on use

10. The certificate is addressed and provided to the members of the Company solely for the purpose to enable the Company to comply with the requirement of the Listing Regulations, and it should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

Place : New Delhi  
Dated : 14th August, 2019

For **A L P S & Co**  
Chartered Accountants  
Firm's ICAI Registration No. 313132E  
  
Sd/- **A. K. Khetawat**  
*Partner*  
Membership No. 052751  
UDIN: 19052751AAAABA3364



## Form AOC-1

[ Pursuant to first proviso to sub-section (3) of section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014 ]

## STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES / ASSOCIATE COMPANIES / JOINT VENTURES

Part "A" : Subsidiaries												
Sl. No.	Name of the Subsidiary Company	Equity Share Capital	Reserves & Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before Taxation	Provision for Taxation	Profit after Taxation	Proposed Dividend	% of Share Holding
1	Ayyappa Hydro Power Ltd.	3,000.00	(6,042.32)	13,288.80	16,331.12	-	1,893.35	813.34	(90.44)	903.78	-	100
2	EDCL Power Projects Ltd.	375.00	(969.34)	2,734.92	3,329.26	-	266.68	(425.09)	(14.59)	(410.50)	-	100
3	EDCL-Arunachal Hydro Project Pvt. Ltd.	101.00	(87.13)	35.91	22.04	-	-	(1.80)	(0.64)	(1.16)	-	100
4	Eastern Ramganga Valley Hydel Projects Company Pvt. Ltd.	1.00	(771.24)	1,863.51	2,633.75	-	-	(193.29)	(2.16)	(191.14)	-	51
5	Sarju Valley Hydel Projects Company Pvt. Ltd.	1.00	(461.93)	1,111.55	1,572.48	-	-	(115.51)	(0.90)	(114.61)	-	51

## Notes :

- Names of subsidiaries which are yet to commence operations: Companies referred to in no. 3 to 5 in the above table.
- Names of subsidiaries which have been liquidated or sold during the year: None.
- Reporting currency is Indian Rupee and exchange rate as on March 31, 2019 is not applicable.
- Reporting period for all subsidiaries is from April 01, 2018 to March 31, 2019.

**Part "B" : Associates and Joint Ventures**  
**Statement pursuant to section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

Sl. No.	Name of the Associates	Equity Shares of Associate held by the Company on the year end		Description of how there is significant influence	Reason why the associate is not consolidated	Net worth attributable to shareholding as per latest audited balance sheet	Profit / Loss for the year			
		No.	Amount of Investment in Associate				Extent of Holding in %	Considered in consolidation	Not Considered in consolidation	
1	Arunachal Hydro Power Ltd.	35,52,000	355.20 lakh	24	By virtue of shareholding	N.A.	Nil	Nil	Nil	-

Notes : Latest Audited Balance Sheet date is March 31, 2019.

For and on behalf of the Board of Directors

Sd/- Amar Singh, Non-Executive Director (DIN : 00165567)

Sd/- Pankaja Kumari Singh, Director (DIN : 00199454)

Sd/- Vinod Kumar Sharma, Executive Director (DIN : 02879206)

Sd/- Vijoy Kumar, Director (DIN : 02970626)

Sd/- Sunil Dutt Sharma, Chief Financial Officer

Sd/- Vijayshree Binnani, Company Secretary





FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 2019

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
The Members  
**Energy Development Company Limited**  
CIN : L85110KA1995PLC017003

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Energy Development Company Limited** (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2019, generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2019, according to the provisions of :

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) The Foreign Exchange Management Act, 1999 (FEMA) and the rules and regulations made thereunder to the extent of Foreign Direct Investment (FDI), Overseas Direct Investment (ODI) and External Commercial Borrowings (ECBs);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act):
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 / the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
  - (h) The Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 / the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; and



(i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(vi) Other laws specifically applicable to the Company : The Electricity Act, 2003 and the Rules and Regulation framed thereunder.

We have also examined compliance with the applicable clauses of the following :

(i) Secretarial Standards on Meetings of the Board of Directors (SS-1) and on General Meetings (SS-2) issued by The Institute of Company Secretaries of India.

(ii) The revised uniform Listing Agreement with the BSE Limited and the National Stock Exchange of India Limited.

During the year under review the Company has generally complied with the applicable provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above, except (a) delay in filing of various e-Forms under the provisions of the Companies Act, 2013 and rules framed thereunder; (b) non-filing of e-Form MGT-14 as required to be filed pursuant to Section 179(3) read with Section 117(3)(g) of the Act, in respect of certain resolutions passed by the Board of Directors; (c) disqualification of Mr. G.P. Goenka, an Independent Directors to act as director pursuant to Section 164(2) of the Companies Act, 2013 with effect from 1st November, 2017; and (d) delay of 8 days in filing of Audited Financial Results for the quarter / year ended 31st March, 2018 to Stock Exchanges beyond stipulated time of 60 days pursuant to Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and consequential payment of fine of Rs.40,000/- plus GST each to BSE Ltd. and National Stock Exchange of India Ltd.

It is observed that the provisions of the FEMA and rules and regulations made thereunder to the extent of ODI and ECBs; and provisions of Regulations and Guidelines mentioned in (c), (d), (e), (g) and (h) under item no. (v) of para 3 above, were not applicable to the Company during the year under review.

We further report that

- I. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the year under review were carried out in compliance with the provisions of the Act.
- II. Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were generally sent at least seven days in advance; and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- III. During the year under review, all the decisions at the meetings of the Board and Committees thereof, were carried out unanimously as the Minutes of these Meetings did not reveal any dissenting member's view.

We further report that there are adequate systems and processes in the Company, commensurate with the size and operations of the Company, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that no specific event having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. has taken place during the year under review, except that consequent upon amendment in Section 2(87) with effect from 7th May, 2018, read with 2nd proviso to Section 47(2) of the Companies Act, 2013, the Company no longer exercises or controls more than one-half of the total voting power in (a) EDCL Power Projects Limited; (b) Eastern Ramganga Valley Hydel Projects Company Private Limited; and (c) Sarju Valley Hydel Projects Company Private Limited.

For **P. SARAWAGI & ASSOCIATES**  
Company Secretaries

**( P. K. Sarawagi )**  
Proprietor

Membership No. : FCS-3381  
C. P. No. : 4882

Place : Kolkata  
Date : May 27, 2019

This Report is to be read with our letter of even date which is annexed to this Report as Annexure – 1 and forms integral part of this Report.



To,  
The Members  
**Energy Development Company Limited**  
CIN : L85110KA1995PLC017003

Our Report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our Audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of Financial Records and Books of Accounts of the Company.
4. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of Management. Our examination was limited to the verification of procedures on test basis.
5. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulations and happening of events etc.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

For **P. SARAWAGI & ASSOCIATES**  
*Company Secretaries*

**( P. K. Sarawagi )**  
*Proprietor*

Membership No. : FCS-3381  
C. P. No. : 4882

Place : Kolkata  
Date : May 27, 2019



ANNEXURE "H"

DETAILS PERTAINING TO REMUNERATION

DISCLOSURES AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) AND 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 – AS AMENDED

Disclosures under Rule 5(1)

Sl. No.	Particulars	Details		
		Name	Ratio to median remuneration	% increase in remuneration in the financial year
1	The ratio of remuneration of each Director to the median remuneration of the employees of the Company and percentage increase in remuneration of each Director, Chief Executive Officer, Chief Financial Officer and Company Secretary in the financial year	Mr. Vinod Kumar Sharma (Executive Director appointed with effect from May 30, 2018)	Note 2	Note 2
		Mr. Sanjiv Saraf (Executive Director resigned with effect from May 30, 2018)	Note 2	Note 2
		Mr. Sunil Dutt Sharma (Chief Financial Officer appointed with effect from May 30, 2018)	-	Note 2
		Ms. Vijayshree Binnani	-	6.84
		<p><b>Note 1:</b> None of the other Directors were paid any remuneration except fees for attending meetings that has not been considered as remuneration.</p> <p><b>Note 2:</b> Since, the remuneration is only for part of the year, the ratio of their remuneration to median remuneration and percentage increase in remuneration is not comparable and hence, not stated.</p> <p><b>Note 3:</b> Detail of remuneration is provided under Form No. MGT-9 i.e. <b>Annexure "J"</b>.</p>		
2	Percentage increase in the median remuneration of employees in the financial year.	-4.61%.		
3	Number of permanent employees on the rolls of Company.	40 employees as on March 31, 2019.		
4	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	<p>Average Salary increase of non-managerial employees is 10%.</p> <p>Average Salary increase of managerial employees is 10%.</p> <p>There are no exceptional circumstances for increase in the managerial remuneration.</p>		
5	Affirmation that the remuneration is as per the remuneration policy of the Company.	It is hereby affirmed that the remuneration paid is as per the Nomination and Remuneration Policy of the Company.		



**Disclosures under Rule 5(2) : Top 10 employees in terms of remuneration drawn**

Sl. No.	Name of the Employee	Designation	Remuneration received* (₹)	Nature of Employment	Qualification and experience	Date of Commencement of employment	Age (Years)	Last employment held before joining the Company	% of Equity shares held	Relationship with other Directors or Manager
01.	Navnita Dev	President	90,01,000	Managerial	M.A. in Economics/ 14 yrs.	01.10.2017	40	M Capital Ventures, Singapore	Nil	None
02.	Vinod Kumar Sharma	Executive Director	47,80,538	Executive Director	B. Sc. (Civil Engineering) / 42 yrs.	30.05.2018	67	GMR Hydro Power Generation Pvt. Ltd.	Nil	None
03.	Tarun Goel	Senior Secretary to the Chairman	25,37,078	Managerial	P. G. Diploma in Marketing & Sales Management / 28 yrs.	01.04.2012	54	Ayyappa Hydro Power Ltd.	Nil	None
04.	Nathmal Modi	General Manager (Commercial)	21,58,545	Managerial	B. Com.; L.L.B / 33 yrs.	01.01.2006	59	EDCL Power Projects Ltd.	Nil	None
05.	M. Shiva Subramaniam.	General Manager (Operations)	17,68,346	Technical	Diploma in Electrical & Electronics Engineering (D.E.E) / 21 yrs.	01.12.1998	46	PES Engineers Pvt. Ltd.	0.00% (1 Eq. Share)	None
06.	Sunil Dutt Sharma	Chief Financial Officer	16,00,215	Managerial	MBA (Finance)/30 yrs.	30.05.2018	50	Ester (India) Chemical Pvt. Ltd.	Nil	None
07.	Geetanjali Dutta	Secretary to the Chairman	15,92,560	Managerial	P. G. Diploma in Public Relations/ 13 yrs.	01.04.2012	43	Ayyappa Hydro Power Ltd.	Nil	None
08.	Vijay Bhat	Senior Manager	11,96,334	Administrative	B.Com / 33 yrs.	01.10.2002	56	Va Tech Hydro India Pvt. Ltd.	Nil	None
09.	Anshuman Ahuja	Office Manager	10,57,924	Managerial	M.A. in Industrial Relations / 13 yrs.	01.04.2012	38	Ayyappa Hydro Power Ltd.	Nil	None
10.	Avinash R Saliyan	Deputy Manager	8,62,088	Technical	Diploma in Electrical Engineering / 27 yrs.	01.10.2001	50	Dandali Ferro Ltd.	Nil	None

\* Includes perquisites value as per Income Tax Act, 1961.



ANNEXURE "I"

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION,  
FOREIGN EXCHANGE EARNING AND OUTGO ETC.**

Information on conservation of Energy, Technology absorption, Foreign Exchange earnings and outgo required to be disclosed under Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 are provided hereunder:

<b>(A)</b>	<b>Conservation of Energy –</b>		
	(i)	The steps taken or impact on conservation of energy	Regular assessment is done on the requirement of energy conservation measures and steps will be taken, if any requirement emerges out of the assessment.
	(ii)	the steps taken by the Company for utilizing alternate sources of energy	Not Applicable
	(iii)	the capital investment on energy conservation equipments	None during the financial year 2018-19.
<b>(B)</b>	<b>Technology Absorption –</b>		
	(i)	the efforts made towards technology absorption	Not Applicable
	(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	
	(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	
	(a)	the details of technology imported	
	(b)	the year of import	
	(c)	whether the technology been fully absorbed	
	(d)	if not fully absorbed, areas where absorption has not taken place and the reasons thereof	
	(iv)	the expenditure incurred on Research and Development	
<b>(C)</b>	<b>Foreign Exchange Earnings and Outgo</b>		
	The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows		Inflow : Nil Outflow : Nil



Form No. MGT - 9

**EXTRACT OF ANNUAL RETURN**

AS ON THE FINANCIAL YEAR ENDED ON MARCH 31, 2019

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS**

<b>i)</b>	CIN	L85110KA1995PLC017003
<b>ii)</b>	Registration Date	January 19, 1995
<b>iii)</b>	Name of the Company	<b>Energy Development Company Limited</b>
<b>iv)</b>	Category / Sub-Category of the Company	Company Limited by shares
<b>v)</b>	Address of the Registered Office and contact details	Village – Hulugunda, Taluka – Somawarpet District – Kodagu, Karnataka – 571 233 Phone: 08276-277040 Fax : 08276-277012 Email ID: secretarial@edclgroup.com
<b>vi)</b>	Whether listed Company	Yes
<b>vii)</b>	Name, address and contact details of Registrar and Transfer Agents (RTA), if Any	Niche Technologies Private Limited 3A, Auckland Place, 7th Floor, Room No. 7A & 7B Kolkata - 700 017 Phone: (033) 22806616 / 6617 / 6618 Email ID: nichetechpl@nichetechpl.com

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated :

Sl. No.	Name and Description of main products / services	NIC Code of the Product / Service	% to total turnover of the Company
1	Generation of Electricity	3510	94.22%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sl. No.	Name and address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of share held	Applicable Section
1	Ayyappa Hydro Power Limited "EDCL HOUSE" 1A, Elgin Road, Kolkata – 700 020	U40100WB2005PLC116955	Subsidiary	100%	2(87)(ii)
2	EDCL Power Projects Limited "EDCL HOUSE" 1A, Elgin Road, Kolkata – 700 020	U74140WB2002PLC095242	Subsidiary	100%	2(87)(ii)
3	EDCL – Arunachal Hydro Project Pvt. Ltd. "EDCL HOUSE" 1A, Elgin Road, Kolkata – 700 020	U40104WB2010PTC152829	Subsidiary	100%	2(87)(ii)
4	Eastern Ramganga Valley Hydel Projects Company Pvt. Ltd. Essel House, B-10, Lawrance Road New Delhi – 110 035	U40104DL2007PTC160700	Subsidiary	51%	2(87)(ii)
5	Sarju Valley Hydel Projects Company Pvt. Ltd. Essel House, B-10, Lawrance Road New Delhi – 110 035	U40101DL2007PTC160703	Subsidiary	51%	2(87)(ii)
6	Arunachal Hydro Power Limited Model Village, Near Pacha River, District – East Kameng, Seppa – 790 102. (A.P.)	U40101AR2013PLC008384	Associate	24%	2(6)





**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

**i. Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	13404867	0	13404867	28.221	13404867	0	13404867	28.221	0.000
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	13625000	0	13625000	28.684	14211174	0	14211174	29.918	1.234
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A)(1) :</b>	<b>27029867</b>	<b>0</b>	<b>27029867</b>	<b>56.905</b>	<b>27616041</b>	<b>0</b>	<b>27616041</b>	<b>58.139</b>	<b>1.234</b>
<b>(2) Foreign</b>									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other – Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-total (A) (2) :</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.000</b>	<b>0.000</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>27029867</b>	<b>0</b>	<b>27029867</b>	<b>56.905</b>	<b>27616041</b>	<b>0</b>	<b>27616041</b>	<b>58.139</b>	<b>1.234</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	10000	0	10000	0.021	10000	0	10000	0.021	0.000
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (Specify) FPI-Corporate Cat-II	1000	0	1000	0.002	1000	0	1000	0.002	0.000
<b>Sub-total (B)(1) :</b>	<b>11000</b>	<b>0</b>	<b>11000</b>	<b>0.023</b>	<b>11000</b>	<b>0</b>	<b>11000</b>	<b>0.023</b>	<b>0.000</b>



Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>2. Non- Institutions</b>									
a) Bodies Corp.									
i) Indian	5877451	0	5877451	12.374	4175814	0	4175814	8.791	-3.583
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto ` 1 lakh	6494533	31706	6526239	13.739	7664468	29206	7693674	16.197	2.458
ii) Individual shareholders holding nominal share capital in excess of ` 1 lakh	5785996	0	5785996	12.181	6268242	0	6268242	13.196	1.015
c) Others Specify									
(a) NRI	162369	0	162369	0.342	280276	0	280276	0.590	0.248
(b) Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
(c) Foreign Nationals	-	-	-	-	-	-	-	-	-
(d) Clearing Members	2092945	0	2092945	4.406	1439151	0	1439151	3.030	-1.376
(e) Trusts	-	-	-	-	-	-	-	-	-
(f) Foreign Bodies-D.R	-	-	-	-	-	-	-	-	-
(g) IEPF Authority	14133	0	14133	0.030	15802	0	15802	0.033	0.003
<b>Sub-total (B)(2) :</b>	<b>20427427</b>	<b>31706</b>	<b>20459133</b>	<b>43.072</b>	<b>19843753</b>	<b>29206</b>	<b>19872959</b>	<b>41.838</b>	<b>-1.234</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>20438427</b>	<b>31706</b>	<b>20470133</b>	<b>43.095</b>	<b>19854753</b>	<b>29206</b>	<b>19883959</b>	<b>41.861</b>	<b>-1.234</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	<b>47468294</b>	<b>31706</b>	<b>47500000</b>	<b>100.000</b>	<b>47470794</b>	<b>29206</b>	<b>47500000</b>	<b>100.000</b>	<b>0.000</b>



ii. Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares pledged / encumbered to total shares	
1	Amar Singh	10458453	22.018	0.000	10458453	22.018	0.000	0.000
2	PankajaKumari Singh	2936414	6.182	0.000	2936414	6.182	0.000	0.000
3	Sanjiv Saraf	10000	0.021	0.000	10000	0.021	0.000	0.000
4	Sarvottam Caps Private Limited	11800000	24.842	0.000	11800000	24.842	0.000	0.000
5	Startrack Vinimay Private Limited	1825000	3.842	0.000	1825000	3.842	0.000	0.000
6	Sterlite Merchants LLP	0	0.000	0.000	586174	1.234	0.000	1.234
	<b>TOTAL</b>	<b>27029867</b>	<b>56.905</b>	<b>0.000</b>	<b>27616041</b>	<b>58.139</b>	<b>0.000</b>	<b>1.234</b>

iii. Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.	Name of Promoter	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	<b>Amar Singh</b>				
	a) At the beginning of the year	10458453	22.018	-	-
	b) Changes during the year	No change			
	c) At the end of the year	-	-	10458453	22.018
2.	<b>Pankaja Kumari Singh</b>				
	a) At the beginning of the year	2936414	6.182	-	-
	b) Changes during the year	No change			
	c) At the end of the year	-	-	2936414	6.182
3.	<b>Sanjiv Saraf</b>				
	a) At the beginning of the year	10000	0.021	-	-
	b) Changes during the year	No change			
	c) At the end of the year	-	-	10000	0.021
4.	<b>Sarvottam Caps Private Limited</b>				
	a) At the beginning of the year	11800000	24.842	-	-
	b) Changes during the year	No change			
	c) At the end of the year	-	-	11800000	24.842
5.	<b>Startrack Vinimay Private Limited</b>				
	a) At the beginning of the year	1825000	3.842	-	-
	b) Changes during the year	No change			
	c) At the end of the year	-	-	1825000	3.842
6.	<b>Sterlite Merchants LLP</b>				
	a) At the beginning of the year	0	0	-	-
	b) Changes during the year	586174	1.234	586174	1.234
	c) At the end of the year	-	-	586174	1.234
	<b>Total</b>	<b>27029867</b>	<b>56.905</b>	<b>27616041</b>	<b>58.139</b>



iv. Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) :

Sl. No.	For each of the top 10 shareholders	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	<b>Aleph Developers And Consultants LLP</b>				
	a) At the beginning of the year	424885	0.894	-	-
	b) Changes during the year Transfer on :				
	11.05.2018	-4885	0.010	420000	0.884
08.02.2019	-420000	0.884	0	0.000	
c) At the end of the year	-	-	0	0.000	
2	<b>Anura Satyam Joshi</b>				
	a) At the beginning of the year	212189	0.447	-	-
	b) Changes during the year Transfer on 25.05.2018	23500	0.049	235689	0.496
	c) At the end of the year	-	-	235689	0.496
3	<b>Flex International Private Limited</b>				
	a) At the beginning of the year	252500	0.532	-	-
	b) Changes during the year		No change		
	c) At the end of the year	-	-	252500	0.532
4	<b>Gandevi Commerce Private Limited</b>				
	a) At the beginning of the year	0	0.000	-	-
	b) Changes during the year Transfer on 30.11.2018	255241	0.537	255241	0.537
	c) At the end of the year	-	-	255241	0.537
5	<b>Globe Capital Market Limited</b>				
	a) At the beginning of the year	397355	0.837	-	-
	b) Changes during the year Transfer on :				
	06.04.2018	-500	0.001	396855	0.835
	13.04.2018	-755	0.002	396100	0.834
	20.04.2018	900	0.002	397000	0.836
	11.05.2018	-450	0.001	396550	0.835
	22.06.2018	1000	0.002	397550	0.837
	06.07.2018	-950	0.002	396600	0.835
	29.09.2018	781511	1.645	1178111	2.480
	05.10.2018	-761	0.002	1177350	2.479
	19.10.2018	-773250	1.628	404100	0.851
	26.10.2018	-7250	0.015	396850	0.835
	28.12.2018	250	0.001	397100	0.836
	08.02.2019	-500	0.001	396600	0.835
29.03.2019	300	0.001	396900	0.836	
c) At the end of the year	-	-	396900	0.836	



Sl. No.	For each of the top 10 shareholders	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
6	<b>Kanodia Stock Broking Private Limited</b>				
	a) At the beginning of the year	601000	1.265	-	-
	b) Changes during the year Transfer on :				
	06.04.2018	-250000	0.526	351000	0.739
	04.05.2018	19189	0.040	370189	0.779
	08.06.2018	-1000	0.002	369189	0.777
	24.08.2018	-39726	0.084	329463	0.694
	14.09.2018	-161605	0.340	167858	0.353
	29.09.2018	-20761	0.044	147097	0.310
	05.10.2018	-42271	0.089	104826	0.221
	12.10.2018	-78593	0.165	26233	0.055
19.10.2018	-26233	0.055	0	0.000	
c) At the end of the year	-	-	0	0.000	
7	<b>Kashyapi Advisors LLP</b>				
	a) At the beginning of the year	0	0.000	-	-
	b) Changes during the year Transfer on 08.02.2019	420000	0.884	420000	0.884
	c) At the end of the year	-	-	420000	0.884
8	<b>Laxmi Devi Jiwarajka</b>				
	a) At the beginning of the year	489954	1.031	-	-
	b) Changes during the year	No change			
	c) At the end of the year	-	-	489954	1.031
9	<b>Manoj Kumar Palaria And Sons</b>				
	a) At the beginning of the year	319208	0.672	-	-
	b) Changes during the year Transfer on :				
	22.06.2018	42500	0.089	361708	0.761
	07.12.2018	-10000	0.021	351708	0.740
	15.02.2019	-291313	0.613	60395	0.127
	22.02.2019	-60395	0.127	0	0.000
c) At the end of the year	-	-	0	0.000	
10	<b>Orchid Finlease Private Limited</b>				
	a) At the beginning of the year	539654	1.136	-	-
	b) Changes during the year Transfer on 15.02.2019	539654	1.136	0	0.000
	c) At the end of the year	-	-	0	0.000



Sl. No.	For each of the top 10 shareholders	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
11	<b>Ouseppachan P P</b>				
	a) At the beginning of the year	42753	0.090	–	–
	b) Changes during the year Transfer on :				
	25.05.2018	5247	0.011	48000	0.101
	13.07.2018	7985	0.017	55985	0.118
	20.07.2018	3531	0.007	59516	0.125
	27.07.2018	11119	0.023	70635	0.149
	31.08.2018	102551	0.216	173186	0.365
	14.09.2018	67938	0.143	241124	0.508
	21.09.2018	30735	0.065	271859	0.572
	29.09.2018	25213	0.053	297072	0.625
	12.10.2018	12928	0.027	310000	0.653
	25.01.2019	7567	0.016	317567	0.669
	08.02.2019	14443	0.030	332010	0.699
	01.03.2019	502	0.001	332512	0.700
	c) At the end of the year	–	–	332512	0.700
12	<b>Paramjaya Infraprojects LLP</b>				
	a) At the beginning of the year	1910599	4.022	–	–
	b) Changes during the year		No change		
	c) At the end of the year	–	–	1910599	4.022
13	<b>Raj Kumar Patni</b>				
	a) At the beginning of the year	0	0.000	–	–
	b) Changes during the year Transfer on :				
	08.03.2019	155334	0.327	155334	0.327
	15.03.2019	40000	0.084	195334	0.411
	22.03.2019	–78011	0.164	117323	0.247
	29.03.2019	648035	1.364	765358	1.611
	c) At the end of the year	–	–	765358	1.611
14	<b>Sahara India Commercial Corporation Limited</b>				
	a) At the beginning of the year	250000	0.526	–	–
	b) Changes during the year		No change		
	c) At the end of the year	–	–	250000	0.526
15	<b>Sodhamati Ratnakar Gutte</b>				
	a) At the beginning of the year	307469	0.647	–	–
	b) Changes during the year Transfer on:				
	08.06.2018	–30000	0.063	277469	0.584
	15.06.2018	–12541	0.026	264928	0.558
	22.06.2018	–15270	0.032	249658	0.526
	30.06.2018	–35000	0.074	214658	0.452
	13.07.2018	–14658	0.031	200000	0.421
	27.07.2018	–27389	0.058	172611	0.363
	10.08.2018	–22611	0.048	150000	0.316
	24.08.2018	–20100	0.042	129900	0.273
	31.08.2018	–24708	0.052	105192	0.221
	14.09.2018	–20000	0.042	85192	0.179
	21.09.2018	–471	0.001	84721	0.178
	22.03.2019	–80089	0.169	4632	0.010
	29.03.2019	–4632	0.010	0	0.000
	c) At the end of the year	–	–	0	0.000



Sl. No.	For each of the top 10 shareholders	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
16	<b>Sumpoorna Portfolio Limited</b>				
	a) At the beginning of the year	596029	1.255	–	–
	b) Changes during the year Transfer on 21.09.2018	–596029	1.255	0	0.000
	c) At the end of the year	–	–	0	0.000
17	<b>Sumpoorna Portfolio Limited</b>				
	a) At the beginning of the year	278158	0.586		
	b) Changes during the year Transfer on:				
	06.04.2018	–500	0.001	277658	0.585
	13.04.2018	–1863	0.004	275795	0.581
	20.04.2018	500	0.001	276295	0.582
	04.05.2018	–100	0.000	276195	0.581
	11.05.2018	–400	0.001	275795	0.581
	25.05.2018	–1500	0.003	274295	0.577
	08.06.2018	400	0.001	274695	0.578
	15.06.2018	–500	0.001	274195	0.577
	22.06.2018	500	0.001	274695	0.578
	30.06.2018	–950	0.002	273745	0.576
	06.07.2018	450	0.001	274195	0.577
	13.07.2018	500	0.001	274695	0.578
	27.07.2018	–500	0.001	274195	0.577
	03.08.2018	500	0.001	274695	0.578
	10.08.2018	500	0.001	275195	0.579
	24.08.2018	697	0.001	275892	0.581
	21.09.2018	–2197	0.005	273695	0.576
	29.09.2018	–219842	0.463	53853	0.113
	05.10.2018	–38737	0.082	15116	0.032
	12.10.2018	1000	0.002	16116	0.034
	19.10.2018	–16116	0.034	0	0.000
	26.10.2018	1000	0.002	1000	0.002
	02.11.2018	500	0.001	1500	0.003
	09.11.2018	–500	0.001	1000	0.002
	07.12.2018	–1000	0.002	0	0.000
	28.12.2018	500	0.001	500	0.001
	04.01.2019	1000	0.002	1500	0.003
	11.01.2019	600	0.001	2100	0.004
	08.03.2019	2000	0.004	4100	0.009
	22.03.2019	400	0.001	4500	0.009
	c) At the end of the year	–	–	4500	0.009



**E. Shareholding of Directors and Key Managerial Personnel :**

Sl. No.	For each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	<b>Amar Singh</b>				
	a) At the beginning of the year	10458453	22.018	-	-
	b) Changes during the year	No change			
	c) At the end of the year	-	-	10458453	22.018
2.	<b>Pankaja Kumari Singh</b>				
	a) At the beginning of the year	2936414	6.182	-	-
	b) Changes during the year	No change			
	c) At the end of the year	-	-	2936414	6.182
3.	<b>Sanjiv Saraf*</b>				
	a) At the beginning of the year	10000	0.021	-	-
	b) Changes during the year	No change			
	c) At the end of the year	-	-	10000	0.021

\*Resigned w.e.f. 30.05.2018

**V. INDEBTEDNESS**

**Indebtedness of the Company including interest outstanding / accrued but not due for payment :** (₹ in Lakhs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	733.30	1049.50	-	1782.80
ii) Interest due but not paid	-	349.09	-	349.09
iii) Interest accrued but not due	-	-	-	-
<b>Total(i+ii+iii)</b>	<b>733.30</b>	<b>1398.59</b>	<b>-</b>	<b>2131.90</b>
<b>Change in Indebtedness during the financial year</b>				
- Addition	-	868.12	-	868.12
- Reduction	595.85	98.00	-	639.85
<b>Net Change</b>	<b>595.85</b>	<b>770.12</b>	<b>-</b>	<b>174.26</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	137.45	1643.50	-	1780.95
ii) Interest due but not paid	-	525.21	-	525.21
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>137.45</b>	<b>2168.71</b>	<b>-</b>	<b>2306.16</b>





**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**A. Remuneration to Managing Director, Whole-time Directors and / or Manager :**

(` in Lakhs)

Sl. No.	Particulars of Remuneration	Name of MD / WTD / Manager		Total Amount
		Sanjiv Saraf <sup>(1)</sup>	Vinod Kumar Sharma <sup>(2)</sup>	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	3.00	47.81	50.81
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0.48	–	0.48
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	–	–	–
2.	Stock Option	–	–	–
3.	Sweat Equity	–	–	–
4.	Commission – as % of profit – others, specify	– –	– –	– –
5.	Others, please specify	–	–	–
	<b>Total (A)</b>	<b>3.48</b>	<b>47.81</b>	<b>51.29</b>
	Ceiling as per the Act	Remuneration is within the limits of provisions of law.		

<sup>(1)</sup> Resigned w.e.f. May 30, 2018.

<sup>(2)</sup> Appointed w.e.f. May 30, 2018.

**B. Remuneration to other Directors :**

(` in Lakhs)

Sl. No.	Particulars of Remuneration	Name of Directors						Total Amount
		Amar Singh	Pankaja Kumari Singh	Vijoy Kumar	Gouri Prasad Goenka	Anil Gupta	Bijay Kumar Garodia	
1	Independent Directors • Fee for attending board / committee meetings • Commission • Others, please specify	–	–	2.30	0.20	1.70	0.20	4.40
	<b>Total (1)</b>	–	–	2.30	0.20	1.70	0.20	4.40
2	Other Non-Executive Directors • Fee for attending board / committee meetings • Commission • Others, please specify	2.10	1.00	–	–	–	–	3.10
	<b>Total (2)</b>	<b>2.10</b>	<b>1.00</b>	<b>–</b>	<b>–</b>	<b>–</b>	<b>–</b>	<b>3.10</b>
	<b>Total (B)=(1+2)</b>	<b>2.10</b>	<b>1.00</b>	<b>2.30</b>	<b>0.20</b>	<b>1.70</b>	<b>0.20</b>	<b>7.50</b>
	Ceiling as per the Act	Remuneration is within the limits of provisions of law.						
	<b>Total Managerial Remuneration (A+B)</b>	<b>58.79</b>						



<b>Overall Ceiling as per the Act</b>	Remuneration is within the limits of provisions of law.
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**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD / MANAGER / WTD :** ( ` in Lakhs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	CFO	Total
		Vijayshree Binnani	Sunil Dutt Sharma (w.e.f. 30.05.2018)	
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961 (b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961 (c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	5.82	16.00	21.82
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit - others, specify	- -	- -	- -
5	Others, please specify	-	-	-
	<b>Total</b>	<b>5.82</b>	<b>16.00</b>	<b>21.82</b>

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES :** ( ` in Lakhs)

Type	Section of the Companies Act	Brief Description	Details of Penalty /Punishment/ Compounding fees imposed	Authority [RD/ NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty			NIL		
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty			NIL		
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			NIL		
Punishment					
Compounding					



## INDEPENDENT AUDITORS' REPORT

TO  
THE MEMBERS OF ENERGY DEVELOPMENT COMPANY LIMITED

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

#### Qualified Opinion

We have audited the standalone financial statements of Energy Development Company Limited ("the Company"), which comprise the balance sheet as at 31st March, 2019, and the Statement of Profit and Loss (including other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory notes for the year ended on that date (hereinafter referred to as "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis of Qualified Opinion paragraph below, the aforesaid standalone financial statements give the information required by the Companies Act 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2019, and its profit, its changes in equity and its cash flows for the year ended on that date.

#### Basis for Qualified Opinion

Attention is drawn to Note 6A of the standalone financial statements regarding investments and loans aggregating to ₹ 2,882.35 lakhs in the State of Arunachal Pradesh and Uttarakhand Undertaking transferred pursuant to the agreement therein and Note 6A(d) consideration of ₹ 4,994.52 lakhs recoverable in this respect. In view of the uncertainty regarding implementation of the projects and fulfilment of the condition precedent to the agreement, impairment in the value thereof and consideration amount recoverable, is presently not ascertainable and as such cannot be commented upon by us.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditors' Responsibilities for the Audit of the financial statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the basis for qualified opinion section of our report. We have considered the matters described below to be the key audit matters for incorporation in our report.

Sl. No.	Key Audit Matters	Addressing the Key Audit Matters
1.	<b>Trade Receivables</b>	
	Gross Trade Receivable of the Company is Rs. 3515.62 Lakhs as on 31st March 2019. This includes significant amounts, which have fallen due for payment and are lying outstanding for a considerable period of time. (Note No. 11A of the Standalone Financial Statements).  The Company is exposed to potential risk of financial loss when the customers fail to meet their contractual obligations.	Our audit procedures based on which we arrived at the conclusion regarding the carrying amount of Trade Receivables include the following: <ul style="list-style-type: none"> <li>We obtained an understanding from the Management, assessed and tested the design and operating effectiveness of the Company's key controls over the recoveries against the outstanding amounts and resultant impairment assessment of material Trade Receivables;</li> </ul>



Sl. No.	Key Audit Matters	Addressing the Key Audit Matters
	<p>The recoverable amount was estimated by management based on assessment of recoverability on case to case basis and required significant audit attention .The Company evaluates whether there is any objective evidence that trade receivables are impaired and determines the amount of impairment allowance as a result of the inability of the customers to make required payments. The Company bases the estimates on the ageing of the trade receivables, credit worthiness of the parties and historical write-off experience.</p>	<ul style="list-style-type: none"> <li>• We reviewed the Management’s judgements relating Assessed the recoverability of the unsettled receivables on a sample basis through our evaluation of management’s assessment keeping in view the credit profile of the customers, historical payment pattern of customers and latest correspondence with customers and to consider if any provision should be made; and</li> <li>• We further discussed with the Management the adequacy of the impairment as recognised and reviewed the supporting documents provided in relation to the same.</li> </ul>
2.	<p><b>Carrying value of investments and outstanding loans in certain subsidiaries</b></p>	
	<p>The Company has an investment of ₹ 5,701.00 lakhs (excluding investments of ₹ 2,200.03 as referred to in Note 6A(c) of the Standalone Financial Statements)and outstanding loan of ₹ 2189.08 lakhs in certain subsidiaries.</p> <p>The Company accounts for equity investments in those subsidiaries at cost (subject to impairment assessment).</p> <p>For investments carried at cost where an indication of impairment exists, the carrying value of investment is assessed for impairment and where applicable an impairment provision is recognized, if required, to its recoverable amount.</p> <p>As the financial performances of these subsidiaries are unfavourable, the impairment of the investment and recoverability of the loan could be dependent upon future financial performance and cash flow generation from the operations and these investments and outstanding loans being long term and strategic in nature, no impairment in the value of outstanding loan and investments has been considered by the management.</p> <p>The exposure in the subsidiaries being significant and impairment in the value of investments and the amount of loan in the event of the performance not being satisfactory in future, the impact thereof is likely to be material</p>	<p>Our Audit procedures based on which we arrived at the conclusion regarding reasonableness of the impairment include the following:</p> <ul style="list-style-type: none"> <li>• We obtained an understanding from the management, assessed and tested the design and operating effectiveness of the Company’s key controls over the impairment assessment and valuation of investments and recoverability of outstanding loans.</li> <li>• We evaluated the Company’s process regarding impairment assessment and fair valuation of the loan by assessing the appropriateness of the assumptions considered by the management. This include valuation model taken for Cash Generating Unit and independent assessment of the underlying assumptions relating to discount rate, terminal value etc.</li> <li>• We assessed the carrying value/fair value calculations of loans and investments determined by the Company which were within an acceptable range.</li> </ul> <p>Based on the above procedures performed, we did not identify any significant exceptions in the management’s assessment in relation to the carrying value of investments and outstanding loan.</p>



### **Information Other than the Financial Statements and Auditors' Report thereon**

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Management Discussion and Analysis Report and Business Responsibility Report, but does not include standalone financial statements and our auditors' report thereon.
- Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report with respect to the above.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs (financial position), Profit or Loss (financial performance including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### **Auditors' Responsibilities for the Audit of the Financial Statements**

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

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 financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, We are also responsible for expressing our



opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls;

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the 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 standalone 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 auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. Further to our comments in the annexure referred to in the paragraph above, as required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;



- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal control over financial reporting of the Company
3. With respect to the other matters to be included in the Auditors’ Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 29 to the standalone financial statements;
  - ii. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
4. With respect to the reporting under section 197(16) of the Act to be included in the Auditors’ Report, in our opinion and according to the information and explanations given to us, the remuneration (including sitting fees) paid by the Company to its Directors during the current year is in accordance with the provisions of section 197 of the Act and is not in excess of the limit laid down therein.

