

POWERGRID BIKANER NEEMRANA TRANSMISSION LIMITED

(Formerly known as Bikaner III Neemrana Transmission Limited)
A Wholly Owned Subsidiary of Power Grid Corporation of India Limited

(CIN: U42201DL2023GOI415485)

ANNUAL REPORT (2023-24)

POWERGRID BIKANER NEEMRANA TRANSMISSION LIMITED

(Formerly known as Bikaner III Neemrana Transmission Limited)
A Wholly Owned Subsidiary of Power Grid Corporation of India Limited
CIN: U42201DL2023GOI415485
Regd. Office: B-9, Qutab Institutional Area, Katwaria Sarai, New Delhi-110016
Tel: 011-26560112; Email: companysecretary@powergrid.in

DIRECTORS' REPORT

To,

Dear Shareholders,

I am delighted to present on behalf of the Board of Directors, the 1st Annual Report of POWERGRID Bikaner Neemrana Transmission Limited (Formerly known as Bikaner III Neemrana Transmission Limited) on the working of the Company together with Audited Financial Statements and Auditors' Report for the Financial Year starting from 8th June, 2023 till 31st March, 2024.

1. State of the Company's Affairs & Project implementation

POWERGRID Bikaner Neemrana Transmission Limited (Formerly known as Bikaner III Neemrana Transmission Limited) was incorporated as subsidiary Company of PFC Consulting Limited (PFCCL) on 8th June, 2023 and acquired by Power Grid Corporation of India Limited (POWERGRID) on 27th December, 2023 under Tariff based competitive bidding to establish inter-state transmission system project namely "Transmission system for evacuation of power from Rajasthan REZ under Phase-IV" (Part I Bikaner Complex Part A) project on build, own, operate and transfer (BOOT) basis from the Bid Process Coordinator i.e. PFCCL. The project comprises of establishment of a new 765/400/220 kV Pooling Station at Bikaner-III, 400kV Bikaner-II - Bikaner-III D/C Line, LILO of Both ckts. of 400kV D/C Line Bikaner-Bikaner-II and a 765 kV D/C Transmission Line traversing in the state of Rajasthan and Haryana and the associated bay extension works at Neemrana III. The transmission system is an Inter State Transmission System Project. The construction work is under progress.

2. Financial Performance

(Rs. in Lakhs)

Particulars	From the period from 8th June, 2023 to 31st March, 2024
Revenue from Operations	-
Other Income	-
Total Income	-
Expenses	0.76
Profit / Loss before Tax	0.76
Profit / Loss after Tax	(0.57)
Earnings Per Equity Share (Rs.)	(5.70)

3. Share Capital

Your Company had an Authorized and Paid-up Share Capital of ₹1 Lakh as on 31st March, 2024.

4. Dividend and Reserves

Your Company's Project is under implementation and there is no operational income/profit. Therefore, your Company has not declared/recommended dividend or transferred any amount to reserves for the period under review.

5. Deposits

Your Company has not accepted any deposit as per Chapter V of Companies Act, 2013, for the period under review.

6. Particulars of Loans, Guarantees or Investments made under section 186 of the Companies Act, 2013

Your Company has not given any loans, provided any guarantee or security or made any investments in any other entity as per Section 186 of Companies Act, 2013.

7. Particulars of contracts or arrangements with related parties

Particulars of contracts or arrangements with related parties referred to Section 188 of the Companies Act, 2013, in the prescribed form AOC-2, is given at **Annexure - I** to the Directors' Report.

8. Material Changes & Commitments

POWERGRID, the holding company in order to enhance operational ease and cost effectiveness, has approved amalgamation/ merger of some wholly owned subsidiaries including your Company into another wholly owned subsidiary of POWERGRID. The scheme of amalgamation/ merger in relation thereto is subject to approval of statutory/regulatory/ Govt. bodies or institutions as may be applicable or required.

9. Subsidiaries, Joint Ventures and Associate Companies

Your Company does not have any subsidiaries, joint ventures and associate companies.

10. Directors' Responsibility Statement

As required under section 134(3)(c) & 134(5) of the Companies Act, your Directors confirm that:

- a) in the preparation of the Annual Accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give

a true and fair view of the state of affairs of the company for the period ended 31st March, 2024 and of the loss of the company for that period;

- c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors had prepared the Annual Accounts on a going concern basis; and
- e) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

11. Conservation of Energy, Technology absorption, Foreign Exchange Earning and Out Go

There is no Conservation of Energy, Technology absorption and Foreign Exchange Earnings and out go under section 134(3) of the Companies Act, 2013 for the period under review.

12. Annual Return

The Annual Return in Form MGT-7 as required under Section 92(3) of the Companies Act, 2013 can be accessed in the Subsidiaries section under the Investor Relations Tab on the POWERGRID's website i.e. www.powergrid.in.

13. Board of Directors

As on 31st March, 2024, the Board comprised of Four Directors viz. Shri Abhay Choudhary, Shri A. K. Mishra, Shri A. Jagannath Rao, Shri B. K. Sahoo.

During the FY 2023-24, following changes took place in the composition of Board of Directors:

- a) Shri Sachin Shukla and Shri Neeraj Singh (nominated by PFCCL) ceased to be Directors of the Company w.e.f. 27.12.2023;
- b) Shri Sanjay Kr. Nayak (nominated by PFCCL) ceased to be Director of the Company w.e.f. 08.02.2024;
- c) Shri Abhay Choudhary, Shri A. K. Mishra, Shri A. Jagannath Rao, Shri B. K. Sahoo (nominated by POWERGRID) were appointed as an Additional Director w.e.f. 27.12.2023 and all additional directors have been regularized as Directors of the Company in the 2nd Extra-Ordinary General Meeting of the Company held on 12.02.2024.

Further after the end of year, Shri Naveen Srivastava was appointed as an Additional Director of the Company w.e.f., 01.07.2024 in the place of Shri Abhay Choudhary who ceased to be director of the Company on 30.06.2024.

The Board expressed their gratitude for the contribution made by Shri Sachin Shukla, Shri Sanjay Kr. Nayak, Shri Neeraj Singh and Shri Abhay Choudhary during their tenure as Directors of the Company.

The Company has received a notice under section 160 of the Companies Act, 2013 from a member of the Company for appointment of Shri Naveen Srivastava as Directors of the Company, who shall be liable to retire by rotation, in the ensuing Annual General Meeting.

In accordance with the provisions of the Companies Act, 2013, Shri A. K. Mishra shall retire by rotation at the Annual General Meeting of your Company and being eligible, offers himself for re-appointment.

None of the Directors is disqualified from being appointed/re-appointed as Director.

14. Number of Board meetings during the year

As on Financial Year ended 31st March, 2024, seven (07) meetings of Board of Directors were held on different dates i.e. 3rd July, 2023, 26th October 2023, 21st November, 2023, 28th November, 2023, 27th December, 2023, 1st January, 2024, 8th February, 2024. The detail of number of meetings attended by each Director during the financial year are as under:

Name of Directors	Designation	No. of Board Meetings which were entitled to attend during financial year 2023-24.	No. of Board Meetings which were attended during financial year 2023-24.
Shri Neeraj Singh (From 08.06.2023 to 27.12.2023)	Chairman	05	05
Shri Sanjay Kr. Nayak (From 08.06.2023 to 08.02.2024)	Director	0	04
Shri Sachin Shukla (From 08.06.2023 to 27.12.2023)	Director	05	05
Shri Abhay Choudhary (From 27.12.2023 to 30.06.2024)	Chairman & Director (Part-Time)	02	02
Shri A. K. Mishra (Appointed on 27.12.2023)	Director	02	01
Shri A. Jagannath Rao (Appointed on 27.12.2023)	Director	02	02
Shri B. K. Sahoo (Appointed on 27.12.2023)	Director	02	02

15. Committees of the Board

Audit Committee & Nomination & Remuneration Committee

Being the wholly owned subsidiary during the period under review your Company is not required to constitute an Audit Committee and Nomination & Remuneration Committee in terms of notifications dated 5th July, 2017 and 13th July, 2017 issued by the Ministry of Corporate Affairs (MCA).

Corporate Social Responsibility Committee

The provision of Section 135 of the Companies Act, 2013 read with Rule 5 the Companies (Corporate Social Responsibility Policy) Rules, 2014 were not applicable to the Company during the period under the review.

16. Declaration by Independent Directors

Ministry of Corporate Affairs)MCA(vide notification dated 5th July, 2017 had amended the Rule 4 of Companies (Appointment and Qualification of Directors) Rules, 2014 as per which, the unlisted public companies in the nature of wholly owned subsidiaries are not required to appoint Independent Directors on their Board. Accordingly, your Company, being the wholly owned subsidiary during the period under review, is not required to appoint Independent Directors on their Board.

17. Performance Evaluation

The provisions of Section 134(3)(p) of the Companies Act, 2013 is not applicable to your Company since the paid-up share capital of the Company does not exceed the threshold limit of ₹25 Crore as prescribed under Rule 8)4(of Companies)Accounts(Rules, 2014.

18. Statutory Auditors

Pursuant to section 139(7) of the Companies Act, 2013 and Rule 4(2) of the Companies (Audit and Auditors) Rules, 2014, M/s S R Agarwalla & Co., Chartered Accountants, was appointed by Comptroller and Auditor General of India as Statutory Auditors of the Company for the period ended 31st March, 2024.

19. Statutory Auditors' Report

M/s S R Agarwalla & Co., Chartered Accountants, Statutory Auditors for the period under review, have given an unqualified report. The report is self-explanatory and does not require any further comments by the Board.

20. Comments of Comptroller and Auditor General of India

Comptroller and Auditor General of India (C&AG) vide letter dated 11th June 2024, placed at **Annexure-II** to this report, has informed that they have decided not to conduct supplementary audit of financial statements for the financial year ended 31st March, 2024 under Section 143(6)(a) of the Companies Act, 2013.

21. Details in respect of frauds reported by auditors other than those which are reportable to the Central Government

During the period under review, the Statutory Auditor of the Company have not reported any frauds to the Board of Directors under section 143(12) of the Companies Act, 2013, including rules made thereunder.

