Kanti Bijlee Utpadan Nigam Limited

CIN: U40102DL2006GOI153167
Regd. Office: NTPC Bhawan, SCOPE Complex, 7, Institutional Area, Lodi Road,
New Delhi-110 003
Tel. no.: 011-24360959 Fax: 011-24360241
Email: hopkbunl@ntpc.co.in Website: www.kbunl.co.in

NOTICE FOR COVNENING A MEETING OF THE UNSECURED CREDITORS OF KANTI BIJLEE UTPADAN NIGAM LIMITED (KBUNL) AS PER THE DIRECTION OF MINSITRY OF CORPORATE AFFAIRS

	MEETING
Day	**Tuesday**
Date	**19th April 2022**
Time	**12:00 Noon**
Mode of Meeting	**Video-Conferencing ("VC") / Other Audio-Visual Means ("OAVM")**

REMOTE E-VOTING	
Commencing on	**16th April 2022, 9:00 A.M. (IST)**
Ending on	**18th April 2022, 5:00 P.M. (IST)**

5.	**Annexure – 5** Financial Statements of Transferor Company No. 2 i.e. Kanti Bijlee Utpadan Nigam Limited for the period ended on 31st December, 2021 along with Limited Review Report	114
6.	**Annexure-6** Auditors Certificates of Transferee Company and Transferor Companies in conformity of accounting treatment in the Scheme with Accounting Standards	149

Sd/-
(Ashish Upadhyaya)
Chairperson appointed for the Meeting

DIN: 06855349
Date: 10th March 2022
Place: New Delhi

Form CAA2

[Pursuant to Section 230(3) and Rule 6 of the Companies (Compromises, Arrangements & Amalgamation) Rules, 2016]

BEFORE THE MINISTRY OF CORPORATE AFFAIRS, NEW DELHI
COMPANY APPLICATION NO. 24/1/2021-CL-III
AND

IN THE MATTER OF SECTIONS 230-232 OF THE COMPANIES ACT, 2013
AND

IN THE MATTER OF THE SCHEME OF AMALGAMATION BETWEEN NABINAGAR POWER GENERATING COMPANY LIMITED, KANTI BIJLEE UTPADAN NIGAM LIMITED AND NTPC LIMITED AND THEIR RESPECTIVE SHAREHOLDERS AND CREDITORS

Nabinagar Power Generating Company Limited
… Applicant Company No. 1/Transferor Company No. 1

AND

Kanti Bijlee Utpadan Nigam Limited
…Applicant Company No. 2 / Transferor Company No. 2

AND

NTPC LIMITED
…Applicant Company No. 3/ Transferee Company

NOTICE FOR CONVENING MEETING OF THE UNSECURED CREDITORS OF KANTI BIJLEE UTPADAN NIGAM LIMITED, THE TRANSFEROR COMPANY NO. 2

To,

The Unsecured Creditors of **KANTI BIJLEE UTPADAN NIAGM LIMITED** ("Applicant No. 2" / "Transferor Company No. 2") (whose debt is of a value more than Rs.50 Lakh as on 30th September 2020)

NOTICE is hereby given that by an order dated 28th January, 2022 in Company Scheme Application No. 24/1/2021-CL-III read with clarification dated 17th February 2022 ("**MCA Order**"), the Government of India, through the Ministry of Corporate Affairs ("**Learned Authority**") has directed *inter alia* to convene separate meetings of Equity Shareholders of NTPC Limited ("**Transferee Company**" / "**NTPC**") and its Unsecured Creditors whose debt is of value more than Rs.1 Crore as on 30th September 2020; and separate meetings of the Unsecured Creditors of Nabinagar Power Generating Company Limited ("**Transferor Company No. 1**" / "**NPGC**") and Kanti Bijlee Utpadan Nigam Limited ("**Transferor Company No. 2**" / "**KBUNL**") i.e., both the Transferor Companies whose debt is of value more than Rs.50 lakhs as on 30 September 2020, for the purpose of considering and if thought fit, approving with or without modification(s), the Scheme of amalgamation of Transferor Company No. 1 and Transferor Company No. 2 with the Transferee Company and their respective shareholders and creditors ("**Scheme**") under the provisions of section 230 to 232 and any other applicable provisions of the Companies Act, 2013 ("**Act**"). The Transferor Companies and the Transferee Company are hereinafter collectively also referred to as **'Applicant Companies'**. The Transferor Company No.1 and Transferor Company No. 2 are both wholly owned subsidiaries of the Transferee Company.

TAKE NOTICE THAT pursuant to the said MCA Order and as directed therein, the meeting of the Unsecured Creditors (whose debt is of a value more than Rs.50 Lakh as on 30th September, 2020) of the

Company ("Meeting") will be held through video conferencing ("VC") / other audio visual means ("OAVM"), on **Tuesday, 19th April 2022 at 12:00 Noon (IST)**, in compliance with the applicable provisions of the Companies Act, 2013 ("Act"), to consider, and if thought fit, pass, with or without modification(s), the following resolution for approval of the Scheme by requisite majority as prescribed under Section 230(1) and (6) read with Section 232(1) of the Act as amended:

"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and related circulars and notifications thereto as applicable under the Companies Act, 2013 (including any statutory modification or re-enactment or amendment thereof)and subject to the relevant provisions of any other applicable laws and the clauses of the Memorandum and Articles of Association of KBUNL and, subsequent approval of the Government of India, through the Ministry of Corporate Affairs ("Learned Authority") and subject to such other consents, approvals, permissions and sanctions being obtained from appropriate authorities to the extent applicable or necessary and subject to such conditions and modifications as may be prescribed or imposed by the Learned Authority or by any regulatory or other authorities, while granting such consents, approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), approval of the unsecured creditors be and is hereby accorded to the Scheme of amalgamation between Nabinagar Power Generating Company Limited ("Transferor Company No. 1"), Kanti Bijlee Utpadan Nigam Limited ("Transferor Company No. 2") and NTPC Limited ("Transferee Company"), and their respective members and creditors ("Scheme") as enclosed with the notice of the meeting of Unsecured Creditors.

RESOLVED FURTHER THAT any Director of the Transferor Company No.2, be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangements embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the MCA and/or any other authority(ies) while sanctioning the Scheme of Amalgamation or by any authority(ies) under law, or as may be required for the purpose of resolving any doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme of Amalgamation, as the Director may deem fit and proper without being required to seek any further approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution."

TAKE FURTHER NOTICE that in compliance with the MCA Order and the provisions of Section 230(4) read with Section 108 of the Act and the rules made thereunder; and Secretarial Standards – 2 issued by the Institute of Company Secretaries of India, the Transferor Company No. 2 has provided the facility of remote e-voting and e-voting during the meeting, and participation in the Meeting through VC/ OAVM, so as to enable the unsecure creditors to consider and approve the Scheme by way of the aforesaid resolution.

TAKE FURTHER NOTICE that Central Depository Services (India) Limited ("**CDSL**") shall be providing the facility of remote e-voting and e-voting during the Meeting, and participation in the Meeting through VC/ OAVM. Remote e-voting shall be open during the period commencing **on Saturday, 16th April 2022 at 9:00A.M. (IST) and ending on Monday, 18th April 2022 at 5:00 P.M. (IST)** (both days inclusive).

TAKE FURTHER NOTICE that in terms of the said MCA order, the voting rights of unsecured creditors shall be in proportion to the principal amount due to them as on 30th September 2020, being the cut-off date ("Cut-off Date"). The unsecured creditors are requested to read the instructions for remote e-voting and e-voting during the meeting as set out in the notes below carefully.

TAKE FURTHER NOTICE that since the physical attendance of unsecured creditors has been dispensed with in pursuance to MCA Order, there is no requirement of appointment of proxies. Accordingly, the facility for appointment of proxies by unsecured creditors will not be available for the Meeting and hence, the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 112 and 113 of the Companies Act, 2013 authorized representatives of the unsecured creditors may be appointed for the purpose of participation in the meeting through VC/ OAVM facility and e-voting during the Meeting provided an authority letter/ power of attorney by the Board of Directors or a certified copy of the resolution passed by its Board of Directors or other governing body authorizing such representative to attend and vote at the Meeting through VC/ OAVM on its behalf along with the attested specimen signature of the duly authorized signatory(ies) who are authorized to vote is emailed to the Scrutinizer at kaushal.acs@gmail.com with a copy marked to hopkbunl@ntpc.co.in before the commencement of the Meeting.

A copy of the Scheme, the Explanatory Statement under Sections 230, 232 and 102 of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, along with the enclosures as indicated in the Index, are enclosed herewith. A copy of this Notice and the accompanying documents will be placed on the website of the Company viz. www.kbunl.co.in and also on the e-voting website of CDSL at www.evotingindia.com.

Copies of this Notice which include Scheme and Explanatory Statement under Section 230, 232 and 102 of the Companies Act, 2013 can be obtained free of charge on any day (except Saturday & Sunday) from the Registered Office of the Transferor Company No.2 and/or from the office of the Advocate at DSK Legal, Max House, Level 5, Okhla Industrial Estate, Phase-3, New Delhi- 110020 during the business hours.

MCA has appointed Shri Ashish Upadhyaya, Additional Secretary & Financial Advisor, Ministry of Power to act as the Chairperson of the said Meeting including any adjournment(s) thereof.

The Scheme of Amalgamation and Arrangement, if approved at the Meeting, will be subject to the subsequent approval of the Learned Authority and any other approvals as may be required.

The voting results of the meeting shall be announced by the Chairperson within two working days of the conclusion of the Meeting upon receipt of Scrutinizer's report and the same shall be displayed on the website of the KBUNL at www.kbunl.co.in and on the website of CDSL at www.evotingindia.com, being the agency appointed by the Company to provide the voting facility to the unsecured creditors, as aforesaid, as well as on the notice board of the Company at its Registered Office.

In accordance with the provisions of Sections 230-232 of the Act, the Scheme shall be considered approved by the unsecured creditors only if the Scheme is approved by majority of persons representing three-fourth in value of the unsecured creditors, of the Transferor Company No. 2, voting during the meeting or by remote e-voting.

Sd/-
(Ashish Upadhyaya)
Chairperson appointed for the Meeting

DIN: 06855349
Date: 10th March 2022
Place: New Delhi

Registered Office:
NTPC Bhawan, SCOPE Complex, 7, Institutional Area, Lodhi Road, New Delhi 110003
Website www.kbunl.co.in
E-mail: hopkbunl@ntpc.co.in;
CIN: U40102DL2006GOI153167

Notes:

1. In view of the ongoing COVID-19 pandemic, MCA vide Order dated 28th January 2022 read with clarification dated 17th February, 2022 had permitted to convene the meeting of unsecured creditors through VC/ OAVM. Accordingly, this Meeting is being held through VC/ OAVM without physical presence of the Unsecured Creditors at a common venue, as per applicable procedures mentioned in the MCA Circulars, for the purpose of considering, and if thought fit, approving, the Scheme of Amalgamation and Arrangement under the provisions of sections 230 to 232 of the Companies Act, 2013 and rules made thereunder.

2. Explanatory Statement under sections 230, 232 and 102 of the Companies Act, 2013 read with the Companies (Compromise, Arrangements and Amalgamations) Rules, 2016 set out in the Notice is annexed hereto and forms part of the Notice.

3. Central Depository Services (India) Limited (CDSL) is appointed to provide the facility for convening the meeting through VC and to provide remote e-voting and e-voting facility during the meeting.

4. Unsecured Creditors will be able to attend the Meeting on **Tuesday, 19th April 2022 at 12:00 Noon (IST)** through VC/ OAVM by using their e-voting login credentials.

5. Voting rights shall be reckoned on the basis of the proportion of the principal amount due to Unsecured Creditors as on 30th September, 2020 being the cut-off date (“Cut-off Date”).

6. In compliance with the MCA Order, the attendance of the Unsecured Creditors participating through VC/ OAVM shall be counted for the purpose of reckoning the quorum.

7. In terms of the directions contained in the Order, “the quorum of the meeting shall be one third of share in value present in person or through proxy. In case the required quorum for the Meeting is not present at the commencement of the Meeting, then the Meeting shall be adjourned by half an hour (i.e., 30 minutes) and thereafter, the persons present shall be deemed to constitute the quorum, however, the requirement of Section 230(6) of the Act shall be complied with regard to the agreement to the scheme by majority of persons representing 75% in value.

8. Institutional/ Corporate Unsecured Creditors (i.e. other than individuals/HUF, NRI, etc) of Transferor Company No. 2 are entitled to appoint an authorized representative for the purpose of participating and /or e-voting during the Meeting held through VC. Further, such Institutional/ Corporate Unsecured Creditors (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned certified copy (.pdf file) of the relevant resolution/ authority letter / power of attorney together with attested specimen signature of the duly authorized representatives who are authorized to vote, to the Scrutinizer at kaushal.acs@gmail.com from their registered email address with a copy marked to hopkbunl@ntpc.co.in , no later than 48 hours before the scheduled time of the Meeting.

9. The authorized representative of the Unsecured Creditor (in case such Unsecured Creditor is a corporate member) should additionally e-mail copy of their valid and legible identity proof (.pdf file) issued by a statutory authority (i.e. PAN Card / Aadhaar Card / Passport / Driving License / Voter ID Card) to the Scrutinizer at kaushal.acs@gmail.com from their registered email address with a copy marked to hopkbunl@ntpc.co.in no later than 48 hours before the scheduled time of the meeting.

10. Shri Amit Kaushal from M/s A. Kaushal & Associate, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the votes cast through remote e-voting and e-voting during the Meeting.

11. The Scrutinizer's decision on the validity of Remote e-voting /e-voting during the meeting will be final. The Scrutinizer appointed for voting process will submit his report to the Chairman of the meeting upon completion of scrutiny, in a fair and transparent manner. The Chairperson shall announce the results of voting within 2 working days from the date of conclusion of the meeting and the results shall be placed on the website of Company, e-voting website of CDSL and at the Registered Office of the Company. The Resolution, if approved by the requisite majority, shall be deemed to have been passed on **19th April 2022**.

12. The relevant documents referred in the Notice and the Explanatory Statement are open for inspection by the Unsecured Creditors electronically up to the conclusion of the Meeting and physically at the Registered Office of the Company on all working days, except Saturdays and Sundays, between 11:00 A.M. IST and 1:00 P.M. IST up to one day before the date of the Meeting. Those Unsecured Creditors who wish to inspect such documents electronically may write an e-mail to hopkbunl@ntpc.co.in.

13. Unsecured Creditors who would like to express their views at the meeting may register themselves as a speaker by sending their request from their registered email-id mentioning their name, address and PAN at hopkbunl@ntpc.co.in by 12th April, 2022. The Unsecured Creditors who do not wish to speak during the meeting but have queries may send their queries from their registered email id mentioning their name, address and PAN at hopkbunl@ntpc.co.in. These queries will be replied by the Company suitably by email. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as may be appropriate for smooth conduct of the Meeting.

14. This Notice together with the documents accompanying the same including the explanatory statement and the scheme, is being sent to the Unsecured Creditors by electronic mode to those whose e-mail address are registered with the Company. However, in case a Unsecured Creditor wishes to receive a physical copy of the Notice, he/she is requested to send an e-mail from their registered email ID to hopkbunl@ntpc.co.in or may write a letter addressed to M/s DSK Legal, Max House, Level 5, Okhla Industrial Estate, Phase-3, New Delhi- 110020 or to the Company Secretary at the registered office by duly quoting his/her name, address and PAN.

15. In compliance with the MCA Order, the Notice is being sent to all the Unsecured Creditors of the Transferor Company No. 2 whose debt is of value more than Rs.50 lakh as on 30th September 2020, **i.e. cut-off date** for dispatch of Notice. This Notice of the Meeting is also displayed / posted on the website of the Company at www.kbunl.co.in and on the website of CDSL at www.evotingindia.com..

16. Unsecured creditor will be assigned a Unique ID number ("Unique ID/ User ID") and Password which will be communicated via e-mail along with this Notice at their registered e-mail address.

17. The Instructions to attend and vote electronically are as under: -

- Unsecured Creditors can join the Meeting in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting.
- Unsecured Creditors should log on to the e-voting website www.evotingindia.com by using **their e-voting login credentials**, to attend the Meeting on **Tuesday, 19th April 2022 at 12:00 Noon (IST)**and vote.
- Click on Shareholders/ Members.
- Enter your User ID.
- Next enter the Image Verification as displayed and Click on Login.
- Enter your password.
- After entering these details appropriately, click on "SUBMIT" tab.
- Select the EVSN of the Company as registered in the e-Voting system (www.evotingindia.com) on which you choose to vote.

- On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 022- 23058738 and 022- 23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai.

****

Enclosures: as above

EXPLANATORY STATEMENT UNDER SECTIONS 230 AND 232 READ WITH SECTION 102 AND OTHER APPLICABLE PROVISIONS OF THE COMPANIES ACT, 2013 ("ACT") AND RULE 6 OF THE COMPANIES (COMPROMISES, ARRANGEMENTS AND AMALGAMATIONS) RULES, 2016 TO THE NOTICE OF THE MEETING OF UNSECURED CREDITORS OF KANTI BIJLEE UTPADAN NIGAM LIMITED CONVENED PURSUANT TO ORDER OF THE HON'BLE MINISTRY OF CORPORATE AFFAIRS ("MCA") DATED JANUARY 28, 2022 ("MCA ORDER")

1. Meeting for approval of the Scheme of amalgamation:

This is a statement accompanying the Notice convening the meeting of unsecured creditors of Kanti Bijlee Utpadan Niagm Limited, for the purpose of their considering and if thought fit, approving, with or without modification(s), the proposed Scheme of Arrangement between NTPC Limited (**"NTPC" or "Transferee Company")** and Nabinagar Power Generating Company Limited **("NPGC" or "Transferor Company No. 1")**, Kanti Bijlee Utpadan Nigam Limited **("KBUNL" or "Transferor Company No. 2")** & their respective shareholders and creditors ("**Scheme**") under the provisions of Sections 230 to 232 of the Companies Act, 2013 ("**Act**").

The Scheme provides for merger of Transferor Company No. 1 and Transferor Company No. 2 with Transferee Company in accordance with Section 2(1B) of the Income Tax Act, 1961 ("**Amalgamation**") with effect from 1st April 2021 ("**Appointed Date**").

Pursuant to an Order dated 28th January 2022 **("Order")** passed by the Ministry of Corporate Affairs, New Delhi ("**MCA**"), in the Company Application No. 24/1/2021-CL-III **("Application")** read with clarification dated 17th February, 2022**,** separate meetings of NTPC's Equity Shareholders as also its Unsecured Creditors whose debt is of value more than Rs. 1 Crore as on 30th September 2020, and separate meetings of the Unsecured Creditors of Transferor Companies whose debt is of value more than Rs.50 Lakhs as on 30th September 2020 have been directed to be convened, for the purpose of considering and if thought fit, approving with or without modification(s), the arrangement embodied in the Scheme.

Accordingly, as directed therein, the meeting of the unsecured creditors of the Transferor Company No. 2 ("Meeting") will be held through video conferencing ("VC") / other audio visual means ("OAVM"), **on Tuesday, 19th April 2022 at 12:00 Noon (IST)**in compliance with the applicable provisions of the Act.

2. Rationale and Benefits of the Scheme:

The Scheme (enclosed as **Annexure-1**) *inter alia* provides for:

- transfer of the undertaking of the Transferor Companies into the Transferee Company;
- cancellation of the equity shares held by the Transferee Company and its nominees in the Transferor Companies on the Appointed Date;
- dissolution of the Transferor Companies without winding-up;
- amendment of Clause V of the memorandum of association of the Transferee Company in order to transfer the authorized share capital of the Transferor Companies to the Transferee Company and consequential increase in the authorized share capital of the Transferee Company;

The Transferor Companies are wholly owned subsidiaries of Transferee Company. The Transferor Companies and Transferee Company are in same line of business i.e., generation of electricity. The proposed amalgamation will provide several benefits including streamlined group structure by reducing the number of legal entities, reducing the multiplicity of legal and regulatory compliances, rationalizing costs. In addition to above, the proposed amalgamation will also have following benefits:

(a) Synergy of operation;
(b) Reduction in overhead expenditure;

(c) Effective Administrative & management control;
(d) Reduced cost of borrowing;
(e) Operational efficiencies;

3. Background of the Companies

3.1. Details of NTPC Limited (Transferee Company):

I. NTPC Limited is a Listed Government Company, incorporated on November 7, 1975 in accordance with the provisions of the Companies Act, 1956.
II. Corporate Identification Number (CIN): L40101DL1975GOI007966
III. Permanent Account Number (PAN): AAACN0255D
IV. Registered office of the Transferee Company is situated at NTPC Bhawan, SCOPE Complex, 7 Institutional Area, Lodi Road, New Delhi-110003
V. Email address: ntpccc@ntpc.co.in
VI. Stock Exchanges where securities of the NTPC are listed: The equity shares of the transferee company are listed on 1. National Stock Exchange of India Limited 2. BSE Limited
VII. Transferee Company is engaged in the business of generation and sale of electricity, coal mining, consultancy etc.
VIII. The main objects of the Transferee Company are:

Main objects to be pursued by the Company on its incorporation:

1 *To plan, promote and organise an integrated and efficient development of Thermal, Hydel, Nuclear power and power through Non-Conventional/Renewable Energy Sources including generation from municipal or other waste materials in India and abroad including planning, investigation, research, design and preparation of preliminary, feasibility and definite project reports, construction, generation, operation & maintenance, Renovation & Modernisation of power stations and projects, transmission, distribution, sale of power generated at Stations in India and abroad in accordance with the national economic policies and objectives laid down by the Central Government from time to time, the management of front and back-end of nuclear fuel cycle and ensure safe and efficient disposal of waste.*

2 *To coordinate the activities of its subsidiaries, to determine their economic and financial objective/targets and to review, control, guide and direct their performance with a view to secure optimum utilisation of all resources placed at their disposal.*

3. *To act as an agent of Government/Public Sector Financial Institutions, to exercise, all the rights and powers exercisable at any meeting of any company engaged in the planning, investigation, research, design and preparations of preliminary, feasibility and definite project reports, construction, generation, operation and maintenance, Renovation & Modernisation of power stations and projects, transmission, distribution and sale of power generated in respect of any share held by the Government, public financial institutions, nationalised banks, nationalised insurance companies with a view to secure the most effective utilisation of the financial investments and loans in such companies and the most efficient development of the concerned industries.*

4(a) *To carry on the business of purchasing, selling, importing, exporting, producing, trading, manufacturing or otherwise dealing in all aspects of planning, investigation, research, design and preparation of preliminary, feasibility and project reports, construction, generation, Operation & Maintenance, Renovation & Modernisation of Power Stations and Projects, Transmission, distribution, sale of Thermal, Hydro, Nuclear power and power generated through Non- Conventional Renewable Energy sources, power* *development Electric Mobility (e-mobility) including leasing, hypothecation, procurement of e-vehicles and batteries, installation, operation and maintenance of infrastructure for electric charging , battery swapping , usable water by conversion of waste water or sea water, value added products involving sand, silica, fly ash, residue from Flue Gas Desulphurization Unit etc. and also to undertake the business of other allied/ancillary industries including those for utilisation of steam generated at power stations, and other by-products and install, operate and manage all necessary plants, establishments and works.*

4(b) To carry on the business of prospecting, exploring, developing, drilling, refining, distilling, purifying, converting, blending, purchasing, receiving, importing, storing, manufacturing, producing, processing, crushing, screening, marketing, selling, exporting, distributing, trading, supplying, organising, exploiting, liquefaction, re-gasification, compression, beneficiation, fractionation, transporting by rail/ road, surface, sea and proving, and estimating the reserves of petroleum/hydrocarbons, gaseous and coal and other mineral resources and implementing programmes for the efficient development of and deal in all kinds of petroleum products/services, hydrocarbons by whatever name called, oil and other related liquid and gaseous substances and all other kinds/natures of fuels including but not limited to naphtha, natural gas (NG), compressed natural gas (CNG), liquefied natural gas (LNG), associated gaseous substances, syngas, orimulsion, coal-bed methane, lignite, coal, coke etc. in all its aspects and in all their respective branches for supply of fuels to NTPC stations and to other users/ buyers and also to undertake the business of other allied/ ancillary industries including those for utilisation of coal ash and other by-products/co-products from any of the products, which the company is authorised to deal in and to own, acquire by purchase, lease, licence, grant or otherwise, to set up, participate in setting up, install, operate and manage all necessary plants/facilities equipment, wells, platforms, derricks, rigs, warehouse, depots, ports, wharves, jetties, terminals, compressors, stations, coal and other mines washeries, vessels, ships, railway lines, tankers, trucks, wagons, pipelines, storage and infrastructure facilities, establishments and works in India and abroad including from the sea or ocean bed in national or international waters in relation to any or all of the above areas of business and to acquire and maintain drilling and mine rights, exploration and production rights, rights of ways and other rights/interests of all descriptions.

IX. Details of changes in objects of the Transferee Company in the last 5 (five) years are as under:

a. By way of Special Resolution dated 24.09.2020 passed in the Annual General Meeting, the words "*Including generation from municipal or other waste materials*" was inserted after '*power and source*' in Clause IIIA(1).

b. By way of Special Resolution dated 24.09.2020 passed in the Annual General Meeting, the words "*Electric Mobility (e-mobility) including leasing, hypothecation, procurement of e-vehicles and batteries, installation, operation and maintenance of infrastructure for electric charging, battery swapping, usable water by conversion of waste water or sea water, value added products involving sand, silica, fly ash, residue from Flue Gas Desulphurization Unit etc.*" were inserted after the words '*power development*' in Clause IIIA 4 (a).

c. In clause III(B), heading "*objects incidental or ancillary to the attainment of the main objects*" was substituted with new heading "*matters which are necessary for furtherance of the objects specified in clause iii (a)* are:-"

d. In clause III(C): Heading "*other objects*" was deleted and its contents were merged with Clause III B.

There is no change in name and registered office of Transferee Company in previous 5 years.

X. The Authorized, Issued, Subscribed and Paid-up Capital of the Transferee Company as on 31st December 2021 is as follows:

Authorised Share Capital	**Amount in Rs.**
10000000000 equity shares of Rs.10/- each	10000,00,00,000
Total	10000,00,00,000
B. Issued, Subscribed and Paid-up Share Capital	**Amount in Rs.**
9696666134 equity shares of Rs. 10/- each	9696,66,61,340
Total	9696,66,61,340

XI. The authorised share capital of the Transferee Company resulting from the amalgamation of the Transferor Companies with the Transferee Company shall be a sum of authorised share Capitals of both transferor Companies and transferee company.

XII. The details of the promoter (including promoter group) of Transferee Company as on 31st December 2021 are as follows:

Name of Promoter	**Address**
Government of India through Ministry of Power	Ministry of Power Shram Shakti Bhawan Rafi Marg, New Delhi

XIII. The details of the Directors and Key Managerial Personnel ('**KMP**') of the Transferee Company as on 31st December 2021 are as follows:

SL. NO.	NAME	DIN/ PAN	DESIGNATION	ADDRESS
(i)	Shri Gurdeep Singh	00307037	Chairman & Managing Director	A-5, Niti Bagh New Delhi- 110049
(ii)	Shri A.K. Gautam	08293632	Director (Finance) & CFO	A-15, Sector-53, Gautam Budh Nagar, Noida – 201301
(iii)	Shri Dillip Kumar Patel	08695490	Director (HR)	157, Madan Lal Block Asian Games Village Complex, Khelgaon New Delhi – 110049
(iv)	Shri Ramesh Babu V.	08736805	Director (Operations)	158/160, Madan Lal Block Asian Games Village Complex, Khelgaon New Delhi – 110049
(v)	Shri C.K. Mondol	08535016	Director (Commercial)	Flat No. 77, Vinayak Apartment, C-58/1, Near Minda Factory, Sector-62, Gautam Budh Nagar Noida – 201307

(vi)	Shri Ujjwal Kanti Bhattacharya	08734219	Director (Projects)	76, Vinayak Apartments, C-58/1, Sector-62, Noida – 201301
(vii)	Shri Vivek Kumar Dewangan	01377212	Govt. Nominee	D1/71, Amrita Shergil Marg, Near Khan Market, Rabindra Garden, Lodhi Road, New Delhi – 110003
(viii)	Shri Ashish Upadhyaya	06855349	Govt. Nominee	A-9, Tower-5, New Moti Bagh, New Delhi - 110023
(ix)	Shri Vivek Gupta	08794502	Independent Director	B-7, Saraswati Colony, Tonk Phatak, Gandhi Nagar, Jaipur, Rajasthan – 302015
(x)	Shri Vidyadhar Vaishampayan	02667949	Independent Director	A/1, Automatic CHS Ltd. Near Gurukul, Panchpakhadi, Naupada, Thane West, Maharashtra – 400602
(xi)	Shri Jitendra Jayantilal Tanna	09403346	Independent Director	Balvi Kunj, Bajarang Society Plot, Namdar-4, Veraval (Rural Area) (Part), Junagadh, Gujarat - 362265
(xii)	Smt. Sangitha Varier	09402812	Independent Director	19, K.R.K. Road, Krishnasamy Nagar, Ramanathapuram, Coimbatore, Tamil Nadu -641045
(xiii)	Ms. Nandini Sarkar	APMPS9197R	Company Secretary	708, Madhur Jeevan Apartment, Sector -10 Dwarka

XIV. As on the date of the Notice, there are no investigations or proceedings pending against the Transferee Company under the provisions of the Companies Act, 2013.

XV. Copy of the Standalone and Consolidated financial statement of the Company or Transferee Company as on 31st December 2021 along with Limited Review Report is enclosed herewith as **Annexure - 3**.

3.2. Details of Nabinagar Power Generating Company Limited (Transferor Company No. 1):

I. Nabinagar Power Generating Company Limited is an Unlisted Government Company, incorporated on 9th September, 2008 in accordance with the provisions of the Companies Act, 1956. Nabinagar Power Generating Company Limited is the wholly owned subsidiary of NTPC Limited.
II. Corporate Identification Number (CIN): U40104DL2008GOI183024
III. Permanent Account Number (PAN): AACCN9448C
IV. Registered office of the Transferor Company No. 1 is situated at NTPC Bhawan, Core 7, SCOPE Complex, Institutional Area, Lodi Road, New Delhi-110003
V. Email address: manishkumar08@ntpc.co.in
VI. **Transferor Company No. 1** was incorporated on September 09, 2008 under the provisions of the Companies Act, 1956 under the name "Nabinagar Power Generating Company Private Limited". The Transferor Company No. 1 was converted into a Public Limited Company on 17th February, 2019 and accordingly, word 'Private' was removed from the name of Transferor Company No. 1. There is no change in the registered office of the Transferor Company No. 1 in previous 5 years.

VII. Transferor Company No. 1 is engaged in the business of *generation and sale of electric power*.

VIII. The main objects of the Transferor Company No. 1 are:

1. *To undertake the establishment, operation & maintenance of a 3 x 660 MW coal based thermal power project at Nabinagar, in Aurangabad District, in the State of Bihar (hereinafter referred to as 'Project'), subject to establishment of techno-commercial viability, availability of land and water, tie-up for fuel, funding, off-take of power and necessary clearances/ State Govt. approvals and Power Purchase Agreement (PPA) in place;*

2. *To plan, promote and organize an integrated development of electric power in all its aspects including planning, investigation, design, research and preparation of preliminary, feasibility and detailed project reports, and take up necessary development, construction (including any consequential environmental protection, afforestation and rehabilitation works), erection and procurement for establishment of Power projects for generation of electricity by use of any type of fuel in any manner, distribution of all forms of electric power, operation and maintenance including renovation and modernisation of electric power stations of the Company and projects establishment of distribution systems and any matter connected with distribution and/or supply of electrical power generated at electric Power Stations;*

3. *To undertake, wherever necessary the construction of transmission lines and ancillary works for timely and coordinated exchange of electric power;*

4. *To carry on the business of purchasing, selling, importing, exporting, producing, trading, manufacturing or otherwise dealing in all aspects of electric Power and for that purpose to set up, operate and manage all necessary plants, establishments and works and other allied industries;*

5. *To coordinate the activities of its subsidiaries, to determine their economic and financial objectives/targets and to review, control, guide and direct their performance with a view to secure optimum utilization of all resources placed at their disposal;*

6. *To act as agent of NTPC or other Public or Private Sector Enterprises, Financial Institutions, Banks, Central Government and State Governments engaged in the planning and development of power for preparation of preliminary feasibility reports, project reports and appraisal report regarding generation, purchase, sale, trading, transmission and distribution of electricity and for taking up any such activity on their behalf which the company is empowered to undertake;*

7. *To supply electricity, on behalf of others including NTPC or such other body to different consumers, receive payments therefore for reimbursement to NTPC or such other bodies against agreed fees/consideration and to carry out all such activities as may be necessary for this purpose.*

IX. The Authorized, Issued, Subscribed and Paid-up Capital of the Transferor Company No. 1 as on 31st December 2021 is as follows:

Authorised Share Capital	**Amount in Rs.**
5000000000 equity shares of Rs.10/- each	5000,00,00,000
Total	5000,00,00,000
B. Issued, Subscribed and Paid-up Share Capital	**Amount in Rs.**
4787031750 equity shares of Rs.10/- each	4787,03,17,500*

Authorised Share Capital	Amount in Rs.
Total	4787,03,17,500

*paid-up share capital increased to Rs.4961,03,17,500/- on 27th January 2022.

X. On the scheme becoming effective, the authorized share capital of the Transferor Company No. 1 will be merged into and combined with the authorized share capital of Transferee Company.

XI. The details of the promoter (including promoter group) of Transferor Company No. 1 as on 31st December 2021 are as follows:

Name of Promoter	Address
NTPC Limited	NTPC Bhawan, Core 7, SCOPE Complex, Institutional Area, Lodi Road, New Delhi-110003

XII. The details of the Directors and Key Managerial Personnel ('KMP') of the Transferor Company No.1 as on 31st December 2021 are as follows:

SL. NO.	NAME	DIN/PAN	DESIGNATION	ADDRESS
(i)	Shri Ramesh Babu V.	08736805	Part-time Chairman	158/160, Madan Lal Block, Asian Games Village, Khelgaon Andrewsganj, South Delhi-110049
(ii)	Shri V. Sudharshanbabu*	09422920	Director	CGM Bunglow, Deepanjalinagar, Paravada Mandalam, Cheepurupalle, Visakhapatnam, Andhra Pradesh 531020
(iii)	Shri Partha Mazumder	07049306	Director	Flat-1204, Block-A, Krishna apra gardens near shipra mall, Indirapuram, Ghaziabad Uttar Pradesh 201010
(iv)	Ms. Alka Saigal	08204792	Director	C-31/A, Sector 39, Noida Gautam Budh Nagar, Uttar Pradesh 201303
(v)	Shri Vijai Singh**	AREPS9281J	Chief Executive Officer (CEO)	H.NO.4/22D, Gali no.9 Saket block, Mandawali, Sakarpur, Delhi 110092
(vi)	Shri Paras Mani	AGNPM7081L	Chief Financial Officer (CFO)	2/97, Vikrant Khand, Gomti Nagar, Lucknow, Uttar Pradesh 226010
(vii)	Shri Manish Kumar	APKPK8078F	Company Secretary	C-327, Sector P-3 Greater Noida, Uttar Pradesh - 201306

*ceased to be Director w.e.f. 9th February 2022. **ceased to be CEO w.e.f. 18th January 2022

XIII. As on the date of the Notice, there are no investigations or proceedings pending against the Transferor Company No.1 under the provisions of the Companies Act, 2013.

XIV. Copy of the financial statement of the Company or Transferor Company No. 1 as on 31st December 2021 along with Limited Review Report is enclosed herewith as **Annexure -4.**

3.3. Details of Kanti Bijlee Utpadan Nigam Limited (Transferor Company No. 2):

I. Kanti Bijlee Utpadan Nigam Limited is an Unlisted Government Company, incorporated on 6th September, 2006 in accordance with the provisions of the Companies Act, 1956. Kanti Bijlee Utpadan Nigam Limited is the wholly owned subsidiary of NTPC Limited.
II. Corporate Identification Number (CIN): U40102DL2006GOI153167
III. Permanent Account Number (PAN): AACCV4323J
IV. Registered office of the Transferor Company No. 2 is situated at NTPC Bhawan, Core 7, SCOPE Complex, Institutional Area, Lodi Road, New Delhi-110003
V. Email address: hopkbunl@ntpc.co.in
VI. Transferor Company No. 2 is engaged in the business of generation and sale of electricity.
VII. The main objects of the Transferor Company No. 2 are:

1. *To take over the assets and business of Muzaffarpur Thermal Power Station Kanti (M.T.P.S.);*

2. *To acquire, establish, operate and maintain generating stations and tie-lines, sub-stations and main transmission lines connected therewith and supply power, operate and maintain such generating stations, tie-lines, sub-stations and main transmission lines and to undertake, wherever necessary the construction of transmission lines and ancillary works for timely and coordinated exchange of electric power;*

3. *To carry on all or any of the business of generation, co- generation, supply, distribution, transmission, transformation, conversion, production, manufacture processing, accumulation, development, receiving, production, improving buying, selling. re-selling, acquiring, using, re-using, importing, exporting or in any manner dealing in gas, steam, any product or products derived from or connected with any other form of energy including without limitation, heat, solar, wind, geo-thermal and biological or any other source of energy developed or invented in future or otherwise deal in electric power or any product or products derived from or connected with electrical power/ electricity;*

4. *To act as agent of NTPC or other Public or Private Sector Enterprises, Financial Institutions, Banks, Central Government and State Governments engaged in the planning and development of power for preparation of preliminary feasibility reports, project reports and appraisal report regarding generation, purchase, sale, trading, transmission and distribution of electricity and for taking up any such activity on their behalf which the company is empowered to undertake;*

5. *To undertake for and on behalf of others the construction, erection, operation, maintenance, management of electric power stations for the purposes of generation, trading and distribution of electricity and associated sub-stations and equipments, apparatus cables and wires; and*

6. *To act as civil engineers, electrical engineers mechanical engineers, advisors, consultant, contractors, suppliers of electricity, electronics and communication system for the purpose of generation of power or otherwise and manufacturers of and dealers in apparatus and things required for use in connection with the generation, transmission distribution, sub-transmission and supply of power.*

VIII. There is no change in name, object clause or registered office of Transferor Company No. 2 during the last 5 years.

IX. The Authorized, Issued, Subscribed and Paid-up Capital of the Transferor Company No. 2 as on 31st December 2021 is as follows:

A. Authorised Share Capital	Amount in Rs.
2000000000 equity shares of Rs.10/- each	2000,00,00,000
Total	2000,00,00,000
B. Issued, Subscribed and Paid-up Share Capital	**Amount in Rs.**
1670673705 equity shares of Rs.10/- each	1670,67,37,050
Total	1670,67,37,050

X. On the scheme becoming effective, the authorized share capital of the Transferor Company No. 2 will be merged into and combined with the authorized share capital of Transferee Company.

XI. The details of the promoter (including promoter group) of Transferor Company No. 2 as on 31st December 2021 is as follows:

Name of Promoter	Address
NTPC Limited	NTPC Bhawan, Core 7, SCOPE Complex, Institutional Area, Lodi Road, New Delhi-110003

XII. The details of the Directors and Key Managerial Personnel ('KMP') of the Transferor Company No. 2 as on 31st December 2021 are as follows:

SL. NO.	NAME	DIN/PAN	DESIGNATION	ADDRESS
(i)	Shri Ramesh Babu V.	08736805	Part-time Chairman	158/160, Madan Lal Block, Asian Games Village, Khelgaon Andrewsganj, South Delhi-110049
(ii)	Shri V. Sudharshanbabu*	09422920	Director	CGM Bunglow, Deepanjalinagar, Paravada Mandalam, Cheepurupalle, Visakhapatnam, Andhra Pradesh 531020
(iii)	Shri Ajay Dua	08084037	Director	Flat No. C-401, Ishwar Apartments, Plot no. 4, Sector-12, Dwarka, South West Delhi, Delhi-110078
(iv)	Smt. Shoba Pattabhiraman	08600761	Director	Flat No. 67, NTPC Shaurya, Sector-33, Noida Uttar Pradesh- 201301
(v)	Shri Ajai Kumar Tandon	ACGPT7889N	Chief Executive Officer	House No. 2, Shivaji Enclave, Indira Nagar, Sect-C, Behind Shivaji Market, Lucknow, Uttar Pradesh 226016
(vi)	Shri Ranjeet Bhattacharya	AIEPB6026B	Chief Financial Officer	D-5/5, KBUNL Colony, VPO Kanti Thermal, Kanti, Muzaffarpur 843130
(vii)	Ms. Priyanka Sethi	FQKPS8293A	Company Secretary	10/137, Geeta Colony, Delhi 110003

*ceased to be Director w.e.f. 9th February 2022.

XIII. As on the date of the Notice, there are no investigations or proceedings pending against the Transferor Company No. 2 under the provisions of the Act.

XIV. Copy of the financial statement of the Company or Transferor Company No. 2 as on 31st December 2021 along with Limited Review Report is enclosed herewith as **Annexure-5.**

4. Salient features of the Scheme:

The Scheme *inter alia* provides for:

- "Appointed Date" means [1st April 2021], or such other date as may be proposed and approved by the MCA
- "Effective Date": means the date on which the certified copies of the Order(s) of the MCA, vesting the assets, properties, liabilities, rights, duties, obligation, and the likes thereof, of the Transferor Companies, in the Transferee Company are filed with the Registrar of Companies, after obtaining the necessary consents, approvals, permission, resolutions, agreement, sanction and order in this regards.
- The Scheme provides for amalgamation of Transferor Company No. 1 and Transferor Company No. 2 with the Transferee Company; and transfer of the undertaking of the Transferor Companies into the Transferee Company;
- The Transferor Companies are wholly owned subsidiaries of the Transferee Company and, therefore, there shall be no issue of shares as consideration for the amalgamation of the Transferor Companies with the Transferee Company;
- cancellation of the equity shares held by the Transferee Company and its nominees in the Transferor Companies on the Appointed Date;
- dissolution of the Transferor Companies without winding-up;
- amendment of Clause V of the memorandum of association of the Transferee Company i.e., Change in Authorised share capital of the Transferee Company by transfer of the authorized share capital of the Transferor Companies to the Transferee Company and consequential increase in the authorized share capital of the Transferee Company;

5. **Relationship subsisting between Parties to the Scheme**:

The Transferor Companies are wholly owned subsidiaries of the Transferee Company.

6. Board approvals:

a. The Board of Directors of the Transferee Company at its Meeting held on 9th November 2019 unanimously approved the Scheme, as detailed below:

Sl. No.	Name of Director/ KMP	Voted in favour/ Against/ not participated
1.	Shri Gurdeep Singh	Voted in favour
2.	Shri A.K. Gautam	Voted in favour
3.	Shri S.Roy	Voted in favour
4.	Shri A.K.Gupta	Voted in favour
5.	Shri S.K.Roy	Voted in favour
6.	Shri Prakash Tiwari	Voted in favour
7.	Shri Vivek Kumar Dewangan	Voted in favour
8.	Dr. Gauri Trivedi	Voted in favour
9.	Shri M.P.Singh	Voted in favour
10.	Shri P.K.Deb	Voted in favour
11.	Shri Shashi Shekhar	Voted in favour
12.	Shri Vinod Kumar	Voted in favour
13.	Shri Subhash Joshi	Voted in favour
14.	Dr. K.P.K.Pillay	Voted in favour
15.	Dr. Bhim Singh	Not Present

b. The Board of Directors of the Transferor Company No. 1 at its Meeting held on 6th December 2019 unanimously approved the Scheme, as detailed below:

S.No.	Name of Director/ KMP	Voted in favour/ Against/ not participated
1.	Shri A.K. Gupta	Voted in favour
2.	Shri C.V.Anand	Voted in favour
3.	Shri S. Narendra	Voted in favour
4.	Smt. Alka Saigal	Voted in favour

c. The Board of Directors of the Transferor Company No. 2 at its Meeting held on 15th January 2020 unanimously approved the Scheme, as detailed below:

S.No.	Name of Director/ KMP	Voted in favour/ Against/ not participated
1.	Shri Prakash Tiwari	Voted in favour
2.	Shri S.Narendra	Voted in favour
3.	Smt. Shoba Pattabhiraman	Voted in favour
4.	Shri Ajay Dua	Not Present

7. Interest of Directors, Key Managerial Personnel and their relatives

a. The shareholding of the present directors and Key Managerial Personnel (‘**KMP**’) of the Transferee Company, either individually or jointly, as a first holder or as a nominee as on 31st December 2021 is as under:

S.No.	Name of Director/ KMP	No. of Shares held in		
		NTPC Limited	NPGCL	KBUNL
1	Shri Gurdeep Singh	5828	NIL	NIL
2.	Shri A.K. Gautam	12370	1	NIL
3.	Shri Dillip Kumar Patel	NIL	NIL	NIL
4.	Shri Ramesh Babu V.	3240	1	100
5.	Shri C.K. Mondol	NIL	NIL	NIL
6.	Shri Ujjwal Kanti Bhattacharya	6508	NIL	NIL
7.	Shri Vivek Kumar Dewangan	NIL	NIL	NIL
8.	Shri Ashish Upadhyaya	NIL	NIL	NIL
9.	Shri Vivek Gupta	NIL	NIL	NIL
10	Shri Vidyadhar Vaishampayan	NIL	NIL	NIL
11.	Shri Jitendra Jayantilal Tanna	NIL	NIL	NIL
12.	Smt. Sangitha Varier	NIL	NIL	NIL
13.	Ms. Nandini Sarkar	3034	1	100

b. The shareholding of the present directors and KMP of the **Transferor Company No. 1**, either individually or jointly, as a first holder or as a nominee as on 31st December 2021 is as under:

S.No.	Name of Director/ KMP	No. of Shares held in		
		NTPC Limited	NPGCL	KBUNL
1	Shri Ramesh Babu V.	3240	1	100
2.	Shri V Sudharshanbabu *	7810	1	100
3.	Shri Partha Mazumder	1	1	NIL
4.	Ms. Alka Saigal	5070	NIL	NIL

5.	Shri Vijai Singh	4626	NIL	NIL
6.	Shri Paras Mani	NIL	NIL	NIL
7.	Shri Manish Kumar	30	NIL	NIL

* ceased to be shareholder of Transferor Company 1 & 2 w.e.f. 9th February 2022.

c. The shareholding of the present directors and KMP of the **Transferor Company No. 2**, either individually or jointly, as a first holder or as a nominee as on 31st December 2021 is as under:

S.No.	Name of Director/ KMP	No. of Shares held in		
		NTPC Limited	NPGCL	KBUNL
1	Shri Ramesh Babu V.	3240	1	100
2.	Shri V Sudharshanbabu *	7810	1	100
3.	Shri Ajay Dua	201	NIL	100
4.	Ms. Shoba Pattabhiraman	1121	NIL	100
5.	Shri A.K. Tandon	NIL	NIL	NIL
6.	Shri Ranjeet Bhattacharya	201	NIL	NIL
7.	Ms. Priyanka Sethi	NIL	NIL	NIL

* ceased to be shareholder of Transferor Company 1 & 2 w.e.f. 9th February 2022.