Place : New Delhi  
Dated : 30th May, 2019

For **A L P S & Co**  
Chartered Accountants  
Firm's ICAI Registration No. 313132E  
  
Sd/- **A. K. Khetawat**  
*Partner*  
Membership No. 052751



## “ANNEXURE – A” TO THE AUDITORS’ REPORT of even date

- i) a. The Company has maintained proper records showing full particulars, including quantitative details and situations of its fixed assets.
- b. Fixed assets have been physically verified by the management during the year, which in our opinion is reasonable having regard to the size of the Company and nature of its assets. No material discrepancies in respect of the assets verified during the year were noticed.
- c. According to the information and explanations given to us, the title deeds of immovable property are held in the name of the company.
- ii) The inventory has been physically verified by the management during the year. In our opinion, and according to the information and explanations given to us, the frequency of verification is reasonable. As far as ascertained, discrepancies noticed on physical verification of inventory were not material as compared to the book records and these have been properly dealt with in the books of account.
- iii) According to information and explanations given to us, the Company has given unsecured loans to companies listed in the register maintained under Section 189 of the Act.
- (a) As informed to us, the terms and conditions of such loans are not prejudicial to the Company’s interest.
- (b) According to the information and explanations given to us, as per the terms and conditions stipulated for loans given, there were no amount due for repayment during the year.
- (c) Further, as informed to us, having regard to terms and conditions of the loan, there are no amount outstanding as on 31.03.2019 which were overdue in respect of such loans.
- iv) According to the information and explanations given to us, the Company has given loans and guarantee for loan taken by a subsidiary from banks or financial institutions which are in accordance with the provisions of Section 185 and 186 of the Act and the rules made thereunder, to the extent applicable to the Company.
- v) The Company has not accepted any deposits from the public and accordingly, the provisions of Section 73 to 76 or any other relevant provisions of the Act are not applicable.
- vi) We have broadly reviewed the cost records and accounts prescribed by the Central Government under Section 148(1) of the Act and are of the opinion that prima-facie, such records have been made and maintained by the Company. However, we have not carried out any detailed examination of such accounts and records.
- vii) a. According to the information and explanations given to us, except in respect of tax deducted at source and income tax, the Company is generally regular in depositing with the appropriate authorities undisputed statutory dues including Provident Fund, Employee’s State Insurance, Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Goods and Service Tax, Cess and other statutory dues to the extent applicable to it. According to the information and explanations given to us, there are no undisputed amounts payable in respect of aforesaid dues for a period of more than six months from the date they become payable except ₹ 9.89 lakhs and ₹ 4.12 lakhs in respect of tax deducted at source and income tax respectively.
- b. According to the information and explanations given to us and the records of the Company examined by us, there are no dues of Income tax, Sales Tax, Service Tax, Customs Duty, Excise Duty, Goods & Service Tax and Value Added Tax which have not been deposited on account of dispute except as given below :

Statute	Nature of Tax	Forum where Dispute is Pending	Amount (₹ in lakhs)	Period to which amount relates
The Income Tax Act, 1961	Income Tax	CIT (Appeals)	426.54	FY 2010-11, 2011-12, FY 2012-13, FY 2014-15, FY 2015-16, FY 2017-18
The Finance Act, 1994	Service Tax	CESTAT	15.41	FY 2007-08





- viii) According to the information and explanations given to us, the Company has not defaulted in repayment of borrowings from banks. The Company has no loans or borrowings from financial institutions, government or debenture holders during the year.
- ix) In our opinion and according to the information and explanations given to us, term loans have been utilised for the purposes for which they were raised. The Company has not raised any amount by way of public offer.
- x) During the course of our examination of books of account carried out in accordance with generally accepted auditing practices in India, we have neither come across incidence of any material fraud on or by the Company nor have we been informed of any such cases by the management.
- xi) According to the information and explanations given to us, the managerial remuneration paid or provided during the year was in accordance with provisions of Section 197 read with Schedule V to the Act.
- xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and accordingly, the provision of Clause 3(xii) of the Order is not applicable to the Company.
- xiii) According to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
- xv) According to the information and explanations given to us and based on our examination of the records, during the year, the Company has not entered into any non-cash transactions with directors or persons connected with the directors and accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- xvi) According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and accordingly, the provision of Clause 3(xvi) of the Order is not applicable to the Company.

Place : New Delhi  
Dated : 30th May, 2019

For **A L P S & Co**  
Chartered Accountants  
Firm's ICAI Registration No. 313132E  
Sd/- **A. K. Khetawat**  
Partner  
Membership No. 052751



## **“ANNEXURE – B” TO THE INDEPENDENT AUDITORS’ REPORT** of even date

(Referred to in paragraph (f) under ‘Report on Other Legal and Regulatory Requirements’ of our report of even date)

### **Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls with reference to financial statements of Energy Development Company Limited (“the Company”) as of 31st March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditors’ Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

#### **Meaning of Internal Financial Controls with reference to financial statements**

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



### **Inherent Limitations of Internal Financial Controls with reference to financial statements**

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

### **Qualified Opinion**

According to the information and explanations given to us and based on our audit, the following material weaknesses have been identified in the Company's internal financial controls with reference to the financial statements as at March 31, 2019:

- As stated in Note 6A(c) and (d) of the standalone financial statements regarding investments and loans aggregating to Rs. 2,882.35 lakhs in the State of Arunachal Pradesh and Uttarakhand Undertaking transferred pursuant to the agreement therein and consideration of Rs. 4,994.52 lakhs recoverable in this respect, in view of uncertainty regarding implementation of the projects and fulfilment of the condition precedent to the agreement therein, impairment in the value thereof and consideration amount recoverable, is presently not ascertainable and as such cannot be commented upon by us.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected on a timely basis

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2019, based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India and because of the possible effects of the material weakness described above on the achievement of the objectives of the control criteria, the Company's internal financial controls with reference to the financial statements were not operating effectively as at March 31, 2019.

We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the March 31, 2019 Financial statements of the Company, and these material weaknesses does affect our opinion on the financial statements of the Company and we have issued a qualified opinion on the financial statements.

Place : New Delhi  
Dated : 30th May, 2019

For **A L P S & Co**  
Chartered Accountants  
Firm's ICAI Registration No. 313132E  
Sd/- **A. K. Khetawat**  
*Partner*  
Membership No. 052751



## STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2019

Particulars	Note No.	(₹ in lakhs)	
		As at 31st March 2019	As at 31st March 2018
<b>ASSETS</b>			
<b>(1) Non Current Assets</b>			
(a) Property, Plant and Equipment	5A	3,598.89	3,878.24
(b) Other Intangible Assets	5B	1.71	2.97
(c) Financial Assets			
(i) Investments	6A	7,914.65	8,310.44
(ii) Loans	6B	2,094.92	–
(iii) Other Financial Assets	6C	37.11	93.67
(d) Non Current Tax Assets (net)	7	532.92	467.74
(e) Deferred Tax Assets (net)	8	594.73	390.58
(f) Other Non Current Assets	9	29.91	34.86
		<b>14,804.84</b>	<b>13,178.50</b>
<b>(2) Current Assets</b>			
(a) Inventories	10	143.80	127.48
(b) Financial Assets			
(i) Trade Receivables	11A	3,515.62	3,677.76
(ii) Cash & Cash Equivalents	11B	16.09	55.65
(iii) Bank Balances other than (ii) above	11C	139.29	353.35
(iv) Loans	11D	777.76	4,009.85
(v) Other Financial Assets	11E	5,199.69	5,124.27
(c) Other Current Assets	12	244.35	199.03
		<b>10,036.60</b>	<b>13,547.39</b>
<b>TOTAL ASSETS</b>		<b>24,841.44</b>	<b>26,725.89</b>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
(a) Equity Share Capital	13A	4,750.00	4,750.00
(b) Other Equity	13B	11,900.40	12,984.37
		<b>16,650.40</b>	<b>17,734.37</b>
<b>LIABILITIES</b>			
<b>(1) Non Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	14	1,643.50	1,049.50
(b) Provisions	15	29.18	28.92
		<b>1,672.68</b>	<b>1,078.42</b>
<b>(2) Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	16A	137.45	733.30
(ii) Trade Payables	16B	–	–
Total Outstanding dues of micro enterprises and small enterprises		–	–
Total Outstanding dues of creditors other than micro enterprises and small enterprises		1,204.75	2,005.12
(iii) Other Financial Liabilities	16C	4,625.10	4,447.62
(b) Other Current Liabilities	17	501.44	710.72
(c) Provisions	18	49.62	16.34
		<b>6,518.36</b>	<b>7,913.10</b>
<b>TOTAL EQUITY &amp; LIABILITIES</b>		<b>24,841.44</b>	<b>26,725.89</b>

Significant Accounting Policies

3

The accompanying notes(1-38) form an integral part of financial statements.

As per our Report of even date

For A L P S & Co

Chartered Accountants

Firm's ICAI Registration No. 313132E

Sd/- A. K. Khetawat

Partner

Membership No. 052751

Place : New Delhi

Dated : 30th May, 2019

76

For and on behalf of the Board of Directors

Sd/- Amar Singh, Non Executive Director (DIN : 00165567)

Sd/- Pankaja Kumari Singh, Director (DIN : 00199454)

Sd/- Vinod Kumar Sharma, Executive Director (DIN : 02879206)

Sd/- Vijoy Kumar, Director (DIN : 02970626)

Sd/- Sunil Dutt Sharma, Chief Financial Officer

Sd/- Vijayshree Binnani, Company Secretary



## STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2019

Particulars	Note No.	(₹ in lakhs)	
		Year ended 31st March 2019	Year ended 31st March 2018
<b>REVENUE :</b>			
I Revenue from Operations	19	1,334.34	4,022.90
I Other Income	20	569.68	541.73
<b>III Total Income (I + II)</b>		<b>1,904.02</b>	<b>4,564.63</b>
<b>IV EXPENSES :</b>			
(a) Cost of Materials Consumed	21	69.61	75.21
(b) Purchases of Stock-in-Trade	22	-	2,344.10
(c) Changes of Inventories of Finished Goods, Stock-in-Trade and Work-in-Progress	23	(18.93)	(14.75)
(d) Employee Benefits Expense	24	453.53	365.02
(e) Finance Costs	25	281.41	308.89
(f) Depreciation and Amortization Expense	26	281.02	289.75
(g) Other Expenses	27	1,827.80	1,044.43
<b>Total Expenses (IV)</b>		<b>2,894.44</b>	<b>4,412.65</b>
<b>V Profit/(Loss) before exceptional items and tax (III - IV)</b>		<b>(990.42)</b>	151.98
VI Exceptional Items		-	-
<b>VII Profit/(Loss) before tax for the year (V - VI)</b>		<b>(990.42)</b>	151.98
<b>VIII Tax Expense :</b>	28A		
- Current tax		-	93.92
- Deferred tax charge / (credit)		(206.06)	(80.71)
<b>Total Tax Expense</b>		<b>(206.06)</b>	13.21
<b>IX Profit/(Loss) after tax for the year (VII - VIII)</b>		<b>(784.36)</b>	138.77
<b>X OTHER COMPREHENSIVE INCOME</b>			
(i) Items that will not be reclassified to profit or loss		6.92	7.25
(ii) Income tax relating to items that will not be reclassified to profit or loss	28C	(1.93)	(2.40)
Other Comprehensive Income for the year (net of tax)	28D	4.99	4.85
<b>XI Total Comprehensive Income for the year (comprising Profit/( Loss) and other comprehensive Income for the year ) (IX + X)</b>		<b>(779.37)</b>	143.63
<b>XII Earnings per equity share of ₹ 10 each fully paid-up</b>			
- Basic & Diluted	33	(1.65)	0.29

Significant Accounting Policies

3

The accompanying notes(1-38) form an integral part of financial statements.

As per our Report of even date  
For A L P S & Co  
Chartered Accountants  
Firm's ICAI Registration No. 313132E

Sd/- A. K. Khetawat  
Partner  
Membership No. 052751

Place : New Delhi  
Dated : 30th May, 2019

For and on behalf of the Board of Directors

Sd/- Amar Singh, Non Executive Director (DIN : 00165567)  
Sd/- Pankaja Kumari Singh, Director (DIN : 00199454)  
Sd/- Vinod Kumar Sharma, Executive Director (DIN : 02879206)  
Sd/- Vijoy Kumar, Director (DIN : 02970626)  
Sd/- Sunil Dutt Sharma, Chief Financial Officer  
Sd/- Vijayshree Binnani, Company Secretary



## STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2019

### (i) Equity Share Capital

Particulars	Amount ₹ in Lakhs
Balance as at March 31,2017	4,750.00
Changes during the year	–
Balance as at March 31,2018	4,750.00
Changes during the year	–
Balance as at March 31, 2019	4,750.00

### (ii) Other Equity

(₹ in lakhs)

Particulars	Reserves and Surplus				Total
	Capital Reserve	Securities Premium	General Reserve	Retained Earnings	
Balance as at 31st March, 2017	1,251.65	5,900.00	22.89	5,952.07	13,126.61
Profit/ (loss) for the Year	–	–	–	138.77	138.77
Other Comprehensive Income for the year	–	–	–	4.85	4.85
<b>Total Comprehensive Income for the year</b>	–	–	–	<b>143.62</b>	<b>143.62</b>
Dividend Paid (Per Share Rs.0.5)	–	–	–	(237.50)	(237.50)
Tax on Dividend Paid	–	–	–	(48.35)	(48.35)
Balance as at 31st March, 2018	1,251.65	5,900.00	22.89	5,809.84	12,984.37
Profit/ (loss) for the Year	–	–	–	(784.36)	(784.36)
Other Comprehensive Income for the year	–	–	–	4.99	4.99
<b>Total Comprehensive Income for the year</b>	–	–	–	<b>(779.37)</b>	<b>(779.37)</b>
Dividend Paid (Per Share Rs.0.5)	–	–	–	(237.50)	(237.50)
Tax on Dividend Paid	–	–	–	(48.82)	(48.82)
Other Adjustments	–	–	–	(18.28)	(18.28)
Balance as at 31st March, 2019	1,251.65	5,900.00	22.89	4,725.86	11,900.41

Refer Note no. 13B for nature and purposes of reserves.

The accompanying notes (1-38) form an integral part of financial statements.

As per our Report of even date  
For A L P S & Co  
Chartered Accountants  
Firm's ICAI Registration No. 313132E

Sd/- A. K. Khetawat  
Partner  
Membership No. 052751

Place : New Delhi  
Dated : 30th May, 2019

For and on behalf of the Board of Directors

Sd/- Amar Singh, Non Executive Director (DIN : 00165567)  
Sd/- Pankaja Kumari Singh, Director (DIN : 00199454)  
Sd/- Vinod Kumar Sharma, Executive Director (DIN : 02879206)  
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Sd/- Sunil Dutt Sharma, Chief Financial Officer  
Sd/- Vijayshree Binnani, Company Secretary



## STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019

(₹ in lakhs)

Particulars	31.03.2019		31.03.2018	
	Amount	Amount	Amount	Amount
<b>A) Cash Flow From Operating Activities:</b>				
Profit/(Loss) before tax		(990.42)		151.98
<b>Adjustments for :</b>				
Depreciation & Amortisation	281.02		289.75	
Interest & Finance Charges	281.41		308.89	
Interest Income on financial instruments	(474.99)		(476.86)	
Loss on fair valuation of Financial Instruments	18.22		16.32	
Financial Assets written off	1,261.80		343.70	
Amorisation of Prepayment for Leasehold Land	1.80		1.80	
Fair Value adjustment for prepayment of Loan	(71.82)		(16.61)	
Liability no longer required written back	(22.87)	1,274.57	(0.23)	466.76
<b>Operating Profit before Working Capital Changes</b>		<b>284.15</b>		<b>618.74</b>
<b>Adjustments for :</b>				
(Increase)/Decrease in Inventory	(16.30)		(15.94)	
(Increase)/Decrease in Trade and Other receivables	115.89		755.78	
Increase/(Decrease) in Trade and Other payables	(951.55)	(851.96)	(964.88)	(225.03)
<b>Cash generated from operations</b>		<b>(567.81)</b>		<b>393.71</b>
Direct Taxes paid (Net of refund)		65.18		75.46
<b>Net Cash Flow from Operating Activities</b>		<b>(632.99)</b>		<b>318.25</b>
<b>B) Cash Flow from Investing Activities</b>				
Purchase of Property, Plant and Equipment	(0.42)		(5.04)	
Advance received against Sale of Investments of Subsidiaries/associate	-		370.00	
Purchase of Investments of Subsidiaries/associate	-		(243.00)	
Deposit / redemption of Margin Money and other bank balances	215.01		222.91	
Loan (Given) / Proceeds on repayment	753.98		(445.75)	
Interest Received	18.35	986.92	34.91	(65.97)
<b>Net Cash Flow from Investing Activities</b>		<b>986.92</b>		<b>(65.97)</b>
<b>C) Cash Flow from Financing Activities</b>				
Proceeds from / (repayments) of borrowings	(1.85)		131.88	
Interest & Finance Charges paid	(105.32)		(186.98)	
Dividend Paid	(237.50)		(237.50)	
Dividend Distribution Tax Paid	(48.82)	(393.49)	(48.35)	(340.94)
<b>Net Cash flow from Financing Activities</b>		<b>(393.49)</b>		<b>(340.94)</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>		<b>(39.56)</b>		<b>(88.66)</b>
<b>Cash and Cash equivalents at the beginning of the year</b>		<b>55.65</b>		<b>144.31</b>
<b>Cash and Cash equivalents at the end of the year</b>		<b>16.09</b>		<b>55.65</b>

The accompanying notes (1-38) form an integral part of financial statements.

### Notes :

- Cash Flow Statement is prepared by the indirect method as set out in Indian Accounting Standard - 7 on Cash Flow Statement
- Cash and cash equivalents as at the Balance Sheet date consists of:

Particulars	31.03.2019	31.03.2018
<b>Cash and cash equivalents (Refer Note 11B)</b>		
- Balance with Banks on Current Accounts	14.13	53.63
- Cash on hand	1.96	2.02
<b>Cash and Cash equivalents at the end of the year</b>	<b>16.09</b>	<b>55.65</b>

- Change in Company's liabilities arising from financing activities:



Particulars	(₹ in lakhs)			
	As at 31.03.2018	Financing Cash flows*	Non Cash Flow	As at 31.03.2019
<b>Non-current borrowings (Refer Note 14)</b>				
Loan from Related Parties	1,049.50	450.00	–	1,499.50
Loan from Others	–	144.00	–	144.00
<b>Current Borrowings (Refer Note 16A)</b>				
Cash Credit from Bank	733.30	(595.85)	–	137.45
<b>Interest accrued but not due on borrowings (Refer Note 16C)</b>				
Interest accrued and due on borrowings				
– Related parties (Refer Note 31)	148.62	(28.37)	178.24	298.49
– Others	8.53	(55.68)	66.23	19.07
Interest accrued and due on Others	191.94	(21.24)	36.94	207.64
	<b>2,131.90</b>	<b>(107.16)</b>	<b>281.41</b>	<b>2,306.16</b>

\*Includes cash flows on account of both principal and interest.

4) Previous year's figures have been re-grouped/rearranged wherever considered necessary.

As per our Report of even date  
For **A L P S & Co**  
Chartered Accountants  
Firm's ICAI Registration No. 313132E  
  
Sd/- **A. K. Khetawat**  
*Partner*  
Membership No. 052751  
  
Place : New Delhi  
Dated : 30th May, 2019

**For and on behalf of the Board of Directors**  
Sd/- **Amar Singh**, *Non Executive Director* (DIN : 00165567)  
Sd/- **Pankaja Kumari Singh**, *Director* (DIN : 00199454)  
Sd/- **Vinod Kumar Sharma**, *Executive Director* (DIN : 02879206)  
Sd/- **Vijoy Kumar**, *Director* (DIN : 02970626)  
Sd/- **Sunil Dutt Sharma**, *Chief Financial Officer*  
Sd/- **Vijayshree Binnani**, *Company Secretary*





## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

### NOTE 1

#### CORPORATE INFORMATION

Energy Development Company Limited ('the company') is a public limited company domiciled and incorporated in India under the provisions of Companies Act. The shares of the company are listed on National Stock Exchange of India Limited ['NSE'] and The Bombay Stock Exchange Limited ['BSE']. The registered office of the company is at Harangi Hydro Electric Project Village-Hulugunda, Taluka- Somawarpet District- Kodagu, Karnataka-571233. The company is primarily engaged in (a) generation and sale of bulk power to various electricity boards; (b) construction development, implementation, operation & maintenance of projects and consultancies and (c) trading of Power equipments, metals etc.

### NOTE 2

#### STATEMENT OF COMPLIANCE AND RECENT PRONOUNCEMENTS

##### 2.1 Statement of Compliance

The financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 ("Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time).

All the Ind ASs issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the financial statements approved for issue by the Board of Directors have been considered in preparing these financial statements.

Accounting policies have been consistently applied except where a newly issued Indian Accounting Standard is initially adopted or a revision to an existing Indian Accounting Standard requires a change in the accounting policy hitherto in use.

##### 2.2 Recent Pronouncements

###### (a) New and revised standards adopted by the Company

The Company has applied the following standards and amendments for the first time during the year ended 31st March, 2019:

- (i) Ind AS 115 – Revenue from Contracts with Customers revised and made effective from 1st April, 2018.
- (ii) Appendix B, foreign currency transactions and advance consideration to Ind AS 21 – The Effects of Changes in Foreign Exchange Rates and Ind AS 12 – Income Taxes revised and made effective from 1st April, 2018.

The application of Ind AS 115 and revisions/amendments in other standards do not have any material impact on the financial statements.

###### (b) Standards issued but not yet effective

###### (i) Ind AS 116 – Leases

Ind AS 116 is effective for period beginning on or after 1st April, 2019. It would replace previous lease standard Ind AS 17. Ind AS 116 sets out the principles for recognition, presentation and disclosure of leases and mandates accounting of all leases under single lease accounting model.

A lessee is required to recognise 'right-of-use asset' representing the value of the right for using the underlying assets and a 'lease liability' representing its obligation to make payments against the same for almost all leasing arrangements. Lessor accounting under Ind AS 116 is substantially unchanged.

###### (ii) Appendix C, Uncertainty over Income Tax Treatments to Ind AS 12 – Income taxes

Appendix C has been added to Ind AS 12 which seeks to bring clarity to the accounting of uncertainties on income tax treatment that are yet to be accepted by tax authorities and determine the probability thereof to be considered



## NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

to compute the most likely impact on taxation, unused tax losses, credits etc. for reflection in the measurement of current and deferred taxes.

The Company is evaluating the impacts on account of (i) and (ii) above and other amendments on the financial position and results of operation.

### NOTE 3

#### SIGNIFICANT ACCOUNTING POLICIES

##### 3.1 Basis of preparation of financial statements

The Financial Statements have been prepared under the historical cost convention on accrual basis excepting certain financial instruments and net defined benefit assets/ liabilities which are measured in terms of relevant Ind AS at fair value at the end of each reporting period.

Historical cost convention is generally based on the fair value of the consideration given in exchange for goods and services.

Based on the nature of activities, the operating cycle has been assumed to have duration of 12 months. All Assets and Liabilities have been classified as current or non-current as per the operating cycle and other criteria set out in Ind AS 1 'Presentation of Financial Statements' and Schedule III to the Companies Act, 2013.

The Financial Statements are presented in Indian Rupees which is the Company's functional and presentation currency except otherwise stated. All amounts disclosed in the Financial Statements including notes thereon have been rounded off to the nearest lakhs.

##### Measurement of Fair Values

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 under current market conditions.

The Company categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed for such measurement:

Level 1: Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within level 1 that are observable either directly or indirectly for the asset or liability.

Level 3: Inputs for the asset or liability which are not based on observable market data (unobservable inputs).

For Financial assets and liabilities maturing within one year from the Balance Sheet date and which are not carried at fair value, the carrying amount approximates fair value due to the short maturity of these instruments.

The company has an established control framework with respect to the measurement of fair values. This includes a finance team that has overall responsibility for overseeing all significant fair value measurements who regularly review significant observable and unobservable inputs, valuation adjustments and fair value hierarchy under which the valuation should be classified.

The Company recognises transfers between levels of fair value hierarchy at the end of the reporting period during which change has occurred.

##### 3.2 Property, Plant and Equipment (PPE)

- (a) Property, Plant and Equipment are stated at cost which comprise its purchase price and any attributable cost of bringing the assets to its working condition for its intended use. In case of construction/erection of property, plant and equipment, cost comprise those costs that relate directly to the specific asset and those that are attributable to the construction/erection activities in general and can be allocated to the specific assets. Cost includes machinery, spares, interest and pre-operative expenses.



- (b) Pre operative expenditure related to and incurred during implementation of capital project is included under Capital Work-in-progress and the same is allocated to the respective PPE on completion of its construction / erection. Interest on borrowing related to qualifying asset is worked out on the basis of actual utilization of funds out of project specific loans and / or other borrowings to the extent identifiable with the qualifying asset and are capitalised with the cost of qualifying assets.
- (c) Subsequent cost are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Subsequent costs relating to day to day servicing of the item are not recognised in the carrying amount of an item of property, plant and equipment; rather, these costs are recognised in profit or loss as incurred.
- (d) Items of spare parts (procured along with plant and machinery or subsequently), stand by equipments and servicing equipments which meet the recognition criteria of PPE are capitalised. Other such spare parts or equipments are treated as and forming part of inventory.

### 3.3 Intangible Assets

Intangible assets are stated at cost of acquisition less accumulated amortisation.

### 3.4 Depreciation and Amortisation

Depreciation on assets of generating plant and machinery, building and roads, hydraulic works, transmission lines, transformers & cable network has been provided on straight line method over useful life as per the implementation/other agreement with the authorities. Values of spares related to the machinery are depreciated over the effective life of the plant and machinery to which they relate. Erection and maintenance tools are amortised over a period of five years on pro -rata basis.

Other assets have been depreciated on written down value method as per specified in Schedule II to the Companies Act, 2013.

Based on above, the estimated useful lives of various assets have been arrived as follows:

Category	Useful Life (years)
Roads	5 years
Electrical Installation	4 years
Plant and Equipment	7.5 years
Computer equipment	3 years
Furniture and fixtures	10 years
Office equipment	5 years
Vehicles	8 years
Assets of generating plant and machinery, building and roads, hydraulic works, transmission lines, transformers & cable network	30 years

Depreciation methods, useful lives and residual values are reviewed, and adjusted as appropriate, at each reporting date.

The residual value of an item of property, plant and equipment has been kept at  $\leq 5\%$  of the cost of the respective assets.

Intangible assets are amortised on straight line method over a period of 5 years.

### 3.5 Derecognition of Tangible and Intangible Assets

An item of tangible and intangible asset is derecognized upon disposal or when no future economic benefits are expected to arise therefrom. Gain or loss on the disposal or retirement of an item of asset is determined as the difference between the sales proceeds/net realizable value and the carrying amount of the asset, is recognized in the Statement of Profit and Loss.

### 3.6 Impairment of Tangible and Intangible Assets

Tangible and Intangible assets are reviewed at each Balance Sheet date for impairment. In case events and circumstances indicate any impairment, recoverable amount of property, plant and equipment is determined. An impairment loss is



recognised, whenever the carrying amount of assets exceed recoverable amount. The recoverable amount is the greater of assets net selling price or its value in use. In assessing the value in use, the estimated future cash flows from the use of assets are discounted to their present value at appropriate rate. An impairment loss is reversed if there has been change in the recoverable amount and such loss either no longer exists or has decreased. Impairment loss/reversal thereof is adjusted to the carrying value of the respective assets on a pro-rata basis. Subsequent to recognition of impairment loss/reversal thereof, depreciation is provided on the revised carrying amount of the asset, on a systematic basis, over its remaining useful life.

### 3.7 Investments in subsidiaries and associates

The Company records the investments in subsidiaries and associate at cost less impairment loss, if any.

Investment in subsidiaries include “deemed investment” representing the differential with respect to carrying value and fair value of loan to certain subsidiaries which are strategic and in the nature of contribution. The carrying amount of deemed investment has been reviewed for diminution/impairment at the end of the year. In case of early repayment of loan, the related amount thereof is adjusted to statement of profit and loss.

### 3.8 Financial Assets and Financial Liabilities

Financial assets and financial liabilities (financial instruments) are recognized when Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of the financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the Statement of Profit and Loss.

The financial assets and financial liabilities are classified as current if they are expected to be realised or settled within operating cycle of the company or otherwise these are classified as non-current.

The financial instruments are subsequently classified at amortised cost, at Fair Value Through Profit and Loss (FVTPL) or Fair Value Through Other Comprehensive Income (FVTOCI) and such classification depends on the objective and contractual term to which they relate. Classification of financial instruments are determined on initial recognition.

#### i. Cash and cash equivalents

All highly liquid financial instruments, which are readily convertible into determinable amounts of cash and which are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, are considered as cash equivalents. Cash and cash equivalents include balances with banks which are unrestricted for withdrawal and usage.

#### ii. Financial Assets and Financial Liabilities measured at amortized cost

Financial Assets held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at amortized cost. The above financial assets and financial liabilities subsequent to initial recognition are measured at amortized cost using Effective Interest Rate (EIR) Method. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the Financial Assets or Financial Liability to the gross carrying amount of the financial asset or to the amortized cost of the financial liability, or where appropriate, a shorter period, to the net carrying amount on initial recognition.

#### iii. Financial Assets at Fair value through other comprehensive Income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Subsequent to initial recognition, they are measured at fair value and changes therein, are recognized directly in Other Comprehensive Income.



iv. For the purpose of Para (ii) and (iii) above, principal is the fair value of the financial asset at initial recognition and interest consists of consideration for the time value of money and associated credit risk.

**v. Financial Assets and Financial Liabilities at Fair value through profit or loss**

Financial Instruments which does not meet the criteria of amortized cost or fair value through other comprehensive income are classified as Fair Value through Profit or loss. Upon initial recognition, attributable transaction costs are recognized in the Statement of Profit and Loss when incurred. Financial instruments at fair value through profit or loss are measured at fair value, and changes therein are recognized in the statement of Profit and Loss.

**3.9 Impairment of financial assets**

A financial asset is assessed for impairment at each reporting date. A financial asset is considered to be impaired if objective evidence indicates that one or more events have a negative effect on the estimated future cash flows of that asset. The company measures the loss allowance for a financial asset at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial Instrument has not increased significantly since initial recognition, the company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses.

**3.10 De-recognition of financial instruments**

The Company derecognizes a financial asset or a group of financial assets when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset (except for equity instruments designed at FVTOCI), the difference between the asset's carrying amount and the sum of the consideration received and receivable are recognized in profit or loss.

On derecognition of assets measured at FVTOCI the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment.

Financial liabilities are derecognized if the Company's obligations specified in the contract expire or are discharged or cancelled. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

**3.11 Inventories**

Inventories are valued at cost or estimated net realisable value, whichever is lower. Cost of inventory comprising stores, spares and consumables are determined applying weighted average method.

Cost in respect of work in progress represents cost of materials remaining uncertified/incomplete under the construction/consultancy contracts undertaken by the company.

**3.12 Leases**

Payments made under operating leases are recognized as expenses on a straight-line basis over the term of the lease unless the lease agreement is structured to increase the amount in line with expected general inflation or another systematic basis which is more representative of the time pattern of the benefits availed. Contingent rentals, if any, arising under operating leases are recognized as an expense in the period in which they are incurred.

**3.13 Equity Share Capital**

An equity instrument is a contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Par value of the equity shares is recorded as share capital and the amount received in excess of par value is classified as Securities Premium.

Costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

**3.14 Borrowing Cost**

Borrowing cost comprises of interest and other costs incurred in connection with the borrowing of the funds. All borrowing costs are recognized in the Statement of Profit and Loss using the effective interest method except to the extent attributable to qualifying Property Plant Equipment (PPE) which are capitalized to the cost of the related assets. A qualifying PPE is an asset, that necessarily takes a substantial period of time to get ready for its intended use or sale.



### 3.15 Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a legal or constructive obligation as a result of past events and it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognised for future operating losses. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities are not recognized and are disclosed by way of notes to the financial statements 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 Company or when there is a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the same or a reliable estimate of the amount in this respect cannot be made.

Contingent assets are not recognised but disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.

### 3.16 Revenue Recognition

- (a) The Company has adopted Ind AS 115 “Revenue from Contracts with customers” effective April 1, 2018. Ind AS 115 supercedes Ind AS 11 “Construction Contracts” and Ind AS 18 “Revenue”. The Company has applied Ind AS 115 with effect from April 1, 2018 and recognised revenue as per the requirement of the said Ind AS.
- (b) Revenue is measured based on the consideration that is specified in the contract with a customer or is expected to be received in exchange for the products or services and excludes amounts collected on behalf of third parties. The Company recognises revenue when it transfers control over the products or services to a customer.
- (c) Revenue in respect of sale of electricity generated is accounted for on delivery to the grid in accordance with tariff provided in Power Purchase Agreement (PPA) read with the regulations of State Electricity Regulatory Commission.
- (d) The Company recognises revenue from Contracts with customers when it satisfies a performance obligation by transferring promised good or service to a customer. The revenue is recognised to the extent of transaction price allocated to the performance obligation satisfied. Performance obligation is satisfied over time when the transfer of control of asset (good or service) to a customer is done overtime and in other cases, performance obligation is satisfied at a point in time. The customer obtains control of the asset when it simultaneously benefits by the entity’s performance. For performance obligation satisfied over time, the revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation. The progress is measured in terms of a proportion of actual cost to date, to the total estimated cost attributable to the performance obligation.

In respect of construction/project related activity, revenue is recognised under over time method when it is probable that the Company will collect the consideration to which it is entitled to. Revenue under over time method is determined by survey of work performed/physical measurement of work actually completed at each reporting date taking into account contractual price/ unit rates and revision thereto.

- (e) Interest income is accrued on a time proportion basis, by reference to the principal outstanding and effective interest rate applicable.

### 3.17 Employee Benefits

Employee benefits are accrued in the year services are rendered by the employees.

Contribution to the defined contribution schemes such as Provident Fund etc. are recognized as and when incurred.

Contribution to defined benefit plans consisting of contribution to gratuity fund are determined at close of the year at present value of the amount payable using actuarial valuation techniques. Actuarial gain and losses arising from experience adjustments and changes in actuarial assumptions are recognized immediately in the Balance Sheet with a corresponding debit or credit to Retained Earnings through Other Comprehensive Income (“OCI”) in the period in which they occur.

Long term employee benefits consisting of Leave Encashment are determined at close of the year at present value of the amount payable using actuarial valuation techniques. The changes in the amount payable including actuarial gain/loss are recognised in the Statement of profit and loss.



### 3.18 Taxation

Income tax expense representing the sum of current tax expenses and the net charge of the deferred taxes is recognised in the income statement except to the extent that it relates to items recognised directly in equity or other comprehensive income.

Current income tax is provided on the taxable income and recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets include Minimum Alternative Tax (MAT) measured 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 and such benefit can be measured reliably and it is probable that the future economic benefit associated with same will be realised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilised.

