

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of **ReNew Power Limited ("RPL")**

Report on Combined Financial Statements

We have audited the accompanying Special Purpose Combined Financial Statements of Restricted Group (consisting of certain specific subsidiaries of RPL as listed in note 1 of these financial statements, collectively known as the "Restricted Group") which comprises of the combined Balance Sheet as at 31 March 2019, the combined Statement of Profit and Loss including other comprehensive income, the combined Cash Flow Statement and the combined Statement of Changes in Equity for the year then ended and the related notes, comprising a summary of significant accounting policies and other explanatory information (collectively, the "Combined Financial Statements").

The Combined Financial Statements have been prepared in accordance with the basis of preparation as set out in note 3 to the Combined Financial Statements.

Management's responsibility for the Combined Financial Statements

RPL's Board of Directors is responsible for the preparation these Special Purpose Combined Financial Statements in accordance with the basis of preparation as set out in note 3 to the Combined Financial Statement. This includes the design, implementation and maintenance of internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Combined Financial Statements that are free from material misstatement whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on these Special Purpose Combined Financial Statements based on our audit. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the combined financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the combined financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the combined financial statements, whether due to fraud or error. In making those risk assessments, we consider internal financial control relevant to the management's preparation of the combined financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the combined financial statements. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Special Purpose Combined Financial Statements.



S.R. BATLIBOI & Co. LLP

Chartered Accountants

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Special Purpose Combined Financial Statements as at and for the year ended 31 March 2019 are prepared in all material respects, in accordance with the basis of preparation as set out in note 3 to those Special Purpose Combined Financial Statements.

Emphasis of matter

Without modifying our opinion, we draw attention to Note 2 and 3 to the Special Purpose Combined Financial Statements, which describes that the Restricted Group has not formed a separate legal group of entities during the year ended 31 March 2019, which also describes the basis of preparation, including the approach to and the purpose for preparing them. Consequently, the Restricted Group's combined financial statements may not necessarily be indicative of the financial performances and financial position of the Restricted Group that would have occurred if it had operated as a separate standalone group of entities during the periods presented. The Combined Financial Statements have been prepared for submission to the trustees of the USD denominated notes of the Restricted Group as per term sheet. As a result, the combined financial statements may not be suitable for another purpose.

Other matter

The accompanying Special Purpose Combined Financial Statements include total assets of Rs. 5,592 million and net assets of Rs. 462 million as at 31 March 2019, and total revenues of Rs. 554 million and net cash inflows of Rs. 122 million for the year ended on that date, in respect of 1 entity forming part of the Restricted Group, which has been audited by other auditors, for which financial statements, other financial information and auditors report have been furnished to us by the management. Our opinion on the Special Purpose Combined Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these entities, and our report as aforesaid in so far as it relates to the aforesaid entity, is based solely on the reports of such other auditors.

For **S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per **Amit Chugh**

Partner

Membership Number: 505224



Place of Signature: Gurugram

Date: 29 May 2019

Restricted Group
Special Purpose Combined Balance Sheet as at 31 March 2019
(Amounts in INR millions, unless otherwise stated)

	Notes	As at 31 March 2019	As at 31 March 2018
Assets			
Non-current assets			
Property, plant and equipment	4	38,056	37,353
Capital work in progress	4	183	441
Intangible assets	5	43	-
Investment Property	6	1	1
Financial assets			
Loans	7	6	-
Others	7	0	30
Deferred tax assets (net)	8	111	167
Prepayments	9	115	14
Other non-current assets	10	58	345
Total non-current assets		38,573	38,351
Current assets			
Inventories	11	26	-
Financial assets			
Investments	7	-	354
Derivative instruments	7	113	1
Loans	7	12,948	1,218
Trade receivables	12	2,728	920
Cash and cash equivalent	13	3,191	459
Bank balances other than cash and cash equivalent	13	1,498	2,313
Others	7	1,600	551
Prepayments	9	137	23
Current tax assets (net)		164	107
Other current assets	10	123	67
Total current assets		22,528	6,013
Total assets		61,101	44,364
Equity and liabilities			
Equity			
Equity share capital	14A	269	269
Other equity			
Equity component of compulsorily convertible debentures	14B	401	401
Equity component of preference shares	14C	4,417	517
Securities premium	15B	5,790	5,792
Hedge reserve	15C	61	(189)
Retained earnings	15D	118	214
Total equity		11,056	7,004
Non-current liabilities			
Financial liabilities			
Long-term borrowings	16	41,174	15,822
Deferred tax liabilities (net)	8	128	12
Other non-current financial liabilities	17	846	-
Other non-current liabilities	18	227	196
Total non-current liabilities		42,375	16,030
Current liabilities			
Financial liabilities			
Short-term borrowings	19	-	8,883
Trade payables			
Outstanding dues to micro enterprises and small enterprises	20	-	-
Others	20	1,501	524
Derivative instruments	21	175	713
Other current financial liabilities	22	5,887	11,111
Current tax liabilities (net)		19	12
Other current liabilities	23	88	87
Total current liabilities		7,670	21,330
Total liabilities		50,045	37,360
Total equity and liabilities		61,101	44,364

Summary of significant accounting policies 3

The accompanying notes are an integral part of the financial statements

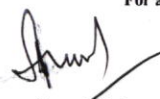
As per our report of even date

For S.R. Batliboi & Co. LLP
ICAI Firm Registration No.: 301003E/E300005
Chartered Accountants


per Amit Chugh
Partner
Membership No.: 505224
Place: Gurugram
Date: 29 May 2019



For and on behalf of the Restricted Group


Sumant Sinha
(Chairman & Managing Director)
DIN- 00972012
Place: Gurugram
Date: 29 May 2019


Ravi Seth
(Chief Financial Officer)
Place: Gurugram
Date: 29 May 2019


Ashish Jain
(Company Secretary)
Membership No.: F6508
Place: Gurugram
Date: 29 May 2019



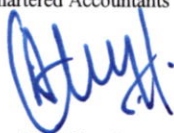
Restricted Group
Special Purpose Combined Statement of Profit and Loss for the year ended 31 March 2019
(Amounts in INR millions, unless otherwise stated)

	Notes	For the year ended 31 March 2019	For the year ended 31 March 2018
Income:			
Revenue from operations	24	6,059	3,793
Other income	25	709	351
Total income		6,768	4,144
Expenses:			
Other expenses	26	1,362	512
Total expenses		1,362	512
Earning before interest, tax, depreciation and amortization (EBITDA)			
		5,406	3,632
Depreciation & amortisation expense	27	1,842	1,112
Finance costs	28	3,451	1,942
Profit before tax		113	578
Tax expense			
Current tax	8	124	127
Deferred tax	8	85	(79)
Tax for earlier years		(0)	6
Profit/(Loss) for the year	(a)	(96)	524
Other comprehensive income (OCI)			
Items that will be reclassified to profit or loss in subsequent periods			
Net movement on cash flow hedges		338	315
Income tax effect		(88)	(110)
Net other comprehensive income that will be reclassified to profit or loss in subsequent periods	(b)	250	205
Total comprehensive income for the year	(a) + (b)	154	729

Summary of significant accounting policies 3

The accompanying notes are an integral part of the financial statements
As per our report of even date

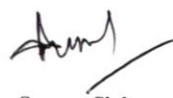
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Chartered Accountants



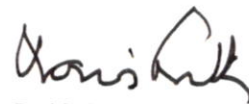
per **Amit Chugh**
Partner
Membership No.: 505224
Place: Gurugram
Date: 29 May 2019



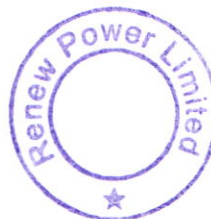
For and on behalf of the Restricted Group



Sumant Sinha
(Chairman & Managing Director)
DIN- 00972012
Place: Gurugram
Date: 29 May 2019



Ravi Seth
(Chief Financial Officer)
Place: Gurugram
Date: 29 May 2019

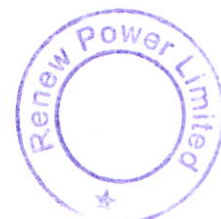



Ashish Jain
(Company Secretary)
Membership No.: F6508
Place: Gurugram
Date: 29 May 2019

Restricted Group
Special Purpose Combined Statement of Cash Flows for the year ended 31 March 2019
(Amounts in INR millions, unless otherwise stated)

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Cash flow from operating activities		
Profit before tax	113	578
Adjustments for:		
Depreciation & amortisation expense	1,842	1,112
Operation and maintenance	31	55
Interest income	(254)	(203)
Interest expense	3,213	1,925
Fair value change of mutual fund (including realised gain)	(11)	(4)
Operating profit before working capital changes	4,934	3,463
Movement in working capital		
(Increase)/decrease in trade receivables	(1,367)	(402)
(Increase)/decrease in inventories	(26)	-
(Increase)/decrease in financial assets	(1,437)	(57)
(Increase)/decrease in prepayments	(215)	(0)
(Increase)/decrease in other assets	(10)	2
Increase/(decrease) in other liabilities	1	22
Increase/(decrease) in trade payables	977	239
Increase/(decrease) in financial liabilities	39	-
Cash generated from operations	2,896	3,267
Direct taxes paid (net of refunds)	(173)	(167)
Net cash generated from operating activities	2,723	3,100
Cash flow from investing activities		
Purchase of Property, plant and equipment including capital work in progress, capital advances and capital creditor	(5,498)	(11,277)
Net (Investments)/redemption of bank deposits having maturity more than 3 months	845	(1,781)
Loan given to related parties	(11,749)	(930)
Loan repaid by related parties	16	915
Loan to fellow subsidiaries - redeemable non cumulative preference shares	-	(1,200)
Interest received	197	190
Net investment in mutual funds	366	(350)
Net cash used in investing activities	(15,823)	(14,433)
Cash flow from financing activities		
Proceeds from issue of equity shares (including premium) (net of share issue expenses)	0	510
Proceeds from issue of preference shares (including premium)	3,897	410
Proceeds from long-term borrowings	39,132	5,915
Repayment of long-term borrowings	(20,101)	(742)
Proceeds from short-term borrowings	3,258	7,026
Repayment of short-term borrowings	(7,765)	(2,095)
Gain on settlement of derivative instruments	294	-
Interest paid	(2,883)	(1,654)
Net cash generated from financing activities	15,832	9,370
Net (decrease) / increase in cash and cash equivalents	2,732	(1,963)
Cash and cash equivalents at the beginning of the year	459	2,422
Cash and cash equivalents at the end of the year	3,191	459
Components of cash and cash equivalents		
Balances with banks:		
- On current accounts	277	399
- On deposit accounts with original maturity of less than 3 months	2,914	60
Total cash and cash equivalents (note 13)	3,191	459
Changes in liabilities arising from financial activities:		

Particulars	Opening balance as at 1 April 2018	Cash flows (net)	Other changes*	Closing balance as at 31 March 2019
Long-term borrowings (including current maturities)	20,448	19,031	4,992	44,471
Short-term borrowings	8,883	(4,506)	(4,377)	-
Total liabilities from financing activities	29,331	14,525	615	44,471



Restricted Group
Special Purpose Combined Statement of Cash Flows for the year ended 31 March 2019
(Amounts in INR millions, unless otherwise stated)

Particulars	Opening balance as at 1 April 2017	Cash flows (net)	Other changes*	Closing balance as at 31 March 2018
Long-term borrowings (including current maturities)	15,301	5,174	(27)	20,448
Short-term borrowings	3,949	4,931	3	8,883
Total liabilities from financing activities	19,250	10,105	(24)	29,331

* other changes includes reinstatement of foreign currency borrowing, adjustment of ancillary borrowing cost and reclassification of loan from related parties.

Summary of significant accounting policies

Note : 3

Notes:

1. The cash flow statement has been prepared under the indirect method as set out in the Ind AS 7 "Statement of Cash Flows".

The accompanying notes are an integral part of the financial statements

As per our report of even date

For S.R. Batliboi & Co. LLP

ICAI Firm Registration No.: 301003E/E300005

Chartered Accountants

per **Amit Chugh**

Partner

Membership No.: 505224

Place: Gurugram

Date: 29 May 2019



For and on behalf of the Restricted Group

Sumant Singh
(Chairman & Managing Director)

DIN- 00972012

Place: Gurugram

Date: 29 May 2019

Ravi Seth
(Chief Financial Officer)

Place: Gurugram

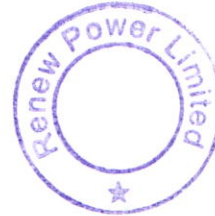
Date: 29 May 2019

Ashish Jain
(Company Secretary)

Membership No.: F6508

Place: Gurugram

Date: 29 May 2019



Restricted Group
Special Purpose Combined Statement of changes in equity for the year ended 31 March 2019
(Amounts in INR millions, unless otherwise stated)

Particulars	Attributable to the equity holders of entities forming part of the Restricted Group							Total equity
	Equity share capital	Equity Component of Preference Share	Equity component of compulsorily convertible debentures	Share application money pending allotment	Reserves and Surplus		Items of OCI	
					Securities premium	Retained earnings	Hedging Reserve	
(refer note 14A)	(refer note 14C)	(refer note 14B)	(refer note 15A)	(refer note 15B)	(refer note 15D)	(refer note 15C)		
At 1 April 2017	218	475	401	-	4,965	(310)	(394)	5,355
Profit for the year	-	-	-	-	-	524	-	524
Other comprehensive income (net of taxes)	-	-	-	-	-	-	205	205
Total comprehensive income	-	-	-	-	-	524	205	729
Equity shares issued during the year	51	-	-	(410)	459	-	-	100
Preference shares issued during the year	-	41	-	(510)	369	-	-	(100)
Share application money received	-	-	-	920	-	-	-	920
Amount utilized for issue of preference shares	-	-	-	-	(1)	-	-	(1)
At 31 March 2018	269	516	401	-	5,792	214	(189)	7,004
Profit for the year	-	-	-	-	-	(96)	-	(96)
Other comprehensive income (net of taxes)	-	-	-	-	-	-	250	250
Total Comprehensive Income	-	-	-	-	-	(96)	250	154
Equity shares issued during the year	0	-	-	-	2	-	-	2
Preference shares issued during the year	-	3,901	-	(2)	-	-	-	3,899
Share application money received	-	-	-	2	-	-	-	2
Amount utilized for issue of shares	-	-	-	-	(4)	-	-	(4)
At 31 March 2019	269	4,417	401	-	5,790	118	61	11,056


The accompanying notes are an integral part of the financial statements
As per our report of even date

For S.R. Batliboi & Co. LLP
ICAI Firm Registration No.: 301003E/E300005
Chartered Accountants

per **Amit Chugh**
Partner
Membership No.: 505224
Place: Gurugram
Date: 29 May 2019



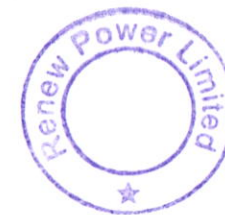
For and on behalf of the Restricted Group


Sumant Sinha
(Chairman & Managing Director)
DIN- 00972012
Place: Gurugram
Date: 29 May 2019


Ravi Seth
(Chief Financial Officer)

Place: Gurugram
Date: 29 May 2019


Ashish Jain
(Company Secretary)
Membership No.: F6508
Place: Gurugram
Date: 29 May 2019



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

1 Corporate information

ReNew Power Limited is a public limited company (Formerly known as 'ReNew Power Private Limited' and 'ReNew Power Ventures Private Limited') (referred to as the "Parent" or "RPL") having its registered office of the Company is located at 138, Ansal Chamber - II Bikaji Cama Place, New Delhi-110066.