Save as aforesaid, none of the Directors and KMPs of the said companies and their relatives have any concern or interest in the Scheme.

8. Effect of Scheme on stakeholders:

The effect of the Scheme on various stakeholders is summarized below:

(a) Effect on interest of Directors, Promoters, Non-Promoters and KMPs : - There is no effect of the Scheme on the Directors and KMPs of the Transferee Company except to the extent that Shri Ramesh Babu V, Director (Operations), currently holding directorship in all three Applicant Companies, shall cease to be Director in Transferor Company No. 1 & Transferor Company No. 2, as a natural consequence of their merger into the Transferee Company. Pursuant to the Scheme, the Transferor Companies will be dissolved without winding up. As per the Article of Association of Transferor Companies, the directors and KMP of Transferor Companies are nominated by NTPC Limited. On account of the merger of Transferor Companies into NTPC Limited, all KMPs in Transferor Companies, posted on secondment basis by the Transferee Company shall revert back to their respective cadre in NTPC Limited after amalgamation. Resultantly, the Directors, KMPs holding equity shares as well as all the shareholders in Transferor Company No. 1 & Transferor Company No. 2 will also cease to be shareholders. There is no adverse impact of the scheme on the interest of Promoters & Non-promoters of Transferee Company.

(b) Effect on creditors: The creditors of the Transferee Company will continue to be creditors of the Company on the same terms and conditions, post the Scheme becoming effective. Further, all creditors of the Transferor Companies will become creditors of the Transferee Company, on the same terms and conditions as were applicable to the Transferor Companies, post the Scheme becoming effective.

(c) Effect on equity shareholders: Since, Transferor Companies are the wholly owned subsidiary of NTPC Limited (Transferee Company), upon the scheme coming into effect, all the equity shares of Transferor Companies and the corresponding share certificate held by the Transferee Company (either directly or through nominees) will automatically stand cancelled.

(d) Effect on employees: Employees engaged in the Transferee Company will continue to be employees of the Transferee Company, on the same terms and conditions as before. Further, all employees of the Transferor Companies shall become employees of the Transferee Company, without any interruption in service, on terms and conditions not less favourable than those on which they are engaged by the Transferor Companies.

(e) Effect on Debenture holders and Debenture Trustees: Debenture holders & trustees of the Transferee Company will continue to be debenture holders and debenture trustees of the Transferee Company, respectively, on the same terms and conditions, post the Scheme becoming effective. There are no Debenture holders or trustee in Transferor Companies.

(f) Effect on Deposit Holders and Deposit Trustees: The proposed scheme does not contain any arrangement with deposit holders of transferee company. There are no deposit holders in Transferor Companies.

There will be no adverse effect on account of the Scheme on the aforesaid stakeholders. The Scheme is proposed to the advantage of all concerned, including the said stakeholders. Further, the report under Section 232(2)(c) of the Companies Act 2013 in respect applicant Companies are enclosed as **Annexure-2**.

9. Amounts due to Unsecured creditors:

Pursuant to an Order dated 28th January 2022 passed by the MCA separate meetings of NTPC's Equity Shareholders and Unsecured Creditors whose debt is of value more than Rs. 1 Crore as on 30th September 2020, and separate meetings of the Unsecured Creditors of Transferor Companies, whose debt is of value more than Rs.50 lakh as on 30th September 2020 have been directed to be convened, for the purpose of considering and if thought fit, approving with or without modification(s), the arrangement embodied in the Scheme. The details of unsecured creditors are as under:

- As on 30th September 2020, the Transferor Company No. 1 has 687 unsecured creditors representing a total outstanding unsecured debt of Rs. 11,491,733,201/-.
- As on 30th September 2020, the Transferor Company No. 2 has 504 unsecured creditors representing a total outstanding unsecured debt of Rs. 7,883,853,577/-.
- As on 30th September 2020, the Transferee Company has a total of 19,929 unsecured creditors including a debenture trustee representing a total outstanding unsecured debt of Rs. 1,603,292,208,595/-.

The Scheme embodies the arrangement between the Transferee Company, the Transferor Companies and its shareholders. There shall be no change in value or terms & conditions applicable on unsecured creditors of applicant companies. Further, there shall not be or any compromise or arrangement under the Scheme with any of the creditors of the Company and the Transferor Companies. The Scheme does not involve any debt restructuring and therefore, the requirement to disclose details of debt restructuring is not applicable.

10. No Valuation Report and Fairness Opinion

Pursuant to the Scheme, the Transferor Companies shall be amalgamated with the Transferee Company. As the Transferor Companies are wholly owned subsidiaries of the Transferee Company, no shares shall be issued by the Transferee Company as consideration for the proposed Scheme and there will be no change in the shareholding pattern of the Transferee Company.

Further, no assets/shares of any of the parties to the Scheme are required to be valued, in relation to the Scheme. Moreover, the Scheme does not fall within the ambit of any of the conditions mentioned in Para I(A)(4)(c) of Annexure-I of the SEBI Circular CFD/DIL3/CIR/2017/21 dated 10th March, 2017 ('**SEBI Scheme Circular'**) and is exempted from the requirement for obtaining a valuation report.

As valuation report is not applicable to the Scheme, there is no requirement for obtaining fairness opinion.

11. Shareholding pattern

a. Transferee Company:

The pre - Scheme shareholding pattern of the Transferee Company as on 31st December 2021 is as follows:

		Fully Paid-up Shares	
S.No	**Category of Shareholder(s)**	**No. of shares**	**% holding**
(A)	Promoters & Promoter Group		
1	Indian		
(a)	Individuals / Hindu Undivided Family	0	0
(b)	Central Government	4955346251	51.10
(c)	State Government(s)	0	0.00
(d)	Bodies Corporate	0	0.00
(e)	Financial Institutions / Banks	0	0.00
(f)	Any Other (Trust)	0	0.00
Sub-Total (A)(1)		4955346251	51.10
2	Foreign		
(a)	Individuals Non-Resident Individuals	0	0.00
(b)	Other Individuals	0	0.00
(c)	Bodies Corporate	0	0.00
(d)	Banks / FI	0	0.00
(e)	Qualified Foreign Investor	0	0.00
(f)	Any Other (specify)	0	0.00
Sub-Total (A)(2)		0	0.00
Total Shareholding of Promoter and Promoter Group (A) = (A)(1)+(A)(2)		4955346251	51.10
(B)	Public Shareholding		
1	Institutions		
(a)	Mutual Funds	1721390572	17.75
(b)	Financial Institutions / Banks	43756075	0.45
(c)	Central Government	16381721	0.17
(d)	State Government(s)	3000	0.00
(e)	Venture Capital Funds	0	0.00
(f)	Insurance Companies	1230284203	12.69
(g)	Foreign Institutional Investors	1409607424	14.54
(h)	Foreign Venture Capital Investors	0	0.00
(i)	Any Other (specify)		
	1. Qualified Foreign Investor	0	0.00
	2. Foreign Institutional Investors – DR	0	0.00

	3. Foreign Bodies – DR	0	0.00
	4. Foreign Portfolio Investments – Individual	0	0.00
	5. Foreign National- DR	0	0.00
	6. Alternate Investment Funds	1918469	0.02
	7. Foreign National	0	0.00
	8. UTI	0	0.00
Sub-Total (B)(1)		4423341464	45.62
2	Non-Institutions		
(a)	Bodies Corporate	18382401	0.19
1	Indian	18379401	0.19
2	Overseas	3000	0.00
(b)	Individuals -	206124874	2.13
1	Individual shareholders holding nominal share capital up to ₹2 lakh	180309471	1.86
2	Individual shareholders holding nominal share capital in excess of ₹2 lakh	25815403	0.27
(c)	Any Other	93471144	0.96
1	Trusts	1128450	0.01
2	IEPF Account	1102438	0.01
3	HUF	6683242	0.07
4	Clearing Member/Clearing House	11651714	0.12
5	LLP/LLP-DR	0	0.00
6	NRI - With and without Repatriation	7484211	0.08
(d)	QIB	65421089	0.67
Sub-Total (B)(2)		317978419	3.28
Total Public Shareholding (B) = (B)(1)+(B)(2)		4741319883	48.90
C	Shares held by Custodians and against which Depository Receipts have been issued	0	0.00
GRAND TOTAL (A)+(B)+(C)		9696666134	100.00

There will be no change in shareholding pattern of the Transferee Company consequent upon implementation of Scheme.

b. Transferor Company No. 1:

The pre-Scheme shareholding pattern of the Transferor Company No. 1 as on 31st December 2021 is as follows:

S. No.	Name of Shareholder	No. of shares
1.	NTPC Limited	4,787,031,743
2.	Shri Ramesh Babu (Nominee of NTPC Ltd.)	1
3.	Shri A.K. Gautam (Nominee of NTPC Ltd.)	1
4.	Shri V. Sudharshanbabu (Nominee of NTPC Ltd.)*	1
5.	Shri Partha Mazumder (Nominee of NTPC Ltd.)	1
6.	Shri Aditya Dar (Nominee of NTPC Ltd.)	1
7.	Ms. Nandini Sarkar (Nominee of NTPC Ltd.)	1

8.	Ms. Renu Narang (Nominee of NTPC Ltd.)	1

*ceased to be shareholder w.e.f. 9th February 2022.

Post scheme shareholding pattern of Transferor Company No. 1: The entire share capital of the Transferor Company No. 1 is held by the Transferee Company (including its nominees) directly. Therefore, all the equity shares of Transferor Company No. 1, and the corresponding share certificate held by the Transferee Company (either directly or through nominees) will automatically stand cancelled.

c. Transferor Company No. 2:

The pre-Scheme shareholding pattern of the Transferor Company No. 2 as on 31st December 2021 are as follows:

S.No.	Name of Shareholder	No. of shares
1.	NTPC Limited	1,670,673,105
2.	Shri Ramesh Babu V. (Nominee of NTPC Ltd.)	100
3.	Ms. Nandini Sarkar (Nominee of NTPC Ltd.)	100
4.	Shri Ajay Dua (Nominee of NTPC Ltd.)	100
5.	Shri V. Sudharshanbabu (Nominee of NTPC Ltd.)*	100
6.	Smt. Shoba Pattabhiraman (Nominee of NTPC Ltd.)	100
7.	Ms. Renu Narang (Nominee of NTPC Ltd.)	100

*ceased to be shareholder w.e.f. 9th February 2022.

Post scheme shareholding pattern of Transferor Company No. 2: The entire share capital of the Transferor Company No. 2 is held by the Transferee Company (including its nominees) directly. Therefore, all the equity shares of Transferor Company No. 2, and the corresponding share certificate held by the Transferee Company (either directly or through nominees) will automatically stand cancelled.

12. Auditors Certificates of conformity of accounting treatment in the Scheme with Accounting Standards:

The Auditor of the Transferee Company has confirmed that the accounting treatment in the said Scheme is in conformity with the accounting standards prescribed under Section 133 of the Companies Act, 2013. M/s S. K. Mehta & Co., the statutory auditor of the Transferee Company has issued a certificate dated 21st January 2021 in terms of the proviso to Section 230(7)/ 232(3) of the Act, certifying that the accounting treatment provided for in the Scheme is in conformity with the accounting standards specified under Section 133 of the Act.

M/s VPGS & Co. and M/s A. R. Surekha & Co., the statutory auditors of the Transferor Company No. 1 and Transferor Company No. 2, respectively have issued certificates dated 25th January 2021 in terms of the proviso to Section 230(7)/ 232(3) of the Act, certifying that the accounting treatment provided for in the Scheme is in conformity with the accounting standards specified under Section 133 of the Act.

Copies of Auditors certificate are enclosed as **Annexure-6.**

13. Approvals and intimations in relation to the Scheme:

Since the equity shares of the Transferee Company are listed on the National Stock Exchange of India Limited and the BSE Limited, therefore, pursuant to Regulation 37(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI circular no. CFD/DIL3/CIR/2017/21 dated 10th March, 2017 , as amended vide SEBI circular dated 3rd January, 2018, the requirement of obtaining prior approval or no objection / observation letter of the stock exchanges and SEBI in case of merger of wholly owned subsidiary with its holding company has been relaxed. The Transferee Company has made relevant disclosures in relation to the Scheme with the NSE and BSE.

14. Other necessary Information pertaining to the Scheme:

a. The Transferor Companies and the Transferee Company shall make a joint application before the MCA for the sanction of the Scheme under Sections 230- 232 and other applicable provisions of the Companies Act, 2013.
b. There is no winding up proceedings admitted against the Transferee Company as of date.
c. A copy of the Scheme shall be filed by the Applicant Companies with the Registrar of Companies, National Capital Territory of Delhi and Haryana.
d. The Transferee Company and the Transferor Companies are required to seek approvals / sanctions / no-objections from certain regulatory and governmental authorities for the Scheme such as inter alia the Registrar of Companies, Regional Director, Official Liquidator and SEBI and will obtain the same at the relevant time.
e. In the event that the Scheme is withdrawn in accordance with its terms, the Scheme shall stand revoked, cancelled and be of no effect and null and void.

15. Inspection of Documents

In addition to the documents annexed hereto, the copy of the following documents will be available for inspection on working days at the registered office upto the date of the meeting of Creditors during the business hours of the Transferor Company No. 2:

(i) Copy of the order dated 28th January 2022 passed by Ministry of Corporate Affairs along with clarification dated 17th February 2022;
(ii) Memorandum and Articles of Association of the Transferee Company, Transferor Company No. 1 and Transferor Company No. 2;
(iii) Audited Financial Statements of the Transferee Company (Standalone & Consolidated), Transferor Company No. 1 and Transferor Company No.2 for the financial year 2019-20 & 2020-21; unaudited Financial statement of the Transferor & transferee company for the period ended on 31st December 2021.
(iv) Copy of the Scheme;
(v) Certificates of the Auditors of the Transferor Company 2 confirming the accounting treatment under the Scheme.
(vi) A copy of the Application along with annexures filed before the MCA;

Dated this 10th day of March 2022

Sd/-
(Ashish Upadhyaya)
Chairperson appointed for the Meeting

DIN: 06855349
Place: New Delhi

Registered Office:
NTPC Bhawan, SCOPE Complex, 7, Institutional Area, Lodhi Road, New Delhi 110003
Website www.kbunl.co.in;
Email: hopkbunl@ntpc.co.in;
CIN: U40102DL2006GOI153167

SCHEME OF AMALGAMATION
UNDER SECTIONS 230-232 OF THE COMPANIES ACT, 2013

BETWEEN

NABINAGAR POWER GENERATING COMPANY LIMITED ("NPGC")

("Transferor Company 1")

AND

KANTI BIJLEE UTPADAN NIGAM LIMITED ("KBUNL")

("Transferor Company 2")

AND

NTPC LIMITED ("NTPC")

("Transferee Company")

1. INTRODUCTION

1.1. This Scheme (*defined hereinafter*) is presented under the provisions of Sections 230-232 of the Companies Act, 2013 read with relevant Rules of the Companies (Compromises, Arrangements & Amalgamations) Rules, 2016 for amalgamation of wholly owned subsidiaries namely: (a) Nabinagar Power Generating Company Limited ("**Transferor Company 1**"); and (b) Kanti Bijlee Utpadan Nagam Limited ("**Transferor Company 2**") (collectively "**Transferor Companies**") with NTPC Limited ("**Transferee Company**").

1.2. The Transferor Companies are wholly owned subsidiary of Transferee Company hence, in consideration thereof, the Transferee Company will not issue any shares under the scheme of Arrangement pursuant to the amalgamation of the Transferor Companies with the Transferee Company. The existing holding of Transferee Company in Transferor Company gets cancel pursuant to the scheme of amalgamation.

1.3. In addition, this Scheme also provides for various others matter consequential or otherwise integrally connected herewith.

1.4. The amalgamation of the Transferor Companies with the Transferee Company, pursuant to and in accordance with this Scheme, under Sections 230-232 and other relevant provisions of the Companies Act, 2013, shall take place with effect from the Appointed Date (*defined hereinafter*) and shall be in compliance with Section 2(1B) of the Income Tax Act, 1961.

2. DEFINITIONS

2.1. In the Scheme, unless contrary to the meaning or context thereof, (a) terms defined in the introductory paragraphs and recitals shall have the same meanings throughout this Scheme; and (b) the following words and expressions, wherever used (including in the recitals and introductory paragraphs above), shall have the following meaning:

"**Act**" means the Companies Act, 2013;

"**Appointed Date**" means [1st April 2021], or such other date as may be proposed and approved by the MCA;

"**Effective Date**" means the date on which the certified copies of the Order(s) of the MCA, vesting the assets, properties, liabilities, rights, duties, obligation, and the likes thereof, of the Transferor Companies, in the Transferee Company are filed with the Registrar of Companies, after obtaining the necessary consents, approvals, permission, resolutions, agreement, sanction and order in this regards. References in this Scheme to 'Scheme becoming effective' or 'date of coming into effect of the Scheme' or 'effectiveness of the Scheme' shall mean the Effective Date;

"**Government Company**" has the meaning ascribed to such term in the Companies Act, 2013;

"**Listing Regulations**" means SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and includes any amendments, modification or any enactment thereof;

"**MCA Notification**" means Ministry of Corporate Affairs Notification No. G.S.R. 582 (E), Dated 13th June, 2017 in which the word "Tribunal", wherever it occurs, the words "Central Government" shall be substituted in Chapter XV, Sections 230 to 232 of the Companies Act, 2013;

"**MCA**" means Ministry of Corporate Affairs;

"**Registrar of Companies**" or "**ROC**" means the Registrar of Companies at New Delhi;

"**Rules**" includes rules, circulars and notifications in force and issued from time to time under the provisions of the Act and any statutory modification or re-enactments thereof, unless stated otherwise.

"**Scheme**" means this Scheme of Amalgamation of the Transferor Companies with the Transferee Company in its present form or with such modifications as sanctioned by the Ministry of Corporate Affairs;

"**Stock Exchanges**" shall mean BSE Limited (BSE), NSE limited (NSE) or any other stock exchange, where equity shares of NTPC are currently listed/may be listed.

"**Transferee Company**" means NTPC Limited (CIN: L40101DL1975GOI007966), a company incorporated on November 7, 1975 under the Companies Act, 1956 and having its registered office at NTPC Bhawan, SCOPE Complex, 7, Institutional Area Lodhi Road, New Delhi 110003;

"**Transferor Company 1**" means Nabinagar Power Generating Company Limited (CIN: U40104DL2008PLC183024), a company incorporated on September 9, 2008 under the Companies Act, 1956 and having its registered office at NTPC Bhawan, Core 7, SCOPE Complex, 7, Institutional Area, Lodi Road, New Delhi 110003;

"**Transferor Company 2**" means Kanti Bijlee Utpadan Nigam Limited (CIN: U40102DL2006GOI153167), a company incorporated on September 6, 2006 under the Companies Act, 1956 and having its registered office at NTPC Bhawan, Core - 7 SCOPE Complex, 7, Institutional Area, Lodhi Road New Delhi 110003;

"**Undertaking of the Transferor Companies**" means all the undertakings, assets, properties, investments and liabilities of whatsoever nature and kind, and wherever situated and entire business of the Transferor Companies as a going concern together with all their assets and liabilities, including, without limitation:

(a) all the assets and properties including fixed assets (whether movable or immovable, owned or leased, tangible or intangible, present, future or contingent of whatsoever nature) including patents, copyrights, designs and all other intellectual property rights, leases (including all leasehold rights) or tenancies in relation to offices or premises, software licenses, computer programs, etc. and current assets of the Transferor Companies, in each case, whether situated in India or abroad;

(b) all permits, quotas, rights, entitlements, industrial and other licences, bids, tenders, letters of intent, expressions of interest, memoranda of understanding or similar instruments, development rights (whether vested or potential and whether under agreements or otherwise), municipal permissions, approvals, consents, subsidies, income tax benefits / exemptions, all other rights including tax deferrals and exemptions and other benefits and prospecting licenses (in each case including the benefit of any applications made therefor), and the surface rights in relation thereto, receivables, and liabilities related thereto, rights to use and avail of telephones, telexes, facsimile connections and installations, utilities, electricity and other services, provisions and benefits of all agreements, contracts and arrangements and all other interests in connection with or relating to the Transferor Company;

(c) all concessions, subsidies, exemptions, incentives, rebates, rights, interests and entitlements or obligations of any nature, amount or kind whatsoever, associated or available thereto;

(d) all the leasehold rights, development rights and other rights of the Transferor Companies, together with all easements and rights benefiting the said land;

(e) all the liabilities of the Transferor Companies, whether provided for or not in the books of account or disclosed in the balance sheet of the Transferor Companies;

(f) all benefits and obligations under the contracts, deeds, bonds, agreements, schemes, arrangements, approvals and other instruments of any nature of the Transferor Companies; and

(g) all intellectual property rights, trade and service names and marks, patents, copyrights, design and other intellectual property rights of any nature whatsoever, books, records, files, papers, engineering and process information and drawings, software licenses (whether proprietary or otherwise), computer programmes, manuals, data, catalogues, quotations, sales and advertising material, lists of present and former customers and suppliers, other customer information, customer credit information, customer pricing information and all other records and documents, whether in physical or electronic form relating to business activities and operations of the Transferor Companies; and

(h) all employees of the Transferor Companies and all liabilities with regard to them, including with respect to payment of gratuity, superannuation, provident fund and others, if any.

2.2. References to clauses and recitals, unless otherwise provided, are to clauses and recitals of and to this Scheme.

2.3. The headings herein shall not affect the construction of this Scheme.

2.4. Unless the context otherwise requires:

(a) the singular shall include the plural and vice versa; and references to one gender includes all genders; and

(b) references to any law or to any provision thereof shall include references to any such law or to any provision thereof as it may, after the date hereof, from time to time, be amended, supplemented or re-enacted, or to any law or any provision which replaces it, and any reference to a statutory provision shall include any subordinate legislation made from time to time under that provision.

3. SHARE CAPITAL

3.1. Transferor Company 1

The share capital structure of the Transferor Company 1 as on March 31, 2019 is as under:

A. Authorised Share Capital	**Amount in Rs.**
4600000000 equity shares of Rs. 10 each	4600,00,00,000
Total	4600,00,00,000

B. Issued, Subscribed and Paid-up Share Capital	**Amount in Rs.**
3987155500 equity shares of Rs. 10 each	3987,15,55,000
Total	3987,15,55,000

3.2. **Transferor Company 2**

The share capital structure of the Transferor Company 2 as on March 31, 2019 is as under:

A. Authorised Share Capital	**Amount in Rs.**
2000000000 equity shares of Rs. 10 each	2000,00,00,000
Total	2000,00,00,000

B. Issued, Subscribed and Paid-up Share Capital	**Amount in Rs.**
1510673705 equity shares of Rs. 10 each	1510,67,37,050
Total	1510,67,37,050

3.3. **Transferee Company**

The share capital structure of the Transferee Company as on March 31, 2019 is as under:

A. Authorised Share Capital	**Amount in Rs.**
10000000000 equity shares of Rs. 10 each	10000,00,00,000
Total	10000,00,00,000

B. Issued, Subscribed and Paid-up Share Capital	**Amount in Rs.**
9894557280 equity shares of Rs. 10 each	9894,55,72,800
Total	9894,55,72,800

4. **OBJECTS AND RATIONAL OF THE SCHEME**

4.1. The Transferor Companies are wholly owned and step-down subsidiary of Transferee Company. The Transferor Companies and Transferee Company are in same line of business i.e. Generation of electricity. The proposed amalgamation will provide several benefits including streamlined group structure by reducing the number of legal entities, reducing the multiplicity of legal and regulatory compliances, rationalizing costs.

4.2 In addition to above, the proposed amalgamation will also have following benefits:

(a) Synergy of operation;
(b) Reduction in overhead expenditure;
(c) Effective Administrative & management control;
(d) Reduced cost of borrowing;
(e) Operational efficiencies;

4.3 In view of the above, it is considered desirable and expedient to amalgamate the Transferor Companies with the Transferee Company in accordance with this Scheme, pursuant to Sections 230-232 of the Companies Act, 2013.

5. **TRANSFER OF UNDERTAKING**

5.1. **General**

Upon the coming into effect of the Scheme and with effect from the Appointed Date, the Undertaking of the Transferor Companies shall, pursuant to the provisions of Sections 230-232 and other applicable provisions, if any, of the Act, be and stand transferred to and vested in the Transferee Company, as a going concern without any further act, instrument, deed, matter or thing so as to become, the undertaking of the Transferee Company by virtue of and in the manner provided in this Scheme.

5.2. **Transfer of Assets**

(a) Without prejudice to the generality of Clause 5.1 above, upon the coming into effect of the Scheme, all the estate, assets, properties, rights, claims, title, interest and authorities including all accretions to and appurtenances comprised in the Undertaking of the Transferor Companies of whatsoever nature and wheresoever situated, whether or not included in the books of the Transferor Companies, and all assets and properties, which are acquired by the Transferor Companies on or after the Appointed Date but prior to the Effective Date, shall, without any further act or deed, be and stand transferred to and vested in the Transferee Company or be deemed to be transferred to and vested in the Transferee Company as a going concern so as to become, as and from the Appointed Date (or in case of any estate, assets, etc. acquired on a date after the Appointed Date, with effect from such date), the estate, assets, properties, rights, claims, title, interest and authorities of the Transferee Company, subject to the provisions of this Scheme in relation to Encumbrances in favour of banks and/or financial institutions.

(b) Without prejudice to the provisions of sub-Clause 5.2(a) above, in respect of such of the assets and properties of the Transferor Companies as are movable in nature or incorporeal property or are otherwise capable of transfer by delivery or possession, payment or by endorsement and/or delivery, the effectiveness of the Scheme shall be deemed to constitute delivery or deemed delivery or constructive delivery, as the case may be, of such property and shall, become the assets and property of the Transferee Company with effect from the Appointed Date pursuant to the provisions of Sections 230-232 of the Act, subject to the provisions of this Scheme in relation to Encumbrances in favour of banks and/or financial institutions.

(c) All the rights, remedies, claims and rights of action of the Transferor Companies against third parties shall, pursuant to Sections 230-232 of the Act, without any further act or deed, be and deemed to be rights, remedies, claims and rights of action of the Transferee Company upon the coming into effect of the Scheme and with effect from the Appointed Date.

(d) All the consents, certificates, clearances, authorities, licenses, permits, entitlements, quotas, approvals, permissions, registrations, incentives, sales tax deferrals and benefits, subsidies, concessions, grants, rights, claims, leases, tenancy rights, liberties, special status and other benefits or privileges enjoyed or conferred upon or held or availed of by the Transferor Companies and all rights and benefits that have accrued or which may accrue to the Transferor Companies, whether before or after the Appointed Date, including but not limited to those available under the Customs Act, 1962, Central Excise Act, 1944, Finance Act, 1994, Central Sales Tax Act, 1956, Central Goods and Services Tax Act, 2017, State specific Value Added Tax and State specific Goods and Services Tax, as the case may be, regulations, income tax benefits and exemptions, all other rights, exemptions and benefits including those acquired by the Transferor Companies on or after the Appointed Date, shall, under the provisions of Sections 230-232 of the Act and all other applicable provisions, if any, without any further act, instrument or deed, cost or charge be and stand transferred to and vest in or be deemed to be transferred to and vested in and be available to the Transferee Company, as if the same were originally given or issued to or executed in favour of the Transferee Company, so as to become, as and from the Appointed Date, consents, certificates, clearances, authorities, licenses, permits, entitlements, quotas, approvals, permissions, registrations, incentives, sales tax deferrals and benefits, subsidies, concessions, grants, rights, claims, leases, tenancy rights, liberties, special status and other benefits or privileges of the Transferee Company and shall remain valid, effective and enforceable on the same terms and conditions.

(e) All concessions, subsidies, exemptions, incentives, rebates, rights, interests, entitlements and obligations of any nature, amount or kind whatsoever, associated or available to the Transferor Companies, shall, under the provisions of Sections 230-232 of the Act and all other applicable provisions, if any, without any further act, instrument or deed, cost or charge be and stand transferred to and vest in or be deemed to be transferred to and vested in and be available to the Transferee Company as if the same were originally given or issued to or executed in favour of the Transferee Company so as to become as, and from the Appointed Date, along with all concessions, subsidies, exemptions, incentives, rebates, rights, interests and entitlements of any nature, amount or kind whatsoever, associated or available thereto, of the Transferee Company and shall remain valid, effective and enforceable on the same terms and conditions.

5.3. **Contracts, Deeds etc.**

(a) Upon the coming into effect of the Scheme, and subject to the provisions of this Scheme, all contracts, deeds, bonds, agreements, schemes, arrangements, powers of attorney and other instruments of whatsoever nature, to which the Transferor Companies are a party or to the benefit of which the Transferor Companies may be eligible, and which are subsisting or have effect immediately before the Effective Date, shall continue in full force and effect on or against or in favour, as the case may be, of the Transferee Company and may be enforced as fully and effectually as if, instead of the Transferor Companies, the Transferee Company had been a party or beneficiary or obligee thereto or thereunder.

(b) Without prejudice to the other provisions of this Scheme and notwithstanding the fact that vesting and transfer of the Undertaking of the Transferor Companies occurs by virtue of this Scheme itself, the Transferee Company may, at any time after the coming into effect of the Scheme, in accordance with the provisions hereof, if so required under any law or otherwise, take such actions and execute such deeds (including deeds of adherence), confirmations or other writings or arrangements with any party to any contract or arrangement to which the Transferor Companies are a party or any writings as may be necessary in order to give formal effect to the provisions of this Scheme.

(c) With effect from the Appointed Date, all inter-party transactions between the Transferor Companies and the Transferee Company shall be considered as intra-party transactions for all purposes.

5.4. **Transfer of Liabilities**

(a) Upon the coming into effect of this Scheme, all liabilities, duties and obligations of the Transferor Companies, shall, under the provisions of Sections 230-232 and other applicable provisions, if any, of the Act, without any further act, instrument, deed, matter or thing, be transferred to and vested in and be deemed to have been transferred to and vested in the Transferee Company, and the same shall be assumed by the Transferee Company to the extent they are outstanding on the Effective Date so as to become, on and from the Appointed Date (or in case of any liabilities incurred on a date after the Appointed Date, with effect from such date) the liabilities of the Transferee Company on the same terms and conditions as were applicable to the Transferor Companies, and the Transferee Company shall meet, discharge and satisfy the same and further it shall not be necessary to obtain the consent of any third party or other person who is a party to any contract or arrangement by virtue of which such liabilities have arisen in order to give effect to the provisions of this Clause.

(b) For the avoidance of doubt:

(i) all the liabilities of the Transferor Companies incurred, or which arise or accrue on or after the Appointed Date till the Effective Date shall be deemed to be and shall become the liabilities of the Transferee Company upon the coming into effect of this Scheme.

(ii) where any such liability of the Transferor Companies have been discharged by the them on or after the Appointed Date and prior to the Effective Date, such discharge shall be deemed to be for and on account of the Transferee Company upon the coming into effect of this Scheme.

(iii) all liabilities incurred or undertaken by the Transferor Companies on or after the Appointed Date and prior to the Effective Date shall be deemed to have been incurred or undertaken for and on behalf of the Transferee Company and to the extent they are outstanding on the Effective Date, shall, upon the coming into effect of this Scheme and under the provisions of Sections 230-232 of the Act, without any further act, instrument or deed be and stand transferred to and vested in and be deemed to have been transferred to and vested in the Transferee Companies and shall become the liabilities of the Transferee Company.

(c) The loans, advances and other obligations (including any guarantees, letters of credit, letters of comfort or any other instrument or arrangement which may give rise to a liability including a contingent liability in whatever form), if any, due on the Effective Date between the Transferor Companies and the Transferee Company shall automatically stand discharged and come to an end and there shall be no liability in that behalf on either the Transferor Companies and the Transferee Company and the appropriate effect shall be given in the books of accounts and records of the Transferee Company.

5.5. **Encumbrances**

(a) The transfer and vesting of the assets comprised in the Undertaking of the Transferor Companies, to and in the Transferee Company upon the coming into effect of the Scheme shall be subject to the encumbrances, if any, affecting the same as hereinafter provided.

(b) All encumbrances, if any, existing prior to the Effective Date over the assets of the Transferor Companies shall, after the Effective Date, without any further act, instrument or deed, continue to relate and attach to such assets or any part thereof to which they are related or attached prior to the Effective Date. Provided that, if any of the assets of the Transferor Companies have not been encumbered in respect of the liabilities, such assets shall remain unencumbered and the existing encumbrance referred to above shall not be extended to and shall not operate over such assets. Further, such encumbrances shall not relate or attach to any of the other assets of the Transferee Companies. The absence of any formal amendment which may be required by a lender or trustee or third party shall not affect the operation of this Clause.

(c) The existing encumbrances over the other assets and properties of the Transferee Company or any part thereof which relate to the liabilities and obligations of the Transferee Company prior to the Effective Date shall continue to relate to such assets and properties and shall not extend or attach to any of the assets and properties of the Transferor Companies transferred to and vested in the Transferee Company by virtue of the Scheme.

(d) Any reference to the Transferor Companies and their assets and properties in any security documents or arrangements to which any of the Transferor Companies is a party to, shall be construed as a reference to the Transferee Company and the same assets and properties of the Transferor Companies transferred to the Transferee Company by virtue of the Scheme. Without prejudice to the foregoing provisions, the Transferee Company may execute any instruments or documents or do all the acts and deeds as may be considered appropriate, including the filing of necessary particulars and/or modification(s) of charge, with the RoC to give formal effect to the above provisions, if required.

(e) Upon the coming into effect of the Scheme, the Transferee Company shall be liable to perform all obligations in respect of the liabilities which have been vested and transferred to it in terms of the Scheme.

(f) Save as herein provided, no other term or condition of the liabilities transferred to the Transferee Company is modified by virtue of the Scheme except to the extent that such amendment is required by necessary implication.

(g) The provisions of this Clause shall operate notwithstanding anything to the contrary contained in any instrument, deed or writing or the terms of sanction or issue or any security document; all of which instruments, deeds or writings or the terms of sanction or issue or any security document shall stand modified and/or superseded by the foregoing provisions.

5.6. **Employees**

(a) Upon the coming into effect of this Scheme, all employees of the Transferor Companies shall become the employees of the Transferee Company with effect from the Appointed Date (or in case of any employee engaged by the Transferor Companies on a date after the Appointed Date, with effect from such date), and, subject to the provisions hereof, on terms and conditions not less favourable than those on which they are engaged by the Transferor Companies and without any interruption of or break in service as a result of the amalgamation of the Transferor Companies with the Transferee Company in terms of this Scheme. For the purpose of payment of any compensation, gratuity and other terminal benefits, the past services of such employees with the Transferor Companies shall also be taken into account, and paid (as and when payable) by the Transferee Company.

(b) It is clarified that save as expressly provided for in the Scheme, the employees of the Transferor Companies who become the employees of the Transferee Company by virtue of this Scheme, shall be bound by the employment policies and shall be entitled to avail of any schemes and benefits that may be applicable and available to any of the other employees of the Transferee Company, unless otherwise determined by the Transferee Company. The Transferee Company undertakes to continue to abide by any agreement/settlement, if any, entered into by the Transferor Companies with any union/ employee of the Transferor Companies.

(c) Insofar as the provident fund, gratuity fund, superannuation fund, retirement fund or benefits and any other funds created by the Transferor Companies or in respect of which the Transferor Companies makes contributions, for the employees of the Companies and such other funds or trusts, the benefits of which the employees of the Transferor Companies enjoy (collectively referred to as the "**Funds**"), all amounts standing to the credit of the Funds and investments made by the Funds in relation to the employees Transferor Companies shall be transferred to the Transferee Company or the trustees of similar trusts created by the Transferee Company and shall be held for the benefit of those employees of the Transferor Companies who are eligible for benefits under such Funds prior to the Effective Date. In the event the Transferee Companies have their own funds in respect of any of the benefits to be provided to employees as referred to above, all amounts standing to the credit of the Funds and investments made by the Funds shall be transferred to the relevant funds of the Transferee Company.

(d) In relation to those employees of the Transferor Companies who are not covered under the provident fund trust of the Transferor Companies or who do not enjoy the benefit of any other provident fund trust, and for whom the Transferor Companies is making contributions to the government provident fund, the Transferee Company shall stand substituted for the Transferor Companies, for all purposes whatsoever, including relating to the obligation to make contributions to the said fund in accordance with the provisions of such fund, bye laws, etc. in respect of such employees, such that all the rights, duties, powers and obligations of the Transferor Companies in relation to such provident fund trust shall become those of the Transferee Company.

(e) In relation to any other fund created or existing for the benefit of the employees of the Transferor Companies being transferred to the Transferee Company, the Transferee Company shall stand substituted for the Transferor Companies, for all purposes whatsoever, including relating to the obligation to make contributions to the said funds in accordance with the provisions of such funds in respect of such employees of the Transferor Companies, such that all the rights, duties, powers and obligations of the Transferor Companies in relation to such funds shall become those of the Transferee Company.

5.7. **Legal, Taxation and other Proceedings**

(a) Upon the coming into effect of this Scheme, all suits, actions, and other proceedings including legal and taxation proceedings, (including before any statutory or quasi-judicial authority or tribunal) by or against the Transferor Companies, pending on the Effective Date shall be continued and / or enforced by or against the Transferee Company as effectually and in the same manner and to the same extent as if the same had been instituted by or against the Transferee Company.

(b) The Transferee Company shall have all legal, taxation or other proceedings initiated by or against the Transferor Companies referred to in sub-Clause 5.7(a) above transferred to its name as soon as is reasonably possible after the Effective Date and to have the same continued, prosecuted and enforced by or against the Transferee Company.

5.8. **Vehicles Transfer**

Upon the Scheme coming into effect, all motor vehicles of any nature whatsoever, registered in favour of the Transferor Companies shall vest in the Transferee Company and the appropriate Governmental and registration authorities shall mutate and register the said vehicles in the name of the Transferee Company as if the vehicles had originally been registered in the name of the Transferee Company without levying or imposing any fees, charges, taxes or levy whatsoever.

5.9. **Incomplete Transactions**

Without prejudice to the provisions of Clauses 5.1 to 5.8, with effect from the Appointed Date, all transactions between the Transferee Company and Transferor Companies, that have not been completed, shall stand cancelled.

6. **CONDUCT OF BUSINESS ON ACCOUNT OF THE TRANSFEREE COMPANY**

6.1. Upon the coming into effect of the Scheme, with effect from the Appointed Date and up to and including the Effective Date:

(a) the Transferor Companies shall be deemed to have carried on all business and activities and shall hold and stand possessed of and shall be deemed to hold and stand possessed of all its estates, assets, rights, title, interest, authorities, contracts and investments for and on account of, and in trust for, the Transferee Company;

(b) all profits and income accruing or arising to the Transferor Companies, and losses and expenditure arising or incurred by it (including taxes, if any, accruing or paid in relation to any profits or income) for the period commencing from the Appointed Date shall, for all purposes, be treated as and be deemed to be the profits, income, losses or expenditure, as the case may be, of the Transferee Company;

(c) any of the rights, powers, authorities, benefits or privileges exercised by the Transferor Companies shall be deemed to have been exercised by the Transferor Companies for and on behalf of, and in trust for and as an agent of the Transferee Company. Similarly, any of the obligations, duties and commitments that have been undertaken or discharged by the Transferor Companies shall be deemed to have been undertaken for and on behalf of and as an agent for the Transferee Company; and

(d) all taxes (including, without limitation, income tax, wealth tax, sales tax, excise duty, customs duty, service tax, value added tax, goods and service tax, etc.) paid or payable by the Transferor Companies in respect of the operations and/or the profits of the business before the Appointed Date, shall be on account of the Transferor Companies and, insofar as it relates to the tax payment (including, without limitation, income tax, wealth tax, sales tax, excise duty, customs duty, service tax, value added tax, goods and service tax, etc.), whether by way of deduction at source, advance tax or otherwise howsoever, by the Transferor Companies in respect of the profits or activities or operation of the business with effect from the Appointed Date, the same shall be deemed to be the corresponding item paid by the Transferee Company, and, shall, in all proceedings, be dealt with accordingly.

6.2. Subject to the terms of the Scheme, the transfer and vesting of the Undertaking of the Transferor Companies as per the provisions of the Scheme shall not affect any transactions or proceedings already concluded by the Transferor Companies on or before the Appointed Date or after the Appointed Date till the Effective Date, to the end and intent that the Transferee Company accepts and adopts all acts, deeds and things made, done and executed by the Transferor Companies as acts, deeds and things made, done and executed by or on behalf of the Transferee Company.

7. DISSOLUTION OF THE TRANSFEROR COMPANIES & CONSIDEATION

7.1. The Transferor Companies shall be dissolved without winding up pursuant to the order passed under Section 230 of the Act, on the Effective Date.

7.2. Upon the Scheme coming into effect all equity shares of the Transferor Company 1 and Transferor Company 2, and the corresponding share certificates, held by the Transferee Company (either directly or through nominees) shall without any further application, act, instrument or deed, be deemed to have been automatically cancelled and be of no effect without any necessity of them being surrendered. It is clarified that no new shares shall be issued, or payment made in cash whatsoever by the Transferee Company in lieu of shares of the Transferor Companies.

7.3. Consequent to and as part of the amalgamation of the Transferor Companies with the Transferee Company herein, the authorised share capital of the Transferor Companies shall stand merged into and combined with the authorised share capital of the Transferee Company pursuant to the Scheme, without any further act of deed, and without payment of any registration or filing fee on such combined authorised share capital, the Transferor Companies and the Transferee Company having already paid such fees. Accordingly, the authorised share capital of the Transferee Company resulting from the amalgamation of the Transferor Companies with the Transferee Company shall be a sum of Rs. 16600,00,00,000 (Indian Rupees Sixteen thousand Six Hundred Crore only) divided into 16600000000 (One thousand Six Hundred Sixty Crore only) equity shares of Rs. 10 (Indian Rupees ten only) each and Clause V of the Memorandum of Association of the Transferee Company and Article 5 of the Articles of Association of the Transferee Company shall stand altered accordingly.

7.4. It is clarified that for the purposes of Clause 7.2 above, the consent of the members of the Transferee Company to the Scheme shall be deemed to be sufficient for the purposes of effecting the above amendment or increase in authorised share capital of the Transferee Company, and no further resolution under Section 13, Section 14, Section 61 or any other applicable provisions of the Act would be required to be separately passed. The stamp duties and fees (including registration fee) paid on the authorised share capital of the Transferor Companies shall be utilized and applied to the increased authorised share capital of the Transferee Company and there would be no requirement for any further payment of stamp duty and/or fee by the Transferee Company for increase in the authorised share capital to that extent.

8. ACCOUNTING AND TAX TREATMENT

8.1. Accounting

Upon the coming into effect of this Scheme, the amalgamation of the Transferor Companies with the Transferee Company shall be accounted for as per the 'Indian Accounting Standard (Ind AS) 103 for Business Combination' prescribed under section 133 of the Companies Act, 2013, as notified under the Companies (Indian Accounting Standard) Rules, 2015, as may be amended from time to time such that:

(a) The merger shall be accounted for using the pooling of interests method as it involves entities under common control.

(b) The assets and liabilities of the combining entities are reflected at their carrying amounts.

(c) No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies.

(d) The financial information in the financial statements in respect of prior periods should be restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior period information shall be restated only from that date.

(e) The consideration for the business combination may consist of securities, cash or other assets. Securities shall be recorded at nominal value. In determining the value of the consideration, assets other than cash shall be considered at their fair values.

(f) The balance of the retained earnings appearing in the financial statements of the transferor is aggregated with the corresponding balance appearing in the financial statements of the transferee. Alternatively, it is transferred to General Reserve, if any.