### 3.19 Earnings Per Share

Basic earnings per share are computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares outstanding during the period.

Diluted earnings per share is computed by dividing the net profit attributable to the equity holders of the company by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

### 3.20 Segment Reporting

Operating segments are identified and reported taking into account the different risk and return, organisation structure and internal reporting system.

## NOTE 4

### CRITICAL ACCOUNTING JUDGMENTS, ASSUMPTIONS AND KEY SOURCES OF ESTIMATION AND UNCERTAINTY

The preparation of the financial statements in conformity with the measurement principle of Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates.

Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Differences between the actual results and estimates are recognized in the year in which the results are known / materialized and, if material, their effects are disclosed in the notes to the financial statements.

Application of accounting policies that require significant areas of estimation, uncertainty and critical judgments and the use of assumptions in the financial statements have been summarised below. The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year have also been summarised here under:

#### 4.1 Depreciation / amortization and impairment on property, plant and equipment / intangible assets.

Depreciation on assets of generating plant and machinery, building and roads, hydraulic works, transmission lines, transformers & cable network has been provided on straight line method over useful life as per the implementation/other



agreement with the authorities. Values of spares related to the machinery are depreciated over the effective life of the plant and machinery to which they relate. The Company reviews the estimated useful lives of the Property, Plant and Equipment regularly in order to determine the amount of depreciation / amortization and amount of impairment expense to be recorded during any reporting period. The company reviews its carrying value of its Tangible and Intangible Assets whenever there is objective evidence that the assets are impaired. In such situation Assets' recoverable amount is estimated which is higher of asset's or cash generating units (CGU) fair value less cost of disposal and its value in use. In assessing value in use the estimated future cash flows are discounted using pre-tax discount rate which reflects the current assessment of time value of money. In determining fair value less cost of disposal, recent market realisations are considered or otherwise in absence of such transactions appropriate valuations are adopted. The reassessment may result in change due to variation in estimates assumption in future period.

#### **4.2 Leases and classification of leases**

The company enters into various lease arrangements. The determination of lease and classification of the arrangement as a finance lease or operating lease is based on assessment of several factors, including but not limited to transfer of ownership of assets at the end of the lease term, lessee's option to purchase and estimated certainty of exercising such option and proportion of present value of minimum lease payments to fair value of leasehold assets.

#### **4.3 Impairment allowances on financial assets**

The Company evaluates whether there is any objective evidence that financial asset including loan, trade and other receivables are impaired and determines the amount of impairment allowance as a result of the inability of the customers to make required payments. The Company bases the estimates on the ageing of the trade receivables balance, credit-worthiness of the trade receivables and historical write-off experience and these factors are subject to variations leading to consequential impact on the amounts considered in the financial statement.

#### **4.4 Application of "Service concession arrangements" accounting**

In assessing the applicability of the service concession arrangement with respect to hydro power plants of the Company, the management has exercised significant judgement considering the ownership of the assets and consideration there against, operational capabilities and ability to sell the power generated to the consumer and determine the rate in this respect, in concluding that the arrangements with the Company as such do not meet the criteria for recognition as service concession arrangements.

#### **4.5 Income taxes**

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. Availability of future taxable profits against which tax losses carried forward can be used also involves management judgement. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the financial statements.

#### **4.6 Defined benefit obligation (DBO)**

Critical estimate of the DBO involves a number of critical underlying assumptions such as standard rates of inflation, mortality, discount rate, anticipation of future salary increases etc. as estimated by Independent Actuary appointed for this purpose by the Management. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

#### **4.7 Provisions and Contingencies**

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change.

Management judgment is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations/ against the Company as it is not possible to predict the outcome of pending matters with accuracy.

The carrying amounts of provisions and liabilities and estimation for contingencies are reviewed regularly and revised to take account of changing facts and circumstances.





**NOTE 5A**

**PROPERTY, PLANT AND EQUIPMENTS**

(₹ in lakhs)

Particulars	Freehold Land	Buildings and Roads	Plant & Equipment	Hydraulic Works	Transmission Lines, Transformers & Cables, Networks, etc [Note a]	Office Equipment	Furniture and Fixtures	Motor Vehicle	Windmill	Total
<b>1. GROSS CARRYING AMOUNT</b>										
Balance as at 31st March 2018	2.08	824.19	1,625.37	638.77	203.13	13.76	29.86	48.87	1,082.25	4,468.31
Additions/Adjustments	-	-	0.15	-	-	0.27	-	-	-	0.42
Deletions/Adjustments	-	-	-	-	-	-	-	-	-	-
<b>Balance as at 31st March 2019</b>	<b>2.08</b>	<b>824.19</b>	<b>1,625.52</b>	<b>638.77</b>	<b>203.13</b>	<b>14.03</b>	<b>29.86</b>	<b>48.87</b>	<b>1,082.25</b>	<b>4,468.73</b>
<b>2. ACCUMULATED DEPRECIATION</b>										
Balance as at 31st March 2018	-	71.06	217.93	76.12	24.28	5.56	14.00	26.52	154.62	590.08
During the year	-	35.53	103.03	38.05	12.73	1.44	4.44	7.23	77.31	279.76
Deletions/Adjustments	-	-	-	-	-	-	-	-	-	-
<b>Balance as at 31st March 2019</b>	<b>-</b>	<b>106.58</b>	<b>320.96</b>	<b>114.17</b>	<b>37.00</b>	<b>7.00</b>	<b>18.44</b>	<b>33.75</b>	<b>231.93</b>	<b>869.84</b>
<b>3. NET CARRYING AMOUNT as at 31st March 2019 (1-2)</b>	<b>2.08</b>	<b>717.61</b>	<b>1,304.56</b>	<b>524.60</b>	<b>166.13</b>	<b>7.04</b>	<b>11.43</b>	<b>15.12</b>	<b>850.32</b>	<b>3,598.89</b>

Particulars	Freehold Land	Buildings and Roads	Plant & Equipment	Hydraulic Works	Transmission Lines, Transformers & Cables, Networks, etc [Note a]	Office Equipment	Furniture and Fixtures	Motor Vehicle	Windmill	Total
<b>1. GROSS CARRYING AMOUNT</b>										
Balance as at 31st March 2017	2.08	824.19	1,625.04	638.77	203.13	11.52	27.66	48.87	1,082.25	4,463.53
Additions/Adjustments	-	-	0.33	-	-	2.24	2.20	-	-	4.78
Deletions/Adjustments	-	-	-	-	-	-	-	-	-	-
<b>Balance as at 31st March 2018</b>	<b>2.08</b>	<b>824.19</b>	<b>1,625.37</b>	<b>638.77</b>	<b>203.13</b>	<b>13.76</b>	<b>29.86</b>	<b>48.87</b>	<b>1,082.25</b>	<b>4,468.31</b>
<b>2. ACCUMULATED DEPRECIATION</b>										
Balance as at 31st March 2017	-	35.53	111.34	38.06	11.55	3.85	8.22	15.83	77.31	301.69
During the year	-	35.53	106.59	38.05	12.73	1.71	5.77	10.69	77.31	288.39
Deletions/Adjustments	-	-	-	-	-	-	-	-	-	-
<b>Balance as at 31st March 2018</b>	<b>-</b>	<b>71.06</b>	<b>217.93</b>	<b>76.12</b>	<b>24.28</b>	<b>5.56</b>	<b>14.00</b>	<b>26.52</b>	<b>154.62</b>	<b>590.08</b>
<b>3. NET CARRYING AMOUNT as at 31st March 2018 (1-2)</b>	<b>2.08</b>	<b>753.13</b>	<b>1,407.44</b>	<b>562.66</b>	<b>178.85</b>	<b>8.20</b>	<b>15.87</b>	<b>22.35</b>	<b>927.63</b>	<b>3,878.24</b>

**Notes :** (a) Transmission Line, Transformers, Cable network etc. include Power Evacuating facilities put up in relation to the Hydro Electric Generating Station, which has been handed over to the Electricity Board for transmission of Electricity and maintenance thereof.

(b) Fixed Asset includes ₹ 2,677.34 lakhs (as at March 31, 2018; ₹ 2,854.75 lakhs) pertaining to Power Generating plant which in terms of implementation agreement with various authorities will be handed over on completion of effective useful life of the assets in terms of respective agreements.



## NOTE 5B

### OTHER INTANGIBLE ASSETS - COMPUTER SOFTWARE

Particulars	(₹ in lakhs)	
	As at 31st March 2019	As at 31st March 2018
<b>1. GROSS CARRYING AMOUNT</b>		
Opening Balance	6.03	5.77
Additions/Adjustments	-	0.26
Deletions/Adjustments	-	-
<b>Closing Balance</b>	<u>6.03</u>	<u>6.03</u>
<b>2. ACCUMULATED AMORTISATION</b>		
Opening Balance	3.06	1.70
Amortization Expense during the Year	1.26	1.36
Deletions/Adjustments	-	-
<b>Closing balance</b>	<u>4.32</u>	<u>3.06</u>
<b>3. NET CARRYING AMOUNT (1-2)</b>	<u>1.71</u>	<u>2.97</u>

## NOTE 6A

### NON CURRENT ASSETS - INVESTMENTS (At cost/ deemed cost unless otherwise stated)

(₹ in lakhs)

Particulars	Refer Note	As at 31st March, 2019		As at 31st March, 2018	
		No. of Shares	₹ in lakhs	No. of Shares	₹ in lakhs
<b>Investment in Equity Shares of Subsidiaries (Unquoted) - Face Value ₹ 10 each fully paid up</b>					
(i) Ayyappa Hydro Power Limited	(a)	3,00,00,000	3,000.00	3,00,00,000	3,000.00
(ii) EDCL Power Projects Limited		37,50,000	400.00	37,50,000	400.00
(iii) Eastern Ramganga Valley Hydel Projects Company Private Limited	(b)	5,100	0.51	5,100	0.51
(iv) Sarju Valley Hydel Projects Company Private Limited	(b)	5,100	0.51	5,100	0.51
(v) EDCL Arunachal Hydro Project Private Limited	(e)	10,10,000	101.00	10,10,000	101.00
			3,502.02		3,502.02
<b>Investment in Equity Shares of Associate (Unquoted) - Face Value ₹ 10 each fully paid up</b>					
(vi) Arunachal Hydro Power Limited	(c)	35,52,000	355.20	35,52,000	355.20
			355.20		355.20
<b>Total Investment in Equity shares</b>	(A)		3,857.22		3,857.22
<b>Investment in 10% Cumulative Redeemable Preference Shares of Subsidiaries (Unquoted) - Face Value ₹ 10 each fully paid-up</b>					
(vii) Ayyappa Hydro Power Limited	(a)	2,20,00,000	2,200.00	2,20,00,000	2,200.00
			2,200.00		2,200.00
<b>Investment in 10% Non Cumulative Redeemable Preference Shares of Subsidiaries (Unquoted) - Face Value ₹ 100 each fully paid up</b>					
(viii) Eastern Ramganga Valley Hydel Projects Company Private Limited		4,32,000	381.89	4,32,000	381.89
(ix) Sarju Valley Hydel Projects Company Private Limited		2,64,000	233.38	2,64,000	233.38
			615.26		615.26
<b>Investment in 10% Non Cumulative Redeemable Preference Shares of Associate (Unquoted) - Face Value ₹ 100 each fully paid up</b>					
(x) Arunachal Hydro Power Limited		35,88,000	792.00	35,88,000	792.00
			792.00		792.00



Particulars	Refer Note	As at 31st March, 2019		As at 31st March, 2018	
		No. of Shares	₹ in lakhs	No. of Shares	₹ in lakhs
<b>Investment in 10% Cumulative Redeemable Preference Shares of Subsidiaries of (vi) above ( Unquoted ) - Face Value ₹100 each fully paid up</b>					
(xi) EDCL Seppa Rieng Power Private Limited		84,000	45.56	84,000	45.56
(xii) EDCL Seppa Beyong Hydro Electric Private Limited		96,000	52.13	96,000	52.13
(xiii) EDCL Seppa Dunkho Hydro Electric Private Limited		96,000	52.13	96,000	52.13
(xiv) EDCL Seppa Jung Power Private Limited		96,000	52.13	96,000	52.13
(xv) EDCL Seppa Kawa Power Private Limited		96,000	52.13	96,000	52.13
(xvi) EDCL Seppa Lada Hydro Electric Private Limited		96,000	52.13	96,000	52.13
(xvii) EDCL Seppa Marjingla Hydro Electric Private Limited		96,000	52.13	96,000	52.13
(xviii) EDCL Seppa Nire Hydro Electric Private Limited		48,000	26.09	48,000	26.09
(xix) EDCL Seppa Pachuk Power Private Limited		96,000	52.13	96,000	52.13
			436.55		436.55
<b>Total Investment in Preference shares</b>		<b>(B)</b>	<b>4,043.81</b>		<b>4,043.81</b>
<b>Investments Deemed Equity -Subsidiaries</b>					
(xx) Ayyappa Hydro Power Limited			0.11		370.27
(xxi) EDCL Arunachal Hydro Project Private Limited			-		1.93
(xxii) EDCL Power Projects Limited			11.23		34.92
		<b>(C)</b>	<b>11.34</b>		<b>407.12</b>
<b>Investment through PMS ( Unquoted ) ( at Fair Value through Profit and Loss) - Face Value ₹10 each fully paid up</b>					
(xxii) Sai Rayalaseema Paper Mills Limited		18,810	2.29	18,810	2.29
<b>Total Investment in PMS</b>		<b>(D)</b>	<b>2.29</b>	<b>-</b>	<b>2.29</b>
		<b>Total (A+B+C+D)</b>	<b>7,914.65</b>		<b>8,310.44</b>
<b>Aggregate amount of unquoted investments</b>					
<b>Aggregate impairment in value of long-term investments</b>					
			<b>7,914.65</b>		<b>8,310.44</b>

**Notes :**

- (a) The shares held in Ayyappa Hydro Power Limited, a subsidiary are pledged (3,00,00,000 equity shares and 2,20,00,000 preference shares) with the lender of the said subsidiary.
- (b) The company has pledged 2,700 (out of 5,100) equity shares held in Eastern Ramganga Valley Hydel Projects Company Private Limited and 2,700 (out of 5,100) equity shares held in Sarju Valley Hydel Projects Company Private Limited, subsidiaries of the company with other investors of these subsidiaries till implementation of the agreement mentioned in (c) below. The company has also received in advance consideration on sale of these investments as shown in Note 16C.
- (c) In terms of an agreement dated 9th November, 2015, for transfer of 76% of the Company's investment in various erstwhile wholly owned subsidiaries undertaking hydel power plants in the State of Arunachal Pradesh and Uttarakhand having aggregate capacity of 660 MW approximately (herein referred to as Arunachal Pradesh and Uttarakhand Undertaking respectively), to another strategic investor, certain investments in equity shares of these subsidiaries/associate of ₹ 1,125.78 lakhs [out of (iii), (iv) and (vi) above] and preference shares of ₹ 5,838.73 lakhs (including ₹ 1,382.40 lakhs sold during the previous year) [out of (viii) to (xix) above] have been sold to the said investor. In terms of the above, company's investment of ₹ 2,200.03 lakhs as on 31st March 2019 representing 24% and 51% of the equity in Arunachal Pradesh and Uttarakhand undertaking respectively and 24% in preference shares have been continued to be held by the company. These being investment in subsidiaries and associate and also long term and strategic in nature, have been carried at cost.
- Evaluation of impairment in the value of investment as given in (c) above and loans of ₹ 682.31 lakhs (Refer Note 6B (a) (iv), (v) & (b)(i) outstanding from the above subsidiaries and associate, pending completion of the project, have not been carried out. Impact in this respect as such, is presently not ascertainable which will be determined depending upon implementation status of the project.
- (d) Sale consideration of ₹ 4,994.52 lakhs pertaining to Arunachal Pradesh Undertaking pending fulfillment of conditions and approvals etc. in terms of the agreement, considered recoverable and is included under Other Financial Assets (Current).



(e) Movement for impairment of Investment:

(₹ in lakhs)

Particulars	As at	As at
	31st March 2019	31st March 2018
Balance at the beginning of the year	-	16.18
Impairment made during the year	-	-
Adjusted against other financial asset (Refer Note 11E)	-	(16.18)
<b>Balance at the end of the year</b>	<b>-</b>	<b>-</b>

(f) In pursuance of Section 187(2)(c) of the Companies Act, 2013, investments purchased [ mentioned in (xi), (xviii) and (xix)] by the Company, during the year are still lying in the name of transferor for want of performance of obligation undertaken by the Company, as per agreement entered with the seller.

(g) Details of Subsidiaries and Associate in accordance with Ind AS 112 "Disclosure of interest in other entities" :

Name of the Company	Country of Incorporation	Proportionate Shareholding	
		As at 31st March 2019	As at 31st March 2018
Ayyappa Hydro Power Limited	India	100%	100%
EDCL Power Projects Limited	India	100%	100%
EDCL Arunachal Hydro Project Private Limited	India	100%	100%
Eastern Ramganga Valley Hydel Projects Company Private Limited	India	51%	51%
Sarju Valley Hydel Projects Company Private Limited	India	51%	51%
Arunachal Hydro Power Limited	India	24%	24%

## NOTE 6B

### NON CURRENT ASSETS - LOANS (At amortised cost)

(Unsecured, considered good)

(₹ in lakhs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Loan to Subsidiaries & Associate (Refer (a) and (b) below) (Refer Note 11D (a)) (Refer Note 30)	2,094.92	-
	<b>2,094.92</b>	<b>-</b>

(a) These loans to Subsidiaries & Associate have been given for business purposes. The loan given to certain subsidiaries and associate was repayable in FY 2018-19 and accordingly have been disclosed under Current Financial Asset- Loans (Note 11D) as at 31st March, 2019.

(b) During the year, the terms of repayment of loans which were repayable within March 31, 2019, were modified by the Board of Directors of the Company in respect of loans repayable on or before 31st March, 2019. In terms of the modification to the repayment terms, the loans to certain subsidiaries are repayable within March 31, 2022. Accordingly, the gross amount of the loan has been re-calculated resulting in modification loss of ₹ 848.29 lakhs and such loss has been recognised in the Statement of Profit and Loss (Refer Note 27) Accordingly, these have been classified as Non-Current.

## NOTE 6C

### OTHER NON CURRENT FINANCIAL ASSETS

(Unsecured, considered good)

(₹ in lakhs)

Particulars	As at	As at
	31st March, 2019	31st March, 2018
Security Deposits/Retention Money with Customers	19.03	57.42
Other Security Deposits	18.08	35.30
On Margin Money Accounts (Refer (a) below)	-	0.95
- (With more than 12 months maturity) (Refer Note 11C (a))	-	0.95
	<b>37.11</b>	<b>93.67</b>

(a) Security Deposit with Sales Tax Authorities



## NOTE 7

### NON CURRENT TAX ASSETS (NET)

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Advance Income Tax (Net of provisions)	532.92	467.74
	<u>532.92</u>	<u>467.74</u>

## NOTE 8

### DEFERRED TAX ASSETS (NET)

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Deferred Tax Asset	636.23	450.21
Deferred Tax Liabilities	41.50	59.62
	<u>594.73</u>	<u>390.58</u>

Particulars	(₹ in lakhs)				
	As at 31.03.2018	(Charge)/ Credit in Statement of Profit and Loss	(Charge)/ Credit in OCI	Others	As at 31.03.2019
<b>Deferred Tax Liabilities</b>					
Depreciation difference	59.62	(18.12)	-	-	41.50
<b>Total</b>	<u>59.62</u>	<u>(18.12)</u>	<u>-</u>	<u>-</u>	<u>41.50</u>

Particulars	(₹ in lakhs)				
	As at 31.03.2018	(Charge)/ Credit in Statement of Profit and Loss	(Charge)/ Credit in OCI	Others	As at 31.03.2019
<b>Deferred Tax Assets</b>					
Unused tax credit	376.66	(8.34)	-	-	368.31
Expenses allowable on payment basis under Income Tax Act, 1961	39.28	(5.45)	(1.93)	-	31.91
Impairment on Investment	5.40	(0.90)	-	-	4.50
Fair Valuation of Financial Assets	28.87	202.63	-	-	231.51
<b>Total</b>	<u>450.22</u>	<u>187.94</u>	<u>(1.93)</u>	<u>-</u>	<u>636.23</u>
<b>Net Deferred Tax (Liabilities)/Assets</b>	<u>390.59</u>	<u>206.06</u>	<u>1.93</u>	<u>-</u>	<u>594.73</u>

Particulars	(₹ in lakhs)				
	As at 01.04.2017	(Charge)/Credit in Statement of Profit and Loss	(Charge)/ Credit in OCI	Others	As at 31.03.2018
<b>Deferred Tax Liabilities</b>					
Depreciation difference	75.29	(15.66)	-	-	59.62
<b>Total</b>	<u>75.29</u>	<u>(15.66)</u>	<u>-</u>	<u>-</u>	<u>59.62</u>

Particulars	(₹ in lakhs)				
	As at 31.03.2018	(Charge)/ Credit in Statement of Profit and Loss	(Charge)/ Credit in OCI	Others	As at 31.03.2019
<b>Deferred Tax Assets</b>					
Unused tax credit	327.16	83.93	-	(34.43)	376.66
Expenses allowable on payment basis under Income Tax Act, 1961	36.39	5.29	2.40	-	39.28
Impairment on Investment	5.35	0.05	-	-	5.40
Fair Valuation of Financial Assets	53.10	(24.23)	-	-	28.87
<b>Total</b>	<u>422.00</u>	<u>65.05</u>	<u>2.40</u>	<u>(34.43)</u>	<u>450.21</u>
<b>Net Deferred Tax (Liabilities)/Assets</b>	<u>346.71</u>	<u>80.71</u>	<u>(2.40)</u>	<u>(34.43)</u>	<u>390.59</u>



## NOTE 9

### OTHER NON CURRENT ASSETS

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
<b>Advances other than Capital Advances</b>		
Deferred Asset - Unamortised cost of Financial Instruments	15.52	18.67
Prepayments on Leasehold Land	14.39	16.19
	<u>29.91</u>	<u>34.86</u>

## NOTE 10

### INVENTORIES (At Lower of Cost and Market Value)

(As taken, valued and certified by the management)

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Contract work-in-progress	125.65	106.72
Goods in transit	-	1.17
Stores, Spares and Consumables	18.15	19.59
	<u>143.80</u>	<u>127.48</u>

## NOTE 11A

### TRADE RECEIVABLES

(Unsecured, considered good)

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Trade Receivables - Unsecured	3,515.62	3,677.76
	<u>3,515.62</u>	<u>3,677.76</u>

- Trade receivables ₹ 5.53 lakhs (previous year as on 31st March 2018: ₹ 26.67 lakhs) in respect of sale of power from generation by 6MW Harangi-II SHP are subject to a charge in favour of lenders of one of the subsidiaries.

### Age of Receivable

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Within Credit period	17.78	818.64
1-180 days past due	24.73	78.64
181 days- 1 year past due	15.56	124.45
more than 1 year past due	3,457.55	2,656.03
<b>Total</b>	<u>3,515.62</u>	<u>3,677.76</u>

In respect of advances outstanding for more than one year, the recoverability of the amount has been assessed and no impairment loss is expected in this regard.

## NOTE 11B

### CASH AND CASH EQUIVALENTS

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Balance with Banks on Current Accounts	14.13	53.63
Cash on hand	1.96	2.02
	<u>16.09</u>	<u>55.65</u>



## NOTE 11C

### BANK BALANCES OTHER THAN CASH & CASH EQUIVALENTS

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
on Unpaid Dividend Account	8.79	7.42
on Margin Money Accounts (Refer (a) below) (with less than 12 months maturity)	130.50	345.93
	<u>139.29</u>	<u>353.35</u>

(a) Margin money are deposited with banks against bank guarantees and Letter of Credit issued.

## NOTE 11D

### CURRENT ASSETS - LOANS (At Amortised Cost)

(Unsecured, considered good)

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Loan to employees	2.43	5.07
Loan to Subsidiaries & Associate (Refer Note 6B and 30) (Refer Note (a) below)	775.33	4,004.78
	<u>777.76</u>	<u>4,009.85</u>

a) Disclosure as per schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 186(4) of the Companies Act, 2013.

(I) Loans outstanding from Subsidiaries and Associate.

Name of the Company	Maximum balance outstanding during the year	
	2018-19	2017-18
<b>Subsidiaries</b>		
(i) Ayyappa Hydro Power Limited	1,906.76	3,086.82
(ii) EDCL Arunachal Hydro Project Private Limited	12.10	16.07
(iii) EDCL Power Projects Limited	270.21	317.44
(iv) Eastern Ramganga Valley Hydel Projects Company Private Limited	65.38	58.37
(v) Sarju Valley Hydel Projects Company Private Limited	27.06	24.16
<b>Associate</b>		
(i) Arunachal Hydro Power Limited	588.72	597.75

(II) Loans to subsidiaries and associate does not include advances towards shares pending for allotment.

## NOTE 11E

### OTHER CURRENT FINANCIAL ASSETS

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Gross Receivable against Sale of Shares	4,994.52	4,994.52
Less: Impairment in value of Investments	16.18	16.18
Net Receivable against Sale of Shares	4,978.34	4,978.34
Security Deposits/Retention Money with customers	125.24	64.25
Interest Receivable	80.83	74.98
Other Advances(Refer (i) below)	15.28	6.71
	<u>5,199.69</u>	<u>5,124.27</u>

(i) Includes ₹ 0.48 lakhs (Previous Year as on 31st March, 2018: ₹ 0.67 lakhs) recoverable from subsidiaries and associate (Refer Note 30)



## NOTE 12

### OTHER CURRENT ASSETS

(Unsecured, considered good)

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
<b>Advance Other than Capital Advances</b>		
Balance with Government authorities	57.34	32.52
Advance to suppliers	166.43	143.63
Prepaid expenses	1.98	3.60
Prepayments on Leasehold Land	1.80	1.80
Deferred Asset - Unamortised cost of Financial Instruments	6.30	6.96
Other Advances	10.52	10.52
	<u>244.35</u>	<u>199.03</u>

## NOTE 13A

### EQUITY SHARE CAPITAL

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
<b>Authorised</b>		
5,00,00,000 (Previous Year as on 31st March, 2018 : 5,00,00,000 ) Equity shares of ₹ 10/- each	5,000.00	5,000.00
	<u>5,000.00</u>	<u>5,000.00</u>
<b>Issued, Subscribed and Paid-up</b>		
4,75,00,000 (Previous Year as on 31st March, 2018: 4,75,00,000 lakhs) Equity shares of ₹ 10/- each fully paid up	4,750.00	4,750.00
	<u>4,750.00</u>	<u>4,750.00</u>

Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting period	No. of Shares	No. of Shares
At the beginning	4,75,00,000	4,75,00,000
Add : Issued during the year	-	-
<b>At the end</b>	<b>4,75,00,000</b>	<b>4,75,00,000</b>

Shareholders holding more than 5% of equity shares	No. of shares (%)	No. of shares (%)
Sarvottam Caps Private Limited	<b>1,18,00,000 (24.84%)</b>	1,18,00,000 (24.84%)
Amar Singh	1,04,58,453 (22.02%)	1,04,58,453 (22.02%)
Pankaja Kumari Singh	29,36,414 (6.18%)	29,36,414 (6.18%)

### Rights, Preferences and Restrictions attaching to each classes of shares including restrictions on the distribution of dividends and the repayment of capital

- The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity is entitled to one vote per share. The dividend, if any proposed by the Board of Directors of the Company is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts in proportion to the number of equity shares held by them.
- The Board of Directors has recommended payment of dividend for the financial year 2018-2019 which is subject to approval of members at the ensuing Annual General Meeting.





**NOTE 13B  
OTHER EQUITY**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
<b>Capital Reserve</b>	1,251.65	1,251.65
As per Last Balance Sheet		
<b>Securities Premium</b>	5,900.00	5,900.00
As per Last Balance Sheet		
<b>General Reserve</b>	22.89	22.89
As per Last Balance Sheet		
<b>Retained Earnings</b>	5,809.84	5,952.07
As per Last Balance Sheet	(784.37)	138.76
<b>Add: Profit/(loss) for the year</b>	4.99	4.85
Add: Other Comprehensive Income for the year	237.50	237.50
Less: Dividend Paid ( per share Rs. 0.50)	48.82	48.35
Less: Tax on Dividend Paid	18.28	-
Less: Other Adjustments	4,725.86	5,809.83
<b>Total</b>	<b>11,900.40</b>	<b>12,984.37</b>

**Capital Reserve**

Capital Reserve includes:

- ₹ 1,240.00 lakhs ( as at 31st March, 2018 ₹ 1,240.00 lakhs) representing the reserves arising on forfeiture of 75,00,000 share warrants issued on preferential basis.
- ₹ 11.65 lakhs (as at 31st March, 2018 ₹ 11.65 lakhs) representing reserves arising on amalgamation pursuant to the scheme of arrangement with erstwhile Dhanashree Projects Limited. The said scheme was sanctioned by the Honorable High Court of Bangalore and Kolkata vide order dated August 12, 2010 and September 15, 2010 respectively.

**Securities Premium Reserve :**

Securities Premium Reserve represents the amount received in excess of par value of equity shares issued by the company and is to be utilised for as specified under Section 52 of Companies Act, 2013.

**General Reserve :**

The general reserve is created from time to time by appropriating profits from retained earnings. The general reserve is created by transfer from one component of equity to another and accordingly it is not reclassified to the Statement of profit and loss.

**Retained earnings :**

Retained earnings generally represents the undistributed profit/ amount of accumulated earnings of the company. Any actuarial gains and losses arising on defined benefit obligations have been recognised in retained earnings. Other adjustments include adjustments in effective rate of interest considered for measuring interest free loan given to subsidiaries in earlier years.

**NOTE 14**

**NON CURRENT BORROWINGS  
(Unsecured)**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
<b>Loan from Related Parties</b>		
From Bodies Corporate (Refer Note 30)	1,499.50	1,049.50
<b>Loan from Others</b>		
From Bodies Corporate	144.00	-
	<b>1,643.50</b>	<b>1,049.50</b>

**Terms of Repayment**

These loans are repayable in the financial year 2020-21. Interest rate wherever applicable, is 12%.



## NOTE 15

### NON CURRENT PROVISIONS

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Provision for Leave Encashment	22.09	22.16
Provision for Gratuity	7.09	6.76
	<u>29.18</u>	<u>28.92</u>

## NOTE 16A

### CURRENT BORROWINGS

(Secured)

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
(Repayable on Demand)		
Cash Credit from Bank	137.45	733.30
	<u>137.45</u>	<u>733.30</u>

(Secured by hypothecation of entire stocks and other movables of the company including all movable Plant and Machinery, Furniture and Fixtures, Vehicles, Computers and other accessories etc. stored or to be stored, at the premises / godowns of the company's contract division and also all present and future book debts, outstanding monies, receivables, claims, bills etc. and equitable mortgage of immovable properties at 9MW Harangi Hydro Electric Project)

## NOTE 16B

### TRADE PAYABLES

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Payables 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	1,204.75	2,005.12
	<u>1,204.75</u>	<u>2,005.12</u>

- (a) The Company has not received information from vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (the Act) and hence disclosure relating to amounts unpaid as at the year end together with interest paid/payable under the Act has not been given.
- (b) Payables for goods and services includes acceptances amounting to ₹ NIL (Previous Year as on 31st March, 2018: ₹ 841.09 lakhs)
- (c) Includes ₹ NIL (Previous Year as on 31st March, 2018: ₹ 0.15 lakhs) payable to Subsidiaries and Associate (Refer Note 30)
- (d) Includes ₹ 0.11 lakhs (Previous Year as on 31st March 2018: ₹ 0.87 lakhs) payable to other related parties (Refer Note 30)

## NOTE 16C

### OTHER CURRENT FINANCIAL LIABILITIES

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Payable towards Purchase of Investments	3,998.81	3,998.81
Advance against Sale of Shares (Secured) [Refer Note 6A(b)]	0.54	0.54
Interest accrued on borrowings		
- Related parties (Refer Note 30)	298.49	148.62
- Others	19.07	8.53
	<u>317.56</u>	<u>157.15</u>
Interest accrued on Others	207.64	191.94
Unpaid Dividends	8.79	7.42
Other Payables	91.76	91.75
	<u>4,625.10</u>	<u>4,447.62</u>



**NOTE 17**  
**OTHER CURRENT LIABILITIES**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Advance from customers	448.96	666.80
Statutory Payables	52.48	43.92
	<u>501.44</u>	<u>710.72</u>

**NOTE 18**  
**CURRENT PROVISIONS**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Provision for Leave Encashment	49.62	16.34
	<u>49.62</u>	<u>16.34</u>

**NOTE 19**  
**REVENUE FROM OPERATIONS**

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Sale of Products		
- Hydro power (*)	1,069.89	1,117.85
- Wind power (*)	187.28	188.25
- Construction contracts	77.17	126.07
- Traded goods	-	2,414.48
	<u>1,334.34</u>	<u>3,846.65</u>
Sale of Services	-	176.25
	<u>1,334.34</u>	<u>4,022.90</u>

**(\*) Total number of the units generated and sold (In million units)**

- Hydro power	29.48 m.u.	32.27 m.u.
- Wind power	5.34 m.u.	5.54 m.u.

**Note :**

Revenue from sale of power, is accounted for on the basis of billing to Electricity Board in Karnataka as per Tariff approved by State Electricity Regulatory Commission in accordance with the provisions of the Long Term Power Purchase Agreement executed in this respect.

**NOTE 20**  
**OTHER INCOME**

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Interest Income on Financial assets at amortised cost	474.99	476.86
Liability & Provision no longer required written back	22.87	0.23
Insurance Claim Received	-	42.96
Fair value adjustment for prepayment of financial asset	71.82	16.61
Miscellaneous income	-	5.07
	<u>569.68</u>	<u>541.73</u>



## NOTE 21

### COST OF MATERIALS CONSUMED

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Cost of Material Consumed	69.61	75.21
	<u>69.61</u>	<u>75.21</u>

## NOTE 22

### PURCHASE OF STOCK-IN-TRADE

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Purchase of Stock-In-Trade [Refer Note below]	-	2,344.10
	<u>-</u>	<u>2,344.10</u>
<b>Note :</b>		
Solar Photovoltaic Module (Indigneous)	-	2,344.10
	<u>-</u>	<u>2,344.10</u>

## NOTE 23

### CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Opening stock of Contract Work-in-Progress	106.72	91.97
Less :Closing stock of Contract Work-in-Progress	125.65	106.72
<b>(Increase)/ Decrease in Inventory</b>	<u>(18.93)</u>	<u>(14.75)</u>

## NOTE 24

### EMPLOYEE BENEFITS EXPENSES

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Salaries & Wages	431.96	326.68
Contribution to Provident and other Funds	12.14	22.13
Staff welfare expenses	9.43	16.21
	<u>453.53</u>	<u>365.02</u>

As per Indian Accounting Standard 19 "Employee Benefits" the disclosure of Employee Benefits as defined in the Standards are given below:

#### A) Defined Contribution Scheme:

Contribution to defined contribution schemes, recognised for the year are as under:

Particulars	(₹ in lakhs)	
	31st March, 2019	31st March, 2018
Employer's contribution to Provident Fund	1.41	1.39
Employer's contribution to Pension Fund	3.20	3.15
<b>Total</b>	<u>4.61</u>	<u>4.54</u>

#### B) Defined Benefit Scheme :

The employee's Gratuity fund scheme managed by Life Insurance Corporation of India is a defined benefit plan. The present value of obligations is determined based on actuarial valuation using projected unit credit method which recognises each period of services as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.



The obligation for leave encashment is recognised in the same manner as Gratuity.