22. Secretarial Audit Report

The requirement of obtaining a Secretarial Audit Report from the practicing company secretary under Section 204 of the Companies Act, 2013, is not applicable to the Company for the Financial Year ended 31st March, 2024.

23. Maintenance of Cost Records of the Company

Maintenance of cost records as specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, is not applicable to the Company during the period under review.

24. Development & Implementation of Risk Management Policy

Pursuant to acquisition of your Company by POWERGRID from PFCCL, your Company became wholly owned subsidiary of POWERGRID and, it is covered under the Risk Management Framework of POWERGRID.

25. Particulars of Employees

As per Notification dated 5th June, 2015 issued by the Ministry of Corporate Affairs, the provisions of Section 197 of the Companies Act, 2013 & corresponding rules of Chapter XIII are exempted for Government Companies. As, your Company is a Government Company, 'the information has not been included as a part of Directors' report.

26. Compliance with Secretarial Standards

Your Company has generally followed the Secretarial Standards (SS) 1 & 2 issued by the Institute of Company Secretaries of India.

27. Prevention of Sexual Harassment Policy

POWERGRID the holding company has Internal Committee (IC) in place to redress the complaints of sexual harassment. There was no incidence of sexual harassment during the period under review.

28. Details of Significant & Material Orders passed by the regulators, courts, tribunals impacting the going concern status and company's operation in future:

No significant / material orders were passed by any authority during the period under review impacting the going concern status and Company's operation in future.

29. Internal Financial Control Systems and their adequacy

Your Company has, in all material respects, an adequate Internal Financial Controls System over Financial Reporting and such Internal Financial Controls over Financial Reporting were operating effectively during the period under review.

30. Insolvency and Bankruptcy Code, 2016

During the period under review, no application has been made under the Insolvency and Bankruptcy Code 2016; hence the requirement to disclose the details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 during the period under review along with their status as at the end of the financial year is not applicable.

31. Right to Information

In compliance with 'Right to Information Act, 2005' (RTI Act), an appropriate mechanism is in place for promoting transparency and accountability, wherein POWERGRID the holding Company has nominated Central Public Information Officer & Appellate Authority for your Company to provide required information under the provisions of RTI Act.

32. Acknowledgement

The Board of Directors place on record their gratitude for the support of the Ministry of Power, the Central Electricity Regulatory Commission, the Central Electricity Authority, Central Transmission Utility of India Limited, Grid Controller of India Limited, the Department of Public Enterprises, Power Grid Corporation of India Limited, PFC Consulting Limited, the Comptroller & Auditor General of India, the Auditors and various other authorities.

For and on behalf of
For POWERGRID Bikaner Neemrana Transmission Limited

Sd/-
(Naveen Srivastava)
Chairman
DIN: 10158134

Date: 27th September, 2024

Place: Gurgaon

POWERGRID BIKANER NEEMRANA TRANSMISSION LIMITED
(Formerly known as Bikaner III Neemrana Transmission Limited)

Form No. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act
and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis.

Sl. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	-
b)	Nature of contracts/arrangements/transaction	-
c)	Duration of the contracts/arrangements/transaction	-
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	-
e)	Justification for entering into such contracts or arrangements or transactions'	-
f)	Date of approval by the Board	-
g)	Amount paid as advances, if any	-
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	-

2. Details of contracts or arrangements or transactions at Arm's length basis.

Sl. No.	Particulars	Details
1.	a. Name (s) of the related party & nature of relationship	PFC Consulting Limited (PFCCL) [holding company upto 27.12.2023].
	b. Nature of contracts/arrangements/transaction	PFCCL is appointed as Bid Process Coordinator by Ministry of Power, Govt. of India to carry out all the activities for selection of developer. PFCCL carried out all the Bid Related Activities till the transfer of the company to the successful developer.

	c. Duration of the contracts/arrangements/transaction	Refer (b) (i.e. upto 27.12.2023)
	d. Salient terms of the contracts or arrangements or transaction including the value, if any	Refer (b)
	e. Date of approval by the Board	03.07.2023
	f. Amount paid as advances, if any	-
2.	a. Name (s) of the related party & nature of relationship	Power Grid Corporation of India Limited (POWERGRID) [holding company w.e.f. 27.12.2023].
	b. Nature of contracts/arrangements/transaction	Part (A) to avail all inputs and services as may be required by the Company from POWERGRID (Holding Company) at a consultancy fee of ₹15.00 Crore including GST. Part (B) to take any security(ies) / guarantee(s) in connection with loan(s) / any form of debt including ECBs and/or to avail inter corporate loan(s) on cost-to-cost basis, or a combination thereof, upto an amount of ₹2,431 Crore from POWERGRID.
	c. Duration of the contracts/arrangements/transaction	Part (A) As mutually agreed. Part (B) As mutually agreed.
	d. Salient terms of the contracts or arrangements or transaction including the value, if any	Refer (b)

e. Date of approval by the Board	For Part (A) 08.02.2024 For Part (B) 08.02.2024
f. Amount paid as advances, if any	-

For and on behalf of
For POWERGRID Bikaner Neemrana Transmission Limited

Sd/-
(Naveen Srivastava)
Chairman
DIN: 10158134

Date: 27th September, 2024

Place: Gurgaon



भारतीय लेखापरीक्षा और लेखा विभाग
कार्यालय महा निदेशक लेखापरीक्षा (ऊर्जा)
नई दिल्ली
INDIAN AUDIT & ACCOUNTS DEPARTMENT
Office of the Director General of Audit (Energy)
New Delhi



Dated: 11/06/2024.

सेवा में,

अध्यक्ष,

पावरग्रिड बीकानेर नीमराना ट्रांसमिशन लिमिटेड,
नई दिल्ली।

विषय: 31 मार्च 2024 को समाप्त अवधि के लिए पावरग्रिड बीकानेर नीमराना ट्रांसमिशन लिमिटेड, नई दिल्ली के 2023-24 के लेखाओं पर कम्पनी अधिनियम, 2013 की धारा 143(6)(b) के अन्तर्गत भारत के नियन्त्रक एवं महालेखापरीक्षक की टिप्पणियाँ।

महोदय,

मैं, पावरग्रिड बीकानेर नीमराना ट्रांसमिशन लिमिटेड, नई दिल्ली के 31 मार्च 2024 को समाप्त अवधि के लेखाओं पर कम्पनी अधिनियम, 2013 की धारा 143(6)(b) के अन्तर्गत भारत के नियन्त्रक एवं महालेखापरीक्षक की टिप्पणियाँ अग्रेषित कर रहा हूँ।

कृपया इस पत्र की संलग्नकों सहित प्राप्ति की पावती भेजी जाए।

भवदीय,

संलग्नक:- यथोपरि।

संजय कु. झा
(संजय कु. झा)
महानिदेशक

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6)(B) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF POWERGRID BIKANER NEEMRANA TRANSMISSION LIMITED FOR THE PERIOD ENDED 31 MARCH 2024

The preparation of financial statements of POWERGRID Bikaner Neemrana Transmission Limited for the period ended 31 March 2024 in accordance with the financial reporting framework prescribed under the Companies Act, 2013(Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139(7) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 17 May 2024.

I, on behalf of the Comptroller and Auditor General of India, have decided not to conduct the supplementary audit of the financial statements of POWERGRID Bikaner Neemrana Transmission Limited for the period ended 31 March 2024 under Section 143(6)(a) of the Act.

For and on behalf of the
Comptroller & Auditor General of India



(Sanjay K. Jha)

Director General of Audit (Energy)

Place: New Delhi
Date: 11 June 2024



Independent Auditor's Report

To

TO THE MEMBERS OF

POWERGRID BIKANER NEEMRANA TRANSMISSION LIMITED

(previously known as BIKANER III NEEMRANA TRANSMISSION LIMITED)

NEW DELHI

Report on the Audit of the Financial Statements

We have audited the accompanying standalone financial statements of **POWERGRID BIKANER NEEMRANA TRANSMISSION LIMITED** (previously known as BIKANER III NEEMRANA TRANSMISSION LIMITED) ("the Company"), which comprise the balance sheet as at 31st March 2024, and the Statement of Profit and Loss for the period then ended (including Other Comprehensive Income), Statement of changes in equity and Statement of Cash flows for the period from 08th June 2023 to 31st March 2024, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "Standalone financial statements").

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 inconformity with the accounting standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, amended, ("Ind AS") and other Accounting Principles generally accepted in India, of the state of affairs of the Company as at 31st March 2024, its Loss, changes in equity and its cash flows for the period ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report.

We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial Statements under the provisions of the Act 2013 and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe



that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Management's Responsibility for the Standalone Financial Statements

- A. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
- B. In preparing the Financial Statements, management and Board of Directors are 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.

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

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report and Shareholder's Information, but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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 in this regard.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to communicate in our report.

Auditor's Responsibility for audit of the financial statements

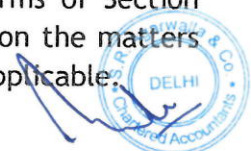
- A. Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statement.
- B. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - i) Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - ii) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances to express our opinion on whether the company has adequate internal financial controls with reference to the financial statements in place and the operating effectiveness of such controls.
 - iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



- iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
 - v) Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- C. Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.
- D. 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.
- E. 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.
- F. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

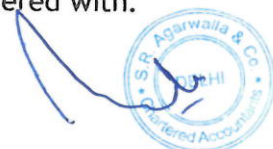
1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of Section 143(11) of the Act, we give in Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.



2. As required by Section 143(3) of the Act, based on our audit 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, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e. As the Government Companies have been exempted from applicability of the provision of section 164(2) of the Companies Act, 2013, reporting on disqualification of Director is not required.
 - 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 Company's internal financial controls over financial reporting.
 - g. Pursuant to Notification No. GSR 463(E) dated 5th June 2015 issued by the Ministry of Corporate Affairs, Government of India, provision of Section 197 of the Companies Act, 2013 are not applicable to the Company, being a Government Company.
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company does not have any pending litigation which would impact its financial position.
 - 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.



- iv) (a) The Management has represented that, to the best of its knowledge and belief no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- (c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v) The company has not declared or paid any dividend, accordingly compliance under section 123 of the Companies Act, 2013 is not applicable to the company.
- vi) Based on representation received from the company management, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.