(g) The identity of the reserves shall be preserved and shall appear in the financial statements of the transferee in the same form in which they appeared in the financial statements of the transferor. Thus, for example, the General Reserve of the transferor entity becomes the General Reserve of the transferee, the Capital Reserve of the transferor becomes the Capital Reserve of the transferee and the Revaluation Reserve of the transferor becomes the Revaluation Reserve of the transferee. As a result of preserving the identity, reserves which are available for distribution as dividend before the business combination would also be available for distribution as dividend after the business combination. The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor shall be transferred to capital reserve and should be presented separately from other capital reserves with disclosure of its nature and purpose in the notes

8.2. **Tax**

The Transferee Company will be the successor of the Transferor Companies. The unutilized credits relating to GST paid on inputs/input services lying to the account of Transferor Companies as well as the unutilized credits relating to service tax paid on input services consumed by the Transferor Companies shall be transferred to the Transferee Company automatically without any specific approval or permission as an integral part of the Scheme. Without limiting the generality of the foregoing Clause, with effect from the Appointed Date:

(a) all income tax paid (including advance tax and self-assessment tax), income tax refund due or receivable, tax deducted at source, alternative minimum tax, MAT, wealth tax, carried forward losses, depreciation, capital losses, pending balances of amortizations, tax holiday benefits, incentives, credits (including tax credits), MAT credit entitlement, tax losses (if available) etc., under the Income Tax Act, 1961 in respect of any assessment and/or appeal, (whether as per books or as per the Income Tax Act, 1961) and any rights / refunds under Income Tax Act, 1961 including applications for rectification, appeals filed with tax authorities of the Transferor Companies shall also pursuant to Sections 230-232 or other provisions of the Act, without any further act or deed, be transferred to or be deemed to be transferred to the Transferee Company and shall be treated as paid by the Transferee Company and it shall be entitled to claim credit, refund or adjustment for the same as may be applicable;

(b) if the Transferor Companies is entitled to any benefits under incentive schemes and policies, it is declared that the benefits under all such incentive schemes and policies shall be transferred to and vested in the Transferee Company. The Transferee Company shall be entitled to deduction of book losses or depreciation, whichever is lower, (if any) for the purpose of calculation of MAT for the Transferee Company; and

(c) the Transferee Company is expressly permitted to revise and file its income tax returns and other statutory returns, including tax deducted / collected at source returns, service tax returns, excise tax returns, sales tax / VAT/ GST returns, as may be applicable and has expressly reserved the right to make such provision in its returns and to claim refunds or credits etc. if any. Such returns may be revised and filed notwithstanding that the statutory period for such revision and filing may have expired.

9. **APPLICATION**

9.1. In terms of Ministry of Corporate Affairs Notification No. G.S.R. 582 (E), Dated 13th June, 2017 issued in term of Section 462 of the Companies Act, 2013 read with Rule 3(1) of the Government of India (Allocation of Business) Rules, 1961, the Ministry Of Corporate Affairs has exclusive jurisdiction under the provisions of Companies Act, 2013 with respect of

‘Government Companies’. Since the Transferor Companies and Transferee Company are government companies, MCA has the jurisdiction to hear, consider and sanction this scheme.

9.2. Upon this Scheme being approved by the requisite number of the shareholders and creditors of the Transferor Companies and Transferee Company, the Transferor Companies and Transferee Company shall with all reasonable dispatch, file application before the MCA for sanction of this Scheme under Sections 230 - 232 and other applicable provisions of the Act, and for such other order or orders, as the MCA may deem fit for sanctioning the giving effect to this Scheme. Upon this Scheme becoming effective, the shareholders and creditors of the Transferor Companies and Transferee Company, shall be deemed to have also accorded their approval under all the relevant provisions of the Act, for giving effect to the provisions contained in this Scheme.

10. RESOLUTIONS

Upon the coming into effect of the Scheme, the resolutions, if any, of the Transferor Companies relating to any powers to borrow, make investments, give loans, give guarantees, etc. approved under the provisions of the Act or any other applicable statutory provisions, which are valid and subsisting on the Effective Date, shall continue to be valid and subsisting and be considered as resolutions of the Transferee Company and the amounts under such resolutions shall be added to the amounts under like resolutions passed by the Transferee Company or shall become the amounts available to the Transferee Company as if the resolutions were passed by the Transferee Company.

11. LISTING REGULATIONS AND SEBI COMPLIANCES

11.1. Since the Transferee Company is a listed company, this Scheme is subject to the compliances of all the requirements under the Listing Regulations and all statutory directives of the Securities Exchange Board of India (“**SEBI**”) insofar as they relate to sanction and implementation of the Scheme.

11.2. SEBI vide Notification No. SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 as amended vide SEBI circular dated January 3, 2018 has relaxed the requirement of obtaining prior approval or no objection / observation letter of the Stock Exchanges and SEBI in case of merger of wholly owned subsidiary with its holding company. The draft schemes shall be filed with the Stock Exchange for disclosure purpose in compliance with the above notification.

12. APPROVALS AND MODIFICATIONS

12.1. The Transferor Companies and the Transferee Company (by their respective Board of Directors or such other person or persons, as the respective Board of Directors may authorise) are empowered and authorised:

(a) To assent from time to time to any modifications or amendments or substitutions of the Scheme or of any conditions or limitations which the MCA, and / or any authorities under law may deem fit to approve or direct or as may be otherwise deemed expedient or necessary by the respective Board of Directors as being in the best interest of the said companies and their shareholders.

(b) To settle all doubts or difficulties that may arise in carrying out the Scheme; to give their approval to all such matters and things as is contemplated or required to be given by them in terms of this Scheme; and to do and execute all other acts, deeds, matters and things necessary, desirable or proper for putting the Scheme into effect. Without prejudice to the generality of the foregoing the Transferor Companies and the Transferee Company (by their respective Board of Directors or such other person or persons, as the respective Board of Directors may authorise) shall each be at liberty to withdraw from this Scheme in case any condition or alteration imposed by any authority is unacceptable to them or as may otherwise be deemed expedient or necessary.

13. **CONDITIONS TO SCHEME BECOMING EFFECTIVE**

The Scheme is conditional upon and subject to:

(a) the Scheme being agreed to by the requisite number of members and creditors of the Transferor Companies and Transferee Company;

(b) approval by the Ministry of Power under the DPE O.M. No. 3(2)/2003-DPE(Fin.)/GL. XVI dated 11th February 2003;

(c) The Scheme being approved by the Central Government through MCA;

(d) all certified copies of the order(s) of the MCA sanctioning this Scheme being filed with the RoC; and

(e) all other sanctions and approvals, as may be required by law, in respect of this Scheme being obtained.

14. **SEVERABILITY**

If any part of this Scheme is found to be unworkable for any reason whatsoever, the same shall not, subject to the decision of the Transferor Companies and the Transferee Company, affect the validity or implementation of the other parts and/or provisions of this Scheme.

15. **ACCOUNTS**

Upon this Scheme becoming effective, the accounts of the Transferee Company, as on the Appointed Date shall be reconstructed in accordance with the terms of this Scheme.

16. **TAXES**

The Transferee Company shall be entitled to file/revise its income tax returns, TDS returns, wealth tax returns and other statutory returns, if required, and shall have the right to claim refunds, advance tax credits, credit of tax under Section 115JB of the Income Tax Act, 1961, credit of tax deducted at source, credit of foreign taxes paid/ withheld etc, if any, as may be required consequent to implementation of this Scheme.

17. **COSTS, CHARGES AND EXPENSES:**

All costs, charges and expenses, in connection with the Scheme, arising out of or incurred in carrying out and implementing the Scheme and matters incidental thereto, shall be borne and paid by the Transferee Company.

<*Remainder of the page is intentionally left blank*>

एनटीपीसी
NTPC

एनटीपीसी लिमिटेड
(भारत सरकार का उद्यम)

NTPC Limited
(A Govt. of India Enterprise)

केन्द्रीय कार्यालय/ Corporate Centre

REPORT UNDER SECTION 232(2)(c) OF THE COMPANIES ACT, 2013 ADOPTED BY THE BOARD OF DIRECTORS OF NTPC LIMITED AT ITS MEETING HELD ON 5TH MARCH 2022 EXPLAINING THE EFFECT OF THE SCHEME OF AMALGAMATION BETWEEN NABINAGAR POWER GENERATING COMPANY LIMITED, KANTI BIJLEE UTPADAN NIGAM LIMITED AND NTPC LIMITED UNDER SECTION 230 TO 232 OF COMPANIES ACT, 2013 ON EQUITY SHAREHOLDERS, KEY MANAGERIAL PERSONNEL, PROMOTERS AND NON-PROMOTERS

1. Background

1.1. In terms of Section 232(2)(c) of the Act, a report from the Board explaining the effect of the Scheme on each class of shareholders, key managerial personnel, promoter and non-promoter shareholders has to be appended with the notices of the meeting of shareholders and creditors. Further, the said report has to specify any specific valuation difficulties, if any in the valuation. Accordingly, this report was adopted by the Board of Directors of **NTPC Limited i.e. Transferee Company** in its meeting held on 5th March 2022 in order to comply with the requirements of Section 232(2)(c) of the Act.

1.2. The scheme of Amalgamation, duly initialled by the Company Secretary of the Company, was placed before the Board.

2. Rationale of the Scheme

The Board noted the rationale for the Scheme, as set forth in detail in the Scheme, and is therefore, not reiterated in this Report.

3. Valuation Report

Pursuant to the Scheme, the Transferor Companies shall be amalgamated with the Transferee Company. As the Transferor Companies are wholly owned subsidiaries of the Transferee Company, no shares shall be issued by the Transferee Company as consideration for the proposed Scheme and there will be no change in the shareholding pattern of the Transferee Company.

Further, no assets/shares of any of the parties to the Scheme are required to be valued, in relation to the Scheme. Moreover, the Scheme does not fall within the ambit of any of the conditions mentioned in Para I (A) (4) (c) of Annexure-I of the SEBI Circular CFD/DIL3/CIR/2017/21 dated March 10, 2017 ('**SEBI Scheme Circular'**) and is exempted from the requirement for obtaining a valuation report.

As valuation report is not applicable to the Scheme, there is no requirement for obtaining fairness opinion.

4. **Effect of the Scheme:**

The effect of the Scheme on various stakeholders is summarized as under:

(a) **Effect of the Scheme on the Promoter and Non-Promoter Shareholders**: No shares are proposed to be issued by the Transferee Company pursuant to the Scheme. Therefore, there will be no change in the shareholding patterns of the Company, pursuant to the Scheme.

(b) **Effect on KMPs:** - There is no effect on the KMPs of the Transferee Company except to the extent that Shri Ramesh Babu V, Director (Operations), currently holding directorship in all three Applicant Companies, shall cease to be Director in Transferor Company No. 1 & Transferor Company No. 2, as a natural consequence of their merger into the Transferee Company.

For and on behalf of the Board of Directors

Place: New Delhi
Date:9/3/2022

A.K.Gautam
Director(Finance)
DIN: 08293632

REPORT UNDER SECTION 232(2)(c) OF THE COMPANIES ACT, 2013 ADOPTED BY THE BOARD OF DIRECTORS OF NABINAGAR POWER GENERATING COMPANY LIMITED EXPLAINING THE EFFECT OF THE SCHEME OF AMALGAMATION BETWEEN NABINAGAR POWER GENERATING COMPANY LIMITED, KANTI BIJLEE UTPADAN NIGAM LIMITED AND NTPC LIMITED UNDER SECTION 230 TO 232 OF COMPANIES ACT, 2013 ON EQUITY SHAREHOLDERS, KEY MANAGERIAL PERSONNEL, PROMOTERS AND NON-PROMOTERS

1. Background

1.1. In terms of Section 232(2)(c) of the Act, a report from the Board explaining the effect of the Scheme on each class of shareholders, key managerial personnel, promoter and non-promoter shareholders has to be appended with the notices of the meeting of shareholders and creditors. Further, the said report has to specify any specific valuation difficulties, if any in the valuation. Accordingly, this report was adopted by the Board of Directors of **Nabinagar Power Generating Company Limited (i.e. Company or Transferor Company 1)** by resolution passed on 8th March 2022 in order to comply with the requirements of Section 232(2)(c) of the Act.

1.2. The scheme of Amalgamation, duly initialled by the Company Secretary of the Company, was placed before the Board.

2. Rationale of the Scheme

The Board noted the rationale for the Scheme, as set forth in detail in the Scheme, and is therefore, not reiterated in this Report.

3. Valuation Report

Under the Scheme, it is proposed to amalgamate the Kanti Bijleee Utpadan Nigam Limited i.e. Transferor Company 2 and Nabinagar Power Generating Company Limited i.e. Transferor Company 1 ("Transferor Companies"), wholly owned subsidiaries of NTPC Limited i.e. Transferee Company, with the Transferee Company. Thus, there shall be no issue of shares as consideration for the amalgamation of the Transferor Companies with the Transferee Company.

Further, no assets/shares of any of the parties to the Scheme are required to be valued, in relation to the Scheme. As valuation report is not applicable to the Scheme, there is no requirement for obtaining fairness opinion.

4. Effect of the Scheme:

The effect of the Scheme on various stakeholders is summarized as under:

(a) **Effect of the Scheme on the Promoter and Non-Promoter Shareholders:** The Company is wholly owned subsidiary of the Transferee Company. Upon the Scheme becoming effective, all equity shares of the Transferor Company No.1 held by the Company along with its nominees, shall stand cancelled without any further application, act or deed.

(b) **Effect on KMPs:** -

All KMPs of the Company are employees of Transferor Company, posted on Secondment basis to the Company. All KMPs of the Company shall become employees of the Transferee Company, without any interruption in service.

For and on behalf of the Board of Directors

Place: New Delhi
Date:9/3/2022

Alka Saigal
Director
DIN: 08204792

REPORT UNDER SECTION 232(2)(c) OF THE COMPANIES ACT, 2013 ADOPTED BY THE BOARD OF DIRECTORS OF KANTI BIJLEE UTAPDAN NIGAM LIMITED AT ITS MEETING HELD ON 23rd FEBRUARY 2022 EXPLAINING THE EFFECT OF THE SCHEME OF AMALGAMATION BETWEEN NABINAGAR POWER GENERATING COMPANY LIMITED, KANTI BIJLEE UTPADAN NIGAM LIMITED AND NTPC LIMITED UNDER SECTION 230 TO 232 OF COMPANIES ACT, 2013 ON EQUITY SHAREHOLDERS, KEY MANAGERIAL PERSONNEL, PROMOTERS AND NON-PROMOTERS

1. Background

1.1. In terms of Section 232(2)(c) of the Act, a report from the Board explaining the effect of the Scheme on each class of shareholders, key managerial personnel, promoter and non-promoter shareholders has to be appended with the notices of the meeting of shareholders and creditors. Further, the said report has to specify any specific valuation difficulties, if any in the valuation. Accordingly, this report was adopted by the Board of Directors of **Kanti Bijlee Utpadan Nigam Limited (i.e. Company or Transferor Company 2)** in its meeting held on 23rd February 2022 in order to comply with the requirements of Section 232(2)(c) of the Act.

1.2. The scheme of Amalgamation, duly initialled by the Company Secretary of the Company, was placed before the Board.

2. Rationale of the Scheme

The Board noted the rationale for the Scheme, as set forth in detail in the Scheme, and is therefore, not reiterated in this Report.

3. Valuation Report

Under the Scheme, it is proposed to amalgamate the Kanti Bijleee Utpadan Nigam Limited i.e. Transferor Company 2 and Nabinagar Power Generating Company Limited i.e. Transferor Company 1 ("Transferor Companies"), wholly owned subsidiaries of NTPC Limited i.e. Transferee Company, with the Transferee Company. Thus, there shall be no issue of shares as consideration for the amalgamation of the Transferor Companies with the Transferee Company.

Further, no assets/shares of any of the parties to the Scheme are required to be valued, in relation to the Scheme. As valuation report is not applicable to the Scheme, there is no requirement for obtaining fairness opinion.

4. Effect of the Scheme:

The effect of the Scheme on various stakeholders is summarized as under:

(a) **Effect of the Scheme on the Promoter and Non-Promoter Shareholders:** The Company is wholly owned subsidiary of the Transferee Company. Upon the Scheme becoming effective, all equity shares of the Transferor Company No.2 held by the Company along with its nominees, shall stand cancelled without any further application, act or deed.

(b) **Effect on KMPs:** -

All KMPs of the Company are employees of Transferor Company, posted on Secondment basis to the Company. All KMPs of the Company shall become employees of the Transferee Company, without any interruption in service.

For and on behalf of the Board of Directors

Ajay Dua
Director
DIN: 08084037

Place: New Delhi
Date: 23-2-2022

Annexure-3

एनटीपीसी
NTPC

NTPC LIMITED

Regd Office: NTPC Bhawan, SCOPE Complex, 7 Institutional area, Lodhi Road, New Delhi -110003
CIN-L40101DL1975GOI007966, website: www.ntpc.co.in

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2021

` Crore

Sl. No.	Particulars	Quarter ended 31.12.2021 (Unaudited)	Quarter ended 30.09.2021 (Unaudited)	Quarter ended 31.12.2020 (Unaudited)	Nine months ended 31.12.2021 (Unaudited)	Nine months ended 31.12.2020 (Unaudited)	Year ended 31.03.2021 (Audited)
1	2	3	4	5	6	7	8
1	**Income**						
	(a) Revenue from operations	28864.79	28329.01	24509.26	83232.31	72639.86	99206.72
	(b) Other income	972.34	943.99	759.30	2680.07	2673.03	4345.99
	Total income (a+b)	**29837.13**	**29273.00**	**25268.56**	**85912.38**	**75312.89**	**103552.71**
2	**Expenses**						
	(a) Fuel cost	15631.96	16644.37	12690.87	46318.82	37237.58	52849.64
	(b) Electricity purchased for trading	798.98	851.18	673.87	2527.49	2224.51	3031.25
	(c) Employee benefits expense	1326.49	1334.34	1286.49	3918.61	3920.72	4942.19
	(d) Finance costs	1733.81	1716.34	2009.36	5438.70	5864.69	7459.03
	(e) Depreciation and amortisation expense	2891.38	2721.50	2555.42	8288.24	7614.58	10411.80
	(f) Other expenses	2045.50	2274.77	2490.96	6742.25	6961.50	9580.28
	Total expenses (a+b+c+d+e+f)	**24428.12**	**25542.50**	**21706.97**	**73234.11**	**63823.58**	**88274.19**
3	**Profit before exceptional items, tax and regulatory deferral account balances (1-2)**	**5409.01**	**3730.50**	**3561.59**	**12678.27**	**11489.31**	**15278.52**
4	Exceptional items-(income) / expense (Refer Note 9)	-	-	-	-	1363.00	1363.00
5	**Profit before tax and regulatory deferral account balances (3-4)**	**5409.01**	**3730.50**	**3561.59**	**12678.27**	**10126.31**	**13915.52**
6	**Tax expense:**						
	(a) Current tax (Refer Note 10)	963.68	665.34	661.42	2264.03	1862.17	723.23
	(b) Deferred tax	256.28	295.19	507.22	1096.97	1045.65	1202.16
	Total tax expense (a+b)	1219.96	960.53	1168.64	3361.00	2907.82	1925.39
7	**Profit before regulatory deferral account balances (5-6)**	**4189.05**	**2769.97**	**2392.95**	**9317.27**	**7218.49**	**11990.13**
8	Net movement in regulatory deferral account balances (net of tax)	(57.06)	441.94	922.39	1172.26	2071.81	1779.39
9	**Profit for the period (7+8)**	**4131.99**	**3211.91**	**3315.34**	**10489.53**	**9290.30**	**13769.52**
10	**Other comprehensive income**						
	Items that will not be reclassified to profit or loss						
	(a) Net acturial gains/(losses) on defined benefit plans	(29.74)	(21.65)	(59.17)	(80.22)	(177.53)	(139.33)
	(b) Net gains/(losses) on fair value of equity instruments	(8.16)	14.82	13.38	37.56	23.94	46.80
	Income tax on items that will not be reclassified to profit or loss						
	(a) Net acturial gains/(losses) on defined benefit plans	5.20	3.78	10.34	14.02	31.02	24.34
	Other comprehensive income for the period (net of tax)	(32.70)	(3.05)	(35.45)	(28.64)	(122.57)	(68.19)
11	**Total comprehensive income for the period (9+10)**	**4099.29**	**3208.86**	**3279.89**	**10460.89**	**9167.73**	**13701.33**
12	Earnings per share (of ` 10/- each) - (not annualised) (including net movement in regulatory deferral account balances): Basic and Diluted (in `)	4.26	3.31	3.35	10.82	9.39	13.99
13	Earnings per share (of ` 10/- each) - (not annualised) (excluding net movement in regulatory deferral account balances): Basic and Diluted (in `)	4.32	2.86	2.42	9.61	7.30	12.18

S. K. MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

S.N. DHAWAN & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

STATEMENT OF UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2021

` Crore

Sl. No.	Particulars	Quarter ended 31.12.2021 (Unaudited)	Quarter ended 30.09.2021 (Unaudited)	Quarter ended 31.12.2020 (Unaudited)	Nine months ended 31.12.2021 (Unaudited)	Nine months ended 31.12.2020 (Unaudited)	Year ended 31.03.2021 (Audited)
1	2	3	4	5	6	7	8
14	Paid-up equity share capital (Face value of share ` 10/- each)	9696.67	9696.67	9696.67	9696.67	9696.67	9696.67
15	Paid-up debt capital$	168675.49	170099.93	175470.33	168675.49	175470.33	173616.19
16	Other equity excluding revaluation reserve as per balance sheet	116669.00	112556.24	107630.87	116669.00	107630.87	109288.82
17	Net worth*	125674.98	121567.54	116788.37	125674.98	116788.37	118306.11
18	Debenture redemption reserve	5651.68	6041.68	6763.93	5651.68	6763.93	6240.43
19	Capital redemption reserve	197.89	197.89	197.89	197.89	197.89	197.89
20	Debt equity ratio (Paid-up debt capital / Shareholder's Equity)	1.33	1.39	1.50	1.33	1.50	1.46
21	Debt service coverage ratio [(Profit for the period+Interest+ Depreciation+Exceptional items) / (Interest net of transfer to expenditure during construction + lease payments+Scheduled principal repayments of long term borrowings)]	2.65	1.05	1.92	1.76	2.41	2.36
22	Interest service coverage ratio [(Profit for the period + Interest+ Depreciation+Exceptional items)/ Interest net of transfer to expenditure during construction)]	5.05	4.46	3.92	4.45	4.11	4.42
23	Current ratio (Current assets / Current liabilities)	0.83	0.90	0.90	0.83	0.90	0.82
24	Long term debt to working capital ratio (Long term borrowings including current maturity of long term borrowings / [working capital+current maturities of long term borrowings])	40.53	43.23	36.03	40.53	36.03	**
25	Bad debts to account receivable ratio (Bad debts / Average Trade receivables)	-	-	-	-	-	-
26	Current liability ratio (Current liabilities / Total liabilities)	0.26	0.25	0.29	0.26	0.29	0.26
27	Total debts to total assets ratio (Paid up debt capital / Total assets)	0.48	0.49	0.51	0.48	0.51	0.51
28	Debtors turnover ratio (Revenue from operations / Average trade receivables) - Annualised	8.69	6.90	3.82	8.42	4.82	6.77
29	Inventory turnover ratio (Revenue from operations / Average inventory) - Annualised	14.19	14.01	10.21	12.02	9.37	9.97
30	Operating margin (%) (Earnings before interest,tax and exceptional items / Revenue from operations)	23.71	19.38	24.85	22.21	25.44	23.64
31	Net profit margin (%) (Profit for the period / Revenue from operations)	14.31	11.34	13.53	12.60	12.79	13.88

$ Comprises long term debts and short term debts

* Excluding Fly ash utilization reserve and reserve for equity instruments through Other comprehensive income

** Denominator is negative

See accompanying notes to the standalone financial results.

S. K. MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

S.N. DHAWAN & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

STANDALONE SEGMENT-WISE REVENUE, RESULTS, ASSETS AND LIABILITIES FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2021

` Crore

Sl. No.	Particulars	Quarter ended 31.12.2021 (Unaudited)	Quarter ended 30.09.2021 (Unaudited)	Quarter ended 31.12.2020 (Unaudited)	Nine months ended 31.12.2021 (Unaudited)	Nine months ended 31.12.2020 (Unaudited)	Year ended 31.03.2021 (Audited)
1	2	3	4	5	6	7	8
1	**Segment revenue**						
	- Generation	28273.79	27683.72	24432.46	81461.38	72042.02	98460.86
	- Others	1525.61	1486.95	1208.25	4467.19	3525.52	4972.45
	- Unallocated	682.37	650.77	45.58	1680.88	653.60	1543.90
	- Less: Inter segment elimination	644.64	548.44	417.73	1697.07	908.25	1424.50
	Total	**29837.13**	**29273.00**	**25268.56**	**85912.38**	**75312.89**	**103552.71**
2	**Segment results**						
	Profit before interest, exceptional items and tax (including regulatory deferral account balances)						
	- Generation	6261.63	5269.11	6614.01	17622.06	19295.48	23799.44
	- Others	124.58	137.67	69.77	337.23	201.05	(34.34)
	Total	**6386.21**	**5406.78**	**6683.78**	**17959.29**	**19496.53**	**23765.10**
	Less:						
	(i) Finance costs	1733.81	1716.34	2009.36	5438.70	5864.69	7459.03
	(ii) Other unallocated expenditure net of unallocable income	(687.48)	(575.56)	(4.84)	(1,578.12)	(367.90)	(1128.56)
	(iii) Exceptional items	-	-	-	-	1363.00	1363.00
	Profit before tax (including regulatory deferral account balances)	**5339.88**	**4266.00**	**4679.26**	**14098.71**	**12636.74**	**16071.63**
	Tax expense (including tax on movement in regulatory deferral account balances)	1207.89	1054.09	1363.92	3609.18	3346.44	2302.11
	Profit after tax	**4131.99**	**3211.91**	**3315.34**	**10489.53**	**9290.30**	**13769.52**
3	**Segment assets**						
	- Generation	302600.86	296885.78	300090.26	302600.86	300090.26	296267.42
	- Others	10912.69	10629.74	11886.66	10912.69	11886.66	10653.55
	- Unallocated	37984.57	41968.22	33633.62	37984.57	33633.62	36298.42
	Total	**351498.12**	**349483.74**	**345610.54**	**351498.12**	**345610.54**	**343219.39**
4	**Segment liabilities**						
	- Generation	37512.68	35637.99	34492.57	37512.68	34492.57	33716.13
	- Others	4336.15	4294.13	4627.48	4336.15	4627.48	4640.18
	- Unallocated	183283.62	187298.71	189162.95	183283.62	189162.95	185877.59
	Total	**225132.45**	**227230.83**	**228283.00**	**225132.45**	**228283.00**	**224233.90**

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

S. K. MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

S.N. DHAWAN & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

Notes to Standalone Financial Results:

1 The above standalone financial results have been reviewed by the Audit Committee of the Board of Directors in their meeting held on 29 January 2022 and approved by the Board of Directors in their meeting held on the same date.

2 The Joint Statutory Auditors of the Company have carried out the limited review of these standalone financial results as required under Regulation 33 and 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

3 a) (i)The CERC notified the Central Electricity Regulatory Commission (Terms and Conditions of Tariff) Regulations, 2019 vide Order dated 7 March 2019 (Regulations, 2019) for determination of tariff for the tariff period 2019-2024. During the year, CERC has issued provisional tariff orders in respect of three stations for the tariff period 2019-2024. Pending issue of provisional tariff orders in respect of balance stations, capacity charges are billed to beneficiaries in accordance with the tariff approved and applicable as on 31 March 2019, as provided in Regulations, 2019. In case of new stations, which got commercialised from 1 April 2019 and stations where tariff approved and applicable as on 31 March 2019 is pending from CERC, billing is done based on capacity charges as filed with CERC in tariff petition. Energy charges are billed as per the operational norms specified in the Regulations 2019. The amount provisionally billed for the quarter and nine months ended 31 December 2021 is ` 26,830.25 crore and ` 78,405.54 crore respectively (previous quarter and nine months ` 22,769.25 crore and ` 67,241.46 crore, respectively).

(ii) Sales for the quarter and nine months ended 31 December 2021 have been provisionally recognized at ` 26,719.05 crore and ` 78,169.85 crore respectively (previous quarter and nine months ` 23,058.81 crore and ` 67,781.62 crore, respectively) on the said basis.

b) Sales for the quarter and nine months ended 31 December 2021 include ` 676.25 crore and ` 561.55 crore respectively (previous quarter and nine months ` 262.43 crore and ` 844.16 crore, respectively) pertaining to earlier years on account of revision of energy charges due to grade slippages, impact of CERC Orders and other adjustments.

c) Sales for the quarter and nine months ended 31 December 2021 also include ` 21.94 crore and ` 65.82 crore respectively (previous quarter and nine months ` 21.23 crore and ` 63.47 crore) on account of deferred tax materialized which is recoverable from beneficiaries as per Regulations, 2019.

d) Revenue from operations for the quarter and nine months ended 31 December 2021 include ` 821.50 crore and ` 2,602.84 crore respectively (previous quarter and nine months ` 698.88 crore and ` 2,284.61 crore respectively) on account of sale of energy through trading.

4 The Company is executing a hydro power project in the state of Uttarakhand, where all the clearances were accorded. A case was filed in Hon'ble Supreme Court of India after the natural disaster in Uttarakhand in June 2013 to review whether the various existing and ongoing hydro projects have contributed to environmental degradation. Hon'ble Supreme Court of India on 7 May 2014, ordered that no further construction shall be undertaken in the projects under consideration until further orders, which included the said hydro project of the Company. In the proceedings, Hon'ble Supreme Court is examining to allow few projects which have all clearances which includes the project of the Company where the work has been stopped. Aggregate cost incurred on the project up to 31 December 2021 is ` 163.69 crore (31 March 2021: ` 163.86 crore). Management is confident that the approval for proceeding with the project shall be granted, hence no adjustment is considered necessary in respect of the carrying value of the project.

5 The environmental clearance ("clearance") granted by the Ministry of Environment and Forest, Government of India (MoEF) for one of the Company's project consisting of three units of 800 MW each, was challenged before the National Green Tribunal (NGT). The NGT disposed off the appeal, inter alia, directing that the order of clearance be remanded to the MoEF to pass an order granting or declining clearance to the project proponent afresh in accordance with the law and the judgement of the NGT and for referring the matter to the Expert Appraisal Committee ("Committee") for its re-scrutiny, which shall complete the process within six months from the date of NGT order. NGT also directed that the environmental clearance shall be kept in abeyance and the Company shall maintain status quo in relation to the project during the period of review by the Committee or till fresh order is passed by the MoEF, whichever is earlier. The Company filed an appeal challenging the NGT order before the Hon'ble Supreme Court of India which stayed the order of the NGT and the matter is sub-judice. All the units of the project have been declared commercial in the earlier years. The carrying cost of the project as at 31 December 2021 is ` 14,952.78 crore (31 March 2021: ` 15,115.02 crore). Management is confident that the approval for the project shall be granted, hence no adjustment is considered necessary in respect of the carrying value of the project.

6 The Company is executing a thermal power project consisting of two units of 800 MW each in the State of Telangana. The project construction commenced in the year 2016 after obtaining the requisite approval and Environment Clearance (EC) from MOEF&CC (Ministry of Environment, Forest and Climate Change). On 27 May 2021, the National Green Tribunal (NGT) has passed an order instructing MOEF&CC to keep the EC granted for the project in abeyance for a period of seven months or till the period the re-appraisal is done and additional conditions imposed by the MOEF&CC, whichever is earlier. NGT has further directed the MOEF&CC to conduct additional studies pertaining to Environment Impact Assessment of the project, to be carried out through the Company, for further assessment by its Expert Appraisal Committee (EAC) and get recommendations of the EAC for imposing additional conditions by the MOEF&CC, if any, on the Company for allowing the units to operate. The Company filed an appeal before Hon'ble Supreme Court of India against the directions of NGT.

The Hon'ble Supreme Court of India has passed the order on 20 July 2021 and directed that while the EC is in abeyance, various construction activities at site may be continued till the commissioning of the project and the various studies as directed by NGT are to be conducted simultaneously. NTPC has carried out the additional studies as directed by NGT and the reports are under preparation.

Both the units of the project are in advanced stage of construction and the carrying cost of the project as at 31 December 2021 is ` 10,069.32 crore (31 March 2021: ` 9,376.31 crore). Management is confident that the approval for the continuation of the project shall be granted, hence no adjustment is considered necessary in respect of the carrying value of the project.

S.K. MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

S.N. DHAWAN & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

7 An amount of ` 694.49 crore (31 March 2021: ` 700.30 crore) has been incurred upto 31 December 2021 in respect of one of the hydro power projects of the Company, the construction of which has been discontinued on the advice of the Ministry of Power (MOP), Government of India (GOI), which includes ` 454.45 crore (31 March 2021: ` 449.88 crore) in respect of arbitration awards challenged by the Company before the Hon'ble High Court of Delhi. In the event the Hon'ble High Court grants relief to the Company, the amount would be adjusted against provisions made in this regard. Management expects that the total cost incurred, anticipated expenditure on the safety and stabilisation measures, other recurring site expenses and interest costs as well as claims of contractors/vendors for various packages for this project will be compensated in full by the GOI. Hence, no provision is considered necessary.

8 The Company had entered into an agreement for movement of coal through inland waterways for one of its stations. As per the agreement, the operator was to design, finance, build, operate and maintain the unloading and material handling infrastructure for 7 years, after which it was to be transferred to the Company at ` 1/-. After commencement of the operations, the operator had raised several disputes, invoked arbitration and raised substantial claims on the Company. Based on the interim arbitral award and subsequent directions of the Hon'ble Supreme Court of India, an amount of ₹ 356.31 crore was paid upto 31 March 2019.

Further, the Arbitral Tribunal had awarded a claim of ₹ 1,891.09 crore plus applicable interest in favour of the operator, during the financial year 2018-19. The Company aggrieved by the arbitral award and considering legal opinion obtained, had filed an appeal before the Hon'ble High Court of Delhi (Hon'ble High Court) against the said arbitral award in its entirety.

In the financial year 2019-20, against the appeal of the Company, Hon'ble High Court directed the Company to deposit ` 500.00 crore with the Registrar General of the Court. The said amount was deposited with the Hon'ble High Court on 5 November 2019. Hon'ble High Court vide its order dated 8 January 2020 directed the parties to commence formal handing over of the infrastructure in the presence of appointed Local Commissioner and also directed release of ` 500.00 crore to the operator by the Registrar General subject to verification of bank guarantee and outcome of the application of the Company for formal handing over of the infrastructure. On 17 January 2020 unconditional BG was submitted by the operator to Registrar General and ` 500.00 crore was released to the operator by the Hon'ble High Court. As per order of Hon'ble High Court, formal handing over of the infrastructure started on 20 January 2020 at the project site. However, due to certain local administrative issues initially and further due to Covid-19 pandemic, Local Commissioner's visit had to be deferred.

In view of delay in the handover exercise, NTPC had filed an Application in Hon'ble High Court praying to pass further directions to operator in this regard. Hon'ble High Court on 11 November 2020 disposed off the application requesting the Ld. Local Commissioner appointed by the Court, to visit the project site expeditiously preferably within 2 weeks and carry out the commission. The handing over exercise has been delayed due to operator's issues with local labours at the site and Covid situation. Date of hearing at Hon'ble High Court of Delhi has been adjourned several times in light of restricted functioning of the Hon'ble High Court in view of Covid-19 situation and the same is expected to take place in March 2022.

Pending final disposal of the appeal by the Hon'ble High Court, considering the provisions of Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets' and Significant Accounting Policies of the Company, provision has been updated by interest to ` 38.22 crore (31 March 2021: ` 38.09 crore) and the balance amount of ` 2,258.10 crore (31 March 2021: ` 2,153.57 crore) has been considered as contingent liability.

9 In line with the directions of MOP issued in accordance with the announcement of GOI under the Atmanirbhar Bharat Special Economic and Comprehensive package, a rebate on the capacity charges during the lockdown period in view of Covid 19 pandemic, was accounted during the previous year 2020-21 and disclosed as exceptional item.

10 During the quarter and year ended 31 March 2021, excess tax provision of ` 1,889.05 crore was reversed consequent to adjustment of tax provision created in accordance with Vivad se Vishwas Scheme (VsVs Scheme) notified through 'The Direct Tax Vivad Se Vishwas Act, 2020'. Correspondingly, sales amounting to ₹ 1,101.47 crore was reversed on account of income tax recoverable from / (refundable to) the beneficiaries as per Regulations, 2004.

11 During the nine months ended 31 December 2021, 15 MW solar PV capacity at Bilhaur w.e.f. 8 April 2021, 10 MW Simhadri floating solar w.e.f. 30 June 2021, one thermal unit of 660 MW at Tanda w.e.f. 1 July 2021, 15 MW Simhadri floating solar w.e.f.21 August 2021, one thermal unit of 800 MW at Darlipalli w.e.f. 1 September 2021, 80 MW Solar PV plant at Jetsar w.e.f. 22 October 2021, 17.5 MW Floating Solar at Ramagundam 28 October 2021, , one thermal unit of 250 MW unit at Barauni w.e.f. 1 November 2021, one thermal unit of 660 MW unit at Barh w.e.f. 12 November 2021, 20 MW floating solar at Ramagundam w.e.f. 22 December 2021 and 49.92 MW Solar PV plant at Fategarh w.e.f.30 December 2021 have been declared commercial.

12 The Board of Directors of the Company has declared interim dividend of ` 4.00 per share (face value of ` 10/- each) for the financial year 2021-22 in its meeting held on 29 January 2022.

13 The Company has maintained asset cover of 100% or higher as per the terms of offer document/ Information Memorandum and/or Debenture Trust Deed, including compliance with all the covenants, in respect of the listed non-convertible debt securities. Further, security has been created on specified assets of the Company through English/Equitable mortgage as per the terms of respective Debenture Trust Deeds for all secured non-convertible debt securities issued by the Company.

14 Previous periods figures have been reclassified wherever considered necessary.

For and on behalf of Board of Directors of
NTPC Limited

(A.K.Gautam)
Director (Finance)
DIN:08293632

Place: New Delhi
Date: 29 January 2022

S. K. MEHTA & CO.
NEW DELHI
CHARTERED ACCOUNTANTS

S.N. DHAWAN & CO. LLP
NEW DELHI
CHARTERED ACCOUNTANTS

एनटीपीसी
NTPC

NTPC LIMITED

Regd Office: NTPC Bhawan, SCOPE Complex, 7 Institutional area, Lodhi Road, New Delhi -110003
CIN-L40101DL1975GOI007966, website: www.ntpc.co.in

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2021

₹ Crore

Sl. No.	Particulars	Quarter ended 31.12.2021 (Unaudited)	Quarter ended 30.09.2021 (Unaudited)	Quarter ended 31.12.2020 (Unaudited)	Nine months ended 31.12.2021 (Unaudited)	Nine months ended 31.12.2020 (Unaudited)	Year ended 31.03.2021 (Audited)
1	2	3	4	5	6	7	8
1	**Income**						
	(a) Revenue from operations	33292.61	32403.58	27526.03	95584.21	81428.55	111531.15
	(b) Other income	491.01	692.09	861.24	1685.68	2431.04	4015.68
	Total income (a+b)	**33783.62**	**33095.67**	**28387.27**	**97269.89**	**83859.59**	**115546.83**
2	**Expenses**						
	(a) Fuel cost	17051.88	17956.74	13446.62	50395.87	39296.87	56099.26
	(b) Electricity purchased for trading	1323.38	1346.29	1116.22	4124.97	3667.22	5049.42
	(c) Employee benefits expense	1574.05	1539.98	1554.88	4608.26	4703.43	5953.93
	(d) Finance costs	2231.72	2211.93	2456.54	6908.42	7141.16	9224.14
	(e) Depreciation and amortisation expense	3451.81	3314.12	3041.60	9966.64	8993.07	12450.31
	(f) Other expenses	2331.69	2580.47	2667.45	7601.39	7560.28	10454.71
	Total expenses (a+b+c+d+e+f)	**27964.53**	**28949.53**	**24283.31**	**83605.55**	**71362.03**	**99231.77**
3	**Profit before exceptional items, tax, Regulatory deferral account balances and Share of net profit of joint ventures accounted for using equity method (1-2)**	**5819.09**	**4146.14**	**4103.96**	**13664.34**	**12497.56**	**16315.06**
4	Share of net profits of joint ventures accounted for using equity method	307.99	324.05	195.03	834.44	480.50	683.87
5	**Profit before exceptional items, tax and regulatory deferral account balances (3+4)**	**6127.08**	**4470.19**	**4298.99**	**14498.78**	**12978.06**	**16998.93**
6	Exceptional items-(income) / expense (Refer Note 10)	-	-	2.08	-	1509.04	1512.19
7	**Profit before tax and regulatory deferral account balances (5-6)**	**6127.08**	**4470.19**	**4296.91**	**14498.78**	**11469.02**	**15486.74**
8	**Tax expense**						
	(a) Current tax (Refer Note 11)	1110.78	811.75	734.82	2626.47	2079.25	1091.06
	(b) Deferred tax	352.29	469.53	619.23	1395.66	1301.94	1329.47
	Total tax expense (a+b)	1463.07	1281.28	1354.05	4022.13	3381.19	2420.53
9	**Profit before regulatory deferral account balances (7-8)**	**4664.01**	**3188.91**	**2942.86**	**10476.65**	**8087.83**	**13066.21**
10	Net movement in regulatory deferral account balances (net of tax)	(37.90)	502.04	933.50	1284.13	2232.08	1903.19
11	**Profit for the period (9+10)**	**4626.11**	**3690.95**	**3876.36**	**11760.78**	**10319.91**	**14969.40**
12	**Other comprehensive income**						
	(a) Items that will not be reclassified to profit or loss						
	(i) Net actuarial gains/(losses) on defined benefit plans	(31.50)	(21.89)	(65.08)	(85.82)	(189.49)	(151.74)
	(ii) Net gains/(losses) on fair value of equity instruments	(8.16)	14.82	13.38	37.56	23.94	46.80
	(iii) Share of other comprehensive income of joint ventures accounted for under the equity method	(1.08)	(0.75)	(0.05)	(2.62)	(0.17)	(2.77)
	Income tax on items that will not be reclassfied to profit or loss						
	(i) Net acturial gains/(losses) on defined benefit plans	5.36	2.85	11.84	14.37	33.67	28.82
	(b) Items that will be reclassified to profit or loss						
	(i) Exchange differences on translation of foreign operations	0.00	(3.73)	(2.54)	0.29	(20.81)	(20.20)
	Other comprehensive income for the period (net of tax) (a+b)	(35.38)	(8.70)	(42.45)	(36.22)	(152.86)	(99.09)
13	**Total comprehensive Income for the period (11+12)**	**4590.73**	**3682.25**	**3833.91**	**11724.56**	**10167.05**	**14870.31**
14	Profit attributable to owners of the parent company	4498.58	3599.26	3766.46	11509.40	10092.84	14634.63
15	Profit attributable to non-controlling interest	127.53	91.69	109.90	251.38	227.07	334.77
16	Other comprehensive income attributable to owners of the parent company	(35.28)	(8.49)	(42.08)	(35.80)	(151.86)	(99.17)
17	Other comprehensive income attributable to non controlling interest	(0.10)	(0.21)	(0.37)	(0.42)	(1.00)	0.08
18	Earnings per share (of ₹ 10/- each) - (not annualised) (including net movement in regulatory deferral account balances): Basic and Diluted (in ₹)	4.64	3.71	3.81	11.87	10.20	14.87
19	Earnings per share (of ₹ 10/- each) - (not annualised) (excluding net movement in regulatory deferral account balances): Basic and Diluted (in ₹)	4.68	3.19	2.86	10.55	7.95	12.93

S. K. MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

S.N. DHAWAN & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

Sl. No.	Particulars	Quarter ended 31.12.2021 (Unaudited)	Quarter ended 30.09.2021 (Unaudited)	Quarter ended 31.12.2020 (Unaudited)	Nine months ended 31.12.2021 (Unaudited)	Nine months ended 31.12.2020 (Unaudited)	Year ended 31.03.2021 (Audited)
1	2	3	4	5	6	7	8
20	Paid-up equity share capital (Face value of share ₹ 10/- each)	9696.67	9696.67	9696.67	9696.67	9696.67	9696.67
21	Paid-up debt capital$	206097.62	207626.27	211360.39	206097.62	211360.39	209310.38
22	Other equity excluding revaluation reserve as per balance sheet	124446.25	119965.89	114281.33	124446.25	114281.33	116041.80
23	Net worth*	133397.47	128926.00	123396.73	133397.47	123396.73	125016.19
24	Debenture redemption reserve	6418.09	6795.97	7477.22	6418.09	7477.22	6970.47
25	Capital redemption reserve	197.89	197.89	197.89	197.89	197.89	197.89
26	Debt equity ratio (Paid-up debt capital / Shareholder's Equity)	1.54	1.60	1.70	1.54	1.70	1.66
27	Debt service coverage ratio [(Profit for the period+Interest+ Depreciation+Exceptional items) / (Interest net of transfer to expenditure during construction + lease payments+Scheduled principal repayments of long term borrowings)]	2.42	0.83	1.94	1.27	2.13	1.97
28	Interest service coverage ratio [(Profit for the period + Interest+ Depreciation+Exceptional items)/ Interest net of transfer to expenditure during construction)]	4.62	4.17	3.82	4.15	3.92	4.14
29	Current ratio (Current assets / Current liabilities)	0.82	0.87	0.91	0.82	0.91	0.80
30	Long term debt to working capital ratio (Long term borrowings including current maturity of long term borrowings / [working capital+current maturities of long term borrowings])	71.09	89.25	32.58	71.09	32.58	**
31	Bad debts to account receivable ratio (Bad debts / Average Trade receivables)	-	-	-	-	-	-
32	Current liability ratio (Current liabilities excluding Current borrowings / Total liabilities)	0.26	0.25	0.28	0.26	0.28	0.26
33	Total debts to total assets ratio (Paid up debt capital / Total assets)	0.50	0.51	0.53	0.50	0.53	0.52
34	Debtors turnover ratio (Revenue from operations / Average trade receivables) - Annualised	7.53	6.16	3.60	7.38	4.34	5.87
35	Inventory turnover ratio (Revenue from operations / Average inventory) - Annualised	15.19	14.92	10.88	12.89	10.00	10.65
36	Operating margin (%) (Earnings before interest,tax and exceptional items / Revenue from operations)	23.96	20.78	26.46	22.73	26.11	24.18
37	Net profit margin (%) (Profit for the period / Revenue from operations)	13.90	11.39	14.08	12.30	12.67	13.42

$ Comprises long term debts and Short term debts

* Excluding Fly ash utilization reserve, Corporate social responsibility reserve and reserve for equity instruments through Other comprehensive income

** Denominator is negative

See accompanying notes to the consolidated financial results

S. K. MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

S.N. DHAWAN & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

CONSOLIDATED SEGMENT-WISE REVENUE, RESULTS, ASSETS AND LIABILITIES FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2021

₹ Crore

Sl. No.	Particulars	Quarter ended 31.12.2021 (Unaudited)	Quarter ended 30.09.2021 (Unaudited)	Quarter ended 31.12.2020 (Unaudited)	Nine months ended 31.12.2021 (Unaudited)	Nine months ended 31.12.2020 (Unaudited)	Year ended 31.03.2021 (Audited)
1	2	3	4	5	6	7	8
1	**Segment revenue**						
	- Generation	32529.38	31495.23	27125.87	92830.30	79773.47	109878.24
	- Others	2371.82	2474.55	2122.04	7416.53	6391.51	9038.50
	- Unallocated	35.54	186.81	32.73	242.80	70.49	116.60
	- Less: Inter segment elimination	1153.12	1060.92	893.37	3219.74	2375.88	3486.51
	Total	**33783.62**	**33095.67**	**28387.27**	**97269.89**	**83859.59**	**115546.83**
2	**Segment results**						
	Profit before interest, exceptional items and tax (including regulatory deferral account balances)						
	- Generation	7730.96	6708.50	7548.39	21493.33	22199.75	27871.73
	- Others	225.48	134.35	97.64	477.74	283.80	100.83
	Total	**7956.44**	**6842.85**	**7646.03**	**21971.07**	**22483.55**	**27972.56**
	Add:						
	(i) Share of net profits of joint ventures accounted for using equity method	307.99	324.05	195.03	834.44	480.50	683.87
	Less:						
	(i) Finance costs	2231.72	2211.93	2456.54	6908.42	7141.16	9224.14
	(ii) Other unallocated expenditure net of unallocable income	(40.65)	(125.34)	(46.33)	(153.92)	146.89	142.67
	(iii) Exceptional items	-	-	2.08	-	1509.04	1,512.19
	Profit before tax (including regulatory deferral account balances)	**6073.36**	**5080.31**	**5428.77**	**16051.01**	**14166.96**	**17777.43**
	Tax expense (including tax on movement in regulatory deferral account balances)	1447.25	1389.36	1,552.41	4290.23	3847.05	2808.03
	Profit after tax	**4626.11**	**3690.95**	**3876.36**	**11760.78**	**10319.91**	**14969.40**
3	**Segment assets**						
	- Generation	379804.44	372459.51	371087.40	379804.44	371087.40	368389.88
	- Others	13207.25	12825.13	13735.75	13207.25	13735.75	12788.14
	- Unallocated	18764.65	23445.00	16397.87	18764.65	16397.87	18180.07
	- Less: Inter segment elimination	429.21	488.28	383.57	429.21	383.57	391.88
	Total	**411347.13**	**408241.36**	**400837.45**	**411347.13**	**400837.45**	**398966.21**
4	**Segment liabilities**						
	- Generation	50068.82	47344.07	45446.83	50068.82	45446.83	44949.27
	- Others	6091.67	5964.20	6064.58	6091.67	6064.58	6230.86
	- Unallocated	221472.93	225758.81	225731.61	221472.93	225731.61	222439.49
	- Less:Inter segment elimination	429.21	488.28	383.57	429.21	383.57	391.88
	Total	**277204.21**	**278578.80**	**276859.45**	**277204.21**	**276859.45**	**273227.74**

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

S. K. MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

S.N. DHAWAN & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

Notes to Consolidated Financial Results:

1 The above consolidated financial results have been reviewed by the Audit Committee of the Board of Directors in their meeting held on 29 January 2022 and approved by the Board of Directors in their meeting held on the same date.