(₹ in lakhs)

Particulars	31st March, 2019	31st March, 2018
<b>i) Change in the fair value of the defined benefit obligation :</b>		
<b>Gratuity (Funded)</b>		
Liability at the beginning of the year	79.32	64.67
Interest Cost	5.71	4.53
Current Service Cost	6.74	5.20
Past Service Cost	-	12.93
Acquisition cost	-	-
Actuarial (gain) / loss on obligations	(10.29)	(4.46)
Benefits paid	(8.37)	(3.55)
Liability at the end of the year	<u>73.11</u>	<u>79.32</u>
<b>Leave Encashment (Unfunded)</b>		
Liability at the beginning of the year	38.50	36.53
Interest Cost	2.84	2.61
Current Service Cost	3.21	2.34
Acquisition Cost	-	-
Actuarial (gain) / loss on obligations	(10.71)	(2.41)
Benefits paid	(2.17)	(0.57)
Liability at the end of the year	<u>31.67</u>	<u>38.50</u>
<b>Particulars</b>	<b>31st March, 2019</b>	<b>31st March, 2018</b>
<b>ii) Changes in the Fair Value of Plan Asset</b>		
<b>Gratuity (Funded)</b>		
Fair value of Plan Assets at the beginning of the year	72.56	67.93
Interest Income	5.20	4.78
Acquisition Adjustment	-	-
Contributions by the Company	-	-
Benefits paid	(8.37)	(3.55)
Actuarial gain / (loss) on Plan Assets	(3.37)	3.40
Fair value of Plan Assets at the end of the year	<u>66.02</u>	<u>72.56</u>
<b>Particulars</b>	<b>31st March, 2019</b>	<b>31st March, 2018</b>
<b>iii) Amount Recognized in Balance Sheet</b>		
<b>Gratuity (Funded)</b>		
Liability at the end of the year	73.11	79.32
Fair value of Plan Assets at the end of the year	66.02	72.56
Liability/(Assets) recognised in the Balance Sheet	<u>7.09</u>	<u>6.76</u>
<b>Leave Encashment (Unfunded)</b>		
Liability at the end of the year	31.67	38.50
Fair value of Plan Assets at the end of the year	-	-
Liability/(Assets) recognised in the Balance Sheet	<u>31.67</u>	<u>38.50</u>



		(₹ in lakhs)	
Particulars		31st March, 2019	31st March, 2018
<b>iv)</b>	<b>Components of Defined Benefit Cost</b>		
	<b>Gratuity (Funded)</b>		
	Current Service Cost	6.74	5.20
	Past Service Cost	-	12.93
	Interest Cost	5.71	4.53
	Interest Income on Plan Asset	(5.20)	(4.78)
	Net Actuarial (gain) / loss on remeasurement recognised in OCI	(6.92)	(7.86)
	Total Defined Benefit Cost recognised in Profit and Loss and OCI	<u>0.33</u>	<u>10.02</u>
	<b>Leave Encashment (Unfunded)</b>		
	Current Service Cost	3.21	2.34
	Interest Cost	2.84	2.61
	Interest Income on Plan Asset	-	-
	Net Actuarial (gain) / loss on remeasurement recognised in OCI	(10.71)	(2.41)
	Total Defined Benefit Cost recognised in Profit and Loss and OCI	<u>(4.66)</u>	<u>2.54</u>
	<b>Particulars</b>	<b>31st March, 2019</b>	<b>31st March, 2018</b>
<b>v)</b>	<b>Balance Sheet Reconciliation</b>		
	<b>Gratuity (Funded)</b>		
	Opening Net Liability	6.76	(3.26)
	Expenses as above	0.33	10.02
	Acquisition Cost	-	-
	Employers Contribution	-	-
	Amount Recognized in Balance Sheet	<u>7.09</u>	<u>6.76</u>
	<b>Leave Encashment (Unfunded)</b>		
	Opening Net Liability	38.50	36.53
	Expenses as above	(4.66)	2.54
	Acquisition cost	-	-
	Benefits Paid	(2.17)	(0.57)
	Employers Contribution	-	-
	Amount Recognized in Balance Sheet	<u>31.67</u>	<u>38.50</u>
	<b>Particulars</b>	<b>31st March, 2019</b>	<b>31st March, 2018</b>
<b>vi)</b>	<b>Principal Actuarial assumptions as at the Balance Sheet date</b>		
	Discount Rate	7.60%	7.60%
	Salary Increase	7%	7%
	Mortality Rate	IALM (2006-2008) Ult	IALM (2006-2008) Ult
	Retirement Age (years)	60	60
	Rate of Return on Plan Assets	9%	9%



	(₹ in lakhs)	
Particulars	31st March, 2019	31st March, 2018
<b>vii) Recognised in Other Comprehensive Income:</b>		
<b>Gratuity (Funded)</b>		
Actuarial gain/(loss) arising from :		
- Change in Financial Assumptions	-	(2.24)
- Change in Experience Adjustments	(10.29)	(2.22)
Return on Plan Assets (greater)/less than discount Rate	3.37	(3.39)
Actuarial gain/(loss) recognised in Other Comprehensive Income	<u>(6.92)</u>	<u>(7.85)</u>
<b>Particulars</b>	<b>31st March, 2019</b>	<b>31st March, 2018</b>
<b>Gratuity (Funded)</b>		
Current Liability (within 12 months)	-	-
Non-Current Liability	7.09	6.76
<b>Leave Encashment (Unfunded)</b>		
Current Liability (within 12 months)	9.58	16.34
Non- Current Liability	22.09	22.16
<b>Particulars</b>	<b>31st March, 2019</b>	<b>31st March, 2018</b>
<b>Sensitivity analysis</b>		
<b>Gratuity (Funded)</b>		
<b>For the year ended :</b>		
Discount Rate		
+1%	(5.82)	(5.00)
-1%	6.88	5.91
Salary Growth Rate		
+1%	6.25	5.48
-1%	(5.90)	(5.07)
<b>Leave Encashment (Unfunded)</b>		
<b>For the year ended:</b>		
Discount Rate		
+1%	(10.13)	(2.35)
-1%	3.15	2.83
Salary Growth Rate		
+1%	3.14	2.82
-1%	(2.67)	(2.38)

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (projected unit credit method) has been applied as when calculating the defined benefit obligation recognised within the Balance Sheet.



(₹ in lakhs)

Particulars	31st March, 2019	31st March, 2018
<b>Estimate of expected benefit payments (In absolute terms)</b>		
<b>Gratuity (Funded)</b>		
Within 1 year	26.07	29.24
1-2 year	0.46	6.23
2-3 year	0.57	4.33
3-4 year	2.30	0.55
4-5 year	0.86	1.96
5-10 years	43.77	28.89
<b>Leave Encashment (Unfunded)</b>		
Within 1 year	9.94	16.95
1-2 year	0.19	2.50
2-3 year	0.23	1.67
3-4 year	0.68	0.22
4-5 year	0.30	0.59
5-10 years	11.76	8.82
<b>Estimate of expected employer contribution</b>		
<b>Gratuity (Funded)</b>		
Within 1 year	6.53	6.33
<b>Leave Encashment (Unfunded)</b>		
Within 1 year	N/A	N/A
<b>Particulars</b>		
<b>31st March, 2019</b>		
<b>31st March, 2018</b>		
<b>Weighted average duration of defined benefit obligation</b>		
<b>Gratuity (Funded)</b>		
Duration (in years)	13	8
<b>Leave Encashment (Unfunded)</b>		
Duration (in years)	11	8
<b>Particulars</b>		
<b>31st March, 2019</b>		
<b>31st March, 2018</b>		
Average no of people employed	39	41

**Notes: (As certified by Independent Actuary)**

- 1 Assumptions relating to future salary increases, attrition, interest rate for discount and overall expected rate of return on assets have been considered based on relevant economic factors such as inflation, seniority, promotion, market growth and other factors as applicable to the period over which the obligation is expected to be settled.
- 2 The expected return on Plan assets is based on market expectation at the beginning of the year. The rate of return on long term Government Bonds is taken as reference for this purpose.
- 3 In respect of Funded Gratuity, the funds are managed by the insurer and therefore the percentage or amount that each major category constitutes the fair value of total plan assets and effect thereof on overall expected rate of return on asset is not ascertainable.
- 4 Acquisition adjustment represents amount in respect of certain employees transferred into / transferred from the Company.





**NOTE 25**  
**FINANCE COSTS**

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Interest Expenses		
On Cash Credit	66.23	111.73
On Other Borrowings	178.24	126.59
On Others	16.27	34.42
	<u>260.74</u>	<u>272.74</u>
Other Borrowing Costs	20.67	36.15
	<u>281.41</u>	<u>308.89</u>

**NOTE 26**  
**DEPRECIATION AND AMORTISATION**

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Depreciation of Property Plant and Equipment [Refer Note 5A]	279.76	288.39
Amortisation of Intangible Asset [Refer Note 5B]	1.26	1.36
	<u>281.02</u>	<u>289.75</u>

**NOTE 27**  
**OTHER EXPENSES**

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Payment to Auditors (excluding Service Tax/GST)		
- As Auditors	2.50	2.50
- For Taxation matters	1.60	1.60
- Other Services	1.95	1.45
Cost of Power Purchased	6.13	13.40
Stores and Spares consumed	6.75	3.18
Rent (Refer Note 31)	156.41	69.73
Repairs & Maintenance :		
- Plant & Machinery	84.30	88.94
Rates & Taxes	60.21	45.28
Travelling & Conveyance Expenses	31.49	36.14
Insurance	6.99	9.01
Legal & Professional charges	68.38	53.86
Security Services.	20.69	20.91
Telephone, Fax, Postal etc.	9.73	10.99
Loss on fair valuation of Financial Instruments	18.22	16.32
Financial Assets written off (Refer Note (ii) below)	1,261.80	343.70
Contract, Consultancy & Service charges	29.34	205.97
Miscellaneous Expenses [Refer (i) below]	61.32	121.45
<b>Total :</b>	<u>1,827.80</u>	<u>1,044.43</u>

(i) Miscellaneous Expenses includes Net (Gain) / Loss on foreign currency transactions of [₹ 2.98 lakhs] (Previous Year : ₹ 7.67 lakhs).

(ii) Includes loss of ₹ 848.29 lakhs due to modification in terms of repayment of certain loans to related parties. Also Refer Note 6B.



## NOTE 28

### TAX EXPENSE

The major components of tax expense for the years ended March 31, 2019 and March 31, 2018 are as under:

		(₹ in lakhs)	
Particulars		Year ended 31st March, 2019	Year ended 31st March, 2018
<b>A Income tax recognised in Statement of Profit and Loss</b>			
<b>Income Tax Expense:</b>			
Current year tax		–	93.92
<b>Deferred Tax :</b>			
Deferred Tax Expense		(206.06)	(80.71)
<b>Total Income Tax Expense</b>		<u>(206.06)</u>	<u>13.21</u>
<b>B The reconciliation of tax expense and the accounting profit multiplied by tax rate :</b>			
Particulars		Year ended 31st March, 2019	Year ended 31st March, 2018
Profit before tax		(990.42)	151.48
Applicable Tax Rate		33.06%	33.06%
Income tax expense calculated as per Applicable tax rate		(327.46)	50.08
80IA Deduction		–	(32.12)
Effect of other adjustments		121.41	(4.92)
<b>Income tax Expense recognised in Statement of Profit and Loss</b>		<u>(206.06)</u>	<u>13.05</u>
<b>C Income tax recognised in other comprehensive income</b>			
Particulars		Year ended 31st March, 2019	Year ended 31st March, 2018
<b>Deferred tax charge on</b>			
Remeasurement of gains of defined benefit obligation		1.93	2.40
<b>Income tax recognised in other comprehensive income</b>		<u>1.93</u>	<u>2.40</u>
<b>Bifurcation of the income tax recognised in Other Comprehensive Income into:</b>			
Items that will be reclassified to profit or loss		–	–
Items that will not be reclassified to profit or loss		1.93	2.40
<b>D Components of Other Comprehensive Income</b>			
Particulars		Year ended 31st March, 2019	Year ended 31st March, 2018
<b>Items that will not be reclassified to Statement of profit or loss</b>			
Remeasurement of gains of defined benefit obligation (net of tax)		4.99	4.85
		<u>4.99</u>	<u>4.85</u>



## NOTE 29

### CONTINGENT LIABILITIES AND COMMITMENTS (To the extent not provided for)

(₹ in lakhs)

Particulars	As at	As at
	31st March, 2019	31st March, 2018
<b>Contingent Liabilities</b>		
a) Claims against the company not acknowledged as debts		
i) Income Tax matters under disputes and pending in appeal	743.61	650.48
ii) Sales Tax matters under disputes and pending in appeal	–	22.52
iii) Service Tax matters under disputes and pending in appeal	15.41	15.41

The Company's pending litigation comprise of proceedings with income tax, sales tax and service tax authorities. The company has reviewed all its pending litigations and proceedings and has made adequate provisions, wherever required and disclosed the contingent liabilities, wherever applicable, in its financial statements. The company does not expect the outcome of these proceedings to have material impact on its financial position. Future cash outflows if any in respect of (i) to (iii) above are dependent upon the outcome of the decision/judgements.

i) The Company has given guarantee in respect of loan taken by one of it's subsidiaries.		
- Outstanding loan balance	8,722.97	9,039.35
ii) Bank guarantee	585.00	585.00

## NOTE 30

### RELATED PARTY DISCLOSURES PURSUANT TO INDIAN ACCOUNTING STANDARD - 24

<b>(A)</b>	<b>Key Management Personnel and their relative</b>	
	Sanjiv Saraf (Executive Director) (ceased to be Executive Director with effect from 30th May 2018)	
	Indira Saraf (Wife of the Executive Director)	
	Sanjay Kumar Gupta (Non-Executive Director)(ceased to be Non-Executive Director with effect from 15th March 2018)	
	Tarun Chaturvedi (Independent Non-Executive Director) (ceased to be Independent Non- Executive Director with effect from 30th January 2018)	
	Amar Singh (Promotor & Non-Executive Director)	
	Pankaja Kumari Singh (Promotor & Non-Executive Director)	
	Gouri Prasad Goenka (Independent Non-Executive Director)	
	Vinod Kumar Sharma (Executive Director with effect from 30th May 2018)	
	Vijoy Kumar (Independent Non-Executive Director)	
	Anil Gupta (Independent Non-Executive Director)	
	Bijay Kumar Garodia (Independent Non-Executive Director)	
	Sunil Dutt Sharma (Chief financial Officer) (with effect from 30th May 2018)	
	Amit Damani (Chief Financial Officer) (Ceased to be Chief Financial Officer with effect from 15th March 2018)	
	Vijayshree Binnani (Company Secretary)	
<b>(B)</b>	<b>Subsidiary Companies</b>	
	1	Ayyappa Hydro Power Limited
	2	EDCL Power Projects Limited
	3	Eastern Ramganga Valley Hydel Projects Company Private Limited
	4	Sarju Valley Hydel Projects Company Private Limited
	5	EDCL Arunachal Hydro Projects Private Limited



(C)	<b>Associate Companies</b>	
	1	Arunachal Hydro Power Limited
	<b>Subsidiaries of Arunachal Hydro Power Limited :-</b>	
	(i)	EDCL Seppa Beyong Hydro Electric Private Limited
	(ii)	EDCL Seppa Dunkho Hydro Electric Private Limited
	(iii)	EDCL Seppa Jung Power Private Limited
	(iv)	EDCL Seppa Kawa Power Private Limited
	(v)	EDCL Seppa Lada Hydro Electric Private Limited
	(vi)	EDCL Seppa Marjingla Hydro Electric Private Limited
	(vii)	EDCL Seppa Nire Hydro Electric Private Limited
	(viii)	EDCL Seppa Pachuk Power Private Limited
	(ix)	EDCL Seppa Rieng Power Private Limited
	(x)	EDCL Tawang Lower Tsachu Hydro Electric Private Limited
(xi)	EDCL Tawang Power Private Limited	
(xii)	EDCL Tawang Upper Tsachu Hydro Electric Private Limited	
(D)	<b>Individuals having significant influence directly or indirectly (Promoter and their relatives)</b>	
	Amar Singh (Non Executive Chairman )	
	Pankaja Kumari Singh (Wife of the Non Executive Chairman)	
(E)	<b>Enterprises over which individuals mentioned in (D) above exercises significant influence</b>	
	1	Startrack Vinimay Private Limited
	2	Sarvottam Caps Private Limited

The aggregate amount of transactions with the related parties as mentioned in (A) above is as below:

(₹ in lakhs)

Particulars		2018-19	2017-18
<b>Transaction during the year</b>			
i)	<b>Remuneration :</b>		
	- Vinod Kumar Sharma	47.81	-
	- Sanjiv Saraf	3.66	48.20
	- Amit Damani	1.29	9.79
	- Sunil Dutt Sharma	16.00	-
	- Vijayshree Binnani	5.42	6.23
ii)	<b>Rent Paid</b>		
	- Indira Saraf	-	10.54
iii)	<b>Sitting Fees</b>		
	- Gouri Prasad Goenka	0.20	0.40
	- Anil Gupta	1.70	0.80
	- Bijay Kumar Garodia	0.20	0.40
	- Vijoy Kumar	2.30	2.20
	- Sanjay Kumar Gupta	-	1.70
<b>Balances as at the year end :</b>		<b>31.03.2019</b>	<b>31.03.2018</b>
i)	<b>Payable</b>		
	- Vinod Kumar Sharma	0.01	-
	- Amit Damani	-	0.87
	- Sunil Dutt Sharma	0.10	-

**Note :** Post employment benefit has not been disclosed separately as the same is not ascertainable.



The aggregate amount of transactions with the related parties as mentioned in (B) above is as given below:

(i) **Investments in Equity shares of Subsidiaries / Associates :** (₹ in lakhs)

Name of the Company		Transactions during the year		Outstanding Balances as at the year end	
		Investments made		31.03.2019	31.03.2018
		2018-19	2017-18		
1	AYYAPPA HYDRO POWER LIMITED	-	-	3,000.00	3,000.00
2	EDCL POWER PROJECTS LIMITED	-	-	400.00	400.00
3	EASTERN RAMGANGA VALLEY HYDEL PROJECTS COMPANY PRIVATE LIMITED	-	-	0.51	0.51
4	SARJU VALLEY HYDEL PROJECTS COMPANY PRIVATE LIMITED	-	-	0.51	0.51
5	EDCL ARUNACHAL HYDRO PROJECT PRIVATE LIMITED	-	-	101.00	101.00
6	ARUNACHAL HYDRO POWER LIMITED	-	-	355.20	355.20
<b>Total :</b>		-	-	<b>3,857.22</b>	<b>3,857.22</b>

(ii) **Investments in Preference Shares of subsidiaries/ Associate :-** (₹ in lakhs)

Name of the Company		Transactions during the year				Outstanding Balances as at the year end	
		Investments made		Investments sold		31.03.2019	31.03.2018
		2018-19	2017-18	2018-19	2017-18		
1	AYYAPPA HYDRO POWER LIMITED	-	-	-	-	2,200.00	2,200.00
2	EASTERN RAMGANGA VALLEY HYDEL PROJECTS COMPANY PRIVATE LIMITED	-	-	-	-	381.89	381.89
3	SARJU VALLEY HYDEL PROJECTS COMPANY PRIVATE LIMITED	-	-	-	-	233.38	233.38
4	ARUNACHAL HYDRO POWER LIMITED	-	-	-	-	792.00	792.00
5	EDCL SEPPA BEYONG HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	165.07	52.13	52.13
6	EDCL SEPPA DUNKHO HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	165.07	52.13	52.13
7	EDCL SEPPA JUNG POWER PRIVATE LIMITED	-	-	-	165.07	52.13	52.13
8	EDCL SEPPA KAWA POWER PRIVATE LIMITED	-	-	-	165.07	52.13	52.13
9	EDCL SEPPA LADA HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	165.07	52.13	52.13
10	EDCL SEPPA MARJINGLA HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	165.07	52.13	52.13
11	EDCL SEPPA NIRE HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	82.62	26.09	26.09
12	EDCL SEPPA PACHUK POWER PRIVATE LIMITED	-	-	-	165.07	52.13	52.13
13	EDCL SEPPA RIANG POWER PRIVATE LIMITED	-	-	-	144.27	45.56	45.56
<b>Total :</b>		-	-	-	<b>1,382.38</b>	<b>4,043.83</b>	<b>4,043.83</b>

(a) Purchase/Sale of Shares of the subsidiaries/ associate with other parties has been adjusted in outstanding balances as at the year end.



(₹ in lakhs)

(iii) Loans given to subsidiaries / associate :

Name of the Company	Transactions during the year										Outstanding Balances as at the year end	
	Loans Given		Proceeds from Repayment of Loans				Interest Income		Modification Gain Loss		Loans	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
1	0.89	481.82	794.64	108.50	321.97	311.13	(708.29)	1.00	1,906.76	3,086.82		
2	89.60	288.30	80.95	203.42	35.15	26.14	(66.26)	3.88	270.22	292.68		
3	-	-	-	-	7.01	6.25	-	-	65.38	58.38		
4	-	-	-	-	2.90	2.59	-	-	27.06	24.16		
5	-	2.16	1.02	-	1.85	1.56	(4.80)	-	12.10	16.07		
6	-	-	-	88.26	63.20	65.89	(1.15)	11.74	568.72	526.67		
<b>Total :</b>	<b>90.49</b>	<b>772.28</b>	<b>876.60</b>	<b>400.19</b>	<b>432.07</b>	<b>413.56</b>	<b>(780.50)</b>	<b>16.61</b>	<b>2,870.24</b>	<b>4,004.78</b>		

The loan is Interest free and unsecured. It has been fair valued and the same has been presented in balance sheet with a corresponding deemed investment in equity. Early repayments resulting in modification gain/(loss) have been adjusted with repayments as given in the schedule above.



(b) Sale of preference shares with respect to parties referred in 5-13 above have been to a related party of the Company.

**Deemed Equity**

(₹ in lakhs)

Particulars	Transactions during the year				Outstanding Balances	
	Addition		Charge off		Other Receivables	
	2018-19	2017-18	2018-19	2017-18	31.03.2019	31.03.2018
AYYAPPA HYDRO POWER LIMITED	0.11	312.13	370.27	312.13	0.11	370.27
EDCL ARUNACHAL HYDRO PROJECT PRIVATE LIMITED	-	13.30	1.93	1.56	-	1.93
EDCL POWER PROJECTS LIMITED	11.23	30.01	34.92	30.01	11.23	34.92

(iv) Payment of expenses on behalf of Subsidiaries / Associates :

(₹ in lakhs)

Name of the Company		Transactions during the year				Outstanding Balances as at the year end	
		Expenses incurred on behalf		Amount Recovered		Other Receivables	
		2018-19	2017-18	2018-19	2017-18	31.03.2019	31.03.2018
1	AYYAPPA HYDRO POWER LIMITED	33.99	9.42	34.09	9.42	-	0.10
2	EDCL POWER PROJECTS LIMITED	1.76	13.69	1.85	13.71	-	0.09
3	EASTERN RAMGANGA VALLEY HYDEL PROJECTS COMPANY PRIVATE LIMITED	-	0.47	-	-	0.47	0.47
4	SARJU VALLEY HYDEL PROJECTS COMPANY PRIVATE LIMITED	-	-	-	-	0.00	0.00
5	EDCL ARUNACHAL HYDRO PROJECT PRIVATE LIMITED	0.23	0.00	0.23	0.00	-	-
6	ARUNACHAL HYDRO POWER LIMITED	-	-	-	-	-	-
7	EDCL SEPPA BEYONG HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	-	0.00	0.00
8	EDCL SEPPA DUNKHO HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	-	0.00	0.00
9	EDCL SEPPA JUNG POWER PRIVATE LIMITED	-	-	-	-	0.00	0.00
10	EDCL SEPPA KAWA POWER PRIVATE LIMITED	-	-	-	-	0.00	0.00
11	EDCL SEPPA LADA HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	-	0.00	0.00
12	EDCL SEPPA MARJINGLA HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	-	0.00	0.00
13	EDCL SEPPA NIRE HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	-	0.00	0.00
14	EDCL SEPPA PACHUK POWER PRIVATE LIMITED	-	-	-	-	0.00	0.00
15	EDCL SEPPA RIANG POWER PRIVATE LIMITED	-	-	-	-	0.00	0.00
16	EDCL TAWANG LOWER TSACHU HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	-	0.00	0.00
17	EDCL TAWANG POWER PRIVATE LIMITED	-	-	-	-	0.00	0.00
18	EDCL TAWANG UPPER TSACHU HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	-	0.00	0.00
	<b>Total :</b>	<b>35.98</b>	<b>23.58</b>	<b>36.17</b>	<b>23.13</b>	<b>0.48</b>	<b>0.67</b>

(v) Payment of expenses by subsidiary on behalf of the company :

(₹ in lakhs)

Subsidiary Company		Transactions during the year				Outstanding Balances as at the year end	
		Expenses incurred		Expenses Reimbursed		Other Payables	
		2018-19	2017-18	2018-19	2017-18	31.03.2019	31.03.2018
1	EDCL POWER PROJECTS LIMITED	0.04	0.65	0.19	0.50	-	0.15
	<b>Total :</b>	<b>0.04</b>	<b>0.65</b>	<b>0.19</b>	<b>0.50</b>	<b>-</b>	<b>0.15</b>

(vi) Purchase of Investments from the Associates :

(₹ in lakhs)

Name of the Company		Transactions during the year		Outstanding Balances as at the year end	
		Cost of Investments			
		2018-19	2017-18	31.03.2019	31.03.2018
1	Arunachal Hydro Power Limited	-	(100.00)	-	-

**(vii) Guarantee given to banks on behalf of subsidiary :****(₹ in lakhs)**

		31.03.2019	31.03.2018
1	AYYAPPA HYDRO POWER LIMITED ( for business purpose) Outstanding balance of such loan	8,722.97	9,039.35

**The aggregate amount of transactions with the related parties as mentioned in (D) above is as below:****(₹ in lakhs)**

Particulars	2018-19	2017-18
<b>Transactions during the year :</b>		
<b>(i) Meeting Fees</b>		
– Amar Singh	2.10	0.80
– Pankaja Kumari Singh	1.00	0.80

**The aggregate amount of transactions with the related parties as mentioned in (E) above is as given below:****(₹ in lakhs)**

Particulars	2018-19	2017-18
<b>Transactions during the year :</b>		
<b>(i) Unsecured Loan received</b>		
- Startrack Vinimay Private Limited	50.00	150.00
- Sarvottam Caps Private Limited	400.00	400.00
<b>(ii) Interest Expenses</b>		
- Startrack Vinimay Private Limited	40.60	33.78
- Sarvottam Caps Private Limited	125.92	84.02
<b>(iii) Expenses incurred by the company on behalf of the party</b>		
- Startrack Vinimay Private Limited	0.19	0.29
- Sarvottam Caps Private Limited	0.12	0.11
<b>(iv) Expenses Reimbursed to the company</b>		
- Startrack Vinimay Private Limited	0.19	0.31
- Sarvottam Caps Private Limited	0.12	0.12

Particulars	31.03.19	31.03.18
<b>Balances as at the year end :</b>		
<b>(i) Unsecured Loans</b>		
- Startrack Vinimay Private Limited	350.00	300.00
- Sarvottam Caps Private Limited	1,149.50	749.50
<b>(ii) Interest accrued and due (Payable)</b>		
- Startrack Vinimay Private Limited	91.09	54.55
- Sarvottam Caps Private Limited	207.40	94.07
<b>(iii) Payable towards purchase of Investments</b>		
- Startrack Vinimay Private Limited	2,150.15	2,150.15
- Sarvottam Caps Private Limited	1,848.66	1,848.66

**Notes :**

- In respect of above parties, there is no provision for doubtful debts as on 31st March 2019 and no amount has been written off or written back during the year in respect of debts due from / to them.
- The above Related Party information is as identified by the Management and relied upon by the auditors.





**NOTE 31  
OPERATING LEASE**

- (a) The company has entered into arrangements of lease of land which has been classified as operating leases. These lease arrangements are non-cancellable in nature.

Rental expenses towards such non- cancellable operating lease charged to statement of profit and loss amounts to ₹ 3.72 lakhs (Previous Year ₹ 3.72 lakhs) and has been disclosed as "Rent" in Note 27 of the financial statement.

(₹ in lakhs)

Particulars	2018-19	2017-18
Within 1 year	3.72	3.72
1-5 years	16.68	16.68
more than 5 years	34.34	38.07
<b>Total</b>	<b>54.74</b>	<b>58.47</b>

- (b) The company has taken several premises under cancellable operating leases. The lease term is upto 5 years and have the option of renewal on expiry of the lease period based on mutual agreement of both the parties. Certain lease arrangements have been terminated during the year based upon mutual agreement of both the parties. Rental expenses towards cancellable operating lease charged to statement of profit and loss amounts to ₹ 152.68 lakhs (Previous year ₹ 65.44 lakhs) and has been disclosed as "Rent" in Note 27 of the financial statement.

**NOTE 32  
CONSTRUCTION CONTRACTS DISCLOSURES**

(₹ in lakhs)

Particulars		2018-19	2017-18
i)	Contract revenue recognised as revenue in the period	77.17	126.07
ii)	Contract costs incurred upto the reporting date	5,977.19	5,489.43
iii)	Advances received	52.06	269.91
iv)	Retention money with customers	103.61	57.42
v)	Gross amount due from customers for contract work	548.21	686.26

- (b) In case of long term contracts in operation, the foreseeable losses if any are recognised based on the management's estimation of percentage of completion and cost involved there against.

**NOTE 33  
EARNINGS PER SHARE**

(₹ in lakhs)

Particulars	2018-19	2017-18
<b>Basic and Diluted Earnings per share has been computed as under:</b>		
Profit/(Loss) after tax for the year	(784.36)	138.77
Weighted Average Number of Equity Shares issued (Nos.)	4,75,00,000.00	4,75,00,000.00
Basic and Diluted Earnings per Share (Face Value ₹ 10/- per share fully paid up )	(1.65)	0.29



## NOTE 34

### UNHEDGED FOREIGN CURRENCY EXPOSURE OF THE COMPANY AS AT THE YEAR END :

Particulars	Amount in foreign currency	
	31.03.19	31.03.18
<b>Payables</b>		
– Imports		
EURO	0.81	0.81
INR	62.77	65.13
USD	0.17	0.17
INR	11.52	10.84
<b>Receivables</b>		
USD	0.32	0.32
INR	21.95	20.64

## NOTE 35

### SEGMENT REPORTING

#### 1.1 Revenue

- (i) The disclosures pertaining to disaggregation of revenue and performance obligation in terms of Ind AS 115 -

Revenue from contracts with customers are as follows:

(a) **Generating Division**

The Generating division of the Company is principally engaged in production and sale of bulk power from Hydro Power and Wind Power Mills to various electricity boards. The Company owns and operates a 9MW Hydro-Electric Power project at Harangi, Karnataka and 6 MW Harangi Hydro-Electric Power Plant in Karnataka .It has two operating windmills of 1.5MW each located in Hassan and Chitradurga district in the state of Karnataka .

Power is supplied in accordance with the sale price, payment terms and other conditions as per the Power Purchase Agreements (“PPA”) entered into with various government institutions read along with the regulations of State Electricity Regulatory commission. Electricity generated each month is sold to the institutions set up under the government and credit period of 30 days is allowed for payment.

(b) **Contract Division**

The company engages in construction development, implementation, operation & maintenance of projects and consultancies. The company has executed various infrastructure related projects like bridges and hydro projects on contractual basis. A Memorandum of Understanding (MOU) is entered into with Public Works Department (PWD) of Dharamnagar, Agartala, Khowai division of Tripura and revenue from such activity is recognised progressively on percentage of completion method.Stage of completion of contracts in progress is assessed or estimated in proportion to the contract costs incurred relative to the estimated total cost of the contract.

The construction project shall be executed in the manner as prescribed in the MOU, Monthly Running account bill (R.A bill) shall be submitted to the departments within 30 days from the date of issue of completion certificate. All duties and taxes (Works contract tax, labour welfare, Cess, Service tax, Goods and Service Tax) shall be borne by the company.

(c) **Trading Division**

The company is basically engaged in purchase and sale of electrical equipments and metals. The company purchases such equipments from various parties and sells them to its customers.

Revenue is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs can be estimated reliably. After the vendor accepts delivery, a credit period of 30 days is allowed for payment.



- 1.2 Segments have been identified in line with the Indian Accounting Standards AS-108 taking into account the organization structure as well as the differencing risk and return. The Company's business segment comprises of (a) Generating Division - generation and sale of bulk power to various electricity boards; (b) Contract Division - construction development, implementation, operation & maintenance of projects and consultancies and (c) Trading Division - trading of Power equipments, metals etc. These have been identified by the Chief Operating Decision Maker (CODM) on the basis of the type of their respective sales and services rendered.

(₹ in lakhs)

Particulars	Generating Division		Contract Division		Trading Division		Total	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
<b>Revenue:</b>								
External sales	1,257.17	1,306.10	77.17	302.32	-	2,414.48	1,334.34	4,022.90
<b>Result:</b>								
Segments	782.74	895.46	(127.99)	(142.23)	(1.07)	11.50	653.68	764.73
Less : Interest and Finance Charges	-	-	-	-	-	-	281.41	308.89
Less : Other common expenses (net)	-	-	-	-	-	-	1,362.70	303.87
Total Profit Before Tax	-	-	-	-	-	-	(990.42)	151.97
Provisions For Tax	-	-	-	-	-	-	(206.06)	13.21
Profit After Tax	-	-	-	-	-	-	(784.36)	138.76

(₹ in lakhs)

Particulars	Generating Division		Contract Division		Trading Division		Total	
	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2019	As at 31st March, 2018
Segments Assets	3,586.02	3,866.77	1,272.32	1,412.05	2,692.07	2,692.50	7,550.41	7,971.31
Unallocable Corporate Assets	-	-	-	-	-	-	17,291.03	18,754.59
<b>TOTAL</b>							<b>24,841.44</b>	<b>26,725.90</b>
Segments Liabilities	28.08	63.10	1,001.29	1,198.37	480.07	1,324.37	1,509.44	2,585.84
Unallocable Corporate Liabilities	-	-	-	-	-	-	6,681.60	6,405.68
<b>TOTAL</b>							<b>8,191.04</b>	<b>8,991.52</b>

(₹ in lakhs)

Particulars	Generating Division		Contract Division		Trading Division		Total	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
Capital expenditure for the segment	0.42	0.33	-	0.19	-	-	0.42	0.52
Unallocable Corporate Capital Expenditure	-	-	-	-	-	-	-	4.52
<b>Total Capital Expenditure</b>							<b>0.42</b>	<b>5.04</b>
Depreciation and amortisation for the segment	255.28	257.72	13.25	17.98	-	-	268.52	275.70
Unallocable Depreciation and amortisation	-	-	-	-	-	-	11.23	14.05
<b>Total depreciation and amortisation</b>							<b>279.76</b>	<b>289.75</b>

- (a) Revenue and expenses have been identified to segment on the basis of their relationship to the operating activities of the segment. Revenue and expenses which relates to enterprise as a whole and not allocable to segment on a reasonable basis have been included under the head other common expenses.
- (b) As the company operates entirely in India no secondary segment has been identified for the above purpose.

**NOTE 36****FINANCIAL INSTRUMENTS****Capital Management**

The Company follows a capital management strategy. The primary objective is to ensure that Company maintains a healthy capital ratio in order to support its business operations, have sufficient financial flexibility for borrowing requirements, if any, in future and to maximise shareholder value. The Company's objective when managing capital is to safeguard their ability to continue as a going concern so that they can continue to provide returns for shareholders and benefits for other stake holders.

The company also uses gearing ratio to monitor capital. Gearing ratio is net debt divided by total capital. The gearing ratios are as follows:

**Gearing Ratio****(₹ in lakhs)**

Particulars	As at 31st March 2019	As at 31st March 2018
Total Debt (Net of Cash & Cash equivalent)	1,780.95	1,782.80
Total Capital	4,750.00	4,750.00
<b>Gearing Ratio</b>	<b>0.37</b>	0.38

**Categories of financial instruments**

The carrying value and fair value of financial instruments are as follows :

**(₹ in lakhs)**

Particulars	As at 31st March 2019	As at 31st March 2018
<b>Financial Assets (Current and Non-Current)</b>		
<b>Measured at Amortised Cost</b>		
(i) Trade Receivables	3,515.62	3,677.76
(ii) Cash & Cash Equivalents	16.09	55.65
(iii) Other Bank Balances	139.29	353.35
(iv) Loans	2,872.68	4,009.85
(v) Others Financial Asset	5,236.79	5,217.94
<b>Total</b>	<b>11,780.47</b>	13,314.55
<b>Measured at Fair Value through Profit and Loss</b>		
(i) Investment other than investment in subsidiaries and associates	11.34	407.12
<b>Total</b>	<b>11.34</b>	407.12
<b>Financial Liabilities (Current and Non-Current)</b>		
<b>Measured at amortised Cost</b>		
(i) Borrowings	1,780.95	1,782.80
(ii) Trade Payable	1,204.75	2,005.12
(iii) Other Financial Liabilities	4,625.10	4,447.62
<b>Total</b>	<b>7,610.80</b>	8,235.55

The management considers that the above carrying amounts of financial assets and financial liabilities recognized in the financial statements approximate their fair values.

**Fair Valuation Techniques**

The fair values of the financial assets and liabilities are included at the amount 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 following methods and assumptions were used to estimate the fair values:

1. The fair value of cash and cash equivalents, trade receivables, trade payables, current borrowings, current financial liabilities and assets approximate their carrying amount largely due to the short-term nature of these instruments. The Management considers that the carrying amounts of financial assets and financial liabilities recognised at nominal cost/amortised cost in the financial statements approximate their fair values.
2. Long-term debts are from Body Corporate and the rate of interest are reviewed annually.



### Fair value hierarchy

The Company categorizes assets and liabilities measured at fair value into one of three levels as mentioned in Note 3.1 depending on the ability to observe inputs employed in their measurement.