2. In terms of section 143(5) of the Companies Act, 2013, we give in **Annexure 'C'**, our report on the directions issued by the Comptroller and Auditor General of India.

For S. R. Agarwalla & Co.
Chartered Accountants
FRN: 000994C
By the hand of



CA Sanjeev Agrawal
Partner
M. No.: 093278
UDIN: **24093278BKJNKW8893**
Place: DELHI
Date: 17/05/2024

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

(referred to in our Independent Auditors' Report of even date to the members of the **POWERGRID BIKANER NEEMRANA TRANSMISSION LIMITED** (previously known as **BIKANER III NEEMRANA TRANSMISSION LIMITED**), on the financial statements for the period ended 31 March 2024)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- (i) In respect of the Company's Property, Plant and Equipment and Intangible Assets:
 - (a) The company does not have any Property, Plant and Equipment and Intangible Assets. Hence, reporting under clauses 3(1)(a),(b),(c) and (d) of the Order is not applicable.
 - (b) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2024 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) The company does not have any inventory or working capital loan. Accordingly, reporting under clause 3(ii)(a) and (b) of the Order is not applicable.
- (iii) According to the information and explanations given to us, the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, provisions of paragraph 3(iii) (a) to paragraph 3(iii)(f) are not applicable to the company.
- (iv) In our opinion and according to the information and explanation given to us, the company has complied with the provisions of section 185 and 186 of the Act in respect of loans granted, investments made, guarantees and securities provided, as applicable.
- (v) In our opinion and according to the information and explanations given to us, the company has not accepted any deposit from the public & no amounts has been deemed to be deposits in accordance with the provisions of the sections 73 to 76 or any other relevant provisions of the Act, and the rules framed thereunder. Accordingly, paragraph 3(v) of the Order is not applicable to the company.
- (vi) The company is not in operation, hence in our opinion the company is not required to maintain cost records under section 148(1) of the Companies Act, 2013.



- (vii) In respect of statutory dues:
- (a) In our opinion, the Company has generally been regular in depositing undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.
- There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2024 for a period of more than six months from the date they became payable.
- (b) There are no statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2024 on account of disputes.
- (viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix) In our opinion and according to the information and explanations given to us,
- (a) The Company has not defaulted during the year in repayment of loans & payment of Interest to its financial institutions, bankers and dues to the Bond holders.
- (b) The Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.
- (c) According to information and explanation given by the management, the term loans have been applied for the purpose for which the loans were obtained.
- (d) On an overall examination of the financial statements of the Company, the Company has not raised any funds on short term basis to be utilized for long term purpose. Hence, clause 3(ix)(d) is not applicable.
- (e) The Company has no subsidiaries, hence reporting on clause 3(ix)(e) and (f) of the Order is not applicable.
- (x) In our opinion and according to the information and explanations given to us,
- (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.



- (b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- (xi) According to the information and explanations given to us and as represented by the management and based on our examination of the books and records of the Company,
- (a) No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.
- (c) the company has not received any whistle blower complaints during the year. Accordingly, reporting under clause 3(xi)(c) of the Order not applicable.
- (xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us and as represented by the management, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable 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) The company is not covered under section 138 of the Companies Act, 2013 and accordingly reporting under clause 3(xiv)(a) and (b) of the Order is not applicable.
- (xv) In our opinion and according to the information and explanations given to us and based on our examination of the records of the company during the year the Company has not entered into any non-cash transactions with its Directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.
- (xvi) (a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.
- (b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.
- (xvii) On the basis of information and explanation given to us, the Company has incurred cash losses of Rs.0.76 Lakh during the current financial year and as the company was incorporated during the FY 2023-24 hence there was no loss in the immediately preceding financial year.



- (xviii) There has been no resignation of the statutory auditors of the Company during the year.
- (xix) On the basis of the information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) The Company is not covered under provision of section 135 of the Companies Act, 2013 and hence reporting under clause (xx) of the Order is not applicable.
- (xxi) The Company do not have any Subsidiaries, Joint ventures or Associates. Accordingly, paragraph 3(xxii) is not applicable to the company.

For S. R. Agarwalla & Co.
Chartered Accountants
FRN: 000994C
By the hand of



CA Sanjeev Agrawal
Partner
M. No.: 093278
UDIN: **24093278BKJNKW8893**
Place: DELHI
Date: 17/05/2024

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of **POWERGRID BIKANER NEEMRANA TRANSMISSION LIMITED** (previously known as **BIKANER III NEEMRANA TRANSMISSION LIMITED**) ("the Company"), as of 31st March 2024 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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



Meaning of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S. R. Agarwalla & Co.
Chartered Accountants
FRN: 000994C

By the hand of



CA Sanjeev Agrawal
Partner

M. No.: 093278

UDIN: **24093278BKJNKW8893**

Place: DELHI

Date: 17/05/2024

ANNEXURE 'C' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 3 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of M/s. POWERGRID BIKANER NEEMRANA TRANSMISSION LIMITED of even date)

As referred to in our Independent Auditors' Report to the Members of the POWERGRID BIKANER NEEMRANA TRANSMISSION LIMITED (previously known as BIKANER III NEEMRANA TRANSMISSION LIMITED) ('The Company'), on the Financial Statements for the Year Ended 31st March 2024, we Report that:

Sl. No.	Directions u/s 143(5) of the Companies Act, 2013	Auditor's reply on action taken on the directions	Impact on financial statement
1	Whether the Company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated.	The company is having ERP system (SAP) in place for processing all accounting transactions. No accounting transaction is being recorded/processed otherwise than the ERP system in place.	NIL
2	Whether there is any restructuring of an existing loan or cases of waiver/write off of debts/loans/interest etc. made by a lender to the company due to the company's inability to repay the loan? If yes, the financial impact may be stated. Whether such cases are properly accounted for? (In case, lender is a Government company, then this direction is also applicable for statutory auditor of lender company).	Based on our verification and explanations and information given to us, there were no cases of restructuring of an existing loan or cases of waiver/write off of debts/loan/interest etc. made by a lender to the company due to the company's inability to repay the loan.	NIL
3	Whether funds (grants/subsidy etc.) received/receivable for specific schemes from Central/State Government or its agencies were properly accounted for/utilized as per its term and conditions? List the cases of deviation	Based on our verification and explanations and information given to us, no funds were received / receivable for specific schemes from Central/ State government or its agencies.	NIL

For S. R. Agarwalla & Co.
Chartered Accountants

FRN: 000994C

By the hand of

CA Sanjeev Agrawal
Partner

M. No.: 093278

UDIN: 24093278BKJNKW8893

Place: DELHI

Date: 17/05/2024



Compliance Certificate

We have conducted the audit of annual accounts of POWERGRID BIKANER NEEMRANA TRANSMISSION LIMITED (previously known as BIKANER III NEEMRANA TRANSMISSION LIMITED), for the period ended 31 March 2024 in accordance with the Directions/ Sub Directions issued by C&AG of India under Section 143(5) of the Companies Act, 2013 and certify that we have complied with all the Direction/ Sub-directions issued to us.

For S. R. Agarwalla & Co.
Chartered Accountants
FRN: 000994C

By the hand of



CA Sanjeev Agrawal
Partner
M. No.: 093278
UDIN: **24093278BKJNKW8893**
Place: DELHI
Date: 17/05/2024

POWERGRID Bikaner Neemrana Transmission Limited

(Erstwhile Bikaner III Neemrana Transmission Limited)

CIN : U42201DL2023GOI415485

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

Balance Sheet as at 31 March, 2024

(₹ In Lakh)

Particulars	Note	As at 31 March, 2024
ASSETS		
Non-current assets		
(a) Capital work in progress	<u>4</u>	2,227.07
(b) Deferred Tax Assets (Net)	<u>5</u>	0.19
		2,227.26
Current assets		
(a) Financial assets		
(i) Cash and cash equivalents	<u>6</u>	1.00
(ii) Other current financial assets	<u>7</u>	37.33
		38.33
Total Assets		2,265.59
EQUITY AND LIABILITIES		
Equity		
(a) Equity Share capital	<u>8</u>	1.00
(b) Other Equity	<u>9</u>	(0.57)
		0.43
Liabilities		
Non-current liabilities		
(a) Financial liabilities		
(i) Borrowings	<u>10</u>	1,941.59
		1,941.59
Current liabilities		
(a) Financial liabilities		
(i) Trade payables	<u>11</u>	
(a) Total O/s dues of micro & small enterprises		-
(b) Total O/s dues of creditors other than micro & small enterprises		0.27
(ii) Other current financial liabilities	<u>12</u>	291.47
(b) Other current liabilities	<u>13</u>	31.83
		323.57
Total Equity and Liabilities		2,265.59

The accompanying notes (1 to 35) form an integral part of financial statements

As per our report of even date

For S.R. Agarwalla and Co.