2 The Joint Statutory Auditors of the Company have carried out the limited review of these consolidated financial results as required under Regulation 33 and 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

3 The subsidiary and joint venture companies considered in the consolidated financial results are as follows:

a)	**Subsidiary Companies**	**Ownership (%)**
1	NTPC Electric Supply Company Ltd.	100.00
2	NTPC Vidyut Vyapar Nigam Ltd.	100.00
3	Kanti Bijlee Utpadan Nigam Ltd.	100.00
4	Nabinagar Power Generating Company Ltd.	100.00
5	Bhartiya Rail Bijlee Company Ltd.	74.00
6	Patratu Vidyut Utpadan Nigam Ltd.	74.00
7	North Eastern Electric Power Corporation Ltd.	100.00
8	THDC India Limited	74.496
9	NTPC Mining Ltd.	100.00
10	NTPC EDMC Waste Solutions Private Ltd.	74.00
11	NTPC Renewable Energy Ltd.	100.00
12	Ratnagiri Gas and Power Private Ltd.	86.49
b)	**Joint Venture Companies**	
1	Utility Powertech Ltd.	50.00
2	NTPC GE Power Services Private Ltd.	50.00
3	NTPC SAIL Power Company Ltd.	50.00
4	NTPC Tamilnadu Energy Company Ltd.	50.00
5	Aravali Power Company Private Ltd.	50.00
6	Meja Urja Nigam Private Ltd.	50.00
7	NTPC BHEL Power Projects Private Ltd.	50.00
8	National High Power Test Laboratory Private Ltd.	20.00
9	Transformers and Electricals Kerala Ltd.	44.60
10	Energy Efficiency Services Ltd.	33.334
11	CIL NTPC Urja Private Ltd.	50.00
12	Anushakti Vidhyut Nigam Ltd.	49.00
13	Hindustan Urvarak and Rasayan Ltd.	29.67
14	Trincomalee Power Company Ltd.	50.00
15	Bangladesh-India Friendship Power Company Private Ltd.	50.00

All the above Companies are incorporated in India except Companies at Sl. No.14 and 15 which are incorporated in Srilanka and Bangladesh respectively.

4 a) (i)The CERC notified the Central Electricity Regulatory Commission (Terms and Conditions of Tariff) Regulations, 2019 vide Order dated 7 March 2019 (Regulations, 2019) for determination of tariff for the tariff period 2019-2024. During the year, CERC has issued provisional tariff orders in respect of four stations of the group for the tariff period 2019-2024. Pending issue of provisional tariff orders in respect of balance stations, capacity charges are billed to beneficiaries in accordance with the tariff approved and applicable as on 31 March 2019, as provided in Regulations, 2019. In case of new projects, which got commercialised from 1 April 2019 and projects where tariff approved and applicable as on 31 March 2019 is pending from CERC, billing is done based on capacity charges as filed with CERC in tariff petition. Energy charges are billed as per the operational norms specified in the Regulations 2019. The amount provisionally billed for the quarter and nine months ended 31 December 2021 is ₹ 30,313.24 crore and ₹ 87,509.58 crore respectively (previous quarter and nine months ₹ 24,879.19 crore and ₹ 73,077.89 crore, respectively).

(ii) Sales for the quarter and nine months ended 31 December 2021 have been provisionally recognized at ₹ 30.371.08 crore and ₹ 87,469.16 crore respectively (previous quarter and nine months ₹ 25,211.43 crore and ₹ 73,826.46 crore, respectively) on the said basis.

b) Sales for the quarter and nine months ended 31 December 2021 include ₹ 614.51 crore and ₹ 638.95 crore respectively (previous quarter and nine months ₹ 234.60 crore and ₹ 811.38 crore, respectively) pertaining to earlier years on account of revision of energy charges due to grade slippages, impact of CERC Orders and other adjustments.

c) Sales for the quarter and nine months ended 31 December 2021 also include ₹ 25.27 crore and ₹ 75.80 crore respectively (previous quarter and nine months ₹ 24.58 crore and ₹ 73.50 crore, respectively) on account of deferred tax materialized which is recoverable from beneficiaries as per Regulations, 2019.

d) Revenue from operations for the quarter and nine months ended 31 December 2021 include ₹ 1,660.22 crore and ₹ 5,489.34 crore respectively (previous quarter and nine months ₹ 1,606.50 crore and ₹ 5,155.49 crore, respectively) on account of sale of energy through trading.

5 The Company is executing a hydro power project in the state of Uttarakhand, where all the clearances were accorded. A case was filed in Hon'ble Supreme Court of India after the natural disaster in Uttarakhand in June 2013 to review whether the various existing and ongoing hydro projects have contributed to environmental degradation. Hon'ble Supreme Court of India on 7 May 2014, ordered that no further construction shall be undertaken in the projects under consideration until further orders, which included the said hydro project of the Company. In the proceedings, Hon'ble Supreme Court is examining to allow few projects which have all clearances which includes the project of the Company where the work has been stopped. Aggregate cost incurred on the project up to 31 December 2021 is ₹ 163.69 crore (31 March 2021: ₹ 163.86 crore). Management is confident that the approval for proceeding with the project shall be granted, hence no adjustment is considered necessary in respect of the carrying value of the project.

S. K. MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

S.N. DHAWAN & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

6 The environmental clearance ("clearance") granted by the Ministry of Environment and Forest, Government of India (MoEF) for one of the Company's project consisting of three units of 800 MW each, was challenged before the National Green Tribunal (NGT). The NGT disposed off the appeal, inter alia, directing that the order of clearance be remanded to the MoEF to pass an order granting or declining clearance to the project proponent afresh in accordance with the law and the judgement of the NGT and for referring the matter to the Expert Appraisal Committee ("Committee") for its re-scrutiny, which shall complete the process within six months from the date of NGT order. NGT also directed that the environmental clearance shall be kept in abeyance and the Company shall maintain status quo in relation to the project during the period of review by the Committee or till fresh order is passed by the MoEF, whichever is earlier. The Company filed an appeal challenging the NGT order before the Hon'ble Supreme Court of India which stayed the order of the NGT and the matter is sub-judice. All the units of the project have been declared commercial in the earlier years. The carrying cost of the project as at 31 December 2021 is ₹ 14,952.78 crore (31 March 2021: ₹ 15,115.02 crore). Management is confident that the approval for the project shall be granted, hence no adjustment is considered necessary in respect of the carrying value of the project.

7 The Company is executing a thermal power project consisting of two units of 800 MW each in the State of Telangana. The project construction commenced in the year 2016 after obtaining the requisite approval and Environment Clearance (EC) from MOEF&CC (Ministry of Environment, Forest and Climate Change). On 27 May 2021, the National Green Tribunal (NGT) has passed an order instructing MOEF&CC to keep the EC granted for the project in abeyance for a period of seven months or till the period the re-appraisal is done and additional conditions imposed by the MOEF&CC, whichever is earlier. NGT has further directed the MOEF&CC to conduct additional studies pertaining to Environment Impact Assessment of the project, to be carried out through the Company, for further assessment by its Expert Appraisal Committee (EAC) and get recommendations of the EAC for imposing additional conditions by the MOEF&CC, if any, on the Company for allowing the units to operate. The Company filed an appeal before Hon'ble Supreme Court of India against the directions of NGT.

The Hon'ble Supreme Court of India has passed the order on 20 July 2021 and directed that while the EC is in abeyance, various construction activities at site may be continued till the commissioning of the project and the various studies as directed by NGT are to be conducted simultaneously. NTPC has carried out the additional studies as directed by NGT and the reports are under preparation.

Both the units of the project are in advanced stage of construction and the carrying cost of the project as at 31 December 2021 is ₹ 10,069.32 crore (31 March 2021: ₹ 9,376.31 crore). Management is confident that the approval for the continuation of the project shall be granted, hence no adjustment is considered necessary in respect of the carrying value of the project.

8 An amount of ₹ 694.49 crore (31 March 2021: ₹ 700.30 crore) has been incurred upto 31 December 2021 in respect of one of the hydro power projects of the Company, the construction of which has been discontinued on the advice of the Ministry of Power (MOP), Government of India (GOI), which includes ₹ 454.45 crore (31 March 2021: ₹ 449.88 crore) in respect of arbitration awards challenged by the Company before the Hon'ble High Court of Delhi. In the event the Hon'ble High Court grants relief to the Company, the amount would be adjusted against provisions made in this regard. Management expects that the total cost incurred, anticipated expenditure on the safety and stabilisation measures, other recurring site expenses and interest costs as well as claims of contractors/vendors for various packages for this project will be compensated in full by the GOI. Hence, no provision is considered necessary.

9 The Company had entered into an agreement for movement of coal through inland waterways for one of its stations. As per the agreement, the operator was to design, finance, build, operate and maintain the unloading and material handling infrastructure for 7 years, after which it was to be transferred to the Company at ₹ 1/-. After commencement of the operations, the operator had raised several disputes, invoked arbitration and raised substantial claims on the Company. Based on the interim arbitral award and subsequent directions of the Hon'ble Supreme Court of India, an amount of ₹ 356.31 crore was paid upto 31 March 2019.

Further, the Arbitral Tribunal had awarded a claim of ₹ 1,891.09 crore plus applicable interest in favour of the operator, during the financial year 2018-19. The Company aggrieved by the arbitral award and considering legal opinion obtained, had filed an appeal before the Hon'ble High Court of Delhi (Hon'ble High Court) against the said arbitral award in its entirety.

In the financial year 2019-20, against the appeal of the Company, Hon'ble High Court directed the Company to deposit ₹ 500.00 crore with the Registrar General of the Court. The said amount was deposited with the Hon'ble High Court on 5 November 2019. Hon'ble High Court vide its order dated 8 January 2020 directed the parties to commence formal handing over of the infrastructure in the presence of appointed Local Commissioner and also directed release of ₹ 500.00 crore to the operator by the Registrar General subject to verification of bank guarantee and outcome of the application of the Company for formal handing over of the infrastructure. On 17 January 2020 unconditional BG was submitted by the operator to Registrar General and ₹ 500.00 crore was released to the operator by the Hon'ble High Court. As per order of Hon'ble High Court, formal handing over of the infrastructure started on 20 January 2020 at the project site. However, due to certain local administrative issues initially and further due to Covid-19 pandemic, Local Commissioner's visit had to be deferred.

In view of delay in the handover exercise, NTPC had filed an Application in Hon'ble High Court praying to pass further directions to operator in this regard. Hon'ble High Court on 11 November 2020 disposed off the application requesting the Ld. Local Commissioner appointed by the Court, to visit the project site expeditiously preferably within 2 weeks and carry out the commission. The handing over exercise has been delayed due to operator's issues with local labours at the site and Covid situation. Date of hearing at Hon'ble High Court of Delhi has been adjourned several times in light of restricted functioning of the Hon'ble High Court in view of Covid-19 situation and the same is expected to take place in March 2022.

Pending final disposal of the appeal by the Hon'ble High Court, considering the provisions of Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets' and Significant Accounting Policies of the Company, provision has been updated by interest to ₹ 38.22 crore (31 March 2021: ₹ 38.09 crore) and the balance amount of ₹ 2,258.10 crore (31 March 2021: ₹ 2,153.57 crore) has been considered as contingent liability.

S.K. MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

S.N. DHAWAN & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

10 In line with the directions of MOP issued in accordance with the announcement of GOI under the Atmanirbhar Bharat Special Economic and Comprehensive package, a rebate on the capacity charges during the lockdown period in view of Covid 19 pandemic, was accounted during the previous year 2020-21 and disclosed as exceptional item.

11 During the quarter and year ended 31 March 2021, excess tax provision of ₹ 1,889.05 crore was reversed consequent to adjustment of tax provision created in accordance with Vivad se Vishwas Scheme (VsVs Scheme) notified through 'The Direct Tax Vivad Se Vishwas Act, 2020'. Correspondingly, sales amounting to ₹ 1,101.47 crore was reversed on account of income tax recoverable from / (refundable to) the beneficiaries as per Regulations, 2004.

12 During the nine months ended 31 December 2021, 15 MW solar PV capacity at Bilhaur w.e.f. 8 April 2021, 10 MW Simhadri floating solar w.e.f. 30 June 2021, one thermal unit of 660 MW at Tanda w.e.f. 1 July 2021, 15 MW Simhadri floating solar w.e.f.21 August 2021, one thermal unit of 800 MW at Darlipalli w.e.f. 1 September 2021, 80 MW Solar PV plant at Jetsar w.e.f. 22 October 2021, 17.5 MW Floating Solar at Ramagundam w.e.f. 28 October 2021, one thermal unit of 250 MW unit at Barauni w.e.f. 1 November 2021, one thermal unit of 660 MW unit at Barh w.e.f. 12 November 2021, 20 MW floating solar at Ramagundam w.e.f. 22 December 2021, 49.92 MW Solar PV plant at Fategarh w.e.f. 30 December 2021, one thermal unit of 660 MW of Nabinagar Power Generating Company Ltd w.e.f. 23 July 2021 and one thermal unit of 250 MW of Bhartiya Rail Bijlee Company Ltd w.e.f. 1 December 2021 have been declared commercial.

13 The Board of Directors of the Company has declared interim dividend of ₹ 4.00 per share (face value of ₹ 10/- each) for the financial year 2021-22 in its meeting held on 29 January 2022.

14 Previous periods figures have been reclassified wherever considered necessary.

For and on behalf of Board of Directors of
NTPC Limited

(A.K.Gautam)
Director (Finance)
DIN:08293632

Place: New Delhi
Date: 29 January 2022

S. K. MEHTA & CO.
NEW DELHI
CHARTERED ACCOUNTANTS

S.N. DHAWAN & CO. LLP
NEW DELHI
CHARTERED ACCOUNTANTS

NTPC LIMITED

Extract of the Financial Results for the Quarter and Nine months ended 31 December 2021

(₹ Crore)

Sl. No.	Particulars	Standalone					Consolidated				
		Quarter ended 31.12.2021 (Unaudited)	Quarter ended 31.12.2020 (Unaudited)	Nine months ended 31.12.2021 (Unaudited)	Nine months ended 31.12.2020 (Unaudited)	Year ended 31.03.2021 (Audited)	Quarter ended 31.12.2021 (Unaudited)	Quarter ended 31.12.2020 (Unaudited)	Nine months ended 31.12.2021 (Unaudited)	Nine months ended 31.12.2020 (Unaudited)	Year ended 31.03.2021 (Audited)
1	2	3	4	5	6	7	8	9	10	11	12
1	Total income from operations	28864.79	24509.26	83232.31	72639.86	99206.72	33292.61	27526.03	95584.21	81428.55	111531.15
2	Net profit before tax (before exceptional items)	5409.01	3561.59	12678.27	11489.31	15278.52	6127.08	4298.99	14498.78	12978.06	16998.93
3	Net profit before tax (after exceptional items)	5409.01	3561.59	12678.27	10126.31	13915.52	6127.08	4296.91	14498.78	11469.02	15486.74
4	Profit after tax	4131.99	3315.34	10489.53	9290.30	13769.52	4626.11	3876.36	11760.78	10319.91	14969.40
5	Profit after tax attributable to owners of the parent company						4498.58	3766.46	11509.40	10092.84	14634.63
6	Total comprehensive income after tax	4099.29	3279.89	10460.89	9167.73	13701.33	4590.73	3833.91	11724.56	10167.05	14870.31
7	Paid-up equity share capital (Face value of share ₹ 10/- each)	9696.67	9696.67	9696.67	9696.67	9696.67	9696.67	9696.67	9696.67	9696.67	9696.67
8	Other equity excluding revaluation reserve as per balance sheet	116669.00	107630.87	116669.00	107630.87	109288.82	124446.25	114281.33	124446.25	114281.33	116041.80
9	Net worth*	125674.98	116788.37	125674.98	116788.37	118306.11	133397.47	123396.73	133397.47	123396.73	125016.19
10	Paid up debt capital	168675.49	175470.33	168675.49	175470.33	173616.19	206097.62	211360.39	206097.62	211360.39	209310.38
11	Debenture redemption reserve	5651.68	6763.93	5651.68	6763.93	6240.43	6418.09	7477.22	6418.09	7477.22	6970.47
12	Earnings per share (of ₹ 10/- each) - (not annualised) (including net movement in regulatory deferral account balances): Basic and Diluted (in ₹)	4.26	3.35	10.82	9.39	13.99	4.64	3.81	11.87	10.20	14.87
13	Earnings per share (of ₹ 10/- each) - (not annualised) (excluding net movement in regulatory deferral account balances): Basic and Diluted (in ₹)	4.32	2.42	9.61	7.30	12.18	4.68	2.86	10.55	7.95	12.93
14	Debt Equity Ratio	1.33	1.50	1.33	1.50	1.46	1.54	1.70	1.54	1.70	1.66
15	Debt service coverage ratio	2.65	1.92	1.76	2.41	2.36	2.42	1.94	1.27	2.13	1.97
16	Interest service coverage ratio	5.05	3.92	4.45	4.11	4.42	4.62	3.82	4.15	3.92	4.14

* Excluding Fly ash utilization reserve, Corporate social responsibility reserve and reserve for equity instruments through Other comprehensive income

Notes:

1 The above is an extract of the detailed formats of financial results filed with the Stock Exchanges under Regulation 33 and 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full formats of the financial results of the Company are available on the investor section of our website https://www.ntpc.co.in and under Corporate Section of BSE Limited and National Stock Exchange of India Limited at https://www.bseindia.com & https://www.nseindia.com.

2 Previous periods figures have been reclassified wherever considered necessary.

For and on behalf of Board of Directors of
NTPC Limited

(A.K.Gautam)
Director (Finance)
DIN:08293632

Place: New Delhi
Date: 29 January 2022

S.K. MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

S.N. DHAWAN & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

S.K.Mehta & Co.
Chartered Accountants
302-306, Pragati Tower,
26 Rajendra Place,
New Delhi-110008

S.N.Dhawan & Co LLP
Chartered Accountants
D-74, Malcha Marg,
Diplomatic Enclave
New Delhi-110021

Varma & Varma
Chartered Accountants
104, Metro Palmgrove Apartments,
Raj Bhavan Road, Somajiguda,
Hyderabad – 500082

Parakh& Co.
Chartered Accountants
323, Ganpati Plaza,
M.I.Road,
Jaipur-302001

C.K.Prusty & Associates
Chartered Accountants
10, Rajarani Colony,
Tankapani Road,
Bhubaneshwar-751014

B.C.Jain & Co.
Chartered Accountants
16/77 A, Civil Lines,
Kanpur-208001

V.K.Jindal & Co.
Chartered Accountants
GG3, Shree Gopal Complex,
Third floor, Court Road,
Ranchi-834001

INDEPENDENT AUDITORS' LIMITED REVIEW REPORT ON THE UNAUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2021

To

The Board of Directors,
NTPC Limited,
New Delhi.

1. We have reviewed the accompanying statement of Unaudited Standalone Financial Results of NTPC Limited ("the Company") for the quarter and nine months ended 31 December 2021 ("the Statement") being submitted by the Company pursuant to the requirements of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulations") as amended.

2. The Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 as amended read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410, *"Review of Interim Financial Information Performed by the Independent Auditor of the Entity"*, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement read with notes thereon, prepared in accordance with applicable Indian Accounting Standards specified under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of the Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

S.K. MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

S.N. DHAWAN & CO LLP NEW DELHI CHARTERED ACCOUNTANTS

5. Emphasis of Matter:

We draw attention to the following matters in the Notes to the Statement:

(i) Note 3 (a) to the Statement regarding billing and accounting of sales on provisional basis;

(ii) Note 5 in respect of a completed project consisting of three units of 800 MW each, where the order of National Green Tribunal (NGT) has been stayed by the Honourable Supreme Court of India and the matter is subjudice;

(iii) Note 6 in respect of one of the projects under construction consisting of two units of 800MW each, where NGT has passed an order to keep the environment clearance granted to the project in abeyance and where the Hon'ble Supreme Court of India on the appeal filed by the company has directed that, while environmental clearance is in abeyance, construction activities may continue; and

(iv) Note 8 with respect to appeal filed by the Company with the Hon'ble High Court of Delhi in the matter of Arbitral award pronounced against the Company and the related provisions thereof.

Our conclusion is not modified in respect of these matters.

For S.K.Mehta & Co.
Chartered Accountants
FRN 000478N

(Rohit Mehta)
Partner
M. No.091382
UDIN: 22091382AAAABA4584
Place: New Delhi

For S. N. Dhawan & Co LLP
Chartered Accountants
FRN 000050N/N500045

(Mukesh Bansal)
Partner
M. No.505269
UDIN: 22505269AAAAAF1080
Place: New Delhi

For Varma & Varma
Chartered Accountants
FRN 004532S

-sd-
(P.R.Prasanna Varma)
Partner
M. No.025854
UDIN: 22025854AAAAAI9311
Place: Chennai

For Parakh & Co.
Chartered Accountants
FRN 001475C

-sd-
(Thalendra Sharma)
Partner
M. No.079236
UDIN: 22079236AAAAAA7421
Place: Jaipur

For C.K.Prusty & Associates
Chartered Accountants
FRN 323220E

-sd-
(C.K.Prusty)
Partner
M. No.057318
UDIN: 22057318AAAAAG5254
Place: Bhubaneshwar

For B.C.Jain & Co.
Chartered Accountants
FRN 001099C

-sd-
(Ranjeet Singh)
Partner
M. No.073488
UDIN: 22073488AAAAAC8053
Place: Kanpur

For V.K.Jindal & Co.
Chartered Accountants
FRN 001468C

-sd-
(Suresh Agarwal)
Partner
M. No.072534
UDIN: 22072534AAAABC1426
Place: Hazaribagh

Dated: 29 January 2022

5. Emphasis of Matter:

We draw attention to the following matters in the Notes to the Statement:

(i) Note 3 (a) to the Statement regarding billing and accounting of sales on provisional basis;

(ii) Note 5 in respect of a completed project consisting of three units of 800 MW each, where the order of National Green Tribunal (NGT) has been stayed by the Honourable Supreme Court of India and the matter is subjudice;

(iii) Note 6 in respect of one of the projects under construction consisting of two units of 800MW each, where NGT has passed an order to keep the environment clearance granted to the project in abeyance and where the Hon'ble Supreme Court of India on the appeal filed by the company has directed that, while environmental clearance is in abeyance, construction activities may continue; and

(iv) Note 8 with respect to appeal filed by the Company with the Hon'ble High Court of Delhi in the matter of Arbitral award pronounced against the Company and the related provisions thereof.

Our conclusion is not modified in respect of these matters.

For S.K.Mehta & Co.
Chartered Accountants
FRN 000478N

(Rohit Mehta)
Partner
M. No.091382
UDIN:
Place: New Delhi

For S. N. Dhawan & Co LLP
Chartered Accountants
FRN 000050N/N500045

(Mukesh Bansal)
Partner
M. No.505269
UDIN:
Place: New Delhi

For Varma & Varma
Chartered Accountants
FRN 004532S

VARMA & VARMA CHENNAI CHARTERED ACCOUNTANTS

(P.R.Prasanna Varma)
Partner
M. No.025854
UDIN: 22025854AAAAAI9311
Place: Chennai

For Parakh & Co.
Chartered Accountants
FRN 001475C

(Thalendra Sharma)
Partner
M. No.079236
UDIN:
Place: Jaipur

For C.K.Prusty & Associates
Chartered Accountants
FRN 323220E

(C.K.Prusty)
Partner
M. No.057318
UDIN:
Place: Bhubaneshwar

For B.C.Jain & Co.
Chartered Accountants
FRN 001099C

(Ranjeet Singh)
Partner
M. No.073488
UDIN:
Place: Kanpur

For V.K.Jindal & Co.
Chartered Accountants
FRN 001468C

(Suresh Agarwal)
Partner
M. No.072534
UDIN:
Place: Hazaribagh

Dated: 29 January 2022

5. Emphasis of Matter:

We draw attention to the following matters in the Notes to the Statement:

(i) Note 3 (a) to the Statement regarding billing and accountingof sales on provisional basis;

(ii) Note 5 in respect of a completed project consisting of three units of 800MW each, where the order of National Green Tribunal (NGT) has been stayed by the Honourable Supreme Court of India and the matter is subjudice;

(iii) Note 6 in respect of one of the projects under construction consisting of two units of 800MW each, where NGT has passed an order to keep the environment clearance granted to the project in abeyance and where the Hon'ble Supreme Court of India on the appeal filed by the company has directed that, while environmental clearance is in abeyance, construction activities may continue; and

(iv) Note 8 with respect to appeal filed by the Company with the Hon'ble High Court of Delhi in the matter of Arbitral award pronounced against the Company and the related provisions thereof.

Our conclusion is not modified in respect of these matters.

For S.K.Mehta& Co.
Chartered Accountants
FRN 000478N

(Rohit Mehta)
Partner
M. No.091382
UDIN:
Place: New Delhi

For S.N.Dhawan& Co LLP
Chartered Accountants
FRN 000050N/N500045

(Mukesh Bansal)
Partner
M. No.505269
UDIN:
Place: New Delhi

For Varma & Varma
Chartered Accountants
FRN 004532S

(P.R.Prasanna Varma)
Partner
M. No.025854
UDIN:
Place: Chennai

For Parakh& Co.
Chartered Accountants
FRN 001475C

PARAKH & CO. JAIPUR CHARTERED ACCOUNTANTS

(Thalendra Sharma)
Partner
M. No.079236
UDIN: 22079236AAAAAA7421
Place: Jaipur

For C.K.Prusty& Associates
Chartered Accountants
FRN 323220E

(C.K.Prusty)
Partner
M. No.057318
UDIN:
Place: Bhubaneshwar

For B.C.Jain& Co.
Chartered Accountants
FRN 001099C

(Ranjeet Singh)
Partner
M. No.073488
UDIN:
Place: Kanpur

For V.K.Jindal& Co.
Chartered Accountants
FRN 001468C

(Suresh Agarwal)
Partner
M. No.072534
UDIN:
Place: Hazaribagh

Dated: 29 January 2022

5. Emphasis of Matter:

We draw attention to the following matters in the Notes to the Statement:

(i) Note 3 (a) to the Statement regarding billing and accounting of sales on provisional basis;

(ii) Note 5 in respect of a completed project consisting of three units of 800 MW each, where the order of National Green Tribunal (NGT) has been stayed by the Honourable Supreme Court of India and the matter is subjudice;

(iii) Note 6 in respect of one of the projects under construction consisting of two units of 800MW each, where NGT has passed an order to keep the environment clearance granted to the project in abeyance and where the Hon'ble Supreme Court of India on the appeal filed by the company has directed that, while environmental clearance is in abeyance, construction activities may continue; and

(iv) Note 8 with respect to appeal filed by the Company with the Hon'ble High Court of Delhi in the matter of Arbitral award pronounced against the Company and the related provisions thereof.

Our conclusion is not modified in respect of these matters.

For S.K.Mehta & Co.
Chartered Accountants
FRN 000478N

(Rohit Mehta)
Partner
M. No.091382
UDIN:
Place: New Delhi

For S. N. Dhawan & Co LLP
Chartered Accountants
FRN 000050N/N500045

(Mukesh Bansal)
Partner
M. No.505269
UDIN:
Place: New Delhi

For Varma & Varma
Chartered Accountants
FRN 004532S

(P.R.Prasanna Varma)
Partner
M. No.025854
UDIN:
Place: Chennai

For Parakh & Co.
Chartered Accountants
FRN 001475C

(Thalendra Sharma)
Partner
M. No.079236
UDIN:
Place: Jaipur

For C.K.Prusty & Associates
Chartered Accountants
FRN 323220E

C.K. PRUSTY & ASSOCIATES
Bhubanaswar
Chartered Accountants

(C.K.Prusty)
Partner
M. No.057318
UDIN: 22057318AAAAAG5254
Place: Bhubaneshwar

For B.C.Jain & Co.
Chartered Accountants
FRN 001099C

(Ranjeet Singh)
Partner
M. No.073488
UDIN:
Place: Kanpur

For V.K.Jindal & Co.
Chartered Accountants
FRN 001468C

(Suresh Agarwal)
Partner
M. No.072534
UDIN:
Place: Hazaribagh

Dated: 29 January 2022

5. Emphasis of Matter:

We draw attention to the following matters in the Notes to the Statement:

(i) Note 3 (a) to the Statement regarding billing and accountingof sales on provisional basis;

(ii) Note 5 in respect of a completed project consisting of three units of 800MW each, where the order of National Green Tribunal (NGT) has been stayed by the Honourable Supreme Court of India and the matter is subjudice;

(iii) Note 6 in respect of one of the projects under construction consisting of two units of 800MW each, where NGT has passed an order to keep the environment clearance granted to the project in abeyance and where the Hon'ble Supreme Court of India on the appeal filed by the company has directed that, while environmental clearance is in abeyance, construction activities may continue; and

(iv) Note 8 with respect to appeal filed by the Company with the Hon'ble High Court of Delhi in the matter of Arbitral award pronounced against the Company and the related provisions thereof.

Our conclusion is not modified in respect of these matters.

For S.K.Mehta& Co.
Chartered Accountants
FRN 000478N

(Rohit Mehta)
Partner
M. No.091382
UDIN:
Place: New Delhi

For S.N.Dhawan& Co LLP
Chartered Accountants
FRN 000050N/N500045

(Mukesh Bansal)
Partner
M. No.505269
UDIN:
Place: New Delhi

For Varma & Varma
Chartered Accountants
FRN 004532S

(P.R.Prasanna Varma)
Partner
M. No.025854
UDIN:
Place: Chennai

For Parakh& Co.
Chartered Accountants
FRN 001475C

(Thalendra Sharma)
Partner
M. No.079236
UDIN:
Place: Jaipur

For C.K.Prusty& Associates
Chartered Accountants
FRN 323220E

(C.K.Prusty)
Partner
M. No.057318
UDIN:
Place: Bhubaneshwar

For B.C.Jain& Co.
Chartered Accountants
FRN 001099C

(Ranjeet Singh)
Partner
M. No.073488
UDIN: 22073488AAAAAC8053
Place: Kanpur

For V.K.Jindal& Co.
Chartered Accountants
FRN 001468C

(Suresh Agarwal)
Partner
M. No.072534
UDIN:
Place: Hazaribagh

Dated: 29 January 2022

5. Emphasis of Matter:

We draw attention to the following matters in the Notes to the Statement:

(i) Note 3 (a) to the Statement regarding billing and accountingof sales on provisional basis;

(ii) Note 5 in respect of a completed project consisting of three units of 800MW each, where the order of National Green Tribunal (NGT) has been stayed by the Honourable Supreme Court of India and the matter is subjudice;

(iii) Note 6 in respect of one of the projects under construction consisting of two units of 800MW each, where NGT has passed an order to keep the environment clearance granted to the project in abeyance and where the Hon'ble Supreme Court of India on the appeal filed by the company has directed that, while environmental clearance is in abeyance, construction activities may continue; and

(iv) Note 8 with respect to appeal filed by the Company with the Hon'ble High Court of Delhi in the matter of Arbitral award pronounced against the Company and the related provisions thereof.

Our conclusion is not modified in respect of these matters.

For S.K.Mehta& Co.
Chartered Accountants
FRN 000478N

(Rohit Mehta)
Partner
M. No.091382
UDIN:
Place: New Delhi

For S.N.Dhawan& Co LLP
Chartered Accountants
FRN 000050N/N500045

(Mukesh Bansal)
Partner
M. No.505269
UDIN:
Place: New Delhi

For Varma & Varma
Chartered Accountants
FRN 004532S

(P.R.Prasanna Varma)
Partner
M. No.025854
UDIN:
Place: Chennai

For Parakh& Co.
Chartered Accountants
FRN 001475C

(Thalendra Sharma)
Partner
M. No.079236
UDIN:
Place: Jaipur

For C.K.Prusty& Associates
Chartered Accountants
FRN 323220E

(C.K.Prusty)
Partner
M. No.057318
UDIN:
Place: Bhubaneshwar

For B.C.Jain& Co.
Chartered Accountants
FRN 001099C

(Ranjeet Singh)
Partner
M. No.073488
UDIN:
Place: Kanpur

For V.K.Jindal& Co.
Chartered Accountants
FRN 001468C

V.K. JINDAL & CO. RANCHI CHARTERED ACCOUNTANTS

(Suresh Agarwal)
Partner
M. No.072534
UDIN: 22072534AAAABC1426
Place: Hazaribagh

Dated: 29 January 2022

S.K.Mehta & Co.
Chartered Accountants
302-306, Pragati Tower,
26, Rajendra Place,
New Delhi-110008

S.N.Dhawan & CO LLP
Chartered Accountants
D-74, Malcha Marg,
Diplomatic Enclave
New Delhi-110021

Varma & Varma
Chartered Accountants
104,MetroPalmgroveApartments,
Raj Bhavan Road, Somajiguda,
Hyderabad-500082

Parakh & Co.
Chartered Accountants
323, Ganpati Plaza,
M.I.Road,
Jaipur-302001

C.K.Prusty & Associates
Chartered Accountants
10, Rajarani Colony,
Tankapani Road,
Bhubaneshwar-751014

B.C.Jain & Co.
Chartered Accountants
16/77 A, Civil Lines,
Kanpur-208001

V.K.Jindal & Co.
Chartered Accountants
GG3, Shree Gopal Complex,
Third floor, Court Road,
Ranchi-834001

INDEPENDENT AUDITORS' LIMITED REVIEW REPORT ON THE UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31 DECEMBER 2021

To

The Board of Directors,
NTPC Limited,
New Delhi.

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of NTPC Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") and its share of the net profit after tax and total comprehensive income of its Joint Ventures for the quarter and nine months ended 31 December 2021 attached herewith ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 and Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulations") as amended.

2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder, and other accounting principles generally accepted in India. Our responsibility is to express ~~a~~ conclusion on the Statement based on our review.

S. K. MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

S.N. DHAWAN & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

3. We conducted our review of the Statement in accordance with the Standard on Review Engagement (SRE) 2410, '*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*', issued by the Institute of Chartered Accountants of India and also considering the requirement of Standard on Auditing (SA 600) on '*Using the work of Another Auditor*' including materiality. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

   We also performed procedures in accordance with the Circular issued by the Securities and Exchange Board of India under Regulation 33(8) of the Regulations, to the extent applicable.

4. The Statement includes the results of the following entities:

   a) List of Subsidiaries:

      (1) NTPC Electric Supply Company Ltd., (2) NTPC Vidyut Vyapar Nigam Ltd., (3) Kanti Bijlee Utpadan Nigam Ltd., (4) Bhartiya Rail Bijlee Company Ltd., (5) Patratu Vidyut Utpadan Nigam Ltd., (6) Nabinagar Power Generating Company Ltd., (7) NTPC Mining Ltd., (8) North Eastern Electric Power Corporation Ltd., (9) THDC India Ltd., (10) NTPC EDMC Waste Solutions Private Ltd., (11) NTPC Renewable Energy Ltd., and (12) Ratnagiri Gas and Power Private Ltd.

   b) List of Joint Ventures:

      (1) Utility Powertech Ltd., (2) NTPC-GE Power Services Private Ltd., (3) NTPC SAIL Power Company Ltd., (4) NTPC Tamil Nadu Energy Company Ltd., (5) Aravali Power Company Private Ltd., (6) Meja Urja Nigam Private Ltd., (7) NTPC BHEL Power Projects Private Ltd., (8) National High Power Test Laboratory Private Ltd., (9) Transformers and Electricals Kerala Ltd., (10) Energy Efficiency Services Ltd., (11) CIL NTPC Urja Private Ltd., (12) Anushakti Vidhyut Nigam Ltd., (13) Hindustan Urvarak and Rasayan Ltd., (14) Trincomalee Power Company Ltd.* and (15) Bangladesh-India Friendship Power Company Private Ltd.*
      (*incorporated outside India)

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of other auditors referred to in paragraph 7(a) below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard specified under Section 133 of the Companies Act, 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of the Regulations, including the manner in which it is to be disclosed, or that it contains any material misstatement.

S. K. MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

S.N. DHAWAN & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

6. Emphasis of Matter:

We draw attention to the following matters in the Notes to the Statement:

(i) Note 4(a) to the Statement regarding billing and accounting of sales on provisional basis;

(ii) Note 6 in respect of a completed project of Parent Company consisting of 3 units of 800 MW each, where the order of National Green Tribunal (NGT) has been stayed by the Honourable Supreme Court of India and the matter is sub-judice;

(iii) Note 7 in respect of one of the projects of Parent Company under construction consisting of two units of 800MW each, where NGT has passed an order to keep the environment clearance granted to the project in abeyance and where the Hon'ble Supreme Court of India on the appeal filed by the Parent Company has directed that, while environmental clearance is in abeyance, construction activities may continue; and

(iv) Note 9 with respect to appeal filed by the Parent Company with the Hon'ble High Court of Delhi in the matter of Arbitral award pronounced against the Company and the related provisions thereof.

Our conclusion is not modified in respect of these matters.

7. Other Matters:

(a) We did not review the interim financial results / financial information of 4 subsidiaries, included in the unaudited consolidated financial results, whose interim financial results / financial information reflect total revenues of ₹ 708.90 crore and ₹ 1,827.03 crore, total net profit after tax of ₹ 122.49 crore and ₹ 200.91 crore and total comprehensive income of ₹ 122.49 crore and ₹ 200.91 crore, for the quarter and nine months ended 31 December 2021, as considered in the unaudited consolidated financial results. The unaudited consolidated financial results also include the Group's share of net profit after tax of ₹ 357.08 crore and ₹ 823.32 crore and total comprehensive income of ₹ 357.02 crore and ₹ 823.14 crore for the quarter and nine months ended 31 December 2021, in respect of 4 joint ventures, whose interim financial results / financial information have not been reviewed by us. These interim financial results / financial information have been reviewed by other auditors whose reports have been furnished to us by the management upto 27 January 2022 and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint ventures, is based solely on the reports of the other auditors and procedure performed by us as stated in paragraph 3 above.

(b) The unaudited consolidated financial results also include interim financial results / financial information of 8 subsidiaries which have not been reviewed by its auditors, whose interim financial results / financial information reflect total revenues of ₹ 4,400.73 crore and ₹ 12,499.06 crore, total net profit after tax of ₹ 692.02 crore and ₹ 1,587.13 crore and total comprehensive income of ₹ 690.42 crore and ₹ 1,581.88 crore, for the quarter and nine months ended 31 December 2021, as considered in the unaudited consolidated financial results which have not been reviewed by their auditors. The unaudited consolidated financial results also includes the Group's share of net profit / (loss) after tax of ₹ (49.08) crore and ₹ 11.13 crore and total comprehensive income of ₹ (50.10) crore and ₹ 8.69 crore for the quarter and nine months ended 31 December 2021 as considered in the unaudited consolidated financial results, in respect of 11 joint ventures, based on interim financial results / financial information which have not been reviewed by their auditors. These un-

S. K. MEHTA & CO. NEW DELHI CHARTERED ACCOUNTANTS

S.N. DHAWAN & CO. LLP NEW DELHI CHARTERED ACCOUNTANTS

reviewed interim financial results / financial information furnished to us by the Parent's management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of aforesaid subsidiary and joint ventures, is based solely on such un-reviewed interim financial results / financial information. According to information and explanations given to us by the Parent's management, these un-reviewed interim financial results / financial information of the aforesaid subsidiaries and joint ventures included in these unaudited consolidated financial results, are not material to the Group.

Our conclusion on the Statement is not modified in respect of the above matters.

For S.K.Mehta & Co.
Chartered Accountants
FRN 000478N

(Rohit Mehta)
Partner
M. No.091382
UDIN: 22091382AAAABB9292
Place: New Delhi

For S.N.Dhawan & CO LLP
Chartered Accountants
FRN 000050N/N500045

(Mukesh Bansal)
Partner
M. No.505269
UDIN: 22505269AAAAAG4676
Place: New Delhi

For Varma & Varma
Chartered Accountants
FRN 004532S

-sd-
(P.R.Prasanna Varma)
Partner
M. No.025854
UDIN: 22025854AAAAAJ9174
Place: Chennai

For Parakh & Co.
Chartered Accountants
FRN 001475C

-sd-
(Thalendra Sharma)
Partner
M. No.079236
UDIN: 22079236AAAAAB7675
Place: Jaipur

For C.K.Prusty & Associates
Chartered Accountants
FRN 323220E

-sd-
(C.K.Prusty)
Partner
M. No.057318
UDIN: 22057318AAAAAH4336
Place: Bhubaneshwar

For B.C.Jain & Co.
Chartered Accountants
FRN 001099C

-sd-
(Ranjeet Singh)
Partner
M. No.073488
UDIN: 22073488AAAAAD2907
Place: Kanpur

For V.K.Jindal & Co.
Chartered Accountants
FRN 001468C

-sd-
(Suresh Agarwal)
Partner
M. No.072534
UDIN: 22072534AAAABD7720
Place: Hazaribagh

Dated: 29 January 2022

reviewed interim financial results / financial information furnished to us by the Parent's management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of aforesaid subsidiary and joint ventures, is based solely on such un-reviewed interim financial results / financial information. According to information and explanations given to us by the Parent's management, these un-reviewed interim financial results / financial information of the aforesaid subsidiaries and joint ventures included in these unaudited consolidated financial results, are not material to the Group.