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as at balance sheet date:

(₹ in lakhs)

Particulars	Fair value	
	As at 31st March 2019	As at 31st March 2018
<b>Financial assets - LEVEL 3</b>		
Investment in Equity Instruments (Unquoted)	2.29	2.29

During the year ended 31st March 2019 and 31st March 2018, there was no transfer between Level 3 fair value measurements. Further, there is no transaction / balance for Level 1 and Level 2 categories.

Unquoted investments in shares have been valued based at cost as the latest audited financial statements were not available. There were no external unobservable inputs or assumptions used in such valuation.

### Financial Risk Factors

The Company's activities expose it to a variety of financial risks – market risk, credit risk and liquidity risk. The Board of Directors reviews and approves policies for managing each of these risks, which are summarized below:

#### Market Risk

Market risk is the risk or uncertainty arising from possible market price movements resulting in fluctuation of the fair value of future cash flows of a financial instrument. The major components of Market risks are price risk, interest rate risk and foreign currency exchange risk.

Financial instruments affected by market risk includes borrowings.

#### a. Foreign Currency Risk

The company does not have significant transaction in foreign currency and accordingly it is not exposed to foreign currency risk. There are certain old outstanding balances which are unhedged. The details of the unhedged foreign currency exposures are given in Note No. 35. The management continuously reviews the exchange rates and are in process of settling the balances.

#### b. Interest Rate Risk

The Company's exposure in market risk relating to change in interest rate primarily arises from floating rate borrowing with banks and financial institutions.

With all other variables held constant, the following table demonstrates the impact of the borrowing cost on floating rate portion of loans and borrowings and excluding loans on which interest rate swaps are taken.

Name of Borrowings	Increase in basis points	For the year ended March 31, 2019	For the year ended March 31, 2018
Cash Credit	0.5	8.25	44.00
Loan from Related Parties	0.25	44.99	31.49
Loan from Others	0.25	4.32	–

A decrease in 0.50 basis point in Cash Credit & 0.25 basis point in Other Loans would have an equal and opposite effect on the company's financial statements.

#### c. Other price risk

The company is not exposed to any other price risk.

**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. Trade Receivables of the company mainly comprises of receivables from state electricity boards and government department and hence such risk is negligible. Trade receivables in case of trading operations are from various private parties and are therefore exposed to general credit risk. The company has a policy to monitor such risk on an ongoing basis. However the Company is exposed to credit risk from its lending activities to its subsidiaries.

The Company establishes an allowance for impairment that represents its estimate of incurred losses in respect of receivables.

The carrying amount of respective financial assets recognised in the financial statements, (net of impairment losses) represents the Company's maximum exposure to credit risk.

**Financial assets that are neither past due nor impaired**

Cash and cash equivalents, investment and deposits with banks are neither past due nor impaired. Cash and cash equivalents with banks are held with reputed and credit worthy banking institutions.

**Financial assets that are past due but not impaired**

Trade receivables disclosed include amounts that are past due at the end of the reporting period but against which the Company has not recognised an allowance for doubtful receivables because there has not been a significant change in credit quality and the amounts are still considered recoverable.

**Liquidity Risk**

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. The Company is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. The Company monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Company's operations and to mitigate the effects of fluctuations in cash flows.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The information included in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows. The contractual maturity is based on the earliest date on which the Company may be required to pay.

(₹ in lakhs)

Particulars	Less than 1 year	1 year – 3 years	More than 3 years	Total
<b>As at March 31, 2019</b>				
Interest bearing borrowings (including current maturities)	137.45	1,643.50	–	1,780.95
Payable towards Purchase of Investments	3,998.81	–	–	3,998.81
Advance against Sale of Shares	0.54	–	–	0.54
Interest Accrued and Due on borrowings	525.20	–	–	525.20
Trade Payable	1,204.75	–	–	1,204.75
Unpaid Dividend	8.79	–	–	8.79
Other Liabilities	91.76	–	–	91.76
<b>Total</b>	<b>5,967.30</b>	<b>1,643.50</b>	<b>–</b>	<b>7,610.80</b>
<b>As at March 31, 2018</b>				
Interest bearing borrowings (including current maturities)	733.30	1,049.50	–	1,782.80
Payable towards Purchase of Investments	3,998.81	–	–	3,998.81
Advance against Sale of Shares	0.54	–	–	0.54
Interest Accrued and Due on borrowings	349.09	–	–	349.09
Trade Payable	2,005.12	–	–	2,005.12
Unpaid Dividend	7.42	–	–	7.42
Other Liabilities	91.75	–	–	91.75
<b>Total</b>	<b>7,186.05</b>	<b>1,049.50</b>	<b>–</b>	<b>8,235.55</b>



**Unused Line of Credit**

(₹ in lakhs)

Particulars	As at 31st March 2019	As at 31st March 2018
Cash Credit	862.55	266.70

The company has current financial assets which will be realised in ordinary course of business and unused line of credits as given above. The Company monitors its rolling forecast of its liquidity requirements to ensure it has sufficient cash to meet expected operational requirements.

The company relies on mix of borrowings and operating cash flows to meet its need for funds and ensures that it does not breach any financial covenants stipulated by the lender.

**NOTE 37**

**EVENTS AFTER THE REPORTING PERIOD**

The board of Directors have recommended dividend of ₹ 0.5 per fully paid up equity share of ₹ 10 each, aggregating ₹ 286.32 lakhs, including ₹ 48.82 lakhs Dividend distribution Tax for the financial year 2018-19, which is based on relevant share capital as on 31st March, 2019. The actual dividend amount will be dependent on the relevant share capital outstanding as on the record date/ book closure.

**NOTE 38**

These financial statements have been approved by the Board of Directors of the Company on 30th May, 2019 for issue to the shareholders for their adoption.

As per our Report of even date  
For **A L P S & Co**  
Chartered Accountants  
Firm's ICAI Registration No. 313132E  
Sd/- **A. K. Khetawat**  
*Partner*  
Membership No. 052751  
Place : New Delhi  
Dated : 30th May, 2019

**For and on behalf of the Board of Directors**  
Sd/- **Amar Singh**, *Non Executive Director* (DIN : 00165567)  
Sd/- **Pankaja Kumari Singh**, *Director* (DIN : 00199454)  
Sd/- **Vinod Kumar Sharma**, *Executive Director* (DIN : 02879206)  
Sd/- **Vijoy Kumar**, *Director* (DIN : 02970626)  
Sd/- **Sunil Dutt Sharma**, *Chief Financial Officer*  
Sd/- **Vijayshree Binnani**, *Company Secretary*



## **INDEPENDENT AUDITORS' REPORT**

**TO**

**THE MEMBERS OF ENERGY DEVELOPMENT COMPANY LIMITED**

### **Report on the Audit of the Consolidated Financial Statements**

#### **Qualified Opinion**

We have audited the Consolidated Financial Statements of Energy Development Company Limited (hereinafter referred to as "the Holding Company") and its subsidiaries (the holding company and its subsidiary together referred to as "the Group") and its associate, which comprise the Consolidated Balance Sheet as at 31st March, 2019, the Consolidated Statement of Profit and Loss (including other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory notes for the year ended on that date (hereinafter referred to as "Consolidated Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis of Qualified Opinion paragraph below, the aforesaid Consolidated Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the group as at 31st March, 2019, and its profit, its changes in equity and its cash flows for the year ended on that date.

#### **Basis for Qualified Opinion**

Attention is drawn to Note 8 of the Consolidated Financial Statements regarding investments and loans aggregating to ₹ 1,817.26 lakhs in the State of Arunachal Pradesh and Uttarakhand Undertaking transferred pursuant to the agreement therein and Note 8(b) consideration of ₹ 4,994.52 lakhs recoverable in this respect. In view of the uncertainty regarding implementation of the projects and fulfilment of the condition precedent to the agreement, impairment in the value thereof and consideration amount recoverable, is presently not ascertainable and as such cannot be commented upon by us.

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditors' 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 the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Key Audit Matters**

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. In addition to the matter described in the Basis for Qualified Opinion section of our report, we have considered the matters described below to be the key audit matters for incorporation in our report.





Sl. No.	Key Audit Matters	Addressing the Key Audit Matters
1.	<p><b>Trade Receivables</b></p> <p>Gross Trade Receivable of the Group is ₹ 3647.97 Lakhs as on 31st March 2019. This includes significant amounts, which have fallen due for payment and are lying outstanding for a considerable period of time. (Note No. 13 of the Consolidated Financial Statements)</p> <p>The Group is exposed to potential risk of financial loss when the customers fail to meet their contractual obligations.</p> <p>The recoverable amount was estimated by management based on assessment of recoverability on case to case basis and required significant audit attention. The Group evaluates whether there is any objective evidence that trade receivables are impaired and determines the amount of impairment allowance as a result of the inability of the customers to make required payments. The Group bases the estimates on the ageing of the trade receivables, credit worthiness of the parties and historical write-off experience.</p>	<p>Our audit procedures based on which we arrived at the conclusion regarding the carrying amount of Trade Receivables include the following:</p> <ul style="list-style-type: none"> <li>• We obtained an understanding from the Management, assessed and tested the design and operating effectiveness of the Group's key controls over the recoveries against the outstanding amounts and resultant impairment assessment of material Trade Receivables;</li> <li>• Assessed the recoverability of the unsettled receivables on a sample basis through our evaluation of management's assessment keeping in view the credit profile of the customers, historical payment pattern of customers and latest correspondence with customers and to consider if any provision should be made; and</li> <li>• We further discussed with the Management the adequacy of the impairment as recognised and reviewed the supporting documents provided in relation to the same</li> </ul>
2.	<p><b>Impairment of Property, Plant and Equipment (PPE)</b></p> <p>Evaluation of the impairment involves assessment of value in use of the Cash Generating Units (CGUs) and comparison of carrying value and amount recoverable there against (Higher of the Value in Use and fair value less cost of disposal) requires significant judgements and assumptions about the future cash flow forecasts, forecast production, forecast volumes, prices and discount rate. Impairment testing of PPE were carried out during the year ended March 31, 2019 and no provision or reversal thereof has been considered necessary during this year. The exposure in the subsidiaries being significant and impairment in the value of PPE in the event of the performance not being satisfactory in future, the impact thereof is likely to be material.</p>	<p>Our Audit procedures based on which we arrived at the conclusion regarding reasonableness of the impairment include the following:</p> <ul style="list-style-type: none"> <li>• Critical evaluation of internal and external indicators of impairment (or reversal thereof) in line with Ind AS 38; and</li> <li>• Review of impairment valuation models used in relation to CGU to determine the recoverable amount by analysing the key assumptions used by management in this respect including: <ul style="list-style-type: none"> <li>- Consistency with respect to forecast for arriving at the valuation and assessing the potential impact of any variances;</li> <li>- Assumptions used in the models; and</li> <li>- The assumption/estimation for the weighted average cost of capital and rate of discount for arriving at the value in use.</li> </ul> </li> </ul>



### **Information Other than the Consolidated Financial Statements and Auditors' Report thereon**

- The Group's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Management Discussion and Analysis Report and Business Responsibility Report, but does not include Consolidated Financial Statements and our auditors' report thereon.
- Our opinion on the Consolidated Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the Consolidated Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report with respect to the above.

### **Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements**

The Group's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the state of affairs (financial position), Profit or Loss (financial performance including other comprehensive income), Changes In Equity and Cash Flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Financial Statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

### **Auditors' 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 auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;



- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, We are also responsible for expressing our opinion on whether the Group has adequate internal financial controls system in place and the operating effectiveness of such controls;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' 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 auditors' 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.

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 Consolidated 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 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 auditors' 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 Matter**

We did not audit the Financial Statements of four subsidiaries, whose Financial Statements reflect total assets of ₹ 5535.79 lakhs as at 31st March, 2019, total revenues of ₹ 266.68 lakhs and net cash outflows amounting to ₹ 17.42 lakhs for the year ended on that date, as considered in the consolidated Financial Statements. The consolidated Financial Statements also include the Group's share of net profit/loss of ₹ Nil for the year ended 31st March, 2019, as considered in the consolidated Financial Statements, in respect of one associate, whose Financial Statements have not been audited by us. These Financial Statements are unaudited and 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 sub-sections (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries and associates, is based solely on such unaudited Financial Statements / financial information. In our opinion and according to the information and explanations given to us by the Management, these Financial Statements are not material to the Group.



## Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report to the extent applicable that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b) In our opinion, proper books of account as required by law have been kept by the Group so far as it appears from our examination of those books;
  - c) The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d) In our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal control over financial reporting of the Group
2. With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Group has disclosed the impact of pending litigations on its financial position in its Consolidated Financial Statements – Refer Note 30 to the Consolidated Financial Statements;
  - ii. The Group did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group.
3. With respect to the reporting under section 197(16) of the Act to be included in the Auditors' Report, in our opinion and according to the information and explanations given to us, the remuneration (including sitting fees) paid by the Group to its Directors during the current year is in accordance with the provisions of section 197 of the Act and is not in excess of the limit laid down therein.

Place : New Delhi  
Dated : 30th May, 2019

For **A L P S & Co**  
Chartered Accountants  
Firm's ICAI Registration No. 313132E  
  
Sd/- **A. K. Khetawat**  
*Partner*  
Membership No. 052751



## **“ANNEXURE – A” TO THE INDEPENDENT AUDITORS’ REPORT**

**(Referred to in paragraph (f) under ‘Report on Other Legal and Regulatory Requirements’ of our report of even date)**

### **Report on the Internal Financial Controls with reference to Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

In conjunction with our audit of the Consolidated Financial Statements of the Company as of and for the year ended 31<sup>st</sup> March, 2019, we have audited the internal financial controls over financial reporting of Energy Development Company Limited (hereinafter referred to as “the Holding Company”) and its subsidiaries (the holding company and its subsidiary together referred to as “the Group”) and its associates, which are companies incorporated in India, as of that date.

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

The respective Board of Directors of the Holding Company, its Subsidiary Companies and its associate are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditors’ Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary and associate companies, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

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

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with Generally Accepted Accounting Principles, and that receipts and expenditures of the company are



being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Financial Statements.

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

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

### **Qualified Opinion**

According to the information and explanations given to us and based on our audit, the following material weaknesses have been identified in the Company's internal financial controls with reference to the financial statements as at March 31, 2019:

- As stated in Note 8 of the Consolidated Financial Statements regarding investments and loans aggregating to ₹ 1,817.26 lakhs in the State of Arunachal Pradesh and Uttarakhand Undertaking transferred pursuant to the agreement therein and Note 8 (b) of the Consolidated Financial Statements regarding consideration of ₹ 4,994.52 lakhs recoverable in this respect, in view of uncertainty regarding implementation of the projects and fulfilment of the condition precedent to the agreement therein, impairment in the value thereof and consideration amount recoverable, is presently not ascertainable and as such cannot be commented upon by us.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company's annual or interim Financial Statements will not be prevented or detected on a timely basis

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to Financial Statements and such internal financial controls with reference to Financial Statements were operating effectively as at March 31, 2019, based on the internal control with reference to Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India and because of the possible effects of the material weakness described above on the achievement of the objectives of the control criteria, the Company's internal financial controls with reference to the Financial Statements were not operating effectively as at March 31, 2019.

We have considered the material weaknesses identified and reported above in determining the nature, timing, and extent of audit tests applied in our audit of the March 31, 2019 Financial Statements of the Company, and these material weaknesses does affect our opinion on the Financial Statements of the Company and we have issued a qualified opinion on the Financial Statements.

### **Other Matters**

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to the subsidiaries and associates, which are companies incorporated in India, which have been audited by other auditors, is based on the corresponding standalone reports of the auditors of such companies.

Place : New Delhi  
Dated : 30th May, 2019

For **A L P S & Co**  
Chartered Accountants  
Firm's ICAI Registration No. 313132E  
Sd/- **A. K. Khetawat**  
Partner  
Membership No. 052751



## CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2019

Particulars	Note No.	(₹ in lakhs)	
		As at 31st March 2019	As at 31st March 2018
<b>ASSETS</b>			
<b>(1) Non Current Assets</b>			
(a) Property, Plant and Equipment	5	18,102.48	19,040.30
(b) Capital Work-in-Progress	6	2,971.24	2,971.24
(c) Other Intangible Assets	7	1,111.01	1,288.49
		<u>22,184.73</u>	<u>23,300.03</u>
(d) Financial Assets			
(i) Investment	8	1,230.83	1,230.83
(ii) Other Financial Assets	9	53.78	95.39
(e) Non Current Tax Assets (net)	10	540.99	472.71
(f) Deferred Tax Assets (net)	24	362.17	186.59
(g) Other Non Current Assets	11	40.48	42.88
		<u>24,412.98</u>	<u>25,328.43</u>
<b>(2) Current Assets</b>			
(a) Inventories	12	161.85	136.12
(b) Financial Assets			
(i) Trade Receivables	13	3,647.97	3,867.96
(ii) Cash & Cash Equivalents	14	39.14	552.46
(iii) Bank Balances other than (ii) above	15	139.29	353.35
(iv) Loans	16	592.75	531.76
(v) Other Financial Assets	17	5,377.70	5,152.38
(c) Other Current Assets	18	305.49	254.01
		<u>10,264.19</u>	<u>10,848.04</u>
<b>TOTAL ASSETS</b>		<u><b>34,677.17</b></u>	<u><b>36,176.47</b></u>
<b>EQUITY AND LIABILITIES</b>			
<b>EQUITY</b>			
(a) Equity Share Capital	19	4,750.00	4,750.00
(b) Other Equity	20	5,254.85	6,096.29
Equity attributable to Owners of the Company		<u>10,004.85</u>	<u>10,846.29</u>
Non Controlling Interest	21	(362.33)	(214.01)
<b>LIABILITIES</b>			
<b>(1) Non Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	22A	16,060.92	15,486.68
(b) Provisions	23	37.83	36.90
(c) Deferred Tax Liabilities (net)	24	170.31	455.29
		<u>16,269.06</u>	<u>15,978.87</u>
<b>(2) Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings	22B	139.53	734.77
(ii) Trade Payables	25	-	-
Total Outstanding dues of micro enterprises and small enterprises		-	-
Total Outstanding dues of creditors other than micro enterprises and small enterprises		1,400.25	2,082.79
(iii) Other Financial Liabilities	26	6,622.76	5,985.69
(b) Other Current Liabilities	27	547.18	745.72
(c) Provisions	28	55.87	16.35
		<u>8,765.59</u>	<u>9,565.32</u>
<b>TOTAL EQUITY &amp; LIABILITIES</b>		<u><b>34,677.17</b></u>	<u><b>36,176.47</b></u>

Significant Accounting Policies

3

The accompanying notes(1-49) form an integral part of financial statements.

As per our Report of even date

For **A L P S & Co**

Chartered Accountants

Firm's ICAI Registration No. 313132E

Sd/- **A. K. Khetawat**

Partner

Membership No. 052751

Place : New Delhi

Dated : 30th May, 2019

For and on behalf of the Board of Directors

Sd/- **Amar Singh**, Non Executive Director (DIN : 00165567)

Sd/- **Pankaja Kumari Singh**, Director (DIN : 00199454)

Sd/- **Vinod Kumar Sharma**, Executive Director (DIN : 02879206)

Sd/- **Vijoy Kumar**, Director (DIN : 02970626)

Sd/- **Sunil Dutt Sharma**, Chief Financial Officer

Sd/- **Vijayshree Binnani**, Company Secretary

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS** FOR THE YEAR ENDED 31ST MARCH, 2019

Particulars	Note No.	(₹ in lakhs)	
		Year ended 31st March 2019	Year ended 31st March 2018
<b>REVENUE :</b>			
Revenue from Operations	29	3,494.36	5,990.58
Other Income	30	381.60	208.12
<b>Total Income</b>		<b>3,875.96</b>	<b>6,198.70</b>
<b>EXPENSES :</b>			
Cost of materials consumed	31	69.61	75.21
Purchase of Stock-in-Trade	32	-	2,344.10
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	33	(18.93)	(14.75)
Employee Benefits Expense	34	621.65	521.84
Finance Costs	35	1,973.57	2,054.13
Depreciation and Amortization Expense	36	1,115.82	1,169.51
Other Expenses	37	1,281.28	1,062.90
<b>Total Expenses</b>		<b>5,043.00</b>	<b>7,212.94</b>
<b>Profit/(Loss) before tax</b>		<b>(1,167.04)</b>	<b>(1,014.24)</b>
<b>Tax Expense :</b>			
- Current tax	38	-	93.92
- Deferred tax charge / (credit)		(461.41)	202.49
<b>Total Tax Expense</b>		<b>(461.41)</b>	<b>296.41</b>
<b>Profit/(Loss) after tax for the year</b>		<b>(705.63)</b>	<b>(1,310.65)</b>
Share of profit/(loss) in associate		-	-
<b>Profit/(Loss) for the year</b>		<b>(705.63)</b>	<b>(1,310.65)</b>
Profit/(Loss) for the year attributable to:			
- Owner of the Company		(557.31)	(1,163.79)
- Non Controlling Interest		(148.32)	(146.86)
<b>OTHER COMPREHENSIVE INCOME</b>			
(i) Items that will not be reclassified to profit or loss		3.04	12.33
(ii) Income tax relating to items that will not be reclassified to profit or loss		(0.85)	(4.08)
Other Comprehensive Income for the year (net of tax)		2.19	8.25
Other Comprehensive Income for the year attributable to:			
- Owner of the Company		2.19	8.25
- Non Controlling Interest		-	-
<b>Total Comprehensive Income/(Loss) for the year (Comprising Profit/(Loss) and Other Comprehensive Income for the year)</b>		<b>(703.44)</b>	<b>(1,302.40)</b>
Total Comprehensive Income/(Loss) for the year attributable to:			
- Owner of the Company		(555.12)	(1,155.54)
- Non Controlling Interest		(148.32)	(146.86)
Earnings per equity share of ₹10 each, fully paid up			
- Basic & Diluted	44	(1.17)	(2.45)

Significant Accounting Policies

The accompanying notes(1-49) form an integral part of financial statements.

As per our Report of even date

For **A L P S & Co**

Chartered Accountants

Firm's ICAI Registration No. 313132E

Sd/- **A. K. Khetawat**

Partner

Membership No. 052751

Place : New Delhi

Dated : 30th May, 2019

126

**For and on behalf of the Board of Directors**Sd/- **Amar Singh**, Non Executive Director (DIN : 00165567)Sd/- **Pankaja Kumari Singh**, Director (DIN : 00199454)Sd/- **Vinod Kumar Sharma**, Executive Director (DIN : 02879206)Sd/- **Vijoy Kumar**, Director (DIN : 02970626)Sd/- **Sunil Dutt Sharma**, Chief Financial OfficerSd/- **Vijayshree Binnani**, Company Secretary





## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2019

### (i) Equity Share Capital

Particulars	Amount ₹ in Lakhs
Balance as at March 31, 2018	47.50
Changes during the year	-
Balance as at March 31, 2019	47.50

### (ii) Other Equity

(₹ in lakhs)

Particulars	Reserves and Surplus						Total
	Capital Reserve	Capital Redemption-Reserve	Capital Reserve on consolidation	Securities Premium	General Reserve	Retained Earnings	
Balance as at 31st March, 2018	1,491.65	-	155.28	5,900.00	22.89	(1,473.53)	6,096.30
Profit/(Loss) for the Year	-	-	-	-	-	(557.31)	(557.31)
Other Comprehensive Income for the year	-	-	-	-	-	2.19	2.19
<b>Total Comprehensive Income for the year</b>	-	-	-	-	-	<b>(555.11)</b>	<b>(555.11)</b>
Addition during the year	-	75.00	-	-	-	(75.00)	-
Dividend Paid	-	-	-	-	-	(237.50)	(237.50)
Tax on Dividend Paid	-	-	-	-	-	(48.82)	(48.82)
<b>Balance as at 31st March, 2019</b>	<b>1,491.65</b>	<b>75.00</b>	<b>155.28</b>	<b>5,900.00</b>	<b>22.89</b>	<b>(2,389.96)</b>	<b>5,254.86</b>
<b>Balance as at 31st March, 2017</b>	<b>1,491.65</b>	<b>-</b>	<b>155.28</b>	<b>5,900.00</b>	<b>22.89</b>	<b>(32.14)</b>	<b>7,537.68</b>
Profit/(Loss) for the Year	-	-	-	-	-	(1,163.79)	(1,163.79)
Other Comprehensive Income for the year	-	-	-	-	-	8.25	8.25
<b>Total Comprehensive Income for the year</b>	-	-	-	-	-	<b>(1,155.54)</b>	<b>(1,155.54)</b>
Dividend Paid	-	-	-	-	-	(237.50)	(237.50)
Tax on Dividend Paid	-	-	-	-	-	(48.35)	(48.35)
<b>Balance as at 31st March, 2018</b>	<b>1,491.65</b>	<b>-</b>	<b>155.28</b>	<b>5,900.00</b>	<b>22.89</b>	<b>(1,473.53)</b>	<b>6,096.29</b>

Refer Note no. 20 for nature and purposes of reserves

The accompanying notes (1-49) form an integral part of financial statements.

As per our Report of even date  
For A L P S & Co  
Chartered Accountants  
Firm's ICAI Registration No. 313132E  
Sd/- A. K. Khetawat  
Partner  
Membership No. 052751  
Place : New Delhi  
Dated : 30th May, 2019

For and on behalf of the Board of Directors

Sd/- Amar Singh, Non Executive Director (DIN : 00165567)  
Sd/- Pankaja Kumari Singh, Director (DIN : 00199454)  
Sd/- Vinod Kumar Sharma, Executive Director (DIN : 02879206)  
Sd/- Vijoy Kumar, Director (DIN : 02970626)  
Sd/- Sunil Dutt Sharma, Chief Financial Officer  
Sd/- Vijayshree Binnani, Company Secretary



## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2019

(₹ in lakhs)

Particulars	31.03.2019		31.03.2018	
	Amount	Amount	Amount	Amount
<b>A) Cash Flow From Operating Activities:</b>				
Profit/(Loss) before tax		(1,167.04)		(1,014.24)
<b>Adjustments for :</b>				
Depreciation & Amortisation	1,115.82		1,169.51	
Interest & Finance Charges	1,973.57		2,054.13	
Interest income on Financial Instruments	(136.60)		(141.29)	
Irrecoverable balance written off	-		(0.01)	
Gain on fair valuation of Financial Instruments	(71.82)		(16.61)	
Fair Value Adjustment for Loan Given	68.94		4.87	
Financial assets written off	4.79		-	
Amorisation of Prepayment for Leasehold Land	1.80		1.80	
Loss on fair valuation of financial instrument	18.22		16.32	
Liabilty no longer required written back	(23.18)	2,951.54	(2.19)	3,086.53
<b>Operating Profit before Working Capital Changes</b>		<b>1,784.50</b>		<b>2,072.29</b>
<b>Adjustments for :</b>				
(Increase)/Decrease in Inventory	(25.72)		(11.92)	
(Increase)/Decrease in Trade and Other receivables	655.96		689.56	
Increase/(Decrease) in Trade and Other payables	(816.08)	(185.84)	(990.00)	(312.86)
<b>Cash generated from operations</b>		<b>1,598.66</b>		<b>1,759.43</b>
Direct Taxes paid (Net of refund)		(68.28)		(90.76)
<b>Net Cash Flow from Operating Activities</b>		<b>1,530.38</b>		<b>1,668.67</b>
<b>B) Cash Flow from Investing Activities</b>				
(Purchase)/Sale of Property, Plant and Equipment	(34.53)		807.36	
(Purchase)/Sale of Intangible Asset	-		(855.66)	
Purchase of Investment of subsidiaries/associate	-		(280.00)	
Advance received against Sale of Investments	-		850.00	
Deposit / redemption of Margin Money and other bank balances	(214.07)		222.90	
Loan (Given) / Proceeds on repayment	(59.17)		34.11	
Interest Received	114.87	(192.90)	112.72	891.44
<b>Net Cash Flow from Investing Activities</b>		<b>(192.90)</b>		<b>891.44</b>
<b>C) Cash Flow from Financing Activities</b>				
Proceeds from / (repayments) of borrowings	(14.62)		(44.97)	
Interest & Finance Charges paid	(1,549.83)		(1,836.87)	
Dividend Paid	(237.50)		(237.50)	
Dividend Distribution Tax Paid	(48.82)	(1,850.77)	(48.35)	(2,167.68)
<b>Net Cash flow from Financing Activities</b>		<b>(1,850.77)</b>		<b>(2,167.68)</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents</b>		<b>(513.32)</b>		<b>392.43</b>
<b>Cash and Cash equivalents at the beginning of the year</b>		<b>552.46</b>		<b>160.02</b>
<b>Cash and Cash equivalents at the end of the year</b>		<b>39.14</b>		<b>552.46</b>

The accompanying notes (1-49) form an integral part of financial statements.



(₹ in lakhs)

**Notes :**

- 1) Cash Flow Statement is prepared by the indirect method as set out in Indian Accounting Standard - 7 on Cash Flow Statement  
2) **Cash and cash equivalents as at the Balance Sheet date consists of:**

Particulars	31.03.2019	31.03.2018
<b>Cash and cash equivalents (Refer Note 14)</b>		
- Balance with Banks on Current Accounts	36.75	130.26
- Balance with Banks on Fixed Deposit Accounts	-	419.52
- Cash in hand	2.39	2.68
<b>Cash and Cash equivalents at the end of the year</b>	<b>39.14</b>	<b>552.46</b>

- 3) **Change in Company's liabilities arising from financing activities:**

Particulars	As at 31.03.2018	Financing Cash flows*	Non Cash Changes	As at 31.03.2019
<b>Non-current Borrowings (Refer Note 22A)</b>				
- Term Loan from Indian Renewable Energy Development Agency Ltd. (IREDA)	8,722.97	(338.98)	-	8,383.99
- Non Cumulative Redeemable Preference share capital	2,364.21	-	19.23	2,383.43
- Loan from Related Parties	2,399.50	(905.50)	-	1,494.00
- Loan from Others	2,000.00	1,799.50	-	3,799.50
<b>Current Borrowings (Refer Note 22B &amp; 26)</b>				
- Cash Credit from Bank	733.31	(595.86)	-	137.45
- Loan from Others	1.46	0.62	-	2.08
- Current maturities of long-term loan from IREDA	316.38	22.60	-	338.98
- Current maturities of long-term loan from Others	37.47	3.00	-	40.47
<b>Interest accrued and due on borrowings (Refer Note no. 26)</b>				
- Interest accrued on borrowings	805.52	(1,074.68)	1,482.72	1,213.56
- Interest accrued on Others	191.94	(235.53)	251.22	207.64
- Interest on preference shares	440.80	-	220.40	661.20
	<b>18,013.57</b>	<b>(1,324.84)</b>	<b>1,973.57</b>	<b>18,662.30</b>

\*Includes cash flows on account of both principal and interest.

- 4) Previous year's figures have been re-grouped/rearranged wherever considered necessary.

As per our Report of even date  
For **A L P S & Co**  
Chartered Accountants  
Firm's ICAI Registration No. 313132E

Sd/- **A. K. Khetawat**  
Partner  
Membership No. 052751

Place : New Delhi  
Dated : 30th May, 2019

**For and on behalf of the Board of Directors**

Sd/- **Amar Singh**, Non Executive Director (DIN : 00165567)

Sd/- **Pankaja Kumari Singh**, Director (DIN : 00199454)

Sd/- **Vinod Kumar Sharma**, Executive Director (DIN : 02879206)

Sd/- **Vijoy Kumar**, Director (DIN : 02970626)

Sd/- **Sunil Dutt Sharma**, Chief Financial Officer

Sd/- **Vijayshree Binnani**, Company Secretary



## NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2019

### NOTE 1

#### CORPORATE INFORMATION

Energy Development Company Limited (the Company) is a public limited company domiciled and incorporated in India. The shares of the Company are listed on National Stock Exchange of India Limited ['NSE'] and The Bombay Stock Exchange Limited ['BSE']. The registered office of the company is at Harangi Hydro Electric Project Village- Hulugunda, Taluka- Somawarpet District- Kodagu, Karnataka-571233. The Group (comprising of the Company and its subsidiaries) and Associate is primarily engaged in (a) generation and sale of bulk power to various electricity boards; (b) construction development, implementation, operation & maintenance of projects and consultancies and (c) trading of power equipments, metals etc.

The Consolidated Financial Statements comprise financial statements of Energy Development Company Limited ("the Company" or "the Parent") and its Subsidiaries (collectively referred to as "the Group") and its associate as detailed below:

#### Investment in Subsidiaries:

Name of the Company	Principal Activity	Country of Incorporation	% holding as at 31st March, 2019	% holding as at 31st March, 2018
Ayyappa Hydro Power Limited	Power Generation	India	100%	100%
EDCL Power Projects Limited	Power Generation	India	100%	100%
EDCL Arunachal Hydro Project Private Limited	Power Generation	India	100%	100%
Eastern Ramganga Valley Hydel Projects Company Private Limited	Power Generation	India	51%	51%
Sarju Valley Hydel Projects Company Private Limited	Power Generation	India	51%	51%

#### Investment in Associate

Name of the Company	Principal Activity	Country of Incorporation	% holding as at 31st March, 2019	% holding as at 31st March, 2018
Arunachal Hydro Power Limited	Power Generation	India	24%	24%

(\*) The entire share capital of EDCL Arunachal Hydro Project Private Limited was held by Energy Development Company Limited directly or through Arunachal Hydro Power Limited.

### NOTE 2

#### STATEMENT OF COMPLIANCE AND RECENT PRONOUNCEMENTS

##### 2.1 Statement of Compliance

The Consolidated Financial Statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") prescribed under Section 133 of the Companies Act, 2013 ("Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time).

All the Ind ASs issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the Consolidated Financial Statements approved for issue by the Board of Directors have been considered in preparing these Consolidated Financial Statements.



Accounting policies have been consistently applied except where a newly issued Indian Accounting Standard is initially adopted or a revision to an existing Indian Accounting Standard requires a change in the accounting policy hitherto in use.

## 2.2 Recent Pronouncements

### (a) New and revised standards adopted by the Group

The Group has applied the following standards and amendments for the first time during the year ended 31st March, 2019:

- (i) Ind AS 115 – Revenue from Contracts with Customers revised and made effective from 1st April, 2018.
- (ii) Appendix B, foreign currency transactions and advance consideration to Ind AS 21 – The Effects of Changes in Foreign Exchange Rates and Ind AS 12 – Income Taxes revised and made effective from 1st April, 2018.

The application of Ind AS 115 and revisions/amendments in other standards do not have any material impact on the Financial Statements.

### (b) Standards issued but not yet effective

#### (i) Ind AS 116 – Leases

Ind AS 116 is effective for period beginning on or after 1st April, 2019. It would replace previous lease standard Ind AS 17. Ind AS 116 sets out the principles for recognition, presentation and disclosure of leases and mandates accounting of all leases under single lease accounting model.

A lessee is required to recognise ‘right-of-use asset’ representing the value of the right for using the underlying assets and a ‘lease liability’ representing its obligation to make payments against the same for almost all leasing arrangements. Lessor accounting under Ind AS 116 is substantially unchanged.

#### (ii) Appendix C, Uncertainty over Income Tax Treatments to Ind AS 12 – Income taxes

Appendix C has been added to Ind AS 12 which seeks to bring clarity to the accounting of uncertainties on income tax treatment that are yet to be accepted by tax authorities and determine the probability thereof to be considered to compute the most likely impact on taxation, unused tax losses, credits etc. for reflection in the measurement of current and deferred taxes.

## NOTE 3

### SIGNIFICANT ACCOUNTING POLICIES

#### 3.1 Basis of preparation of financial statements

The Consolidated Financial Statements have been prepared under the historical cost convention on accrual basis excepting certain financial instruments and net defined benefit assets/ liabilities which are measured in terms of relevant Ind AS at fair value at the end of each reporting period.

Historical cost convention is generally based on the fair value of the consideration given in exchange for goods and services.

Based on the nature of activities, the operating cycle has been assumed to have duration of 12 months. All Assets and Liabilities have been classified as current or non-current as per the operating cycle and other criteria set out in Ind AS 1 ‘Presentation of Financial Statements’ and Schedule III to the Companies Act, 2013.

The Consolidated Financial Statements are presented in Indian Rupees which is the Group’s functional and presentation currency except otherwise stated. All amounts disclosed in the Financial Statements including notes thereon have been rounded off to the nearest lakhs.

#### Measurement of Fair Values

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 under current market conditions.



The Group categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed for such measurement:

Level 1: Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within level 1 that are observable either directly or indirectly for the asset or liability.

Level 3: Inputs for the asset or liability which are not based on observable market data (unobservable inputs).

For Financial assets and liabilities maturing within one year from the Balance Sheet date and which are not carried at fair value, the carrying amount approximates fair value due to the short maturity of these instruments.

