ANNUAL REPORT 17 18

Sembcorp Energy India Limited

SUSTAINABLE & RELIABLE

energy for India's growing needs

sembcorp

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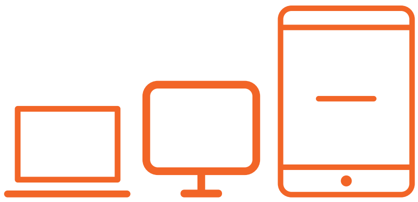


Forward-looking Statement

We have exercised utmost care in the preparation of this report. It contains forecasts and/or information relating to forecasts. Forecasts are based on facts, expectations, and/or past figures. As with all forward-looking statements, forecasts are connected with known and unknown uncertainties, which may mean the actual result deviate significantly from the forecast. Forecasts prepared by the third parties, or data or evaluations used by third parties and mentioned in this communication, may be inappropriate, incomplete, or falsified. We cannot assess whether information in this report has been taken from third parties, or these provide the basis of our own evaluations, such use is made known in this report. As a result of the above mentioned circumstances, we can provide no warranty regarding the correctness, completeness, and up-to-date nature of information taken, and declared as being taken from third parties, as well as for forward-looking statements, irrespective of whether these derive from third parties or ourselves. Readers should keep this in mind. We undertake no obligation to publicly update any forward-looking statements, whether as a result of new information, future events or otherwise.

CORPORATE INFORMATION

Board of Directors

Neil Garry McGregor
Chairman

Vipul Tuli
Managing Director

Looi Lee Hwa
Director

T.V. Sandeep Kumar Reddy
Director

R S Sharma
Independent Director

Sangeeta Talwar
Independent Director

Bobby Kanubhai Parikh
Independent Director

Kalaikuruchi Jairaj
Independent Director

Lenders

State Bank of India

Andhra Bank

Punjab National Bank

Bank of Baroda

United Bank of India

Standard Chartered Bank

The Hongkong & Shanghai Banking Corporation India Ltd.

DBS Bank Ltd.

Statutory Auditors

BSR & Associates
Chartered Accountants, LLP, Salarpuria Knowledge City, Orwell,
6th Floor, Unit -3, Sy. No. 83/1, Plot No. 2, Raidurg, Hyderabad – 500081

Internal Auditors

Ernst & Young LLP, The Oval Office, 18 iLabs, Hi-tech City, Madhapur, Hyderabad - 500018

Secretarial Auditors

BS & Company, Company, Secretaries, LLP, H.No : 5-9-22/71A, MCH No. 250, Adarsh Nagar Colony, Hyderabad - 500063

Cost Auditors

M/s Narasimha Murthy & Co
Cost Accountants, 3-6-365, 104 & 105, Pavani Estate, Y.V. Rao Mansion, Himayat Nagar, Hyderabad - 500029

Registered Office

6-3-1090, A-5, TSR Towers, Rajbhavan Road, Somajiguda, Hyderabad, Telangana - 500082

Corporate Office

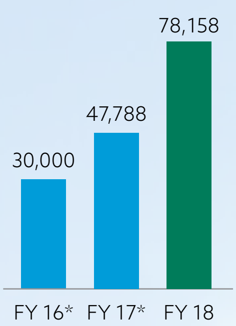
5th Floor, Tower C, Building No 8, DLF Cybercity, Gurugram - 122002, Haryana

Site Office

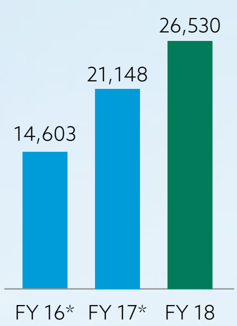
Pyanampuram/Nelaturu Villages, Muthukur Mandal, SPSR Nellore District - 524344, Andhra Pradesh

CORPORATE OVERVIEW

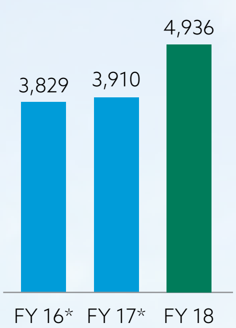
Turnover (₹ in million)



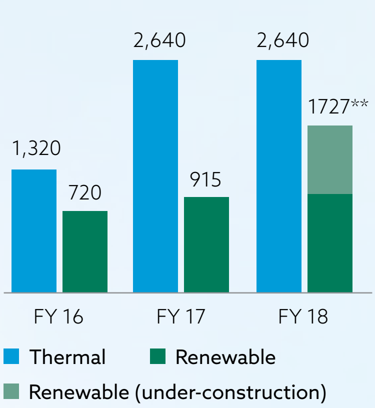
EBITDA (₹ in million)



Cash PAT (₹ in million)



Capacity (in MW)



* The financial information of prior years in the consolidated financial statements has been restated due to the business combination under the common control entities as per Ind AS 13.

** Including 800MW under-construction capacity

INDUSTRY OVERVIEW

From agriculture to air-conditioning, from commuting to communication, electricity is revolutionizing life for a billion plus Indians.

India continues to be one of the fastest growing economies in the world. Along with growing energy demand, the share of electricity in India's energy mix is steadily rising. The share of electricity in total energy was about 13% in 2010 which increased to 16% in 2017[1].

As the per capita income of households grows and the standard of living improves, electrification of the Indian economy is expected to continue, making it one of the largest growth opportunities in the global energy sector. Numerous initiatives taken by central and state government bodies and industry have led the Indian power sector to four inflexion points, each of which has resulted in both opportunities and challenges. These are described below, and they shape SEIL's outlook and strategy going forward.

1 Improving market conditions

In 2017-18, Indian power demand grew at a healthy rate of 6%; the total energy demand was reported at 1,212 billion units (BU), up from 1143 BUs in 2016-17. The demand-supply gap remained low at 0.07%. However, this is a restricted demand as several parts of the country are still facing power cuts. The average number of power cuts at a national level is 5 to 10 times per month, with an average 5 to 10 hours' duration.[2] Further, this demand reflects offtake by distribution companies (discoms) only and does not include consumption through captive generation and open access.

Electricity demand in 2021-22 is expected to reach 1,566 billion units (BU) with a CAGR of 6.18% while peak demand would reach 226GW, according to the Electricity Plan published by Central Electricity Authority (CEA) in January 2018.

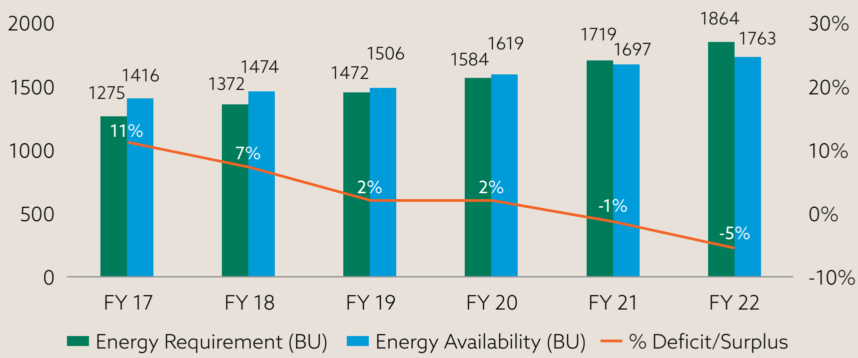
CRISIL however, projects a higher CAGR of 7.8% due to various government initiatives like '24x7 power to all', Saubhagya, UDAY, and Deen Dayal Upadhyaya Gram Jyoti Yojna, along with the advent of electric vehicles as well as increased usage of electrical appliances, agricultural pumps and railway electrification. Accordingly, CRISIL projects that the energy requirement in 2021-22 would be 1,846 BU, with a peak demand of 262GW.

Thermal power capacity to the tune of 28GW currently remains un-contracted owing to multiple reasons such as paucity of project funds, absence of fuel supply agreements, absence of long-term PPAs, etc.

Domestic coal availability at power plants remains a concern, with coal production increasing by 2.4% as against the 6% rise in demand for power. Production recorded in FY18 was 629.4 MT, short of the targeted 662 MT. The Ministry of Coal has introduced the framework for commercial mining of coal, which should help augment production in coming years.