Chartered Accountants

Firm Regn. No. 000994C

Sanjeev Agrawal
Digitally signed by Sanjeev Agrawal
Date: 2024.05.17 18:20:52 +05'30'

CA Sanjeev Agrawal

Partner

Mem. No. 093278

Place: New Delhi

Date: 17 May, 2024

For and on behalf of Board of the Directors

ABHAY CHOUDHARY
Digitally signed by ABHAY CHOUDHARY
Date: 2024.05.17 16:42:44 +05'30'

Abhay Choudhary

Chairperson

DIN: 07388432

Place: Gurugram

Date: 17 May, 2024

BIRA KISHOR E SAHOO

Digitally signed by BIRA KISHOR SAHOO
DN: cn=BIRA KISHOR SAHOO, o=POWERGRID BIKANER NEEMRANA TRANSMISSION LIMITED, ou=POWERGRID BIKANER NEEMRANA TRANSMISSION LIMITED, email=BIRA.KISHOR.SAHOO@POWERGRID.CO.IN, c=IN

B. K. Sahoo

Director

DIN: 10371157

Place: Faridabad

Date: 17 May, 2024

POWERGRID Bikaner Neemrana Transmission Limited
(Erstwhile Bikaner III Neemrana Transmission Limited)
CIN : U42201DL2023GOI415485

B-9, Qutab Institutional Area, Katwaria Sarai, New Delhi, 110016
Statement of Cash Flows For the period from 08 June, 2023 to 31 March, 2024

(₹ In Lakh)

Sl. No.	Particulars	For the period from 08 June, 2023 to 31 March, 2024
A	CASH FLOW FROM OPERATING ACTIVITIES	
	Profit Before Tax	(0.76)
	Adjustment for Changes in Assets and Liabilities:	
	Increase/(Decrease) in Liabilities & Provisions	32.10
	(Increase)/Decrease in Other financial assets	(37.33)
	Cash generated from operations	(5.99)
	Direct Taxes (paid)/refund	-
	Net Cash from Operating Activities	(5.99)
B	CASH FLOW FROM INVESTING ACTIVITIES	
	Property, Plant & Equipment, Intangible Assets and Capital Work in Progress (including Advances for Capital Expenditure)	(2,227.07)
	Other Liabilities related to capital expenditure	297.60
	Net Cash used in Investing Activities	(1,929.47)
C	CASH FLOW FROM FINANCING ACTIVITIES	
	Issue of Shares	1.00
	Proceeds from Borrowings	
	Non Current	1,941.59
	Current	-
	Finance Costs paid	(6.13)
	Net Cash used in Financing Activities	1,936.46
D	Net change in Cash and Cash equivalents (A+B+C)	1.00
E	Cash and Cash equivalents (Opening balance)	-
F	Cash and Cash equivalents (Closing balance)	1.00

The accompanying notes (1 to 35) form an integral part of financial statements

Further Notes:-

Note 1 - Cash and cash equivalents consist of balances with banks.

As per our report of even date

For S.R. Agarwalla and Co.

Chartered Accountants

Firm Regn. No. 000994C

Sanjeev Agrawal

Digitally signed by Sanjeev Agrawal
Date: 2024.05.17
18:22:04 +05'30'

CA Sanjeev Agrawal

Partner

Mem. No. 093278

Place: New Delhi

Date: 17 May, 2024

For and on behalf of Board of the Directors

ABHAY
CHOUDHARY

Digitally signed by
ABHAY CHOUDHARY
Date: 2024.05.17
16:43:44 +05'30'

Abhay Choudhary

Chairperson

DIN: 07388432

Place: Gurugram

Date: 17 May, 2024

BIRA
KISHOR
E
SAHOO

Digitally signed by BIRA KISHORE SAHOO
DN: cn=BIRA KISHORE SAHOO, o=POWERGRID, ou=POWERGRID, email=BIRA.KISHORE.SAHOO@powergrid.co.in, c=IN
Reason: I am the author of this document.
Date: 2024.05.17 16:30:02+05'30'
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B. K. Sahoo

Director

DIN: 10371157

Place: Faridabad

Date: 17 May, 2024

Notes to Financial Statements

Note 1 Corporate and General Information

POWERGRID Bikaner Neemrana Transmission Limited (Erstwhile Bikaner III Neemrana Transmission Limited) ("the Company") is a public company domiciled and incorporated in India under the provisions of The Companies Act and a wholly owned subsidiary of Power Grid Corporation of India Limited. The registered office of the Company is situated at B-9, Qutab Institutional Area, Katwaria Sarai, New Delhi-110 016, India.

The Company was incorporated on 08/06/2023 for establishment of Transmission System for evacuation of power from REZ in Rajasthan (20 GW) under Rajasthan REZ Ph-IV (Part- 1) (Bikaner complex)- Part-A (BOOT) basis. POWERGRID acquired 100% equity shares from PFC Consulting Limited on 27.12.2023 and Project is under construction.

The Company is engaged in the business of Power Systems Network, construction, operation and maintenance of transmission systems and other related allied activities.

The financial statements of the company for the year ended 31 March 2024 were approved for issue by the Board of Directors on 17 May, 2024.

Note 2 Material Accounting Policy Information

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

2.1 Basis of Preparation

i) Compliance with Ind AS

The financial statements are prepared in compliance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act), Companies (Indian Accounting Standards) Rules, 2015, the relevant provisions of the Companies Act, 2013 and the provisions of Electricity Act, 2003, in each case, to the extent applicable and as amended thereafter.

ii) Basis of Measurement

The financial statements have been prepared on accrual basis and under the historical cost convention except certain financial assets and liabilities measured at fair value (Refer Note no. 2.11 for accounting policy regarding financial instruments).

iii) Functional and presentation currency

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

iv) Use of estimates

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

Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision effects only that period or in the period of the revision and future periods if the revision affects both current and future years (refer Note no. 3 on critical accounting estimates, assumptions and judgments).

v) Current and non-current classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification.

An asset is current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

All other liabilities are classified as non-current.

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

The Company recognises twelve months period as its operating cycle.

2.2 Property, Plant and Equipment

Initial Recognition and Measurement

Property, Plant and Equipment is initially measured at cost of acquisition/construction including any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. After initial recognition, Property, Plant and Equipment is carried at cost less accumulated depreciation / amortisation and accumulated impairment losses, if any.

The cost of land includes provisional deposits, payments/liabilities towards compensation, rehabilitation and other expenses wherever possession of land is taken.

Expenditure on levelling, clearing and grading of land if incurred for construction of building is capitalised as part of cost of the related building.

Spares parts whose cost is ₹5,00,000/- and above, standby equipment and servicing equipment which meets the recognition criteria of Property, Plant and Equipment are capitalised.

Subsequent costs

Subsequent expenditure is recognised as an increase in carrying amount of assets when it is probable that future economic benefits deriving from the cost incurred will flow to the company and cost of the item can be measured reliably.

The cost of replacing part of an item of Property, Plant & Equipment is recognised in the carrying amount of the item if it is probable that future economic benefits embodied within the part will flow to the company and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. If the cost of the replaced part or earlier inspection component is not available, the estimated cost of similar new parts/inspection component is used as an indication of what the cost of the existing part/ inspection component was when the item was acquired or inspection was carried out.

The costs of the day-to-day servicing of property, plant and equipment are recognised in the Statement of Profit & Loss as incurred.

Derecognition

An item of Property, Plant and Equipment is derecognised on disposal or when no future economic benefits are expected from its use or disposal.

The gain or loss arising from derecognition of an item of property, plant and equipment is determined as the difference between the net disposal proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss on the date of disposal or derecognition.

2.3 Capital Work-In-Progress (CWIP)

Cost of material, erection charges and other expenses incurred for the construction of Property, Plant and Equipment are shown as CWIP based on progress of erection work till the date of capitalisation.

Expenditure of office, and Projects, directly attributable to construction of property, plant and equipment are identified and allocated on a systematic basis to the cost of the related assets.

Interest during construction and expenditure (net) allocated to construction as per policy above are kept as a separate item under CWIP and apportioned to the assets being capitalised in proportion to the closing balance of CWIP.

Unsettled liability for price variation/exchange rate variation in case of contracts is accounted for on estimated basis as per terms of the contracts.

2.4 Intangible Assets and Intangible Assets under development

Intangible assets with finite useful life that are acquired separately are carried at cost less any accumulated amortisation and accumulated impairment losses.

Subsequent expenditure on already capitalised Intangible assets is capitalised when it increases the future economic benefits embodied in an existing asset and is amortised prospectively.

The cost of software (which is not an integral part of the related hardware) acquired for internal use and resulting in significant future economic benefits is recognised as an intangible asset when the same is ready for its use.

Afforestation charges for acquiring right-of-way for laying transmission lines are accounted for as intangible assets under development till the commissioning of transmission lines.

Expenditure incurred, eligible for capitalisation under the head Intangible Assets, are carried as "Intangible Assets under Development" till such assets are ready for their intended use.

An item of Intangible asset is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

2.5 Depreciation / Amortisation

Property, Plant and Equipment

Depreciation/Amortisation on the items of Property, Plant and Equipment is provided on straight line method based on the useful life specified in Schedule II of the Companies Act, 2013 except for the following items of property, plant and equipment on which depreciation is provided based on estimated useful life as per technical assessment .

Particulars	Useful life
1 Computers and Peripherals	3 Years
2 Servers and Network Components	5 Years

Depreciation on spares parts, standby equipment and servicing equipment which are capitalised, is provided on straight line method from the date they are available for use over the remaining useful life of the related assets of transmission business.

Residual value is considered as 5% of the Original Cost for all items of Property, Plant and Equipment in line with Companies Act, 2013 except for Computers and Peripherals and Servers and Network Components for which residual value is considered as Nil.

Property, plant and equipment costing ₹5,000/- or less, are fully depreciated in the year of acquisition.

Where the cost of depreciable property, plant and equipment has undergone a change due to price adjustment, change in duties or similar factors, the unamortised balance of such asset is depreciated prospectively.

Depreciation on additions to/deductions from Property, Plant and Equipment during the year is charged on pro-rata basis from/up to the date on which the asset is available for use/disposed.

The residual values, useful lives and methods of depreciation for items of property, plant and equipment are reviewed at each financial year-end and adjusted prospectively, wherever required.

Right of Use Assets:

Right of Use assets are fully depreciated from the lease commencement date on a straight line basis over the lease term.

Leasehold land is fully amortised over lease period or life of the related plant whichever is lower Leasehold land acquired on perpetual lease is not amortised.

Intangible Assets

Cost of software capitalised as intangible asset is amortised over the period of legal right to use or 3 years, whichever is less with Nil residual value.

Amortisation on additions to/deductions from Intangible Assets during the year is charged on pro-rata basis from/up to the date on which the asset is available for use/disposed.

The amortisation period and the amortisation method for intangible assets are reviewed at each financial year-end and are accounted for as change in accounting estimates in accordance with Ind AS 8 "Accounting Policies, Changes in Accounting Estimates and errors.

2.6 Borrowing Costs

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

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

2.7 Impairment of non-financial assets

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment considering the provisions of Ind AS 36 'Impairment of Assets'. If any such indication exists, then the asset's recoverable amount is estimated.

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

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

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

2.8 Cash and cash equivalents

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

2.9 Inventories

Inventories are valued at lower of the cost, determined on weighted average basis and net realisable value.