The Group has an established control framework with respect to the measurement of fair values. This includes a finance team that has overall responsibility for overseeing all significant fair value measurements who regularly review significant observable and unobservable inputs, valuation adjustments and fair value hierarchy under which the valuation should be classified.

The Group recognises transfers between levels of fair value hierarchy at the end of the reporting period during which change has occurred.

#### **Consolidation Procedure**

The Consolidated Financial Statements of Energy Development Company Limited, its Subsidiary Companies and its Associate Company have been prepared in accordance with principles laid down in Ind AS 110 on "Consolidated Financial Statements", Ind AS 28 on "Investments in Associates and Joint Ventures" as notified vide Companies (Accounting Standards) Rules, 2015 (as amended). The basis of preparation of the Consolidated Financial Statements is as follows:

- i) The Financial Statements of the Company and its subsidiaries have been combined on a line by line basis by adding together like items of assets, liabilities, equity, incomes, expenses and cash flows, after eliminating intra-group balances and transactions if any and the resulting unrealized profits or losses.
- ii) The Consolidated Financial Statements are prepared using uniform accounting policies for similar material transactions and other events in similar circumstances otherwise as stated elsewhere.
- iii) The Financial Statements of the subsidiaries and associate used in the consolidation is drawn upto 31st March 2019, the same reporting date as that of the Company.
- iv) The difference between the costs of investment in the subsidiaries, over the net assets at the time of acquisition of shares in the subsidiaries is recognised in the consolidated financial statements as Goodwill or Capital reserve as the case may be. The said goodwill is not amortised, however it is tested for impairment at each balance sheet date and impairment loss, if any is recognised in the consolidated financial statements.
- v) Non-controlling interest's share of net assets of subsidiaries is identified and presented in the Consolidated Balance Sheet separate from liabilities and the equity of the Company's shareholders.
- vi) Non-controlling interest represent the proportion of income, other comprehensive income and net assets in subsidiaries that is not attributable to the Group. Non-controlling interest are initially measured at proportionate share on the date of acquisition of the recognised amounts of the acquiree's identifiable net assets. Subsequent to the acquisition, the carrying amount of the non-controlling interest is the amount of the interest at initial recognition plus the proportionate share of subsequent changes in equity.
- vii) Investment in associate are valued and accounted for under equity method of accounting in accordance with Ind AS 28. Under the equity method, the investments are recognised at cost and thereafter the carrying amount of the investment in associates is increased or decreased to recognise the Group's share of the profit or loss and other comprehensive income of the associate, adjusted where necessary to ensure consistency with the accounting policies of the Group. Unrealised gains and losses on transactions between the Group and its associates are eliminated to the extent of the Group's interest in those entities. Where unrealised losses are eliminated, the underlying asset is also tested for impairment.



The Statement of Profit and Loss reflects the Group's share of the results of operations of the associate. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the associate, the Group recognises its share of any changes, when applicable, in the statement of changes in equity.

When the Group's share of losses in an associate equals or exceeds its interest in the entity, the Group does not recognise further losses, unless it has incurred obligations or made payment on behalf of the other entity. The carrying amount of equity accounted investments are tested for impairment in accordance with the policy of the group.

EDCL Power Projects Limited, Eastern Ramganga Valley Hydel Projects Company Private Limited and Sarju Valley Hydel Projects Company Private Limited, have been continued to be considered as subsidiaries as per Indian Accounting Standards 110 "Consolidated Financial Statements". These companies have not paid dividends on preference shares issued by them and thereby preference shareholders have availed voting rights in terms of proviso to section 47 of the Companies Act 2013. However, the control of the company on these subsidiaries by virtue of its holding in equity shares as measured in terms of Ind AS 110 and its interest in financial assets and net assets remain unaltered and therefore, have been consolidated in terms of the said standards.

### 3.2 PROPERTY, PLANT AND EQUIPMENT (PPE)

- (a) Property, Plant and Equipment are stated at cost which comprise its purchase price and any attributable cost of bringing the assets to its working condition for its intended use. In case of construction/erection of property, plant and equipment, cost comprise those costs that relate directly to the specific asset and those that are attributable to the construction/erection activities in general and can be allocated to the specific assets. Cost includes machinery, spares, interest and pre-operative expenses.
- (b) Pre operative expenditure related to and incurred during implementation of capital project is included under Capital Work-in-progress and the same is allocated to the respective PPE on completion of its construction / erection. Interest on borrowing related to qualifying asset is worked out on the basis of utilization of funds out of project specific loans and / or other borrowings to the extent identifiable with the qualifying asset and are capitalized with the cost of qualifying assets.
- (c) Subsequent cost are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. Subsequent costs relating to day to day servicing of the item are not recognised in the carrying amount of an item of property, plant and equipment; rather, these costs are recognised in profit or loss as incurred.
- (d) Items of spare parts (procured along with plant and machinery or subsequently), stand by equipments and servicing equipments which meet the recognition criteria of PPE are capitalised. Other such spare parts or equipments are treated as and forming part of inventory.

### 3.3 Intangible Assets

Intangible assets are stated at cost of acquisition less accumulated amortisation.

### 3.4 Depreciation and Amortisation

Depreciation on assets of generating plant and machinery, building and roads, hydraulic works, transmission lines, transformers & cable network has been provided on straight line method over useful life as per the implementation/other agreement with the authorities. Values of spares related to the machinery are depreciated over the effective life of the plant and machinery to which they relate. Erection and maintenance tools are amortised over a period of five years on pro-rata basis.

Other assets have been depreciated on written down value method as per Schedule II to the Companies Act, 2013.



Based on above, the estimated useful lives of various assets have been arrived as follows:

Category	Useful Life (years)
Roads	5 years
Electrical Installation	10 years
Plant and Equipments	7.5 years
Computer equipment	3 years
Furniture and fixtures	10 years
Office equipment	5 years
Vehicles	8 years
Assets of generating plant and machinery, building and roads, hydraulic works, transmission lines, transformers & cable network	30 years

Depreciation methods, useful lives and residual values are reviewed, and adjusted as appropriate, at each reporting date.

The residual value of an item of property, plant and equipment has been kept at  $\leq 5\%$  of the cost of the respective assets.

Intangible assets are amortised on a straight line method over a period of 5 years.

### 3.5 Derecognition of Tangible and Intangible Assets

An item of tangible and intangible asset is derecognized upon disposal or when no future economic benefits are expected to arise therefrom. Gain or loss on the disposal or retirement of an item of asset determined as the difference between the sales proceeds/net realizable value and the carrying amount of the asset, is recognized in the Statement of Profit and Loss.

### 3.6 Impairment of Tangible and Intangible Assets

Tangible and Intangible assets are reviewed at each Balance Sheet date for impairment. In case events and circumstances indicate any impairment, recoverable amount of property, plant and equipment is determined. An impairment loss is recognised, whenever the carrying amount of assets exceed recoverable amount. The recoverable amount is the greater of assets net selling price or its value in use. In assessing the value in use, the estimated future cash flows from the use of assets are discounted to their present value at appropriate rate. An impairment loss is reversed if there has been change in the recoverable amount and such loss either no longer exists or has decreased. Impairment loss/reversal thereof is adjusted to the carrying value of the respective assets on a pro-rata basis. Subsequent to recognition of impairment loss/reversal thereof, depreciation is provided on the revised carrying amount of the asset, on a systematic basis, over its remaining useful life.

### 3.7 Financial Assets and Financial Liabilities

Financial assets and financial liabilities (financial instruments) are recognized when the Group becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of the financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the Statement of Profit and Loss.

The financial assets and financial liabilities are classified as current if they are expected to be realised or settled within operating cycle of the Group or otherwise these are classified as non-current.

The financial instruments are subsequently classified at amortised cost, at Fair Value Through Profit and Loss (FVTPL) or Fair Value Through Other Comprehensive Income (FVTOCI) and such classification depends on the objective and contractual term to which they relate. Classification of financial instruments are determined on initial recognition.





**i. Cash and cash equivalents**

All highly liquid financial instruments, which are readily convertible into determinable amounts of cash and which are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, are considered as cash equivalents. Cash and cash equivalents includes balances with banks which are unrestricted for withdrawal and usage.

**ii. Financial Assets and Financial Liabilities measured at amortized cost**

Financial Assets held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding are measured at amortized cost. The above financial assets and financial liabilities subsequent to initial recognition are measured at amortized cost using Effective Interest Rate (EIR) Method. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the Financial Assets or Financial Liability to the gross carrying amount of the financial asset or to the amortized cost of the financial liability, or where appropriate, a shorter period, to the net carrying amount on initial recognition.

**iii. Financial Asset at Fair Value through Other Comprehensive Income**

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Subsequent to initial recognition, they are measured at fair value and changes therein, are recognized directly in Other Comprehensive Income.

**iv.** For the purpose of Para (ii) and (iii) above, principal is the fair value of the financial asset at initial recognition and interest consists of consideration for the time value of money and associated credit risk.

**v. Financial Assets and Financial Liabilities at Fair value through profit or loss**

Financial Instruments which does not meet the criteria of amortized cost or fair value through other comprehensive income are classified as Fair Value through Profit or loss. Upon initial recognition, attributable transaction costs are recognized in the Statement of Profit and Loss when incurred. Financial instruments at fair value through profit or loss are measured at fair value, and changes therein are recognized in the statement of Profit and Loss.

**3.8 Impairment of financial assets**

A financial asset is assessed for impairment at each reporting date. A financial asset is considered to be impaired if objective evidence indicates that one or more events have a negative effect on the estimated future cash flows of that asset. The Group measures the loss allowance for a financial asset at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses.

**3.9 De-recognition of financial instruments**

The Group derecognizes a financial asset or a group of financial assets when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset (except for equity instruments designed at FVTOCI), the difference between the asset's carrying amount and the sum of the consideration received and receivable are recognized in profit or loss.

On derecognition of assets measured at FVTOCI the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment.



Financial liabilities are derecognized if the Group's obligations specified in the contract expire or are discharged or cancelled. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

### 3.10 Inventories

Inventories are valued at cost or estimated net realisable value, whichever is lower. Cost of inventory comprising stores, spares and consumables are determined applying weighted average method.

Cost in respect of work in progress represents cost of materials remaining uncertified/incomplete under the construction/consultancy contracts undertaken by the Group.

### 3.11 Leases

Payments made under operating leases are recognized as expenses on a straight-line basis over the term of the lease unless the lease agreement is structured to increase the amount in line with expected general inflation or another systematic basis which is more representative of the time pattern of the benefits availed. Contingent rentals, if any, arising under operating leases are recognized as an expense in the period in which they are incurred.

### 3.12 Equity Share Capital

An equity instrument is a contract that evidences residual interest in the assets of the Group after deducting all of its liabilities. Par value of the equity shares is recorded as share capital and the amount received in excess of par value is classified as Securities Premium.

Costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

### 3.13 Borrowing Cost

Borrowing cost comprises of interest and other costs incurred in connection with the borrowing of the funds. All borrowing costs are recognized in the Statement of Profit and Loss using the effective interest method except to the extent attributable to qualifying Property Plant Equipment (PPE) which are capitalized to the cost of the related assets. A qualifying PPE is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale.

### 3.14 Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a legal or constructive obligation as a result of past events and it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of obligation. Provisions are not recognised for future operating losses. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities are not recognized and are disclosed by way of notes to the financial statements 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 when there is a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the same or a reliable estimate of the amount in this respect cannot be made.

Contingent assets are not recognised but disclosed in the Financial Statements by way of notes to accounts when an inflow of economic benefits is probable.

### 3.15 Revenue Recognition

- (a) The Group has adopted Ind AS 115 "Revenue from Contracts with customers" effective April 1, 2018. Ind AS 115 supersedes Ind AS 11 "Construction Contracts" and Ind AS 18 "Revenue". The Group has applied Ind AS 115 with effect from April 1, 2018 and recognised revenue as per the requirement of the said Ind AS.
- (b) Revenue is measured based on the consideration that is specified in the contract with a customer or is expected to be received in exchange for the products or services and excludes amounts collected on behalf of third parties. The Group recognises revenue when it transfers control over the products or services to a customer.



- (c) Revenue in respect of sale of electricity generated is accounted for on delivery to the grid in accordance with tariff provided in Power Purchase Agreement (PPA) read with the regulations of State Electricity Regulatory Commission.
- (d) The Group recognises revenue from Contracts with customers when it satisfies a performance obligation by transferring promised good or service to a customer. The revenue is recognised to the extent of transaction price allocated to the performance obligation satisfied. Performance obligation is satisfied over time when the transfer of control of asset (good or service) to a customer is done overtime and in other cases, performance obligation is satisfied at a point in time. The customer obtains control of the asset when it simultaneously benefits by the entity's performance. For performance obligation satisfied over time, the revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation. The progress is measured in terms of a proportion of actual cost to date, to the total estimated cost attributable to the performance obligation.

In respect of construction/project related activity, revenue is recognised under over time method when it is probable that the Group will collect the consideration to which it is entitled to. Revenue under over time method is determined by survey of work performed/physical measurement of work actually completed at each reporting date taking into account contractual price/ unit rates and revision thereto.

- (e) Interest income is accrued on a time proportion basis, by reference to the principal outstanding and effective interest rate applicable

### 3.16 Employee Benefits

Employee benefits are accrued in the year services are rendered by the employees. Contribution to the defined contribution schemes such as Provident Fund etc. are recognized as and when incurred.

Contribution to defined benefit plans consisting of contribution to gratuity fundare determined at close of the year at present value of the amount payable using actuarial valuation techniques. Actuarial gain and losses arising from experience adjustments and changes in actuarial assumptions are recognized immediately in the Balance Sheet with a corresponding debit or credit to Retained Earnings through Other Comprehensive Income ("OCI") in the period in which they occur.

Long term employee benefits consisting of Leave Encashment are determined at close of the year at present value of the amount payable using actuarial valuation techniques. The changes in the amount payable including actuarial gain/loss are recognised in the Statement of Profit and Loss.

### 3.17 Taxation

Income tax expense representing the sum of current tax expenses and the net charge of the deferred taxes is recognised in the income statement except to the extent that it relates to items recognised directly in equity or other comprehensive income.

Current income tax is provided on the taxable income and recognised at the amount expected to be paid to or recovered from the tax authorities, using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Consolidated Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets include Minimum Alternative Tax (MAT) measured in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set of against future income tax liability and such benefit can be measured reliably and it is probable that the future economic benefit associated with same will be realised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred tax asset to be utilised.



### 3.18 Earnings Per Share

Basic earnings per share are computed by dividing the net profit attributable to the equity holders of the Group by the weighted average number of equity shares outstanding during the period.

Diluted earnings per share is computed by dividing the net profit attributable to the equity holders of the Group by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

### 3.19 Business Combination and Goodwill

In accordance with Ind AS 101 provisions related to first time adoption, the Group has elected to apply Ind AS accounting for business combinations prospectively from April 1, 2016. As such, Indian GAAP balances relating to business combinations entered into before that date, including goodwill, have been carried forward with minimal adjustment. The said exemption has also been availed by associate.

The Group except for combination of group entities which are under common control applies the acquisition method in accounting for business combinations. The consideration transferred by the Group to obtain control of a subsidiary is calculated as the sum of the acquisition-date fair values of assets transferred, liabilities incurred and the equity interests issued by the Group, which includes the fair value of any asset or liability arising from a contingent consideration arrangement. Acquisition costs are expensed as incurred. Assets acquired and liabilities assumed are generally measured at their acquisition date fair values.

In case of combination of entities under control, business combination are accounted for under pooling of interest method whereby the assets and liabilities are combined at the carrying amount and no adjustments are made to reflect their fair values or recognise any new assets or liabilities.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the combination date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

### 3.20 Grant and subsidies from Government

Grants from Government relating to Fixed Asset are shown as a deduction from the gross value of Fixed Asset and those in the nature of Project Capital Subsidy, are credited to Capital Reserve.

## NOTE 4

### CRITICAL ACCOUNTING JUDGMENTS, ASSUMPTIONS AND KEY SOURCES OF ESTIMATION AND UNCERTAINTY

The preparation of the Consolidated Financial Statements in conformity with the measurement principle of Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the consolidated financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates.

Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Differences between the actual results and estimates are recognized in the year in which the results are known / materialized and, if material, their effects are disclosed in the notes to the consolidated financial statements.

Application of accounting policies that require significant areas of estimation, uncertainty and critical judgments and the use of assumptions in the financial statements have been summarised below. The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year have also be summarised here under:

#### 4.1 Depreciation / amortization and impairment on property, plant and equipment / intangible assets.

Depreciation on assets of generating plant and machinery, building and roads, hydraulic works, transmission lines, transformers & cable network has been provided on straight line method over useful life as per the implementation/other



agreement with the authorities. Values of spares related to the machinery are depreciated over the effective life of the plant and machinery to which they relate. The Group reviews the estimated useful lives of the assets regularly in order to determine the amount of depreciation / amortization and amount of impairment expense to be recorded during any reporting period. The Group reviews its carrying value of its Tangible and Intangible Assets whenever there is objective evidence that the assets are impaired. In such situation Assets' recoverable amount is estimated which is higher of asset's or cash generating units' (CGU) fair value less cost of disposal and its value in use. In assessing value in use the estimated future cash flows are discounted using pre-tax discount rate which reflect the current assessment of time value of money. In determining fair value less cost of disposal, recent market realisations are considered or otherwise in absence of such transactions appropriate valuations are adopted. The reassessment may result in change due to variation in estimates/assumptions in future period.

#### **4.2 Leases and classification of leases**

The Group enters into various lease arrangements. The determination of lease and classification of the arrangement as a finance lease or operating lease is based on assessment of several factors, including but not limited to transfer of ownership of assets at the end of the lease term, lessee's option to purchase and estimated certainty of exercising such option and proportion of present value of minimum lease payments to fair value of leasehold assets.

#### **4.3 Impairment allowances on Financial asset**

The Group evaluates whether there is any objective evidence that financial asset including loan, trade and other receivables are impaired and determines the amount of impairment allowance as a result of the inability of the customers to make required payments. The Group bases the estimates on the ageing of the trade receivable balances, credit-worthiness of the trade receivables and historical write-off experience and these factors are subject to variations leading to consequential impact on the amounts considered in the financial statement.

#### **4.4 Application of "Service Concession Arrangements" accounting**

In assessing the applicability of the service concession arrangement with respect to hydro power plants of the Group, the management has exercised significant judgement considering the ownership of the assets and consideration the reagainst, operational capabilities and ability to sell the power generated to the consumer and determine the rate in this respect, in concluding that the arrangements with the Group as such do not meet the criteria for recognition as service concession arrangements.

#### **4.5 Income taxes**

Management judgment is required for the calculation of provision for income taxes and deferred tax assets and liabilities. Availability of future taxable profits against which tax losses carried forward can be used also involves management judgement. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the financial statements.

#### **4.6 Defined benefit obligation (DBO)**

Critical estimate of the DBO involves a number of critical underlying assumptions such as standard rates of inflation, mortality, discount rate, anticipation of future salary increases etc. as estimated by Independent Actuary appointed for this purpose by the Management. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

#### **4.7 Provisions and Contingencies**

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change.

Management judgment is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations/ against the Group as it is not possible to predict the outcome of pending matters with accuracy.

The carrying amounts of provisions and liabilities and estimation for contingencies are reviewed regularly and revised to take account of changing facts and circumstances.



NOTE 5

PROPERTY, PLANT AND EQUIPMENT

(₹ in lakhs)

Particulars	Freehold Land	Buildings and Roads	Plant & Equipment [Note B]	Hydraulic Works	Transmission Lines, Transformers & Cables, Networks, etc [Note a]	Office Equipment	Furniture and Fixtures	Motor Vehicle	Windmill	Total
<b>1 GROSS CARRYING VALUE</b>										
Balance as at 31st March 2018	819.86	3,695.00	6,986.86	7,712.60	632.69	16.60	48.07	52.07	1,082.25	21,046.00
Additions/Adjustments	-	-	0.15	-	-	0.37	-	-	-	0.52
Deletions/Adjustments	-	-	-	-	-	-	-	-	-	-
<b>Balance as at 31st March 2019</b>	<b>819.86</b>	<b>3,695.00</b>	<b>6,987.01</b>	<b>7,712.60</b>	<b>632.69</b>	<b>16.97</b>	<b>48.07</b>	<b>52.07</b>	<b>1,082.25</b>	<b>21,046.52</b>
<b>2 ACCUMULATED DEPRECIATION</b>										
Balance as at 31st March 2018	-	516.80	640.84	572.40	59.58	10.92	22.32	28.22	154.62	2,005.70
During the year	-	195.31	313.54	305.82	29.20	2.45	7.01	7.69	77.31	938.34
Deletions/Adjustments	-	-	-	-	-	-	-	-	-	-
<b>Balance as at 31st March 2019</b>	<b>-</b>	<b>712.11</b>	<b>954.38</b>	<b>878.22</b>	<b>88.78</b>	<b>13.37</b>	<b>29.33</b>	<b>35.91</b>	<b>231.93</b>	<b>2,944.04</b>
<b>3 NET CARRYING VALUE as at 31st March 2019 (1-2)</b>	<b>819.86</b>	<b>2,982.89</b>	<b>6,032.63</b>	<b>6,834.38</b>	<b>543.91</b>	<b>3.60</b>	<b>18.74</b>	<b>16.16</b>	<b>850.32</b>	<b>18,102.48</b>

Particulars	Freehold Land	Buildings and Roads	Plant & Equipment [Note B]	Hydraulic Works	Transmission Lines, Transformers & Cables, Networks, etc [Note a]	Office Equipment	Furniture and Fixtures	Motor Vehicle	Windmill	Total
<b>1 GROSS CARRYING VALUE</b>										
Balance as at 31st March 2017	732.17	3,691.42	6,982.81	6,857.76	632.69	14.36	45.87	52.07	1,082.25	20,091.40
Additions/Adjustments	87.69	3.58	4.05	854.84	-	2.24	2.20	-	-	954.60
Deletions/Adjustments	-	-	-	-	-	-	-	-	-	-
<b>Balance as at 31st March 2018</b>	<b>819.86</b>	<b>3,695.00</b>	<b>6,986.86</b>	<b>7,712.60</b>	<b>632.69</b>	<b>16.60</b>	<b>48.07</b>	<b>52.07</b>	<b>1,082.25</b>	<b>21,046.00</b>
<b>2 ACCUMULATED DEPRECIATION</b>										
Balance as at 31st March 2017	-	258.37	321.98	272.29	30.38	7.00	12.97	16.84	77.31	997.14
During the year	-	258.43	318.86	300.11	29.20	3.92	9.35	11.38	77.31	1,008.56
Deletions/Adjustments	-	-	-	-	-	-	-	-	-	-
<b>Balance as at 31st March 2018</b>	<b>-</b>	<b>516.80</b>	<b>640.84</b>	<b>572.40</b>	<b>59.58</b>	<b>10.92</b>	<b>22.32</b>	<b>28.22</b>	<b>154.62</b>	<b>2,005.70</b>
<b>3 NET CARRYING VALUE as at 31st March 2018 (1-2)</b>	<b>819.86</b>	<b>3,178.20</b>	<b>6,346.02</b>	<b>7,140.20</b>	<b>573.11</b>	<b>5.68</b>	<b>25.75</b>	<b>23.85</b>	<b>927.63</b>	<b>19,040.30</b>

**Note:** (a) Transmission Lines, Transformers, Cable network etc. include Power Evacuating facilities put up in relation to the Hydro Electric Generating Station, which has been handed over to the Electricity Board for transmission of Electricity and maintenance thereof.

(b) Fixed Asset includes ₹ 7,050.36 lakh (as at March 31, 2018: ₹ 18,183.96) pertaining to Power Generating plant which in terms of implementation agreement with various authorities will be handed over on completion of effective useful life of the assets in terms of respective agreements.



## NOTE 6

### CAPITAL WORK IN PROGRESS

Particulars	(₹ in lakhs)	
	As at 31st March 2019	As at 31st March 2018
Capital Work In Progress	<u>2,971.24</u>	<u>2,971.24</u>
	<b>2,971.24</b>	<b>2,971.24</b>

- a) Project survey, geological investigation and formulation of Detailed Project Report (DPR) and other allied works are under progress in respect of the Uttarakhand Undertaking. Pending completion of transfer formalities of undertakings in Uttarakhand as stated in Note 8(a), approval of DPR and determination of viability thereof, administrative and other expenses including finance cost incurred by the Uttarakhand subsidiaries aggregating to ₹ 2,971.24 lakhs as on 31st March, 2019 (Previous year 31st March, 2018 ₹ 2,971.24 lakhs) are being carried forward as pre-operative expenses under Capital Work in Progress in the Consolidated Financial Statements. Adjustments in this respect or allocation thereof to the project cost etc. will be carried out on completion thereof.

## NOTE 7

### OTHER INTANGIBLE ASSETS - COMPUTER SOFTWARE

(₹ in lakhs)

Particulars	Computer Software	Unclassified Land & Site	Total
<b>1. GROSS CARRYING VALUE</b>			
Balance as at 31st March, 2018	6.03	1,535.79	1,541.82
Additions/Adjustments	-	-	-
Deletions/Adjustments	-	-	-
<b>Balance as at 31st March, 2019</b>	<b>6.03</b>	<b>1,535.79</b>	<b>1,541.82</b>
<b>2 ACCUMULATED AMORTISATION</b>			
Balance as at 31st March, 2018	3.06	250.27	253.33
Amortization Expense during the Year	1.26	176.22	177.48
Deletions/Adjustments	-	-	-
<b>Balance as at 31st March, 2019</b>	<b>4.32</b>	<b>426.49</b>	<b>430.81</b>
<b>3 NET CARRYING VALUE as at 31st March, 2019 (1 - 2)</b>	<b>1.71</b>	<b>1,109.30</b>	<b>1,111.01</b>

Particulars	Computer Software	Unclassified Land & Site	Total
<b>1. GROSS CARRYING VALUE</b>			
Balance as at 31st March, 2017	5.77	680.39	686.16
Additions/Adjustments	0.26	855.40	855.66
Deletions/Adjustments	-	-	-
Balance as at 31st March, 2018	<b>6.03</b>	<b>1,535.79</b>	<b>1,541.82</b>
<b>2 ACCUMULATED AMORTISATION</b>			
Balance as at 31st March, 2017	1.70	90.68	92.38
Amortization Expense during the Year	1.36	159.59	160.95
Deletions/Adjustments	-	-	-
<b>Balance as at 31st March, 2018</b>	<b>3.06</b>	<b>250.27</b>	<b>253.33</b>
<b>3 NET CARRYING VALUE as at 31st March, 2018 (1 - 2)</b>	<b>2.97</b>	<b>1,285.52</b>	<b>1,288.49</b>

### NOTE:

- a) Unclassified land and site development comprises of resettlement and rehabilitation compensations (R&R) for use and submergence of adjacent areas and is amortised over the period of 10 years.



## NOTE 8

### NON CURRENT FINANCIAL ASSETS - INVESTMENTS (At cost/ deemed cost unless otherwise stated) (₹ in lakhs)

Particulars		As at 31st March, 2019		As at 31st March, 2018	
		No. of Shares	(₹ in lakhs)	No. of Shares	(₹ in lakhs)
<b>Investment in Equity shares of Associate ( Unquoted )- Face Value ₹ 10 each fully paid up</b>					
(i)	Arunachal Hydro Power Limited	35,52,000.00	-	35,52,000.00	-
	Add: Share in profit/(loss) in associate upto date of loss of interest in subsidiary		-		-
	Add: Share in profit/(loss) in associate for current year		-		-
			-		-
<b>Investment in 10% Non Cumulative Redeemable Preference Shares of Associates ( Unquoted )- Face Value ₹ 100 each fully paid up</b>					
(ii)	Arunachal Hydro Power Limited	35,88,000.00	792.00	35,88,000.00	792.00
			792.00		792.00
<b>Investment in 10% Cumulative Redeemable Preference Shares of Subsidiaries of (vi) above ( Unquoted )- Face Value ₹ 100 each fully paid up</b>					
(iii)	EDCL Seppa Riang Power Private Limited	84,000.00	45.56	84,000.00	45.56
(iv)	EDCL Seppa Beyong Hydro Electric Private Limited	96,000.00	52.13	96,000.00	52.13
(v)	EDCL Seppa Dunkho Hydro Electric Private Limited	96,000.00	52.13	96,000.00	52.13
(vi)	EDCL Seppa Jung Power Private Limited	96,000.00	52.13	96,000.00	52.13
(vii)	EDCL Seppa Kawa Power Private Limited	96,000.00	52.13	96,000.00	52.13
(viii)	EDCL Seppa Lada Hydro Electric Private Limited	96,000.00	52.13	96,000.00	52.13
(ix)	EDCL Seppa Marjingla Hydro Electric Private Limited	96,000.00	52.13	96,000.00	52.13
(x)	EDCL Seppa Nire Hydro Electric Private Limited	48,000.00	26.09	48,000.00	26.09
(xi)	EDCL Seppa Pachuk Power Private Limited	96,000.00	52.13	96,000.00	52.13
			436.55		436.55
	<b>Total Investment in Preference shares (A)</b>		<b>1,228.55</b>		<b>1,228.55</b>
<b>Investment through PMS ( Unquoted ) (at Fair Value through Profit and Loss)- Face Value ₹ 10 each fully paid up</b>					
(xii)	Sai Rayalaseema Paper Mills Limited	18,810.00	2.29	18,810.00	2.29
	<b>Total Investment in PMS (B)</b>		<b>2.29</b>		<b>2.29</b>
	<b>Total ( A+B)</b>		<b>1,230.83</b>		<b>1,230.83</b>
<b>Aggregate amount of unquoted investments</b>			<b>-</b>		<b>-</b>
<b>Aggregate Impairment in value of long-term investments</b>			<b>1,230.83</b>		<b>1,230.83</b>

#### Note :

- (a) In terms of an agreement dated 9th November, 2015, for transfer of 76% of the Company's investment in various erstwhile wholly owned subsidiaries undertaking hydel power plants in the State of Arunachal Pradesh and Uttarakhand having aggregate capacity of 660 MW approximately (herein referred to as Arunachal Pradesh and Uttarakhand Undertaking respectively), to another strategic investor, certain investments in equity shares of these subsidiaries and preference shares have been sold to the said investor and consequently, Arunachal Hydro Power Limited (Undertaking in the state of Arunachal Pradesh) has ceased to be a subsidiary of the company and it has become an associate of the Company with effect from 28th March, 2017. Investment to the extent of ₹ 1,382.40 lakhs [included in (iii) to (xi) above] out of the said 76% holding of the company has been transferred during the previous year. In terms of the above, company's investment of ₹ 1,228.55 lakhs as on 31st March 2019 (Previous year as on 31st March 2018 ₹ 1,228.55 lakhs) representing 24% in the associate implementing the above projects, being long term and strategic in nature, no diminution in the value thereof is expected to arise in this respect.

Evaluation of impairment in the value of investment as given in (a) above and loans of ₹ 588.72 lakhs (Previous year as on 31st March 2018 ₹ 526.67 lakhs)[Refer Note 16] outstanding from the above associate, pending completion of the project, have not been carried out. Impact in





this respect as such, is presently not ascertainable and will be determined depending upon implementation status of the project.

- (b) Sale consideration of ₹ 4,994.52 lakhs pertaining to Arunachal Pradesh Undertaking pending fulfillment of conditions and approvals etc. in terms of the agreement, considered recoverable and is included under Other Financial Assets (Current).
- (c) In pursuance of Section 187(2)(c) of the Companies Act, 2013, investments purchased [ mentioned in (iii, x and xi)] by the Company, during the year are still lying in the name of transferor for want of performance of obligation undertaken by the Company, as per agreement entered with the seller.
- (d) **Summarized financial information of Group's associate:**

Name of the Company	Principal Activity	Country of Incorporation
Arunachal Hydro Power Limited	Power Generation	India

The group has sold its interest in the above company which was subsidiary, has the come an accociate with effect from March 28, 2017 [Refer note 8(a) above]

Summarised financial information in respect of the Group's associate is set out below. The summarized financial information below represents amounts shown in the associate's financial statements prepared in accordance with Ind AS adjusted by the Group for equity accounting purpose.

Particulars	(₹ in lakhs)	
	As at 31st March 2019	As at 31st March 2018
Non Current assets	20,232.72	20,233.35
Current Assets	2.27	12.76
Non-Current Liabilities	18,300.00	18,319.17
Current Liabilities	8,073.13	6,126.62
<b>Net assets of the associate</b>	<b>(6,138.14)</b>	<b>(4,199.68)</b>

Particulars	(₹ in lakhs)	
	As at 31st March 2019	As at 31st March 2018
Revenue	-	-
Other Income	0.93	15.01
Profit/(loss) from Continuing Operations	(1,938.45)	(1,902.31)
Other Comprehensive income/(loss) for the year	-	-
Total comprehensive Income/(Loss) for the year	(1,938.45)	(1,902.31)

**Reconciliation of the above summarised financial information to the carrying amount of the interest in associate recognised in the consolidated financial statement:**

Particulars	(₹ in lakhs)	
	As at 31st March 2019	As at 31st March 2018
Net assets of the associate	(6,138.14)	(4,199.68)
Proportion of the Group's ownership interest in associate (%)	24%	24%
Proportion of the Group's ownership interest in associate (INR)	(1,473.15)	(1,007.92)
Investment in associate	355.20	355.20
Adjustment of the Group's share of loss upto the investment value	(355.20)	(355.20)
<b>Group's share in net assets of the associate</b>	-	-
<b>Carrying amount of the groups interest in associate</b>	-	-

In compliance with Ind AS 28, the company has recognised it's share of loss in associate only upto the value of investment in that associate. As the company's share of loss in associate during the previous year ended 31st March, 2019 and 31st March, 2018 exceeds the value of investment, investment has been reduced to zero.



Particulars	(₹ in lakhs)	
	As at 31st March 2019 ₹ in lakhs	As at 31st March 2018 ₹ in lakhs
Balance at the beginning of the year	-	16.18
Impairment made during the year	-	-
Adjusted against other financial asset	-	(16.18)
Balance at the end of the year	-	-

**NOTE 9**  
**OTHER NON CURRENT FINANCIAL ASSETS**  
**(Unsecured, considered good)**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Security Deposits/Retention Money with Customers	19.03	57.42
Other Security Deposits	33.22	35.49
On Margin Money Accounts [Refer (a) below][Refer Note 16 (a)] - (With more than 12 months maturity)	1.53	2.48
	<u>53.78</u>	<u>95.39</u>

(a) Security Deposit with Sales Tax Authorities

**NOTE 10**  
**NON CURRENT TAX ASSETS (NET)**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Advance Income Tax (Net of provisions)	540.99	472.71
	<u>540.99</u>	<u>472.71</u>

**NOTE 11**  
**OTHER NON CURRENT ASSETS**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
<b>Advances Other than Capital Advances</b>		
Deferred Asset - Unammortised cost of Financial Instruments	23.83	18.67
Prepayments on Leasehold Land	14.39	16.19
Receivable from Gratuity Fund	2.26	8.02
	<u>40.48</u>	<u>42.88</u>

**NOTE 12**  
**INVENTORIES (At Lower of Cost and Market Value)**  
**(As taken, valued and certified by the management)**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Contract work-in-progress	125.65	106.72
Goods in transit	-	1.17
Stores, Spares and Consumables	36.20	28.23
	<u>161.85</u>	<u>136.12</u>



**NOTE 13**  
**TRADE RECEIVABLES**  
**(Considered good)**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Trade Receivables - Unsecured	3,647.97	3,867.96
	<u>3,647.97</u>	<u>3,867.96</u>
<b>(Considered doubtful )</b>		
Trade Receivables- Unsecured	12.80	12.80
Less: Impairment for doubtful receivables	12.80	12.80
	<u>-</u>	<u>-</u>
	<u>3,647.97</u>	<u>3,867.96</u>

- Trade receivables ₹ 5.53/-lakhs (previous year as on 31st March 2018: ₹ 26.67/-lakhs) in respect of sale of power from generation by 6MW Harangi-II SHP are subject to a charge in favour of lenders of one of the subsidiaries.

**Age of Receivable**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Within Credit period	145.72	1,004.43
1-180 days past due	24.73	78.64
181 days- 1 year past due	19.97	128.86
more than 1 year past due	3,470.36	2,668.83
<b>Total</b>	<u>3,660.78</u>	<u>3,880.76</u>

**Movement for impairment of doubtful receivables**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Balance at the beginning of the year	12.80	12.80
Addition in expected credit loss allowance	-	-
Write back during the year	-	-
Balance at the end of the year	<u>12.80</u>	<u>12.80</u>

**NOTE 14**  
**CASH AND CASH EQUIVALENTS**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Balance with Banks		
- on Current Accounts	36.75	130.26
- on Fixed deposit accounts	-	419.52
Cash in hand	2.39	2.68
	<u>39.14</u>	<u>552.46</u>

**NOTE 15**  
**BANK BALANCES OTHER THAN CASH & CASH EQUIVALENTS**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
on Unpaid Dividend Account	8.79	7.42
on Margin Money Accounts (Refer Note (a) below) (with less than 12 months maturity)	130.50	345.93
	<u>139.29</u>	<u>353.35</u>

(a) Margin money are deposited with banks against bank guarantees and Letter of Credit issued.