Our conclusion on the Statement is not modified in respect of the above matters.

For S.K.Mehta & Co.
Chartered Accountants
FRN 000478N

(Rohit Mehta)
Partner
M. No.091382
UDIN:
Place: New Delhi

For S.N.Dhawan & CO LLP
Chartered Accountants
FRN 000050N/N500045

(Mukesh Bansal)
Partner
M. No.505269
UDIN:
Place: New Delhi

For Varma & Varma
Chartered Accountants
FRN 004532S

(R.R.Prasanna Varma)
Partner
M. No.025854
UDIN: 22025854AAAAAJ9174
Place: Chennai

VARMA & VARMA CHENNAI CHARTERED ACCOUNTANTS

For Parakh & Co.
Chartered Accountants
FRN 001475C

(Thalendra Sharma)
Partner
M. No.079236
UDIN:
Place: Jaipur

For C.K.Prusty & Associates
Chartered Accountants
FRN 323220E

(C.K.Prusty)
Partner
M. No.057318
UDIN:
Place: Bhubaneshwar

For B.C.Jain & Co.
Chartered Accountants
FRN 001099C

(Ranjeet Singh)
Partner
M. No.073488
UDIN:
Place: Kanpur

For V.K.Jindal & Co.
Chartered Accountants
FRN 001468C

(Suresh Agarwal)
Partner
M. No.072534
UDIN:
Place: Hazaribagh

Dated: 29 January 2022

31 December 2021 as considered in the unaudited consolidated financial results, in respect of 11 joint ventures, based on interim financial results / financial information which have not been reviewed by their auditors. These un-reviewed interim financial results / financial information furnished to us by the Parent's management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of aforesaid subsidiary and joint ventures, is based solely on such un-reviewed interim financial results / financial information. According to information and explanations given to us by the Parent's management, these un-reviewed interim financial results / financial information of the aforesaid subsidiaries and joint ventures included in these unaudited consolidated financial results, are not material to the Group.

Our conclusion on the Statement is not modified in respect of the above matters.

For S.K.Mehta& Co.
Chartered Accountants
FRN 000478N

(Rohit Mehta)
Partner
M. No.091382
UDIN:
Place: New Delhi

For S.N.Dhawan& CO LLP
Chartered Accountants
FRN 000050N/N500045

(Mukesh Bansal)
Partner
M. No.505269
UDIN:
Place: New Delhi

For Varma & Varma
Chartered Accountants
FRN 004532S

(P.R.Prasanna Varma)
Partner
M. No.025854
UDIN:
Place: Chennai

For Parakh& Co.
Chartered Accountants
FRN 001475C

(Thalendra Sharma)
Partner
M. No.079236
UDIN: 22079236AAAAAB7675
Place: Jaipur

For C.K.Prusty&Associates
Chartered Accountants
FRN 323220E

(C.K.Prusty)
Partner
M. No.057318
UDIN:
Place: Bhubaneshwar

For B.C.Jain& Co.
Chartered Accountants
FRN 001099C

(Ranjeet Singh)
Partner
M. No.073488
UDIN:
Place: Kanpur

For V.K.Jindal& Co.
Chartered Accountants
FRN 001468C

(Suresh Agarwal)
Partner
M. No.072534
UDIN:
Place: Hazaribagh

Dated:29 January 2022

reviewed interim financial results / financial information furnished to us by the Parent's management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of aforesaid subsidiary and joint ventures, is based solely on such un-reviewed interim financial results / financial information. According to information and explanations given to us by the Parent's management, these un-reviewed interim financial results / financial information of the aforesaid subsidiaries and joint ventures included in these unaudited consolidated financial results, are not material to the Group.

Our conclusion on the Statement is not modified in respect of the above matters.

For S.K.Mehta & Co.
Chartered Accountants
FRN 000478N

(Rohit Mehta)
Partner
M. No.091382
UDIN:
Place: New Delhi

For S.N.Dhawan & CO LLP
Chartered Accountants
FRN 000050N/N500045

(Mukesh Bansal)
Partner
M. No.505269
UDIN:
Place: New Delhi

For Varma & Varma
Chartered Accountants
FRN 004532S

(P.R.Prasanna Varma)
Partner
M. No.025854
UDIN:
Place: Chennai

For Parakh & Co.
Chartered Accountants
FRN 001475C

(Thalendra Sharma)
Partner
M. No.079236
UDIN:
Place: Jaipur

For C.K.Prusty & Associates
Chartered Accountants
FRN 323220E

C.K. PRUSTY & ASSOCIATES
Bhubanaswar
Chartered Accountants

(C.K.Prusty)
Partner
M. No.057318
UDIN: 22057318AAAAAH4336
Place: Bhubaneshwar

For B.C.Jain & Co.
Chartered Accountants
FRN 001099C

(Ranjeet Singh)
Partner
M. No.073488
UDIN:
Place: Kanpur

For V.K.Jindal & Co.
Chartered Accountants
FRN 001468C

(Suresh Agarwal)
Partner
M. No.072534
UDIN:
Place: Hazaribagh

Dated: 29 January 2022

results, in respect of 11 joint ventures, based on interim financial results / financial information which have not been reviewed by their auditors. These un-reviewed interim financial results / financial information furnished to us by the Parent's management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of aforesaid subsidiary and joint ventures, is based solely on such un-reviewed interim financial results / financial information. According to information and explanations given to us by the Parent's management, these un-reviewed interim financial results / financial information of the aforesaid subsidiaries and joint ventures included in these unaudited consolidated financial results, are not material to the Group.

Our conclusion on the Statement is not modified in respect of the above matters.

For S.K.Mehta& Co.
Chartered Accountants
FRN 000478N

(Rohit Mehta)
Partner
M. No.091382
UDIN:
Place: New Delhi

For S.N.Dhawan& CO LLP
Chartered Accountants
FRN 000050N/N500045

(Mukesh Bansal)
Partner
M. No.505269
UDIN:
Place: New Delhi

For Varma & Varma
Chartered Accountants
FRN 004532S

(P.R.Prasanna Varma)
Partner
M. No.025854
UDIN:
Place: Chennai

For Parakh& Co.
Chartered Accountants
FRN 001475C

(Thalendra Sharma)
Partner
M. No.079236
UDIN:
Place: Jaipur

For C.K.Prusty&Associates
Chartered Accountants
FRN 323220E

(C.K.Prusty)
Partner
M. No.057318
UDIN:
Place: Bhubaneshwar

For B.C.Jain& Co.
Chartered Accountants
FRN 001099C

B.C. JAIN & CO. KANPUR Chartered Accountants

(Ranjeet Singh)
Partner
M. No.073488
UDIN: 22073488AAAAAD2907
Place: Kanpur

For V.K.Jindal& Co.
Chartered Accountants
FRN 001468C

(Suresh Agarwal)
Partner
M. No.072534
UDIN:
Place: Hazaribagh

Dated:29 January 2022

by their auditors. The unaudited consolidated financial results also includes the Group's share of net profit / (loss) after tax of ` (49.08)crore and `11.13 crore and total comprehensive income of ` (50.10) crore and `8.69 crore for the quarter and nine months ended 31 December 2021 as considered in the unaudited consolidated financial results, in respect of 11 joint ventures, based on interim financial results / financial information which have not been reviewed by their auditors. These un-reviewed interim financial results / financial information furnished to us by the Parent's management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of aforesaid subsidiary and joint ventures, is based solely on such un-reviewed interim financial results / financial information. According to information and explanations given to us by the Parent's management, these un-reviewed interim financial results / financial information of the aforesaid subsidiaries and joint ventures included in these unaudited consolidated financial results, are not material to the Group.

Our conclusion on the Statement is not modified in respect of the above matters.

For S.K.Mehta& Co.
Chartered Accountants
FRN 000478N

(Rohit Mehta)
Partner
M. No.091382
UDIN:
Place: New Delhi

For S.N.Dhawan& CO LLP
Chartered Accountants
FRN 000050N/N500045

(Mukesh Bansal)
Partner
M. No.505269
UDIN:
Place: New Delhi

For Varma & Varma
Chartered Accountants
FRN 004532S

(P.R.Prasanna Varma)
Partner
M. No.025854
UDIN:
Place: Chennai

For Parakh& Co.
Chartered Accountants
FRN 001475C

(Thalendra Sharma)
Partner
M. No.079236
UDIN:
Place: Jaipur

For C.K.Prusty&Associates
Chartered Accountants
FRN 323220E

(C.K.Prusty)
Partner
M. No.057318
UDIN:
Place: Bhubaneshwar

For B.C.Jain& Co.
Chartered Accountants
FRN 001099C

(Ranjeet Singh)
Partner
M. No.073488
UDIN:
Place: Kanpur

For V.K.Jindal& Co.
Chartered Accountants
FRN 001468C

V.K. JINDAL & CO. RANCHI CHARTERED ACCOUNTANTS

(Suresh Agarwal)
Partner
M. No.072534
UDIN: 22072534AAAABD7720
Place: Hazaribagh

Dated: 29 January 2022

Independent Auditor's Limited Review Report

Annexure-4

To
The Board of Directors,
Nabinagar Power Generating Company Limited

Introduction

We have reviewed the accompanying Statement of Unaudited Financial Results of **Nabinagar Power Generating Company Limited** (the "Company") for the period ended December 31, 2021 ("the Statement"), being submitted by the Company pursuant to the requirements of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 as amended ("the Regulations"). Management is responsible for the preparation and fair presentation of this Statement in accordance with Indian Accounting Standard 34 "Interim Financial Reporting" ('Ind AS 34'), prescribed under Section 133 of Companies Act 2013, read together the Companies (Indian Accounting Standard) Rules 2015 (as amended). Our responsibility is to issue a report on the Statement based on our review.

Scope of Review

We conducted our review of the Statement in accordance with Standard on Review Engagements (SRE) 2410, *"Review of Interim Financial Information Performed by the Independent Auditor of the Entity"* issued by the Institute of Chartered Accountants if India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying Statement does not give a true and fair view of the state of affairs of the entity as at December 31, 2021, and of its results of operations and its cash flows for the six month period then ended in accordance with Indian Accounting Standards ('Ind AS') notified under Section 133 of Companies Act 2013, read together the Companies (Indian Accounting Standard) Rules 2015 (as amended).

For **V P G S & Co.**
Chartered Accountants
Firm's Registration number: 507971C

VPGS & CO. FRN:507971C NEW DELHI Chartered Accountants

CA Gulshan Gaba
Partner
Membership number: 088726
ICAI UDIN: **22088726AAAABE8256**

Place: Delhi
Date: 28.01.2022

NABINAGAR POWER GENERATING COMPANY LIMITED

(Formerly known as Nabinagar Power Generating Company Private Limited)

Regd. Office: NTPC Bhawan, Scope Complex, 7, Institutional Area, Lodhi Road, New Delhi-110003

STATEMENT OF UNAUDITED ASSETS AND LIABILITIES

₹ Lakhs

Particulars	Note No.	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
ASSETS				
Non-current assets				
Property, plant and equipment	2	12,37,830.18	6,95,153.48	7,02,719.44
Capital work-in-progress	3	4,14,340.13	8,85,625.13	9,12,698.01
Intangible assets	4	31.14	53.83	52.78
Financial assets				
Loans	5	12.41	-	-
Other non-current assets	6	13,889.11	15,573.85	17,434.90
Total non-current assets		**16,66,102.96**	**15,96,406.30**	**16,32,905.13**
Current assets				
Inventories	7	13,919.79	9,452.05	9,668.32
Financial assets				
Trade Receivables	8	81,618.15	49,988.01	28,604.48
Cash and cash equivalents	9	971.54	733.24	1,626.90
Bank balances other than cash and cash equivalents	10	16,013.18	6,203.61	11,117.99
Loans	11	8.12	-	-
Other Financial Assets	12	40,308.11	22,463.87	20,606.93
Other current assets	13	10,056.27	8,132.01	9,496.13
Total current assets		**1,62,895.16**	**96,972.78**	**81,120.75**
Regulatory deferral account debit balances	14	15,879.93	7,302.04	12,461.61
TOTAL ASSETS		**18,44,878.05**	**17,00,681.11**	**17,26,487.49**
EQUITY AND LIABILITIES				
Equity				
Equity share capital	15	4,78,703.18	4,54,745.18	4,65,103.18
Other equity	16	61,702.23	29,064.28	38,473.98
Total equity		**5,40,405.40**	**4,83,809.45**	**5,03,577.16**
Liabilities				
Non-current liabilities				
Financial liabilities				
Borrowings	17	11,07,445.86	10,64,170.11	10,34,649.43
Trade payables	18			
(A) total outstanding dues of micro and small enterprises		0.16	0.01	0.01
(B) total outstanding dues of creditors other than micro and small enterprises		-	-	-
Other financial liabilities	19	0.28	25,684.51	14,788.86
Provisions	20	1.82	-	1.04
Deferred tax liabilities (net)	21	14,276.87	5,198.36	10,774.14
Total non-current liabilities		**11,21,724.98**	**10,95,052.99**	**10,60,213.47**
Current liabilities				
Financial liabilities				
Borrowings	22	70,786.37	24,000.00	54,930.09
Trade payables				
(A) total outstanding dues of micro and small enterprises	23	454.87	359.01	457.00
(B) total outstanding dues of creditors other than micro and small enterprises		3,241.97	9,047.54	5,463.86
Other current financial liabilities	24	1,00,823.79	80,346.89	93,726.41
Other current liabilities	25	1,493.57	719.74	733.49
Provisions	26	5,947.11	7,345.49	7,386.02
Total current liabilities		**1,82,747.67**	**1,21,818.67**	**1,62,696.86**
TOTAL EQUITY AND LIABILITIES		**18,44,878.05**	**17,00,681.11**	**17,26,487.49**
Significant accounting policies	1			

For and on behalf of the Board of Directors
Nabinagar Power Generating Company Limited
CIN: U40104DL2008GOI183024

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
(MANISH KUMAR)	(PARAS MANI)	(RAJ KUMAR PANDEY)	(ALKA SAIGAL)	(RAMESH BABU V.)
COMPANY SECRETARY	CFO	CEO	DIRECTOR	CHAIRMAN
Place: New Delhi	Place: NPGCL Nabinagar	Place: NPGCL Nabinagar	Place: Noida	Place: New Delhi
Date : 27/01/2022	Date :27/01/2022	Date :27/01/2022	Date : 28/01/2022	Date : 28/01/2022

This is the Statement of Assets and Liabilities referred to in our report of even date

For V.P.G.S & Co.
Chartered Accountants
Firm Regn . No. 507971C

Sd/-

CA Gulshan Gaba
Partner
Membership No. : 088726

Place: New Delhi
Date : 28/01/2022

NABINAGAR POWER GENERATING COMPANY LIMITED

(Formerly known as Nabinagar Power Generating Company Private Limited)

Regd. Office: NTPC Bhawan, Scope Complex, 7, Institutional Area, Lodhi Road, New Delhi-110003

STATEMENT OF UNAUDITED FINANCIAL RESULTS FOR THE NINE- MONTHS ENDED 31 DECEMBER 2021

₹ Lakhs

Particulars	Note No.	Nine Month ended 31 Dec 2021	Nine Month ended 31 Dec 2020	For the year ended 31 March 2021
Income				
Revenue from Operations	27	2,42,431.84	1,56,749.59	2,07,844.72
Other income	28	5,393.31	2,905.04	4,834.59
Total Income		2,47,825.16	1,59,654.64	2,12,679.31
Expenses				
Fuel cost	29	1,14,504.56	72,831.62	94,734.84
Employee benefits expense	30	3,535.03	5,134.92	6,144.46
Finance costs	31	49,827.31	34,172.82	46,221.99
Depreciation and amortization expense	32	39,228.36	24,388.75	32,999.05
Other expenses	33	11,807.98	11,072.32	14,542.50
Total expenses		**2,18,903.25**	**1,47,600.44**	**1,94,642.84**
Profit/(Loss) before exceptional items, tax and Regulatory deferral account balances		**28,921.90**	**12,054.19**	**18,036.47**
Exceptional items - (Income) / expense		-	-	-
Profit/(Loss) before tax and Regulatory deferral account balances		**28,921.90**	**12,054.19**	**18,036.47**
Tax expense:				
Current tax		-	-	-
Deferred tax		3,502.73	2,848.07	8,423.86
Total tax expense		**3,502.73**	**2,848.07**	**8,423.86**
Profit/(Loss) before Regulatory deferral account balances		**25,419.18**	**9,206.12**	**9,612.61**
Net movement in regulatory deferral account balances (net of tax)		3,418.32	3,485.20	8,644.77
Profit / (Loss) for the period		**28,837.50**	**12,691.32**	**18,257.38**
Other comprehensive income/(expense)		-	-	-
Total comprehensive income/(expense) for the period		**28,837.50**	**12,691.32**	**18,257.38**

Significant accounting policies	1

For and on behalf of the Board of Directors
Nabinagar Power Generating Company Limited
CIN: U40104DL2008GOI183024

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
(MANISH KUMAR)	(PARAS MANI)	(RAJ KUMAR PANDEY)	(ALKA SAIGAL)	(RAMESH BABU V.)
COMPANY SECRETARY	CFO	CEO	DIRECTOR	CHAIRMAN
Place: New Delhi	Place: NPGCL Nabinagar	Place: NPGCL Nabinagar	Place: Noida	Place: New Delhi
Date : 27/01/2022	Date :27/01/2022	Date :27/01/2022	Date : 28/01/2022	Date : 28/01/2022

This is the Statement of Financial Results referred to in our report of even date

For V.P.G.S & Co.
Chartered Accountants
Firm Regn . No. 507971C

Sd/-

CA Gulshan Gaba
Partner
Membership No. : 088726

Place: New Delhi
Date : 28/01/2022

NABINAGAR POWER GENERATING COMPANY LIMITED
(Formerly known as Nabinagar Power Generating Company Private Limited)
Regd. Office : NTPC Bhawan, Scope Complex, 7, Institutional Area, Lodhi Road, New Delhi-110003

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED

(A) Equity share capital

For the year ended 31 December 2021	₹ Lakhs	**For the year ended 31 December 2020**	₹ Lakhs
Balance as at 1 April 2021	4,65,103.18	Balance as at 1 April 2020	4,41,700.55
Changes in equity share capital during the year	13,600.00	Changes in equity share capital during the year	13,044.63
Balance as at 31 December 2021	**4,78,703.18**	**Balance as at 31 December 2020**	**4,54,745.18**

For the year ended 31 March 2021	₹ Lakhs
Balance as at 1 April 2020	4,41,700.55
Changes in equity share capital during the year	23,402.63
Balance as at 31 March 2021	**4,65,103.18**

(B) Other equity

For the year ended 31 December 2021 ₹ Lakhs

Particulars	**Reserves & Surplus**			**Total**
	Retained Earnings	**Fly Ash Utilisation reserve**	**Share Application Money Pending Allotment**	
As at 1 April 2021	**33,628.48**	**1,245.50**	**3,600.00**	**38,473.98**
Add: Profit/(Loss) for the year	28,837.50	-	-	28,837.50
Add: Other comprehensive income	-	-	-	-
Add: Share application money received	-	-	27,400.00	27,400.00
Add: Transfer	-	823.01	-	823.01
Less: Interim Dividend	10,000.00	-	-	10,000.00
Less: Final Dividend	10,232.27	-	-	10,232.27
Less: Shares allotted against share application money	-	-	13,600.00	13,600.00
Balance as at 31 December 2021	**42,233.71**	**2,068.51**	**17,400.00**	**61,702.23**

For the year ended 31 December 2020 ₹ Lakhs

Particulars	**Reserves & Surplus**			**Total**
	Retained Earnings	**Fly Ash Utilisation reserve**	**Share Application Money Pending Allotment**	
As at 1 April 2020	**15,371.09**	**427.88**	**-**	**15,798.98**
Add: Profit/(Loss) for the year	12,691.32	-	-	12,691.32
Add: Other comprehensive income	-	-	-	-
Add: Share application money received	-	-	13,044.63	13,044.63
Add: Transfer	-	573.98	-	573.98
Less: Shares allotted against share application money	-	-	13,044.63	13,044.63
Balance as at 31 December 2020	**28,062.42**	**1,001.86**	**-**	**29,064.28**

For the year ended 31 March 2021 ₹ Lakhs

Particulars	**Reserves & Surplus**			**Total**
	Retained Earnings	**Fly Ash Utilisation reserve**	**Share Application Money Pending Allotment**	
As at 1 April 2020	**15,371.09**	**427.88**	**-**	**15,798.98**
Add: Profit/(Loss) for the year	18,257.38	-	-	18,257.38
Add: Other comprehensive income	-	-	-	-
Add: Share application money received	-	-	27,002.63	27,002.63
Add: Transfer	-	817.62	-	817.62
Less: Shares allotted against share application money	-	-	23,402.63	23,402.63
Balance as at 31 March 2021	**33,628.48**	**1,245.50**	**3,600.00**	**38,473.98**

For and on behalf of the Board of Directors
Nabinagar Power Generating Company Limited
CIN: U40104DL2008GOI183024

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
(MANISH KUMAR)	(PARAS MANI)	(RAJ KUMAR PANDEY)	(ALKA SAIGAL)	(RAMESH BABU V.)
COMPANY SECRETARY	CFO	CEO	DIRECTOR	CHAIRMAN
Place: New Delhi	Place: NPGCL Nabinagar	Place: NPGCL Nabinagar	Place: Noida	Place: New Delhi
Date : 27/01/2022	Date :27/01/2022	Date :27/01/2022	Date : 28/01/2022	Date : 28/01/2022

For V.P.G.S & Co.
Chartered Accountants
Firm Regn . No. 507971C

Sd/-

CA Gulshan Gaba
Partner
Membership No. : 088726

Place: New Delhi
Date : 28/01/2022

NABINAGAR POWER GENERATING COMPANY LIMITED
(Formerly known as Nabinagar Power Generating Company Private Limited)
Regd. Office : NTPC Bhawan, Scope Complex, 7, Institutional Area, Lodhi Road, New Delhi-110003

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED

₹ Lakhs

Particulars	Nine Month ended 31 Dec 2021	Nine Month ended 31 Dec 2020	For the year ended 31 March 2021
A Cash flow from operating activities			
Profit before tax	28,921.90	12,054.19	18,036.47
Net movements in regulatory deferral account balances (net of tax)	3,418.32	3,485.20	8,644.77
	32,340.23	**15,539.39**	**26,681.24**
Adjustment for			
Depreciation and amortization expense	40,865.04	25,318.02	34,238.07
Finance costs	92,466.01	75,535.85	1,01,169.65
Surchage from sale of electricity	(4,857.37)	(2,577.56)	(4,351.61)
Fly Ash Utilisation reserve	823.01	573.98	817.62
Provision created during the year	-	-	151.70
Regulatory deferral account debit balance	(3,418.32)	(3,485.20)	(8,644.77)
Loss on de-recognition of property, plant and equipment	-	-	-
Operating loss before working capital changes	**1,58,218.59**	**1,10,904.47**	**1,50,061.89**
Adjustment for -			
Trade payables, provisions, Financial Liabilities and Other liabilities	(1,398.02)	(8,082.95)	(12,229.87)
Trade receivables	(53,013.66)	(32,947.05)	(11,563.52)
Inventories	(4,251.47)	(1,917.21)	(2,133.49)
Financial Assets and Other Assets	(25,177.05)	(10,963.34)	(15,384.89)
Cash generated from operations	**74,378.39**	**56,993.93**	**1,08,750.12**
Income taxes paid / (refund)	(1,719.49)	10.23	19.51
Net cash outflow from operating activities- A	**76,097.88**	**56,983.70**	**1,08,730.61**
B Cash flow from investment activities			
Purchase of property plant and equipment and CWIP	(85,031.15)	(70,149.01)	(1,12,414.19)
Purchase of Intangible assets	(2.17)	(1.52)	(8.05)
Proceeds from surchage from sale of electricity	4,756.96	2,577.56	4,251.20
Proceeds from sale of property plant and equipment and CWIP	-	-	-
Net cash outflow from investing activities- B	**(80,276.36)**	**(67,572.97)**	**(1,08,171.04)**
C Cash flow from financing activities			
Proceeds from issue of shares	10,000.00	13,044.63	23,402.63
Proceeds from share Application Money	17,400.00	-	3,600.00
Proceeds from borrowings	93,598.78	73,751.84	75,161.23
Repayment of borrowings	(4,946.07)	-	-
Proceed from Book Overdraft	-	-	-
Interim Dividend paid	(10,000.00)	-	-
Final Dividend paid	(10,232.27)	-	-
Interest paid	(92,297.33)	(85,242.64)	(1,10,865.21)
Net cash inflow from financing activities- C	**3,523.12**	**1,553.82**	**(8,701.35)**
Net increase/(decrease) in cash and cash equivalents [A+B+C]	(655.36)	(9,035.45)	(8,141.79)
Cash and Cash equivalents at the beginning of the year	1,626.90	9,768.69	9,768.69
Cash and Cash equivalents at the end of the period	**971.54**	**733.24**	**1,626.90**

Notes:

a) Cash and cash equivalents consist of balances with banks and deposits with original maturity of upto three months.

b) Reconciliation of cash and cash equivalents

Cash and cash equivalent as per Note-9	971.54	733.24	1,626.90

c) Refer Note no. 34 for details of undrawn borrowing facilities that may be available for future operating activities and to settle capital commitments.

d) Previous period figures have been reclassified wherever considered necessary.

e) Reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities:

₹ Lakhs

Particulars	Current borrowings	Non-current borrowings*	Interest on Borrowings
For the year ended 31 December 2021			
Balance as at 1 April 2021	9.40	10,89,581.35	11.23
Loan drawals (in cash) /interest accrued during the year	36,580.90	52,240.50	-
Loan repayments/interest payment during the year (in cash)	-	-	(168.69)
For the year ended 31 December 2021	**36,590.30**	**11,41,821.85**	**179.92**
For the year ended 31 December 2020			
Balance as at 1 April 2020	12,210.48	10,02,207.80	9,706.79
Loan drawals (in cash) /interest accrued during the year	11,789.52	61,962.31	-
Loan repayments/interest payment during the year (in cash)	-	-	9,706.79
For the year ended 31 December 2020	**24,000.00**	**10,64,170.11**	**-**
For the year ended 31 March, 2021			
Balance as at 1 April 2020	12,210.48	10,02,207.80	9,706.79
Loan drawals (in cash) /interest accrued during the year	(12,201.08)	87,373.55	1,01,169.65
Loan repayments/interest payment during the year (in cash)	-	-	1,10,865.20
For the year ended 31 March 2021	**9.40**	**10,89,581.35**	**11.23**

*Includes current maturities of non-current borrowings and interest accrued thereon, refer Note17 and Note 24.

There are no non-cash changes on account of effect of changes in foreign exchange rates and fair values.

For and on behalf of the Board of Directors
Nabinagar Power Generating Company Limited
CIN: U40104DL2008GOI183024

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
(MANISH KUMAR)	(PARAS MANI)	(RAJ KUMAR PANDEY)	(ALKA SAIGAL)	(RAMESH BABU V.)
COMPANY SECRETARY	CFO	CEO	DIRECTOR	CHAIRMAN
Place: New Delhi	Place: NPGCL Nabinagar	Place: NPGCL Nabinagar	Place: Noida	Place: New Delhi
Date : 27/01/2022	Date :27/01/2022	Date :27/01/2022	Date : 28/01/2022	Date : 28/01/2022

For V.P.G.S & Co.
Chartered Accountants
Firm Regn . No. 507971C

Sd/-

CA Gulshan Gaba
Partner
Membership No. : 088726

Place: New Delhi
Date : 28/01/2022

Note 1. Company Information and Significant Accounting Policies

A. Reporting entity

Nabinagar Power Generating Company Limited (the "Company") is a Company domiciled in India and limited by shares (CIN: U40104DL2008GOI183024). The address of the Company's registered office is NTPC Bhawan, SCOPE Complex, 7 Institutional Area, Lodhi Road, New Delhi-110003. The Company is involved in the generation and sale of bulk power to State Power Utilities.

B. Basis of preparation

1. Statement of Compliance

These standalone financial statements are prepared on going concern basis following accrual system of accounting and comply with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, and other provisions of the Companies Act, 2013 (to the extent notified and applicable) and the provisions of the Electricity Act, 2003 to the extent applicable.

These financial statements were approved for issue by the Board of Directors on 27.01.2022.

2. Basis of measurement

The financial statements have been prepared on the historical cost basis except for

- Certain financial assets and liabilities (including derivative instruments) that are measured at fair value (refer serial no. 20 of accounting policy regarding financial instruments);and
- Plan assets in the case of employees defined benefit plans that are measured at fair value.

The methods used to measure fair values are discussed in notes to the financial statements.

Historical cost is the amount of cash or cash equivalents paid or the fair value of the consideration given to acquire assets at the time of their acquisition or the amount of proceeds received in exchange for the obligation, or at the amounts of cash or cash equivalents expected to be paid to satisfy the liability in the normal course of business.

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

3. Functional and presentation currency

These financial statements are presented in Indian Rupees (`) which is the Company's functional and presentation currency. All financial information presented in (`) has been rounded to the nearest lakhs (up to two decimals), except when indicated otherwise.

4. Current and non-current classification

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

An asset is classified as current when it is:

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

All other assets are classified as non-current.

A liability is classified as 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.

Assets and liabilities are classified between current and non-current considering 12 months period as normal operating cycle.

C. Significant accounting policies

A summary of the significant accounting policies 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.

The Company has elected to utilize the option under Ind AS 101 by not applying the provisions of Ind AS 16 & Ind AS 38 retrospectively and continue to use the previous GAAP carrying amount as a deemed cost under Ind AS at the date of transition to Ind AS i.e. 1 April 2015. Therefore, the carrying amount of property, plant and equipment and intangible assets as per the previous GAAP as at 1 April 2015, i.e. the Company's date of transition to Ind AS, were maintained on transition to Ind AS.

1. Property, plant and equipment

1.1. Initial recognition and measurement

An item of property, plant and equipment is recognized as an asset if and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Items of property, plant and equipment are initially recognized at cost. Cost includes purchase price including import duties and non-refundable taxes after deducting trade discounts and rebates, any cost 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 and the present value of initial estimate of cost of dismantling, removal and restoration.

Subsequent measurement is done at cost less accumulated depreciation/amortization and accumulated impairment losses.

When parts of an item of property, plant and equipment that are significant in value and have different useful lives as compared to the main asset, they are recognized separately.

Deposits, payments/liabilities made provisionally towards compensation, rehabilitation and other expenses relatable to land in possession are treated as cost of land.

In the case of assets put to use, where final settlement of bills with contractors is yet to be effected, capitalization is done on provisional basis subject to necessary adjustment in the year of final settlement.

Assets and systems common to more than one generating unit are capitalized on the basis of engineering estimates/assessments.

Items of spare parts, stand-by equipment and servicing equipment which meet the definition of property, plant and equipment are capitalized. Other spare parts are carried as inventory and recognized in the statement of profit and loss on consumption.

The acquisition or construction of some items of property, plant and equipment although not directly increasing the future economic benefits of any particular existing item of property, plant and equipment, may be necessary for the company to obtain future economic benefits from its other assets. Such items are recognized as property, plant and equipment.

1.2. Subsequent costs

Subsequent expenditure is recognized in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

Expenditure on major inspection and overhauls of generating unit is capitalized, when it meets the asset recognition criteria. Any remaining carrying amount of the cost of the previous inspection and overhaul is derecognized.

The cost of replacing major part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the 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 derecognized regardless of whether the replaced part has been depreciated separately. If it is not practicable to determine the carrying amount of the replaced part, the Company uses the cost of the replacement as an indication of what the cost of replaced part was at the time it was acquired or constructed. The costs of the day-to-day servicing of property, plant and equipment are recognized in the statement of profit and loss as and when incurred.

1.3. Decommissioning costs

The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

1.4. De-recognition

Property, plant and equipment is derecognized when no future economic benefits are expected from their use or upon their disposal. Gains and losses on de-recognition of an item of property, plant and equipment are determined as the difference between sale proceeds from disposal, if any, and the carrying amount of property, plant and equipment and are recognized in the statement of profit and loss.

In circumstance, where an item of property, plant and equipment is abandoned, the net carrying cost relating to the property, plant and equipment is written off in the same period.

1.5. Depreciation/amortization

Depreciation is recognized in statement of profit and loss on a straight-line basis over the estimated useful life of each part of an item of property, plant and equipment.

Depreciation on the assets of the generation of electricity business and on the assets of Corporate & other offices of the Company, covered under Part B of Schedule II of the Companies Act, 2013, is charged on straight-line method following the rates and methodology notified by the Central Electricity Regulatory Commission (CERC) Tariff Regulations.

Depreciation on the following assets is provided on their estimated useful lives, which are different from the useful lives as prescribed under Schedule II to the Companies Act, 2013, ascertained on the basis of technical evaluation/ assessment:

a) Kutcha roads	2 years
b) Enabling works	
- residential buildings	15 years
- internal electrification of residential buildings	10 years
- non-residential buildings including their internal electrification, water supply, sewerage & drainage works, railway sidings, aerodromes, helipads and airstrips.	5 years
c) Personal computers & laptops including peripherals.	3 years
d) Photocopiers, fax machines, water coolers and refrigerators.	5 years
e) Temporary erections including wooden structures.	1 year
f) Telephone exchange.	15 years
g) Wireless systems, VSAT equipment, display devices viz. projectors, screens, CCTV, audio video conferencing systems and other communication equipment.	6 years
h) Energy saving electrical appliances and fittings.	2-7 years
j) Hospital equipment	5-10 years
k) Furniture and Fixture	5-15 years

Major overhaul and inspection costs which have been capitalized are depreciated over the period until the next scheduled outage or actual major inspection/overhaul, whichever is earlier.

Capital spares are depreciated considering the useful life ranging between 2 to 25 years based on technical assessment.

Right-of-use land and buildings relating to generation of electricity business governed by CERC Tariff Regulations are fully amortized over lease period or life of the related plant whichever is lower following the rates and methodology notified by the CERC Tariff Regulations.

Right-of-use land and buildings relating to generation of electricity business which are not governed by CERC tariff Regulations are fully amortized over lease period or life of the related plant whichever is lower.

Depreciation on additions to/deductions from property, plant and equipment during the year is charged on pro-rata basis from/up to the month in which the asset is available for use/sale, disposal or earmarked for disposal.

Where the cost of depreciable assets has undergone a change during the year due to increase/decrease in long-term liabilities (recognized up to 31 March2016) on account of exchange fluctuation and price adjustment change in duties or similar factors, the unamortized balance of such asset is charged off prospectively over the remaining useful life determined following the applicable accounting policies relating to depreciation/amortization.

Where it is probable that future economic benefits deriving from the expenditure incurred will flow to the enterprise and the cost of the item can be measured reliably, subsequent expenditure on a property, plant and equipment along-with its unamortized depreciable amount is charged off prospectively over the revised useful life determined by technical assessment.

The residual values, useful lives and method of depreciation of assets other than the assets of generation of electricity business governed by CERC Tariff Regulations, are reviewed at each financial year end and adjusted prospectively, wherever required.

2. Capital work-in-progress

Cost incurred for property, plant and equipment that are not ready for their intended use as on the reporting date, is classified under capital work- in-progress.

The cost of self-constructed assets includes the cost of materials & direct labour, any other costs directly attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by management and the borrowing costs attributable to the acquisition or construction of qualifying asset.

Expenses directly attributable to construction of property, plant and equipment incurred till they are ready for their intended use are identified and allocated on a systematic basis on the cost of related assets.

Deposit works/cost plus contracts are accounted for on the basis of statements of account received from the contractors.

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

3. Intangible assets and intangible assets under development

3.1. Initial recognition and measurement

An intangible asset is recognized if and only if it is probable that the expected future economic benefits that are attributable to the asset will flow to the Company and the cost of the asset can be measured reliably.

Intangible assets that are acquired by the Company, which have finite useful lives, are recognized at cost. Subsequent measurement is done at cost less accumulated amortization and accumulated impairment losses. Cost includes any directly attributable expenses of preparing the asset for its intended use.

Expenditure on development activities is capitalized only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Company intends to & has sufficient resources to complete development and to use or sell the asset.

Expenditure incurred which are eligible for capitalizations under intangible assets are carried as intangible assets under development till they are ready for their intended use.

3.2. Subsequent costs

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

3.3. De-recognition

An intangible asset is derecognized when no future economic benefits are expected from their use or upon their disposal. Gain or loss on de-recognition of an intangible asset is determined as the difference between the net disposal proceeds, if any, and the carrying amount of intangible assets and are recognized in the statement of profit and loss.

3.4. Amortization

Cost of software recognized as intangible asset, is amortized on straight-line method over a period of legal right to use or 3 years, whichever is less. Other intangible assets are amortized on straight-line method over the period of legal right to use or life of the related plant, whichever is less.

The amortization period and the amortization method of intangible assets with a finite useful life is reviewed at each financial year end and adjusted prospectively, wherever required.

4. Regulatory deferral account balances

Expense/income recognized in the statement of profit and loss to the extent recoverable from or payable to the beneficiaries in subsequent periods as per CERC Tariff Regulations are recognized as 'Regulatory deferral account balances'.

Regulatory deferral account balances are adjusted in the year in which the same become recoverable from or payable to the beneficiaries.

Regulatory deferral account balances are evaluated at each balance sheet date to ensure that the underlying activities meet the recognition criteria and it is probable that future economic benefits associated with such balances will flow to the entity. If these criteria are not met, the regulatory deferral account balances are derecognized.

5. Borrowing costs

Borrowing costs consist of (a) interest expense calculated using the effective interest method as described in Ind AS 109 – 'Financial Instruments' (b) interest expense on lease liabilities recognized in accordance with Ind AS 116– 'Leases' and(c) exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

Borrowing costs that are directly attributable to the acquisition, construction/exploration/ development or erection of qualifying assets are capitalized as part of cost of such asset until such time the assets are substantially ready for their intended use. Qualifying assets are assets which necessarily take substantial period of time to get ready for their intended use or sale.

When the Company borrows funds specifically for the purpose of obtaining a qualifying asset, the borrowing costs incurred are capitalized. When Company borrows funds generally and uses them for the purpose of obtaining a qualifying asset, the capitalization of the borrowing costs is computed based on the weighted average cost of all borrowings that are outstanding during the period and used for the acquisition, construction/exploration or erection of the qualifying asset. However, borrowing costs applicable to borrowings made specifically for the purpose of obtaining a qualifying asset, are excluded from this calculation, until substantially all the activities necessary to prepare that asset for its intended use or sale are complete.

Income earned on temporary investment made out of the borrowings pending utilization for expenditure on the qualifying assets is deducted from the borrowing costs eligible for capitalization.

Capitalization of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for their intended uses are complete.

Other borrowing costs are recognized as an expense in the year in which they are incurred.

6. Inventories

Inventories are valued at the lower of cost and net realizable value. Cost includes cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis. Costs of purchased inventory are determined after deducting rebates trade discounts and other similar items. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

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

Steel scrap is valued at estimated realizable value.

7. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks, cash on hand and short- term deposits with an original maturity of three months or less, which are readily convertible to known amount of cash and are subject to an insignificant risk of changes in value.

8. Fly ash utilization reserve fund

Proceeds from sale of ash/ash products along-with income on investment of surplus fund are transferred to ‘Fly ash utilization reserve fund’ in terms of provisions of gazette notification dated 3 November 2009 issued by Ministry of Environment and Forests, Government of India. The fund is utilized towards expenditure on development of infrastructure/facilities, promotion & facilitation activities for use of fly ash.

9. Provisions, contingent liabilities and contingent assets

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably. The expense relating to a provision is presented in the statement of profit and loss net of reimbursement, if any.

Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events not wholly within the control of the Company. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. 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 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.

10. Foreign currency transactions and translation

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in the statement of profit and loss in the year in which it arises with the exception that exchange differences on long term monetary items related to acquisition of property, plant and equipment recognized up to 31 March 2016 are adjusted to the carrying cost of property, plant and equipment.

Non-monetary items denominated in foreign currency which are measured in terms of historical cost are recorded using the exchange rate at the date of the transaction. In case of advance consideration received or paid in a foreign currency, the date of transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income (or part of it), is when the Company initially recognizes the non-monetary asset or non-monetary liability arising from the payment or receipt of advance consideration.

11. Revenue

Company’s revenues arise from sale and trading of energy and other income. Revenue from other income comprises interest from banks, contractors, surcharge received from beneficiaries for delayed payments, sale of scrap, other miscellaneous income, etc.

11.1. Revenue from sale of energy

The majority of the Company's operations in India are regulated under the Electricity Act, 2003. Accordingly, the CERC determines the tariff for the Company's power plants based on the norms prescribed in the tariff regulations as applicable from time to time. Tariff is based on the capital cost incurred for a specific power plant and primarily comprises two components: capacity charge i.e. a fixed charge that includes depreciation, return on equity, interest on working capital, operating & maintenance expenses, interest on loan and energy charge i.e. a variable charge primarily based on fuel costs.

Revenue is measured based on the consideration that is specified in a contract with a customer or is expected to be received in exchange for the products or services and excludes amounts collected on behalf of third parties. The Company recognizes revenue when (or as) the performance obligation is satisfied, which typically occurs when (or as) control over the products or services is transferred to a customer.

Revenue from sale of energy is accounted for based on tariff rates approved by the CERC (except items indicated as provisional) as modified by the orders of Appellate Tribunal for Electricity to the extent applicable. In case of power stations where the tariff rates are yet to be approved/items indicated provisional by the CERC in their orders, provisional rates are adopted considering the applicable CERC Tariff Regulations. Revenue from sale of energy is recognized once the electricity has been delivered to the beneficiary and is measured through a regular review of usage meters. Beneficiaries are billed on a periodic and regular basis. As at each reporting date, revenue from sale of energy includes an accrual for sales delivered to beneficiaries but not yet billed i.e. contract assets/ unbilled revenue.

The incentives/disincentives are accounted for based on the norms notified/approved by the CERC as per principles enunciated in Ind AS 115. In cases of power stations where the same have not been notified /approved, incentives/disincentives are accounted for on provisional basis.

Part of revenue from energy sale where CERC tariff Regulations are not applicable is recognized based on the rates, terms & conditions mutually agreed with the beneficiaries and trading of power through power exchanges.

Exchange differences arising from settlement/translation of monetary items denominated in foreign currency to the extent recoverable from or payable to the beneficiaries in subsequent periods as per the CERC Tariff Regulations are accounted as 'Regulatory deferred account balances' and such balances are adjusted in the year in which the same becomes recoverable/payable to the beneficiaries.

Exchange differences on account of translation of foreign currency borrowings recognized upto 31 March 2016, to the extent recoverable from or payable to the beneficiaries in subsequent periods as per the CERC Tariff Regulations are accounted as 'Deferred foreign currency fluctuation asset' with corresponding credit to 'Deferred income from foreign currency fluctuation'. Deferred income from foreign currency fluctuation account is amortized in the proportion in which depreciation is charged on such exchange differences and same is adjusted against depreciation expense. Fair value changes in respect of forward exchange contracts for derivatives recoverable from/payable to the beneficiaries as per the CERC Tariff Regulations, are recognized in sales.

Revenue from sale of energy through trading is recognized based on the rates, terms & conditions mutually agreed with the beneficiaries as per the guidelines issued by Ministry of New and Renewable Energy, Government of India.

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

11.2. Other income

Interest income is recognized, when no significant uncertainty as to measurability or collectability exist, on a time proportion basis taking into account the amount outstanding and the applicable interest rate, using the effective interest rate method (EIR). For credit impaired financial assets the EIR is applied to the net carrying amount of the financial asset (after deduction of the loss allowance). EIR is the rate that discounts the estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset.

Scrap other than steel 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 realization.

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

For debt instruments measured either at amortized cost or at fair value through other comprehensive income (OCI), interest income is recorded using the EIR. EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortized cost of a financial liability. When calculating the EIR, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in other income in the statement of profit and loss.

The interest/surcharge on late payment/overdue trade receivables for sale of energy is recognized when no significant uncertainty as to measurability or collectability exists.

Interest/surcharge recoverable on advances to contractors and suppliers as well as warranty claims wherever there is uncertainty of realization/acceptance are not treated as accrued and are therefore, accounted for on receipt/acceptance.

12. Employee benefits

The employees of the company are posted on secondment from the parent company. Employee benefits include provident fund, gratuity, post-retirement medical facilities, compensated absences, long service award, economic rehabilitation scheme & other terminal benefits. In terms of arrangement with the parent company, the company makes a fixed percentage contribution of the aggregate of basic pay and dearness allowance for the period of service rendered in the company. Accordingly, these employee benefits are treated as defined contribution schemes.