As a result of rapidly growing demand and an expected lag in new capacity addition, CRISIL projects that power will revert to deficit position. (ref. exhibit 1)

Exhibit 1: India power demand and supply scenario (in BU)

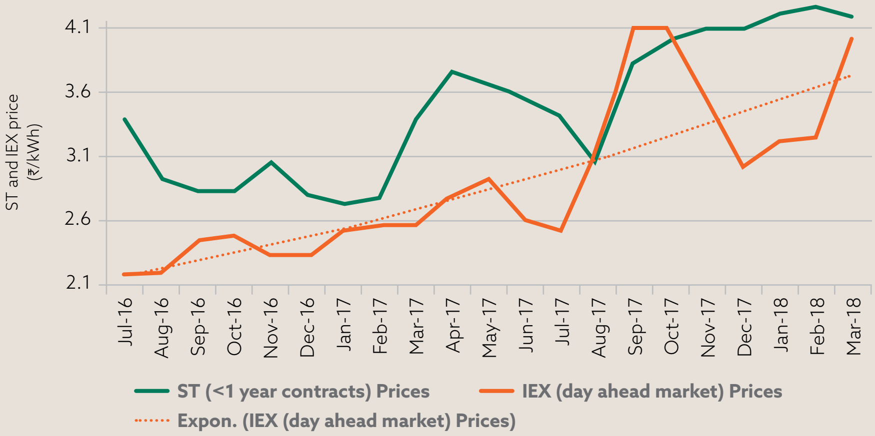


Source: CRISIL Study

[1] International Energy Agency
[2] https://urjaindia.co.in/

Early indications of the supply-demand gap are already visible. Prices for short-term power procurement as well as spot prices on power exchanges for the last 2 years (ref. exhibit 2) show a steady rise. While low spot prices and absence of long-term power purchase agreements (PPAs) over the past few years led to stress in several power plants, rising prices are now restoring sustainable margins for efficient, operational power plants that have cost-effective access to fuel. Rising short-term prices and growing political commitment to uninterrupted power supply may also encourage discoms to enter into medium and long term PPAs, which will be an opportunity for power plants that have available un-contracted capacity.

Exhibit 2: Short-term and Exchange price trend



Further tightening of the market is likely to take place as the new environmental norms specified by the Ministry of Environment, Forest and Climate Change for emissions of NOx and SO2 are enforced by 2022. This will result in faster retirements of older, smaller plants and shutdowns during changeovers for the rest of the national power generation fleet. Financing for the new environmental equipment and enabling pass-through of the additional costs, however, remain a technological and regulatory challenge for the power sector.

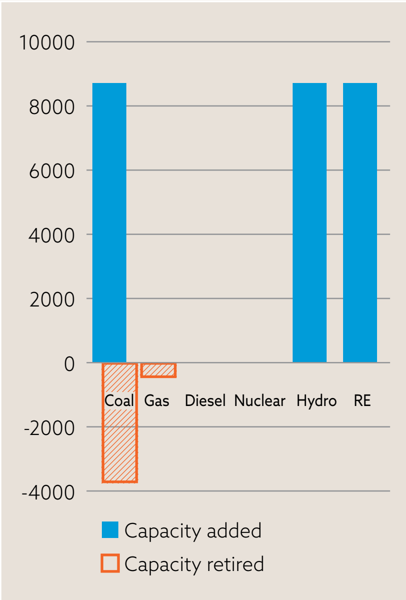
2 The age of renewables

2017-18 established India firmly on the global renewables map. The introduction of competitive bidding in wind in April 2017, supported by significant transmission investments, was a game changer. It enabled the creation of large-scale wind capacity at the most resource-rich locations, utilising the most advanced equipment, connected to reliable high voltage grids, backed by creditworthy commercial arrangements. As a result, the industry delivered world-leading tariffs, which in turn has reduced barriers to adoption of renewable energy by discoms.

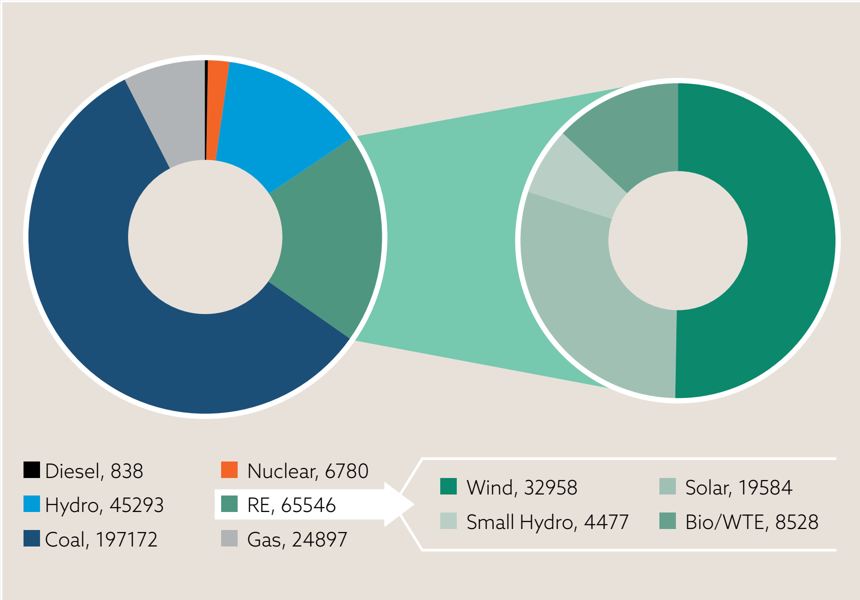
As on March 31, 2018, India's total installed capacity was at 344GW, an increase of 17GW (ref. exhibit 3) during 2017-18. Majority of the capacity addition was from the renewable sector (11.75GW), while coal-based plants accounted for 5GW. Solar, with 9GW addition, accounted for large part of the renewable energy (RE) segment, followed by wind with 1.8GW. The change from Feed in Tariff (FiT) to competitive bidding in wind power procurement in 2016-17 led to a drop in capacity additions in the sector in 2017-18 as regulations needed to be rewritten. However, this is likely to pick up as bidding for about 5,000MW of wind power capacity was completed in 2017-18.

Exhibit 3:

Capacity addition during 2017-18 (in MW)



Fuel-wise installed capacity as on March 31, 2018 (in MW)



While concerns about unsustainable tariffs remain, a dynamic industry, capable of delivering at scale and with speed, has emerged. This provides a substantial opportunity for players with prudent bidding practices, deep capabilities and a long-term commitment to high quality, sustainable assets. Industry consolidation has also begun and is expected to continue.

Besides just capacity growth, renewables are throwing up additional opportunities and challenges for industry players. These include opportunities in ancillary services for grid integration and stability, storage solutions to solve intermittency problems, the need for capacity markets to solve for seasonality, and emergence of interchangeable generation and consumption nodes such as distributed renewables and electric vehicles. An offshoot of these will also be growing demand for advanced data analytics across the sector.

344 GW

Installed capacity as on March 31, 2018

3 Competition in an era of transparency, efficiency and scale

The power industry has decisively moved into an era of competitive bidding for confirmation of supply rights and fuel contracts. This has led to unprecedented transparency, improved the ease of contracting and securing the access rights. While delays continue to occur in securing transmission, these are expected to recede in the next 1 – 2 years.

The compulsions of large-scale projects and tariff-based bidding have also resulted in greater focus on efficiency, innovation and capability building. This provides serious long-term players an opportunity to build a sustainable business, even though the challenge of irrational bids from short-term players remains for now.

4 New distribution paradigms

Distribution reform has remained an area of concern in the power sector. The government's initiatives like the Ujwal Discom Assurance Yojana (UDAY) have started showing positive results in terms of reduction in AT&C (aggregate transmission and commercial) losses. While Gujarat and Karnataka have outperformed their targets, other states are showing improvements too. However, more grounds remain to be covered, and financial turnaround of discoms remains a formidable challenge. Receivables from discoms also remain a material issue, and recent steps to increase transparency of outstanding dues and enforce sanctity of contracts need to be followed through.