Certain subsidiary companies of the Parent and ReNew Solar Power Private Limited (wholly owned subsidiary of RPL) which are collectively referred to as the 'Restricted Group' (as more clearly explained in the note below) issued US Dollar denominated notes which are listed on Singapore Exchange Securities Trading Limited (SGX-ST).

Name of entity	Holding Company
ReNew Wind Energy (Devgarh) Private Limited	ReNew Power Limited
ReNew Wind Energy (Rajasthan 3) Private Limited	ReNew Power Limited
Rajat Renewables Limited #	ReNew Power Limited #
Kanak Renewables Limited #	ReNew Power Limited #
ReNew Solar Energy (Telangana) Private Limited	ReNew Solar Power Private Limited*
ReNew Saur Urja Private Limited	ReNew Solar Power Private Limited*
ReNew Clean Energy Pvt Ltd	ReNew Solar Power Private Limited*
ReNew Wind Energy (Budh 3) Private Limited	ReNew Solar Power Private Limited*

Ownership of these entities changed from Suzlon Energy Limited to Shruti Power Projects Private Limited (a 100% subsidiary of ReNew Power Limited) w.e.f. 30 January 2018. Further it was transferred to ReNew Power Limited w.e.f. 6 March 2018.

*ReNew Solar Power Private Limited is a 100% subsidiary of ReNew Power Limited.

The Special Purpose Combined Financial Statements were authorized for issue in accordance with a resolution of the directors on 29 May 2019.

2 Purpose of Special Purpose Combined Financial Statements

The Combined Financial Statements are special purpose financial statements which have been prepared for submission to the trustee's of the USD denominated notes of the Restricted Group as per term sheet. These Special Purpose Combined Financial Statements presented herein reflect the Restricted Group's results of operations, assets and liabilities and cash flows for the period presented. The basis of preparation and significant accounting policies used in preparation of these Special Purpose Combined Financial Statements are set out in Note 3 below.

3 Significant Accounting Policies

3.1 Basis of preparation

The Special Purpose Combined Financial Statements for the year ended 31 March 2019 have been prepared in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and the Guidance Note on Combined and Carve-out Financial Statements issued by the Institute of Chartered Accounts of India.

Management of the Parent company has prepared the Special Purpose Combined Financial Statements which comprise the Combined Balance Sheet as at 31 March 2019, the Combined Statement of Profit and Loss including other comprehensive income, Combined Statement of Cash Flows and Combined Statement of Changes in Equity for the year ended 31 March 2019, a summary of the significant accounting policies and other explanatory information.

Management has prepared these Special Purpose Combined Financial Statements to depict the historical financial information of the Restricted Group except for the following assets and liabilities which have been measured at fair value:

- Derivative financial instruments,
- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)

All intercompany transactions and balances within the Restricted Group have been eliminated in full. Transactions that have taken place with other related parties of entities forming part of the Restricted Group but not forming part of the Restricted Group have been disclosed in accordance with Ind AS 24 Related Party Disclosures.

The Special Purpose Combined Financial Statements are not necessarily indicative of the financial performance, financial position and cash flows of the Restricted Group that would have occurred if it had operated as a separate stand-alone Group of entities during the period presented nor of the Restricted Group's future performance. The items in the Special Purpose Combined Financial Statements have been classified considering the principles under Ind AS 1, Presentation of Financial Statements and Schedule III of Companies Act 2013.

3.2 Basis of Combination

The Special Purpose Combined Financial Statements have been prepared by combining like items of assets, liabilities, equity, income, expenses and cash flows of the entities forming part of Restricted Group. All the intragroup assets and liabilities, equity, income, expenses and cash flows relating to entities forming part of restricted group have been eliminated and profits or losses arising from intragroup transactions that are recognised in assets, such as inventory and fixed assets have been eliminated in full.

The accounting policies and estimates adopted in the preparation of the Special Purpose Financial Statements are consistent with those used in the Special Purpose Combined Financial Statements for the year ended 31 March 2018 except for the changes in accounting policy and disclosures as details in note 3.3 (w).



3.3 Summary of Significant Accounting Policies

a) Current versus non-current classification

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

An asset is treated as current when it is:

- Expected to be realised or intended to sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalents 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 treated as current when it is:

- Expected to be settled in normal operating cycle
- Held primarily for the purpose of trading
- Due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the 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/liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation/settlement in cash and cash equivalents. The entities forming part of the Restricted Group have identified twelve months as their operating cycle for classification of their current assets and liabilities.

b) Fair value measurement

The entities forming part of the Restricted Group measure financial instruments, such as, derivatives at fair value at each balance sheet date.

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

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

The principal or the most advantageous market must be accessible by the entities forming part of the Restricted Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. The fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

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

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For the purpose of fair value disclosures, the entities forming part of the Restricted Group have determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy. (Refer Note 34 and 35).

At each reporting date, the management of the entities forming part of the Restricted Group analyse the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the accounting policies of the Restricted Group.

For assets and liabilities that are recognised in the Financial Statements on a recurring basis, the entities forming part of the Restricted Group determine whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

This note summarises the accounting policy for determination of fair value. Other fair value related disclosures are given in the relevant notes as following:

- Disclosures for significant estimates and assumptions (Refer Note 40)
- Quantitative disclosures of fair value measurement hierarchy (Refer Note 34)
- Financial instruments (including those carried at amortised cost) (Refer Note 33 & 34)



c) **Revenue recognition**

Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements, because it typically controls the goods or services before transferring them to the customer.

Sale of Power

Income from supply of power is recognized on the supply of units generated from the plant to the grid, as per the terms of the Power Purchase Agreements ("PPA") entered into with the customers.

The entities forming part of Restricted Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of power, the Group considers the effects of variable consideration and consideration payable to the customer (if any).

(i) Variable consideration

If the consideration in a contract includes a variable amount, the Group estimates the amount of consideration to which it will be entitled in exchange for transferring the goods or service to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

Rebates

In some PPAs, the Group provide rebates in invoice if payment is made before the due date. Rebates are offset against amounts payable by the customers. To estimate the variable consideration for the expected future rebate, the Group applies the most likely method.

(ii) Consideration payable to customers

In some PPAs, Group has to pay consideration to customers. Consideration payable to customers are offset against the revenue recognised as and when sale of power occurs.

Income from Liquidated damages and interest on advances

Income from liquidated damages and interest on advance is recognised after certainty of receipt of the same is established.

Dividend

Dividend income is recognised when the right of the entities forming part of the Restricted Group to receive dividend is established by the reporting date.

Interest income

For all debt instruments measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the entities forming part of the Restricted Group estimate 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 finance income in the statement of profit and loss.

Income from government grants

Refer note (f) for accounting policy.

Contract balances :

(i) Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the entities forming part of Restricted Group perform by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

(ii) Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the entities forming part of Restricted Group have received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the entities forming part of Restricted Group transfer goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the entities forming part of Restricted Group perform under the contract.

(iii) Trade receivables

A receivable represents the right of entities forming part of Restricted Group to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section (n) Financial instruments – initial recognition and subsequent measurement.

d) Foreign currencies

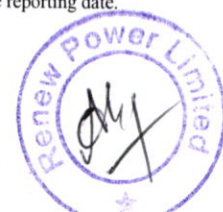
The Restricted Group Financial Statements are presented in Indian rupees (INR), which is also the functional currency and the currency of the primary economic environment in which the companies operate.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Restricted Group at their 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 recognised in profit or loss.



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

e) Income taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in India. Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate. Current income tax assets and liabilities are offset if a legally enforceable right exists to set off these.

Deferred Tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date. Deferred tax liabilities are recognised for all taxable temporary differences.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

In situations where the entities forming part of the Restricted Group are entitled to a tax holiday under the Income-tax Act, 1961, enacted in India, no deferred tax (asset or liability) is recognized in respect of temporary differences which reverse during the tax holiday period. Deferred taxes in respect of temporary differences which reverse after the tax holiday period are recognized in the year in which the temporary differences originate. However, the entities forming part of the Restricted Group restrict the recognition of deferred tax assets to the extent that it has become reasonably certain that sufficient future taxable income will be available against which such deferred tax assets can be realized.

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in OCI or equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Minimum Alternate Tax

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the entities forming part of the Restricted Group will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the entities forming part of the Restricted Group.

f) Government grants

Government grants are recognized where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant related to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant related to an asset, it is recognized as income in equal amounts over the expected useful life of the related asset.

When the entities forming part of the Restricted Group receive grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments.

The entities forming part of the Restricted Group presents grants related to an expense item as other income in the Statement of Profit and Loss. Thus, Generation based incentive and Sale of emission renewable certificates have been recognised as other income.

Generation based Incentive

Generation based incentive is recognized on the basis of supply of units generated by the entities forming part of the Restricted Group to the state electricity board from the eligible project in accordance with the scheme of the "Generation Based Incentive (GBI) for Grid interactive Wind Power Projects"

g) Property, plant and equipment

Capital work in progress is stated at cost, net of accumulated impairment loss, if any. Plant and equipment is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. Such cost includes the cost of replacing part of the plant and equipment if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the entities forming part of the Restricted Group depreciate them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.



Subsequent Costs

The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item of property, plant and equipment, if it is probable that the future economic benefits embodied within the part will flow to the entities forming part of the Restricted Group and its cost can be measured reliably with the carrying amount of the replaced part getting derecognised. The cost for day-to-day servicing of property, plant and equipment are recognised in Statement of Profit and Loss as and when incurred.

Derecognition

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Gains or losses arising from de-recognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

h) Depreciation/amortization of PPE

Depreciation is calculated on a straight-line basis over the estimated useful lives of the assets as follows:

Category	Years
Plant and equipment (wind and solar power projects)*	18-25
Furniture & fixture	10
Office equipment	5
Computers	3
Computer servers	6

* Based on an external technical assessment, the management believes that the useful lives as given above and residual value of 0%-5%, best represents the period over which management expects to use its assets and its residual value. The useful life of plant and equipment is different from the useful life as prescribed under Part C of Schedule II of Companies Act, 2013.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

i) Leases

As a lessee

Operating lease payments are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term.

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

As a lessor

Leases in which the entities forming part of Restricted Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

j) Inventories

Inventories are valued at the lower of cost and net realisable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on first in, first out basis.

Net realisable 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.

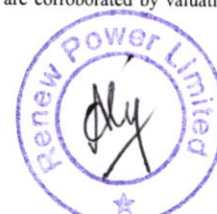
k) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale. Borrowing costs consist of interest, discount on issue, premium payable on redemption and other costs that an entity incurs in connection with the borrowing of funds (this cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs). The borrowing costs are amortised basis the Effective Interest Rate (EIR) method over the term of the loan. The EIR amortisation is recognised under finance costs in the Statement of Profit or Loss. The amount amortized for the period from disbursement of borrowed funds upto the date of capitalization of the qualifying assets is added to cost of the qualifying assets.

l) Impairment of non-financial assets

The entities forming part of the Restricted Group assess, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the entities forming part of the Restricted Group estimate the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating units (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or group of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

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. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

The entities forming part of the Restricted Group bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Restricted Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the entities forming part of the Restricted Group extrapolate cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the products, industries, or country or countries in which the entity operates, or for the market in which the asset is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the statement of profit and loss.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the entities forming part of the Restricted Group estimate the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the Statement of Profit or Loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as an increase in revaluation.

m) Provisions

Provisions are recognised when the entities forming part of the Restricted Group have a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the entities forming part of the Restricted Group expect some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

n) Financial instruments

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

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the entities forming part of the Restricted Group commit to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- 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 amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the profit or loss. The losses arising from impairment are recognised in the profit or loss.

Debt instruments at fair value through other comprehensive income (FVTOCI)

A 'debt instrument' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- 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 other comprehensive income (OCI). However, the entities forming part of the Restricted Group recognize interest income, impairment losses & reversals and foreign exchange gain or loss in the P&L. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Statement of P&L. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

Debt instruments at fair value through profit or loss (FVTPL)

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 entities forming part of the Restricted Group may elect to designate 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'). The entities forming part of the Restricted Group have not designated any debt instrument as at FVTPL.

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value. Equity instruments which are held for trading and contingent consideration recognised by an acquirer in a business combination to which Ind AS 103 applies are classified as at FVTPL. For all other equity instruments, the entities forming part of the Restricted Group may make an irrevocable election to present the subsequent changes in the fair value in OCI. The entities forming part of the Restricted Group make such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the entities forming part of the Restricted Group decide to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment. However, the entities forming part of the Restricted Group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The entities forming part of the respective Restricted Group have transferred their rights to receive cash flows from the asset or have assumed the obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; And
- Either the entities forming part of the Restricted Group have transferred substantially all the risks and rewards of the asset, or has neither transferred nor retained substantially all the risks and rewards of the asset, but have transferred control of the asset.

When the entities forming part of the Restricted Group have transferred their rights to receive cash flows from an asset or have entered into a pass-through arrangement, they evaluate if and to what extent they have retained the risks and rewards of ownership. When they have neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the entities forming part of the Restricted Group continue to recognise the transferred asset to the extent of the continuing involvement of the entities forming part of the Restricted Group. In that case, the entities forming part of the Restricted Group also recognise an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the entities forming part of the Restricted Group have retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the entities forming part of the Restricted Group could be required to repay.

Impairment of financial assets

In accordance with Ind AS 109, the Restricted Group applies expected credit loss (ECL) model for measurement and recognition of impairment loss on all the financial assets and credit risk exposure.

The entities forming part of the Restricted Group follows 'simplified approach for recognition of impairment loss allowance on trade receivables or contract revenue receivables.