12.1. Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions to separate entities and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognized as an employee benefits expense in statement of profit and loss in the period during which services are rendered by employees. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in future payments is available. Contributions to a defined contribution plan that are due after more than 12 months after the end of the period in which the employees render the service are discounted to their present value.

The Company has a defined contribution pension scheme which is administered through a separate trust. The obligation of the Company is to contribute to the trust to the extent of amount not exceeding 30% of basic pay and dearness allowance less employer's contribution towards provident fund, gratuity, post-retirement medical facility (PRMF) or any other retirement benefits. The Company's contribution towards pension is made to National Pension Trust (NPS) for the employees opted for the scheme. The contributions to the defined contribution pension scheme of the Company/NPS for the year are recognized as an expense and charged to the statement of profit and loss.

12.2. Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's liability towards gratuity, pension scheme at two of the stations in respect of taken over employees from the erstwhile state government power utility, post-retirement medical facility(PRMF), baggage allowance for settlement at home town after retirement, farewell gift on retirement and provident fund scheme to the extent of interest liability on provident fund contribution are in the nature of defined benefit plans.

The Company pays fixed contribution to the provident fund at predetermined rates to a separate trust, which invests the funds in permitted securities. The contributions to the fund for the year are recognized as expense and are charged to the statement of profit and loss. The obligation of the Company is to make such fixed contributions and to ensure a minimum rate of return to the members as specified by the Government of India.

The gratuity is funded by the Company and is managed by separate trust. The Company has PRMF, under which retired employee and the spouse are provided medical facilities in the Company hospitals/empanelled hospitals. They can also avail treatment as out-patient subject to a ceiling fixed by the Company.

The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The fair value of any plan assets is deducted. The discount rate is based on the prevailing market yields of Indian government securities as at the reporting date that have maturity dates approximating the terms of the Company's obligations and that are denominated in the same currency in which the benefits are expected to be paid.

The actuarial calculation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a benefit to the Company, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. An economic benefit is available to the Company if it is realizable during the life of the plan, or on settlement of the plan liabilities. Remeasurement comprising of actuarial gain and losses, return on plan assets (excluding the amount included in net interest on the net defined liability) & effect of asset ceiling (excluding the amount included in net interest on the net defined liability) and the same are recognized in the Other Comprehensive Income (OCI) in the period in which they arise.

Past service costs are recognized in statement of profit and loss on the earlier of the date of the plan amendment or curtailment, and the date that the Company recognizes related restructuring costs. If a plan amendment, curtailment or settlement occurs, the current service cost and the net interest for the period after the re-measurement are determined using the assumptions used for the re- measurement.

12.3. Other long-term employee benefits

Benefits under the Company's leave encashment, long-service award and economic rehabilitation scheme constitute other long term employee benefits.

The Company's net obligation in respect of these long-term employee benefits is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value and the fair value of any related assets is deducted. The discount rate is based on the prevailing market yields of Indian government securities as at the reporting date that have maturity dates approximating the terms of the Company's obligations and that are denominated in the same currency in which the benefits are expected to be paid.

The actuarial calculation is performed annually by a qualified actuary using the projected unit credit method. Remeasurement comprising of actuarial gain and losses, return on plan assets (excluding the amount included in net interest on the net defined liability) & effect of asset ceiling (excluding the amount included in net interest on the net defined liability) and the same are recognized in statement of profit and loss account in the period in which they arise.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

12.4. Short-term benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognized for the amount expected to be paid under performance related pay if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

13. Other expenses

Expenses on training & recruitment and voluntary community development are charged to statement of profit and loss in the year incurred.

Expenditure on research is charged to revenue as and when incurred. Expenditure on development is charged to revenue as and when incurred unless it meets the recognition criteria for intangible asset as per Ind AS 38- ‘Intangible assets’.

Preliminary expenses on account of new projects incurred prior to approval of feasibility report/techno economic clearance are charged to statement of profit and loss

Net pre-commissioning income/expenditure is adjusted directly in the cost of related assets and systems.

Transit and handling losses of coal as per Company's norms are included in cost of coal.

14. Income tax

Income tax expense comprises current and deferred tax. Current tax expense is recognized in statement of profit and loss except to the extent that it relates to items recognized directly in OCI or equity, in which case it is recognized in OCI or equity, respectively.

Current tax is the expected tax payable on the taxable income for the year computed as per the provisions of Income Tax Act, 1961, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized using the balance sheet method, on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the tax bases of assets and liabilities. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they materialize, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax assets against the current tax liabilities, and they relate to income taxes levied by the same tax authority.

Deferred tax is recognized in statement of profit and loss except to the extent that it relates to items recognized directly in OCI or equity, in which case it is recognized in OCI or equity, respectively.

A deferred tax asset is recognized for all deductible temporary differences to the extent that it is probable that future taxable profits will be available against which the deductible temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the sufficient taxable profits will be available in future to allow all or part of deferred tax assets to be utilized.

Additional income taxes that arise from the distribution of dividends are recognized at the same time that the liability to pay the related dividend is recognized. The income tax consequences of dividends are recognized in profit or loss, other comprehensive income or equity according to where the Company originally recognized those past transactions or events.

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. MAT credit is recognized as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future taxable profit will be available against which MAT credit can be utilized.

When there is uncertainty regarding income tax treatments, the Company assesses whether a tax authority is likely to accept an uncertain tax treatment. If it concludes that the tax authority is unlikely to accept an uncertain tax treatment, the effect of the uncertainty on taxable income, tax bases and unused tax losses and unused tax credits is recognized. The effect of the uncertainty is recognized using the method that, in each case, best reflects the outcome of the uncertainty: the most likely outcome or the expected value. For each case, the Company evaluates whether to consider each uncertain tax treatment separately, or in conjunction with another or several other uncertain tax treatments, based on the approach that best prefixes the resolution of uncertainty.

15. Leases

15.1. As lessee

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract 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: (1) the contact involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

The Company recognizes a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short- term leases) and leases for low value underlying assets. For these short-term and leases for low value underlying assets, the Company recognizes the lease payments as an operating expense on a 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. Right-of use assets and lease liabilities include these options when it is reasonably certain that the option to extend the lease will be exercised/option to terminate the lease will not be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation/amortization and impairment losses.

Right-of-use assets are depreciated/amortized from the commencement date to the end of the useful life of the underlying asset, if the lease transfers ownership of the underlying asset by the end of lease term or if the cost of right-of-use assets reflects that the purchase option will be exercised. Otherwise, Right-of-use assets are depreciated /amortized from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

Right-of-use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in- use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rate. Lease liabilities are re-measured with a corresponding adjustment to the related right-of-use asset if the Company changes its assessment whether it will exercise an extension or a termination option.

In the comparative period, as lessee the leases were accounted as per Ind AS 17 and classified as operating lease, and accounted as follows:

Accounting for operating leases

In the comparative period, leases in which a significant portion of the risks and rewards of ownership were not transferred to the Company as lessee are classified as operating lease. Payments made under operating leases were recognized as an expense on a straight-line basis over the lease term unless the payments were structured to increase in line with expected general inflation to compensate for the lessor’s expected inflationary cost increases. Lease incentives received were recognized as an integral part of the total lease expense, over the term of the lease.

16. 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 the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the 'cash-generating unit', or "CGU").

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

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

17. Dividends

Dividends and interim dividends payable to the Company's shareholders are recognized as changes in equity in the period in which they are approved by the shareholders and the Board of Directors respectively.

18. Material prior period errors

Material prior period errors are corrected retrospectively by restating the comparative amounts for the prior periods presented in which the error occurred. If the error occurred before the earliest period presented, the opening balances of assets, liabilities and equity for the earliest period presented, are restated.

19. Earnings per share

Basic earnings per equity share are computed by dividing the net profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the financial year.

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

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any bonus shares issued during the financial year.

Basic and diluted earnings per equity share are also computed using the earnings amounts excluding the movements in regulatory deferral account balances.

20. Statement of cash flows

Statement of cash flows is prepared in accordance with the indirect method prescribed in Ind AS 7 'Statement of cash flows'.

21. 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. The Company recognizes a financial asset or a financial liability only when it becomes party to the contractual provisions of the instrument

20.1 Financial assets

Initial recognition and measurement

All financial assets are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition of financial assets, which are not valued at fair value through profit or loss, are added to the fair value on initial recognition.

Subsequent measurement

Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the statement of profit and loss. The losses arising from impairment are recognized in the statement of profit and loss. This category generally applies to trade and other receivables.

Debt instrument at FVTOCI (Fair value through OCI)

A ‘debt instrument’ is classified as at the FVTOCI if both of the following criteria are met:

(a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
(b) The asset’s contractual cash flows represent SPPI

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the OCI. However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the statement of profit and loss. On de-recognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to the statement of profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVTPL (Fair value through profit or loss)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to classify a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as ‘accounting mismatch’). Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss. Interest income on such investments is presented under ‘Other income’.

De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily de-recognized (i.e. removed from the Company’s balance sheet) when:

- The rights to receive cash flows from the asset have expired, or

- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) 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 recognized in the statement of profit and loss.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

(a) Financial assets that are debt instruments, and are measured at amortized cost e.g., loans, debt securities, deposits and bank balance.

(b) Financial assets that are debt instruments and are measured as at FVTOCI.

(c) Lease receivables under Ind AS 116.

(d) Trade receivables, unbilled revenue and contract assets under Ind AS 115.

(e)) Loan commitments which are not measured as at FVTPL.

(f) Financial guarantee contracts which are not measured as at FVTPL

For trade receivables and contract assets/unbilled revenue, the Company applies the simplified approach required by Ind AS 109 Financial Instruments, which requires lifetime expected losses to be recognized from initial recognition.

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

20.2 Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss and financial liabilities at amortized cost, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of liabilities subsequently measured at amortized cost net of directly attributable transaction cost. The Company's financial liabilities include trade and other payables, borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at amortized cost

After initial measurement, such financial liabilities are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in statement of profit and loss when the liabilities are derecognized as well as through the EIR amortization process Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance costs in the statement of profit and loss. This category generally applies to borrowings, trade payables and other contractual liabilities.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk is recognized in OCI. These gains/losses are not subsequently transferred to profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit and loss.

De-recognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial 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 de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit and loss.

20.3 Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument.

Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 - 'Financial Instruments' and the amount recognized less the cumulative amount of income recognized in accordance with the principles of Ind AS 115 'Revenue from Contracts with Customers'.

20.4 Derivative financial instruments

Initial recognition and subsequent measurement

The Company uses derivative financial instruments, such as forward currency contracts and interest rate swaps to hedge its foreign currency risks and interest rate risks of foreign currency loans. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken to statement of profit and loss.

20.5 Offsetting of financial assets and financial liabilities

Financial assets and financial liabilities are offset and the net amount is presented in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

D. Use of estimates and management judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that may impact the application of accounting policies and the reported value of assets, liabilities, income, expenses and related disclosures concerning the items involved as well as contingent assets and liabilities at the balance sheet date. The estimates and management's judgments are based on previous experience & other factors considered reasonable and prudent in the circumstances. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In order to enhance understanding of the financial statements, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is as under:

1. Formulation of accounting policies

The accounting policies are formulated in a manner that results in financial statements containing relevant and reliable information about the transactions, other events and conditions to which they apply. Those policies need not be applied when the effect of applying them is immaterial.

2. Useful life of property, plant and equipment and intangible assets

The estimated useful life of property, plant and equipment and intangible assets 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.

Useful life of the assets of the generation of electricity business (where tariff is regulated) is determined by the CERC Tariff Regulations in accordance with Schedule II of the Companies Act, 2013.

3. Recoverable amount of property, plant and equipment and intangible assets

The recoverable amount of property, plant and equipment and intangible assets is based on estimates and assumptions regarding in particular the expected market outlook and future cash flows associated with the power plants. Any changes in these assumptions may have a material impact on the measurement of the recoverable amount and could result in impairment.

4. Defined benefit plans and long –term employee benefits

Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, the rate of salary increases and the inflation rate. The Company considers that the assumptions used to measure its obligations are appropriate and documented. However, any changes in these assumptions may have a material impact on the resulting calculations

5. Revenues

The Company records revenue from sale of energy based on tariff rates approved by the CERC as modified by the orders of Appellate Tribunal for Electricity, as per principles enunciated under Ind AS 115. However, in cases where tariff rates are yet to be approved, provisional rates are adopted considering the applicable CERC Tariff Regulations.

6. Leases not in legal form of lease

Significant judgment is required to apply lease accounting rules as per Ind AS 116 in determining whether an arrangement contains a lease. In assessing arrangements entered into by the Company, management has exercised judgment to evaluate the right to use the underlying asset, substance of the transactions including legally enforceable agreements and other significant terms and conditions of the arrangements to conclude whether the arrangement meets the criteria as per Ind AS 116.

7. Regulatory deferral account balances

Recognition of regulatory deferral account balances involves significant judgments including about future tariff regulations since these are based on estimation of the amounts expected to be recoverable/payable through tariff in future.

8. Provisions and contingencies

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

9. 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.

2 Property, plant & equipment

As at 31 December 2021 ₹ Lakhs

Particulars	Gross block				Accumulated depreciation				Net Block
	As at 01 April 2021	Additions	Deduction/ Adjustment	As at 31 December 2021	Upto 01 April 2021	For the year	Deduction/ Adjustment	Upto 31 December 2021	As at 31 December 2021
Freehold land	1,03,006.89	-	-	**1,03,006.89**	-	-	-	-	**1,03,006.89**
Temporary erection	802.94	-	-	**802.94**	559.90	78.07	-	637.97	**164.97**
Furniture and fixtures	1,809.24	70.49	-	**1,879.72**	301.03	85.10	-	386.13	**1,493.59**
Vehicles	17.85	-	(0.03)	**17.82**	7.83	1.33	-	9.16	**8.66**
Office equipment	404.95	36.74	-	**441.69**	160.08	32.41	-	192.49	**249.20**
EDP, WP machines and satcom equipment	652.58	35.13	-	**687.71**	344.42	75.68	-	420.09	**267.62**
Railway siding	6,305.35	18,056.35	-	**24,361.70**	527.13	726.38	-	1,253.51	**23,108.20**
Earth dam reservoir	734.62	-	-	**734.62**	61.41	29.09	-	90.51	**644.11**
Electrical installations	8,926.19	7,296.43	-	**16,222.62**	1,033.32	546.15	-	1,579.46	**14,643.16**
Communication equipment's	15.04	-	-	**15.04**	10.81	0.83	-	11.64	**3.40**
Roads	4,894.01	-	-	**4,894.01**	186.12	122.79	-	308.91	**4,585.11**
Building	24,927.64	4,089.99	-	**29,017.63**	1,732.94	698.73	-	2,431.67	**26,585.96**
Water supply, drainage & sewerage system	2,335.75	-	-	**2,335.75**	90.50	67.82	-	158.32	**2,177.43**
Construction equipments	1,281.64	191.94	-	**1,473.58**	283.46	96.87	-	380.33	**1,093.24**
Plant and equipment	6,01,006.86	5,46,123.47	-	**11,47,130.33**	50,379.06	38,221.37	-	88,600.43	**10,58,529.90**
Hospital equipments	24.21	-	-	**24.21**	1.90	3.18	-	5.08	**19.13**
Laboratory and workshop equipment	1,365.47	51.45	-	**1,416.92**	111.89	55.43	-	167.32	**1,249.60**
Total	**7,58,511.22**	**5,75,951.99**	**(0.03)**	**13,34,463.18**	**55,791.78**	**40,841.23**	**-**	**96,633.00**	**12,37,830.18**

As at 31 December 2020 ₹ Lakhs

Particulars	Gross block				Accumulated depreciation				Net Block
	As at 01 April 2020	Additions	Deduction/ Adjustment	As at 31 December 2020	Upto 01 April 2020	For the year	Deduction/ Adjustment	Upto 31 December 2020	As at 31 December 2020
Freehold land	1,00,217.33	-	-	**1,00,217.33**	-	-	-	-	**1,00,217.33**
Temporary erection	802.94	-	-	**802.94**	455.80	78.07	-	533.87	**269.07**
Furniture and fixtures	1,251.42	91.57	(0.21)	**1,342.78**	176.30	74.11	-	250.41	**1,092.37**
Vehicles	16.52	1.33	-	**17.85**	6.06	1.32	-	7.38	**10.47**
Office equipment	353.34	23.19	0.44	**376.98**	123.28	26.27	-	149.55	**227.43**
EDP, WP machines and satcom equipment	388.53	56.10	-	**444.63**	239.51	57.46	-	296.97	**147.66**
Railway siding	6,305.35	-	-	**6,305.35**	194.20	249.69	-	443.90	**5,861.45**
Earth dam reservoir	734.62	-	-	**734.62**	22.63	29.09	-	51.72	**682.90**
Electrical installations	8,926.19	-	-	**8,926.19**	561.96	353.52	-	915.48	**8,010.71**
Communication equipment's	15.04	-	-	**15.04**	9.65	0.88	-	10.53	**4.51**
Roads	223.54	1,106.89	-	**1,330.43**	22.40	33.52	-	55.92	**1,274.51**
Building	16,752.49	376.10	-	**17,128.59**	906.88	429.21	-	1,336.09	**15,792.50**
Water supply, drainage & sewerage system	1.12	1,097.33	(0.01)	**1,098.44**	0.07	36.11	-	36.18	**1,062.26**
Construction equipments	1,250.27	31.15	-	**1,281.42**	160.11	92.47	-	252.58	**1,028.84**
Plant and equipment	6,00,444.49	230.46	-	**6,00,674.95**	18,660.58	23,782.83	-	42,443.41	**5,58,231.54**
Hospital equipments	12.11	-	-	**12.11**	1.09	0.48	-	1.56	**10.55**
Laboratory and workshop equipment	1,283.15	39.99	-	**1,323.15**	42.40	51.35	-	93.75	**1,229.40**
Total	**7,38,978.45**	**3,054.12**	**0.23**	**7,42,032.79**	**21,582.93**	**25,296.38**	**-**	**46,879.31**	**6,95,153.48**

As at 31 March 2021 ₹ Lakhs

Particulars	Gross block				Accumulated depreciation				Net Block
	As at 01 April 2020	Additions	Deduction/ Adjustment	As at 31 March 2021	Upto 01 April 2020	For the year	Deduction/ Adjustment	Upto 31 March 2021	As at 31 March 2021
Freehold land	1,00,217.33	2,789.56	-	**1,03,006.89**	-	-	-	-	**1,03,006.89**
Temporary erection	802.94	-	-	**802.94**	455.80	104.09	-	559.90	**243.04**
Furniture and fixtures	1,251.42	564.09	(6.27)	**1,809.24**	176.30	125.80	(1.08)	301.03	**1,508.21**
Vehicles	16.52	1.33	-	**17.85**	6.06	1.77	-	7.83	**10.02**
Office equipment	353.34	45.10	6.50	**404.95**	123.28	35.72	1.08	160.08	**244.87**
EDP, WP machines and satcom equipment	388.53	264.05	-	**652.58**	239.51	104.91	-	344.42	**308.17**
Railway siding	6,305.35	-	-	**6,305.35**	194.20	332.92	-	527.13	**5,778.22**
Earth dam reservoir	734.62	-	-	**734.62**	22.63	38.79	-	61.41	**673.21**
Electrical installations	8,926.19	-	-	**8,926.19**	561.96	471.36	-	1,033.32	**7,892.87**
Communication equipment's	15.04	-	-	**15.04**	9.65	1.15	-	10.81	**4.23**
Roads	223.54	4,670.47	-	**4,894.01**	22.40	163.72	-	186.12	**4,707.90**
Building	16,752.49	8,175.15	-	**24,927.64**	906.88	826.06	-	1,732.94	**23,194.70**
Water supply, drainage & sewerage system	1.12	2,334.63	-	**2,335.75**	0.07	90.43	-	90.50	**2,245.25**
Construction equipments	1,250.27	31.38	-	**1,281.64**	160.11	123.35	-	283.46	**998.18**
Plant and equipment	6,00,444.49	562.37	-	**6,01,006.86**	18,660.58	31,718.48	-	50,379.06	**5,50,627.79**
Hospital equipments	12.11	11.94	0.16	**24.21**	1.09	0.81	-	1.90	**22.31**
Laboratory and workshop equipment	1,283.15	82.35	(0.04)	**1,365.47**	42.40	69.49	-	111.89	**1,253.58**
Total	**7,38,978.45**	**19,532.42**	**0.35**	**7,58,511.22**	**21,582.93**	**34,208.85**	**-**	**55,791.78**	**7,02,719.44**

3 Capital work-in-progress (CWIP)

As at 31 December 2021 ₹ Lakhs

Particulars	As at 01 April 2021	Additions	Deductions/ Adjustments	Capitalized	As at 31 December 2021
Development of land	9,419.27	402.64	(7,331.27)	-	2,490.64
Buildings	17,575.66	1,934.27	(27.50)	637.93	18,844.51
Temporary erection	7.87	102.86	-	-	110.73
Water supply, drainage and sewerage system	14.55	0.30	(2.08)	-	12.78
Plant and equipment	8,24,537.50	35,113.05	29,335.61	5,51,925.27	3,37,060.89
EDP/WP machines & satcom equipment	58.33	22.25	-	-	80.58
Electrical installations	7,590.41	436.89	115.30	4,519.04	3,623.56
Roads, bridges, culverts & helipads	137.52	269.46	-	-	406.98
Railway sidings	19,181.79	4,857.65	460.69	18,056.35	6,443.79
Communication equipments	-	0.15	-	-	0.15
Office Equipment	-	34.17	-	13.32	20.86
Construction Equipments	-	-	-		-
Laboratory and Workshop equipments	-	64.21	-	-	64.21
Hospital Equipments	-	-	-	-	-
Vehicles	-	0.72	-	-	0.72
Furniture and fixtures	(0.00)	75.59	0.00	-	75.59
	8,78,522.92	43,314.21	22,550.75	5,75,151.91	3,69,235.99
Expenditure pending allocation					
Survey, investigation, consultancy and supervision charges	10,082.66	(6,049.60)	-	-	4,033.06
Pre-commisioning expenses (net)	11,835.15	(10,840.64)	-	-	994.51
Expenditure during construction period (net)*	62,020.82	48,233.29	1.15	-	1,10,255.26
Less: Allocated to related works	62,020.82	20,630.56	-	-	82,651.38
	9,00,440.74	54,026.71	22,551.90	5,75,151.91	4,01,867.44
Construction stores	12,391.80	7,163.77	(6,948.36)	-	12,607.21
Less: Provision for shortages in construction stores	(134.52)		-	-	(134.52)
Total	9,12,698.01	61,190.48	15,603.54	5,75,151.91	4,14,340.13

* Brought from expenditure during construction period (net) - Note 34

As at 31 December 2020 ₹ Lakhs

Particulars	As at 01 April 2020	Additions	Deductions/ Adjustments	Capitalized	As at 31 December 2020
Development of land	8,606.89	141.28	-	-	8,748.17
Buildings	28,301.59	1,539.42	(1,076.58)	-	28,764.44
Temporary erection	2.94	1.86	-	-	4.80
Water supply, drainage and sewerage system	549.78	-	(55.82)	466.26	27.71
Plant and equipment	7,40,981.97	33,966.16	(20,321.87)	-	7,54,626.26
EDP/WP machines & satcom equipment	176.04	65.81	-	55.57	186.28
Electrical installations	7,224.73	145.85	(324.85)	-	7,045.74
Roads, bridges, culverts & helipads	2,123.14	5.96	8.57	2,114.06	23.62
Railway sidings	10,799.85	4,589.54	-	-	15,389.38
Communication equipments	71.74	-	0.00	-	71.74
Office Equipment	-	18.69	(0.00)	5.28	13.41
Construction Equipments	-	31.38	-	31.15	0.22
Laboratory and Workshop equipments	-	38.02	(0.04)	-	37.98
Hospital Equipments	-				-
Software	-				-
Furniture and fixtures	(0.00)	51.96	(0.00)	4.75	47.21
	7,98,838.67	40,595.93	(21,770.58)	2,677.06	8,14,986.96
Expenditure pending allocation					
Survey, investigation, consultancy and supervision charges	9,449.74	-	-	-	9,449.74
Pre-commisioning expenses (net)	3,778.51	521.68	-	-	4,300.19
Expenditure during construction period (net)*	0.00	45,514.52	-	-	45,514.52
Less: Allocated to related works	-	-	-	-	-
	8,12,066.93	86,632.13	(21,770.58)	2,677.06	8,74,251.42
Construction stores	9,720.81	3,038.41	(1,363.93)	-	11,395.29
Less: Provision for shortages in construction stores	(21.57)	-	-	-	(21.57)
Total	8,21,766.17	89,670.54	(23,134.51)	2,677.06	8,85,625.13

* Brought from expenditure during construction period (net) - Note 34

As at 31 March 2021 ₹ Lakhs

Particulars	As at 01 April 2020	Additions	Deductions/ Adjustments	Capitalized	As at 31 Mar 2021
Development of land	8,606.89	812.39	-	-	9,419.27
Buildings	28,301.59	3,305.78	(1,051.19)	12,980.52	17,575.66
Temporary erection	2.94	4.93	-	-	7.87
Water supply, drainage and sewerage system	549.78	14.55	(34.08)	515.70	14.55
Plant and equipment	7,40,981.97	95,616.70	(12,061.17)	-	8,24,537.50
EDP/WP machines & satcom equipment	176.04	70.57	-	188.29	58.33
Electrical installations	7,224.73	514.76	(149.08)	-	7,590.41
Roads, bridges, culverts & helipads	2,123.14	15.49	112.95	2,114.06	137.52
Railway sidings	10,799.85	8,381.95	-	-	19,181.79
Communication equipments	71.74	-	0.00	71.74	-
Furniture and fixtures	(0.00)	-	0.00	-	(0.00)
	7,98,838.67	1,08,737.13	(13,182.57)	15,870.31	8,78,522.92
Expenditure pending allocation					
Survey, investigation, consultancy and supervision charges	9,449.74	632.92	-	-	10,082.66
Pre-commisioning expenses (net)	3,778.51	8,056.64	-	-	11,835.15
Expenditure during construction period (net)*	0.00	62,020.82	-	-	62,020.82
Less: Allocated to related works	-	62,020.82	-	-	62,020.82
	8,12,066.93	1,17,426.69	(13,182.57)	15,870.31	9,00,440.74
Construction stores	9,720.81	11,849.43	(9,178.45)	-	12,391.80
Less: Provision for shortages in construction stores	(21.57)	112.95	-	-	(134.52)
Total	8,21,766.17	1,29,389.07	(22,361.02)	15,870.31	9,12,698.01

* Brought from expenditure during construction period (net) - Note 34

4 Intangible assets

As at 31 December 2021 ₹ Lakhs

Particulars	Gross block				Accumulated amortization				Net Block
	As at 01 April 2021	Additions	Deductions/ Adjustment	As at 31 December 2021	Upto 01 April 2021	For the year	Deductions	Upto 31 December 2021	As at 31 December 2021
Software	87.84	-	2.17	**90.01**	35.07	23.81	-	**58.88**	**31.14**
Total	**87.84**	**-**	**2.17**	**90.01**	**35.07**	**23.81**	**-**	**58.88**	**31.14**

As at 31 December 2020 ₹ Lakhs

Particulars	Gross block				Accumulated amortization				Net Block
	As at 01 April 2020	Additions	Deductions/ Adjustment	As at 31 December 2020	Upto 01 April 2020	For the year	Deductions	Upto 31 December 2020	As at 31 December 2020
Software	79.79	1.52		**81.31**	5.84	21.64	-	**27.48**	**53.83**
Total	**79.79**	**1.52**	**-**	**81.31**	**5.84**	**21.64**	**-**	**27.48**	**53.83**

As at 31 March 2021 ₹ Lakhs

Particulars	Gross Block				Accumulated amortization				Net Block
	As at 01 April 2020	Additions	Deductions/ Adjustments	As at 31 March 2021	Upto 01 April 2020	For the year	Deductions/ Adjustments	Upto 31 March 2021	As at 31 March 2021
Software	79.79	8.03	0.02	**87.84**	5.84	29.22	-	**35.07**	**52.78**
Total	**79.79**	**8.03**	**0.02**	**87.84**	**5.84**	**29.22**	**-**	**35.07**	**52.78**

5 Non-current financial assets - Loans

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Loans (Unsecured, Considered good, unless otherwise stated)			
Employees (including accrued interest)	12.41	-	-
Total	**12.41**	**-**	**-**

6 Other non-current assets

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Capital advances			
(Unsecured, considered good)			
Covered by bank guarantee	2,460.76	3,971.08	3,756.53
Others	10,694.18	9,158.40	11,224.72
	13,154.95	**13,129.48**	**14,981.25**
Advances other than capital advances			
Security deposit	495.00	495.00	495.00
Advance tax & tax deducted at source	239.16	2,018.03	2,027.31
Less: Provision for Tax	-	68.66	68.66
Total	**13,889.11**	**15,573.85**	**17,434.90**

7 Current assets -Inventories

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Loose Tools	11.74	5.09	18.83
Stores and Spares	4,510.90	1,939.90	3,190.38
Coal	8,537.54	6,153.83	5,620.46
Fuel Oil	-	640.10	196.65
Chemicals & consumables	314.20	377.41	240.56
Steel Scrap	55.80	-	17.32
Others	528.36	335.72	422.87
	13,958.54	**9,452.05**	**9,707.07**
Less: Provision for obsolete/unserviceable items/diminution in value	38.75	-	38.75
Total	**13,919.79**	**9,452.05**	**9,668.32**

8 Current financial assets -Trade Receivables

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Unsecured , considered good	81,618.15	49,988.01	28,604.48
Total	**81,618.15**	**49,988.01**	**28,604.48**

9 Current financial assets -Cash and cash equivalents

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Balances with banks			
Current accounts	970.72	730.57	1,626.89
Deposits with original maturity upto three months (including interest accrued)	0.83	0.60	-
Cheques & Drafts on hand	-	2.08	0.01
Total	**971.54**	**733.24**	**1,626.90**

10 Current financial assets -Bank balances other than cash and cash equivalents

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Deposits with original maturity of more than three months and maturing within one year (including interest accrued)	11,552.59	2,836.42	6,484.97
Earmarked balances with banks (including interest accrued)	4,460.59	3,367.19	4,633.01
Total	**16,013.18**	**6,203.61**	**11,117.99**

11 Current financial assets - Loans

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Loans (Unsecured, Considered good, unless otherwise stated)			
Employees (including accrued interest)	8.12	-	-
Total	**8.12**	**-**	**-**

12 Current financial assets - Other Financial Assets

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Unbilled Revenue (Unsecured, considered good)	40,308.11	22,463.87	20,606.93
Total	**40,308.11**	**22,463.87**	**20,606.93**

13 Current assets -Other current assets

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Advances			
(Unsecured, considered good)			
Contractors and suppliers	4,492.59	2,916.45	3,757.82
Employees	8.50	8.22	8.94
Others	946.83	867.26	630.00
Interest accrued on			
Advance to contractors and suppliers	377.35	218.94	385.84
Recoverables			
(Unsecured, considered good)			
Recoverable from Holding Company	-	-	585.68
Claims	4,209.64	4,107.76	4,112.62
Others	21.36	13.38	15.23
Total	**10,056.27**	**8,132.01**	**9,496.13**

14 Regulatory deferral account debit balance

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
On account of			
Exchange differences	1,603.07	2,103.68	1,687.47
Deferred tax	14,276.87	5,198.36	10,774.14
Total	**15,879.93**	**7,302.04**	**12,461.61**

15 Equity share capital

₹ Lakhs

Particulars	As at 31 December 2021		As at 31 December 2020	
	No. of shares	Amount	No. of shares	Amount
Equity share capital				
Authorised				
Shares of par value ₹10 each	**5,00,00,00,000**	**5,00,000.00**	**5,00,00,00,000**	**5,00,000.00**
Issued, subscribed and fully paid up				
Shares of par value ₹10 each	**4,78,70,31,750**	**4,78,703.18**	**4,54,74,51,750**	**4,54,745.18**

Particulars	As at 31 March 2021	
	No. of shares	Amount
Equity share capital		
Authorised		
Shares of par value ₹10 each	**5,00,00,00,000**	**5,00,000.00**
Issued, subscribed and fully paid up		
Shares of par value ₹10 each	**4,65,10,31,750**	**4,65,103.18**

a) **Movements in equity share capital:**

Particulars	For the year ended 31 December 2021		For the year ended 31 December 2020	
	No. of shares	Amount	No. of shares	Amount
Opening balance	4,65,10,31,750	4,65,103.18	4,41,70,05,500	4,41,700.55
Shares issued during the year	13,60,00,000	13,600.00	13,04,46,250	13,044.63
Closing balance	**4,78,70,31,750**	**4,78,703.18**	**4,54,74,51,750**	**4,54,745.18**

a) **Movements in equity share capital:**

Particulars	As at 31 March 2021	
	No. of shares	Amount
Opening balance	4,41,70,05,500	4,41,700.55
Shares issued during the year	23,40,26,250	23,402.63
Closing balance	**4,65,10,31,750**	**4,65,103.18**

b) **Terms and rights attached to equity shares:** The Company has only one class of equity shares having a par value ₹10/- per share. The equity shareholders are entitled to receive dividends as declared from time to time and are entitled to voting rights proportionate to their share holding at the meetings of shareholders. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) **Dividends:**
(i) Dividends not recognised at the end of the reporting period

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
The Directors have recommeded the payment of a final dividend of ₹ 0.22 per equity share. This proposed dividend is subject to the approval of shareholders in the ensuing Annual General Meeting.	-	-	10,232.27

d) **Details of shareholders holding more than 5% shares in the Company:**

Particulars	As at 31 December 2021		As at 31 December 2020	
	No. of shares	%age holding	No. of shares	%age holding
NTPC Ltd.	4,78,70,31,750	100.00	4,54,74,51,750	100.00

Particulars	As at 31 March 2021	
	No. of shares	%age holding
NTPC Ltd.	4,65,10,31,750	100.00

16 Other equity

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Share application money pending allotment	17,400.00	-	3,600.00
Retained earnings	42,233.71	28,062.42	33,628.48
Fly ash Utilisation reserve	2,068.51	1,001.86	1,245.50
Total	**61,702.23**	**29,064.28**	**38,473.98**

a) **Share application money pending allotment**

₹ Lakhs

Share application money pending allotment has been received from	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
NTPC Ltd.	17,400.00	-	3,600.00
Total	**17,400.00**	**-**	**3,600.00**

₹ Lakhs

Reconciliation of share application money pending allotment	Nine Month ended 31 Dec 2021	Nine Month ended 31 Dec 2020	For the year ended 31 March 2021
Opening balance	3,600.00	-	-
Add: Share application money received during the year	27,400.00	13,044.63	27,002.63
Less: Shares allotted during the year	13,600.00	13,044.63	23,402.63
Closing balance	**17,400.00**	**-**	**3,600.00**

₹ Lakhs

b) Reconciliation of Retained earnings	Nine Month ended 31 Dec 2021	Nine Month ended 31 Dec 2020	For the year ended 31 March 2021
Opening balance	33,628.48	15,371.09	15,371.09
Add: Profit/ (Loss) for the year from Statement of Profit and Loss	28,837.50	12,691.32	18,257.38
Less: Interim Dividend	10,000.00	-	-
Less: Final Dividend	10,232.27	-	-
Closing balance	**42,233.71**	**28,062.42**	**33,628.48**

₹ Lakhs

c) Reconciliation of Fly ash Utilisation Reserve	Nine Month ended 31 Dec 2021	Nine Month ended 31 Dec 2020	For the year ended 31 March 2021
Opening balance	1,245.50	427.88	427.88
Add: Transfer	823.01	573.98	817.62
Closing balance	**2,068.51**	**1,001.86**	**1,245.50**

17 Non-current financial liabilities- Borrowings

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Secured term loan			
From bank			
Term loan from Canara Bank	2,15,183.92	1,36,670.11	1,62,081.35
Term loan from Canara Bank (e-Syndicate Bank)	49,137.93	50,000.00	50,000.00
Term loan from Bank of Baroda	4,00,000.00	-	-
From others			
Rupee term loan from REC	4,77,500.00	8,77,500.00	8,77,500.00
	11,41,821.85	**10,64,170.11**	**10,89,581.35**
Less: Current maturities of borrowings			
From bank			
Term loan from Canara Bank	4,084.00	-	8,459.48
Term loan from Canara Bank (e-Syndicate Bank)	862.07	-	2,586.21
Term loan from Bank of Baroda	13,333.33	-	-
From others			
Rupee term loan from REC	15,916.67	-	43,875.00
	34,196.07	**-**	**54,920.69**
Less: Interest accrued but not due on borrowings - Secured	179.92	-	11.23
Total	**11,07,445.86**	**10,64,170.11**	**10,34,649.43**

18 Non-current financial liabilities- Trade payables

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Total outstanding dues of micro and small enterprises	0.16	0.01	0.01
Total outstanding dues of creditors other than micro and small enterprises	-	-	-
Total	**0.16**	**0.01**	**0.01**

19 Non-current financial liabilities- Other Financial Liabilities

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Payable for capital expenditure			
Total outstanding dues of micro and small enterprises	0.07	0.16	0.16
enterprises	0.21	25,684.35	14,788.70
Total	**0.28**	**25,684.51**	**14,788.86**

20 Non-current liabilities- Provisions

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Provision for employee benefits			
Gratuity	1.82	-	1.04
Total	**1.82**	**-**	**1.04**

21 Non-current liabilities- Deferred Tax Liabilities (net)

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Deferred tax liability			
Difference in book depreciation and tax depreciation	49,219.65	27,215.74	34,333.24
Less: Deferred tax asset			
Unabsorbed depreciation	34,942.78	22,017.38	23,559.09
Total	**14,276.87**	**5,198.36**	**10,774.14**

22 Current financial liabilities- Borrowings

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Loans repaybale on demand			
From Banks			
Secured			
Cash Credit	36,590.30	24,000.00	9.40
	36,590.30	**24,000.00**	**9.40**
Current maturities of non-current borrowings			
From bank			
Term loan from Canara Bank	4,084.00	-	8,459.48
Term loan from Canara Bank (e-Syndicate Bank)	862.07	-	2,586.21
Term loan from Bank of Baroda	13,333.33	-	-
From others	-	-	-
Rupee term loan from REC	15,916.67	-	43,875.00
	34,196.07	**-**	54,920.69
Total	**70,786.37**	**24,000.00**	**54,930.09**

23 Current financial liabilities- Trade payables

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
For goods and services			
Total outstanding dues of micro and small enterprises	454.87	359.01	457.00
Total outstanding dues of creditors other than micro and small enterprises	3,232.71	3,323.39	5,451.14
Payable to Holding Company	9.26	5,724.15	12.72
Total	**3,696.84**	**9,406.55**	**5,920.85**

24 Current financial liabilities- Other current financial liabilities

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Interest accrued but not due on borrowings - Secured	179.92	-	11.23
Book Overdraft	-	-	-
Payable for capital expenditure			
Total outstanding dues of micro and small enterprises	581.84	523.28	662.82
enterprises	98,579.32	79,079.13	92,973.13
Other payables			
Deposits from contractors and others	22.07	98.46	40.21
Payable to Holding Company	1,329.51	607.34	-
Payable to employees	23.66	15.00	29.60
Others	107.47	23.69	9.42
Total	**1,00,823.79**	**80,346.89**	**93,726.41**

25 Current liabilities- Other current liabilities

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Advances from customers	49.97	216.29	133.71
Statutory dues	1,371.99	431.84	528.17
Other Payables	71.61	71.61	71.61
Total	**1,493.57**	**719.74**	**733.49**

26 Current liabilities- Provisions

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 Dec 2020	As at 31 March 2021
Provision for Employee Benefits			
Leave encashment	14.87	-	14.87
Gratuity	0.00	-	0.00
Others	829.35	1,285.34	1,703.86
Other Provisions			
Provisions for obligations incidental on land acquisition	3,126.58	4,083.85	3,691.00
Provision for arbitration cases	1,965.76	1,965.76	1,965.76
Provision for Shortage in Property, Plant and Equipment	10.53	10.53	10.53
Total	**5,947.11**	**7,345.49**	**7,386.02**

Nabinagar Power Generating Company Limited
Notes to the financial statements

27 Revenue from Operations

₹ Lakhs

Particulars		Nine Month ended 31 Dec 2021		Nine Month ended 31 Dec 2020		For the year ended 31 March 2021
Energy Sales		2,42,359.43		1,56,682.76		2,07,760.93
Sales of Fly ash/ ash products	823.01		573.98		817.62	
Less: Transferred to fly ash utilisation reserve fund	823.01	-	573.98	-	817.62	-
Other Operating Revenues						
Energy Internally Consumed*		72.41		66.84		83.79
Total		**2,42,431.84**		**1,56,749.59**		**2,07,844.72**

*Valued at variable cost of generation and corresponding amount included in power charges (Note No. 33)

28 Other income

₹ Lakhs

Particulars	Nine Month ended 31 Dec 2021	Nine Month ended 31 Dec 2020	For the year ended 31 March 2021
Interest from			
Financial assets measured at amortised cost			
Deposits with banks	181.96	158.20	251.03
Income tax refunds	164.65	-	1.96
Advance to contractors	228.08	230.90	329.80
Surchage from sale of electricity	4,857.37	2,577.56	4,351.61
Other non-operating income			
Net gain in foreign currency transactions & translations	-		-
Miscellaneous income (refer note below)	94.35	169.28	229.99
	5,526.42	**3,135.94**	**5,164.39**
Less: Transferred to expenditure during construction period (net) - Note 34	133.11	230.90	329.80
Total	**5,393.31**	**2,905.04**	**4,834.59**

29 Fuel expenses

₹ Lakhs

Particulars	Nine Month ended 31 Dec 2021	Nine Month ended 31 Dec 2020	For the year ended 31 March 2021
Cost of Coal	1,13,071.40	71,812.66	93,272.44
Cost of LDO	1,433.16	1,018.96	1,462.40
Total	**1,14,504.56**	**72,831.62**	**94,734.84**

30 Employee benefits expense

₹ Lakhs

Particulars	Nine Month ended 31 Dec 2021	Nine Month ended 31 Dec 2020	For the year ended 31 March 2021
Salaries and wages	4,612.43	6,271.44	8,293.14
Contribution to provident and other funds	1,186.31	1,192.25	1,580.66
Staff welfare expenses	947.00	756.13	904.24
	6,745.74	**8,219.82**	**10,778.03**
Less: Allocated to fuel Cost	443.77	605.22	776.99
Less: Transferred to expenditure during construction period (net) - Note 34	2,766.94	2,479.68	3,856.58
Total	**3,535.03**	**5,134.92**	**6,144.46**

31 Finance costs

₹ Lakhs

Particulars	Nine Month ended 31 Dec 2021	Nine Month ended 31 Dec 2020	For the year ended 31 March 2021
Finance charges on financial liabilities measured at amortised cost			
Rupee term loans	90,812.63	74,685.47	99,978.50
Cash credit	1,653.38	850.38	1,191.15
	92,466.01	**75,535.85**	**1,01,169.65**
Less: Transferred to expenditure during construction period (net) - Note 34	42,638.70	41,363.03	54,947.66
Total	**49,827.31**	**34,172.82**	**46,221.99**

32 Depreciations and Amortisation

₹ Lakhs

Particulars	Nine Month ended 31 Dec 2021	Nine Month ended 31 Dec 2020	For the year ended 31 March 2021
Depreciation and amortization expense:			
On property, plant and equipment	40,841.23	25,296.38	34,208.85
On intangible assets	23.81	21.64	29.22
	40,865.04	**25,318.02**	**34,238.07**
Less: Allocated to fuel Cost	1,636.67	929.27	1,239.02
Total	**39,228.36**	**24,388.75**	**32,999.05**

33 Other expenses

₹ Lakhs

Particulars		Nine Month ended 31 Dec 2021		Nine Month ended 31 Dec 2020		For the year ended 31 March 2021
Power charges		2,246.22		2,329.50		3,219.47
Less: Recovered from contractors & employees		7.52		7.36		9.92
		2,238.70		**2,322.14**		**3,209.55**
Water charges		782.64		813.66		1,084.88
Stores Consumed		165.85		1.38		391.12
Repairs and maintenance						
Power stations		4,904.59		3,077.87		4,672.64
Buildings		124.81		242.89		333.02
Others		759.62		663.77		969.21
Brokerage and commission		0.80		-		2.16
RLDC Fees		147.05		88.75		102.95
Insurance		1,015.82		665.80		903.07
Rates and taxes		6.04		0.93		5.91
Training and recruitment expenses		13.79		4.88		5.85
Communication expenses		89.88		88.50		128.55
Travelling expenses		381.96		280.03		386.04
Tender expenses	-		-		-	
Less: Receipt from sale of tender	-		1.44		1.44	
		-		(1.44)		(1.44)
Payment to auditors		2.95		2.60		8.20
Advertisement and publicity		9.61		11.53		16.30
Security expenses		3,174.83		3,498.89		4,530.97
Entertainment expenses		90.23		70.29		108.81
Expenses for guest house	1.01		12.95		12.95	
Less: Recoveries	3.38		2.72		5.67	
		(2.37)		10.23		7.27
Education expenses		201.59		168.66		244.86
Professional charges and consultancy fees		405.98		554.71		1,025.08
Legal expenses		82.85		91.20		94.32
EDP hire and other charges		12.71		6.52		12.20
Printing and stationery		20.85		10.59		13.78
Hiring of vehicles		206.47		187.63		268.69
Net loss in foreign currency transactions & translations		(84.40)		637.13		220.92
Transport vehicle running expenses		6.20		11.24		14.53
Horticulture expenses		58.92		-		136.41
Hire charges of construction equipment's		17.84		3.76		32.11
DG set operating expenses		-		0.18		0.18
Bank charges		759.64		37.88		47.74
Miscellaneous expenses		39.58		108.54		31.99
		15,635.04		**13,660.73**		**19,007.86**
Less: Allocation to fuel expenses		880.76		718.66		1,131.41
Less: Allocation to Corporate Social Responsibility Expenses		60.25		-		109.78
Less: Transferred to expenditure during construction period (net) - Note 34		2,960.76		1,902.72		3,546.38
		11,733.27		**11,039.36**		**14,220.29**
Corporate Social Responsibility (CSR) expenses		74.71		32.97		170.51
Provisions for:						
Provision for Shortage in Stores		-		-		38.75
Provision for Shortage in Construction Stores		-		-		112.95
		-		-		151.70
Total		**11,807.98**		**11,072.32**		**14,542.50**

a) Miscellaneous expenses includes horticulture expenses and other miscellaneous expenses.

b) Details in respect of payment to auditors:

Audit fee	2.36	2.60	6.14
Reimbursement of expenses	0.59	-	2.06
Total	**2.95**	**2.60**	**8.20**

34 Expenditure during construction period (net)

₹ Lakhs

Particulars	Nine Month ended 31 Dec 2021	Nine Month ended 31 Dec 2020	For the year ended 31 March 2021
A. Employee benefits expense			
Salaries and wages	2,256.16	1,990.47	3,179.12
Contribution to provident and other funds	377.56	406.15	571.37
Staff welfare expenses	133.22	83.06	106.09
Total (A)	**2,766.94**	**2,479.68**	**3,856.58**
B. Finance costs			
Finance charges on financial liabilities measured at amortised cost			
Rupee term loans	42,638.70	41,363.03	54,947.66
Total (B)	**42,638.70**	**41,363.03**	**54,947.66**
C. Depreciation and amortization	**-**	**-**	**-**
D. Other expenses			
Power charges	1,898.17	1,456.94	2,861.53
Repairs and maintenance			
Buildings	0.50	-	-
Others	121.64	281.67	386.69
Communication expenses	24.59	14.79	33.36
Travelling expenses	106.95	58.74	112.08
Entertainment expenses	10.42	2.87	9.29
Legal expenses	3.00	0.02	3.02
Printing and stationery	-	0.04	0.04
Hiring of vehicles	39.63	44.52	58.58
Bank charges	726.27	31.55	40.65
Miscellaneous expenses	29.59	11.59	41.14
Total (D)	**2,960.76**	**1,902.72**	**3,546.38**
E. Less: Other income			
Interest from financial assets measured at amortised cost			
Contractors	133.11	230.90	329.80
Total (E)	**133.11**	**230.90**	**329.80**
Grand total (A+B+C+D-E)*	**48,233.29** *	**45,514.52** *	**62,020.82**

* Carried to Capital work-in-progress - (Note 3)

35 Previous period figures have been reclassified wherever considered necessary.

For and on behalf of the Board of Directors
Nabinagar Power Generating Company Limited
CIN: U40104DL2008GOI183024

Sd/- (MANISH KUMAR) COMPANY SECRETARY	Sd/- (PARAS MANI) CFO	Sd/- (RAJ KUMAR PANDEY) CEO	Sd/- (ALKA SAIGAL) DIRECTOR	Sd/- (RAMESH BABU V.) CHAIRMAN
Place: New Delhi	Place: NPGCL Nabinagar	Place: NPGCL Nabinagar	Place: Noida	Place: New Delhi
Date : 27/01/2022	Date :27/01/2022	Date :27/01/2022	Date : 28/01/2022	Date : 28/01/2022

For V.P.G.S & Co.
Chartered Accountants
Firm Regn . No. 507971C

Sd/-

CA Gulshan Gaba
Partner
Membership No. : 088726
Place: New Delhi
Date :28/01/2022

M/s SD AND ASSOCIATES
No.: +91-9953784832

CHARTERED ACCOUNTANTS
E-mail: durga_shankar06@yahoo.co.in

INDEPENDENT AUDITORS' LIMITED REVIEW REPORT

Review Report

To the Board Of Directors
Kanti Bijlee Utpadan Nigam Limited

1. We have reviewed the accompanying statement of unaudited standalone Financial Results ("The Statement") of Kanti Bijlee Utpadan Nigam Limited ("The Company") (CIN: U40102DL2006GOI153167) for the quarter ended December 31, 2021 and year to date from April 1, 2021 to December 31, 2021.