Spares which do not meet the recognition criteria as Property, Plant and Equipment, including spare parts whose cost is less than ₹5,00,000/- are recorded as inventories.

Surplus materials as determined by the management are held for intended use and are included in the inventory.

The diminution in the value of obsolete, unserviceable and surplus stores and spares is ascertained on review and provided for.

2.10 Leases

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

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

(iii) the customer has the right to direct the use of the asset.

i) As a Lessee

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

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

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

Subsequently, the right-of-use assets is measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The Company applies Ind AS 36 to determine whether a ROU asset is impaired and accounts for any identified impairment loss as described in the accounting policy 2.7 on "Impairment of non-financial assets".

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

The interest cost on lease liability is expensed in the Statement of Profit and Loss, unless eligible for capitalisation as per accounting policy 2.6 on "Borrowing costs".

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

ii) As a Lessor

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

a) Finance leases

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

Transmission system assets developed only for the State Transmission Utilities and Transmission system assets developed on Build, Own, Operate and Transfer (BOOT) are considered as ready for intended use after meeting the conditions for commercial operation as stipulated in Transmission Service Agreement (TSA) and transferred to lease receivables accordingly.

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

In case, final settlement of bills with contractors is yet to be effected, Net investment is considered on provisional basis subject to necessary adjustments in the year of final settlement.

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

b) Operating leases

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

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

2.11 Financial instruments

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

Financial Assets

Classification

The Company classifies its financial assets in the following categories:

- at amortised cost,
- at fair value through other comprehensive income

The classification depends on the following:

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

Initial recognition and measurement

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

Subsequent measurement

Debt Instruments at Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

Debt Instruments at Fair value through other comprehensive income (FVOCI): Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to profit and loss. Interest income from these financial assets is included in finance income using the effective interest rate method.

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

Derecognition of financial assets

A financial asset is derecognised only when

- i) The right to receive cash flows from the asset have expired, or
- ii) a) The company has transferred the rights to receive cash flows from the financial asset (or) retains the contractual rights to receive the cash flows of the financial assets, but assumes a contractual obligation to pay the cash flows to one or more recipients and
b) the company has transferred substantially all the risks and rewards of the asset (or) the company has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

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

Impairment of financial assets:

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

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

Financial Liabilities

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

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

Classification, initial recognition and measurement

Financial liabilities are recognised initially at fair value minus, in the case of financial liabilities not recorded at fair value through profit or loss, transaction costs that are directly attributable to the issue of financial liabilities.

Subsequent measurement

After initial recognition, financial liabilities are subsequently measured at amortised cost using the EIR method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate (EIR). Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in the Statement of Profit and Loss over the period of the borrowings using the EIR. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognised.

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

Derecognition of financial liability

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

Offsetting of financial instruments

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

2.12 Foreign Currency Translation

(a) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Indian Rupees (Rupees or ₹), which is the Company's functional and presentation currency.

(b) Transactions and balances

Transactions in foreign currencies are initially recorded at the exchange rates prevailing on the date of the transaction. Foreign currency monetary items are translated with reference to the rates of exchange ruling on the date of the Balance Sheet. Non-Monetary items denominated in foreign currency are reported at the exchange rate ruling on the date of initial recognition of the non-monetary prepayment asset or deferred income liability, or the date that related item is recognised in the financial statements, whichever is earlier. In case the transaction is recognised in stages, then transaction date is established for each stage.

Foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/ (losses).

2.13 Income Tax

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

Current income tax

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

Deferred tax

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the Balance Sheet date.

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

2.14 Revenue

Revenue is measured based on the transaction price to which the Company expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties. The Company recognises revenue when it transfers control of a product or service to a customer.

Significant Financing Component

Where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year, the Company assesses the effects of significant financing component in the contract. As a consequence, the Company makes adjustment in the transaction prices for the effects of time value of money.

2.14.1 Revenue from Operations

Transmission Income is accounted for based on tariff orders notified by the Electricity Regulatory Commissions.

As at each reporting date, transmission income includes an accrual for services rendered to the customers but not yet billed.

Rebates allowed to beneficiaries as early payment incentives are deducted from the amount of revenue.

The Transmission system incentive / disincentive is accounted for based on certification of availability by the respective Regional Power Committees (RPCs) and in accordance with the Transmission Service Agreement (TSA) signed by the Company along with applicable rules and regulations. Where certification by RPCs is not available, incentive/disincentive is accounted for on provisional basis as per estimate of availability by the company and differences, if any is accounted upon certification by RPCs.

2.14.2 Other Income

Interest income is recognised, when no significant uncertainty as to measurability or collectability exists, on a time proportion basis taking into account the amount outstanding and the applicable interest rate, using the effective interest rate method (EIR).

Surcharge recoverable from trade receivables, liquidated damages, warranty claims and interest on advances to suppliers are recognised when no significant uncertainty as to measurability and collectability exists.

Income from Scrap is accounted for as and when sold.

Insurance claims for loss of profit are accounted for in the year of acceptance. Other insurance claims are accounted for based on certainty of realisation.

Revenue from rentals and operating leases is recognised on an accrual basis in accordance with the substance of the relevant agreement.

2.15 Dividends

Annual dividend distribution to the shareholders is recognised as a liability in the period in which the dividends are approved by the shareholders. Any interim dividend paid is recognised on approval by Board of Directors. Dividend payable and corresponding tax on dividend distribution is recognised directly in equity.

2.16 Provisions and Contingencies

a) Provisions

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

b) Contingencies

Contingent liabilities are disclosed on the basis of judgment of the management / independent experts. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are possible assets that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent assets are disclosed in the financial statements when inflow of economic benefits is probable on the basis of judgment of management. These are assessed continually to ensure that developments are appropriately reflected in the financial statements.

2.17 Share capital and Other Equity

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Self-insurance reserve is created @0.12% p.a. on Original Gross Block of Property, Plant and Equipment (including considered as lease receivables) and value of inventory except ROU assets and assets covered under insurance as at the end of the year by appropriation of current year profit to mitigate future losses from un-insured risks and for taking care of contingencies in future by procurement of towers and other transmission line materials including strengthening of towers and equipment of AC substation

2.18 Prior Period Items

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

2.19 Earnings per Share

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

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

2.20 Statement of Cash Flows

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

Note 3 Critical Estimates and Judgments

The preparation of financial statements requires the use of accounting estimates which may significantly vary from the actual results. Management also needs to exercise judgment while applying the company's accounting policies.

Estimates and judgments are periodically evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the company and that are believed to be reasonable under the circumstances.

This note provides an overview of the areas that involved a higher degree of judgment or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

The areas involving critical estimates or judgments are:

Useful life of property, plant and equipment:

The estimated useful life of property, plant and equipment is based on a number of factors including the effects of obsolescence, demand, competition and other economic factors (such as the stability of the industry and known technological advances) and the level of maintenance expenditures required to obtain the expected future cash flows from the asset.

The Company reviews at the end of each reporting date the useful life of plant and equipment, and are adjusted prospectively, if appropriate.

Provisions and contingencies:

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

Income Taxes:

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

Note 4 Capital work in progress**(₹ In Lakh)**

Particulars	As at 08 June, 2023	Additions during the period	Adjustments	Capitalised during the period	As at 31 March, 2024
Plant & Equipments (including associated civil works)					
a) Transmission	-	59.73	-	-	59.73
Expenditure pending allocation					
i) Expenditure during construction period (net) - (Note 16)	-	2,167.34	-	-	2,167.34
Grand Total	-	2,227.07	-	-	2,227.07

Refer Note 18 for ageing and completion schedule for Capital work in progress (CWIP) for the Project whose completion is overdue or has exceed its cost compared to original plan.

Note 5 Deferred tax Assets (Net)

(₹ In Lakh)

Particulars	As at 31 March, 2024
Deferred Tax Assets	
Unused Tax Losses	0.19
Deferred tax assets (Net)	0.19

Movement in Deferred Tax Assets

(₹ in Lakh)

	Unused Tax Losses	Total
- (Charged) / Credited to Profit or Loss	0.19	0.19
As at 31 March, 2024	0.19	0.19

Amount taken to Statement of Profit and Loss

(₹ in Lakh)

Particulars	For the period from 08 June, 2023 to 31 March, 2024
Increase/ (Decrease) in Deferred Tax Liabilities	-
(Increase)/Decrease in Deferred Tax Assets	(0.19)
Net Amount taken to Statement of Profit and Loss	(0.19)

Note 6 Cash and Cash equivalents		(₹ In Lakh)
		As at 31 March,
Particulars	2024	
Balance with banks		
-In Current accounts	1.00	
Total	1.00	

Note 7 Other Current Financial Assets		(₹ In Lakh)
(Unsecured considered good unless otherwise stated)		
		As at 31
Particulars	March, 2024	
Others#	37.33	
Total	37.33	

#Others includes recoverable from PFC consulting Limited (Holding Company till 27 December, 2023)

*Refer Note 21 for disclosure as per Ind AS 115 'Revenue from Contracts with Customers' & Note 27 for details of balances from related parties.

Note 8 Equity Share capital

(₹ In Lakh)
As at 31 March,
2024

Particulars	
Equity Share Capital Authorised	
10000 equity shares of ₹10/- each at par	1.00
Issued, subscribed and paid up	
10000 equity shares of ₹10/- each at par	1.00
Total	1.00

Further Notes:

1 Reconciliation of Number and amount of share capital outstanding at the beginning and at the end of the reporting period

Particulars	For the period from 08 June, 2023 to 31 March, 2024	
	No. of Shares	₹ in Lakh Amount
Shares outstanding at the beginning of the period	-	-
Shares issued during the period	10,000	1.00
Shares Bought Back during the period	-	-
Shares outstanding at the end of the period	10,000	1.00

2 The Company has only one class of equity shares having a par value of ₹ 10/- per share.

3 The holders of equity shares are entitled to receive dividends as declared from time to time and are entitled to voting rights proportionate to their shareholding at meetings of the Shareholders.