The application of simplified approach does not require the entities forming part of the Restricted Group to track changes in credit risk. Rather it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the entities forming part of the Restricted Group determine 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 recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/expense in the Statement of profit and loss (P&L).



Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The financial liabilities of the entities forming part of the Restricted Group include trade and other payables, derivative financial instruments, loans and borrowings including bank overdraft.

Subsequent measurement

The measurement of financial liabilities depends on their classification as discussed below:-

Loans and borrowings

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Statement of Profit and Loss. This category generally applies to borrowings.

The entities forming part of the Restricted Group recognise debt modifications agreed with lenders to restructure their existing debt obligations. Such modifications are done to take advantage of falling interest rates by cancelling the exposure to high interest fixed rate debt, pay a fee or penalty on cancellation and replace it with debt at a lower interest rate (exchange of old debt with new debt). The qualitative factors considered to be relevant for modified financial liabilities include, but are not limited to, the currency that the debt instrument is denominated in, the interest rate (that is fixed versus floating rate), conversion features attached to the instrument and changes in covenants. The accounting treatment is determined depending on whether modifications or exchange of debt instruments represent a settlement of the original debt or merely a renegotiation of that debt. The exchange of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability.

A financial liability is derecognised 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 derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit or Loss.

Redeemable Non Cumulative Preference Shares and Convertible Preference Shares

Convertible preference shares are separated into liability and equity components based on the terms of the contract. On issuance of the convertible preference shares, the fair value of the liability component is determined using a market interest rate for an equivalent non-convertible instrument. This amount is classified as a financial liability measured at amortised cost (net of transaction costs) until it is extinguished on conversion. The remainder of the proceeds is allocated to the conversion option that is recognised and included in equity since conversion option meets Ind AS 32 criteria for fixed to fixed classification.

Transaction costs are deducted from equity, net of associated income tax. The carrying amount of the conversion option is not remeasured in subsequent years.

Compulsorily Convertible Debentures (CCDs)

The entities forming part of the Restricted Group determine classification of compound financial instruments at initial recognition.

Basis the terms of these compound financial instruments the distributions to holders of an equity instrument are being recognised by the entity directly in equity. Transaction costs of an equity transaction are being accounted for as a reduction from equity.

The entities forming part of the Restricted Group recognise interest, dividends, losses and gains relating to such financial instrument or a component that is a financial liability as income or expense in profit or loss.

The present value of the liability part of the compulsory convertible debentures classified under financial liabilities and the equity component is calculated by subtracting the liability from the total proceeds of CCDs.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged/ 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 derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit or Loss.

Offsetting of financial instruments

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



Restricted Group**Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019**

(Amounts in INR millions, unless otherwise stated)

o) Cash and Cash-Equivalents

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

For the purpose of the Statement of cash flows, cash and cash equivalents consist of cash and short term deposits, as defined above, net off bank overdrafts as they considered an integral part of the entities forming part of the Restricted Group's cash management.

p) Measurement of EBITDA

The Restricted Group has elected to present earnings before interest, tax, depreciation and amortization (EBITDA) as a separate line item on the face of the Statement of Profit and Loss. The Restricted Group measure EBITDA on the basis of profit/ (loss) from continuing operations. In their measurement, the companies include interest income but do not include depreciation and amortization expense, finance costs and tax expense.

q) Events occurring after the Balance Sheet date

Impact of events occurring after the balance sheet date that provide additional information materially affecting the determination of the amounts relating to conditions existing at the balance sheet date are adjusted to respective assets and liabilities.

The entities forming part of the Restricted Group do not adjust the amounts recognised in its financial statements to reflect non-adjusting events after the reporting period.

The entities forming part of the Restricted Group make disclosures in the financial statement in cases of significant events.

r) Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entities forming part of the Restricted Group or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

s) Investment property

Investment properties comprise significant portions of freehold land that are held for capital appreciation. Investment properties are initially recognised at cost.

t) Changes in accounting policy and disclosures- New and amended standards**a) New and amended standards****Ind AS 115 Revenue from Contracts with Customers**

The entities forming part of Restricted group applied Ind AS 115 for the first time wef 1 April 2018. The nature and effect of the changes as a result of adoption of the new accounting standard are described below.

Several other amendments and interpretations apply for the first time in March 2019, but do not have an impact on the combined financial statements of the Group.

Ind AS 115 was issued on 28 March 2018 and supersedes Ind AS 11 Construction Contracts and Ind AS 18 Revenue and it applies, with limited exceptions, to all revenue arising from contracts with its customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Ind AS 115 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. In addition, the standard requires extensive disclosures.

The entities forming part of Restricted Group adopted Ind AS 115 using the modified retrospective method of adoption with the date of initial application of 1 April 2018. Under this method, the standard can be applied either to all contracts at the date of initial application or only to contracts that are not completed at this date. The entities forming part of Restricted Group elected to apply the standard to all contracts that are not completed as at 1 April 2018.

The cumulative effect of initially applying Ind AS 115 is recognised at the date of initial application as an adjustment to the opening balance of retained earnings. Therefore, the comparative information was not restated and continues to be reported under Ind AS 11, Ind AS 18 and related Interpretations.

The effect of adopting Ind AS 115 as at 1 April 2018 was, as follows:

Special Purpose Combined Balance Sheet as at 31 March 2019

Particulars	Notes	Reference	Ind AS 115 impact as at April 1, 2018
Assets			
Non-current assets			
Property, plant and equipment	4	(a)	(118)
Other non-current assets	10	(a)	113
Current assets			
Other current assets	10	(a)	5
Equity			
Other equity			
Retained earnings	15D	(a)	-



Restricted Group**Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019**

(Amounts in INR millions, unless otherwise stated)

Set out below, are the amounts by which each financial statement line item is affected as at and for the year ended 31 March 2019 as a result of the adoption of Ind AS 115. The adoption of Ind AS 115 did not have a material impact on OCI or the Company's operating, investing and financing cash flows. The first column shows amounts prepared under Ind AS 115 and the second column shows what the amounts would have been had Ind AS 115 not been adopted:

Statement of profit or loss**For the year ended 31 March 2019**

Particulars	Reference	Ind AS 115	Ind AS 18	Increase/ (decrease)
Revenue from contracts with customers	(a)	6,059	6,064	(5)
Depreciation and amortization expense	(a)	1,842	1,848	(5)

Reconciliation of equity as at 31 March 2019

Particulars	Reference	Ind AS 115	Ind AS 18	Increase/ (decrease)
Non-current assets				
Property, plant and equipment	(a)	38,056	38,169	(112)
Prepayments	(a)	115	8	107
Current assets				
Prepayments	(a)	137	132	5
Other current financial assets				
Unbilled revenue	(a)	-	603	(603)
Trade receivables				
Trade receivables	(a)	2,728	2,125	603

a) Ind AS 115 impact - Consideration payable to customer

As per the terms of the Purchase Power Agreement there is an amount which has been paid to Discom on account of delay in commission of the respective project. The amount paid was capitalized as part of project cost prior to the application of Ind AS 115.

As per the guidance given under "Consideration payable to customers" of Ind AS 115, amount paid to customer is to be reduced from the transaction price. Accordingly, the amounts thus paid, is reduced from revenue from sale of power. As the Power Purchase agreement is for 25 years, the said amount paid to the customer is to be regarded as deferred expenditure and subsequently needs to be expensed off over the period of tenure.

b) Standards issued but not yet effective**Ind AS 116 Leases:**

Ind AS 116 Leases was notified in March, 2019 and it replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1 April, 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees – leases of 'low-value' assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right-of-use asset.

Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

Lessor accounting under Ind AS 116 is substantially unchanged from today's accounting under Ind AS 17. Lessors will continue to classify all leases using the same classification principle as in Ind AS 17 and distinguish between two types of leases: operating and finance leases.

The entities forming part of Restricted Group are evaluating the requirements of the new standard and the effect on the financial statements is being evaluated, thus impact is not known.



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

4 Property, plant and equipment

	Freehold Land #	Plant and equipment	Office equipment	Furniture & Fixtures	Computers	Total Property, plant and equipment	Capital work in progress
Cost							
At 1 April 2017	1,247	13,594	-	-	0	14,841	8,977
Additions during the year @	775	23,583	0	3	1	24,362	15,047
Capitalised during the year	-	-	-	-	-	-	(23,583)
At 31 March 2018	2,022	37,177	0	3	1	39,203	441
Additions during the year @	15	2,652	1	1	2	2,671	117
Adjustment*	(57)	48	-	-	-	(9)	-
Adjustment#	-	(120)	-	-	-	(120)	-
Disposals during the year	-	(2)	-	-	-	(2)	-
Capitalised during the year	-	-	-	-	-	-	(375)
At 31 March 2019	1,980	39,755	1	4	3	41,743	183
Accumulated depreciation							
At 1 April 2017	-	738	-	-	0	738	-
Charge for the year (refer note 27)	-	1,112	0	0	0	1,112	-
At 31 March 2018	-	1,850	0	0	0	1,850	-
Charge for the year (refer note 27)	-	1,837	0	1	1	1,839	-
Adjustment#	-	(2)	-	-	-	(2)	-
At 31 March 2019	-	3,685	0	1	1	3,687	-
Net book value							
At 31 March 2018	2,022	35,327	0	3	1	37,353	441
At 31 March 2019	1,980	36,070	1	3	2	38,056	183

The title of land amounting to INR 54 as of 31st March 2019 (31 March 2018: INR:188) is not yet in the name of entities forming part of the Restricted Group. The title of freehold land amounting to INR 333(31 March 2018 INR 681) is held by way General Power of Attorney (GPA). The entities forming part of Restricted Group are in process of registration of title deeds of these freehold lands.

@ Capitalised Borrowing Costs

The amount of borrowing cost capitalised in the plant & equipment assets during the year ended 31 March 2019 is INR 10 (31 March 2018: INR 242). The rate used to determine the amount of borrowing cost eligible for capitalisation was the effective interest rate of the specific borrowing.

*** Adjustment pertains to following**

Adjustment during the year pertains to actualisation of certain provisional capitalization of freehold land on the basis of sale deeds.

Adjustment pertains to following

Adjustment of INR 120 in gross block and INR 2 in accumulated depreciation pertains of first time adoption of Ind AS 115 - Revenue from customer contracts using modified retrospective approach.

Mortgage and hypothecation on Property, plant and equipment:

Property, plant and equipment with a carrying amount of INR 38,240 (31 March 2018: INR 37,794) are subject to a pari passu first charge to respective lenders for term, loans from banks, financial institutions and buyers credit as disclosed in Note 16.



Restricted Group**Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019**

(Amounts in INR millions, unless otherwise stated)

5 Intangible assets	Customer Contracts	Total Intangibles
Cost		
At 1 April 2017	-	-
Additions	-	-
Capitalised during the year	-	-
At 31 March 2018	-	-
Additions during the year	45	45
Capitalised during the year	-	-
At 31 March 2019	45	45
Amortisation		
At 1 April 2017	-	-
Amortisation for the year (refer note 27)	-	-
At 31 March 2018	-	-
Amortisation for the year (refer note 27)	2	2
At 31 March 2019	2	2
Net book value		
At 31 March 2018	-	-
At 31 March 2019	43	43

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Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

6 Investment Property

	Amount
Cost	
At 1 April 2017	1
Additions during the year	-
At 31 March 2018	1
Additions during the year	-
At 31 March 2019	1
Net book value	
At 1 April 2017	1
At 31 March 2018	1
At 31 March 2019	1

Reconciliation of fair value

	Amount
Opening balance as at 1 April 2017	1
Fair Value Difference	-
Purchases	-
At 31 March 2018	1
Fair Value Difference	-
Purchases	-
At 31 March 2019	1

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Restricted Group
Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019
(Amounts in INR millions, unless otherwise stated)

	As at 31 March 2019	As at 31 March 2018
7 Financial assets		
Non-current		
Loans		
Considered good - Secured	-	-
Considered good - Unsecured		
Security deposits	6	-
Loans which have significant increase in credit risk	-	-
Loans - credit impaired	-	-
Total	<u>6</u>	<u>-</u>
Financial assets at fair value through OCI		
Cash flow hedges		
Derivative instruments	113	1
Total	<u>113</u>	<u>1</u>
Others		
Bank deposits with remaining maturity for more than twelve months (refer note 13)	0	30
Total	<u>0</u>	<u>30</u>
Current (unsecured, considered good unless stated otherwise)		
Investments at fair value through profit or loss		
Quoted Mutual Funds		
ICICI Prudential - Direct Growth - Nil (31 March 2018 : 345,541 units)	-	88
Aditya Birla Sunlife - Cash Plus - Direct Growth- Nil (31 March 2018 : 582,750 units)	-	163
HDFC Liquid Fund - Direct Plan - Nil (31 March 2018 : 30,062 units)	-	103
Total	<u>-</u>	<u>354</u>
Aggregate book value of quoted investments	-	354
Aggregate market value of quoted investments	-	354
Loans		
Considered good - Secured	-	-
Considered good - Unsecured		
Loan to fellow subsidiary - redeemable non cumulative preference shares (refer note 29)	1,200	1,200
Security deposits	0	3
Loans to related parties (refer note 29)	11,748	15
Loans which have significant increase in credit risk	-	-
Loans - credit impaired	-	-
Total	<u>12,948</u>	<u>1,218</u>
Others		
Government grants*		
- Generation based incentive receivable	58	44
Recoverable from related parties (refer note 29)	162	12
Unbilled revenue [^]	-	441
Advance given for purchase of redeemable non cumulative preference shares (refer note 29)	1,270	-
Interest accrued on fixed deposits	47	33
Interest accrued on loans to related parties (refer note 29)	63	21
Total	<u>1,600</u>	<u>551</u>

[^] With effect from 1 April 2018, Unbilled revenue has been classified under head Trade receivables on account of application of Ind AS 115 using modified retrospective approach. Refer note 3.2 - New and amended standards for detailed explanation.

*Government grant is receivable for generation of renewable energy. There are no unfulfilled conditions or contingencies attached to these grants.

Loans and receivables are non-derivative financial assets which generate a fixed or variable interest income for the entities forming part of the Restricted Group. The carrying value may be affected by changes in the credit risk of the counterparties.

Investments at fair value through profit & loss reflects investment in quoted mutual funds. Refer note 33 for determination of fair value.