A number of forward-looking regulatory initiatives are under consideration by the central government, including enforcement of the discoms' obligation to supply, rationalisation of tariff bands, caps on cross-subsidy surcharges and allowable AT&C losses, prepaid metering and routing of subsidies through direct benefits transfer. When implemented, these initiatives have the potential to transform India's power sector.

With increasing capacity of RE projects and bidding for wind and solar projects expected to gain further momentum, timely access for such projects to the central grid is critical.

The Central Electricity Regulatory Commission (CERC) has also released its draft network access regulation. If implemented, this would enable a new market structure, ensuring uniform access to the central grid, while discontinuing the present system of long, medium and short-term access.

MANAGING DIRECTOR'S MESSAGE

2017-18 was a watershed year for Sembcorp Energy India, during which we consolidated Sembcorp's Indian thermal and renewables businesses. With the acquisition of Sembcorp Green Infra and Sembcorp Gayatri Power, your company now has a balanced and efficient energy portfolio, competitive scale and strong capabilities. This is a sustainable platform from which we shall participate in India's energy and environmental transition.

Dear Shareholders,

On behalf of the Sembcorp India team, I am pleased to update you on the performance and achievements of Sembcorp Energy India Limited (SEIL) in 2017-18.

This was a watershed year in which we consolidated our thermal and renewable businesses, achieved operational stability at Sembcorp Gayatri Power (SGPL), made our mark in the national wind energy auctions, took several steps to enhance safety and optimise efficiency at our plants, and successfully completed another round of refinancing to reduce borrowing costs.

Favourable discontinuities in the power sector

The Indian power sector, in line with global trends, is going through discontinuities in technology, regulations, market dynamics and socio-political realities. These have brought new opportunities and risks, and we have made the necessary changes to our strategy and practices. On balance, the discontinuities in the sector have left SEIL better positioned in a number of ways. Most notably:

- The tightening Indian power supply-demand balance and re-appearance of power shortages due to a revival of demand and fuel shortages, enabled margins at SGPL to gradually improve through the year. These have also underlined to the industry the importance of sustainable power purchase contracts.
- A new growth momentum in renewables, especially wind, created opportunities for well-capitalised players like us, with prudent bidding practices and a long term commitment to create sustainable, high quality assets

- Competitive bidding throughout the sector has brought unprecedented transparency and enabled players like us, with strong capabilities, to create advantage through innovation and efficiency
- Continuing reforms in power distribution, though still a work in progress, are taking place in an environment where power cuts are less sociopolitically acceptable than they once were. New policies are gradually bringing greater discipline among customers and lowering our risk profile.

Creating a well-balanced platform with scale and capabilities

During the year, Sembcorp Energy India Limited (SEIL) underwent a reorganisation, consolidating Sembcorp's three Indian energy businesses under itself. This allows us to capture synergies within the three businesses. Moreover, it is in keeping with Sembcorp's global strategy to create value for shareholders by establishing strong, sustainable platforms in focus markets like India, while deepening capabilities to offer combinations of energy and utilities, and moving towards a more sustainable, lower carbon generation mix.

As a result of the reorganisation, Sembcorp Gayatri Power Limited (SGPL) and Sembcorp Green Infra Limited (SGIL) are wholly owned subsidiaries of SEIL. With a power generation capacity of approximately 4370MW[1], of which approximately 60% is thermal and 40% is renewables, SEIL is well positioned to contribute to India's growing demand. Our diversified and well-balanced portfolio of thermal and renewable energy assets gives us a favourable mix of stability, growth and profitability upside.

To further consolidate the thermal portfolio and benefit from operational and other synergies, we have initiated the process of a merger between SEIL and SGPL.

Delivering performance and growth

In 2017-18, SEIL on a consolidated basis delivered an EBIDTA of ₹26,530 million and PAT of ₹(6,353) million. Importantly, your Company has also recorded an increase in the Cash PAT to ₹4,936 million on a consolidated basis. This included one-off refinancing cost of ₹1870 million towards refinancing the existing project term loans for SGPL, in order to refinance its debt to achieve lower costs. There was also a corresponding one-off refinancing cost of ₹1,243 million in SEIL during 2016-17 for refinancing its erstwhile project loans. The refinancing of both these project loans resulted in a reduction of around 4% in their respective annual interest costs thereafter. Notable performance achievements of the year include:

- Achieving a plant load factor (PLF) for the thermal business of 81.27%, well above industry average of 60-65%, underpinned by plant reliability, uninterrupted fuel supply and competitive cost performance
- Stabilising plant performance post-commissioning at SGPL, along with continued optimisation of commercial and operational efficiencies at SEIL and SGPL
- Taking advantage of our coastal location to source the most cost-effective coal from India, Indonesia, South Africa and the US, using an optimised mix of long and short term arms-length contracts, prudent commodity and forex hedging, and low cost coastal and international shipping
- Securing long term contracts for 800MW of wind energy with central government off-take, thereby establishing SGI as the largest winner in the first three central wind auctions. In keeping with our processes, we maintained firm discipline during these bids to protect returns – a practice also followed through the year while bidding for thermal power purchase agreements
- Establishing an in-house renewables O&M capability, starting with 185MW wind and 35MW solar assets
- Rolling out multiple innovations to improve profitability at existing and new wind farms, including generation improvement, downtime reduction and cost optimisation
- There has been a marked and continuing improvement in the realisation and margins in SGPL from the last few months of the financial year due to increased short term tariffs coupled with better dark spreads.
- Reducing cost of debt for the company by refinancing SGPL external debt of ₹30 billion for 20 years at very competitive rates, injecting ₹42.4 billion as masala bonds subscribed by Sembcorp Utilities, and achieving financial closure for our 250MW wind power project from Solar Energy Corporation of India (SECI)-1 bid, also at highly competitive rates. On a consolidated basis, SEIL has a sustainable Net Debt:Equity ratio, which also includes the promoters' loan in the form of long dated Masala Bonds mentioned above.

[1] This includes 800MW capacity which is under construction

- Sembcorp Utilities (SCU) also infused a further equity of ₹14,102 million to enable acquisition of the remaining 28% stake in SGIL from IDFC PE, thus making SGIL a wholly owned subsidiary of SEIL.
- Strengthening a range of processes (including expanding the relevant local teams) across human resources, finance, business development, internal audit, legal, external communications, regulatory affairs, community relations, IT, transaction processing, reporting and oversight, to ensure robust governance as our business completes its transition from the project phase to the operating phase.

Management remains cognisant of the residual risks inherent in our business, especially those pertaining to merchant market volatility, wind uncertainty, interest rate fluctuation and regulatory changes. We continue to adopt prudent risk management measures in line with global best practices, to secure stable returns for shareholders while creating avenues for growth and performance upside.

Health, safety and environment (HSE)

Operational HSE practices and behaviours were a focus area in 2017-18. I am pleased to report that the company went through the year without major incident. Proactive top-down and bottom-up engagement on health and safety initiatives have enabled us to maintain high standards of safety and health for our employees, contractors, visitors and customers.

Our HSE Engagement and Reinforcement Team (HEART) programme has helped our O&M teams take ownership for HSE. Furthermore, a number of interventions including a DuPont safety training, Behavioural Based Safety programme, and campaigns for proactive reporting of safety observations and near misses by employees and contractors alike, are further improving our safety processes and culture.

I am also happy to report that all our four 660MW supercritical thermal units are certified for Integrated Management System, i.e., Quality Management System ISO 9001:2015, Environment Management System ISO 14001:2015, and Occupational Health & Safety Management System OHSAS 18001:2077.

The way forward

India is expected to remain one of the fastest growing economies in the world, with growing electrification and greater scope for environmental utilities such as wastewater treatment, waste management and industrial multi-utilities. Compared to more developed economies, India still ranks among the lowest per capita consumers of power and other environmental services. With strong support from Sembcorp Industries, a capable team of over 800 people in India, and strong relationships with partners, suppliers, customers

and regulators, your company is well positioned to capitalise on emerging opportunities in power and environmental utilities.