2. This statement which is the responsibility of the company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in in the Indian Accounting Standard 34 (Ind AS 34) "Interim Financial Reporting" prescribed under section 133 of the Companies Act 2013, as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on statement based on our review.

3. We conducted our review of the statement in accordance with the standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information performed by the independent auditor of the entity", issued by Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with the standards on auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, We do not express an audit opinion.

4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standards ("Ind AS") specified under section 133 of the Companies Act, 2013 as amended, read with relevant rules issued thereunder and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For S D AND ASSOCIATES

S. D. And Associates
FRN 016223C
Chartered Accountants

CA. Durga Shankar
(Partner)
Place: - Muzaffarpur
Date: - 11th February, 2022
Mem No: - 519999
UDIN: - 22519999ABIPRT6309

Kanti Bijlee Utpadan Nigam Limited

Regd. Office: NTPC Bhawan, Scope Complex, 7, Institutional Area, Lodhi Road, New Delhi-110003

BALANCE SHEET

₹ Lakhs

Particulars	Note No.	As at 31 Dec 2021	As at 31 March 2021	As at 31 Dec 2020
ASSETS				
Non-current assets				
Property, plant and equipment	2	**3,33,148.12**	3,49,923.17	3,54,643.64
Capital work-in-progress	3	**48,737.78**	45,544.51	43,492.97
Intangible assets	4	**10.59**	29.67	36.27
Other non current assets	5	**11,208.59**	10,730.94	10,840.25
Total non-current assets		**3,93,105.08**	4,06,228.29	4,09,013.13
Current assets				
Inventories	6	**11,780.43**	12,409.09	12,223.69
Financial Assets				
Trade Receivables	7	**89,845.48**	82,509.26	86,406.83
Cash and cash equivalents	8	**6,041.48**	7,036.65	3,878.05
Bank balances other than cash and cash equivalents	9	**504.33**	443.16	1,061.59
Other financial assets	10	**13,280.65**	16,367.73	12,966.80
Other current assets	11	**6,056.68**	4,216.71	5,135.45
Total current assets		**1,27,509.04**	1,22,982.60	1,21,672.41
TOTAL ASSETS		**5,20,614.13**	5,29,210.89	5,30,685.54
EQUITY AND LIABILITIES				
Equity				
Equity share capital	12	**1,67,067.37**	1,61,067.37	1,61,067.37
Other equity	13	**17,479.36**	14,492.51	3,806.31
Total equity		**1,84,546.73**	1,75,559.88	1,64,873.68
Liabilities				
Non-current liabilities				
Financial liabilities				
Borrowings	14	**1,69,726.40**	1,96,436.06	2,11,922.08
Other financial liabilities	15	**1,391.33**	2,075.14	1,993.02
Provisions	16	**26.97**	24.50	22.43
Deferred tax liabilities (net)	17	**0.00**	-	-
Other non-current liabilities	18	**-**	4,484.58	8,969.17
Total non-current liabilities		**1,71,144.70**	2,03,020.28	2,22,906.69
Current liabilities				
Financial liabilities				
Borrowing	19	**85,385.73**	78,524.75	72,611.58
Trade payables	20			
Total outstanding dues of micro and small enterprises		**689.14**	633.64	731.74
Total outstanding dues of creditors other than micro and small enterprises		**29,722.07**	22,200.33	19,418.63
Other financial liabilities	21	**38,092.11**	38,145.36	41,437.76
Other current liabilities	22	**9,483.85**	9,578.97	7,108.39
Provisions	23	**1,549.80**	1,547.68	1,597.05
Current tax liabilities (net)	24	**-**	-	-
Total current liabilities		**1,64,922.71**	1,50,630.73	1,42,905.16
TOTAL EQUITY AND LIABILITIES		**5,20,614.13**	5,29,210.89	5,30,685.54
Significant accounting policies	1			

The accompanying notes 1 to 32 form an integral part of these financial statements.

For and on behalf of the Board of Directors

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
(Priyanka Sethi)	(R Bhattacharya)	(A K Tandon)	(Ajay Dua)	(Ramesh Babu V)
CS	CFO	CEO	Director	Chairman
Place: New Delhi	Place: Kanti	Place: Kanti	Place: New Delhi	Place: New Delhi
Date : 04.02.2022	Date: 01.02.2022	Date: 01.02.2022	Date: 07.02.2022	Date: 07.02.2022

This is the Balance Sheet referred to in our report of even date.

For SD & Associates
Chartered Accountants

Sd/-
Durga Shankar
Partner
Membership No. : 519999
Firm Reg. No.: 016223C
Place : Muzaffarpur
Date : 11.02.2022

Kanti Bijlee Utpadan Nigam Limited

Regd. Office: NTPC Bhawan, Scope Complex, 7, Institutional Area, Lodhi Road, New Delhi-110003

STATEMENT OF PROFIT AND LOSS

₹ Lakhs

Particulars	Note No.	For the period ended 31 Dec 2021	For the year ended 31 March 2021	For the period ended 31 Dec 2020
Revenue				
Revenue from operations	25	**1,16,735.57**	1,50,985.13	1,04,063.69
Other income	26	**329.00**	504.95	162.06
Total Revenue		**1,17,064.57**	1,51,490.08	1,04,225.75
Expenses				
Fuel Cost	27	**57,481.93**	67,461.16	42,904.99
Employee benefits expense	28	**4,617.03**	8,232.90	6,967.08
Finance costs	29	**15,334.35**	22,796.70	17,479.68
Depreciation and amortization expense	30	**18,108.66**	25,204.14	18,729.26
Other expenses	31	**8,308.51**	11,331.72	7,595.52
Total expenses		**1,03,850.48**	1,35,026.62	93,676.53
Profit before tax		**13,214.08**	16,463.46	10,549.22
Tax expense				
Current tax				
Current Year		**2,309.47**	2,890.03	1,843.16
Earlier Years		**-**	120.24	
Deferred tax		**-**	-	-
Total tax expense		**2,309.47**	3,010.27	1,843.16
Profit for the year		**10,904.61**	13,453.19	8,706.06
Other comprehensive income/ (expense)				
Items that will not be reclassified to profit or loss and its related income tax effects				
- Remeasurement gains/ (losses) on defined benefit plan		**-**	(7.35)	
- Less: Income tax relating to items that will not be reclassified to profit or loss		**-**	(1.28)	
Other comprehensive income/(expense) for the year, net of income tax		**-**	(6.07)	**-**
Total comprehensive income for the year		**10,904.61**	13,447.12	8,706.06
Significant accounting policies	1			
Expenditure during construction period (net)	32			

The accompanying notes 1 to 32 form an integral part of these financial statements.

For and on behalf of the Board of Directors

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
(Priyanka Sethi)	(R Bhattacharya)	(A K Tandon)	(Ajay Dua)	(Ramesh Babu V)
CS	CFO	CEO	Director	Chairman
Place: New Delhi	Place: Kanti	Place: Kanti	Place: New Delhi	Place: New Delhi
Date : 04.02.2022	Date: 01.02.2022	Date: 01.02.2022	Date: 07.02.2022	Date: 07.02.2022

This is the Statement of Profit and Loss referred to in our report of even date.

For SD & Associates
Chartered Accountants

Sd/-
Durga Shankar
Partner
Membership No. : 519999
Firm Reg. No.: 016223C
Place : Muzaffarpur
Date : 11.02.2022

Kanti Bijlee Utpadan Nigam Limited
Regd. Office: NTPC Bhawan, Scope Complex, 7, Institutional Area, Lodhi Road, New Delhi-110003

STATEMENT OF CHANGES IN EQUITY

(A) Equity Share Capital

For the nine-months ended 31st Dec 2021 ₹ Lakhs

Balance as at 1 April 2021	1,61,067.37
Changes in equity share capital during the year	6,000.00
Balance as at 31st Dec 2021	**1,67,067.37**

For the year ended 31 March 2021 ₹ Lakhs

Balance as at 1 April 2020	1,56,067.37
Changes in equity share capital during the year	5,000.00
Balance as at 31 March 2021	**1,61,067.37**

(B) Other Equity

For the nine-months ended 31st Dec 2021 ₹ Lakhs

	Reserves & Surplus			Total
	Retained Earnings	Share Application Money Pending Allotment	Fly Ash utilisation reserve fund	
Balance as at 1 April 2021	**8,418.88**	**6,000.00**	**73.62**	**14,492.50**
Profit for the year	10,904.61	-	-	10,904.61
Other comprehensive income/ (expense)	-	-	-	-
Less- Final Dividend paid for FY 2020-21	2,093.88			2,093.88
Transfer to fly ash utilisation reserve fund (net) (Note 13)	-	-	176.12	176.12
Rounding off Adjustment	-	-	-	-
Share application money received (Note 13)	-	-	-	-
Less: Shares allotted against share application money	-	6,000.00	-	6,000.00
Balance as at 31st Dec 2021	**17,229.61**	**-**	**249.74**	**17,479.35**

For the year ended 31 March 2021 ₹ Lakhs

	Reserves & Surplus			Total
	Retained Earnings	Share Application Money Pending Allotment	Fly Ash utilisation reserve fund	
Balance as at 1 April 2020	**(5,028.24)**	**5,000.00**	**61.41**	**33.17**
Profit for the year	13,453.19	-	-	13,453.19
Other comprehensive income/ (expense)	(6.07)	-	-	(6.07)
Transfer to fly ash utilisation reserve fund (net) (Note 13)	-	-	12.21	12.21
Rounding off Adjustment	-	-	-	-
Share application money received (Note 13)	-	6,000.00	-	6,000.00
Less: Shares allotted against share application money	-	5,000.00	-	5,000.00
Balance as at 31 March 2021	**8,418.88**	**6,000.00**	**73.62**	**14,492.50**

For and on behalf of the Board of Directors

Sd/-	Sd/-	Sd/-	Sd/-	Sd/-
(Priyanka Sethi)	(R Bhattacharya)	(A K Tandon)	(Ajay Dua)	(Ramesh Babu V)
CS	CFO	CEO	Director	Chairman
Place: New Delhi	Place: Kanti	Place: Kanti	Place: New Delhi	Place: New Delhi
Date : 04.02.2022	Date: 01.02.2022	Date: 01.02.2022	Date: 07.02.2022	Date: 07.02.2022

This is the Statement of Changes in Equity referred to in our report of even date.

For SD & Associates
Chartered Accountants

Sd/-
Durga Shankar
Partner
Membership No. : 519999
Firm Reg. No.: 016223C
Place : Muzaffarpur
Date : 11.02.2022

1. Company Information and Significant Accounting Policies

A. Reporting entity

Kanti Bijlee Utpadan Nigam Limited (the "Company") is a Company domiciled in India and limited by shares (CIN: U40102DL2006GOI153167). The address of the Company's registered office is NTPC Bhawan, SCOPE Complex, 7 Institutional Area, Lodi Road, New Delhi -110003. The Company is involved in the generation and sale of bulk power to State Power Utilities. The Company is a wholly owned subsidiary of NTPC Limited.

B. Basis of preparation

1. Statement of Compliance

These financial statements are prepared on going concern basis following accrual system of accounting and comply with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, and other provisions of the Companies Act, 2013 (to the extent notified and applicable), and the provisions of the Electricity Act, 2003 to the extent applicable.

These financial statements were approved for issue by the Board of Directors in its meeting held on 1st February 2022.

2. Basis of measurement

The financial statements have been prepared on the historical cost basis, except for certain financial assets and financial liabilities that are measured at fair value (refer note 8 below).

Historical cost is the amount of cash or cash equivalents paid or the fair value of the consideration given to acquire assets at the time of their acquisition or the amount of proceeds received in exchange for the obligation, or at the amounts of cash or cash equivalents expected to be paid to satisfy the liability in the normal course of business. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

3. Functional and presentation currency

These financial statements are presented in Indian Rupees (₹) which is the Company's functional currency. All financial information presented in (₹) has been rounded to the nearest Lakh (up to two decimals), except when indicated otherwise.

4. Current and non-current classification

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

An asset is classified as current when it is:

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

All other assets are classified as non-current.

A liability is classified as 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.

Assets and liabilities are classified between current and non-current considering 12 months period as normal operating cycle.

C. Significant accounting policies

A summary of the significant accounting policies 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.

The Company has elected to utilize the option under Ind AS 101 –'First time adoption of Indian Accounting Standards' by not applying the provisions of Ind AS 16-' Property, plant and equipment's& Ind AS 38- 'Intangible assets' retrospectively and continue to use the previous GAAP carrying amount as a deemed cost under Ind AS at the date of transition to Ind AS i.e. 1 April 2015. Therefore, the carrying amount of property, plant and equipment and intangible assets as per the previous GAAP as at 1 April 2015, i.e; the Company's date of transition to Ind AS, were maintained on transition to Ind AS.

1. Property, plant and equipment

1.1. Initial recognition and measurement

An item of property, plant and equipment is recognized as an asset if and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Items of property, plant and equipment are initially recognized at cost. Cost includes purchase price including import duties and non-refundable taxes after deducting trade discounts and rebates, any cost 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 and the present value of initial estimate of cost of dismantling, removal and restoration.

Subsequent measurement is done at cost less accumulated depreciation/amortization and accumulated impairment losses.

When parts of an item of property, plant and equipment that are significant in value and have different useful lives, they are recognized separately.

Deposits, payments/liabilities made provisionally towards compensation, rehabilitation and other expenses relatable to land in possession are treated as cost of land.

In the case of assets put to use, where final settlement of bills with contractors is yet to be effected, capitalization is done on provisional basis subject to necessary adjustment in the year of final settlement.

Assets and systems common to more than one generating unit are capitalized on the basis of engineering estimates/assessments.

Items of spare parts, stand-by equipment and servicing equipment which meet the definition of property, plant and equipment are capitalized. Other spare parts are carried as inventory and recognized in the statement of profit and loss on consumption.

The acquisition or construction of some items of property, plant and equipment although not directly increasing the future economic benefits of any particular existing item of property, plant and equipment, may be necessary for the Company to obtain future economic benefits from its other assets. Such items are recognized as property, plant and equipment.

1.2. Subsequent costs

Subsequent expenditure is recognized in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured reliably.

Expenditure on major inspection and overhauls of generating unit is capitalized, when it meets the asset recognition criteria. Any remaining carrying amount of the cost of the previous inspection and overhaul is derecognized.

The cost of replacing major part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the 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 derecognized regardless of whether the replaced part has been depreciated separately. If it is not practicable to determine the carrying amount of the replaced part, the Company uses the cost of the replacement as an indication of what the cost of replaced part was at the time it was acquired or constructed. The costs of the day-to-day servicing of property, plant and equipment are recognized in the statement of profit and loss as and when incurred.

1.3. Decommissioning costs

The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

1.4. De-recognition

Property, plant and equipment is derecognized when no future economic benefits are expected from their use or upon their disposal. Gains and losses on de-recognition of an item of property, plant and equipment are determined as the difference between sale proceeds from disposal, if any, and the carrying amount of property, plant and equipment, and are recognized in the statement of profit and loss.

In circumstance, where an item of property, plant and equipment is abandoned, the net carrying cost relating to the property, plant and equipment is written off in the same period.

1.5. Depreciation/amortization

Depreciation is recognized in statement of profit and loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment.

Depreciation on the assets of the generation of electricity business, covered under Part B of Schedule II of the Companies Act, 2013, is charged on straight-line method following the rates and methodology notified by the Central Electricity Regulatory Commission (CERC) Tariff Regulations.

Depreciation on the following assets is provided on their estimated useful life, which are different from the useful life as prescribed under Schedule II to the Companies Act, 2013, ascertained on the basis of technical evaluation:

a) Kutcha roads	2 years
b) Enabling works	
- residential buildings	15 years
- internal electrification of residential buildings	10 years

- non-residential buildings including their internal electrification, water supply, sewerage & drainage works, railway sidings, aerodromes, helipads and airstrips.	5 years
c) Personal computers & laptops including peripherals	3 years
d) Photocopiers, fax machines, water coolers and refrigerators	5 years
e) Temporary erections including wooden structures	1 year
f) Telephone exchange	15 years
g) Wireless systems, VSAT equipments, display devices viz. projectors, screens, CCTV, audio video conferencing systems and other communication equipments	6 years
h) Energy saving electrical appliances and fittings	2-7 years
i) Solar/wind power plants which are not governed by CERC Tariff Regulations	25 years
j) Hospital equipment	5-10 years
k) Furniture and Fixture	5-15 years

Major overhaul and inspection costs which have been capitalized are depreciated over the period until the next scheduled outage or actual major inspection/overhaul, whichever is earlier.

Capital spares are depreciated considering the useful life ranging between 2 to 25 years based on technical assessment.

Right-of-use land and buildings relating to generation of electricity business governed by CERC Tariff Regulations are fully amortized over lease period or life of the related plant whichever is lower following the rates and methodology notified by the CERC Tariff Regulations.

Depreciation on additions to/deductions from property, plant and equipment during the year is charged on pro-rata basis from/up to the month in which the asset is available for use/sale/, disposal or earmarked for disposal

Where the cost of depreciable assets has undergone a change during the year due to increase/decrease in long-term liabilities (recognized up to 31 March 2016) on account of exchange fluctuation, price adjustment, change in duties or similar factors, the unamortized balance of such asset is charged off prospectively over the remaining useful life determined following the applicable accounting policies relating to depreciation/amortization.

Where it is probable that future economic benefits deriving from the expenditure incurred will flow to the enterprise and the cost of the item can be measured reliably, subsequent expenditure on a property, plant and equipment along-with its unamortized depreciable amount is charged off prospectively over the revised useful life determined by technical assessment.

The residual values, useful lives and method of depreciation of assets other than the assets of generation of electricity business governed by CERC Tariff Regulations, are reviewed at each financial year end and adjusted prospectively, wherever required.

Depreciation of an asset ceases at the earlier of the date that the assets is classified as held for sale (or included in a disposal group that is classified as held for sale) in accordance with Ind AS 105 and the date that the asset is derecognized.

2. Leases

As lessee

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract 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: (1) the contact involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

The Company recognizes a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short term leases) and leases for low value underlying assets. For these short-term and leases for low value underlying assets, the Company recognizes the lease payments as an operating expense on a 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. Right-of use assets and lease liabilities include these options when it is reasonably certain that the option to extend the lease will be exercised/option to terminate the lease will not be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives and an estimate of costs to be incurred in dismantling and removing or restoring the underlying asset less any lease incentives. They are subsequently measured at cost less accumulated depreciation/amortization and impairment losses and adjusted for any reassessment of lease liabilities.

Right-of-use assets are depreciated/amortized from the commencement date to the end of the useful life of the underlying asset, if the lease transfers ownership of the underlying asset by the end of lease term or if the cost of right-of-use assets reflects that the purchase option will be exercised. Otherwise, Right-of-use assets are depreciated /amortized from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

Right-of-use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. In calculating the present value, lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rate. Lease liabilities are re-measured with a corresponding adjustment to the related right-of-use asset if the Company changes its assessment whether it will exercise an extension or a termination option.

3. Capital work-in-progress

Cost incurred for property, plant and equipment that are not ready for their intended use as on the reporting date, is classified under capital work- in-progress.

The cost of self-constructed assets includes the cost of materials & direct labour, any other costs directly attributable to bringing the assets to the location and condition necessary for it to be capable of operating in the manner intended by management and borrowing costs attributable to the acquisition or construction of qualifying asset.

Expenses directly attributable to construction of property, plant and equipment incurred till they are ready for their intended use are identified and allocated on a systematic basis on the cost of related assets.

Deposit works/cost plus contracts are accounted for on the basis of statements of account received from the contractors.

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

4. Government grants

Government grants are recognized when there is reasonable assurance that they will be received and the Company will comply with the conditions associated with the grant. Grants that compensate the Company for the cost of depreciable asset are recognized as income in the statement of profit and loss on a systematic basis over the period and in the proportion in which depreciation is charged. Grants that compensate the Company for expenses incurred are recognized over the period in which the related costs are incurred and the same is deducted from the related expenses.

5. Intangible assets

5.1. Initial recognition and measurement

An intangible asset is recognized if and only if it is probable that the expected future economic benefits that are attributable to the asset will flow to the Company and the cost of the asset can be measured reliably.

Intangible assets that are acquired by the Company, which have finite useful lives, are recognized at cost. Subsequent measurement is done at cost less accumulated amortization and accumulated impairment losses. . Cost comprises purchase price including import duties, non-refundable taxes after deducting trade discounts and rebates and any directly attributable expenses of preparing the asset for its intended use.

5.2. Subsequent costs:

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

5.3. De-recognition

An intangible asset is derecognized when no future economic benefits are expected from their use or upon their disposal. Gains or losses on de-recognition of an intangible asset is determined as the difference between the net disposal proceeds, if any, and the carrying amount of intangible assets and are recognized in the statement of profit and loss.

5.4. Amortization

Cost of software recognized as intangible asset, is amortized on straight-line method over a period of legal right to use or 3 years, whichever is less. Other intangible assets are amortized on straight-line method over the period of legal right to use or life of the related plant, whichever is less.

The amortization period and the amortization method of intangible assets with a finite useful life is reviewed at each financial year end and adjusted prospectively, wherever required.

6. 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 the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit", or "CGU").

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

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

7. Regulatory deferral account balances

Expense/income recognized in the statement of profit and loss to the extent recoverable from or payable to the beneficiaries in subsequent periods as per CERC Tariff Regulations are recognized as 'Regulatory deferral account balances.

Regulatory deferral account balances are adjusted in the year in which the same become recoverable from or payable to the beneficiaries.

Regulatory deferral account balances are evaluated at each balance sheet date to ensure that the underlying activities meet the recognition criteria and it is probable that future economic benefits associated with such balances will flow to the entity. If these criteria are not met, the regulatory deferral account balances are derecognized.

8. 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. The Company recognizes a financial asset or a financial liability only when it becomes party to the contractual provisions of the instrument.

8.1. Financial assets

Initial recognition and measurement

All financial assets are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition of financial assets, which are not at fair value through profit or loss, are added to the fair value on initial recognition.

Subsequent measurement

Debt instruments at amortized cost

A 'debt instrument' is measured at the amortized cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the EIR method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognized in the statement of profit and loss. This category generally applies to trade and other receivables.

Debt instrument at FVTOCI (Fair value through OCI)

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

(a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
(b) The asset's contractual cash flows represent SPPI

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the OCI. However, the Company recognizes interest income, impairment losses & reversals and foreign exchange gain or loss in the profit and loss. On derecognition of the asset, cumulative gain or loss previously recognized in OCI is reclassified from the equity to profit and loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

Debt instrument at FVTPL (Fair value through profit or loss)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to classify a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the statement of profit and loss. Interest income on such investments is presented under 'Other income'.

De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognized (i.e. removed from the Company's balance sheet) when:

• The rights to receive cash flows from the asset have expired, or

• The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) 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 recognized in the Statement of Profit and Loss.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:
(a) Financial assets that are debt instruments, and are measured at amortized cost e.g., loans, debt

securities, deposits and bank balance.
(b) Trade receivables, unbilled revenue and contract assets under Ind AS 115.

For trade receivables and contract assets/unbilled revenue, the Company applies the simplified approach required by Ind AS 109 Financial Instruments, which requires lifetime expected losses to be recognized from initial recognition.

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

For purchased or originated credit impaired financial assets, a loss allowance is recognized for the cumulative changes in lifetime expected credited losses since initial recognition.

8.2. Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, borrowings, payables. All financial liabilities are recognized initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, borrowings including bank overdrafts and payable for capital expenditure.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at amortized cost

After initial measurement, such financial liabilities are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in the statement of profit and loss when the liabilities are derecognized as well as through the EIR amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance costs in the profit or loss. This category generally applies to borrowings, trade payables and other contractual liabilities.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the statement of profit and loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk are recognized in OCI. These gains/losses are not subsequently transferred to profit and loss. However, the company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the statement of profit and loss. The Company has not designated any financial liability as at fair value through profit and loss.

De-recognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expired. When an existing financial 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 in the respective carrying amounts is recognized in the statement of profit and loss.

Offsetting of financial assets and financial liabilities

Financial assets and financial liabilities are offset and the net amount is presented in the balance sheet if there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

9. Borrowing costs

Borrowing costs consist of (a) interest expense calculated using the effective interest method as described in Ind AS 109 – 'Financial Instruments' (b) interest expense on lease liabilities recognized in accordance with Ind AS 116– 'Leases' and (c) exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

Borrowing costs that are directly attributable to the acquisition, construction or erection of qualifying assets are capitalized as part of cost of such asset until such time the assets are substantially ready for their intended use. Qualifying assets are assets which necessarily take substantial period of time to get ready for their intended use or sale.

When the Company borrows funds specifically for the purpose of obtaining a qualifying asset, the borrowing costs incurred are capitalized. When Company borrows funds generally and uses them for the purpose of obtaining a qualifying asset, the capitalization of the borrowing costs is computed based on the weighted average cost of general borrowing that are outstanding during the period and used for the acquisition, construction or erection of the qualifying asset. However, borrowing costs applicable to borrowings made specifically for the purpose of obtaining a qualifying asset, are exclude from this calculations, until substantially all the activities necessary to prepare that for its intended use or sale are complete.

Income earned on temporary investment of the borrowings pending their utilization for expenditure on the qualifying assets is deducted from the borrowing costs eligible for capitalization.

Capitalization of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for their intended uses are complete.

Other borrowing costs are recognized as an expense in the year in which they are incurred.

10. Inventories

Inventories are valued at the lower of cost and net realizable value. Cost includes cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis. Costs of purchased inventory are determined after deducting rebates,trade discounts and other similar items. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

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

Steel scrap is valued at estimated realizable value.

11. Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks, cash on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value.

12. Fly ash utilization reserve fund

Proceeds from sale of ash/ash products along-with income on investment of surplus funds are transferred to 'Fly ash utilization reserve fund' in terms of provisions of gazette notification dated 3 November 2009 issued by Ministry of Environment and Forests, Government of India. The fund is utilized towards expenditure on development of infrastructure/facilities, promotion & facilitation activities for use of fly ash.

13. Provisions, contingent liabilities and contingent assets

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at reporting date, taking into account the risks and uncertainties surrounding the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably. The expense relating to a provision is presented in the statement of profit and loss net of reimbursement, if any.

Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events not wholly within the control of the Company. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. 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 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.

14. Foreign currency transactions and translation

Transactions in foreign currencies are initially recorded at the functional currency spot rates at the date the transaction first qualifies for recognition.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in the statement of profit and loss in the year in which it arises with the exception that exchange differences on long term monetary items related to acquisition of property, plant and equipment recognized up to 31 March 2016 are adjusted to the carrying cost of property, plant and equipment.

Non-monetary items denominated in foreign currency which are measured in terms of historical cost are recorded using the exchange rate at the date of the transaction. In case of advance consideration received or paid in a foreign currency, the date of transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income (or part of it), is when the Company initially recognizes the non-monetary asset or non-monetary liability arising from the payment or receipt of advance consideration.

15. Revenue

Company's revenues arise from generation and sale of energy and other income. Revenue from other income comprises interest from banks, employees, contractors etc., surcharge received from beneficiaries for delayed payments, sale of scrap, other miscellaneous income, etc.

15.1. Revenue from sale of energy

The Company's operations in India are regulated under the Electricity Act, 2003. Accordingly, the CERC determines the tariff for the Company's power plants based on the norms prescribed in the tariff regulations as applicable from time to time. Tariff is based on the capital cost incurred for a specific power plant and primarily comprises two components: capacity charge i.e. a fixed charge, that includes depreciation, return on equity, interest on working capital, operating & maintenance expenses, interest on loan and energy charge i.e. a variable charge primarily based on fuel costs.

Revenue is measured based on the consideration that is specified in a contract with a customer or is expected to be received in exchange for the products or services and excludes amounts collected on behalf of third parties. The Company recognizes revenue when (or as) the performance obligation is satisfied, which typically occurs when (or as) control over the products or services is transferred to a customer.

Revenue from sale of energy is accounted for based on tariff rates approved by the CERC (except items indicated as provisional) as modified by the orders of Appellate Tribunal for Electricity to the extent applicable. In case the tariff rates are yet to be approved/items indicated provisional by the CERC in their orders, provisional rates are adopted considering the applicable CERC Tariff Regulations. Revenue from sale of energy is recognized once the electricity has been delivered to the beneficiary and is measured through a regular review of usage meters. Beneficiaries are billed on a periodic and regular basis. As at each reporting date, revenue from sale of energy includes an accrual for sales delivered to beneficiaries but not yet billed i.e. contract assets/ unbilled revenue.

The incentives/disincentives are accounted for based on the norms notified/approved by the CERC as per principles enunciated in Ind AS 115- 'revenue from contracts with customers'. In cases the same have not been notified / approved, incentives/disincentives are accounted for on provisional basis.

15.2. Other income

Interest income is recognized, when no significant uncertainty as to measurability or collectability exist, on a time proportion basis taking into account the amount outstanding and the applicable interest rate, using the effective interest rate method (EIR). For credit impaired financial assets the EIR is applied to the net carrying amount of the financial asset (after deduction of the loss allowance). EIR is the rate that discounts the estimated future cash receipts through the expected life of the financial asset to the net carrying amount of the financial asset. For purchased or originated credit-impaired (POCI) financial assets interest income is recognized by calculating the credit-adjusted EIR and applying that rate to the amortized cost of the asset. The credit-adjusted EIR is the interest rate that, at original recognition, discounts the estimated future cash flows (including credit losses) to the amortized cost of the POCI assets.

Scrap other than steel 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 realization.

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

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

The interest/surcharge on late payment/overdue trade receivables for sale of energy is recognized when no significant uncertainty as to measurability or collectability exists.

Interest/surcharge recoverable on advances to suppliers as well as warranty claims wherever there is uncertainty of realization/acceptance are not treated as accrued and are therefore, accounted for on receipt/acceptance.

16. Employee benefits

16.1. Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions ~~in~~to separate entities and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognized as an employee benefits expense in the statement of profit or loss in the period during which services are rendered by employees. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in future payments is available. Contributions to a defined contribution plan that are due after more than 12 months after the end of the period in which the employees render the service are discounted to their present value.

In respect of employees from parent company NTPC Limited- Employees benefits include provident fund, pension, gratuity, post retirement medical facilities, compensated absences, long service award, economic rehabilitation scheme & other terminal benefits. In terms of the arrangement with the parent company, the company is to make a fixed contribution of the aggregate of basic pay and dearness allowance for the period of service rendered in the company. Accordingly, theses employee benefits are treated as defined contribution scheme.

The Company pays a defined contribution for provident fund for employees on it's roll to the fund administered and managed by Government of India. Both the employee and the Company make monthly contribution equal to a specified percentage of the employee’s salary. The contributions to the fund for the year are recognized as an expense and charged to the statement of profit and loss.

In respect of employees on the roll of the company, expenditure in relation to gratuity and leave encashment recognized on the basis of actuarial valuation.

16.2. Defined benefit plan

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company’s liability towards gratuity for the employees on its roll is in the nature of defined benefit plan.

The Company’s net obligation in respect of defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognized past service costs and the fair value of any plan assets are deducted. The discount rate is based on the prevailing market yields of Indian government securities as at the reporting date that have maturity dates approximating the terms of the Company’s obligations and that are denominated in the same currency in which the benefits are expected to be paid.

The calculation is performed annually by a qualified actuary using the projected unit credit method. Any actuarial gains or losses are recognized in OCI in the period in which they arise.

When the benefits of a plan are improved, the portion of the increased benefit relating to past service by employees is recognized in profit or loss on a straight-line basis over the average period until the benefits become vested. To the extent that the benefits vest immediately, the expense is recognized immediately in statement of profit and loss.

16.3. Other long-term employee benefits

Benefits under the Company’s leave encashment scheme for the employees on its roll constitute other long-term employee benefits.

The Company’s net obligation in respect of leave encashment is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any related assets is deducted. The discount rate is based on the prevailing market yields of Indian government securities as at the reporting date that have maturity dates approximating the terms of the Company’s obligations. The calculation is performed using the projected unit credit method. Any actuarial gains or losses are recognized in profit or loss in the period in which they arise.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

16.4. Short-term benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognized for the amount expected to be paid under performance related pay if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

17. Other expenses

Expenses on training & recruitment and voluntary community development are charged to statement of profit and loss in the year incurred.

Transit and handling losses of coal as per Company's norms are included in cost of coal.

18. Income tax

Income tax expense comprises current and deferred tax. Current tax expense is recognized in statement of profit and loss except to the extent that it relates to items recognized directly in other comprehensive income (OCI) or equity, in which case it is recognized in OCI or equity, respectively.

Current tax is the expected tax payable on the taxable income for the year computed as per the provisions of Income Tax Act, 1961, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized using the balance sheet method, on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the tax bases of assets and liabilities. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they materialize, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority

Deferred tax is recognized in statement of profit and loss except to the extent that it relates to items recognized directly in OCI or equity, in which case it is recognized in OCI or equity, respectively.

A deferred tax asset is recognized for all deductible temporary differences to the extent that it is probable that future taxable profits will be available against which the deductible temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the sufficient taxable profits will be available in future to allow all or part of deferred tax assets to be utilised.

Additional income taxes that arise from the distribution of dividends are recognized at the same time that the liability to pay the related dividend is recognized. The income tax consequences of dividends are recognized in profit or loss, other comprehensive income or equity according to where the Company originally recognized those past transactions or events.

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. MAT credit is recognized as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future taxable profit will be available against which MAT credit can be utilized.

When there is uncertainty regarding income tax treatments, the Company assesses whether a tax authority is likely to accept an uncertain tax treatment. If it concludes that the tax authority is unlikely to accept an uncertain tax treatment, the effect of the uncertainty on taxable income, tax bases and unused tax losses and unused tax credits is recognized. The effect of the uncertainty is recognized using the method that, in each case, best reflects the outcome of the uncertainty: the most likely outcome or the expected value. For each case, the Company evaluates whether to consider each uncertain tax treatment separately, or in conjunction with another or several other uncertain tax treatments, based on the approach that best prefixes the resolution of uncertainty.

19. Operating segments

In accordance with Ind AS 108-'Operating Segments', the operating segments used to present segment information are identified on the basis of internal reports used by the Company's management to allocate resources to the segments and assess their performance. The Board of Directors is collectively the Company's 'Chief Operating Decision Maker' or 'CODM' within the meaning of Ind AS 108. In the opinion of the management, there is only one reportable segment ("Generation of Energy").

20. Dividends

Dividends and interim dividends payable to the Company's shareholders are recognized as changes in equity in the period in which they are approved by the shareholders and the Board of Directors respectively.

21. Material prior period errors

Material prior period errors are corrected retrospectively by restating the comparative amounts for the prior periods presented in which the error occurred. If the error occurred before the earliest period presented, the opening balances of assets, liabilities and equity for the earliest period presented, are restated.

22. Earnings per share

Basic earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the financial year.

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

Basic and diluted earnings per equity share are also computed using the earnings amounts excluding the movements in regulatory deferral account balances.

23. Use of estimates and management judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that may impact the application of accounting policies and the reported value of assets, liabilities, income, expenses and related disclosures concerning the items involved as well as contingent assets and liabilities at the balance sheet date. The estimates and management's judgments are based on previous experience & other factors considered reasonable and prudent in the circumstances. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In order to enhance understanding of the financial statements, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is as under:

1. Formulation of accounting policies

The accounting policies are formulated in a manner that results in financial statements containing relevant and reliable information about the transactions, other events and conditions to which they apply. Those policies need not be applied when the effect of applying them is immaterial.

2. Useful life of property, plant and equipment and intangible assets

The estimated useful life of property, plant and equipment and intangible assets 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.

Useful life of the assets of the generation of electricity business is determined by the CERC Tariff Regulations in accordance with Schedule II of the Companies Act, 2013.

3. Recoverable amount of property, plant and equipment and intangible assets

The recoverable amount of property, plant and equipment and intangible assets is based on estimates and assumptions regarding in particular the expected market outlook and future cash flows associated with the power plants. Any changes in these assumptions may have a material impact on the measurement of the recoverable amount and could result in impairment.

4. Post-employment benefit plans

Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, the rate of salary increases and the inflation rate. The Company considers that the assumptions used to measure its obligations are appropriate and documented. However, any changes in these assumptions may have a material impact on the resulting calculations.

5. Revenues

The Company records revenue from sale of energy based on tariff rates approved by the CERC as modified by the orders of Appellate Tribunal for Electricity, as per principles enunciated under Ind AS 115. However, in cases where tariff rates are yet to be approved, provisional rates are adopted considering the applicable CERC Tariff Regulations.

6. Assets held for sale

Significant judgment is required to apply the accounting of non-current assets held for sale under Ind AS 105 - 'Non-current assets held for sale and discontinued operations. In assessing the applicability, management has exercised judgment to evaluate the availability of the asset for immediate sale, management's commitment for the sale and probability of sale within one year to conclude if their carrying amount will be recovered principally through a sale transaction rather than through continuing use.

7. Regulatory deferral account balances

Recognition of regulatory deferral account balances involves significant judgements including about future tariff regulations since these are based on estimation of the amounts expected to be recoverable/payable through tariff in future.