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

8 Deferred tax

Deferred tax assets (net)

Deferred tax relates to the following:

Deferred tax related to items recognised in equity:

Deferred tax assets (gross)

Compound Financial Instruments

	As at 31 March 2019	As at 31 March 2018
(a)	109	-
	<u>109</u>	<u>-</u>

Deferred tax liabilities (gross)

Gain on mark to market of derivative instruments designated as cash flow hedge

(b)	10	-
	<u>10</u>	<u>-</u>

Deferred tax related to items recognised in OCI:

Deferred tax assets (gross)

Loss on mark to market on derivative instrument as on transition date

(c)	10	35
	<u>10</u>	<u>35</u>

Deferred tax liabilities (gross)

Gain on mark to market on derivative instrument as on transition date

(d)	11	14
	<u>11</u>	<u>14</u>

Deferred tax related to items recognised in statement of profit and loss:

Deferred tax liabilities (gross)

Difference in written down value as per books of account and tax laws

Compound Financial Instruments

Amortisation of option premium

Fair value gain on financial instruments at fair value through profit or loss

Unamortised ancillary borrowing cost

(e)	4,397	2,914
	16	22
	19	-
	-	1
	71	-
	<u>4,503</u>	<u>2,937</u>

Deferred tax assets (gross)

Provision for operation and maintenance equalisation

Losses available for offsetting against future taxable income

Operation and maintenance

Unused tax credits (MAT)

Compound Financial Instruments

Others

(f)	-	13
	4,252	2,902
	23	-
	241	70
	-	98
	-	0
	<u>4,516</u>	<u>3,083</u>

Deferred tax assets (net)

(g) = (a) + (c) + (f) - (b) - (d) - (e)

	<u>111</u>	<u>167</u>
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Deferred tax liabilities (net)

Deferred tax related to items recognised in OCI:

Deferred tax assets (gross)

Loss on mark to market of derivative instruments

	As at 31 March 2019	As at 31 March 2018
(h)	3	47
	<u>3</u>	<u>47</u>

Deferred tax liabilities (gross)

Gain on mark to market of derivative instruments

(i)	14	2
	<u>14</u>	<u>2</u>

Deferred tax related to items recognised in statement of profit and loss:

Deferred tax liabilities (gross)

Difference in written down value as per books of account and tax laws

Amortisation of option premium

Unamortised ancillary borrowing cost

(i)	788	342
	12	-
	38	-
	<u>838</u>	<u>342</u>

Deferred tax assets (gross)

Provision for operation and maintenance equalisation

Unused tax credit (MAT)

Losses available for offsetting against future taxable income

(k)	39	0
	13	63
	669	222
	<u>721</u>	<u>285</u>
	<u>128</u>	<u>12</u>

Deferred tax liabilities (net)

(l) = (i) + (j) - (h) - (k)



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

	For the year ended 31 March 2019	For the year ended 31 March 2018
Accounting profit before income tax	113	578
Tax at the India's tax rate of 34.944% (31 March 2018 : 34.608%)	39	200
Disallowance u/s 94B of Income Tax Act	223	178
Effect of entities with losses, tax rate differences and other consolidation adjustments	(62)	(337)
Interest on compound financial instrument	9	7
Other non deductible expenses	0	0
At the effective income tax rate	209	48
Current tax expense reported in the statement of profit and loss	124	127
Deferred tax expense reported in the statement of profit and loss*	85	(79)
	209	48

*** Where deferred tax expense relates to the following :**

Compound Financial Instruments	(18)	15
Losses available for offsetting against future taxable Income	(2,141)	(2,418)
Fair value gain on financial instruments at fair value through profit or loss	(1)	1
Preliminary expenses not written off under tax laws	0	0
Amortisation of ancillary borrowing cost	107	-
Amortisation of option premium	31	-
Difference in WDV as per books of accounts and tax laws	2,236	2,424
Operation and maintenance	(49)	(11)
Unused tax credit (MAT)	(80)	(90)
	85	(79)

Reconciliation of deferred tax assets (net):

	31 March 2019	31 March 2018
Opening balance of DTA/(DTL) (net)	155	186
Deferred tax income/(expense) during the year recognised in profit or loss	(85)	79
Deferred tax income/(expense) during the year recognised in OCI	(88)	(110)
Closing balance of DTA/(DTL) (net)	(18)	155

The entities forming part of Restricted Group has tax losses and unabsorbed depreciation which arose in India of INR 19,395 (31 March 2018: INR 11,124). The unabsorbed depreciation can be carried forward indefinitely as per the Income Tax Act.

Out of this, the tax losses that are available for offsetting for eight years against future taxable profits of the companies in which the losses arose are of INR 2,598 (31 March 2018: INR 528). The unabsorbed depreciation that will be available for offsetting for against future taxable profits of the companies in which the losses arose are of INR 16,797 (31 March 2018: INR 10,596).

The entities forming part of Restricted Group has recognised deferred tax asset of INR 4,919 (31 March 2018: INR 2,759) utilisation of which is dependent on future taxable profits. The future taxable profits are based on projections made by the management considering the power purchase agreement with power procurer.

The expiry period of Minimum alternate tax recoverable as on 31 March 2019 is 14-15 years (31 March 2018 14-15 years).

9 Prepayments

	As at 31 March 2019	As at 31 March 2018
Non-current (unsecured, considered good unless otherwise stated)		
Prepaid expenses	115	14
Total	115	14
Current (unsecured, considered good unless otherwise stated)		
Prepaid expenses	137	23
Total	137	23



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

10 Other assets

Non-current (unsecured, considered good unless otherwise stated)

Others

	As at 31 March 2019	As at 31 March 2018
Capital advance	47	289
Advances recoverable	-	34
Security deposits	0	5
Balances with Government authorities	11	17
Total	58	345

Current (Unsecured, considered good unless otherwise stated)

Advances recoverable in cash or kind	120	67
Balances with Government authorities	3	0
Total	123	67

11 Inventories

	As at 31 March 2019	As at 31 March 2018
Consumables & Spares	5	-
Traded Goods	21	-
Total	26	-

12 Trade receivables

	As at 31 March 2019	As at 31 March 2018
Unsecured, considered good	2,728	920
Secured, considered good	-	-
Receivables which have significant increase in credit risk	-	-
Receivables - credit impaired	-	-
	2,728	920
Less: Provision for doubtful debts	-	-
Total	2,728	920

No trade or other receivables are due from directors or other officers of the entities forming part of the Restricted Group either severally or jointly with any other person. Nor any trade or other receivables are due from firms or private companies respectively in which an y director is a partner, director or a member.

With effect from 1 April 2018, Unbilled revenue has been classified under head Trade receivables on account of application of Ind AS 115 using modified retrospective approach. Refer note 3.2 - New and amended standards for detailed explanation.

Trade receivables are non-interest bearing and are generally on terms of 7-60 days.

13 Cash and cash equivalents

	As at 31 March 2019	As at 31 March 2018
Cash and cash equivalents		
Balance with bank		
- On current accounts	277	399
- Deposits with original maturity of less than 3 months #	2,914	60
Total	3,191	459
Bank balances other than cash and cash equivalents		
Deposits with		
- Remaining maturity for less than twelve months #	1,498	2,313
- Remaining maturity for more than twelve months #	0	30
	1,498	2,343
Less: amount disclosed under financial assets (others) (Note 7)	(0)	(30)
Total	1,498	2,313

Fixed deposits of INR 914 (31 March 2018: INR 773) are under lien with various banks for the purpose of Debt Service Reserve Account (DSRA) and as margin money for the purpose of letter of credit/bank guarantee.

The bank deposits have an original maturity period of 31 to 1827 days and carry an interest rate of 6.00% to 8.66% which is receivable on maturity.



14 Share capital

The special purpose combined financial statement do not represent a legal entity structure. The share capital of Restricted Group is the summation of the share capital of the respective entities forming part of the Restricted Group.

	Number of shares	Amount
Authorised share capital		
Equity shares of INR 10 each		
At 1 April 2017	25,178,890	252
Increase during the year	5,120,000	51
At 31 March 2018	30,298,890	303
At 31 March 2019	30,298,890	303
Preference shares of INR 10 each		
At 1 April 2017	38,061,950	381
Increase during the year	4,200,000	42
At 31 March 2018	42,261,950	423
Increase during the year	39,000,000	390
At 31 March 2019	81,261,950	813
Issued share capital		
14A Equity shares of INR 10 each issued, subscribed and paid up		
At 1 April 2017	21,814,935	218
Shares issued during the year	5,102,036	51
At 31 March 2018	26,916,971	269
Shares issued during the year	17,964	0
At 31 March 2019	26,934,935	269

Terms/rights attached to equity shares

The entities forming part of Restricted Group have only one class of equity shares having par value of INR 10 per share. Each holder of equity shares is entitled to one vote per share. If declared, the entities forming part of Restricted Group will pay dividends in Indian rupees. In the event of liquidation of entities forming part of the Restricted Group, the holders of equity shares of such Company will be entitled to receive remaining assets of the respective entity, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders of the respective entity.

14B Equity component of compulsorily convertible debentures (CCD)

8% Compulsorily convertible debentures (CCDs) of INR 105 each

	Number of debentures	Total proceeds	Liability component (refer note 16)	Equity component*
At 1 April 2017	5,903,630	620	337	401
Accretion during the year	-	-	39	-
At 31 March 2018	5,903,630	620	376	401
Accretion during the year	-	-	43	-
At 31 March 2019	5,903,630	620	419	401

Terms of conversion of CCDs

CCDs are compulsorily convertible into equity shares at the end of twenty years from the date of issue, in accordance with the terms of the JVA at conversion ratio of 1 equity shares : 1 preference shares.

CCD carry an interest coupon rate of 8% per annum with moratorium of 18 months from the date of issue. CCDs do not carry any voting rights.

(*Adjusted for deferred tax at inception)

14C Equity component of preference shares:

0.0001% redeemable non cumulative preference shares (RNCPS) of INR 10 each (including share premium of INR 90 each)

	Number of shares	Total proceeds	Liability component (refer note 16)	Equity component*
At 1 April 2017	1,881,220	188	41	140
Accretion during the year	-	-	5	-
At 31 March 2018	1,881,220	188	46	140
Accretion during the year	-	-	6	-
At 31 March 2019	1,881,220	188	52	140

(*Adjusted for deferred tax at inception)

0.0001% compulsorily convertible preference shares (CCPS) of INR 10 each

	Number of shares	Amount
At 1 April 2017	33,500,795	335
Shares issued during the year	4,100,000	41
At 31 March 2018	37,600,795	376
Shares issued during the year	100,000	1
At 31 March 2019	37,700,795	377



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

0.0001% optionally convertible redeemable convertible preference shares of INR 100 each (including premium of INR 90)	Number of shares	Amount
At 1 April 2017	-	-
At 31 March 2018	-	-
Shares issued during the year	39,000,000	3,900
At 31 March 2019	39,000,000	3,900
At 31 March 2017		475
At 31 March 2018		517
At 31 March 2019		4,417

Terms/rights attached to preference shares

0.0001% redeemable non cumulative preference shares (RNCPS)

ReNew Wind Energy (Devgarh) Private Limited has issued 1,881,220 RNCPS in FY 2014-15 of Rs.10 each fully paid-up at a premium of INR 90 per share. RNCPS carry non cumulative dividend @ 0.0001%. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

RNCPS do not carry voting and conversion rights. RNCPS shall be redeemed at INR 100 per share on March 31, 2030 or as may be determined by the Board in one or more tranches and agreed by the preference shareholder.

In the event of any Liquidation of the Company, the RNCPS shall be entitled to receive an amount that equal to the Face value of preference share and such Dividend in arrear, if any, declared and remained unpaid. The RNCPS shall also have right to participate in surplus assets & profits of the respective entity, which may remain after the entire capital (both equity share capital and Preference share capital) of the respective entity has been repaid, to the extent of Rs 90 per share.

The management believes that the premium payable on aforesaid shares on redemption shall be provided out of the accumulated profits or securities premium and the company shall have sufficient balance at the redemption. Accordingly, the Company has not accrued for premium payable on redemption of such preference shares.

0.0001% compulsorily convertible preference shares (face value INR 10 each) (CCPS)

ReNew Wind Energy (Rajasthan 3) Private Limited has issued 16,248,850 0.0001% CCPS during F.Y. 2014-15 and 3,542,120 0.0001% CCPS during F.Y. 2015-16, ReNew Saur Urja Private Limited has issued 4,100,000 0.0001% CCPS during F.Y. 2017-18 and 6,549,000 0.0001% CCPS during F.Y. 2016-17 and ReNew Solar Energy (Telangana) Private Limited has issued 48,35,825 0.0001% CCPS during FY 2016-17 and 16,25,000 0.0001% CCPS during FY 2015-16.

CCPS are having face value of INR 10 each fully paid-up at a premium of INR 90 per share.

CCPS carry non cumulative dividend @ 0.0001%. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors of the respective Company is subject to the approval of the shareholders in the ensuing Annual General Meeting.

CCPS do not carry voting rights and are freely transferable.

CCPS issued by ReNew Wind Energy (Rajasthan 3) Private Limited and ReNew Saur Urja Private Limited would be compulsorily converted into Equity Shares of the Company at the price of INR 100 (Rupees Hundred) per share on March 31, 2030 and on March 31, 2035 respectively in the ratio of 1 equity shares : 1 preference shares.

CCPS issued by ReNew Solar Energy (Telangana) Private Limited would be converted into Equity shares anytime before the mandatory conversion date at the option of the holder. However, the same shall automatically stand converted into Equity shares of the Company at the price of INR 100/(Rupees Hundred) per share on 20th anniversary in the ratio of 0.95 equity shares:1 preference shares.

In the event of Liquidation of the Company, the holders of CCPS shall be paid 1 times the face value of CCPS and such dividend in arrear, if any, declared and remained unpaid. The said preference shares shall have right to participate in surplus assets & profits of the respective entity on winding up, which may remain after the entire capital (both equity share capital and preference share capital) of the respective entity has been repaid, to the extent of INR 90 per preference share.

0.0001% optionally convertible redeemable convertible preference shares (INR 100 each, including premium of INR 90) (OCRPS)

The Company issued 39,000,000 0.0001% OCRPS during the year INR 10 each fully paid-up at a premium of INR 90 per share. OCRPS carry non-cumulative dividend @ 0.0001%. The Company declares and pays dividends in Indian rupees.

OCRPS do not carry voting rights and are freely transferable. OCRPS would be compulsorily converted into Equity Shares of the Company at the price of INR 100 (Rupees Hundred) per share on 13 March 2039 in the ratio of 1 equity shares : 1 preference shares.

In the event of Liquidation of the Company, the holders of OCRPS shall be paid 1 times the face value of OCRPS and such dividend in arrear, if any, declared and remained unpaid.