Going forward, our growth focus will be on expanding our renewable energy portfolio by 300-500MW a year. The core of this will remain large wind projects. In addition, we intend to pursue attractive, sustainable opportunities in large scale as well as distributed solar energy, hybrid renewables and ancillary services as they emerge in India's regulatory framework.

We will continue proactive efforts to operate our thermal energy assets at high efficiency levels, and take advantage of the significant opportunities available to further optimise techno-commercial performance since our plants are relatively new. We are actively working at increasing our share of long term power purchase agreements at SGPL, using our cost and locational advantage to benefit from tightening long term, short term and merchant power markets in India and South Asia.

Beyond the power sector, promising new opportunities are also emerging in water treatment, waste management and industrial multi-utilities, for which Sembcorp is uniquely positioned and which we therefore continue to explore.

To support our growth, we will maintain a conservative capital structure, using this to minimise our cost of borrowing, while extending our debt maturities. Global trade developments have increased the prospect of high and volatile fuel prices. Interest rates are also showing a hardening trend. In view of these factors, we will adopt prudent bidding strategies for power contracts and fuel supplies, and move our debt profile towards fixed rates.

Acknowledgements

We extend a warm welcome to our new board members Mr. R S Sharma, Ms. Sangeeta Talwar, Mr. Bobby Parikh and Mr. Kalakuruchi Jairaj who joined as independent directors, and Ms. Looi Lee Hwa, our new Non-Executive Director. These highly accomplished individuals each have a strong track record of guiding organisations towards sustainable value creations and will strengthen the SEIL board's ability to discharge its duties, contributing to the long-term goals of the company.

I would like to take this opportunity to thank our team for their hard work and dedication and the Management and Board of Directors for their constant support. We have been ably guided by our promoters Sembcorp Industries in our endeavour to emerge as one of the leading independent power producers in India.

Vipul Tuli
Managing Director

SEMBCORP ENERGY INDIA AT A GLANCE

We are among the leading independent power producers in India delivering cleaner, affordable and sustainable energy. We generate energy across thermal and renewable segments, with a cumulative 4.37GW power generation capacity*.

(*As on February 28, 2018 including projects under construction)

Headquartered in Gurguram, Haryana, Sembcorp Energy India Limited (addressed as 'SEIL' hereinafter) is a leading independent power producer in the country. Our belief in generating sustainable energy is validated by being present in the thermal and renewable energy verticals with a power generation portfolio across seven states in India.

Values

At the heart of the Sembcorp operations are our three core values: Insight, Integrity, and Integral. Our values are translated into day-to-day action and practical behaviour through our group-wide policies and frameworks, creating within Sembcorp a common culture founded on these values

Insight

We excel as solution providers, pioneering and innovating in all our businesses.

We solve problems with real understanding, applying our expertise for best results.

Integrity

We maintain the highest levels of integrity at personal and corporate levels. This underpins everything we do.

We can be trusted to deliver quality and reliability.

Integral

We are an integrated business and a unified brand that always delivers on what it promises.

We seamlessly provide essential solutions that enhance the quality of life and help our customers in carrying out their business better. This makes us integral to their success.

Our portfolio

| Thermal |

2.64 GW
Total power generation capacity

4
Super critical thermal units

| Wind |

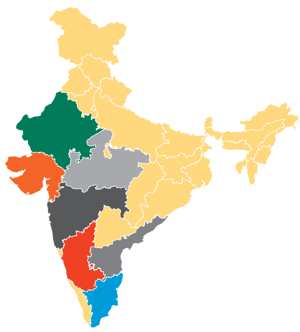
1.69 GW*
Total power generation capacity

35
Total wind energy assets

| Solar |

0.04 GW
Total power generation capacity

3
Total solar energy assets



Geographically diversified renewable portfolio*

- Gujarat - 41%
- Tamil Nadu - 22%
- Rajasthan - 10%
- Karnataka - 9%
- Maharashtra - 9%
- Madhya Pradesh - 22%
- Andhra Pradesh - 3%

Diversified projects base: 4,367MW* across 7 states

* includes 0.8GW of wind power energy under construction spread across the states of Tamil Nadu and Gujarat

Sembcorp Industries Limited

Sembcorp Energy India Limited finds its origins from Sembcorp Industries, which is a leading energy, water and marine group, based out of Singapore and operating across five continents worldwide. It is a listed entity at Singapore Stock Exchange. With facilities of more than 12,000 megawatts of gross power capacity and close to nine million cubic metres of water per day in operation and under development, Sembcorp Industries is a trusted provider of essential energy and water solutions to both industrial and municipal customers. It is also a world leader in marine and offshore engineering as well as an established brand name in urban development.

SEIL is promoted by Sembcorp Utilities Ltd, a wholly owned subsidiary of the Sembcorp Industries. The group entered the Indian market in 2010 and is one of the largest foreign investors in India's power sector today.

ONE SEMBCORP

Identifying the opportunity landscape in the Indian power energy landscape, we believe a unified entity would help us realise our long-term vision. Hence, in February 2018, we restructured our organisation and combined it to create a single power generating company. In the process, we acquired 100% equity shares of SGPL and SGIL, thereby creating a company with diversified power generation assets in thermal, wind and solar power sectors.

Sembcorp Utilities Pte Ltd., Singapore - 93.73%

THE MILESTONES THAT LED US HERE

2008

- SEIL Incorporated

2010

- SGIL enters into solar energy

2011

- In principle MPP status for SEIL
- Sembcorp acquires first tranche stake in SEIL

2012

- Received in principle 'MPP' status for SGPL

2013

- SEIL signs 500MW long term PPAs
- SEIL signs fuel supply agreement with MCL

2015

- Commercial operation date for both units of SEIL
- SCU acquires majority stake in SGIL

2016

- SEIL signs 570MW long term PPAs
- COD for first unit of SGPL

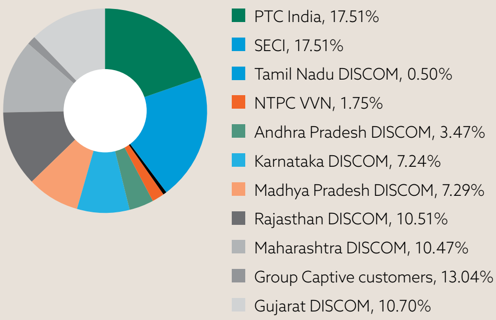
2017

- SEIL attains final MPP status
- COD for second unit of SGPL
- SGIL wins 250MW in inaugural wind auctions by regulators
- SCU announces 100% stake acquisition in SGIL
- SGIL wins second wind auction bid for 250MW
- SGPL signs FSA with MCL

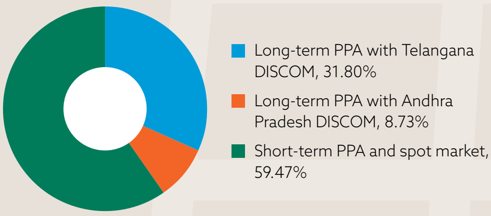
2018

- SGIL wins third wind auction bid for 300MW
- SEIL acquires 100% stake in SGPL & SGIL
- Merger scheme filed for SGPL into SEIL

Renewable power customers



Thermal Power customers



GREEN ENERGY, OUR WAY FORWARD

In India, Sembcorp Energy is focused on creating a diversified and balanced energy portfolio to provide electricity to people in a reliable and sustainable way. We realise that energy underpins modern community and is at the heart of the economic growth of our country. It is this belief that has driven us to build a business by investing and operating long-term assets for a sustainable future.

Today we are making sizable investments in our renewable energy portfolio. The increasing impact of conventional energy generation on the environment has led to a paradigm shift towards renewable energy generation. We plan to continue to invest in renewable energy, aligning with Government of India's(GoI) plan to achieve 175GW of renewable energy capacity by FY 2022 and reaffirm our leadership position.