## NOTE 16

### CURRENT ASSETS - LOANS (Unsecured, considered good)

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Loan to Associate (Refer Note (i) and (ii) below and 40)	588.72	526.67
Loan to employees	4.03	5.09
	<u>592.75</u>	<u>531.76</u>

- (i) Loan to Associate have been given for business purposes. They were repayable in FY 2018-19 and accordingly have been disclosed under Current Financial Asset- Loans (Note 16) as at 31st March, 2019.
- (ii) Disclosure as per schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 186(4) of the Companies Act, 2013.

#### (I) Loans in the nature of loan outstanding from Associate.

Name of the Company	Maximum balance outstanding during the year	
	2018-19	2017-18
(i) Arunachal Hydro Power Limited	588.72	597.75

#### (II) Loans to associate does not include advances towards shares pending for allotment.

## NOTE 17

### OTHER CURRENT FINANCIAL ASSETS

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Gross Receivable against Sale of Shares	4,994.52	4,994.52
Less: Impairment in value of investments	16.18	16.18
Net Receivable against Sale of Shares	4,978.34	4,978.34
Security Deposits/Retention Money with customers	125.24	64.25
Interest Receivable	81.50	75.48
Insurance Claim Receivable	149.97	-
Other Security deposits	27.27	27.27
Other Advances	15.38	7.04
	<u>5,377.70</u>	<u>5,152.38</u>

## NOTE 18

### OTHER CURRENT ASSETS

(Unsecured, considered good)

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
<b>Advances Other than Capital Advance</b>		
Balance with Government authorities	57.86	33.04
Advance to suppliers	208.35	185.56
Prepayments on Leasehold Land	1.80	1.80
Prepaid expenses	15.42	13.41
Deferred Asset - Unamortised cost of Financial Instruments	6.30	6.94
Other Advances	15.76	13.26
	<u>305.49</u>	<u>254.01</u>



## NOTE 19

### EQUITY SHARE CAPITAL

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
<b>Authorised</b>		
5,00,00,000 (Previous Year as on 31st March, 2018 : 5,00,00,000 ) Equity shares of ₹ 10/- each	5,000.00	5,000.00
	<u>5,000.00</u>	<u>5,000.00</u>
<b>Issued, Subscribed and Paid-up</b>		
4,75,00,000 (Previous Year as on 31st March, 2018: 4,75,00,000 lakhs) Equity shares of ₹ 10/- each fully paid up	4,750.00	4,750.00
	<u>4,750.00</u>	<u>4,750.00</u>

Reconciliation of the number of equity shares outstanding at the beginning and at the end of the reporting period :	No. of Shares	No. of Shares
At the beginning of the year	4,75,00,000	4,75,00,000
Add : Issued during the year	-	-
<b>At the end of the year</b>	<b>4,75,00,000</b>	<b>4,75,00,000</b>

Shareholders holding more than 5% of equity shares	No. of shares (%)	No. of shares (%)
Sarvottam Caps Private Limited	1,18,00,000 (24.84%)	1,18,00,000 (24.84%)
Mr. Amar Singh	1,04,58,453 (22.02%)	1,04,58,453 (22.02%)
Mrs. Pankaja Kumari Singh	29,36,414 (6.18%)	29,36,414 (6.18%)

#### Rights, Preferences and Restrictions attached to each classes of shares including restrictions on the distribution of dividends and the repayment of capital.

- The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity is entitled to one vote per share. The dividend, if any proposed by the Board of Directors of the Company is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts in proportion to the number of equity shares held by them.
- The Board of Directors has recommended payment of dividend for the financial year 2018-2019 which is subject to approval of members at the ensuing Annual General Meeting.

## NOTE 20

### OTHER EQUITY

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
<b>Capital Reserve</b>		
As per Last Balance Sheet	1,491.65	1,491.65
<b>Capital Redemption Reserve</b>		
Addition during the year	75.00	-
<b>Capital Reserve on Consolidation</b>		
As per Last Balance Sheet	155.28	155.28
<b>Securities premium reserve</b>		
As per Last Balance Sheet	5,900.00	5,900.00
<b>General reserve</b>		
As per Last Balance Sheet	22.89	22.89
<b>Retained Earnings</b>		
As per Last Balance Sheet	(1,473.53)	(32.14)
Add: Profit/(loss) for the year	(557.31)	(1,163.79)
Add: Other Comprehensive Income for the year	2.19	8.25
Less: Deductions during the year	(75.00)	-
Less: Dividend Paid (per share ₹ 0.50)	237.50	237.50
Less: Tax on Dividend Paid	48.82	48.35
	<u>(2,389.97)</u>	<u>(1,473.53)</u>
<b>Total</b>	<b>5,254.85</b>	<b>6,096.29</b>



**Capital Reserve**

**Capital Reserve includes:**

- (a) ₹ 1,165 lakhs ( as at 31st March, 2018 ₹ 1,240 lakhs) representing the reserves arising on forfeiture of 75,00,000 share warrants issued on preferential basis.
- (b) ₹ 11.65 lakhs (as at 31st March, 2018 ₹ 11.65 lakhs) representing reserves arising on amalgamation pursuant to the scheme of arrangement with erstwhile Dhanashree Projects Limited. The said scheme was sanctioned by the Honorable High Court of Bangalore and Kolkata vide order dated August 12, 2010 and September 15, 2010 respectively.
- (c) ₹ 240.00 lakhs (as at 31st March, 2018 ₹ 240.00 lakhs) representing subsidy received from Ministry of New and Renewable Energy, Government of India in one of the subsidiary for setting up of Ullankal Small Hydro Power Project.

**Capital Redemption Reserve:**

It includes ₹ 75.00 lakhs of reserve created at the time of redemption of preference share which shall be utilised by the company in accordance with provisions of Companies Act, 2013.

**Capital Reserve on Consolidation:**

Refer Note 3.1

**Securities Premium Reserve :**

Securities Premium Reserve represents the amount received in excess of par value of equity shares issued by the company and is to be utilised for as specified under Section 52 of Companies Act, 2013.

**General Reserve:**

The general reserve is created from time to time by appropriating profits from retained earnings. The general reserve is created by a transfer from one component of equity to another and accordingly it is not reclassified to the Statement of profit and loss.

**Retained earnings:**

Retained earnings generally represents the undistributed profit/ amount of accumulated earnings of the company. Any actuarial gains and losses arising on defined benefit obligations have been recognised in retained earnings.

**NOTE 21**

**NON CONTROLLING INTEREST**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Balance at the beginning of the year	(214.01)	(67.15)
Non controlling interest on disposal	-	-
Share of profit/(loss) for the year	(148.32)	(146.86)
<b>TOTAL</b>	<b>(362.33)</b>	<b>(214.01)</b>

**NOTE 22A**

**NON CURRENT BORROWINGS**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
<b>Secured</b>		
(i) Term Loan from Indian Renewable Energy Development Agency Ltd. (IREDA) [Refer Note 22A(I)(a), (b) & (c) below]	8,383.99	8,728.97
<b>Unsecured</b>		
(ii) Non Cumulative Redeemable Preference share capital [Refer Note 22 A (II)]	2,383.43	2,364.21
(iii) Loan from Related Parties [Refer Note 22A(III)]	1,494.00	2,399.50
(iv) Loan from Others From Bodies Corporate [Refer Note 22A(III)]	3,799.50	2,000.00
	<b>16,060.92</b>	<b>15,486.68</b>

**Terms of Repayment**

**(I) Secured**

- a) Secured by all the immovable and movable assets/properties, both present and future, wherever situated, pertaining to the 15 MW Karikayam SHP of the company and charge on the entire receivables of the 6 MW Harangi - II SHP of the holding company. The holding company has pledged its investment of 3,00,00,000 equity shares and 2,20,00,000 preference shares of one of the subsidiaries and has given corporate guarantee in respect of the aforesaid loan.



- b) As on the balance sheet date, the company has defaulted in repayment of principal amount for the following installments :

Repayment Date	As at 31st March, 2019	As at 31st March, 2018
31st March, 2018	-	174.35

- c) The loan of ₹ 95 crores [Outstanding Balance as on 31st March 2019 ₹ 8,722.97 lakh (Including ₹ 338.98 lakh under other current liabilities as current maturities of long term debt)] is repayable in 17 years beginning with installment of ₹ 79.09 lakh with effect from 30th June 18 and thereafter in quarterly installments as per the Schedule given below. Interest rate as on 31st March 2019 is 11.25%.

**Maturity Profile of the principal amount**

	As at 31st March, 2019	As at 31st March, 2018
2018-19	-	316.38
2019-20	338.98	338.98
2020-21	361.57	361.57
2021-22	406.77	406.77
2022-23	406.77	406.77
2023-24	474.57	474.57
2024-25	519.76	519.76
2025-26	542.36	542.36
2026-27	542.36	542.36
2027-28	587.56	587.56
2028-29	587.56	587.56
2029-30	587.56	587.56
2030-31	610.16	610.16
2031-32	632.75	632.75
2032-33	632.75	632.75
2033-34	723.15	723.15
2034-35	768.34	768.34
<b>Total</b>	<b>8,722.97</b>	<b>9,039.35</b>

- (II) The above balance of Preference shares are issued by three subsidiaries which are repayable to the holders outside the Group.

Name of the Company	As at 31st March, 2019	As at 31st March, 2018
EDCL Power Projects Limited	179.43	160.21
Eastern RamGanga Valley Hydel Projects Company Private Limited	1,368.00	1,368.00
Sarju Valley Hydel Projects Company Private Limited	836.00	836.00
Total	2,383.43	2,364.21

Redeemable preference shares would carry 10%/8% fixed dividend on cumulative basis on outstanding unredeemed portion of the amount. In the event of liquidation of the subsidiary before redemption of the said preference shares, the holders of these shares will have priority over equity shares in the payment of dividend and repayment of capital. The dividend, if any proposed by the Board of Directors of the subsidiaries is subject to the approval of the shareholders in the ensuing Annual General Meeting.

(III) **Unsecured**

**Terms of Repayment**

These loans are repayable in the financial year 2020-21. Applicable rate of interest is 12% per annum.

**NOTE 22B  
CURRENT BORROWINGS**

(Repayable on Demand)

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
<b>(a) Secured</b>		
Cash Credit from Bank [Refer Note (I) below]	137.45	733.31
<b>(b) Unsecured</b>		
From Bodies Corporate	2.08	1.46
	<b>139.53</b>	<b>734.77</b>

(I) Secured by hypothecation of entire stocks and other movables of the company including all movable Plant and Machinery, Furniture and Fixtures, Vehicles, Computers and other accessories etc. stored or to be stored, at the premises / godowns of the company's contract division and also all present and future book debts, outstanding monies, receivables, claims, bills etc. and equitable mortgage of immovable properties at 9MW Harangi Hydro Electric Project.

**NOTE 23  
NON CURRENT PROVISIONS**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
<b>Provision for Employee benefits</b>		
Provision for Leave Encashment	30.74	30.14
Provision for Gratuity	7.09	6.76
	<b>37.83</b>	<b>36.90</b>

**NOTE 24  
DEFERRED TAX LIABILITIES (NET)**

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Deferred Tax Liabilities (*)		
Deferred Tax Assets (*)	312.40	787.73
	(504.27)	(519.01)
	<b>(191.87)</b>	<b>268.72</b>

**Changes in Deferred Tax Balance for the year 2018-19:**

Particulars	As at 31.03.2018	Charge/ (Credit) in Statement of Profit and Loss	Charge/ (Credit) in OCI	Other Adjustment	As at 31.03.2019
<b>Deferred Tax Liabilities</b>					
Fair valuation of Financial Liabilities	443.03	(392.42)	-	-	50.61
Property, Plant & Equipment	344.70	(82.91)	-	-	261.79
	787.73	(475.33)	-	-	312.40
<b>Deferred Tax Assets</b>					
Unused tax Credit	376.66	(8.34)	-	-	368.31
Expenses allowable on payment basis under Income Tax Act, 1961	37.97	(5.23)	0.85	-	31.90
Impairment on Financial Asset	8.73	(0.90)	-	-	7.83
Brought Forward Losses	0.40	0.10	-	-	0.51
Fair Valuation of Financial Assets	95.25	0.47	-	-	95.72
	519.01	(13.90)	0.85	-	504.27
<b>Net Deferred Tax Liabilities/(Assets) (as per (a) below)</b>	<b>268.72</b>	<b>(461.43)</b>	<b>(0.85)</b>	<b>-</b>	<b>(191.87)</b>





**Changes in Deferred Tax Balance for the year 2017-18:**

(₹ in lakhs)

Particulars	As at 31.03.2017	Charge/ (Credit) in Statement of Profit and Loss	Charge/ (Credit) in OCI	Other Adjustment	As at 31.03.2018
<b>Deferred Tax Liabilities</b>					
Fair valuation of Financial Liabilities	352.85	90.16			443.03
Property, Plant & Equipment	186.44	158.26			344.70
	539.29	248.42	-	-	787.73
<b>Deferred Tax Assets</b>					
Unused tax Credit	327.16	83.93		(34.43)	376.66
Expenses allowable on payment basis under Income Tax Act, 1961	36.12	5.92	4.08		37.97
Impairment on Financial Asset	8.88	(0.15)			8.73
Brought Forward Losses	0.33	0.07			0.40
Fair Valuation of Financial Assets	139.10	(43.85)			95.25
	511.59	45.93	4.08	(34.43)	519.01
<b>Net Deferred Tax Liabilities/(Assets) (as per (a) below)</b>	27.70	202.49	(4.08)	34.43	268.72

**Note:**

\* During the previous year 2016-2017, Energy Development Company Limited sold 76% of it's holding in Arunachal Hydro Power Limited leading to loss of interest in that company. The same has resulted in reversal of deferred tax liability of that Company.

- a) Deferred Tax Assets and Liabilities have been adjusted when these pertain to the same legal entity and thereby net deferred tax assets/liabilities have been disclosed as follows:

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Consolidated Net Deferred Tax Liabilities	170.31	455.29
Consolidated Net Deferred Tax Asset	(362.17)	(186.59)
Consolidated Net Deferred Tax Liabilities/(Assets)	(191.86)	268.70

**NOTE 25**

**TRADE PAYABLES**

(₹ in lakhs)

Particulars	(₹ in lakhs)	
	As at 31st March, 2019	As at 31st March, 2018
Payables 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	1,400.25	2,082.79
	1,400.25	2,082.79

- a) The Company has not received information from vendors regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (the Act) and hence disclosure relating to amounts unpaid as at the year end together with interest paid/payable under the Act has not been given.
- b) Payables for goods and services includes acceptances amounting to ₹ NIL (Previous Year as on 31st March, 2018: ₹ 841.09 lakhs)
- c) Includes ₹ 0.11 lakhs (Previous Year as on 31st March 2018: ₹ 0.87 lakhs) payable to other related parties (Refer Note 40).



## NOTE 26

### OTHER CURRENT FINANCIAL LIABILITIES

(₹ in lakhs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
<b>Current maturities of long-term debt:</b>		
Term Loan from IREDA [Refer Note 22A(I) (a) & (c)]	338.98	316.38
Others	40.47	37.47
Payable towards Purchase of Investments	3,998.81	3,998.81
Advance against Sale of Shares (Secured) [Refer (a) below]	0.54	0.54
Interest accrued on borrowings		
- Related parties (Refer Note 40)	984.91	659.39
- Others	228.65	146.13
	<u>1,213.56</u>	<u>805.52</u>
Interest accrued on Others	207.64	191.94
Interest on preference shares	661.20	440.80
Unpaid Dividends	8.79	7.42
Capital Vendor	61.04	95.05
Other Payables	91.73	91.74
	<u>6,622.76</u>	<u>5,985.69</u>

#### Note:

- (a) Advance received against pledge of 2700 (out of 5100) equity shares held in Eastern Ramganga Hydel Project Company Private Limited and 2700 (out of 5100) equity shares held in Sarju Valley Hydel Project Company Private Limited with other investors of the subsidiaries till transfer of pledged shares as per agreement mentioned in Note 8 (a).

## NOTE 27

### OTHER CURRENT LIABILITIES

(₹ in lakhs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
Advance from customers and others	448.96	666.80
Statutory Payables	98.22	78.38
Other Payables	-	0.54
	<u>547.18</u>	<u>745.72</u>

## NOTE 28

### CURRENT PROVISIONS

(₹ in lakhs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
<b>Provision for Employee benefits</b>		
Provision for Leave Encashment	55.87	16.35
	<u>55.87</u>	<u>16.35</u>



**NOTE 29**  
**REVENUE FROM OPERATIONS**

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Sale of Products		
- Hydro power [Refer (b) below]	3,235.63	3,085.53
- Wind power	181.56	188.25
- Construction contracts	77.17	126.07
- Traded goods	-	2,414.48
	<b>3,494.36</b>	<b>5,814.33</b>
Sale of Services	-	176.25
	<b>3,494.36</b>	<b>5,990.58</b>

**Note:**

**(a) Total number of the units generated and sold (In million units)**

- Hydro power	87.01 m.u.	86.74 m.u.
- Wind power	5.34 m.u.	5.54 m.u.
(b) Revenue from sale of power, is accounted for on the basis of billing to Electricity Boards of respective states as per tariff approved by Regulatory Commission in accordance with the provisions of the Long Term Power Purchase Agreement (LTPPA), executed in this respect.		
(c) In respect of one of the subsidiaries, the power purchase agreement (PPA) with the Kerala State Electricity Board (KSEB) was signed as approved by Kerala State Electricity Regulatory Commission (KSERC) in earlier years. However, the tariff has been provisionally approved @ ₹ 4.16 per unit subject to determination of cost of projects and Capacity Utilisation Factor (CUF). Necessary adjustments, if any, arising out of variation in tariff shall be carried out on finalisation of approval thereof.		

**NOTE 30**  
**OTHER INCOME**

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Interest income on Financial Assets at amortised cost	136.60	141.29
Liability & Provision no longer required written back	23.18	2.19
Insurance Claim Received	150.00	42.96
Fair value adjustment for prepayment of loan	71.82	16.61
Miscellaneous income	-	5.07
	<b>381.60</b>	<b>208.12</b>

**NOTE 31**  
**COST OF MATERIALS CONSUMED**

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Cost of Material Consumed	69.61	75.21
	<b>69.61</b>	<b>75.21</b>

**NOTE 32**  
**PURCHASE OF STOCK-IN-TRADE**

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Purchase of Stock-In-Trade [Refer Note below]	-	2,344.10
	<b>-</b>	<b>2,344.10</b>
<b>Note :</b>		
Solar Photovoltaic Module (Indigneous)	-	2,344.10
	<b>-</b>	<b>2,344.10</b>



**NOTE 33**  
**CHANGES IN INVENTORIES OF FINISHED GOODS,**  
**WORK-IN-PROGRESS AND STOCK-IN-TRADE**

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Opening stock of Contract Work-in-Progress	106.72	91.97
Less :Closing stock of Contract Work-in-Progress	<u>125.65</u>	<u>106.72</u>
<b>(Increase)/ decrease in Inventories</b>	<b><u>(18.93)</u></b>	<b><u>(14.75)</u></b>

**NOTE 34**  
**EMPLOYEE BENEFITS EXPENSES**

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Salaries & Wages	576.48	456.94
Contribution to Provident and other Funds	17.26	28.25
Staff welfare expenses	<u>27.91</u>	<u>36.65</u>
	<b><u>621.65</u></b>	<b><u>521.84</u></b>

As per Indian Accounting Standard 19 "Employee Benefits" the disclosure of Employee Benefits as defined in the Standards are given below:

**A) Defined Contribution Scheme:**

Contribution to defined contribution schemes, recognised for the year are as under:

Particulars	31st March, 2019	31st March, 2018
Employer's contribution to Provident Fund	2.20	2.15
Employer's contribution to Pension Fund	<u>4.98</u>	<u>4.89</u>
<b>Total</b>	<b><u>7.18</u></b>	<b><u>7.04</u></b>

**B) Defined Benefit Scheme :**

The employee's Gratuity Fund scheme managed by Life Insurance Corporation of India is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the projected unit credit method which recognises each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation. The obligation for Leave Encashment is recognised in the same manner as Gratuity..

The obligation for leave encashment is recognised in the same manner as Gratuity.

Particulars	(₹ in lakhs)	
	31st March, 2019	31st March, 2018
<b>i) Change in the fair value of the defined benefit obligation :</b>		
<b>Gratuity (Funded)</b>		
Liability at the beginning of the year	101.94	90.67
Interest Cost	7.35	6.23
Current Service Cost	9.23	8.32
Past Service Cost	-	12.92
Actuarial (gain) / loss on obligations	(8.01)	(7.85)
Benefits paid	<u>(10.52)</u>	<u>(8.35)</u>
<b>Liability at the end of the year</b>	<b><u>99.99</u></b>	<b><u>101.94</u></b>
<b>Leave Encashment (Unfunded)</b>		
Liability at the beginning of the year	46.49	46.21
Interest Cost	3.45	3.18
Current Service Cost	4.70	4.49
Acquisition adjustment	-	-
Actuarial (gain) / loss on obligations	(11.72)	(4.88)
Benefits paid	<u>(2.17)</u>	<u>(2.51)</u>
<b>Liability at the end of the year</b>	<b><u>40.75</u></b>	<b><u>46.49</u></b>



Particulars	(₹ in lakhs)	
	31st March, 2019	31st March, 2018
<b>ii) Changes in the Fair Value of Plan Asset</b>		
<b>Gratuity (Funded)</b>		
Fair value of Plan Assets at the beginning of the year	103.20	99.57
Interest Income	7.44	6.89
Acquisition Adjustment	-	-
Contributions by the Company	-	-
Benefits paid	(10.52)	(8.35)
Actuarial gain / (loss) on Plan Assets	(4.96)	5.09
Fair value of Plan Assets at the end of the year	<u>95.16</u>	<u>103.20</u>

Particulars	(₹ in lakhs)	
	31st March, 2019	31st March, 2018
<b>iii) Amount Recognized in Balance Sheet</b>		
<b>Gratuity (Funded)</b>		
Liability at the end of the year	99.99	83.93
Fair value of Plan Assets at the end of the year	95.16	85.19
Liability/(Assets) recognised in the Balance Sheet	<u>4.83</u>	<u>(1.26)</u>

**Leave Encashment (Unfunded)**

Liability at the end of the year	40.75	46.49
Fair value of Plan Assets at the end of the year	-	-
Liability/(Assets) recognised in the Balance Sheet	<u>40.75</u>	<u>46.49</u>

Particulars	(₹ in lakhs)	
	31st March, 2019	31st March, 2018
<b>iv) Components of Defined Benefit Cost</b>		
<b>Gratuity (Funded)</b>		
Service Cost	9.23	8.32
Past Service Cost	-	12.92
Interest Cost	7.35	6.23
Interest Income on Plan Asset	(7.44)	(6.89)
Net Actuarial (gain) / loss on remeasurement recognised in OCI	(3.05)	(12.94)
Total Defined Benefit Cost recognised in Profit and Loss and OCI	<u>6.09</u>	<u>7.64</u>

**Leave Encashment (Unfunded)**

Current Service Cost	4.70	4.49
Interest Cost	3.45	3.18
Interest Income on Plan Asset	-	-
Net Actuarial (gain) / loss on remeasurement recognised in OCI	(11.72)	(4.88)
Total Defined Benefit Cost recognised in Profit and Loss and OCI	<u>(3.57)</u>	<u>2.79</u>



		(₹ in lakhs)	
Particulars	31st March, 2019	31st March, 2018	
<b>v) Balance Sheet Reconciliation</b>			
<b>Gratuity (Funded)</b>			
Opening Net Liability	8.54	(1.81)	
Expenses as above	(2.84)	10.35	
Amount Recognized in Balance Sheet	<u>5.70</u>	<u>8.54</u>	
<b>Leave Encashment (Unfunded)</b>			
Opening Net Liability	46.49	46.21	
Expenses as above	(3.57)	2.79	
Acquisition cost	-	-	
Benefits Paid	(2.17)	(2.51)	
Amount Recognized in Balance Sheet	<u>40.75</u>	<u>46.49</u>	
		(₹ in lakhs)	
Particulars	31st March, 2019	31st March, 2018	
<b>vi) Principal Actuarial assumptions as at the Balance Sheet date</b>			
Discount Rate	7.60%	7.60%	
Salary Increase	7%	7%	
Mortality Rate	IALM (2006-2008) Ult	IALM (2006-2008) Ult	
Retirement Age (years)	60	60	
Rate of Return on Plan Assets	9%	9%	
		(₹ in lakhs)	
Particulars	31st March, 2019	31st March, 2018	
<b>vii) Recognised in Other Comprehensive Income:</b>			
<b>Gratuity (Funded)</b>			
Actuarial gain/(loss) arising from :			
-Change in Financial Assumptions	-	(3.81)	
-Change in Experience Adjustments	(8.01)	(4.04)	
Return on Plan Assets (greater)/less than discount Rate	4.97	(5.09)	
Actuarial gain/(loss) recognised in Other Comprehensive Income	<u>(3.04)</u>	<u>(12.94)</u>	
		(₹ in lakhs)	
Particulars	31st March, 2019	31st March, 2018	
<b>Gratuity (Funded)</b>			
Current Liability (within 12 months)	-	-	
Non-Current Liability	5.71	(1.26)	
<b>Leave Encashment (Unfunded)</b>			
Current Liability (within 12 months)	10.01	16.35	
Non- Current Liability	30.74	30.14	



Particulars	(₹ in lakhs)	
	31st March, 2019	31st March, 2018
<b>Sensitivity analysis (Refer Note (b) below)</b>		
<b>Gratuity (Funded)</b>		
<b>For the year ended :</b>		
Discount Rate		
+1%	(8.26)	(8.39)
-1%	9.89	10.10
Salary Growth Rate		
+1%	11.18	9.65
-1%	(10.00)	(8.50)
<b>Leave Encashment (Unfunded)</b>		
<b>For the year ended:</b>		
Discount Rate		
+1%	(11.50)	(3.53)
-1%	4.82	4.32
Salary Growth Rate		
+1%	4.81	4.29
-1%	(4.06)	(3.57)

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (projected unit credit method) has been applied as when calculating the defined benefit obligation recognised within the Balance Sheet.

Particulars	(₹ in lakhs)	
	31st March, 2019	31st March, 2018
<b>Estimate of expected benefit payments (In absolute terms i.e. undiscounted)</b>		
<b>(Refer Note b below)</b>		
<b>Gratuity (Funded)</b>		
Within 1 year	26.90	31.47
1-2 year	0.60	6.34
2-3 year	0.74	4.46
3-4 year	2.50	0.70
4-5 year	1.11	2.14
5-10 years	47.93	32.43
<b>Leave Encashment (Unfunded)</b>		
Within 1 year	10.39	18.17
1-2 year	0.25	2.54
2-3 year	0.29	1.72
3-4 year	0.76	0.28
4-5 year	0.39	0.66
5-10 years	13.06	9.99
<b>Energy Development Company Limited</b>		
<b>Particulars</b>		
<b>Gratuity (Funded)</b>		
Within 1 year	6.53	6.33
<b>Leave Encashment (Unfunded)</b>		
Within 1 year	N/A	N/A



	(₹ in lakhs)	
	31st March, 2019	31st March, 2018
<b>EDCL Power Projects Limited</b>		
<b>Particulars</b>		
<b>Gratuity (Funded)</b>		
Within 1 year	1.76	N/A
<b>Leave Encashment (Unfunded)</b>		
Within 1 year	N/A	N/A
<b>Ayyappa Hydro Power Limited</b>		
<b>Particulars</b>		
<b>Gratuity (Funded)</b>		
Within 1 year	1.22	N/A
<b>Leave Encashment (Unfunded)</b>		
Within 1 year	N/A	N/A
<b>Weighted average duration of defined benefit obligation (Refer note (a) below)</b>		
<b>Energy Development Company Limited</b>		
<b>Particulars</b>	<b>31st March, 2019</b>	<b>31st March, 2018</b>
<b>Gratuity (Funded)</b>		
Duration (in years)	13.00	8.00
<b>Leave Encashment (Unfunded)</b>		
Duration (in years)	11.00	8.00
<b>EDCL Power Projects Limited</b>		
<b>Particulars</b>	<b>31st March, 2019</b>	<b>31st March, 2018</b>
<b>Gratuity (Funded)</b>		
Duration (in years)	16.00	15.00
<b>Leave Encashment (Unfunded)</b>	16.00	11.00
Duration (in years)		
<b>Ayyappa Hydro Power Limited</b>		
<b>Particulars</b>	<b>31st March, 2019</b>	<b>31st March, 2018</b>
<b>Gratuity (Funded)</b>		
Duration (in years)	21.00	21.00
<b>Leave Encashment (Unfunded)</b>	21.00	21.00
Duration (in years)		
<b>Particulars</b>	<b>31st March, 2019</b>	<b>31st March, 2018</b>
Average no of people employed (Gratuity Funded) (Refer Note (b) below)	76.00	71.00

a) The above figures do not include Arunachal Hydro Power Limited, Eastern Ramganga Valley Hydel Projects Company Private Limited & Sarju Valley Hydel Projects Company Private Limited.

**Notes: (As certified by Independent Actuary)**

- 1 Assumptions relating to future salary increases, attrition, interest rate for discount and overall expected rate of return on assets have been considered based on relevant economic factors such as inflation, seniority, promotion, market growth and other factors as applicable to the period over which the obligation is expected to be settled.
- 2 The expected return on Plan assets is based on market expectation at the beginning of the year. The rate of return on long term Government Bonds is taken as reference for this purpose.
- 3 In respect of Funded Gratuity, the funds are managed by the insurer and therefore the percentage or amount that each major category constitutes the fair value of total plan assets and effect thereof on overall expected rate of return on asset is not ascertainable.
- 4 Acquisition adjustment represents amount in respect of certain employees transferred into / transferred from the group.





## NOTE 35

### FINANCE COSTS

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Interest Expenses		
- On Borrowings	1,703.12	1,769.88
- On Others	239.63	237.57
	<u>1,942.75</u>	<u>2,007.45</u>
	30.82	46.68
Other Borrowing Costs	<u>1,973.57</u>	<u>2,054.13</u>

## NOTE 36

### DEPRICIATION AND AMORTISATION EXPENSE

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Depreciation of Property, Plant and Equipment [Refer Note 5]	938.34	1,008.56
Amortisation of Intangible Asset [Refer Note 7]	177.48	160.95
	<u>1,115.82</u>	<u>1,169.51</u>

## NOTE 37

### OTHER EXPENSES

Particulars	(₹ in lakhs)	
	Year ended 31st March, 2019	Year ended 31st March, 2018
Payment to Auditors (excluding GST)		
- As Auditors	4.56	4.28
- For Taxation matters	2.10	2.10
- Other Services	1.95	1.45
Cost of Power Purchased	9.97	15.31
Stores and Spares consumed	30.49	12.39
Rent (Refer Note 41)	214.24	103.53
Repairs & Maintenance :		
- Plant & Machinery	424.07	129.66
- Others	5.95	97.11
Rates & Taxes	148.96	90.10
Travelling & Conveyance Expenses	46.19	45.46
Insurance	19.48	19.51
Legal & Professional charges	84.13	91.01
Security Services.	37.38	37.19
Telephone,Fax,Postal etc.	10.68	12.48
Project Development Expenses	-	0.14
Loss on fair valuation of Financial Instruments	18.22	16.32
Fair Value Adjustment for Loan Taken	68.94	4.87
Financial Assets written off	4.79	-
Contract, Consultancy & Service Charges	29.34	205.97
Miscellaneous Expenses [Refer Note (i) below]	<u>119.84</u>	<u>174.02</u>
	<u>1,281.28</u>	<u>1,062.90</u>

(i) Miscellaneous Expenses includes Net (Gain) / Loss on foreign currency transactions of (₹ 2.98 lakh) (Previous Year : ₹ 7.68 lakh)

**NOTE 38****TAX EXPENSE**

The major components of tax expense for the years ended March 31, 2019 and March 31, 2018 are as under:

		(₹ in lakhs)	
Particulars		Year ended 31st March, 2019	Year ended 31st March, 2018
<b>A</b>	<b>Income tax recognised in Statement of Profit and Loss</b>		
	<b>Income Tax Expense:</b>		
	Current year tax	-	93.92
	<b>Deferred Tax:</b>		
	Total Deferred Tax Expense	(461.41)	202.49
	<b>Total Income Tax Expense</b>	<u>(461.41)</u>	<u>296.41</u>
<b>B</b>	<b>The reconciliation of tax expense and the accounting profit multiplied by tax rate :</b>		
	<b>Particulars</b>	<b>Year ended 31st March, 2019</b>	<b>Year ended 31st March, 2018</b>
	Profit before tax	(1,167.04)	(1,014.24)
	Applicable Tax Rate	27.820%	33.063%
	Income tax expense calculated as per Applicable tax rate	(324.67)	(335.34)
	Add : Effect of non recognition of Deferred Tax Asset in absence of sufficient future taxable income	208.45	568.74
	80IA Deduction	-	(32.12)
	Effect of other adjustments	(345.18)	95.14
	<b>Income tax Expense recognised in Statement of Profit and Loss</b>	<u>(461.41)</u>	<u>296.41</u>
<b>C</b>	<b>Income tax recognised in other comprehensive income</b>		
	<b>Particulars</b>	<b>Year ended 31st March, 2019</b>	<b>Year ended 31st March, 2018</b>
	<b>Deferred tax charge on</b>		
	Remeasurement of gains of defined benefit obligation	(0.85)	(4.08)
	<b>Income tax recognised in other comprehensive income</b>	<u>(0.85)</u>	<u>(4.08)</u>
	<b>Bifurcation of the income tax recognised in Other Comprehensive Income into:</b>		
	Items that will be reclassified to profit or loss	-	-
	Items that will not be reclassified to profit or loss	(0.85)	(4.08)
<b>D</b>	<b>Components of Other Comprehensive Income</b>		
	<b>Particulars</b>	<b>Year ended 31st March, 2019</b>	<b>Year ended 31st March, 2018</b>
	<b>Items that will not be reclassified to Statement of profit or loss</b>		
	Remeasurement of gains of defined benefit obligation (net of tax)	2.19	8.25
		<u>2.19</u>	<u>8.25</u>



## NOTE 39

### CONTINGENT LIABILITIES AND COMMITMENTS (To the extent not provided for)

(₹ in lakhs)

Particulars	As at 31st March, 2019	As at 31st March, 2018
<b>Contingent Liabilities</b>		
a) Claims against the company not acknowledged as debts		
i) Income Tax matters under disputes and pending in appeal	743.61	650.48
ii) Sales Tax matters under disputes and pending in appeal	-	22.52
iii) Service Tax matters under disputes and pending in appeal	15.41	15.41
The Company's pending litigation comprise of proceedings with income tax, sales tax and service tax authorities. The company has reviewed all its pending litigations and proceedings and has made adequate provisions, wherever required and disclosed the contingent liabilities, wherever applicable, in its financial statements. The company does not expect the outcome of these proceedings to have material impact on its financial position. Future cash outflows if any in respect of (i) to (iii) above are dependent upon the outcome of the decision/judgements.		
b) Bank guarantee given	585.00	585.00