14D Shares held by the holding company

	As at 31 March 2019		As at 31 March 2018	
	Number of shares	Amount	Number of shares	Amount
ReNew Solar Power Private Limited*				
Equity shares of INR 10 each	11,749,827	117	11,751,823	118
0.0001% compulsorily convertible preference shares of INR 10 each	17,909,825	179	17,909,825	179
0.0001% optionally convertible redeemable convertible preference shares of INR 100 each (including premium of INR 90)	12,000,000	1,200	-	-
ReNew Power Limited*				
Equity shares of INR 10 each	8,969,000	90	8,949,040	89
0.0001% redeemable non cumulative preference shares of INR 10 each	1,881,220	19	1,881,220	19
0.0001% compulsorily convertible preference shares of INR 10 each	19,790,970	198	19,790,970	198
0.0001% optionally convertible redeemable convertible preference shares of INR 100 each (including premium of INR 90)	27,000,000	2,700	-	-
Hareon Power Singapore Pvt Ltd				
Equity shares of INR 10 each	6,216,108	62	6,216,108	62

*for details of relationship with the respective entities of the Restricted Group refer note 29.



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

14E Details of shareholders holding more than 5% shares in the Restricted Group

	As at 31 March 2019		As at 31 March 2018	
	Number	% Holding	Number	% Holding
Equity shares of INR 10 each				
ReNew Solar Power Private Limited*	11,749,827	43.62%	11,751,823	43.66%
ReNew Power Limited*	8,969,000	33.30%	8,949,040	33.25%
Hareon Power Singapore Private Limited	6,216,108	23.08%	6,216,108	23.09%
0.0001% redeemable non cumulative preference shares of INR 10 each				
ReNew Power Limited*	1,881,220	100.00%	1,881,220	100.00%
0.0001% compulsorily convertible preference shares of INR 10 each				
ReNew Solar Power Private Limited*	17,909,825	47.51%	17,909,825	47.63%
ReNew Power Limited*	19,790,970	52.49%	19,790,970	52.63%
0.0001% optionally convertible redeemable convertible preference shares of INR 100 each (including premium of INR 90)				
ReNew Solar Power Private Limited*	12,000,000	30.77%	-	-
ReNew Power Limited*	27,000,000	69.23%	-	-

As per the records of the entities forming part of the Restricted Group, including its register of shareholders/members the above shareholding represents both legal and beneficial ownerships of shares.

*for details of relationship with the respective entities of the Restricted Group refer note 29.

15 Other equity

15A Share application money pending allotment

At 1 April 2017	-
Share application money received	920
Equity shares issued during the year	(510)
Preference shares issued during the year	(410)
At 31 March 2018	-
Share application money received	2
Equity shares issued during the year	(2)
At 31 March 2019	-

15B Securities premium

At 1 April 2017	4,965
Premium on issue of equity shares during the year	459
Premium on issue of RNCPS during the year	369
Amount utilized against for issue of shares	(1)
At 31 March 2018	5,792
Premium on issue of equity shares during the year	2
Amount utilized against for issue of shares	(4)
At 31 March 2019	5,790

Nature and purpose

Securities premium reserve is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

15C Hedge reserve

At 1 April 2017	(394)
Movement in hedge reserve (refer note 31)	205
At 31 March 2018	(189)
Movement in hedge reserve (refer note 31)	250
At 31 March 2019	61

Nature and purpose

The Restricted Group uses hedging instruments as part of its management of foreign currency risk and interest rate risk associated on borrowings. For hedging foreign currency and interest rate risk, the Group uses foreign currency forward contracts, cross currency swaps, foreign currency option contracts and interest rate swaps. To the extent these hedges are effective, the change in fair value of the hedging instrument is recognised in the cash flow hedging reserve. Amounts recognised in the cash flow hedging reserve is reclassified to the statement of profit or loss when the hedged item affects profit or loss (principal & interest payments).

15D Retained earnings

At 1 April 2017	(310)
Profit for the year	524
At 31 March 2018	214
Loss for the year	(96)
At 31 March 2019	118



Restricted Group
Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019
(Amounts in INR millions, unless otherwise stated)

16 Long-term borrowings

	Nominal interest rate %	Maturity	Non-current		Current	
			31 March 2019	31 March 2018	31 March 2019	31 March 2018
Compulsorily Convertible Debentures (unsecured) (refer note 14B)	8.00%	September 2036	419	376	-	-
Term loan from bank (secured)	9.75% - 11.70%	March 2036	6,272	10,582	3,297	504
Term loan from financial institutions (secured)	11.00%	June 2031	-	367	-	14
Buyer's / Supplier's credit (secured)	2.02% - 7.90%	December 2019	-	4,451	-	4,108
	6 Months Libor + 62-83 BPS					
Loan from related party (unsecured) (refer note 30) - Subordinate debt	8.00%	September 2024	4,969	-	-	-
Senior secured notes	6.67%	March 2024	29,462	-	-	-
Liability component of preference shares (secured) (refer note 14C)	0.0001%	March 2030	52	46	-	-
Total long-term borrowings			41,174	15,822	3,297	4,626
					(3,297)	(4,626)
			41,174	15,822	-	-

Amount disclosed under the head 'Other current financial liabilities' (Refer note 22)

Notes:

(i) Compulsorily Convertible Debentures (unsecured)

Compulsorily Convertible Debentures (CCD) are compulsorily convertible into equity shares in accordance with the terms of the Joint Venture Agreement at conversion ratio defined therein. CCD do not carry any voting rights.

(ii) Term loan from bank (secured)

Term loan from banks are secured by pari passu first charge by way of mortgage of all the present and future immovable properties, hypothecation of movable assets, book debt, operating cash flows, receivables, commissions, revenue of whatsoever nature, all bank accounts and all intangibles assets, assignment of all rights, title, interests, benefits, claims etc. of project documents and insurance contracts of the entities forming part of the Restricted Group.

(iii) Term loan from financial institutions (secured)

Term loan in Indian rupees from financial institutions are secured by a first pari passu charge by way of mortgage on immovable properties, first pari passu charge by way of hypothecation of tangible moveable assets, first charge on all the current assets, intangible assets and accounts. Further secured by way of assignment of all the rights, title, interest, benefit, claims and demands under all the project agreements, letter of credit, insurance contracts and proceeds, guarantees, performance bond etc. of the respective entity forming part of the Restricted Group.

(iv) Buyer's / Supplier's credit (secured)

Buyer's / Supplier's credit are secured by first pari passu first charge by way of mortgage of all the present and future immovable properties, hypothecation of movable assets, book debt, operating cash flows, receivables, commissions, revenue of whatsoever nature, all bank accounts and all intangibles assets, assignment of all rights, title, interests, benefits, claims etc. of project documents, PPA, and insurance contracts of the entities forming part of the Restricted Group. Creation of charge by way of mortgage and assignment is under process.

(v) Loan from related party (unsecured)

Unsecured loan from related party carries interest at 8.00% per annum and repayable after six months of repayment of notes.

(vi) Senior secured notes

Notes are secured by way of exclusive mortgage over immovable properties and exclusive charge by way of hypothecation of tangible and intangible moveable assets. Further secured by way of hypothecation over rights and benefit, claims and demands under all the project agreements, letter of credit, insurance contracts and proceeds, guarantees, performance bond etc. of the company. Secondary Charge over the account receivables, book debts and cash flows.

(vii) All the loans are covered by corporate guarantee of ReNew Power Limited.

(viii) ReNew Solar Power Private Limited has pledged 9,157,526 (31 March 2018: 9,157,526) equity shares and 15,210,825 (31 March 2018: 15,210,825) preference shares of the entities forming part of the Restricted Group in favour of security trustee on behalf of lenders.

(ix) ReNew Power Limited has pledged 8,959,198 (31 March 2018: 8,948,998) equity shares and 18,130,070 (31 March 2018: 18,130,050) preference shares of the the entities forming part of the Restricted Group in favour of security trustee on behalf of lenders.



Restricted Group**Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019**

(Amounts in INR millions, unless otherwise stated)

17 Other non-current financial liabilities	As at 31 March 2019	As at 31 March 2018
Interest accrued but not due on borrowings	846	-
Total	846	-

18 Other non-current liabilities	As at 31 March 2019	As at 31 March 2018
Provision for operation and maintenance equalisation	227	196
Total	227	196

19 Short term borrowings	As at 31 March 2019	As at 31 March 2018
Acceptances (unsecured)	-	660
Loan from related party (unsecured) (refer note 29)	-	5,623
Loan from body corporate	-	0
Buyer's / Supplier's credit (secured)	-	2,600
Total	-	8,883

Acceptances (unsecured)

Acceptances are secured by parri passu charge over all present and future current assets and movable fixed assets of the Company of respective projects for which such acceptances are taken.

Discount rate of acceptances ranges from 7.60% to 9.00%.

Loan from related party (unsecured)

Unsecured loan from related party is repayable on demand and carries interest at 8.00% per annum.

Buyer's / Supplier's credit (secured)

Buyer's/supplier's credit carries an interest rate of 2-3 Month Libor +85-125 bps. to 6 Month Libor +23-125 bps. is secured by way of mortgage of title deeds, all the present and future immovable properties, hypothecation of movable assets, book debt, operating cash flows, receivables, commissions, revenue of whatsoever nature, all bank accounts and all intangibles assets, assignment of all rights, interests, benefits, claims etc. of project documents, PPA, and insurance contracts of the entities forming part of the Restricted Group, deposits of post dated cheques in accordance with repayments schedule of principal loan and interest.

Loan from body corporates (unsecured)

No interest is payable on the loan and shall be repaid as per the terms of respective share purchase agreements.

20 Trade payables

Current	As at 31 March 2019	As at 31 March 2018
Outstanding dues to micro enterprises and small enterprises (refer note 37)	-	-
Others	1,501	524
Total	1,501	524



Restricted Group**Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019**

(Amounts in INR millions, unless otherwise stated)

	<u>As at 31 March 2019</u>	<u>As at 31 March 2018</u>
21 Derivative instruments		
Financial liabilities at fair value through OCI (current)		
Cash flow hedges		
Derivative instruments	175	713
Total	<u>175</u>	<u>713</u>
22 Other current financial liabilities		
Financial liabilities at amortised cost		
Current maturities of long term borrowings (Refer note 16)	3,297	4,626
Others		
Interest accrued but not due on borrowings	113	638
Capital creditors	2,438	5,847
Other payables	39	-
Total	<u>5,887</u>	<u>11,111</u>
23 Other current liabilities		
	<u>As at 31 March 2019</u>	<u>As at 31 March 2018</u>
Provision for operation and maintenance equalisation	31	31
Other payables		
TDS payable	41	56
GST payable	16	0
Advance from customers	0	0
Total	<u>88</u>	<u>87</u>

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Restricted Group
Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019
(Amounts in INR millions, unless otherwise stated)

24 Revenue from operations

Income from contracts with customers

Sale of power

Total

**For the year ended
31 March 2019**

**For the year ended
31 March 2018**

6,059

3,793

6,059

3,793

25 Other income

Interest income

- on fixed deposit with banks

- on loan to related parties (refer note 29)

- income tax refund

- others

Government grant

- generation based incentive

Income from leases

Insurance claim

Gain on settlement of derivative instruments designated as cash flow hedge (net)

Fair value change of mutual fund (including realised gain)

Miscellaneous income

Total

207

123

45

56

1

1

24

148

130

175

-

7

3

111

-

11

4

3

11

709

351

26 Other expenses

Legal and professional fees

Corporate social responsibility (refer note 39)

Travelling and conveyance

Rent

Printing and stationery

Management shared services

Rates and taxes

Payment to auditors (refer details below)

Insurance

Operation and maintenance

Repair and maintenance

- plant and machinery

Loss on sale of property plant & equipment

Guest house expenses

Option premium amortised

Security charges

Communication costs

Loss on ineffectiveness on derivative instruments designated as cash flow hedge(net)

Foreign exchange loss (net)

Penalty for delay in project commissioning

Miscellaneous expenses

50

50

7

2

9

11

0

0

0

0

158

167

26

7

4

1

20

16

573

201

2

1

0

-

2

-

69

-

7

14

2

0

-

5

417

26

-

4

16

7

1,362

512

Payment to Auditors

As auditor:

Audit fee

Certification fees

Reimbursement of expenses

**For the year ended
31 March 2019**

**For the year ended
31 March 2018**

4

1

0

-

0

0

4

1



27 Depreciation & amortisation expense

For the year ended
31 March 2019

For the year ended
31 March 2018

Depreciation of property, plant & equipment (refer note 4)	1,840	1,112
Amortisation of intangible assets (refer note 5)	2	-
Total	1,842	1,112

28 Finance costs

For the year ended
31 March 2019

For the year ended
31 March 2018

Interest expense on		
- term loans	1,684	1,117
- loan from related party (refer note 29)	528	207
- notes	123	-
- acceptance	143	2
- buyer's/supplier's credit	684	564
- liability component of compulsorily convertible debentures	43	31
- liability component of redeemable non-cumulative preference shares	6	5
- others	2	-
Bank charges	33	16
Unamortised ancillary borrowing cost written off*	205	-
Total	3,451	1,942

* Represents transaction cost on long term borrowing due to substantial modification charged to statement of profit & loss on account of derecognition .

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Restricted Group**Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019**

(Amounts in INR millions, unless otherwise stated)

28 Earnings per share (EPS)

The special purpose Combined Financial Statements do not represent legal entity structure and are aggregated for a specific purpose. Accordingly, Earnings Per Share (EPS) on aggregated number of shares has not been disclosed.

29 Related Party Disclosures**a) Names of related parties and related party relationship**

The names of related parties where control exists and/or with whom transactions have taken place during the year and description of relationship as identified by the management are:

I. Holding Company :

Name of entity	Holding Company
ReNew Wind Energy (Devgarh) Private Limited	ReNew Power Limited
ReNew Wind Energy (Rajasthan 3) Private Limited	ReNew Power Limited
Rajat Renewables Limited#	ReNew Power Limited
Kanak Renewables Limited#	ReNew Power Limited
ReNew Solar Energy (Telangana) Private Limited	ReNew Solar Power Private Limited*
ReNew Saur Urja Private Limited	ReNew Solar Power Private Limited*
ReNew Clean Energy Pvt Ltd	ReNew Solar Power Private Limited*
ReNew Wind Energy (Budh 3) Private Limited	ReNew Solar Power Private Limited*

Ownership of these entities changed from Suzlon Energy Limited to Shruti Power Projects Private Limited (a 100% subsidiary of ReNew Power Limited) w.e.f. 30 January 2018. Further it was transferred to ReNew Power Limited w.e.f. 6 March 2018.

*ReNew Solar Power Private Limited is a 100% subsidiary of ReNew Power Limited.

II. Ultimate Holding Company

GS Wyvern Holdings Limited (till 22nd March 2018)

III. Key management personnel (KMPs) :

Mr. Sumant Sinha, Chairman and Managing Director of ReNew Power Limited.