Wind energy portfolio of SEIL

2010

123 MW

Total power generation capacity

2018

892 MW*

Total power generation capacity

* excludes 800 MW of wind power energy under construction spread across the states in Tamil Nadu and Gujarat

Winning big in national competitive bidding

While maintaining our thrust and operational efficiencies in the thermal power sector, we intend to expand our renewable energy sector organically. GoI introduced the country's first national wind power tender, and we won the bid for 250MW wind power generation project, to be constructed in Tamil Nadu, connected to India's Central Transmission Utility.

In November 2017, we successfully bagged the country's second national wind power tender for 250MW. In March 2018, we also received a letter of award for another 300MW of wind power project, taking our total capacity to 800MW in central wind auctions. The consecutive successful bids demonstrate our competitiveness to offer green energy at affordable tariffs.

Sustainable revenue

Three wind power projects (under construction) have been secured for revenue generation under long-term Power Purchase Agreements (PPAs), with the first 250MW project being secured in Tamil Nadu for 25 years with PTC India Limited, while the second 250MW and third 300MW projects have secured with Solar Energy Corporation India for 25 years.

In addition to the turnkey projects, we have also constructed a 892MW wind power projects in Tamil Nadu, Karnataka, Gujarat, Madhya Pradesh, Maharashtra, Rajasthan and Andhra Pradesh. Currently, we have tied up all the power generated from our wind projects to state discoms and private customers at attractive feeding tariffs PPAs.

Long-term PPAs for business sustainability

~96%

of renewable energy portfolio under long-term PPAs*

~40%

of thermal energy portfolio under long-term PPAs*

*PPAs that are effective for duration of 3 years or more

GETTING THE BEST OUT OF OUR THERMAL PORTFOLIO

Operating in a robust energy market, we are well positioned to benefit from favourable market trends. We continue to deploy cost efficiency measures in our thermal power operations and derive greater value.

Our portfolio

It consists of two supercritical thermal power generation assets (under SEIL) located at Pynampuram and Nelaturu villages in the Nellore district of Andhra Pradesh, comprising four 660MW units. The first two units began their commercial production in March and September, 2015 respectively. As on March 31, 2018, they had a plant load factor (PLF) of about 93%, which is one of the highest in the Indian power sector.

The other 1320MW supercritical thermal power generation plant, under Sembcorp Gayatri Power Limited (SGPL), a 100% subsidiary of SEIL, is located at Varakavipudi and Ananthapuram villages near Nellore district of Andhra Pradesh. It also has two units of 660MW each that began commercial production in November, 2016 and February, 2017 respectively. As on March 31, 2018, they were running at about 90% PLF.

The SEIL power plant was accorded 'Mega Power Plant' (MPP) status by Ministry of Power, GoI, in January 2017, while the SGPL plant has been granted provisional MPP status in April, 2012. The award of MPP status brings in certain tax benefits under GoI's Mega Power Policy.

Operational efficiency

The technical engineering of our SEIL power plant enables us to utilise domestic as well imported coal in a ratio of 70:30. We have signed a long-term coal supply agreement with Mahanadi Coalfields Limited (MCL), ensuring a consistent supply of the raw material to our plants. Similarly, we have also tied-up a long-term supply of coal from Bayan in Indonesia. Our plant location is ideally suitable for logistic benefits for sourcing of coal – both domestic as well imports.

Our high Plant Load Factor (PLFs) are backed by the remarkable operational performance derived from our assets. We have developed an in-house Operations & Maintenance (O&M) team comprising experienced technical engineers. The team monitors the efficiency levels, undertakes pilot tests and implements improvement projects. As part of the overall operations, we have implemented leading process transformation tools that ensure safety and sustainability in operations.

Sustainable cash flows

Our power off take for the thermal power assets are attractively positioned to help us maintain a prudent capital structure. Our efficient fiscal management helps mitigate the interest risks and maintain long-term financing at optimum levels.

We are continuously looking at opportunities for refinancing our existing loans, so as to reduce the cost of debt servicing and extend our debt maturities. Our scale and operating track record will help us achieve sustainable funding with low borrowing costs.

We will continue to manage an efficient capital structure, with future capital requirements funded through operating cash flows from our thermal and renewable power business.

Financial discipline at SEIL

₹13,413 million

Operating cash profit for March 31, 2018

1.77 times

Interest coverage for 2017-18

Figures on Standalone basis

OUR PERFORMANCE IN NUMBERS

Consolidated (₹ in million)

Gross Revenue	EBITDA
₹79,329	₹26,530

Cash PAT	CSR
₹4,936	₹19.08

Standalone (₹ in million)

Gross Revenue
₹41,787

EBITDA
₹13,323

PAT
₹1,858

Plant Load Factor (%)
84.97

THE COMPETITIVE EDGE

A reputed multinational

We are promoted by Sembcorp Utilities Pte. Ltd., which is a wholly-owned subsidiary of Sembcorp Industries Limited, Singapore. Sembcorp group is a global conglomerate, based in Singapore, with presence in energy, water, on-site logistics, marine and urban development sectors, and is present in more than 15 countries across five continents. With years of experience, Sembcorp group has an established track record and proven capabilities across its areas of operation.

US$ 17.20 billion

Enterprise

Attractive market opportunities

According to CRISIL (a leading market research company), the demand for the power sector in India is expected to increase steadily by FY 2021. Some of the factors that will encourage demand for electricity in India are:

- Growing economy
- Increasing urbanisation
- Industrialisation
- '24x7 Power for All' project
- 'Make in India'
- Development of Smart cities
- 'Saubhagya' project for rural electrification
- Faster Adoption and Manufacturing of Hybrid & Electric (FAME) vehicles

5%

Power deficit in India by FY 2021

Superior technology

We have always believed that technology unlocks potential for sustainable growth of a Company. With our customers demanding safe, efficient and reliable power, there is an ever-increasing need to deploy resources that deliver responsible power generation. Our power generation assets across thermal, wind and solar are equipped with supercritical technology to maximise PLFs and improve asset quality.

Clean and green energy generation

Over the decade, we have implemented mechanisms to generate power responsibly. We use supercritical technology for our operations enabling us to operate at higher temperature, pressure and reduce emissions. We continue to focus more on widening our renewable energy segment by expanding our wind and solar power segment.

425.5 MW

Of renewable energy capacity added in last three calendar years

Financial sustainability

We have made progress over the years with a well-structured portfolio. Our business segments – thermal and renewables – are generating sustainable cash flows with long term and short term PPAs. With attractive tariffs, higher PLFs and locational advantages, we have increased our cash and cash receivables.

₹27,116 million

Net cash flow from operating activites as on March 31, 2018

Teamwork

Human capital management is one of the key pillars of our business strategy. We continue to work towards building a resilient and engaged workforce. We invest in detailed trainings, leadership and technical programmes to secure and retain the workforce. Our business expansion and sustainability have been built on the foundation of a strong workforce. We continued to maintain constructive relationships with all employees to drive the organisation ahead.

869

Number of employees in SEIL (including subsidiaries) as on March 31, 2018

Safety first

Being in an industry that requires safety as a prima facie fundamental to business sustainability, at SEIL we have made safety our top priority. Over the years, we have set new records in the rates of recordable injuries and lost hours due to accidents. We continue to monitor our policies to provide a safe and healthy work environment for our employees. Our facilities are certified with ISO and OHSAS certification and with periodic safety audits we ensure we remain compliant to all safety norms and regulations.

Governance

At SEIL, we have always believed in having a governance structure to drive the sustainability agenda. The Board is responsible for the stewardship of the Company, overseeing its conduct and affairs to create sustainable value for the benefit of stakeholders. A separate team of committee overseeing various operations helps strengthen the governance framework for the Company.

Route
POND
thANKS
PROMISE
हार्दिक

SUSTAINABILITY REPORT

Prioritising a Culture of Reliability

Collaborating to Make Sustainability Possible

Partners in progress

PRIORITISING A CULTURE OF RELIABILITY

At SEIL, safe and reliable operations forms the bedrock of our sustainable operations. Our Health, Safety and Environment (HSE) fundamentals set relevance to leadership and accountability across the operations. We have framed our HSE policies that are monitored regularly and improved upon. This has helped engage our employees better with each other and form a reliable, cohesive and safe working environment.