4 Shareholding of Promoters and Shareholders holding more than 5% equity shares of the Company :-

Particulars	As at 31 March, 2024	
	No. of Shares	% of holding
Power Grid Corporation of India Limited (Promoter)#	10,000	100%

#Out of 10000 Equity shares 600 equity shares are held by nominees of M/s Power Grid Corporation of India Limited on its behalf .

*100% equity acquired by POWERGRID from PFC Consulting Limited on 27 December, 2023. Therefore, PFC consulting limited ceased to be holding company w.e.f. 27 December, 2023.

Note 9 Other Equity	(₹ In Lakh)
Particulars	As at 31 March, 2024
(i) Retained Earnings	
Add: Additions	
Net Profit for the period	(0.57)
Balance at the end of the period	(0.57)

Note 10 Borrowings (Non-current)	(₹ In Lakh)
Particulars	As at 31 March, 2024
Unsecured	
Rupee term Loan from Power Grid Corporation of India Limited (Holding Company)	1,976.27
Less: Current maturities of Non Current Borrowing	-
Less: Interest accrued on borrowings	(34.68)
Total	1,941.59

Further Notes:

- 1 The various sources of Loans being extended to the company by Holding Company are Fixed Interest and floating interest rate which get reset periodically. The rate of interest on the loan ranged from 7.35% p.a. to 7.7% p.a. during the financial Period. Loan is repayable in Quarterly Installments of equal amount over the period of 35 Years from commissioning of the Project Assets with prepayment facility without any additional charges.
- 2 There has been no default in payment of interest thereon as at the end of the period.
- 3 Refer Note 27 for details of Loan from related parties.

Note 11 Trade payables

(₹ In Lakh)

Particulars	As at 31 March, 2024
For goods and services	
(A) Total outstanding dues of Micro enterprises and small enterprises	-
(B) Total outstanding dues of creditors other than Micro enterprises and small enterprises	-
Related Parties	0.27
Others	0.27
Total	0.27

Further Notes:

1 Disclosure with regard to Micro and Small enterprises as required under "Division II of Schedule III of The Companies Act, 2013" and "The Micro, Small and Medium Enterprises Development Act, 2006" is given in Note 23.

2 Refer Note 27 for amount payable to related parties.

3 Ageing of Trade Payables is as follows:

Particulars	Not Billed	Ageing					Total
		<1Y	1Y-2Y	2Y-3Y	>3Y		
As at 31.03.2024							
MSME							
Disputed	-	-	-	-	-	-	
Undisputed	-	-	-	-	-	-	
Total	-	-	-	-	-	-	
Others							
Disputed	-	-	-	-	-	-	
Undisputed	0.27	-	-	-	-	0.27	
Total	0.27	-	-	-	-	0.27	
Grand Total	0.27	-	-	-	-	0.27	

(₹ In Lakh)

Note 12 Other Current Financial Liabilities **(₹ In Lakh)**

Particulars	As at 31 March, 2024
Interest accrued on borrowings from	
Power Grid Corporation of India Limited (Holding Company)	34.68
Others	-
Related parties	256.79
Total	291.47

Further Note -

1 Disclosure with regard to Micro and Small enterprises as required under "Division II of Schedule III of The Companies Act, 2013" and "The Micro, Small and Medium Enterprises Development Act, 2006" is given in Note 23.

2 Refer Note 27. for amount payable to related parties.

Note 13 Other current liabilities **(₹ In Lakh)**

Particulars	As at 31 March, 2024
Statutory dues	31.83
Total	31.83

Note 14 Finance costs	(₹ In Lakh)
Particulars	For the period from 08 June, 2023 to 31 March, 2024
i) Interest and finance charges on financial liabilities at amortised cost	
Power Grid Corporation of India Limited (Holding Company)	38.53
PFC Consulting Limited	2.28
Total	40.81
Less: Transferred to expenditure during construction (Net) - Note 16	40.81
Charged To Statement of Profit & Loss	-

Further Notes:

1 Refer Note 27 for Interest paid to related parties.

Note 15 Other expenses	(₹ In Lakh)
Particulars	For the period from 08 June, 2023 to 31 March, 2024
Legal expenses	0.01
Professional charges	0.01
Consultancy expenses#	2,005.15
Payments to Statutory Auditors	
Audit Fees	0.30
In Other Capacity	0.30
	<u>0.60</u>
Advertisement and publicity	9.04
Bank Charges (CPG)	34.17
CERC petition & Other charges	26.00
Preliminary Expenditure	0.16
Miscellaneous expenses	52.15
	<u>121.52</u>
	<u>2,127.29</u>
Less: Transferred to expenditure during construction (Net) - Note 16	2,126.53
	<u>0.76</u>
Charged To Statement of Profit & Loss	0.76

Further Notes:

- 1 Refer Note 27 for Expenses paid to related parties.
- 2 #Consultancy Expenses includes Rs. 1.52 Lakh related to outsourcing expenses.

Note 16 Expenditure during Construction (Net)**(₹ In Lakh)**

Particulars	For the period from 08 June, 2023 to 31 March, 2024
A. Other Expenses	
Legal expenses	0.01
Professional charges	0.01
Consultancy expenses	2,005.15
Advertisement and Publicity	9.04
CERC petition & Other charges	26.00
Bank Charges (CPG)	34.17
Miscellaneous expenses	52.15
Total (A)	2,126.53
B. Finance Costs	
a) Interest and finance charges on financial liabilities at amortised cost	-
Power Grid Corporation of India Limited (Holding Company)	38.53
PFC Consulting Limited	2.28
	40.81
GRAND Total (A+B)	2,167.34

Note 17 Financial Risk Management

The Company's principal financial liabilities comprise loans and borrowings denominated in Indian rupees or foreign currencies, trade payables and other payables. The main purpose of these financial liabilities is to finance the Company's capital investments and operations.

The Company's principal financial assets include loans and advances, trade and other receivables, and cash and cash equivalents that are generated from its operations.

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

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

This note presents information regarding the company's exposure, objectives, policies and processes for The management of financial risks by the Company is summarized below: -

(A) Credit Risk:

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities on account of trade receivables.

A default on a financial asset is when the counterparty fails to make contractual payments within 3 years of when they fall due. This definition of default is determined considering the business environment in which the Company operates and other macro-economic factors.

Assets are written-off when there is no reasonable expectation of recovery, such as a debtor declaring bankruptcy or failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where such recoveries are made, these are recognized in the statement of profit and loss.

(i) Other Financial Assets (excluding trade receivables and unbilled revenue)**Cash and cash equivalents**

The Company held cash and cash equivalents of ₹1 Lakh. The cash and cash equivalents are held with public sector banks and high rated private sector banks and do not have any significant credit risk.

(ii) Exposure to credit risk

Particulars	(₹ In Lakh) As at 31 March, 2024
Financial assets for which loss allowance is measured using 12 months Expected Credit Losses (ECL)	
Cash and cash equivalents	1.00
Other current financial assets	37.33
Total	38.33

(iii) Provision for expected credit losses**(a) Financial assets for which loss allowance is measured using 12 month expected credit losses**

The Company has assets where the counter- parties have sufficient capacity to meet the obligations and where the risk of default is very low. At initial recognition, financial assets (excluding trade receivables and unbilled revenue) are considered as having negligible credit risk and the risk has not increased from initial recognition. Therefore, no loss allowance for impairment has been recognised.

(b) Financial assets for which loss allowance is measured using life time expected credit losses

The Company has customers most of whom are state government utilities with capacity to meet the obligations and therefore the risk of default is negligible. Further, management believes that the unimpaired amounts that are 30 days past due date are still collectible in full, based on the payment security mechanism in place and historical payment behaviour.

Considering the above factors and the prevalent regulations, the trade receivables and unbilled revenue continue to have a negligible credit risk on initial recognition and thereafter on each reporting date.

(B) Liquidity Risk

Liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. The Company has entered into Inter-Corporate Loan Agreement for Funding of its obligations. For this, Company provided quarterly cashflows in advance to Holding Company with Monthly requirement.

The Company depends on both internal and external sources of liquidity to provide working capital and to fund capital expenditure.

Maturities of financial liabilities

The table below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities.

The amount disclosed in the table is the contractual undiscounted cash flows.

(₹ in lakh)

Contractual maturities of financial liabilities	Within a year	Between 1-5 years	Beyond 5 years	Total
As at 31 March, 2024				
Borrowings (including interest outflows)	142.81	724.47	3,821.21	4,688.49
Trade payables	0.27	-	-	0.27
<u>Other financial liabilities</u>				
Others	256.79	-	-	256.79
Total	399.87	724.47	3,821.21	4,945.55

(C) MARKET RISK

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk:

- (i) Currency risk
- (ii) Interest rate risk

(i) Currency risk

As on Reporting date the Company does not have any exposure to currency risk in respect of foreign currency denominated loans and borrowings and procurement of goods and services whose purchase consideration foreign currency.

(ii) Interest rate risk

The company has taken borrowings from Parent Company on cost to cost basis. The Company is exposed to interest rate risk because the cash flows associated with floating rate borrowings. The various sources of loans being extended to the company by parent company are Fixed interest and floating interest rate which get reset periodically. The Company manages the interest rate risks by maintaining a debt portfolio of fixed and floating rate borrowings. The Company's interest rate risk is not considered significant; hence sensitivity analysis for the risk is not disclosed.