IV. Fellow subsidiaries with whom transactions occurred during the year:

ReNew Wind Energy (TN 2) Private Limited	ReNew Wind Energy (Varekarwadi) Private Limited
Bhumi Prakash Private Limited	ReNew Wind Energy (Rajkot) Private Limited
ReNew Wind Energy (Rajasthan Four) Private Limited	ReNew Wind Energy (AP) Private Limited
ReNew Power Services Private Limited	ReNew Wind Energy (Karnataka) Private Limited
ReNew Solar Energy Private Limited	ReNew Wind Energy (Rajasthan) Private Limited
ReNew Wind Energy (Orissa) Private Limited	ReNew Akshay Urja Limited
ReNew Wind Energy (Jamb) Private Limited	ReNew Solar Energy (Karnataka) Private Limited
ReNew Wind Energy (Karnataka 4) Private Limited	Shruti Power Private Limited
ReNew Wind Energy (Maharashtra) Private Limited	KCT Renewable Energy Private Limited
ReNew Wind Energy (MP Three) Private Limited	ReNew Wind Energy MP Private Limited
ReNew Saur Shakti Private Limited	ReNew Wind Energy (Welturi) Private Limited
ReNew Mega Solar Power Private Limited	Ostro Energy Private Limited
ReNew Solar Services Private Limited	ReNew Wind Energy (Rajasthan One) Private Limited
Narmada Wind Energy Private Limited	ReNew Solar Energy (TN) Private Limited
ReNew Wind Energy (MP Two) Private Limited	ReNew Wind Energy (MP Four) Private Limited
ReNew Wind Energy (AP 3) Private Limited	ReNew Solar Energy (Karnataka Two) Private Limited
ReNew Wind Energy (Shivpur) Private Limited	ReNew Saur Vidyut Private Limited

V. Enterprise with significant influence

Name of entity	Enterprise with significant influence
ReNew Solar Energy (Telangana) Private Limited	Hareon Solar Singapore Private Limited

b) Details of transactions with holding Company:

Particulars	ReNew Power Limited		ReNew Solar Power Private Limited	
	For the year ended 31 March 2019	For the year ended 31 March 2018	For the year ended 31 March 2019	For the year ended 31 March 2018
Unsecured loan given	11,497	930	-	-
Repayment of unsecured loan	16	915	-	-
Unsecured loan received	3,703	106	2,085	2,491
Unsecured loan repaid	3,138	656	2,437	932



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

Particulars	ReNew Power Limited		ReNew Solar Power Private Limited	
	For the year ended 31 March 2019	For the year ended 31 March 2018	For the year ended 31 March 2019	For the year ended 31 March 2018
Expenses incurred by holding	317	17	1	9
Expenses incurred on behalf of holding company	3	9	1	2
Purchase EPC*	-	-	151	1,668
Operation & Maintenance Services	-	-	-	8
Share application money received	2,702	0	1,200	920
Advances given for purchase of RNCPS	1,270	-	-	-
Reimbursement of expenses	117	60	-	-
Purchase of Services# (Management Shared Service)	59	262	96	-
Issue of equity shares (including security premium)	2	0	-	510
Issue of compulsorily convertible preference shares (including security premium)	-	-	-	410
Issue of optionally convertible preference shares (including security premium)	2,700	-	-	-
Interest expense on unsecured loan	196	72	228	105
Interest income on unsecured loan	38	57	-	-

*Including Provision of INR Nil (31 March 2018 : 234)

ReNew Power Limited, the holding Company and ReNew Power Services private Limited, a fellow subsidiary have charged certain common expenses to its subsidiary companies and fellow subsidiaries on the basis of its best estimate of expenses incurred for each of its subsidiary companies and fellow subsidiaries and recovered the said expenses in the form of 'Management Shared Services'. The management believes that the method adopted by these companies is most appropriate basis for recovering of such common expenses.

c) Details of outstanding balances with holding Company:

Particulars	ReNew Power Limited		ReNew Solar Power Private Limited	
	31 March 2019	31 March 2018	31 March 2019	31 March 2018
Unsecured loan payable	1,369	804	1,841	2,194
Unsecured loan receivable	11,495	15	-	-
Trade payables	542	137	110	17
Capital creditor*	272	348	595	1,207
Interest income accrued on unsecured loan	57	22	-	-
Interest expense accrued on unsecured loan	357	226	318	147
Advance given for issue of RNCPS	1,270	-	-	-
Recoverable from related parties	-	9	1	2

*Including Provision of INR Nil (31 March 2018 : 234)

d) Details of transactions with fellow subsidiaries:

i) Loans taken & repayment thereof and interest expense thereon

Particulars	For the year ended 31 March 2019			For the year ended 31 March 2018		
	Unsecured loan received	Unsecured loan repaid	Interest expense on unsecured loan	Unsecured loan received	Unsecured loan repaid	Interest expense on unsecured loan
ReNew Wind Energy MP Private Limited	165	160	1	-	-	-
ReNew Wind Energy (Varekarwadi) Private Limited	310	-	3	-	-	-
ReNew Wind Energy (Karnataka) Private Limited	-	-	0	-	213	1
ReNew Wind Energy (Rajkot) Private Limited	-	-	71	940	50	58
ReNew Wind Energy (AP 3) Private Limited	-	-	0	430	425	10
ReNew Wind Energy (MP Two) Private Limited	-	-	5	-	-	5
Shruti Power Private Limited	-	-	23	1,664	-	15

ii) Loans given & repaid thereof and interest expense thereon

Particulars	For the year ended 31 March 2019			For the year ended 31 March 2018		
	Unsecured loan given	Repayment of unsecured loan	Interest income on unsecured loan	Unsecured loan received	Unsecured loan repaid	Interest expense on unsecured loan
ReNew Solar Services Private Limited	253	-	7	-	-	-



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

iii) Expenses incurred and payment made on behalf and purchase of land

Particulars	For the year ended 31 March 2019			For the year ended 31 March 2018		
	Expenses incurred by related party	Expenses incurred on behalf of related party	Purchase of land	Expenses incurred by related party	Expenses incurred on behalf of related party	Purchase of land
ReNew Wind Energy (Varekarwadi) Private Limited	-	-	-	-	0	-
ReNew Akshay Urja Limited	1	9	-	-	0	-
ReNew Solar Energy (Karnataka) Private Limited	-	-	-	0	-	-
ReNew Solar Services Private Limited	-	-	-	0	-	-
ReNew Wind Energy (AP) Private Limited	-	-	-	0	-	-
ReNew Wind Energy (AP 3) Private Limited	0	-	-	-	-	-
ReNew Wind Energy (Karnataka) Private Limited	0	-	-	0	-	-
ReNew Wind Energy (Maharashtra) Private Limited	0	0	-	0	-	-
ReNew Wind Energy (MP Three) Private Limited	0	0	-	-	0	-
ReNew Wind Energy (Rajasthan Four) Private Limited	-	0	-	-	1	-
ReNew Wind Energy (Rajasthan) Private Limited	-	-	-	-	0	-
ReNew Wind Energy (Rajasthan One) Private Limited	0	-	-	-	-	-
ReNew Wind Energy (Rajkot) Private Limited	-	-	-	1	-	-
ReNew Wind Energy (Shivpur) Private Limited	2	-	-	-	0	-
ReNew Wind Energy (TN 2) Private Limited	0	-	-	-	-	0
ReNew Wind Energy (Welturi) Private Limited	-	-	-	0	-	-
Narmada Wind Energy Private Limited	-	-	-	-	0	-
KCT Renewable Energy Private Limited	-	2	-	-	-	-
ReNew Solar Energy Private Limited	1	1	-	4	0	-
ReNew Mega Solar Power Private Limited	-	-	-	0	0	-
ReNew Wind Energy (Karnataka 4) Private Limited	-	-	-	-	0	-
Bhumi Prakash Private Limited	0	-	-	0	-	-
ReNew Power Services Private Limited	2	2	-	1	1	-
Ostro Energy Private Limited	0	0	-	-	-	-
ReNew Solar Energy (TN) Private Limited	0	0	-	-	-	-
ReNew Saur Shakti Private Limited	0	-	-	-	-	-
ReNew Solar Energy (Karnataka Two) Private Limited	0	-	-	-	-	-
ReNew Wind Energy (MP Four) Private Limited	0	-	-	-	-	-
ReNew Saur Vidyut Private Limited	2	-	-	-	-	-

iv) Investment in equity shares by related party and transfer of equity shares

Particulars	For the year ended 31 March 2019		For the year ended 31 March 2018	
	Equity investment made by related party	Sale of equity investment made by related party	Equity investment made in related party	Sale of equity investment made in related party
Shruti Power Private Limited	-	-	0	0

v) Purchase of management shared services, engineering procurement and construction services and operation and maintenance services

Particulars	For the year ended 31 March 2019		For the year ended 31 March 2018	
	Management shared services	Reimbursement of expenses	Management shared services	Reimbursement of expenses
ReNew Power Services Private Limited	6	-	295	1

Particulars	For the year ended 31 March 2019		For the year ended 31 March 2018	
	EPC Purchase	Operation & maintenance	EPC Purchase	Operation & maintenance
ReNew Solar Energy Private Limited	25	-	1,119	26
ReNew Wind Energy (Jamb) Private Limited	3	-	367	-
ReNew Power Services Private Limited	20	276	224	-

vi) Share application money given, refunded

Particulars	For the year ended 31 March 2019		For the year ended 31 March 2018	
	Share Application Money given	Share Application Money refunded	Share Application Money given	Share Application Money refunded
ReNew Power Services Private Limited	-	-	1,200	-

vii) Trading purchase

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Ostro Energy Private Limited	21	-



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

e) Details of outstanding balances with fellow subsidiaries:

i) Loan payable & interest expense payable

Particulars	31 March 2019		31 March 2018	
	Loan payable	Interest payable	Loan payable	Interest payable
ReNew Wind Energy MP Private Limited	5	1	-	-
ReNew Wind Energy (Varekarwadi) Private Limited	310	3	-	-
ReNew Wind Energy (Karnataka) Private Limited	5	3	5	3
ReNew Wind Energy (Rajkot) Private Limited	890	117	890	53
ReNew Wind Energy (AP 3) Private Limited	5	4	5	4
ReNew Wind Energy (MP Two) Private Limited	61	10	61	5
Shruti Power Private Limited	82	34	1,664	14

i) Loan receivable & interest income receivable

Particulars	31 March 2019		31 March 2018	
	Loan receivable	Interest receivable	Loan receivable	Interest payable
ReNew Solar Services Private Limited	253	6	-	-

ii) Investment in redeemable non cumulative preference shares

Particulars	31 March 2019	31 March 2018
ReNew Power Services Private Limited	-	12,000

iii) Trade payable, capital creditor and recoverable from related parties

Particulars	31 March 2019			31 March 2018		
	Trade payable	Capital creditor	Recoverable from related parties	Trade payable	Capital creditor	Recoverable from related parties
ReNew Wind Energy (Varekarwadi) Private Limited	-	-	0	-	-	0
ReNew Akshay Urja Limited	0	-	9	-	-	0
ReNew Solar Energy (Karnataka) Private Limited	-	-	-	0	-	-
ReNew Solar Services Private Limited	-	-	-	0	-	-
ReNew Wind Energy (AP) Private Limited	0	-	-	0	-	-
ReNew Wind Energy (AP 3) Private Limited	0	-	-	-	-	-
ReNew Wind Energy (Jamb) Private Limited	-	0	0	-	261	0
ReNew Wind Energy (Karnataka) Private Limited	0	-	-	0	-	-
ReNew Wind Energy (Maharashtra) Private Limited	0	-	0	0	-	-
ReNew Wind Energy (MP Three) Private Limited	0	-	0	-	-	0
ReNew Wind Energy (MP Two) Private Limited	-	5	-	-	5	-
ReNew Wind Energy (Rajasthan Four) Private Limited	-	-	0	-	-	0
ReNew Wind Energy (Rajasthan) Private Limited	-	-	0	-	-	0
ReNew Wind Energy (Rajasthan One) Private Limited	0	-	-	-	-	0
ReNew Wind Energy (Rajkot) Private Limited	-	-	-	1	-	-
ReNew Wind Energy (Shivpur) Private Limited	0	-	-	-	-	0
ReNew Wind Energy (TN 2) Private Limited	0	-	0	-	-	0
ReNew Wind Energy (Welturi) Private Limited	-	-	-	0	-	-
Renew Wind Energy MP Private Limited	-	-	-	135	-	-
Narmada Wind Energy Private Limited	-	-	0	-	-	0
KCT Renewable Energy Private Limited	-	-	2	-	-	-
ReNew Wind Energy (Orissa) Private Limited	-	-	14	-	-	14
ReNew Solar Energy Private Limited	-	528	135	27	1,133	0
ReNew Mega Solar Power Private Limited	0	-	0	0	-	0
ReNew Wind Energy (Karnataka 4) Private Limited	-	-	0	-	-	0
Bhumi Prakash Private Limited	0	-	-	0	-	-
ReNew Power Services Private Limited	225	167	-	54	440	1
Ostro Energy Private Limited	21	-	-	-	-	-
ReNew Solar Energy (TN) Private Limited	0	-	-	-	-	-
ReNew Saur Shakti Private Limited	0	-	-	-	-	-
ReNew Solar Energy (Karnataka Two) Private Limited	0	-	-	-	-	-
ReNew Wind Energy (MP Four) Private Limited	0	-	-	-	-	-
ReNew Saur Vidut Private Limited	2	-	-	-	-	-

f) Compensation of Key management personnel

Remuneration to the key managerial personnel is paid by the holding Company and fellow subsidiary (ReNew Power Services Private Limited) of entities forming part of the Restricted Group and is allocated between the respective subsidiary companies as management shared services and is not separately identifiable.



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

- g) All the loans are covered by corporate guarantee of ReNew Power Limited, holding company.
- h) ReNew Solar Power Private Limited has pledged 9,157,526 (31 March 2018: 9,157,526) equity shares and 15,210,825 (31 March 2018: 15,210,825) preference shares of the entities forming part of the Restricted Group in favour of security trustee on behalf of lenders.
- i) ReNew Power Limited has pledged 8,959,198 (31 March 2018: 8,948,998) equity shares and 18,130,070 (31 March 2018: 18,130,050) preference shares of the the entities forming part of the Restricted Group in favour of security trustee on behalf of lenders.
- j) During the previous year, the companies forming part of the Restricted Group has raised funds through issuance of senior secure bonds (the "Issue"). These bonds have been issued based on the collective net worth of all the seven entities forming part of the Restricted Group and further all these entities have jointly and severally guaranteed the Issue. Certain companies forming part of the Restricted Group had common directors at the time of the Issue. The management, based on legal opinion, considers that this guarantee on behalf of other fellow subsidiaries is in the 'ordinary course of business' and is in compliance with the requirements of section 185 of the Companies Act, 2013.