Health, safety and environment (HSE)

At SEIL, our commitment towards building a sustainable business is manifested in our goal to achieve zero injuries, zero occupational illness, and run an environment-friendly operation.

We therefore continually optimise across our subsidiaries' activities with the aim to promote organisational and behaviour-based safety programmes and promote an overall safety culture within SEIL. With this goal in mind throughout the year, our HSE team has been driving focussed safety programmes, engaging our workforce in near-miss reporting, unsafe acts and conditions, compliance check to PTW procedures, creating safety awareness through mass tool box meeting, and enabling HSE initiatives like lone worker protection, better housekeeping, and the HEART programme.

At SEIL, we continue to work towards minimising our environmental footprint. Protecting our environment while providing competitive and reliable energy solutions for our stakeholders is a priority. To fulfil this commitment, the HSE team actively engages with the leadership team with safety interventions and positive reinforcements, resulting in positive improvements on HSE performance.

Key highlights

- Engaged with DuPont in October 2017 to strengthen and reinforce our HSE Culture & Management System

- Achieved Integrated Management System Certification [ISO-9001:2015, ISO-14001:2015 and OHSAS-18001:2007] in December, 2017.
- HAZOP Study was conducted by engaging Bureau Veritas for entire power plant process in July 2017. Recommendations are under implementation.
- Departmental Safety Action Committees framed to engage and encourage employees to discuss, volunteer and resolve safety issues in their work areas.
- Safety Action Committees formed in all departments to involve and encourage employees to discuss, volunteer and resolve safety issues in their work areas.
- Near-miss reporting policy introduced, resulting in positive results. Evacuation mock drill conducted in March 2018 and lessons learned are being communicated and addressed.
- Mass toolbox meetings were started in January 2018, with specific HSE theme for campaign.
- HEART Programme (GHSE Initiative) started from January 2018.
- Efforts stepped up to ensure workplace safety in both routine and non-routine works.


HI PRESS

Safety considerations

HSE Department activities include, but are not limited to, proactive control measures that were well planned and have been implemented as per the planner. Multi-disciplinary HSE inspection, HSE training and HSE awareness programmes were included in the planner. Total safety management was achieved through:

1. Proactive safety culture development

- HHSE Induction training for all
- HSE awareness and training for workers and staff
- On-the-job training, toolbox meeting
- Apex Health and Safety Committee meetings
- Housekeeping drives
- Internal and external HSE audits to evaluate plant safety performance and for initiation of measures to improve HSE performance
- HSE Excellence recognition for workers and staff

2. Proactive accident control measures

Our HSE team continually monitors compliance of HSE at the site, with internal standards put in place, to prevent incidents. Management Safety Walk-Down Teams, comprising senior members from all departments, conduct safety inspections at all work locations. The observations are compiled, communicated, and followed up for 100% compliance.

All safety critical activities such as hot works, working at height, critical lifting, excavation, confined space entry, working on electrical installations, radiography, etc., are controlled by the Permit To Work (PTW) System. Non-compliance of PTW, if any, is controlled by the PTW audit mechanism and Job Stop Card system.

3. Proactive safety control measures

HSE violations are controlled through routine site monitoring. Any violation is approached with positive interventions to bring about behavioural change in the individual. Employees are encouraged to report unsafe acts, unsafe conditions and near-miss incidents. All reported incidents, including near misses, are thoroughly investigated to address the root causes.

New HSE measures – Road ahead

In line with the progression and expansion of the Company, we intend to strengthen our HSE policies to further reinforce the safety work culture and working environment.

Key HSE initiatives

- Implementation of Lone Working Policy and procurement of Lone Workers Devices for Critical O&M Staff
- Validation and verification of applicable statutes and legal requirements
- Development of a Plant Safety Manual
- Conducting Safety Critical System Audits (e.g. electrical safety, machine guarding, chemical safety etc.)
- Improvement in HSE training methodology
- Review of risk assessments for all O&M activities
- Continuous tracking of statutory amendments

HSE Performance Data, 2017-18

SEIL (As a standalone entity at 1,320MW power plant)

4.32
million safe man-hours

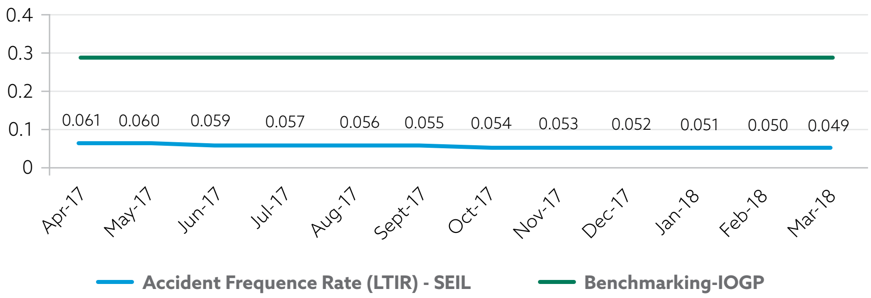
4,137
workers and staff imparted with HSE training

27,588
cumulative training man-hours

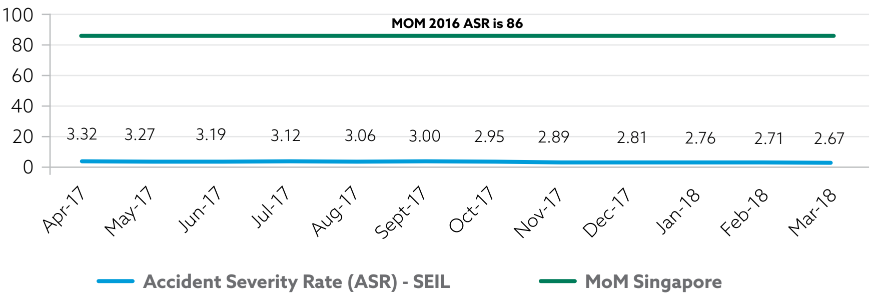
Details of Training Programmes

1	Safety Induction Training for New Employees
2	Refresher Safety Training
3	Working at Height Safety
4	Lifting & Rigging
5	Holding Handrail Campaign
6	Chemical Safety
7	Welding & Gas Cutting Safety
8	Electrical Safety
9	Confined Space Entry
10	Hearing Protection
11	12 LSR Rules
12	PTW System & LOTO Awareness
13	Near-Miss Reporting Awareness
14	Defensive Driving
15	Risk Assessment
16	Safety Observation Program
17	Crisis Management Training

Accident Frequency Rate for FY April 2017 - March 2018



Accident Severity Rate for FY April 2017 - March 2018



SGIL (100% subsidiary of SEIL)

SGIL is committed to achieving and demonstrating sound occupational health and safety (OH&S) performance by controlling OH&S risks and minimise the environmental impact consistent with our QHSE Policy and Objectives.

In 2017, SGIL team focused on consistently getting the external providers/technology partners to build and operate the assets in a safe and environment-friendly manner through leadership talks, zero deviation from contractual and regulatory HSE requirements, HSE Audits by internal auditors, emergency drills for preparedness assessment, and HSE training and promotional activities.

Active engagement of the leadership team, safety interventions, and positive reinforcements have resulted in positive improvements on HSE performance.

8.78
million safe man-hours

15,557
workers and staff imparted with HSE training

41,745
cumulative training man-hours

ZERO
regulatory penalties/HSE breaches

ZERO
reportable / irreversible environmental incidents

ZERO
fatalities /LTIFR / TRIFR

1.48
million tons of CO_2 emission

18%
recycled waste generated against target of 10%

95%
average internal audit score (against a target of 85%)

Key highlights

SGIL is certified to Integrated Management System - ISO 9001, ISO 14001 and OHSAS 18001. And as part of the continual improvement activities, key HSE initiatives rolled out in 2017-2018, which contributed to better the HSE performances, are listed below:

- Engagement of external providers and alliance partners to improve HSE awareness level through project HSE induction session and QHSE competency evaluation prior to start of work, quarterly HSE teleconference and HSE Committee meeting at site.
- Imparting specific HSE training on ISO awareness, working at height safety, 12 Life Saving Rules (LSR), PTW System and LOTO awareness, and Lifting & Rigging.
- Regular monitoring of external providers and alliance partners through planned internal HSE audit programme, and tracking the findings for compliance.
- Reduction of injury and environmental damage through risk assessment and JSEA's preparation for all high risk operations / tasks, tracking of near-miss incidents and issue and close out incident alerts / learning incidents.
- Establishment of employees' medical checkup programme for fitness assessment with 100% pre- medical assessment.