8. Provisions and contingencies

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

9. Income taxes

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

****

2 Property, plant and equipment (PPE)

As at 31st Dec 2021

₹ Lakhs

Particulars	Gross Block				Depreciation/Amortisation and Impairment				Net Block
	As at 1 April 2021	Additions	(Deductions)/ Adjustments	As at 31st Dec 2021	Upto 1 April 2021	For the year	(Deductions)/ Adjustments	Upto 31st Dec 2021	As at 31st Dec 2021
Land :									
(including development expenses)									
Freehold	17,189.12	-	-	**17,189.12**	-	-	-	**-**	**17,189.12**
Right of Use	11,635.76	-	-	**11,635.76**	904.20	166.12	-	**1,070.32**	**10,565.44**
Roads, bridges, culverts & helipads	5,759.86	-	-	**5,759.86**	493.33	174.03	-	**667.36**	**5,092.50**
Building :				**-**				**-**	**-**
Main plant	29,603.10	-	-	**29,603.10**	4,241.66	760.56	-	**5,002.21**	**24,600.88**
Others	3,417.44	-	-	**3,417.44**	1,320.53	156.27	-	**1,476.80**	**1,940.65**
Temporary erections	-	-	-	**-**	-	-	-	**-**	**-**
Water Supply, drainage & sewerage system	30.92	-	-	**30.92**	7.70	1.28	-	**8.98**	**21.94**
MGR track and signalling system	6,760.28	-	-	**6,760.28**	1,512.22	323.03	-	**1,835.25**	**4,925.04**
Plant and equipment (including associated civil works)	3,79,160.10	1,572.94	-	**3,80,733.04**	97,404.17	16,613.97	-	**1,14,018.14**	**2,66,714.90**
Furniture and fixtures	610.96	19.52	-	**630.48**	169.21	34.92	-	**204.14**	**426.35**
Vehicles Owned	1.34	-	-	**1.34**	0.87	0.11	-	**0.98**	**0.36**
Office equipment	272.04	30.57	-	**302.61**	109.78	21.17	-	**130.94**	**171.67**
EDP, WP machines and satcom equipment	496.34	6.10	(3.80)	**498.64**	328.37	66.46	(3.80)	**391.04**	**107.60**
Construction equipment	680.82	-	-	**680.82**	337.54	47.74	-	**385.28**	**295.55**
Electrical Installations	1,544.98	-	-	**1,544.98**	426.76	67.23	-	**493.99**	**1,051.00**
Communication Equipment	11.44	-	-	**11.44**	7.44	1.21	-	**8.65**	**2.79**
Hospital Equipment	14.27	-	0.19	**14.46**	1.84	1.15	0.17	**3.15**	**11.30**
Laboratory and workshop equipments	-	31.67		**31.67**	-	0.62		**0.62**	**31.06**
Total	**4,57,188.77 #**	**1,660.81 -**	**(3.61) -**	**4,58,845.97**	**1,07,265.62 -**	**18,435.86**	**(3.63) -**	**1,25,697.85 -**	**3,33,148.12**

As at 31 March 2021

₹ Lakhs

Particulars	Gross Block				Depreciation/Amortisation and Impairment				Net Block
	As at 1 April 2020	Additions	(Deductions)/ Adjustments	As at 31 March 2021	Upto 1 April 2020	For the year	(Deductions)/ Adjustments	Upto 31 March 2021	As at 31 March 2021
Land :									
(including development expenses)									
Freehold	17,189.12	-	-	**17,189.12**	-	-	-	**-**	**17,189.12**
Right of Use	11,635.75	-	-	**11,635.75**	682.71	221.49	-	**904.20**	**10,731.55**
Roads, bridges, culverts & helipads	4,981.02	-	778.85	**5,759.87**	296.94	196.40	-	**493.34**	**5,266.53**
Building :									
Main plant	29,603.09	-	-	**29,603.09**	3,206.01	1,035.65	-	**4,241.66**	**25,361.43**
Others	3,071.86	-	345.59	**3,417.45**	899.07	208.36	213.12	**1,320.55**	**2,096.90**
Temporary erections	345.59	-	(345.59)	**-**	213.12	-	(213.12)	**-**	**-**
Water Supply, drainage & sewerage system	30.92	-	-	**30.92**	5.99	1.71	-	**7.70**	**23.22**
MGR track and signalling system	6,760.28	-	-	**6,760.28**	1,081.52	430.70	-	**1,512.22**	**5,248.06**
Plant and equipment (including associated civil works)	3,74,020.65	5,085.60	53.88	**3,79,160.13**	74,270.17	23,223.52	(89.51)	**97,404.18**	**2,81,755.95**
Furniture and fixtures	566.25	52.41	(7.70)	**610.96**	131.86	37.38	(0.03)	**169.22**	**441.74**
Vehicles Owned	1.34	-	-	**1.34**	0.73	0.15	-	**0.88**	**0.46**
Office equipment	243.26	28.80	(0.02)	**272.04**	89.04	20.74	-	**109.78**	**162.27**
EDP, WP machines and satcom equipment	437.03	59.94	(0.63)	**496.34**	222.94	106.07	(0.63)	**328.38**	**167.97**
Construction equipment	634.32	46.51	-	**680.83**	274.12	63.42	-	**337.54**	**343.29**
Electrical Installations	1,544.99	-	-	**1,544.99**	337.12	89.64	-	**426.76**	**1,118.23**
Communication Equipment	11.45	-	-	**11.45**	5.72	1.73	-	**7.45**	**4.00**
Hospital Equipment	11.75	2.71	-	**14.46**	1.26	0.76	-	**2.02**	**12.45**
Total	**4,51,088.67 #**	**5,275.99**	**824.38**	**4,57,189.04**	**81,718.32**	**25,637.70**	**(90.17)**	**1,07,265.85**	**3,49,923.17**

3 Capital work-in-progress

As at 31st Dec 2021 ₹ Lakhs

Particulars	As at 1 April 2021	Additions	(Deductions)/ Adjustments	Capitalised	As at 31st Dec 2021
Development of land	57.96	83.93			**141.90**
Buildings					**-**
Main plant	-	48.53			**48.53**
Others	995.09	320.05			**1,315.14**
Temporary erection	-				**-**
MGR track and signalling system	-				**-**
Water supply, drainage and sewerage system		12.91			**12.91**
Earth dam reservoir	616.52	50.16			**666.68**
Plant and equipment	35,592.21	1,998.05	12.70	49.32	**37,553.64**
EDP/WP machines & satcom equipment	-				**-**
Construction equipment	-				**-**
Electrical installations	-	0.06			**0.06**
Hospital Equipment		5.76			**5.76**
	37,261.79	**2,519.45**	**12.70**	**49.32**	**39,744.62**
Expenditure pending allocation					
Survey, investigation, consultancy and supervision charges	227.21	1.70	-	-	**228.92**
Expenditure during construction period (net)*	0.00	1,227.24	-	-	**1,227.24**
Less: Allocated to related works	-	-	-	-	-
	37,489.00	**3,748.39**	**12.70**	**49.32**	**41,200.77**
Construction stores	8,055.51	316.93	(835.43)	-	**7,537.01**
Total	**45,544.51**	**4,065.32**	**(822.73)**	**49.32**	**48,737.78**

* Brought from expenditure during construction period (net) - Note 32

3 Capital work-in-progress (continued)

As at 31 March 2021 ₹ Lakhs

Particulars	As at 1 April 2020	Additions	(Deductions)/ Adjustments	Capitalised	As at 31 March 2021
Development of land	-	833.80	(775.84)	-	**57.96**
Buildings					
Main plant	-	165.76	(165.76)	-	**-**
Others	237.04	794.64	(36.59)	-	**995.09**
Temporary erection	-	-	-	-	**-**
MGR track and signalling system	-	-	-	-	**-**
Earth dam reservoir	-	616.52	-	-	**616.52**
Plant and equipment	32,443.20	4,161.08	(333.26)	678.81	**35,592.21**
EDP/WP machines & satcom equipment	23.61	-	-	23.61	**-**
Construction equipment	-	-	-	-	**-**
Electrical installations	-	5.78	(5.78)	-	**-**
	32,703.85	**6,577.59**	**(1,317.24)**	**702.41**	**37,261.78**
Expenditure pending allocation					
Survey, investigation, consultancy and supervision charges	227.21	-	-	-	**227.21**
Expenditure during construction period (net)*	-	1,492.64	-	-	**-**
Less: Allocated to related works	-	1,492.64	-	-	**-**
	32,931.06	**6,577.59**	**(1,317.24)**	**702.41**	**37,488.99**
Construction stores	7,852.62	152.58	50.32	-	**8,055.52**
Total	**40,783.68**	**6,730.17**	**(1,266.92)**	**702.41**	**45,544.51**

* Brought from expenditure during construction period (net) - Note 32

4 Intangible assets

As at 31st Dec 2021

₹ Lakhs

Particulars	Gross Block				Amortisation				Net Block
	As at 1 April 2021	Additions	(Deductions)/ Adjustments	As at 31st Dec 2021	Upto 1 April 2021	For the Year	(Deductions)/ (Adjustments	Upto 31st Dec 2021	As at 31st Dec 2021
Software	90.45	-	-	**90.45**	60.79	19.07	-	**79.86**	**10.59**
Total	**90.45**	**-**	**-**	**90.45**	**60.79**	**19.07**	**-**	**79.86**	**10.59**

As at 31 March 2021

₹ Lakhs

Particulars	Gross Block				Amortisation				Net Block
	As at 1 April 2020	Additions	(Deductions)/ Adjustments	As at 31 March 2021	Upto 1 April 2020	For the Year	(Deductions)/ Adjustments	Upto 31 March 2021	As at 31 March 2021
Software	90.46	-	-	**90.46**	33.65	27.14	-	**60.79**	**29.67**
Total	**90.46**	**-**	**-**	**90.46**	**33.65**	**27.14**	**-**	**60.79**	**29.67**

Depreciation/amortisation of PPE and intangible assets for the year is allocated as given below:

₹ Lakhs

Particulars	For the period ended 31 Dec 2021	For the year ended 31 March 2021
Charged to Statement of profit and loss	18,108.66	25,204.14
Allocated to fuel cost	346.27	460.72
Total	**18,454.93**	**25,664.86**

5 Other non current assets

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 March 2021	As at 31 Dec 2020
Capital advances			
Unsecured, considered good			
Covered by bank guarantee	**3,629.13**	3,604.25	4,171.57
Others	**6,538.43**	6,194.26	5,451.32
	10,167.56	9,798.51	9,622.89
Advances other than capital advances			
Security deposits	**84.63**	**84.63**	**1.42**
Advance tax & tax deducted at source	**9,053.88**	**6,718.77**	**8,631.63**
Less: Provisions for tax	**8,097.48**	**5,870.97**	**7,415.69**
Total	**11,208.59**	10,730.94	10,840.25

6 Inventories

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 March 2021	As at 31 Dec 2020
Coal	**2,826.31**	**4,156.12**	**4,338.46**
Fuel Oil	**548.53**	**375.24**	**336.94**
Stores and spares	**6,428.41**	**5,954.53**	**5,667.40**
Chemicals & consumables	**330.89**	**375.49**	**321.13**
Steel scrap	**34.51**	**45.15**	**45.16**
Loose tools	**18.40**	**21.29**	**21.46**
Others (refer note c below)	**1,785.16**	**1,673.05**	**1,619.96**
	11,972.20	**12,600.87**	**12,350.51**
Less: Provision for shortages	**81.71**	81.71	16.75
Less: Provision for obsolete/unserviceable items/diminution in value of surplus inventory	**110.07**	110.07	110.07
Total	**11,780.43**	12,409.09	12,223.69

7 Trade receivables

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 March 2021	As at 31 Dec 2020
Trade Receivables (Unsecured, considered good)	**89,845.48**	**82,509.26**	**86,406.83**
Total	**89,845.48**	82,509.26	86,406.83

8 Cash and cash equivalents

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 March 2021	As at 31 Dec 2020
Balances with banks			
Current accounts	**136.17**	**207.32**	**2,038.36**
Deposits with original maturity upto three months (including interest accrued)	**5,905.31**	**6,829.33**	**1,839.69**
Total	**6,041.48**	7,036.65	3,878.05

9 Bank balances other than cash and cash equivalents

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 March 2021	As at 31 Dec 2020
Deposits with original maturity of more than three months and maturing within one year (including interest accrued)	**201.65**	**201.65**	**1,061.59**
Earmarked balances with banks	**302.68**	**302.68**	**-**
Total	**504.33**	**504.33**	1,061.59

10 Other financial assets

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 March 2021	As at 31 Dec 2020
Unbilled revenue (Unsecured, considered good)	13,280.65	16,367.73	12,966.80
Others	-	-	-
Total	13,280.65	16,367.73	12,966.80

11 Other current assets

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 March 2021	As at 31 Dec 2020
Unsecured Advances, considered good			
Employees	8.03	1.76	5.37
Contractors & suppliers	4,105.66	2,851.79	2,755.23
Prepaid insurance	457.31	246.67	1,260.26
Claims recoverable			
Unsecured, considered good	764.82	357.42	278.63
Deposits with Government Authorities	711.04	752.28	752.27
Assets held for disposal	0.48	0.48	0.48
Others	9.35	6.31	83.21
Total	6,056.68	4,216.71	5,135.45

12 Share capital

Particulars	As at 31st Dec 2021		As at 31 March 2021		As at 31 Dec 2020
	No. of shares	₹ Lakhs	No. of shares	₹ Lakhs	₹ Lakhs
Equity share capital					
Authorised					
Equity shares of par value ₹10/- each	**2,00,00,00,000**	**2,00,000.00**	2,00,00,00,000	2,00,000.00	1,40,000.00
Issued, subscribed and fully paid up					
Equity shares of par value ₹10/- each	**1,67,06,73,710**	**1,67,067.37**	1,56,06,73,705	1,61,067.37	1,61,067.37

a) **Movements in equity share capital:**

Particulars	As at 31st Dec 2021		As at 31 March 2021		As at 31 Dec 2020
	No. of shares	₹ Lakhs	No. of shares	₹ Lakhs	
As the beginning of the year	**1,61,06,73,705**	**1,61,067.37**	1,51,06,73,705	1,61,067.37	
Issued during the year- Right Issue	**6,00,00,000**	**6,000.00**	10,00,00,000	-	
Outstanding at the end of the year	**1,67,06,73,705**	**1,67,067.37**	1,61,06,73,705	1,61,067.37	1,61,067

b) **Terms and rights attached to equity shares:**

The Company has only one class of equity shares having a par value ₹ 10/- per share. The holders of the equity shares are entitled to receive dividends as declared from time to time and are entitled to voting rights proportionate to their share holding at the meetings of

c) **Details of shareholders holding more than 5% shares in the Company:**

Particulars	As at 31st Dec 2021		As at 31 March 2021	
	No. of shares	%age holding	No. of shares	%age holding
NTPC Ltd. (including nominees)	**1,67,06,73,705**	**100.00**	1,61,06,73,705	100.00

13 Other equity

₹ Lakhs

Particulars	**As at 31 Dec 2021**	As at 31 March 2021	**As at 31 Dec 2020**
Share application money pending allotment	**0.00**	6,000.00	-
Corporate social responsibility (CSR) reserve	**-**	-	-
Retained earnings	**17,229.62**	8,418.90	3,677.82
Fly Ash Utilisation Reserve Fund	**249.74**	73.62	128.49
Total	**17,479.36**	14,492.51	3,806.31

a) **Share application money pending allotment**

₹ Lakhs

Reconciliation	**For the period ended 31 Dec 2021**	For the year ended 31 March 2021
Opening balance	**6,000.00**	-
Add: Share application money received during the year		6,000.00
Less: Shares issued against share application money	**6,000.00**	-
Closing balance	**-**	6,000.00

b) **Retained earnings**

Reconciliation	**For the period ended 31 Dec 2021**	For the year ended 31 March 2021
Opening balance	**8,418.86**	(5,028.24)
Add: Profit for the year as per statement of profit and loss	**10,904.61**	13,453.19
Add: Items of other comprehensive income recognised directly in retained earnings		
Net actuarial gains/(losses) on defined benefit plans (net of tax)	**-**	(6.07)
Less- Final Dividend paid for FY 2020-21	**(2,093.88)**	
Add: Rounding Off		(0.02)
Closing balance	**17,229.59**	8,418.86

c) **Fly ash utilisation reserve fund**

Reconciliation	**For the period ended 31 Dec 2021**	For the year ended 31 March 2021
Opening balance	**73.62**	61.41
Add: Transferred during the year ;		
Revenue from operations	**168.12**	271.84
Other Income	**22.20**	15.27
Less: Utilised during the year;		
Tax Expenses	**37.29**	2.58
Other administration expenses	**(23.09)**	272.32
Closing balance	**249.74**	73.62

Pursuant to Gazette Notification dated 3 November 2009, issued by the Ministry of Environment and Forest (MoEF), Government of India (GoI), the amount collected from sale of fly ash and fly ash based products should be kept in a separate account head and shall be utilised only for the development of infrastructure or facility, promotion & facilitation activities for use of fly ash until 100 percent fly ash utilisation level is achieved.

14 Non-current borrowings

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 March 2021	As at 31 Dec 2020
Term loans			
From Banks			
Secured			
Rupee term loan	**1,36,909.25**	1,51,774.37	**1,58,617.46**
From Others			
Secured			
Rupee term loan	**48,964.39**	51,742.84	**53,032.76**
Unsecured			
Rupee term loan	**22,150.00**	27,866.67	**31,083.33**
	2,08,023.64	2,31,383.88	2,42,733.55
Less: Interest accrued but not due on Term Loans	**-**	**-**	**1,221.08**
Less: Current maturities of term loans			
From Banks			
Secured rupee term loan	**17,653.30**	**19,731.87**	**16,960.44**
From Others			
Secured rupee term loan	**4,210.62**	**3,782.62**	**3,696.62**
Unsecured rupee term loan	**16,433.33**	**11,433.33**	**8,933.33**
	38,297.25	34,947.82	**29,590.39**
Total	**1,69,726.40**	1,96,436.06	**2,11,922.08**

15 Other financial liabilities

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 March 2021	As at 31 Dec 2020
Other liabilities			
Payable for capital expenditure	**1,391.33**	**2,075.14**	**1,993.02**
Total	**1,391.33**	2,075.14	1,993.02

a) Payable for capital expenditure represents liability towards equipment suppliers and erection vendors pending evaluation of performance and guarantee test results.

16 Non-current provisions

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 March 2021	As at 31 Dec 2020
Provision for employee benefits			
Gratuity	**26.97**	**24.50**	**22.43**
Total	**26.97**	24.50	22.43

a) Disclosures required by Ind AS 19 'Employee Benefits' are made in note 35.
b) Figures for the year ended 31 March 2020 have been re-arranged to enhance comparability with the current year Financial Statements.

17 Deferred tax liabilities (net)

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 March 2021	As at 31 Dec 2020
Deferred tax liability			
Difference in book depreciation and tax depreciation	**48,448.51**	48,448.51	46,102.49
Less: Deferred tax asset			
Unabsorbed depreciation	**48,343.18**	48,343.18	46,024.21
Provisions	**105.33**	105.33	78.28
Total	**0.00**	**-**	**-**

18 Other non-current liabilities

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 March 2021	As at 31 Dec 2020
Government grant	**-**	4,484.58	8,969.17
Total	**-**	4,484.58	8,969.17

c) There are no unfulfilled conditions or other contingencies attached to above grant.

Movements in government grants including current portion: ₹ Lakhs

Particulars	**For the period ended 31 Dec 2021**	For the year ended 31 March 2021	
Carrying amount at the beginning of the year	**13,453.74**	15,696.04	
Add: Additional grant received during the year	**-**	-	
Less: Grant recognised as income during the year	**4,484.57**	2,242.30	0.01
Carrying amount at the end of the year	**8,969.17**	13,453.74	-

19 Current borrowings

₹ Lakhs

Particulars	**As at 31 Dec 2021**	As at 31 March 2021	As at 31 Dec 2020
Secured loans repayable on demand			
From Bank	**47,088.48**	**43,576.93**	**43,021.19**
Current maturities of term loan			
From Banks			
Secured rupee term loan	**17,653.30**	**19,731.87**	**16,960.44**
From Others			
Secured rupee term loan	**4,210.62**	**3,782.62**	**3,696.62**
Unsecured rupee term loan	**16,433.33**	**11,433.33**	**8,933.33**
Total	**85,385.73**	**78,524.75**	**72,611.58**

20 Trade payables

₹ Lakhs

Particulars	**As at 31 Dec 2021**	As at 31 March 2021	As at 31 Dec 2020
For goods and services			
Total outstanding dues of micro and small enterprises	**689.14**	**633.64**	**731.74**
Total outstanding dues of creditors other than micro and small enterprises	**29,722.07**	**22,200.33**	**19,418.63**
Total	**30,411.21**	22,833.97	20,150.36

21 Other financial liabilities

₹ Lakhs

Particulars	**As at 31 Dec 2021**	As at 31 March 2021	As at 31 Dec 2020
Book Overdraft	**0.40**	**-**	**-**
Interest accrued but not due on Term Loans	**-**	**-**	**1,221.08**
Payable for capital expenditure			
Total outstanding dues of micro and small enterprises	**1,191.04**	**1,073.19**	**1,003.77**
Total outstanding dues of creditors other than micro and small enterprises	**21,978.67**	**22,913.24**	**24,657.89**
Other payables			
Deposits from contractors and others	**55.86**	**95.19**	**94.09**
Parent company	**13,700.36**	**11,948.77**	**11,383.53**
Payable to employees	**27.52**	**53.79**	**18.79**
Others	**1,138.26**	**2,061.18**	**3,058.61**
Total	**38,092.11**	**38,145.36**	**41,437.76**

22 Other current liabilities

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 March 2021	As at 31 Dec 2020
Government grant	**8,969.17**	8,969.16	6,726.87
Tax deducted at source and other statutory dues	**265.90**	**421.00**	**258.19**
Advance from Customers	**248.79**	**188.81**	**123.33**
Total	**9,483.85**	9,578.97	7,108.39

23 Short-term provisions

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 March 2021	As at 31 Dec 2020
Provision for employee benefits			
Leave encashment	**29.71**	**28.41**	**46.66**
Gratuity	**1.11**	**0.28**	**13.27**
Other provisions			
Provisions for obligations incidental to land acquisition	**1,516.72**	**1,516.72**	**1,534.86**
Shortages in property, plant and equipment pending investigation	**2.27**	**2.27**	**2.27**
Total	**1,549.80**	1,547.68	1,597.05

24 Current tax liabilities

₹ Lakhs

Particulars	As at 31 Dec 2021	As at 31 March 2021	As at 31 Dec 2020
Provision for income tax	**-**	-	-
Less: Tax deducted at source	**-**	-	-
Total	**-**	-	-

25 Revenue from operations

₹ Lakhs

Particulars	For the period ended 31 Dec 2021	For the year ended 31 March 2021	For the period ended 31 Dec 2020
Sales			
Energy Sales	**1,12,187.60**	1,45,282.80	1,00,626.26
Sale of Fly Ash			
Sale of fly ash/ash products	**168.12**	271.84	122.20
Less: Transferred to Fly Ash Utilisation Reserve Fund	**(168.12)**	(271.84)	(122.20)
Other Operating Income			
Recognized from deferred revenue - government grant	**4,484.58**	5,621.31	3,379.01
Interest from customers	**6.27**	4.33	-
Internal Consumption of Power	**57.12**	76.69	58.42
Total	**1,16,735.57**	1,50,985.13	1,04,063.69

26 Other income

₹ Lakhs

Particulars	For the period ended 31 Dec 2021	For the year ended 31 March 2021	For the period ended 31 Dec 2020
Interest from			
Financial assets at amortised cost			
Advance to contractors	**-**	24.60	22.43
Deposits with banks	**48.93**	187.71	141.02
Deposits with banks fly ash utilisation reserve fund	**22.20**	15.27	7.47
Less: transferred to fly ash utilisation reserve fund	**(22.20)**	(15.27)	(7.47)
Income tax refund	**-**	2.53	-
Other non-operating income			
Profit on disposal of PPE	**0.04**	0.01	0.01
Provision written back- Others	**-**	35.09	-
Provision written back- Shortage in Stores	**-**	8.03	-
Scrap Sales	**117.91**	29.57	29.57
Miscellaneous income	**162.13**	242.02	(30.96)
	329.00	529.56	162.07
Less: Transferred to expenditure during construction period (net)- Note 32	**-**	24.60	-
Total	**329.00**	504.95	162.07

a) Miscellaneous income includes liabilities written back, rent recoveries from employees and others, liquidated damages, etc

27 Fuel Cost

₹ Lakhs

Particulars	For the period ended 31 Dec 2021	For the year ended 31 March 2021	For the period ended 31 Dec 2020
Coal	**55,948.32**	66,464.46	42,255.27
Oil	**1,533.62**	996.70	649.72
Total	**57,481.93**	67,461.16	42,904.99

28 Employee benefits expense

₹ Lakhs

Particulars	For the period ended 31 Dec 2021	For the year ended 31 March 2021	For the period ended 31 Dec 2020
Salaries and wages	**3,437.82**	6,725.59	5,823.04
Contribution to provident and other funds	**935.08**	1,347.08	1,035.15
Staff welfare expenses	**522.47**	642.97	463.59
	4,895.38	8,715.64	7,321.78
Less: Allocated to fuel cost	**278.35**	482.74	354.70
Less: Transferred to expenditure during construction period (net)- Note 32	**-**	-	-
Total	**4,617.03**	8,232.90	6,967.08

29 Finance costs

₹ Lakhs

Particulars	For the period ended 31 Dec 2021	For the year ended 31 March 2021	For the period ended 31 Dec 2020
Finance charges on financial liabilities measured at amortised cost			
Rupee term loans	**14,112.66**	21,186.50	16,326.18
Cash credit	**2,437.16**	3,127.44	2,284.71
Others	**-**	-	-
Unwinding of discount on vendor liabilities	**-**	-	-
	16,549.82	24,313.94	18,610.89
Other Borrowing Costs			
Bonds servicing & public deposit exp.	**-**	**-**	**-**
Upfront Fees	**-**	**-**	-
Less: Transferred to expenditure during construction period (net)- Note 32	**1,215.47**	1,517.24	1,131.21
Total	**15,334.35**	22,796.70	17,479.68

a) Figures for the year ended 31 March 2021 has been re-arranged to enhance comparability with current year Financial Statements.

30 Depreciation and amortization expense

₹ Lakhs

Particulars	For the period ended 31 Dec 2021	For the year ended 31 March 2021	For the period ended 31 Dec 2020
On property, plant and equipment- Note 2	**18,435.86**	25,637.72	19,054.01
On intangible assets- Note 4	**19.07**	27.14	20.54
	18,454.93	25,664.86	19,074.55
Less: Transferred to expenditure during construction period (net)- Note 32	**-**	-	-
Less :Allocated to fuel cost	**346.27**	460.72	345.30
Total	**18,108.66**	25,204.14	18,729.26

31 Other expenses

₹ Lakhs

Particulars		For the period ended 31 Dec 2021	For the year ended 31 March 2021	For the period ended 31 Dec 2020
Power charges	**57.12**		**76.69**	**58.42**
Less: Recovered from contractors & employees	**5.54**		**6.98**	**5.87**
		51.58	**69.71**	**52.55**
Water Charges		**339.82**	**406.05**	**168.36**
Stores consumed		**245.91**	**305.40**	**175.24**
Rent		**-**	**-**	**-**
Repairs & maintenance				
Buildings		**23.82**	**98.62**	**67.67**
Machinery		**4,630.90**	**4,644.85**	**3,661.05**
Others		**226.98**	**606.19**	**374.89**
Load dispatch centre charges		**39.50**	**50.46**	**20.08**
Insurance		**614.34**	**811.72**	**601.59**
Interest to beneficiaries		**-**	**-**	**-**
Rates and taxes		**4.99**	**3.08**	**1.57**
Training & recruitment expenses		**7.99**	**3.50**	**2.70**
Communication expenses		**73.83**	**112.35**	**85.91**
Inland Travel		**219.75**	**261.52**	**197.57**
Foreign Travel		**-**	**-**	**-**
Tender expenses	**0.25**		7.81	7.19
Less: Receipt from sale of tenders	**0.80**		0.50	0.30
		(0.55)	**7.31**	**6.89**
Payment to auditors		**7.14**	**3.67**	**0.18**
Advertisement and publicity		**0.13**	**0.13**	**0.13**
Security expenses		**1,985.73**	**2,683.81**	**1,640.90**
Entertainment expenses		**47.31**	**82.81**	**59.75**
Expenses for guest house		**69.10**	**85.79**	**56.87**
Less: Recoveries	**-**			
		-	**-**	**-**
Ash utilisation & marketing expenses		**(12.64)**	**335.17**	**48.39**
Professional charges and consultancy fee		**48.09**	**755.02**	**500.51**
Legal expenses		**62.49**	**71.18**	**63.97**
EDP hire and other charges		**2.31**	**0.90**	**0.03**
Printing and stationery		**4.00**	**2.87**	**1.37**
Hire charge of vehicles		**46.30**	**54.03**	**34.54**
Net loss/(gain) in foreign currency transactions & translations		**-**	**6.98**	**6.98**
Transport Vehicle running expenses		**55.07**	**68.47**	**46.60**
Horticulture Expenses		**0.17**	**8.46**	**-**
Demurrage Charges		**-**	**8.45**	**-**
Miscellaneous Expenses		**129.74**	**294.88**	**171.71**
Loss on disposal/write-off of PPE		**-**	**347.92**	**-**

	8,923.82	12,191.30	8,048.00
Less: Allocated to fuel cost	**681.85**	**709.97**	**432.69**
Less: Transferred to fly ash utilisation reserve fund	**(23.09)**	**272.32**	**48.39**
Less: Transferred to expenditure during construction period (net)- Note 32	**11.77**	**-**	**1.06**
	8,253.29	**11,209.01**	**7,565.86**
Corporate Social Responsibility (CSR) expense (refer note 39)	**55.22**	**51.40**	**29.66**
Provisions for			
Shortage in stores	**-**	**64.96**	**-**
Shortage in property, plant and equipment	**-**	**-**	**-**
Obsolete/Diminution in the value of surplus store	**-**	**-**	**-**
Shortage in construction stores	**-**	**6.35**	**-**
	8,308.51	**11,331.72**	**7,595.52**

a) Interest to beneficiaries represents ₹ Nil Lakhs (31 March 2020: ₹ 4,307.67 Lakhs) towards amount payable to various beneficiaries subsequent to issuance of tariff order in respect of MTPS Stage-I dated 22 January, 2020 for the period up to 31 March 2019.

b) Miscellaneous expenses includes bank charges, brokerage, RPC Charges etc.

31 Other expenses (continued)

c) Details in respect of payment to auditors (Inclusive of GST):

As auditor			
Audit fee	**-**	1.65	
Tax audit fees	**-**	0.35	
Limited review	**1.06**	1.06	
In other capacity			
Other services (certification fee)	**6.08**	0.62	
Reimbursement of expenses	**-**	-	
Total	**7.14**	3.68	**-** #

32 Expenditure during construction period (net)

₹ Lakhs

Particulars	**For the period ended 31 Dec 2021**	For the year ended 31 March 2021	For the period ended 31 Dec 2020
A. Employee benefits expense			
Salaries and wages	**-**	-	-
Contribution to provident and other funds	**-**	-	-
Staff welfare expenses	**-**	-	-
Total (A)	**-**	-	**-**
A. Finance costs			
Interest on			
Rupee term loans	1,215.47	1,517.24	1,131.21
Unwinding of discount on account of vendor liabilities	-	-	-
Other borrowing costs- upfront fee	**-**	-	-
Total (A)	**1,215.47**	1,517.24	1,131.21
C. Depreciation and amortisation	**-**	-	**-**
B. Generation, administration & other expenses			
Power charges	-	-	-
Rent	-	-	-
Repairs & maintenance			
Buildings	-	(1.86)	0.83
Others	11.77	1.86	0.23
Insurance	-	-	-
Communication expenses	-	-	-
Travelling expenses	-	-	-
Tender expenses	-	-	-
Security expenses	-	-	-
Entertainment expenses	-	-	-
Expenses for guest house	-	-	-
Professional charges and consultancy fee	-	-	-
Legal expenses	-	-	-
EDP Hire and other charges	-	-	-
Printing and stationery	-	-	-
Hiring of vehicles	-	-	-
Bank charges	-	-	-
Miscellaneous expenses	-	-	-
Total (B)	11.77	-	**1.06**
C. Other income			
Interest from contractors	-	24.60	-
Miscellaneous income	**-**	-	-
Total (C)	-	24.60	-
Grand total (A+B-C)	1,227.24 *	1,492.64 *	1,132.27

*** Carried to Capital work-in-progress - Note 3**

S.K. MEHTA & CO.
CHARTERED ACCOUNTANTS

302-306 Pragati Tower
26 Rajendra Place, New Delhi - 110008
Ph.: 41544500, 25813879, 25815156
9891138008, 9810321520
E-mail : skmehta@skmehta.co.in
Website : www.skmehta.org

Annexure-6

CERTIFICATE

To,

The Board of Directors
NTPC Limited
SCOPE Complex,
7, Institutional Area, Lodhi Road,
New Delhi – 110 003.

Independent Statutory Auditor's Certificate certifying the accounting treatment contained in the Proposed Scheme of Amalgamation between Nabinagar Power Generating Company Limited, Kanti Bijlee Utpadan Nigam Limited and NTPC Limited.

We understand that NTPC Limited ("the Company" or "Transferee Company") having its registered office at NTPC Bhawan, SCOPE Complex, 7, Institutional Area, Lodhi Road, New Delhi – 110003 is required to obtain a certificate, certifying the accounting treatment contained in the Proposed Scheme of Amalgamation under Sections 230-232 of the Companies Act, 2013, between Nabinagar Power Generating Company Limited ("transferor Company 1") and Kanti Bijlee Utpadan Nigam Limited ("Transferor Company 2") and NTPC Limited ("Transferee Company").

Management's Responsibility

The Company's Management is responsible for the preparation of the Scheme and its compliance with the relevant laws and regulations, including the applicable Indian Accounting Standards read with rules made thereunder and other Generally Accepted Accounting Principles in India.

Auditor's Responsibility

Our responsibility is only to examine and report whether the proposed accounting treatment in the books of the Company contained in Paragraph 8.1 of the Scheme referred to above comply with the applicable Indian Accounting Standards, as applicable and Other Generally Accepted Accounting Principles in India. Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity as the statutory auditors of any financial statements of the Company.

We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

Based on our examination and according to the information and explanations given to us, we are of the opinion that the proposed accounting treatment in the books of the Company contained in Paragraph 8.1 of the Scheme as mentioned above is in compliance with applicable Indian Accounting Standards (Ind AS-103-Business Combinations dealing with accounting for combination of entities or businesses under common control) notified under Section 133 of the Companies Act, 2013, read with the rules made thereunder, and other Generally Accepted Accounting Principles in India, as applicable.

For ease of references, Paragraph 8.1 of the Scheme, duly authenticated on behalf of the Company, is reproduced in **Annexure - A** to this Certificate and is initialed by us only for the purposes of identification.

Restriction on Use

This certificate has been issued at the request of the management of NTPC Limited for the purpose of submission to Ministry of Corporate Affairs, BSE Limited, National Stock Exchange of India Limited or any other statutory / regulatory authority in connection to the proposed Amalgamation of Nabinagar Power Generating Company Limited, Kanti Bijlee Utpadan Nigam Limited and NTPC Limited. Our certificate should not be used for any other purpose or by any person other than the addresses of this certificate. Accordingly, we do not accept or assume any liability or duty of care to any other person to whom this certificate is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

For S K Mehta & Co.
Chartered Accountants
Firm's Registration No. 000478N

Rohit Mehta
Partner
M. No. 091382
Place: New Delhi
Date: 21st January 2021

UDIN: 21091382AAAABE4192

<u>Annexure –A</u>

Extract of Paragraph 8.1 of the Scheme of Amalgamation under Sections 230-232 of the Companies Act, 2013, between Nabinagar Power Generating Company Limited ("Transferor Company 1") and Kanti Bijlee Utpadan Nigam Limited ("Transferor Company 2") and NTPC Limited ("Transferee Company")

'8.1 Accounting

Upon the coming into effect of this Scheme, the amalgamation of the Transferor Companies with the Transferee Company shall be accounted for as per the 'Indian Accounting Standard (Ind AS) 103 for Business Combination' prescribed under section 133 of the Companies Act, 2013, as notified under the Companies (Indian Accounting Standard) Rules, 2015, as may be amended from time to time such that:

(a) The merger shall be accounted for using the pooling of interests method as it involves entities under common control.

(b) The assets and liabilities of the combining entities are reflected at their carrying amounts.

(c) No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies.

(d) The financial information in the financial statements in respect of prior periods should be restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior period information shall be restated only from that date.

(e) The consideration for the business combination may consist of securities, cash or other assets. Securities shall be recorded at nominal value. In determining the value of the consideration, assets other than cash shall be considered at their fair values.

(f) The balance of the retained earnings appearing in the financial statements of the transferor is aggregated with the corresponding balance appearing in the financial statements of the transferee. Alternatively, it is transferred to General Reserve, if any.

(g) *The identity of the reserves shall be preserved and shall appear in the financial statements of the transferee in the same form in which they appeared in the financial statements of the transferor. Thus, for example, the General Reserve of the transferor entity becomes the General Reserve of the transferee, the Capital Reserve of the transferor becomes the Capital Reserve of the transferee and the Revaluation Reserve of the transferor becomes the Revaluation Reserve of the transferee. As a result of preserving the identity, reserves which are available for distribution as dividend before the business combination would also be available for distribution as dividend after the business combination. The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor shall be transferred to capital reserve and should be presented separately from other capital reserves with disclosure of its nature and purpose in the notes.'*

S.K. MEHTA & CO. CHARTERED ACCOUNTANTS FRN 000478N

Certified True Copy

Nandini Sarkar

नन्दिनी सरकार
NANDINI SARKAR
कंपनी सचिव
Company Secretary
एनटीपीसी लिमिटेड / NTPC Limited
NTPC Bhawan, Scope Complex,
Institutional Area, Lodi Road, New Delhi

CERTIFICATE

To,

The Board of Directors
Nabinagar Power Generating Company Limited
NTPC Bhawan,
Scope Complex,
7, Institutional Area, Lodhi Road,
New Delhi – 110 003.

Independent Statutory Auditor's Certificate certifying the accounting treatment contained in the Proposed Scheme of Amalgamation between Nabinagar Power Generating Company Limited and NTPC Limited.

We understand that Nabinagar Power Generating Company Limited ("Transferor Company") having its registered office at NTPC Bhawan, SCOPE Complex, 7, Institutional Area, Lodhi Road, New Delhi – 110003 is required to obtain a certificate, certifying the accounting treatment contained in the Proposed Scheme of Amalgamation under Sections 230-232 of the Companies Act, 2013, between Nabinagar Power Generating Company Limited ("Transferor Company") and NTPC Limited ("Transferee Company").

Management's Responsibility

The Company's Management is responsible for the preparation of the Scheme and its compliance with the relevant laws and regulations, including the applicable Indian Accounting Standards read with rules made thereunder and other Generally Accepted Accounting Principles in India.

Auditor's Responsibility

Our responsibility is only to examine and report whether the proposed accounting treatment in the books of the Company contained in Paragraph 8.1 of the Scheme referred to above comply with the applicable Indian Accounting Standards, as applicable and Other Generally Accepted Accounting Principles in India. Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity as the statutory auditors of any financial statements of the Company.

We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

V P G S & CO. Chartered Accountants FRN:507971C New Delhi

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

Based on our examination and according to the information and explanations given to us, we are of the opinion that the proposed accounting treatment in the books of the Company contained in Paragraph 8.1 of the Scheme as mentioned above is in compliance with applicable Indian Accounting Standards (Ind AS-103 Business Combinations dealing with accounting for combination of entities or businesses under common control) notified under Section 133 of the Companies Act, 2013, read with the rules made thereunder, and other Generally Accepted Accounting Principles in India, as applicable.

For ease of references, Paragraph 8.1 of the Scheme, duly authenticated on behalf of the Company, is reproduced in **Annexure - A** to this Certificate and is initialed by us only for the purposes of identification.

Restriction on Use

This certificate has been issued at the request of the management of Nabinagar Power Generating Company Limited for the purpose of submission to Ministry of Corporate Affairs, BSE Limited, National Stock Exchange of India Limited or any other statutory / regulatory authority in connection to the proposed Amalgamation of Nabinagar Power Generating Company Limited and NTPC Limited. Our certificate should not be used for any other purpose or by any person other than the addresses of this certificate. Accordingly, we do not accept or assume any liability or duty of care to any other person to whom this certificate is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

For V.P.G.S & Co.
Chartered Accountants
Firm Regn . No. 507971C

CA Gulshan Gaba
Partner
M. No. 088726
Place: New Delhi
Date: 25th January 2021

UDIN: 21088726AAAAAT5540

V P G S & CO. ★ FRN:507971C New Delhi ★ Chartered Accountants

Annexure –A

Extract of Paragraph 8.1 of the Scheme of Amalgamation under Sections 230-232 of the Companies Act, 2013, between Nabinagar Power Generating Company Limited ("Transferor Company 1") and Kanti Bijlee Utpadan Nigam Limited ("Transferor Company 2") and NTPC Limited ("Transferee Company")

'8.1 Accounting

Upon the coming into effect of this Scheme, the amalgamation of the Transferor Companies with the Transferee Company shall be accounted for as per the 'Indian Accounting Standard (Ind AS) 103 for Business Combination' prescribed under section 133 of the Companies Act, 2013, as notified under the Companies (Indian Accounting Standard) Rules, 2015, as may be amended from time to time such that:

(a) *The merger shall be accounted for using the pooling of interests method as it involves entities under common control.*

(b) *The assets and liabilities of the combining entities are reflected at their carrying amounts.*

(c) *No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies.*

(d) *The financial information in the financial statements in respect of prior periods should be restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior period information shall be restated only from that date.*

(e) *The consideration for the business combination may consist of securities, cash or other assets. Securities shall be recorded at nominal value. In determining the value of the consideration, assets other than cash shall be considered at their fair values.*

(f) *The balance of the retained earnings appearing in the financial statements of the transferor is aggregated with the corresponding balance appearing in the financial statements of the transferee. Alternatively, it is transferred to General Reserve, if any.*

(g) *The identity of the reserves shall be preserved and shall appear in the financial statements of the transferee in the same form in which they appeared in the financial statements of the transferor. Thus, for example, the General Reserve of the transferor entity becomes the General Reserve of the transferee, the Capital Reserve of the transferor becomes the Capital Reserve of the transferee and the Revaluation Reserve of the transferor becomes the Revaluation Reserve of the transferee. As a result of preserving the identity, reserves which are available for distribution as dividend before the business combination would also be available for distribution as dividend after the business combination. The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor shall be transferred to capital reserve and should be presented separately from other capital reserves with disclosure of its nature and purpose in the notes.'*

V P G S & CO. ★ CA FRN:507971C New Delhi Chartered Accountants ★

A.R.SUREKA & CO.

CHARTERED ACCOUNTANTS

CERTIFICATE

To,
The Board of Directors
Kanti Bijlee Utpadan Nigam Limited
SCOPE Complex,
7, Institutional Area, Lodhi Road,
New Delhi - 110 003.

Independent Statutory Auditor's Certificate certifying the accounting treatment contained in the Proposed Scheme of Amalgamation between Nabinagar Power Generating Company Limited, Kanti Bijlee Utpadan Nigam Limited and NTPC Limited.

We understand that Kanti Bijlee Utpadan Nigam Limited ("Transferor Company 2") having its registered office at NTPC Bhawan, SCOPE Complex, 7, Institutional Area, Lodhi Road, New Delhi - 110003 is required to obtain a certificate, certifying the accounting treatment contained in the Proposed Scheme of Amalgamation under Sections 230-232 of the Companies Act, 2013 ("the Scheme"), between Nabinagar Power Generating Company Limited ("Transferor Company 1"), Kanti Bijlee Utpadan Nigam Limited ("Transferor Company 2") and NTPC Limited ("Transferee Company").

Management's Responsibility

The Company's Management is responsible for the preparation of the Scheme and its compliance with the relevant laws and regulations, including the applicable Indian Accounting Standards read with rules made thereunder and other Generally Accepted Accounting Principles in India.

Auditor's Responsibility

Our responsibility is only to examine and report whether the proposed accounting treatment in the books of the Company contained in Paragraph 8.1 of the Scheme referred to above comply with the applicable Indian Accounting Standards, as applicable and Other Generally Accepted Accounting Principles in India. Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity as the statutory auditors of any financial statements of the Company.

We conducted our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

Muzaffarpur Office-1st Floor, Shanti Market, Sutapatty, Muzaffarpur-842001. Phone No.0621-2266540
Kolkata Office-6th Floor, Room No."H" 41,B.B.Ganguly Street,,Kolkata-700012. Phone No.033-40613030
e-mail : arsureka@gmail.com, neerajsureka@gmail.com

A.R. SUREKA & CO. KOLKATA CHARTERED ACCOUNTANTS

We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

Based on our examination and according to the information and explanations given to us, we are of the opinion that the proposed accounting treatment in the books of the Company contained in Paragraph 8.1 of the Scheme as mentioned above is in compliance with applicable Indian Accounting Standards (Ind AS-103 Business Combinations dealing with accounting for combination of entities or businesses under common control) notified under Section 133 of the Companies Act, 2013, read with the rules made thereunder, and other Generally Accepted Accounting Principles in India, as applicable.

For ease of references, Paragraph 8.1 of the Scheme, duly authenticated on behalf of the Company, is reproduced in **Annexure - A** to this Certificate and is initialed by us only for the purposes of identification.

Restriction on Use

This certificate has been issued at the request of the management of Kanti Bijlee Utpadan Nigam Limited for the purpose of submission to Ministry of Corporate Affairs, BSE Limited, National Stock Exchange of India Limited or any other statutory / regulatory authority in connection to the proposed Amalgamation of Kanti Bijlee Utpadan Nigam Limited and NTPC Limited. Our certificate should not be used for any other purpose or by any person other than the addresses of this certificate. Accordingly, we do not accept or assume any liability or duty of care to any other person to whom this certificate is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

For A. R. Sureka & Co.
Chartered Accountants
Firm's Registration No. 000360C

Neeraj Sureka
Neeraj Kumar Sureka
Partner
M. No. 056920
Place: Kolkata
Date: 25th January 2021
UDIN: 21056920AAAAAJ8097

A.R. SUREKA & CO. KOLKATA CHARTERED ACCOUNTANTS

A.R.SUREKA & CO.
CHARTERED ACCOUNTANTS

Annexure -A

Extract of Paragraph 8.1 of the Scheme of Amalgamation under Sections 230-232 of the Companies Act, 2013, between Nabinagar Power Generating Company Limited ("Transferor Company 1") and Kanti Bijlee Utpadan Nigam Limited ("Transferor Company 2") and NTPC Limited ("Transferee Company")

'8.1 Accounting

Upon the coming into effect of this Scheme, the amalgamation of the Transferor Companies with the Transferee Company shall be accounted for as per the 'Indian Accounting Standard (Ind AS) 103 for Business Combination' prescribed under section 133 of the Companies Act, 2013, as notified under the Companies (Indian Accounting Standard) Rules, 2015, as may be amended from time to time such that:

(a) *The merger shall be accounted for using the pooling of interests method as it involves entities under common control.*

(b) *The assets and liabilities of the combining entities are reflected at their carrying amounts.*

(c) *No adjustments are made to reflect fair values, or recognise any new assets or liabilities. The only adjustments that are made are to harmonise accounting policies.*

(d) *The financial information in the financial statements in respect of prior periods should be restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination. However, if business combination had occurred after that date, the prior period information shall be restated only from that date.*

(e) *The consideration for the business combination may consist of securities, cash or other assets. Securities shall be recorded at nominal value. In determining the value of the consideration, assets other than cash shall be considered at their fair values.*

(f) *The balance of the retained earnings appearing in the financial statements of the transferor is aggregated with the corresponding balance appearing in the financial statements of the transferee. Alternatively, it is transferred to General Reserve, if any.*

(g) *The identity of the reserves shall be preserved and shall appear in the financial statements of the transferee in the same form in which they appeared in the financial statements of the transferor. Thus, for example, the General Reserve of the transferor entity becomes the General Reserve of the transferee, the Capital Reserve of the transferor becomes the Capital Reserve of the transferee and the Revaluation Reserve of the transferor becomes the Revaluation Reserve of the transferee. As a result of preserving the identity, reserves which are available for distribution as dividend before the business combination would also be available for distribution as dividend after the business combination. The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor shall be transferred to capital reserve and should be presented separately from other capital reserves with disclosure of its nature and purpose in the notes.'*

Muzaffarpur Office-1st Floor, Shanti Market, Sutapatty, Muzaffarpur-842001. Phone No.0621-2266540
Kolkata Office-6th Floor, Room No."H" 41,B.B.Ganguly Street,,Kolkata-700012. Phone No.033-40613030
e-mail : arsureka@gmail.com, neerajsureka@gmail.com

A.R. SUREKA & CO. KOLKATA CHARTERED ACCOUNTANTS