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Restricted Group**Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019**

(Amounts in INR millions, unless otherwise stated)

30 Segment Information

The managing director of ReNew Power Limited takes decisions in respect of allocation of resources and assesses the performance basis the reports/ information provided by functional heads and is thus considered to be the Chief Operating Decision Maker (CODM).

The Group discloses segment information in a manner consistent with internal reporting to group's Managing Director. The Group entities have segments based on type of business operations. The reportable segments of Group under Ind AS are Wind Power and Solar Power which predominantly relate to generation and sale of electricity and construction activities. The Group entities does not operate in more than one geographical segment. The Group discloses in the segment information operating profit, comparable operating profit and comparable EBITDA.

No Operating segment has been aggregated to form the above reportable operating segments. Further, total assets and liabilities balances for each reportable segment are not reviewed by or provided to CODM.

	For the year ended 31 March 2019			For the year ended 31 March 2018		
	Wind Power	Solar Power	Total	Wind Power	Solar Power	Total
Sale of power and sale of renewable energy certificates	2,379	3,680	6,059	1,496	2,297	3,793
Revenues from operations	2,379	3,680	6,059	1,496	2,297	3,793
Less: Inter-segment	-	-	-	-	-	-
Revenues from external customers	2,379	3,680	6,059	1,496	2,297	3,793
Interest income	99	155	254	119	85	203
Other Income (other than interest income)	332	124	456	137	10	148
Total income	2,810	3,959	6,769	1,752	2,391	4,144
Less: Other expenses	735	628	1,363	231	281	512
Earning before interest, tax, depreciation and amortization (EBITDA)	2,075	3,331	5,406	1,521	2,112	3,632

The Revenues from two major customers amounts to INR 2,804 (31 March 2018: two customers INR 2,717) each of which contributes more than 10% of the total revenue of the Group. Out of these, revenues from Wind Segment amounts to INR 1,212 (31 March 2018: INR 1,496) and Solar Segment amounts to INR 1,592 (31 March 2018: 1,221).



Restricted Group**Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019**

(Amounts in INR millions, unless otherwise stated)

31 Hedging activities and derivatives**Derivatives designated as hedging instruments**

The entities forming part of the Restricted Group use certain types of derivative financial instruments (viz. foreign currency forwards, Cross-currency interest rate swap) to manage/mitigate their exposure to foreign exchange and interest risk. Further, the entity designates such derivative financial instruments (or its components) as hedging instruments for hedging the exchange rate fluctuation and interest risk attributable to either a recognised item or a highly probable forecast transaction ('Cash flow hedge'). The effective portion of changes in the fair value of Derivative financial instruments (or its components) that are designated and qualify as Cash flow hedges, are recognised in the Other comprehensive income and held in Cash flow hedge reserve - a component of Equity. Any gains / (losses) relating to the ineffective portion, are recognised immediately in the statement of profit and loss within other expenses/ other income. The amounts accumulated in Equity for highly probable forecast transaction are added to carrying value of non financial asset or non financial liability as basis adjustment, other amounts accumulated in Equity are re-classified to the statement of profit and loss in the year when the hedged item affects profit / (loss).

At any point of time, when a forecast transaction is no longer expected to occur, the cumulative gains / (losses) that were reported in equity is immediately transferred to the statement of profit and loss within other expenses / other income.

Cash flow hedges

Hedge has been taken against exposure to foreign currency risk and variable interest outflow on External commercial borrowings and Buyer's Credit. Terms of the swaps and their respective impact on OCI and statement of profit and loss is as below:-

- Notes

Pay fixed INR and receive USD and pay fixed interest at 6.62% to 10.74% p.a. and receive a variable interest at 6.06% p.a. to 6.87% p.a. on the notional amount.

The cash flow hedges through CCS of USD 47,850,000, COS and Call Spread of USD 299,304,936, Call Options of USD 96,496,003 and forward of USD 46,817,324 outstanding at the year ended 31 March 2019 were assessed to be highly effective and a mark to market loss of INR 83 (31 March 2018: INR 254) with a deferred tax asset of INR 20 (31 March 2018: INR 66), is included in OCI.

Foreign currency and Interest rate risk

Forward contracts and swaps measured at fair value through OCI are designated as hedging instruments in cash flow hedges of interest and principal payments in USD.

	31 March 2019		31 March 2018	
	Assets	Liabilities	Assets	Liabilities
Forward Contracts designated as hedging instruments	113	175	1	713

Hedging reserve movement

	As at	As at
	31 March 2019	31 March 2018
Balance at the beginning of the year	(189)	(394)
Gain/(loss) recognised on cash flow hedges	61	(200)
Income tax relating to gain/loss recognized on cash flow hedges	(17)	24
Gain/(loss) reclassified to profit or loss	-	29
Income tax relating to gain/loss reclassified to profit or loss	-	(8)
Gain/(loss) reclassified to non financial assets or liabilities as basis adjustment	8	486
Income tax relating to gain/loss reclassified to non financial assets or liabilities as basis adjustment	(2)	(126)
Gain/(loss) reclassified to profit or loss as hedged future cash flows are no longer expected to occur	270	-
Income tax relating to gain/loss reclassified to profit or loss as hedged future cash flows are no longer expected to occur	(70)	-
Balance at the end of the year	61	(189)

**32 Commitments Liabilities and Contingencies
(to the extent not provided for)****(i) Contingent liabilities**

The entities forming part of the Restricted Group have contingent liability of INR Nil (31 March 2018: INR 22).

(ii) Commitments:**Estimated amount of contracts remaining to be executed on capital account and not provided for**

At 31 March 2019, the Restricted Group has capital commitment (net of advances) pertaining to commissioning of solar energy projects of INR Nil (31 March 2018: 107).



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

33 Fair values

Set out below, is a comparison by class of the carrying amounts and fair value of the financial instruments of the entities forming part of the Restricted Group, other than those with carrying amounts that are reasonable approximations of fair values:

	31 March 2019		31 March 2018	
	Carrying value	Fair value	Carrying value	Fair value
Financial assets				
Loans	12,954	12,954	1,218	1,218
Bank deposits with remaining maturity for more than twelve months	0	0	30	30
Investments-current, quoted mutual funds	-	-	354	354
Derivative instruments	113	113	1	1
Trade receivables	2,728	2,728	920	920
Cash and cash equivalent	3,191	3,191	459	459
Bank balances other than cash and cash equivalent	1,498	1,498	2,313	2,313
Other current financial assets	1,600	1,600	551	551
Financial liabilities				
Long term borrowings	41,174	41,174	15,822	15,822
Derivative instruments	175	175	713	713
Short-term borrowings	-	-	8,883	8,883
Trade payables	1,501	1,501	524	524
Other current financial liabilities	5,887	5,887	11,111	11,111

The management of the entities forming part of the Restricted Group assessed that loans, derivative instruments, investments, cash and cash equivalents, trade receivables, borrowings, trade payables, other current financial liabilities and other current financial assets approximate their carrying amounts largely due to the short-term maturities of these instruments.

The following methods and assumptions were used to estimate the fair values:

- The fair values of the entities forming part of the Restricted Group's term loans from banks and financial institutions including current maturities are determined by using Discounted Cash Flow (DCF) method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period. The own non-performance risk as at 31 March 2019 was assessed to be insignificant.
- The fair value of unquoted instruments, such as liability component of compulsorily convertible debentures and Liability component of preference shares are estimated by discounting future cash flows using effective interest rate, credit risk and remaining maturity.
- The entities forming part of the Restricted Group enter into derivative financial instruments with various counterparties, principally financial institutions with investment grade credit ratings. Cross currency interest rate swaps are valued using valuation techniques, which employs the use of market observable inputs. The models incorporate various inputs including the credit quality of counterparties, foreign exchange spot and forward rates, yield curves of the currency, interest rate curves and forward rate curves of the underlying instrument. The changes in counterparty credit risk had no material effect on the hedge effectiveness assessment for derivatives designated in hedge relationships.

34 Fair value hierarchy

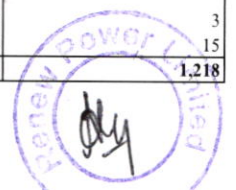
The entities forming part of the Restricted Group categorize assets and liabilities measured at fair value into one of three levels depending on the ability to observe inputs employed in their measurement which are described as follows:

- Level 1 - Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - Inputs are inputs that are observable, either directly or indirectly, other than quoted prices included within level 1 for the asset or liability.
- Level 3 - Inputs are unobservable inputs for the asset or liability reflecting significant modifications to observable related market data or Company's assumptions about pricing by market participants.

The following table provides the fair value measurement hierarchy of the assets and liabilities of the entities forming part of the Restricted Group :-

Quantitative disclosures fair value measurement hierarchy for assets/liabilities as at year end:

	Level of fair value measurement	31 March 2019		31 March 2018	
		Carrying value	Fair value	Carrying value	Fair value
Financial Assets (Current)					
Financial assets measured at fair value					
Investments (quoted mutual funds)	Level 1	-	-	354	354
		-	-	354	354
Financial assets not measured at fair value					
Measured at amortised cost					
Financial Assets (Non current): Loans					
Security deposits	Level 2	6	6	-	-
Total		6	6	-	-
Financial Assets (Non current): Others					
Bank deposits with remaining maturity for more than twelve months	Level 2	0	0	30	30
Total		0	0	30	30
Financial assets not measured at fair value					
Financial Assets (current): Loans					
Loan to fellow subsidiary - redeemable non cumulative preference shares	Level 2	1,200	1,200	1,200	1,200
Security deposits	Level 2	0	0	3	3
Loans to related parties	Level 2	11,748	11,748	15	15
Total		12,948	12,948	1,218	1,218



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

Financial Assets (Current): Others					
Generation based incentive receivable	Level 2	58	58	44	44
Recoverable from related parties	Level 2	162	162	12	12
Unbilled revenue	Level 2	-	-	441	441
Advance given for purchase of redeemable non cumulative preference shares	Level 2	1,270	1,270	-	-
Interest accrued on fixed deposits	Level 2	47	47	33	33
Interest accrued on loans to related parties	Level 2	63	63	21	21
Total		1,600	1,600	551	551
Measured at fair value through Profit and Loss					
Derivative instruments	Level 2	113	113	1	1
Total		113	113	1	1
Trade receivables	Level 2	2,728	2,728	920	920
Cash and bank balances					
Cash and cash equivalent	Level 2	3,191	3,191	459	459
Bank balances other than cash and cash equivalent	Level 2	1,498	1,498	2,313	2,313
Total		4,689	4,689	2,772	2,772
Financial liabilities not measured at fair value					
I. Measured at amortised cost					
Senior secured notes	Level 2	29,462	29,462	-	-
Compulsorily Convertible Debentures (unsecured)	Level 2	419	419	376	376
Liability component of preference shares	Level 2	52	52	46	46
Buyer's / Supplier's credit	Level 2	-	-	4,451	4,451
Non Convertible Debentures	Level 2	-	-	-	-
Loan from related party (unsecured)	Level 2	4,969	4,969	-	-
Term loan in Indian rupees from banks	Level 2	6,272	6,272	10,582	10,582
Term loan in Indian rupees from financial institution	Level 2	-	-	367	367
Total		41,174	41,174	15,822	15,822
Short-term borrowings	Level 2	-	-	8,883	8,883
Trade payables	Level 2	1,501	1,501	524	524
Financial liabilities (Current): Others					
Current maturities of long term borrowings	Level 2	3,297	3,297	4,626	4,626
Interest accrued but not due on borrowings	Level 2	113	113	638	638
Capital creditors	Level 2	2,438	2,438	5,847	5,847
Other payable	Level 2	39	39	-	-
Total		5,887	5,887	11,111	11,111
Measured at fair value through Other comprehensive income					
Derivative instruments	Level 2	175	175	713	713

Particulars	Fair value hierarchy	Valuation technique	Inputs used
Financial assets measured at fair value			
Investments	Level 1	Quoted price	Quoted market price of mutual funds
Financial assets not measured at fair value			
Security deposits	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Loan to subsidiaries - redeemable non cumulative preference shares	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Bank deposits with remaining maturity for more than twelve months	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Trade receivables	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Cash and cash equivalent	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Bank balances other than cash and cash equivalent	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Generation based incentive receivable	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Recoverable from related parties	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Loans to related parties	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Unbilled revenue	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Interest accrued on fixed deposits	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Interest accrued on loans to related parties	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Advance given for purchase of redeemable non cumulative preference shares	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Financial liabilities not measured at fair value			
Compulsorily Convertible Debentures (unsecured)	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Senior secured notes	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Loan from related party (unsecured)	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Liability component of preference shares	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Current maturities of long term borrowings	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Trade payables	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Interest accrued but not due on borrowings	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Capital creditors	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows
Other payable	Level 2	Discounted cash flow	Prevailing interest rates in the market, Future cash flows



Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019
(Amounts in INR millions, unless otherwise stated)

35 Financial Risk Management objectives and policies

"The Restricted Group's principal financial liabilities comprise loans and borrowings, trade payables and other financial liabilities. The main purpose of these financial liabilities is to finance the Restricted Group's operations and to support its operations. The Restricted Group's financial assets include loans, trade and other receivables, and cash & cash equivalents and other financial assets.

The Restricted Group is exposed to market risk, credit risk and liquidity risk. The Restricted Group's senior management oversees the management of these risks. The Restricted Group's senior management is supported by a various sub committees that advises on financial risks and the appropriate financial risk governance framework for the Restricted Group. These committees provides assurance to the Restricted Group's senior management that the Restricted Group's financial risk activities are governed by appropriate policies and procedure and that financial risks are identified, measured and managed in accordance with the Restricted Group's policies and risk objectives. The Board of Directors reviews and agrees policies for managing each risk, which are summarised as below.

Market Risk

Market risk is the risk that the Restricted Group's assets and liabilities will be exposed to due to a change in market prices that determine the valuation of these financial instruments. Market risk comprises 3 types of risk: interest rate risk, currency risk and other price risk such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits and derivative financial instruments. The sensitivity analyses in the following sections relate to the position as at 31 March 2019. The sensitivity analyses have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt and derivatives and the proportion of financial instruments in foreign currencies are all constant and on the basis of hedge designations in place as at 31 March 2019.

Interest rate Risk:

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group is exposed to interest rate risk primarily from the external borrowings that are used to finance their operations. In case of external commercial borrowings ("ECB") and buyers credit the Group believes that the exposure of Group to changes in market interest rates is insignificant as the respective companies manage the risk by hedging the changes in the market interest rates through cross currency interest rate swaps. The Group also monitors the changes in interest rates and actively re finances its debt obligations to achieve an optimal interest rate exposure.