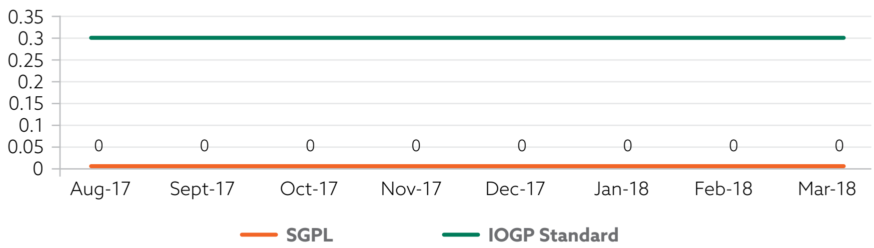
Details of Training Programmes

1	Safety Induction Training for New Employees
2	Refresher Safety Training
3	Working at Height Safety
4	Safe Rigging
5	Welding & Gas Cutting Safety
6	Electrical Safety
7	Confined Space Entry
8	Crane & Hydra Safe Operators
9	PTW System Awareness
10	Scaffolding Safety
11	Defensive Driving
12	Risk Assessment
13	Crisis Management Training

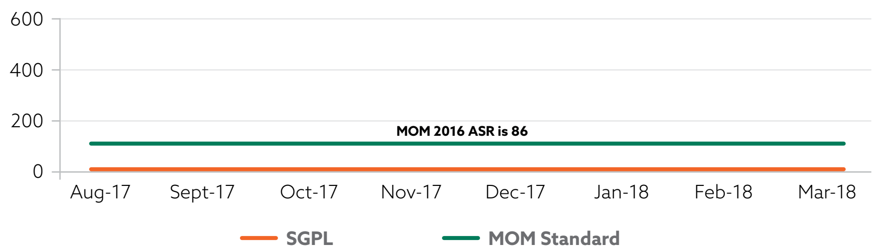
ISO 9001, ISO 14001 and OHSAS 18001

SGIL is certified to Integrated Management System

Lost Time Injury Rate (LTIR) 2017-18



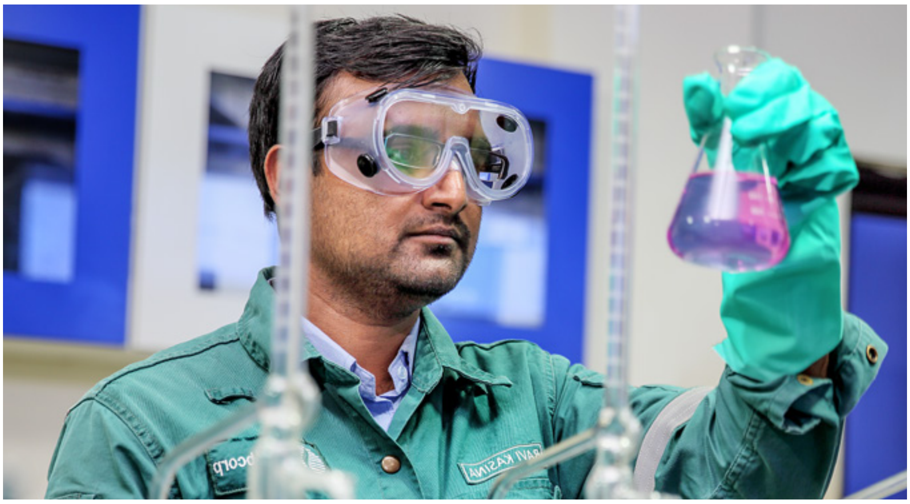
Accident Severity Rate (ASR) 2017-18



ASR is the number of days lost due to workplace accidents per million hours worked

Key HSE Initiatives that are planned for 2018-19 are listed below:

1. HSE digital initiatives like electrical sensing gloves/wristbands, HV proximity alert personal sensor, and mobile/Android FLIR thermal imaging camera to drive simplification efforts and make it easier for technicians to contribute to HSE
2. Develop HSE Risk Heat Map and strengthen Safety defences for high-risk activities.
3. Conceptualise and implement Automatic Fire Suppression System for electrical cabinets in Down tower and Up tower for older/self O&M assets
4. GWO HSE trainers' training for employees in asset management team to train employees across the fleet.
5. Standardise the safe operating procedures for self operation and maintenance of wind/solar assets.
6. Air ambulance service for critical medical emergency support for remote projects and asset site. We also plan to run a full-fledged crisis management for renewable business.
7. Upgrade the IMS certification system to ISO 9001 and ISO 14001: 2015 and ISO 45001: 2018



COLLABORATING TO MAKE SUSTAINABILITY POSSIBLE

At Sembcorp, we strive to achieve business success on the foundation of achieving environment, social and governance sustainability. We remain committed to the principles of sustainability that is embedded our investment framework across our operations.

Our power generation assets are situated across seven states, some at remote locations. As a leading IPP, SEIL is committed to conducting its business in a sustainable manner. We believe in actively contributing to the economic development of the communities in places we operate. It is an integral part of how we conduct our business and build a sustainable ecosystem that benefits all our stakeholders.

We focus on empowering our communities through various interventions and programmes around education, health and skill development. Our aim is to improve the quality of life of local communities through these social investments.

36,250
beneficiaries

Partners in progress

We create value by implementing planned interventions in the identified areas and bring a positive difference to the lives of the people. Our focus areas constitute:

- **Education**
- **Agriculture**
- **Livelihood & skill development**

Education

We continue to support young kids in order to help them achieve their dreams. As strong believers in a well-educated society forming the bedrock of a better future, we at Sembcorp have undertaken the following initiatives to empower children in the areas where we operate.

38
schools benefited

~7470
children benefited

1. Build and renovate infrastructure

During the year, we conducted several studies within the areas of our Operation, which made us aware of the high dropout rates in schools. Among several reasons, the key ones were poor infrastructure and inaccessibility, which discouraged children, especially girls, from attending school. At Sembcorp, we bridged that gap by providing dedicated school buses for the children. Thanks to the government's vision of 'Beti Bachao, Beti Padhao Abhiyan', there has been a visible increase in girls going to school.

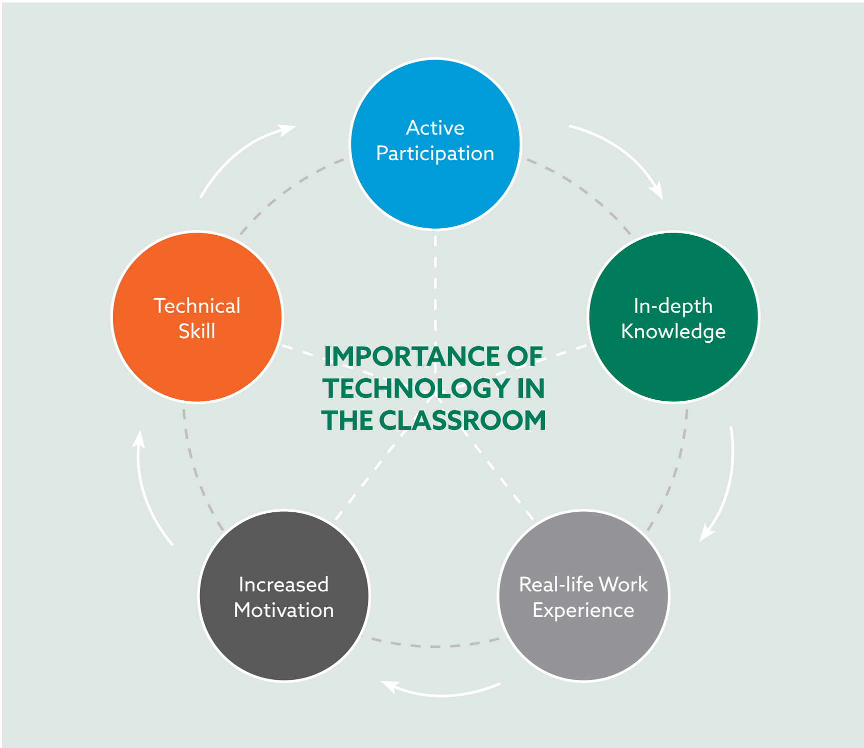
We contributed towards several school renovations, renovation of library, setting up computer laboratories, providing safe drinking water, constructing toilets, conducting medical camps and planted trees in the school vicinity. We also provided electrical fittings, benches, desks and other basic infrastructure in these class rooms. To encourage children living far away to come to school, we have continued facilitating transportation to schools in and around our Nellore operational site. These efforts have resulted in more youngsters gaining access to better education.