## NOTE 40

### RELATED PARTY DISCLOSURES PURSUANT TO INDIAN ACCOUNTING STANDARD - 24

<b>(A)</b>	<b>Key Managerial Personnel and their relative</b>	
	Sanjiv Saraf (Executive Director) (ceased to be Executive Director with effect from 30th May 2018)	
	Indira Saraf (Wife of the Executive Director)	
	Vinod Kumar Sharma (Executive Director with effect from 30th May 2018)	
	Amar Singh (Promotor & Non-Executive Director)	
	Pankaja Kumari Singh (Promotor & Non-Executive Director)	
	Sanjay Kumar Gupta (Non-Executive Director) (ceased to be Non-Executive Director with effect from 15th March 2018)	
	Gouri Prasad Goenka (Independent Non-Executive Director)	
	Tarun Chaturvedi (Independent Non-Executive Director) (ceased to be Independent Non-Executive Director with effect from 30th January 2017)	
	Vijoy Kumar (Independent Non-Executive Director)	
	Anil Gupta (Independent Non-Executive Director)	
	Bijay Kumar Garodia (Independent Non-Executive Director)	
	Sunil Dutt Sharma (Chief Financial Officer)	
	Amit Damani (Chief Financial Officer)(Ceased to be Chief Financial Officer with effect from 15th March 2018)	
	Vijayshree Binnani (Company Secretary)	
<b>(B)</b>	<b>Associate Companies</b>	
	1	Arunachal Hydro Power Limited
		<b>Subsidiaries of Arunachal Hydro Power Limited:-</b>
	(i)	EDCL Seppa Beyond Hydro Electric Private Limited
	(ii)	EDCL Seppa Dunkho Hydro Electric Private Limited
	(iii)	EDCL Seppa Jung Power Private Limited
	(iv)	EDCL Seppa Kawa Power Private Limited
	(v)	EDCL Seppa Lada Hydro Electric Private Limited
	(vi)	EDCL Seppa Marjingla Hydro Electric Private Limited
	(vii)	EDCL Seppa Nire Hydro Electric Private Limited
	(viii)	EDCL Seppa Pachuk Power Private Limited
	(ix)	EDCL Seppa Rieng Power Private Limited
	(x)	EDCL Tawang Lower Tsachu Hydro Electric Private Limited
	(xi)	EDCL Tawang Power Private Limited
	(xii)	EDCL Tawang Upper Tsachu Hydro Electric Private Limited
<b>(C)</b>	<b>Individuals having significant influence directly or indirectly (Promoter and their relatives)</b>	
	Amar Singh (Non-Executive Chairman)	
	Pankaja Kumari Singh (Wife of the Non-Executive Chairman)	



(D)	Enterprises over which individuals mentioned in (C) above exercises significant influence	
1	Startrack Vinimay Private Limited	
2	Sarvottam Caps Private Limited	

The aggregate amount of transactions with the related parties as mentioned in (A) above is as below:

(₹ in lakhs)

Particulars		2018-19	2017-18
<b>Transactions during the year:</b>			
<b>i)</b>	<b>Remuneration :</b>		
	- Vinod Kumar Sharma	47.81	-
	- Sanjiv Saraf	3.66	48.20
	- Amit Damani	1.29	9.79
	- Vijayshree Binnani	5.42	6.23
	- Sunil Dutt Sharma	16.00	-
<b>ii)</b>	<b>Rent Paid</b>		
	- Indira Saraf	-	10.54
<b>iii)</b>	<b>Sitting Fees</b>		
	- Gouri Prasad Goenka	0.20	0.40
	- Anil Gupta	1.70	0.80
	- Bijay Kumar Garodia	0.20	0.40
	- Sanjiv Saraf	-	0.03
	- Tarun Chaturvedi	-	0.05
	- Vijoy Kumar	2.30	2.25
	- Sanjay Kumar Gupta	-	1.70
<b>Balances as at the year end :</b>		<b>31.03.2019</b>	<b>31.03.2018</b>
<b>i)</b>	<b>Payable</b>		
	- Amit Damani	-	0.87
	- Vinod Kumar Sharma	0.01	-
	- Sunil Dutt Sharma	0.10	-

**Note:** Post employment benefit has not been disclosed separately as the same is not ascertainable.

The aggregate amount of transactions with the related parties as mentioned in (B) above is as given below:

(₹ in lakhs)

Particulars		As at 31st March, 2019	As at 31st March, 2018
(i)	Purchase/ (Sale) in Preference Shares of Associate and its subsidiaries		
	- Arunachal Hydro Power Limited	-	(1,382.40)
(ii)	Proceeds from Repayment of Loans		
	- Arunachal Hydro Power Limited	-	88.26
(iii)	Interest Income		
	- Arunachal Hydro Power Limited	63.20	65.89
(iv)	Modification Gain/ Loss		
	- Arunachal Hydro Power Limited	(1.15)	11.74
(v)	Paid for purchase of investments		
	- Arunachal Hydro Power Limited	-	100.00

Balances at the year end :		As at 31st March, 2019	As at 31st March, 2018
(i)	Investment in Preference Shares of Associate		
	- Arunachal Hydro Power Limited	792.00	792.00
(ii)	Payable for purchase of preference shares		
	- Arunachal Hydro Power Limited	436.55	436.55
(iii)	Loans given to Associate		
	- Arunachal Hydro Power Limited	588.72	526.67
(iv)	Payable towards purchase of investments		
	- Arunachal Hydro Power Limited	-	-



Payment of expenses on behalf of subsidiaries/associate:

(₹ in lakhs)

Name of the Company	Transactions during the year				Outstanding Balances as at the year end	
	Expenses incurred on behalf		Amount Recovered		31.03.2019	31.03.2018
	2018-19	2017-18	2018-19	2017-18		
1 EDCL SEPPA BEYONG HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	-	0.00	0.00
2 EDCL SEPPA DUNKHO HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	-	0.00	0.00
3 EDCL SEPPA JUNG POWER PRIVATE LIMITED	-	-	-	-	0.00	0.00
4 EDCL SEPPA KAWA POWER PRIVATE LIMITED	-	-	-	-	0.00	0.00
5 EDCL SEPPA LADA HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	-	0.00	0.00
6 EDCL SEPPA MARJINGLA HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	-	0.00	0.00
7 EDCL SEPPA NIRE HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	-	0.00	0.00
8 EDCL SEPPA PACHUK POWER PRIVATE LIMITED	-	-	-	-	0.00	0.00
9 EDCL SEPPA RIANG POWER PRIVATE LIMITED	-	-	-	-	0.00	0.00
10 EDCL TAWANG LOWER TSACHU HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	-	0.00	0.00
11 EDCL TAWANG POWER PRIVATE LIMITED	-	-	-	-	0.00	0.00
12 EDCL TAWANG UPPER TSACHU HYDRO ELECTRIC PRIVATE LIMITED	-	-	-	-	0.00	0.00
<b>Total :</b>	-	-	-	-	<b>0.01</b>	<b>0.01</b>

The aggregate amount of transactions with the related parties as mentioned in (C) above is as below:

(₹ in lakhs)

Particulars	2018-19	2017-18
<b>Transactions during the year:</b>		
i) Meeting Fees		
- Amar Singh	2.10	0.80
- Pankaja Kumari Singh	1.00	0.80

The aggregate amount of transactions with the related parties as mentioned in (D) above is as given below:

(₹ in lakhs)

Particulars	2018-19	2017-18
<b>Transactions during the year:</b>		
i) Unsecured Loan received		
- Startrack Vinimay Private Limited	50.00	150.00
- Sarvottam Caps Private Limited	700.00	400.00
ii) Interest Expenses		
- Startrack Vinimay Private Limited	76.60	69.78
- Sarvottam Caps Private Limited	267.01	210.02
iii) Expenses incurred by the company on behalf of the party		
- Startrack Vinimay Private Limited	0.19	0.29
- Sarvottam Caps Private Limited	0.12	0.11
iv) Expenses Reimbursed to the company		
- Startrack Vinimay Private Limited	0.19	0.31
- Sarvottam Caps Private Limited	0.12	0.12
v) Received against sale of Investment		
- Startrack Vinimay Private Limited	-	480.00



Particulars		31.03.2019	31.03.2018
<b>Balances as at the year end :</b>			
i)	Unsecured Loans		
	- Startrack Vinimay Private Limited	650.00	600.00
	- Sarvottam Caps Private Limited	2,499.50	1,799.50
ii)	Interest accrued and due (Payable)		
	- Startrack Vinimay Private Limited	188.47	129.16
	- Sarvottam Caps Private Limited	770.54	530.23
iii)	Payable towards purchase of Investments		
	- Startrack Vinimay Private Limited	-	2,150.15
	- Sarvottam Caps Private Limited	-	1,848.66

**Notes :**

- In respect of above parties, there is no provision for doubtful debts as on 31st March 2019 and no amount has been written off or written back during the year in respect of debts due from / to them.
- The above Related Party information is as identified by the Management and relied upon by the auditors.

**NOTE 41  
OPERATING LEASE**

**As a lessee**

- The group has entered into arrangements of lease of land which has been classified as operating leases. These lease arrangements are non-cancellable in nature. Rental expenses towards such non- cancellable operating lease charged to statement of profit and loss amounts to ₹ 3.72 lakhs (Previous Year ₹ 3.72 lakhs ) and has been disclosed as "Rent" in Note 37 of the financial statement.

(₹ in lakhs)

Particulars	2018-19	2017-18
Within 1 year	3.72	1.80
1-5 years	16.68	9.00
more than 5 years	34.34	38.07
<b>Total</b>	<b>54.74</b>	<b>48.87</b>

- The group has taken several premises under cancellable operating leases. The lease term is upto 5 years and have the option of renewal on expiry of the lease period based on mutual agreement of both the parties. Certain lease arrangements have been terminated during the year based upon mutual agreement of both the parties. Rental expenses towards cancellable operating lease charged to statement of profit and loss amounts to ₹ 208.72 lakhs (Previous year ₹ 100.99 lakhs) and has been disclosed as "Rent" in Note 37 of the financial statement.

**As a lessor**

The group has given certain plant & equipments under cancellable operating leases. The Lease term had an option of renewal on expiry of the lease period based on the mutual agreement of both the parties.

**NOTE 42**



## SEGMENT REPORTING

### Revenue

- (i) The disclosures pertaining to disaggregation of revenue and performance obligation in terms of Ind AS 115 - Revenue from contracts with customers are as follows:

#### (a) Generating Division

The Generating division of the Company is principally engaged in production and sale of bulk power from Hydro Power and Wind Power Mills to various electricity boards. The Company owns and operates a 9MW Hydro-Electric Power project at Harangi, Karnataka and 6 MW Harangi Hydro-Electric Power Plant in Karnataka .It has two operating windmills of 1.5MW each located in Hassan and Chitradurga district in the state of Karnataka .

Power is supplied in accordance with the sale price, payment terms and other conditions as per the Power Purchase Agreements ("PPA") entered into with various government institutions read along with the regulations of State Electricity Regulatory commission. .Electricity generated each month is sold to the institutions set up under the government and credit period of 30 days is allowed for payment.

#### (b) Contract Division

The company engages in construction development, implementation, operation & maintenance of projects and consultancies. The company has executed various infrastructure related projects like bridges and hydro projects on contractual basis. A Memorandum of Understanding (MOU) is entered into with Public Works Department (PWD) of Dharamnagar, Agartala, Khowai division of Tripura and revenue from such activity is recognised progressively on percentage of completion method. Stage of completion of contracts in progress is assessed or estimated in proportion to the contract costs incurred relative to the estimated total cost of the contract .

The construction project shall be executed in the manner as prescribed in the MOU, Monthly Running account bill (R.A bill) shall be submitted to the departments within 30 days from the date of issue of completion certificate. All duties and taxes ( Works contract tax , labour welfare, Cess, Service tax, Goods and Service Tax) shall be borne by the company

#### (c) Trading Division

The company is basically engaged in purchase and sale of electrical equipments and metals. The company purchases such equipments from various parties and sells them to its customers.

Revenue is recognised when the significant risks and rewards of ownership have been transferred to the buyer, recovery of the consideration is probable, the associated costs can be estimated reliably. After the vendor accepts delivery, a credit period of 30 days is allowed for payment.

Segments have been identified in line with the Indian Accounting Standards-108 taking into account the organization structure as well as the differencing risk and return. The Company's business segment comprises of (a) Generating Division - generation and sale of bulk power to various electricity boards; (b) Contract Division - construction development, implementation, operation & maintenance of projects and consultancies and (c) Trading Division - trading of Power equipments, metals etc. These have been identified by the Chief Operating Decision Maker (CODM) on the basis of the type of their respective sales and services rendered.

(₹ in lakhs)

Particulars	Generating Division		Contract Division		Trading Division		Total	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
<b>Revenue:</b>								
External sales (*)	3,417.19	3,273.78	77.17	302.32	-	2,414.48	3,494.36	5,990.58
<b>Result:</b>								
Segments	1,425.17	1,490.42	(127.99)	(142.23)	(1.07)	11.50	1,296.11	1,359.69
Less : Interest and Finance Charges	-	-	-	-	-	-	1,973.57	2,054.13
Less : Other common expenses (net)	-	-	-	-	-	-	489.58	319.80
Total Profit Before Tax	-	-	-	-	-	-	(1,167.04)	(1,014.24)
Provisions For Tax	-	-	-	-	-	-	(461.41)	296.42
Profit After Tax	-	-	-	-	-	-	(705.63)	(1,310.66)



(₹ in lakhs)

Particulars	Generating Division		Contract Division		Trading Division		Total	
	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2019	As at 31st March, 2018	As at 31st March, 2019	As at 31st March, 2018
<b>Assets and Liabilities as at the year end:</b>								
Segments Assets	12,586.13	12,816.18	1,272.32	1,412.05	2,692.07	2,692.50	16,550.52	16,920.73
Unallocable Corporate Assets	-	-	-	-	-	-	17,956.35	19,255.74
<b>TOTAL</b>							34,506.87	36,176.47
Segments Liabilities	18,509.77	16,134.41	1,001.29	1,198.37	480.07	1,324.37	19,991.13	18,657.15
Unallocable Corporate Liabilities	-	-	-	-	-	-	6,714.36	6,887.03
<b>TOTAL</b>							26,705.49	25,544.18

(₹ in lakhs)

Particulars	Generating Division		Contract Division		Trading Division		Total	
	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18	2018-19	2017-18
Capital expenditure for the segment	0.52	1,801.98	-	0.19	-	-	0.52	1,802.17
Unallocable Corporate Capital Expenditure	-	-	-	-	-	-	-	8.09
<b>Total Capital Expenditure</b>							0.52	1,810.26
Depreciation and amortisation for the segment	913.86	1,124.42	13.25	17.98	-	-	927.10	1,142.40
Unallocable Depreciation and amortisation	-	-	-	-	-	-	188.72	27.12
<b>Total depreciation and amortisation</b>							1,115.82	1,169.52

- (a) Revenue and expenses have been identified to segment on the basis of their relationship to the operating activities of the segment. Revenue and expenses which relates to enterprise as a whole and not allocable to segment on a reasonable basis have been included under the head other common expenses.
- (b) As the group operates entirely in India no secondary segment has been identified for the above purpose.

## NOTE 43

### CONSTRUCTION CONTRACTS DISCLOSURES

(₹ in lakhs)

Particulars		2018-19	2017-18
i)	Contract revenue recognised as revenue in the period	77.17	126.07
ii)	Contract costs incurred upto the reporting date	5,977.19	5,489.43
iii)	Advances received	52.06	269.91
iv)	Retention money with customers	103.61	57.42
v)	Gross amount due from customers for contract work	548.21	686.26

- b) In case of long term contracts in operation, the foreseeable losses if any are recognised based on the management's estimation of percentage of completion and cost involved thereagainst.





#### NOTE 44

##### EARNINGS PER SHARE :

(₹ in lakhs)

	2018-19	2017-18
<b>Basic and Diluted Earnings per share has been computed as under:</b>		
Profit/(Loss) after tax for the year attributable to Owner of the company	(557.31)	(1,163.79)
Weighted Average Number of Equity Shares issued (Nos.)	4,75,00,000	4,75,00,000
Basic and Diluted Earnings per Share (Face Value ₹ 10/- per share fully paid up )	(1.17)	(2.45)

#### NOTE 45

##### UNHEDGED FOREIGN CURRENCY EXPOSURE OF THE COMPANY AS AT THE YEAR END

(₹ in lakhs)

Particulars	Amount in foreign currency	
	31.03.19	31.03.18
<b>Payables</b>		
-Imports		
EURO	0.81	0.81
INR	62.77	65.13
USD	0.17	0.17
INR	11.52	10.84
<b>Receivables</b>		
USD	0.32	0.32
INR	21.95	20.64

#### NOTE 46

##### FINANCIAL INSTRUMENTS

##### Capital Management

The Group follows a capital management strategy. The primary objective is to ensure that Group maintains a healthy capital ratio in order to support its business operations, have sufficient financial flexibility for borrowing requirements, if any, in future and to maximise shareholder value. The Group's objective when managing capital is to safeguard their ability to continue as a going concern so that they can continue to provide returns for shareholders and benefits for other stake holders.

The group also uses gearing ratio to monitor capital. Gearing ratio is net debt divided by total capital. The gearing ratios are as follows:

##### Gearing Ratio

(₹ in lakhs)

Particulars	As at 31st March 2019	As at 31st March 2018
Total Debt (Net of Cash & Cash equivalent)	16,198.36	16,219.99
Total Capital	4,750.00	4,750.00
<b>Gearing Ratio</b>	<b>3.41</b>	3.41



### Categories of financial instruments

The carrying value and fair value of financial instruments are as follows :

(₹ in lakhs)

Particulars	As at 31st March 2019	As at 31st March 2018
<b>Financial Assets (Current and Non-Current)</b>		
<b>Measured at Amortised Cost</b>		
(i) Trade Receivables	3,647.97	3,867.96
(ii) Cash & Cash Equivalents	39.14	552.46
(iii) Other Bank Balances	139.29	353.35
(iv) Loans	592.75	531.76
(v) Others Financial Asset	5,431.48	5,247.76
<b>Total</b>	<b>9,850.64</b>	<b>10,553.29</b>
<b>Measured at Fair Value through Profit and Loss</b>		
(i) Investment other than investment in associate	2.29	2.29
<b>Financial Liabilities (Current and Non-Current)</b>		
<b>Measured at amortised Cost</b>		
(i) Borrowings	16,200.44	16,221.44
(ii) Trade Payable	1,400.25	2,082.79
(iii) Other Financial Liabilities	6,622.76	5,985.69
<b>Total</b>	<b>24,223.45</b>	<b>24,289.92</b>

The management considers that the above carrying amounts of financial assets and financial liabilities recognized in the consolidated Financial Statements approximate their fair values.

### Fair Valuation Techniques

The fair values of the financial assets and liabilities are included at the amount 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 following methods and assumptions were used to estimate the fair values:

1. The fair value of cash and cash equivalents, trade receivables, trade payables, current borrowings, current financial liabilities and assets approximate their carrying amount largely due to the short-term nature of these instruments. The Management considers that the carrying amounts of financial assets and financial liabilities recognised at nominal cost/amortised cost in the financial statements approximate their fair values.
2. Long-term debts are from IREDA and body corporates for which interest rates are reset at regular intervals.

### Fair value hierarchy

The Group categorizes assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement.

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as at balance sheet date:

(₹ in lakhs)

Particulars	Fair value	
	As at 31st March 2019	As at 31st March 2018
<b>Financial assets - LEVEL 3</b>		
Investment in Equity Instruments (Unquoted)	2.29	2.29

During the year ended 31st March, 2019 and 31st March, 2018 there was no transfer between Level 3 fair value measurements. Further, there is no transaction / balance for level 1 and Level 2 categories.

Unquoted investments in shares have been valued based at cost as the latest audited financial statements were not available. There were no external unobservable inputs or assumptions used in such valuation.



## Financial Risk Factors

The Group's activities expose it to a variety of financial risks – market risk, credit risk and liquidity risk. The Board of Directors reviews and approves policies for managing each of these risks, which are summarized below:

### Market Risk

Market risk is the risk or uncertainty arising from possible market price movements resulting in fluctuation of the fair value of future cash flows of a financial instrument. The major components of Market risks are price risk, interest rate risk and foreign currency exchange risk. Financial instruments affected by market risk includes borrowings and investments.

#### a. Foreign Currency Risk

The Group does not have significant transaction in foreign currency and accordingly it is not exposed to foreign currency risk. There are certain old outstanding balances which are unhedged. The details of the unhedged foreign currency exposures are given in Note No. 47. The management continuously reviews the exchange rates and are in process of settling the balances.

#### b. Interest Rate Risk

The Group's exposure in market risk relating to change in interest rate primarily arises from floating rate borrowing with banks and financial institutions.

With all other variables held constant, the following table demonstrates the impact of the borrowing cost on floating rate portion of loans and borrowings and excluding loans on which interest rate swaps are taken.

Nature of Borrowing	Increase in basis points	For the year ended March 31, 2019	For the year ended March 31, 2018
(i) Term Loan	0.5	490.46	510.29
(ii) Cash Credit	0.5	8.25	44.00
(iii) Loan from Related Parties	0.25	44.82	71.99
(iv) Loan from Others	0.25	114.05	60.04

A decrease in 0.50 basis point in Term Loan and Cash Credit & 0.25 basis point in Other Loans would have an equal and opposite effect on the Group's consolidated financial statements.

#### c. Other price risk

The group is not exposed to any other price risk.

### 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. Trade Receivables of the Group mainly comprises of receivables from state electricity boards and government department and hence such risk is negligible. Trade receivables in case of trading operations are from various private parties and are therefore exposed to general credit risk. The Group has a policy to monitor such risk on an ongoing basis.

The Group establishes an allowance for impairment that represents its estimate of incurred losses in respect of receivables.

The carrying amount of respective financial assets recognised in the consolidated financial statements, (net of impairment losses) represents the Group's maximum exposure to credit risk.

#### Financial assets that are neither past due nor impaired

Cash and cash equivalents, investment and deposits with banks are neither past due nor impaired. Cash and cash equivalents with banks are held with reputed and credit worthy banking institutions.

#### Financial assets that are past due but not impaired

Trade receivables disclosed include amounts that are past due at the end of the reporting period but against which the Group has not recognised an allowance for doubtful receivables because there has not been a significant change in credit quality and the amounts are still considered recoverable.



### Liquidity Risk

Liquidity risk is defined as the risk that the Group will not be able to settle or meet its obligations on time or at a reasonable price. The Group is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. The Group monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows.

The following tables detail the Group's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The information included in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The tables include both interest and principal cash flows. The contractual maturity is based on the earliest date on which the Group may be required to pay.

(₹ in lakhs)

Particulars	Less than 1 year	1 year – 3 years	More than 3 years	Total
<b>As at March 31, 2019</b>				
Interest bearing borrowings (including current maturities)	139.53	8,852.04	7,208.88	16,200.44
Current maturities of long-term debt: Term Loan from IREDA	338.98	-	-	338.98
Current maturities of long-term debt: Others	40.47	-	-	40.47
Interest accrued and due on Others	207.64	-	-	207.64
Interest on preference shares	661.20	-	-	661.20
Payable towards Purchase of Investments	3,998.81	-	-	3,998.81
Advance against Sale of Shares	0.54	-	-	0.54
Interest Accrued and Due on borrowings	1,213.56	-	-	1,213.56
Trade Payable	1,400.25	-	-	1,400.25
Unpaid Dividend	8.79	-	-	8.79
Capital Vendor	61.04	-	-	61.04
Other Liabilities	91.73	-	-	91.73
<b>Total</b>	<b>8,162.54</b>	<b>8,852.04</b>	<b>7,208.88</b>	<b>24,223.45</b>
<b>As at March 31, 2018</b>				
Interest bearing borrowings (including current maturities)	734.77	7,871.03	7,615.65	16,221.44
Current maturities of long-term debt: Term Loan from IREDA	316.38	-	-	316.38
Current maturities of long-term debt: Others	37.47	-	-	37.47
Interest accrued and due on Others	191.94	-	-	191.94
Interest on preference shares	440.80	-	-	440.80
Payable towards Purchase of Investments	3,998.81	-	-	3,998.81
Advance against Sale of Shares	0.54	-	-	0.54
Interest Accrued and Due on borrowings	805.52	-	-	805.52
Trade Payable	2,082.79	-	-	2,082.79
Unpaid Dividend	7.42	-	-	7.42
Capital Vendor	95.05	-	-	95.05
Other Liabilities	91.74	-	-	91.74
<b>Total</b>	<b>8,803.25</b>	<b>7,871.03</b>	<b>7,615.65</b>	<b>24,289.92</b>

### Unused Line of Credit

(₹ in lakhs)

Particulars	As at 31st March 2019	As at 31st March 2018
<b>Cash Credit</b>	<b>862.55</b>	<b>266.69</b>

The group has current financial assets which will be realised in ordinary course of business and unused line of credits as given above. The Group monitors its rolling forecast of its liquidity requirements to ensure it has sufficient cash to meet expected operational requirements.



The group relies on mix of borrowings, operating cash flows and/or otherwise raise long term resources to meet its need for funds and ensures that it does not breach any financial covenants stipulated by the lender.

#### NOTE 47

The share of net assets and profit or loss of the company, its subsidiaries and associate companies in consolidated net assets and consolidated loss are provided below :

For the year ended 31.03.2019

(₹ in lakhs)

Sl No.	Name of the Company	Net Assets		Share in profit or loss		Share in OCI		Share in Total Comprehensive Income	
		As a % of consolidated net assets	Amount	As a % of consolidated profit or loss	Amount	As a % of consolidated OCI	Amount	As a % of consolidated profit or loss	Amount
		As at 31st March 2019	As at 31st March 2019	2018-19	2018-19	2018-19	2018-19	2018-19	2018-19
1	Energy Development Company Limited	163.76%	17,761.38	(100.91%)	1,174.36	60.52%	4.99	(102.06%)	1,179.35
<b>Subsidiaries</b>									
2	Ayyappa Hydro Power Limited	(57.65%)	(6,252.83)	104.02%	(1,210.60)	(1.92%)	(0.16)	104.78%	(1,210.76)
3	EDCL Power Projects Limited	(10.44%)	(1,131.82)	32.42%	(377.29)	(32.01%)	(2.64)	32.88%	(379.93)
4	Eastern RamGanga Valley Hydel Projects Company Private Limited	(3.70%)	(401.53)	15.65%	(182.08)	0.00%	-	15.76%	(182.08)
5	Sarju Valley Hydel Projects Company Private Limited	(2.19%)	(237.71)	9.51%	(110.70)	0.00%	-	9.58%	(110.70)
6	EDCL Arunachal Hydro Project Private Limited	(0.88%)	(94.98)	(0.06%)	0.67	0.00%	-	(0.06%)	0.67
<b>Associate</b>									
7	Arunachal Hydro Power Limited	0.00%	-	0.00%	-	0.00%	-	0.00%	-
<b>Less: Share of Non Controlling Interest</b>		3.34%	362.33	(12.74%)	148.32	0.00%	-	0.00%	-
<b>Total</b>			<b>10,004.85</b>		<b>(557.32)</b>		<b>2.19</b>		<b>(703.45)</b>

For the year ended 31.03.2018

(₹ in lakhs)

Sl No.	Name of the Company	Net Assets		Share in profit or loss		Share in OCI		Share in Total Comprehensive Income	
		As a % of consolidated net assets	Amount	As a % of consolidated profit or loss	Amount (₹)	As a % of consolidated OCI	Amount	As a % of consolidated profit or loss	Amount
		As at 31st March 2018	As at 31st March 2018	2017-18	2017-18	2017-18	2017-18	2017-18	2017-18
1	Energy Development Company Limited	164.04%	17,791.85	(7.70%)	89.66	58.80%	4.85	(8.18%)	94.51
<b>Subsidiaries</b>									
2	Ayyappa Hydro Power Limited	(55.78%)	(6,049.90)	80.65%	(938.55)	19.22%	1.59	81.08%	(936.96)
3	EDCL Power Projects Limited	(5.60%)	(607.64)	13.91%	(161.86)	21.98%	1.81	13.85%	(160.05)
4	Eastern RamGanga Valley Hydel Projects Company Private Limited	(2.42%)	(262.65)	15.51%	(180.51)	0.00%	-	15.62%	(180.51)
5	Sarju Valley Hydel Projects Company Private Limited	(1.41%)	(153.40)	9.44%	(109.89)	0.00%	-	9.51%	(109.89)
6	EDCL Arunachal Hydro Project Private Limited (w.e.f 01st October, 2016)	(0.79%)	(85.97)	0.82%	(9.49)	0.00%	-	0.82%	(9.49)
<b>Associate</b>									
7	Arunachal Hydro Power Limited (w.e.f. 28th March, 2017)	0.00%	-	0.00%	-	0.00%	-	0.00%	-
<b>Less: Share of Non Controlling Interest</b>		1.97%	214.01	(12.62%)	146.86	0.00%	-	(12.71%)	146.86
<b>Total</b>			<b>10,846.30</b>		<b>(1,163.78)</b>		<b>8.25</b>		<b>(1,155.53)</b>



## Note 48

### EVENTS AFTER THE REPORTING PERIOD

The board of Directors have recommended dividend of ₹ 0.5/- per fully paid up equity share of ₹ 10 each , aggregating ₹ 286.32 lakhs, including ₹ 48.82/- lakhs Dividend distribution Tax for the financial year 2018-19, which is based on relevant share capital as on 31st March, 2019. The actual dividend amount will be dependent on the relevant share capital outstanding as on the record date/ book closure.

## NOTE 49

These consolidated financial statements have been approved by the Board of Directors of the Company on 30th May, 2019 for issue to the shareholders for their adoption.

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As per our Report of even date

For **A L P S & Co**

Chartered Accountants

Firm's ICAI Registration No. 313132E

Sd/- **A. K. Khetawat**

*Partner*

Membership No. 052751

Place : New Delhi

Dated : 30th May, 2019

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**For and on behalf of the Board of Directors**

Sd/- **Amar Singh**, *Non Executive Director* (DIN : 00165567)

Sd/- **Pankaja Kumari Singh**, *Director* (DIN : 00199454)

Sd/- **Vinod Kumar Sharma**, *Executive Director* (DIN : 02879206)

Sd/- **Vijoy Kumar**, *Director* (DIN : 02970626)

Sd/- **Sunil Dutt Sharma**, *Chief Financial Officer*

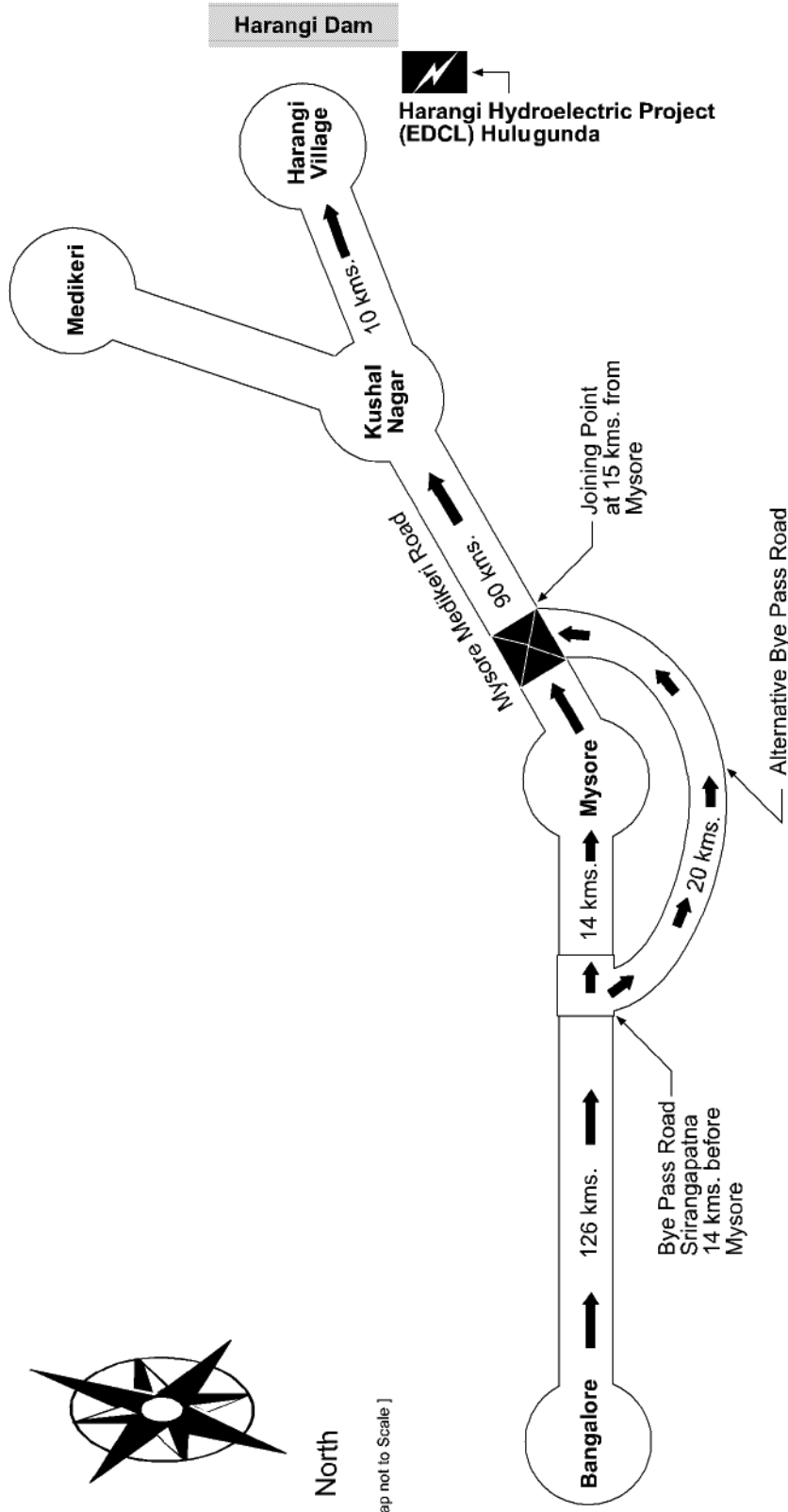
Sd/- **Vijayshree Binnani**, *Company Secretary*

South



North

[ Map not to Scale ]



### ROUTE MAP TO EDCL PLANT SITE AT HARANGI HARANGI HYDROELECTRIC PROJECT

Hulugunda Via. Kushal Nagar  
Dist. : Kodagu, Karnataka - 571 233



## ENERGY DEVELOPMENT COMPANY LIMITED

CIN : L85110KA1995PLC017003

Regd. Office : Harangi Hydroelectric Project, Village – Hulugunda, Taluka – Somawarpet, District – Kodagu, Karnataka – 571 233

Phone : (08276) 277040, Fax : (08276) 277012

E-mail : edclhhep@gmail.com, Website : www.edclgroup.com

### PROXY FORM – MGT -11

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s) :

Registered Address :

E-mail ID :

Folio No. / Client ID :

DP ID :

I / We, being the member(s) holding ..... shares of abovementioned Company hereby appoint :

- (1) Name ..... Address .....  
E-mail ID ..... Signature ..... or failing him / her;
- (2) Name ..... Address .....  
E-mail ID ..... Signature ..... or failing him / her;
- (3) Name ..... Address .....  
E-mail ID ..... Signature .....

as my /our proxy to attend and vote (on a poll) for me / us and on my/our behalf at the **24th Annual General Meeting** of the Company, to be held on Monday, the September 30, 2019 at 10:00 A.M. at Harangi Hydro Electric Project, Village – Hulugunda, Taluka – Somawarpet, District – Kodagu, Karnataka – 571 233 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Description	OPTIONAL	
		FOR	AGAINST
<b>Ordinary Business</b>			
1.	To adopt the audited Standalone and Consolidated Financial Statements together with Directors' Report and Auditors' Report thereon for the year ended on March 31, 2019.		
2.	To Declare Dividend for the financial year ended on March 31, 2019.		
3.	To appoint Mrs. Pankaja Kumari Singh (DIN : 00199454) as Director, who retires by rotation and being eligible, offers herself for re-appointment.		
<b>Special Business</b>			
4.	To ratify remuneration of Cost Auditors for the financial year ending on March 31, 2020.		
5.	To appoint Mr. Rohit Pandit (DIN: 03409093) as an Independent Director.		
6.	To re-appoint Mr. Anil Gupta (DIN: 00079399) as an Independent Director.		
7.	To take approval under Section 185 of Companies Act, 2013.		
8.	To take approval under Section 186 of Companies Act, 2013.		
9.	To take approval of Material Related Party Transactions.		
10.	To Keep registers, returns etc. at a place other than Registered Office.		

Signed this ..... day of ....., 2019.

Signature of Shareholder(s) .....

Signature of Proxy holders(s) .....

Affix  
Re.1/-  
Revenue  
Stamp

**Note :** This form of proxy in order to be effective, should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.





(TEAR HEAR)



**ENERGY DEVELOPMENT COMPANY LIMITED**

CIN : L85110KA1995PLC017003

Regd. Office : Harangi Hydroelectric Project, Village – Hulugunda, Taluka – Somawarpet, District – Kodagu, Karnataka – 571 233

Phone : (08276) 277040, Fax : (08276) 277012

E-mail : edclhhep@gmail.com, Website : www.edclgroup.com

**ATTENDANCE SLIP**

**PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.**

Joint Shareholders may obtain additional slip on request.

Name and Address of the Shareholder : .....

Folio No. : .....

DP ID : .....

Client ID : .....

No. of Shares : .....

I hereby record my presence at the **24th Annual General Meeting** of the Company, to be held on Monday, the September 30, 2019 at 10:00 A.M. at the Registered Office of the Company at Harangi Hydro Electric Project, Village – Hulugunda, Taluka – Somawarpet, District – Kodagu, Karnataka – 571 233.

.....  
Signature of the Shareholder / Proxy\*

\*Strike out whichever is not applicable.



*If undelivered, please return to :*



**Energy Development Company Limited**  
'EDCL House', 1A Elgin Road, Kolkata - 700 020