Interest Rate Sensitivity

The following table demonstrates the sensitivity to a reasonable possible change in interest rates on financial liabilities, i.e. borrowings in INR and USD. With all other variables held constant, the entities forming part of the Restricted Group's profit before tax is affected through the impact on financial assets, as follows:

	31 March 2019		31 March 2018	
	Increase/decrease in basis points	Effect on profit before tax	Increase/decrease in basis points	Effect on profit before tax
INR	+ / (-) 50	(-) / + 37	+ / (-) 50	(-) / + 13
USD	+ / (-) 60	(-) / + 3	+ / (-) 60	(-) / + 10
	31 March 2019		31 March 2018	
	Increase/decrease in basis points	Effect on equity	Increase/decrease in basis points	Effect on equity
INR	+ / (-) 50	(-) / + 27	+ / (-) 50	(-) / + 4
USD	+ / (-) 60	(-) / + 2	+ / (-) 60	(-) / + 1

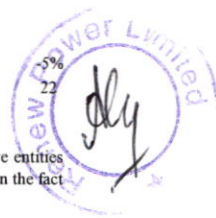
Foreign Currency Risk:

Foreign Currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The entities forming part of the Restricted Group do not have any foreign currency exposures as on 31 March 2019. In case of foreign currency exposures, the entities forming part of the Restricted Group monitor that the hedges do not exceed the underlying foreign currency exposure. The entities forming part of the Restricted Group do not undertake any speculative transactions.

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD and INR exchange rates, with all other variables held constant. The impact on the entity forming part of the Restricted Group's profit before tax is due to changes in the fair value of monetary liabilities comprising of buyer's/supplier's credit in US dollars. The impact on the the entity forming part of the Restricted Group's pre-tax equity is due to changes in the fair value of cross-currency interest-rate swaps (CCIRS) designated as cash flow hedges. The the entity forming part of the Restricted Group's exposure to foreign currency changes for all other currencies is not material.

	31 March 2019		31 March 2018	
	Change in USD rate	Effect on profit before tax	Change in USD rate	Effect on profit before tax
	5%	-5%	5%	-5%
	(23)	23	(22)	22



Credit Risk

Credit risk is the risk that the power procurer will not meet their obligations under a financial instrument or customer contract, leading to a financial loss. The respective entities forming part of the Restricted Group are exposed to credit risk from their operating activities (primarily trade receivables) but this credit risk exposure is insignificant given the fact that substantially whole of the revenues are from state utilities/government entities.

Further the entities forming part of the Restricted Group sought to reduce counterparty credit risk under our long-term contracts in part by entering into power sales contracts with utilities or other customers of strong credit quality and we monitor their credit quality on an on going basis.

The maximum credit exposure to credit risk for the components of the balance sheet at 31 March 2019 and 31 March 2018 is the carrying amount of all the financial assets.

Trade Receivables

Customer credit risk is managed basis established policies of the entities forming part of the Restricted Group, procedures and controls relating to customer credit risk management. Outstanding customer receivables are regularly monitored. The entities forming part of the Restricted Group do not hold collateral as security.

The entities forming part of the Restricted Group have state utilities/government entities as it's customers with high credit worthiness, therefore, the entities forming part of the Restricted Group do not see any risk related to credit. The credit quality of the customers other than state utilities/government entities is evaluated based on their credit ratings and other publicly available data.

Financial instruments and credit risk

Credit risk from balances with banks is managed by group's treasury department. Investments, in the form of fixed deposits, of surplus funds are made only with banks and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed on an annual basis by the respective entity forming part of the Restricted Group, and may be updated throughout the year subject to approval of group's finance committee. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.



Restricted Group
Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

Liquidity Risk

Liquidity risk is the risk that the entities forming part of the Restricted Group will encounter in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The approach of the entities forming part of the Restricted Group to manage liquidity is to ensure, as far as possible, that these will have sufficient liquidity to meet their respective liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risk damage to their reputation.

The entities forming part of the Restricted Group assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The entities forming part of the Restricted Group have access to a sufficient variety of sources of funding and debt maturing within 12 months can be rolled over with existing lenders.

The entities forming part of the Restricted Group rely mainly on long-term debt obligations to fund their construction activities. To the extent available at acceptable terms, utilized non-recourse debt to fund a significant portion of the capital expenditures and investments required to construct and acquire our wind power plants and related assets. Our non-recourse financing is designed to limit cross default risk to the Parent Company or other subsidiaries and affiliates. Our non-recourse long-term debt is a combination of fixed and variable interest rate instruments. External commercial borrowings which are at variable rate is fixed through the use of cross currency interest rate swaps. In addition, the debt is typically denominated in the currency that matches the currency of the revenue expected to be generated from the benefiting project, thereby reducing currency risk. In certain cases, the currency is matched through the use of derivative instruments. The majority of non-recourse debt is funded by banks and financial institutions, with debt capacity supplemented by unsecured loan from related party.

The table below summarizes the maturity profile of financial liabilities of Restricted Group based on contractual undiscounted payments:

Year ended 31 March 2019	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Borrowings						
Compulsorily convertible debentures	-	-	-	-	419	419
Redeemable non cumulative preference shares	-	-	-	-	52	52
Term loan from banks *	-	-	-	4,008	7,778	11,786
Loans from related party	-	-	-	-	4,969	4,969
Notes*	-	-	-	38,620	-	38,620
Other financial liabilities						
Current maturities of long term borrowings*	-	3,260	2,944	-	-	6,204
Interest accrued but not due on borrowings	-	100	13	-	846	959
Capital Creditors	1,567	872	-	-	-	2,438
Other payable	-	39	-	-	-	39
Mark to market derivative instruments	-	175	-	-	-	175
Trades payables						
Trades payables	900	602	-	-	-	1,501

* Including future interest payments.

The entities forming part of the Restricted Group expect liabilities with current maturities to be repaid from net cash provided by operating activities of the entity to which the debt relates or through opportunistic refinancing activity or some combination thereof.

Year ended 31 March 2018	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Borrowings						
Compulsorily convertible debentures	-	-	-	-	376	376
Redeemable non cumulative preference shares	-	-	-	-	46	46
Term loan from banks *	-	-	-	9,160	9,579	18,739
Term loan from financial institutions*	-	-	-	220	438	658
Buyer's credit	-	-	-	4,451	-	4,451
Short term borrowings						
Loans from related party	5,623	-	-	-	-	5,623
Acceptances	-	660	-	-	-	660
Buyer's / Supplier's credit	-	1,931	669	-	-	2,600
Other financial liabilities						
Current maturities of long term borrowings*	-	321	5,664	-	-	5,985
Interest accrued but not due on borrowings	451	-	187	-	-	638
Capital Creditors	3,393	2,454	-	-	-	5,847
Mark to market derivative instruments	-	713	-	-	-	713
Trades payables						
Trades payables	372	152	-	-	-	524

* Including future interest payments.



Restricted Group**Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019**

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36 Capital management

For the purpose of the capital management by the respective entities forming part of the Restricted Group, capital includes issued equity capital, compulsory convertible preference shares, compulsory convertible debentures, share premium and all other equity reserves attributable to the equity holders of the respective entities forming part of the Restricted Group. The primary objective of the respective entities forming part of the Restricted Group's capital management is to maximise the shareholder value.

The entities forming part of the the Restricted Group manage their capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants.

To maintain or adjust the capital structure, respective entities forming part of the Restricted Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The respective entities forming part of the Restricted Group monitor capital using a gearing ratio, which is net debt divided by total capital plus net debt. The respective entities forming part of the Restricted Group includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and short-term deposits.

The policy of the respective entities forming part of the Restricted Group is to keep the gearing ratio to 3:1 during the construction phase and aim to enhance it to 4:1 post the construction phase. This is in line with industry rate. In the construction phase the entities forming part of Restricted Group manages the ratio at 3:1 through internal funding.

In order to achieve this overall objective, the capital management by the respective entities forming part of the Restricted Group, amongst other things, aims to ensure that they meet financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current year.

No changes were made in the objectives, policies or processes for managing capital during the period ended 31 March 2019.

37 Details of dues to Micro, Small and Medium Enterprises as defined under the MSMED Act, 2006

Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMED) which came into force from 2 October 2006, certain disclosure are required to be made relating to Micro, Small and Medium Enterprises. On the basis of the information and records available with the management, there are no outstanding dues to the Micro, Small and Medium Enterprises development Act, 2006.

Particulars	As at 31 March 2019	As at 31 March 2018
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting year/period	Nil	Nil
The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year/period	Nil	Nil
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year/period) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	Nil	Nil
The amount of interest accrued and remaining unpaid at the end of each accounting year/period; and	Nil	Nil
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006	Nil	Nil

38 Reconciling the amount of revenue recognised in the statement of profit and loss with the contracted price

Particulars	For the year ended 31 March 2019
Revenue as per contracted price	6,193
Adjustments	
Discounts and rebates	14
Operating charges	120
Income from contract with customers	6,059



39 Corporate social responsibility expenditure

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. The areas for CSR activities as follows :-

- 1) Sanitation & making available safe drinking water- Construction of toilets, Bore-well, well, Tube-well etc.
- 2) Empowering women through SHGs (self-help group) and creating income generation activities for the women like stitching and tailoring, goatery, backyard poultry etc.)
- 3) Ensuring environmental sustainability- animal welfare Plantation, environment awareness,
- 4) Animal Welfare-Animal health camp, Para –vet training
- 5) Education awareness, Remedial classes for weak students etc.
- 6) Health and Hygiene- Health camps in the community, cleanliness drive to create awareness.

A CSR committee has been formed by the respective entity forming part of the Restricted Group as per the Act. The funds were utilised on above mentioned activities which are specified in Schedule VII of the Companies Act, 2013.

- (a) Gross amount required to be spent by the entities forming part of the Restricted Group during the year is INR 6 (31 March 2018: INR 2).
(b) Amount spent during the year on:

List of CSR activities	In Cash	Yet to be paid	Total
Construction / Acquisition of any asset	nil	nil	nil
Activities relating to:			
Current year	5	2	7
Previous year*	(1)	(1)	(2)

* The amount yet to be paid in previous year has been subsequently paid in current year.

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Restricted Group

Notes to Special Purpose Combined Financial Statements for the year ended 31 March 2019

(Amounts in INR millions, unless otherwise stated)

40 Significant accounting judgments, estimates and assumptions

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

In the process of applying the accounting policies management has made certain judgements, estimates and assumptions. The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The entities forming part of the Restricted Group based their assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the entities forming part of the Restricted Group. Such changes are reflected in the assumptions when they occur.

A) Accounting judgements:

Taxes

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

The entities forming part of the the Restricted Group makes various assumptions and estimates while computing deferred taxes which include production related data (PLFs), projected operations and maintenance costs, projected finance costs, proposed availment of deduction under section 80IA of the Income Tax Act, 1961 and the period over which such deduction shall be availed, accelerated depreciation, other applicable allowances, usage of brought forward losses etc. While these assumptions are based on best available facts in the knowledge of management as on the balance sheet date however, they are subject to change year on year depending on the actual tax laws and other variables in the respective year. Given that the actual assumptions which would be used to file the return of income shall depend upon the tax laws prevailing in respective year, management shall continue to reassess these assumptions while calculating the deferred taxes on each balance sheet date and the impact due to such change, if any, is considered in the respective year.

Depreciation on property, plant and equipment

Depreciation on property, plant and equipment is calculated on a straight-line basis using the rates arrived at based on the useful lives estimated by the management. Considering the applicability of Schedule II of Companies Act, 2013, the management has re-estimated useful lives and residual values of all its property, plant and equipment. The management believes that depreciation rates currently used fairly reflect its estimate of the useful lives and residual values of property, plant and equipment, though these rates in certain cases are different from lives prescribed under Schedule II of the Companies Act, 2013.

Basis legal opinion obtained, management is of the view that application of CERC and/or SERC rates for the purpose of accounting for depreciation expenses is not mandatory. Hence, the entities forming part of the Restricted Group are depreciating the assets bases on life as determined by an expert.

B) Estimates and assumptions:

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values.

Assumptions include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See note 34 and 35 for further disclosures.

Related party transactions

ReNew Power Limited along with all its subsidiaries hereinafter collectively referred to as 'the Group' have entered into inter-company transactions as explained below :

Management Shared Services

Employee benefit costs and other common expenses are incurred by the Ultimate Holding Company & Holding Company. These expenses are allocated to all the entities of the Group in the form of 'Management Shared Services'. Allocation of cost to the entities involves various estimates including retention, allocation of cost for projects under construction vis-a-vis operating projects, profit mark-up which are assessed through an external expert.

Inter-group unsecured loan

The Group uses unsecured loans to fund requirements of various entities. These loans carry interest rate of 8% (approximates 3-year government bond yield).

Financial instrument

The Group makes inter-group investments in the form of RNCPS and CCDs. These investment carries interest at a nominal rate and are accounted for as compound financial instruments under Ind AS 32. The rate used for discounting the future cash flows approximate the average market interest rate of borrowings availed by Group.



41 There are no employees on the rolls of the entities forming part of the Restricted Group and therefore there are no employee benefit expenses accrued in the combined financial statements. ReNew Power Limited and ReNew Power Services private Limited have charged certain common expenses to its subsidiary companies and fellow subsidiaries on the basis of its best estimate of expenses incurred for each of its subsidiary companies and fellow subsidiaries and recovered the said expenses in the form of 'Management Shared Services'. The management believes that the method adopted by these companies is most appropriate basis for recovering of such common expenses.

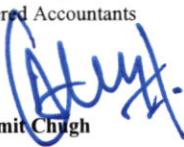
42 Absolute amounts less than INR 500,000 are appearing in the financial statements as "0" due to presentation in millions.

As per our report of even date

For S.R. Batliboi & Co. LLP

ICAI Firm Registration No.: 301003E/E300005

Chartered Accountants



per **Amit Chugh**

Partner

Membership No.: 505224

Place: Gurugram

Date: 29 May 2019



For and on behalf of the Restricted Group



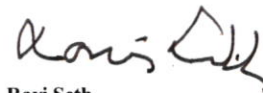
Sumant Sinha

(Chairman & Managing Director)

DIN- 00972012

Place: Gurugram

Date: 29 May 2019



Ravi Seth

(Chief Financial Officer)

Place: Gurugram

Date: 29 May 2019



Ashish Jain

(Company Secretary)

Membership No.: F6508

Place: Gurugram

Date: 29 May 2019