Note 18 Additional Regulatory Information as per Schedule III to the Companies Act, 2013

a)

There are no cases of immovable properties where title deeds are not in the name of the company.

b) Ageing of Capital Work in Progress is as follows:

(₹ in lakh)

Particulars as at 31 March, 2024	<1 year	1-2 years	2-3 years	>3 years	Total
Rajasthan REZ Ph-IV (Part- 1) (Bikaner complex)- Part-A	2,227.07	-	-	-	2,227.07
Total	2,227.07	-	-	-	2,227.07

c) Completion of capital-work-in progress (CWIP) is neither overdue nor has exceeded its cost compared to its original plan.

d) The company has no Intangible assets under development, hence disclosure of ageing of Intangible assets under development is not applicable.

e) The company has no Intangible assets under development, hence disclosure of development completion schedule is not applicable.

f) No proceeding has been initiated or pending against the company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 (as amended) and rules made thereunder as at the end of the financial period.

g) The Company is not sanctioned any working capital limit secured against current assets by any Finance Institutions.

h) The company was not declared as a wilful defaulter by any bank or financial Institution or other lender during the financial period.

i) The Company does not have any transactions, balances or relationship with Struck off companies.

j) The Company does not have any Charges on the Assets of the Company.

k) The company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017 during the financial period.

l) Ratios

Ratio	Numerator	Denominator	Current Year	Previous Year	Variance	Reason for variance >25%
a) Current Ratio	Current Assets	Current Liabilities	0.12	NA	NA	NA
b) Debt Equity Ratio	Total Debt	Shareholder's Equity	4595.98	NA	NA	NA
c) Debt Service Coverage Ratio	Profit for the period + Depreciation and amortization expense + Finance costs	Interest & Lease Payments + Principal Repayments	NA	NA	NA	NA
d) Return on Equity Ratio	Profit for the period	Average Shareholder's Equity	-133%	NA	NA	NA
e) Inventory turnover ratio	Revenue from Operations	Average Inventory	NA	NA	NA	NA

f) Trade Receivable Turnover Ratio	Revenue from Operations	Average Trade Receivables (before deducting provision)	NA	NA	NA	NA
g) Trade payable turnover ratio	Gross Other Expense (-) FERV, Provisions, Loss on disposal of PPE	Average Trade payables	NA	NA	NA	NA
h) Net capital turnover ratio	Revenue from Operations	Current Assets - Current Liabilities	NA	NA	NA	NA
i) Net profit ratio	Profit for the period	Revenue from Operations	NA	NA	NA	NA
j) Return on Capital employed	Earnings before interest and taxes	Tangible Net Worth + Total Debt + Deferred Tax Liability	NA	NA	NA	NA
k) Return on investment	$\frac{MV(T1) - MV(T0) - \text{Sum } [C(t)]}{\text{Sum } [C(t)]}$	$\frac{MV(T0) + \text{Sum } [W(t) * C(t)]}{\text{Sum } [C(t)]}$	NA	NA	NA	NA

- m) The company has not received/advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) through Intermediaries during the financial period.
- n) The Company does not have any transaction that was not recorded in the books of accounts and has been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961.
- o) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial period.

Note 19 a) Some balances of Trade Receivables, Recoverable shown under Assets, Trade payables and Other Payables shown under Liabilities include balances subject to confirmation/ reconciliation and consequential adjustments if any. However, reconciliations are carried out on ongoing basis. The management does not expect any material adjustment in the books of accounts as a result of the reconciliation.

b) In the opinion of the management, the value of any of the assets other than Property, Plant and Equipment on realization in the ordinary course of business will not be less than the value at which they are stated in the Balance Sheet.

Note 20 Central Transmission Utility of India Limited (CTUIL) (Fellow Subsidiary Company) was notified as CTU w.e.f. 01.04.2021 by GOI vide Notification No. CG-DL-E-09032021-225743 and is entrusted with the job of centralized Billing, Collection and Disbursement (BCD) of transmission charges on behalf of all the IST licensees. Accordingly, CTUIL is raising bills for transmission charges to DICs on behalf of IST licensees. The debtors and their recovery are accounted based on the list of DICs given by CTUIL.

Note 21 Disclosure as per Ind AS 115 - "Revenue from Contracts with Customer"

The company does not have any contract assets or contract liability as at 31 March, 2024.

Note 22 Borrowing cost capitalised during the year is ₹40.81 Lakh) in the respective carrying amount of Property, Plant and Equipment/Capital work in Progress (CWIP) as per Ind AS 23 'Borrowing Costs'.

Note 23 Based on information available with the company, there are few suppliers/service providers who are registered as micro, small or medium enterprise under The Micro, Small and Medium Enterprises Development Act,2006 (MSMED Act, 2006). Information in respect of micro and small enterprises as required by Companies Act 2013 and MSMED Act, 2006 is given as under:

(₹ in lakh)

Sr. No	Particulars	Trade Payables	Others
		As at 31 March, 2024	As at 31 March, 2024
1	Principal amount and interest due thereon remaining unpaid to any supplier as at end of each accounting year:		
	Principal	Nil	Nil
	Interest	Nil	Nil
2	The amount of Interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	Nil	Nil
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	Nil	Nil
4	The amount of interest accrued and remaining unpaid at the end of each accounting year	Nil	Nil
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act 2006	Nil	Nil

Note 24 Disclosure as per Ind AS 116 - "Leases"

a) As a Lessor - Finance Leases:

The company does not have any lease arrangements as a lessor.

b) As a Lessee:

The company does not have any lease arrangements as a lessee.

Note 25 Corporate Social Responsibility (CSR) Expenses

As per Section 135 of the Companies Act, 2013 along with Companies (Corporate Social Responsibility Policy) Rules, 2014 read with DPE guidelines no F.No.15 (13)/2013-DPE (GM), the Company is required to spend, in every financial year, at least two per cent of the average net profits of the Company made during the three immediately preceding financial years in accordance with its CSR Policy.

Since, Company has not satisfied any of the criteria provided in Section 135 of the Companies Act, 2013, the Company is not required to spend any amount for CSR activities.

Note 26 Fair Value Measurement

(₹ in lakh)

Financial Instruments by category	As at 31 March, 2024	
	Amortised cost	
Financial Assets		
Cash & cash Equivalents	1.00	
Other Financial Assets		
Current	37.33	
Non-Current	-	
Total Financial assets	38.33	
Financial Liabilities		
Borrowings	1,976.27	
Trade Payables	0.27	
Other Financial Liabilities		
Other Current Financial Liabilities	291.47	
Non-Current	-	
Total financial liabilities	2,268.01	

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are measured at fair value and financial instruments that are measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into the three levels prescribed under the accounting standard. An explanation of each level follows underneath the table.

Financial instruments that are measured at Amortised Cost:

(₹ in lakh)

Particulars	Level	As at 31 March, 2024	
		Carrying Amount	Fair value
Financial Liabilities			
Borrowings	2	1,976.27	1,922.30
Total financial liabilities		1,976.27	1,922.30

The carrying amounts of trade payables, Bank Balance, cash and cash equivalents, other current financial assets, short term borrowings and other current financial liabilities are considered to be the same as their fair values, due to their short-term nature.

For financial assets that are measured at fair value, the carrying amounts are equal to the fair values.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes listed equity bonds which are traded in the stock exchanges, valued using the closing price as at the reporting period.

Level 2: The fair value of financial instruments that are not traded in an active market (for example, traded bonds) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities, contingent consideration and indemnification assets included in level 3.

There are no transfers between levels 1 and 2 during the year. The company's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period.

Valuation technique used to determine fair value:

Specific valuation techniques used to value financial instruments includes:

- the use of quoted market prices or dealer quotes for similar instruments
- the fair value of the remaining financial instruments is determined using discounted cash flow analysis.

All of the resulting fair value estimates are included in level 2.

Note 27 Disclosure as per Ind AS 24 - "Related Party Disclosures"**(a) Holding Company**

Name of entity	Place of business/	Proportion of Ownership Interest
	Country of	As at 31 March, 2024
Power Grid Corporation of India Limited	India	100%
PFC Consulting Limited*	India	0%

*100% equity acquired by POWERGRID from PFC Consulting Limited on 27 December, 2023. 100% of Direct Expenses related to subsidiaries are allocated respective subsidiaries and Common expenses are mainly allocated on the basis of allocation of sharing of services between various subsidiaries by PFC Consulting Limited upto 27 December, 2023.

(b) Subsidiaries of Holding Company

Name of entity	Place of business / Country of incorporation
POWERGRID Vemagiri Transmission Limited	India
POWERGRID NM Transmission Limited	India
POWERGRID Unchahar Transmission Limited	India
POWERGRID Southern Interconnector Transmission System Limited	India
POWERGRID Medinipur Jeerat Transmission Limited	India
POWERGRID Mithilanchal Transmission Limited	India
POWERGRID Varanasi Transmission System Limited	India
POWERGRID Jawaharpur Firozabad Transmission Limited	India
POWERGRID Khetri Transmission System Limited	India
POWERGRID Bhuj Transmission Limited	India
POWERGRID Bhind Guna Transmission Limited	India
POWERGRID Ajmer Phagi Transmission Limited	India
POWERGRID Fatehgarh Transmission Limited	India
POWERGRID Rampur Sambhal Transmission Limited	India
POWERGRID Meerut Simbhavali Transmission Limited	India
Central Transmission Utility of India Limited	India
POWERGRID Ramgarh Transmission Limited	India
POWERGRID Himachal Transmission Limited	India
POWERGRID Bikaner Transmission System Limited	India
POWERGRID Sikar Transmission Limited	India
POWERGRID Bhadla Transmission Limited	India
POWERGRID Aligarh Sikar Transmission Limited	India
POWERGRID Energy Services Limited	India
POWERGRID Teleservices Limited	India
POWERGRID Narela Transmission Limited (Erstwhile Khetri Narela Transmission Limited)	India
POWERGRID Gomti Yamuna Transmission Limited (Erstwhile Mohanlalganj Transmission Limited)	India
POWERGRID Neemuch Transmission System Limited (Erstwhile Neemuch Transmission Limited)	India
POWERGRID ER NER Transmission Limited (Erstwhile ER NER Transmission Limited)	India
POWERGRID Khavda II-B Transmission Limited (Erstwhile Khavda II-B Transmission Limited)	India

POWERGRID Khavda II-C Transmission Limited (Erstwhile Khavda II-C Transmission Limited)	India
POWERGRID Khavda RE Transmission System Limited (Erstwhile Khavda II-RE Transmission Limited)	India
POWERGRID KPS2 Transmission System Limited (Erstwhile KPS2 Transmission Limited)	India
POWERGRID KPS3 Transmission Limited (Erstwhile KPS3 Transmission Limited)	India
POWERGRID ERWR Power Transmission Limited (Erstwhile ERWR Power Transmission Limited)	India
POWERGRID Raipur Pool Dhamtari Transmission Limited (Erstwhile Raipur Pool Dhamtari Transmission Limited)	India
POWERGRID Dharamjaigarh Transmission Limited (Erstwhile Dharamjaigarh Transmission Limited)	India
POWERGRID Bhadla Sikar Transmission Limited (Erstwhile Bhadla Sikar Transmission Limited)	India
POWERGRID Ananthpuram Kurnool Transmission Limited (Erstwhile Ananthpuram Kurnool Transmission Limited)*	India
POWERGRID Bhadla III Transmission Limited (Erstwhile Bhadla III Transmission Limited)*	India
POWERGRID Ramgarh II Transmission Limited (Erstwhile Ramgarh II Transmission Limited)**	India
POWERGRID Beawar Dausa Transmission Limited (Erstwhile Beawar Dausa Transmission Limited)\$	India
POWERGRID Neemrana Bareilly Transmission Limited (Erstwhile Neemrana II Bareilly Transmission Limited)\$	India
POWERGRID Vataman Transmission Limited (Erstwhile Vataman Transmission Limited)#	India
POWERGRID Koppal Gadag Transmission Limited (Erstwhile Koppal II Gadag II Transmission Limited)#	India
Sikar Khetri Transmission Limited ##	India
Bidar Transmission limited ##	India

*100% equity acquired by POWERGRID from PFC Consulting Limited on 27.09.2023.

**100% equity acquired by POWERGRID from REC Power Development and Consultancy Limited on 26.10.2023.

\$100% equity acquired by POWERGRID from PFC Consulting Limited on 30.10.2023.

#100% equity acquired by POWERGRID from PFC Consulting Limited on 26.12.2023.

\$\$100% equity acquired by POWERGRID from PFC Consulting Limited on 27.12.2023.

##100% equity acquired by POWERGRID from REC Power Development and Consultancy Limited on 09.02.2024.

(c) Joint Ventures of Holding company

Name of entity	Place of business / Country of incorporation
Powerlinks Transmission Limited	India
Torrent POWERGRID Limited	India
Parbati Koldam Transmission Company Limited	India
Sikkim Power Transmission Limited (Erstwhile Teestavalley Power Transmission Limited)	India
North East Transmission Company Limited	India
National High Power Test Laboratory Private Limited	India
Bihar Grid Company Limited	India
Energy Efficiency Services Limited	India
Cross Border Power Transmission Company Limited	India
RINL POWERGRID TLT Private Limited (under process of liquidation)	India
Butwal-Gorakhpur Cross Border Power Transmission Limited	India

Power Transmission Company Nepal Limited	Nepal
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(d) Associates of Holding Company

Name of entity	Place of business/ Country of incorporation
POWERGRID Kala Amb Transmission Limited	India
POWERGRID Jabalpur Transmission Limited	India
POWERGRID Warora Transmission Limited	India
POWERGRID Parli Transmission Limited	India

(e) Key Managerial Personnel

Name	Designation	Date of Appointment	Date of Separation/Cessation
Shri Abhay Choudhary	Chairman	27-Dec-2023	Continuing
Shri A.K. Mishra	Director	27-Dec-2023	Continuing
Shri A. Jagannath Rao	Director	27-Dec-2023	Continuing
Shri B.K. Sahoo	Director	27-Dec-2023	Continuing
Shri Neeraj Singh	Chairman	8-Jun-2023	27-Dec-2023
Shri Sanjay Kumar Nayak	Director	8-Jun-2023	12-Jan-2024
Shri Sachin Shukla	Director	8-Jun-2023	27-Dec-2023

(f) Government Related Entities

The Company is a wholly owned subsidiary of Central Public Sector Undertaking (CPSU) controlled by Central Government by holding majority of shares.

The Company has business transactions with other entities controlled by the GOI for procurement of capital equipment, spares and services. Transactions with these entities are carried out at market terms on arms-length basis through a transparent price discovery process against open tenders, except in a few cases of procurement of spares/services from Original Equipment Manufacturer (OEM) for proprietary items/or on single tender basis due to urgency, compatibility or other reasons. Such single tender procurements are also done through a process of negotiation with prices benchmarked against available price data of same/similar items.

The above transactions are in the course of normal day-to-day business operations and are not considered to be significant keeping in view the size, either individually or collectively.

(g) Outstanding balances arising from sales/purchases of goods and services

The following balances are outstanding at the end of the reporting period in relation to transactions with related

(₹ in lakh)

Particulars	As at 31 March, 2024
Amounts payable	
Power Grid Corporation of India Ltd. (Holding Company)	
Purchases of goods and services – Consultancy	256.79
Loans from Holding Company	1,941.59
Interest Accrued on Loan	34.68
Amounts Receivable	
PFC Consulting Limited (Holding Company till 27 December 2023)	
Other Receivables	37.33

(h) Transactions with related parties

The following transactions occurred with related parties (excluding taxes):

(₹ in lakh)

Particulars	For the period from 08 June, 2023 to 31 March, 2024
Power Grid Corporation of India Ltd. (Holding Company)	
Purchase of Goods or Services – Consultancy Expense	190.68
Reimbursement of Expenses-Bank Charges	28.96
Additional Loan obtained during the year	1,941.59

Interest paid on Loan	38.53
Survey and Soil Investigation Expense	59.73
PFC Consulting Limited (Holding Company till 27 December 2023)	
Purchase of Goods or Services - Consultancy Expense	1,770.00
Reimbursement of Expenses	71.81
Repayment of Loan	1,671.48
Additional Loan obtained during the year	1,671.48
Investments Received during the year (Equity/Share application Money)	1.00
Interest paid on Loan	2.28

Note 28 Segment Information

The Board of Directors is the company's Chief operating decision maker who monitors the operating results of its business segments separately for the purpose of making decisions about resource allocation and performance assessment. One reportable segment has been identified on the basis of product/services. The company has a single reportable segment i.e., Power transmission network for transmission system.

The operations of the company are mainly carried out within the country and therefore there is no reportable geographical segment.

Note 29 Capital and other Commitments

(₹ in lakh)

Particulars	As at 31 March, 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	2,78,343.64

Note 30 Contingent Liabilities and contingent assets

A. Contingent Liabilities

Claims against the Company not acknowledged as debts : Nil

There are no contingent liabilities on account of Capital Works, Land compensation cases, claims by Government authorities, Disputed Tax matters etc. as on the reporting date.

B. Contingent Assets

There are no contingent assets as on the reporting date.

Note 31 Capital management

a) Risk Management

The company's objectives when managing capital are to maximize the shareholder value; safeguard its ability to continue as a going concern; maintain an optimal capital structure to reduce the cost of capital.

For the purpose of the company's capital management, equity capital includes issued equity capital and all other equity reserves attributable to the equity holders of the company. The company manages its capital structure and makes adjustments in light of changes in economic conditions. To maintain or adjust the capital structure, the company may adjust the dividend payment to shareholders, regulate investments in its projects, return capital to shareholders or issue new shares. The company monitors capital using debt-equity ratio, which is the ratio of long term debt to Total net worth. The company includes within long term debt, interest bearing loans and borrowings and current maturities of long-term debt.

The debt -equity ratio of the Company was as follows: -

Particulars	As at 31 March, 2024
Total debt (₹ in lakh)	1,976.27
Equity (₹ in lakh)	0.43
Long term debt to Equity ratio	4,595.98

No changes were made in the objectives, policies or processes for managing capital during the years ended 31.03.2024 and 31.03.2023.

Note 32 Earnings per share

Particulars	For the period from 08 June, 2023 to 31 March, 2024
Basic and diluted earnings per share attributable to the equity holders of the company	(5.70)
Total Earnings attributable to the equity holders of the company (₹ in lakh)	(0.57)
Weighted average number of shares used as the denominator	10,000

Note 33 Income Tax expense

This note provides an analysis of the company's income tax expense, and how the tax expense is affected by non-assessable and non-deductible items. It also explains significant estimates made in relation to the Company's tax position.

(a) Income tax expense

(₹ in lakh)

Particulars	For the period from 08 June, 2023 to 31 March, 2024
<u>Current Tax</u>	
Current tax on profits for the year	-
<u>Deferred Tax expense</u>	
Origination and reversal of temporary differences	(0.19)
Total deferred tax expense /benefit	(0.19)
Income tax expense (A+B)	(0.19)

(b) Reconciliation of tax expense and the accounting profit multiplied by India's tax rate:

(₹ in lakh)

Particulars	For the period from 08 June, 2023 to 31 March, 2024
Profit before income tax expense including movement in Regulatory Deferral Account Balances	(0.76)
Tax at the Company's domestic tax rate of 25.168 %	(0.19)
Income tax expense	(0.19)

Note 34 Employee Benefits

The Company does not have any permanent employees. The personnel working for the company are from holding company on secondment basis and are working on time share basis. The employee cost (including retirement benefits such as Gratuity, leave encashment, post-retirement benefits etc.) in respect of personnel working for the company are paid by holding company. Since there are no employees in the company, the obligation as per Ind-AS 19 does not arise. Accordingly, no provision is considered necessary for any retirement benefit like gratuity, leave salary, pension etc., in the books of the company.

Note 35 a) Figures have been rounded off to nearest rupees in lakh up to two decimals.

As per our report of even date**For S.R. Agarwalla and Co.**

Chartered Accountants
Firm Regn. No. 000994C

Sanjeev Agrawal
Digitally signed by Sanjeev Agrawal
Date: 2024.05.17
18:24:24 +05'30'

CA Sanjeev Agrawal

Partner
Mem. No. 093278
Place: New Delhi
Date: 17 May, 2024

For and on behalf of Board of the Directors

ABHAY CHOUHARY
Digitally signed by ABHAY CHOUHARY
Date: 2024.05.17
16:44:14 +05'30'

Abhay Choudhary
Chairperson
DIN: 07388432
Place: Gurugram
Date: 17 May, 2024

BIRA KISHORE SAHOO
Digitally signed by BIRA KISHORE SAHOO
DN: cn=BIRA KISHORE SAHOO, o=KISHORE SAHOO, ou=KISHORE SAHOO, email=BIRA.KISHORE.SAHOO@KISHORESAHOO.COM, c=IN
Date: 2024.05.17 16:31:44+05'30'
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B. K. Sahoo
Director
DIN: 10371157
Place: Faridabad
Date: 17 May, 2024