2. Digital education

'Akshardaan is a unique initiative to build an enabling learning environment for children in the neighbouring village schools. Our team has contributed effectively towards empowering the children through digital education. Computers and other necessary infrastructure have been made available to classrooms in several schools in and around our areas of operation. These digital classrooms have encouraged students and teachers to engage fruitfully in their pursuit of knowledge, helping them take a step towards a blended learning environment.

3. Scholarships

Affordability continues to be a hurdle in rural areas for students to pursue an education. Low disposable income of parents prevents deserving students from pursuing higher education. A survey undertaken by our team in Nellore identified 52 such meritorious students from Nelaturu Palem village who have financial constraints. These students were given scholarships to pursue higher studies in reputed educational institutes in the academic years 2015-16 and 2016-17. The impact is as follows. [1]



Trained in the following areas	Before 2015	Present status
Engineering	2 students	8 students
Bachelor's Degree in Science or Arts	3 students	12 students
Post-graduation	1 students	5 students
ITI industrial trade	4 students	11 students
Plus 2, nursing and other vocational courses	4 students	16 students

[1] Source: Data collected by CSR team from FGDs in Nelaturu Palem

Agriculture

Considering the needs of the society, we at Sembcorp Energy India have implemented focused engagements through our implementing partners to help local farmers in an around our areas of operation. We equipped them with agricultural solutions that are sustainable and climate resilient. The project also aims at setting up small-scale livelihood generation centres and mobilise the community to uplift the existing levels of education, health, sanitation, and drinking and irrigation water management activities.

3
districts covered

7,496
farmers benefitted

Livelihood and skill development

SGIL, SEIL's 100% subsidiary in the renewable space, has initiated a skill development project in two villages of the Davangere district of Karnataka, i.e., at Ananthanahalli and Yaradettinahalli. Considering the needs of the community, the project focuses on empowering women by upgrading their skills so as to help them earn, save and manage their finances better. To attain these goals, the project team is focusing on capacity-building within the community through several planned engagements.

The programme, which has benefited 80 women, empowering them with livelihood skills and financial literacy, is linked to the Pradhan Mantri Jan Dhan Yojana. During the project period, 20 women were helped to open savings bank accounts. By training the women and exploring income-generating opportunities for them, the project reached out to as many as 400 family members who would be directly or indirectly benefiting from the skill development programme.

2
functional training centres

400
beneficiaries

PROFILE OF BOARD OF DIRECTORS

Neil Garry McGregor is the Non-executive Chairman of our Board. He holds a bachelor's degree in engineering from the University of Auckland and a master's degree in business administration in international finance from the University of Otago, New Zealand, and has also completed the advanced management programme at INSEAD, France. Neil Garry McGregor is the Group President & Chief Executive Officer, at SCI. He has been, in the past associated with Singapore LNG Corporation Pte. Ltd. as its chief executive officer. Most recently, he was the head of Temasek International's Energy and Resources Group, Head of Australia and New Zealand and Senior Managing Director of the enterprise development group.

Mr. Neil Garry McGregor
Chairman

Vipul Tuli is the Managing Director of our Company. He holds a bachelor's degree in technology (chemical engineering) from the Indian Institute of Technology, New Delhi and a post-graduate diploma in management from the Indian Institute of Management, Kolkata. He has been associated with the Sembcorp group since 2015 in various positions, including as the chief executive officer & country head, India, as Managing Director of Sembcorp's thermal businesses in India, and as the head of group strategy at SCI. Prior to joining the Sembcorp group, he was associated with McKinsey & Company, Inc. since 1992, where he worked across the energy, chemicals and infrastructure sectors, and at the time of leaving in 2015, was acting as a director (senior partner) based in its India office.

Mr. Vipul Tuli
Managing Director

Mr. T. V. Sandeep Kumar Reddy is associated with the Gayatri Group since its incorporation. He is an eminent industrialist with wide business experience across a variety of industrial sectors. He joined the GPL group in 1989 and is the Managing Director of GPL, the apex body of GPL group and other major Gayatri Group Companies. As MD of GPL, he leads a brilliant team of professionals and aspires to take India's power generation to even greater heights with indigenous expansion plans and also with a distinct possibility of international co-operation. He has done his Masters in Construction Engineering and Management from University of Michigan at Ann Arbor, USA and also holds a Bachelor Degree in Civil Engineering from Purdue University.

Mr. T.V. Sandeep Kumar Reddy
Director

Looi Lee Hwa is a Non-executive Director on our Board. She holds a bachelor's degree in law from the National University of Singapore. Looi Lee Hwa is the General Counsel at SCI. Prior to joining the Sembcorp group, she was associated with Neptune Orient Lines Limited and Chartered Semiconductor Manufacturing Ltd.

Ms. Looi Lee Hwa
Director

Radhey Shyam Sharma is an Independent Director on our Board. He holds a bachelor's degree in arts from the University of Delhi. He is a qualified cost accountant and is also an associate member of the Indian Institute of Bankers. Radhey Shyam Sharma has been previously associated with ONGC Limited as its chairman and managing director.

Mr. R S Sharma
Independent Director

Sangeeta Talwar is an Independent Director on our Board. She holds a bachelor's degree in arts from University of Delhi and holds a post-graduate diploma in management from Indian Institute of Management, Kolkata. She has also completed the executive development programme from the Wharton School, University of Pennsylvania. Sangeeta Talwar is currently a designated partner at Flyvision Consulting LLP. She has, in the past, been associated with Nestle India Limited as its executive vice president, marketing, Mattel Inc. as its managing director, India, Tata Tea Limited as its executive director, marketing and NDDB Dairy Services as its managing director.

Mrs. Sangeeta Talwar
Independent Director

Kalaikuruchi Jairaj is an Independent Director on our Board. He holds a bachelor's degree in economics and in law from the Bangalore University and a master's degree in Economics from the Delhi School of Economics. Kalaikuruchi Jairaj also holds a master's degree in public administration from Woodrow Wilson School of Public and International Affairs, Princeton University and a master's degree in public administration from the Kennedy School of Government, Harvard University. Kalaikuruchi Jairaj has also held the position of an additional chief secretary in the Government of Karnataka. He has been previously associated with the energy department in Bangalore Electricity Supply Company Limited as its chairman. He has also been associated with the World Bank as its senior public sector management specialist. Further, Kalaikuruchi Jairaj has acted as the president of All India Management Association, Delhi.

Mr. Kalaikuruchi Jairaj
Independent Director

Bobby Kanubhai Parikh is an Independent Director on our Board. He holds a bachelor's degree in commerce from the University of Bombay and is a qualified chartered accountant. Bobby Kanubhai Parikh is a partner at Bobby Parikh Associates. Previously, he was associated with Ernst & Young and BMR & Associates LLP.

Mr. Bobby Kanubhai Parikh
Independent Director

DIRECTORS' REPORT

To
The Members
Sembcorp Energy India Limited
(Formerly Thermal Powertech Corporation India Limited)

Your directors take pleasure in presenting the Tenth Directors' report together with audited Financial Statements for the year ended March 31, 2018.

I. Financial and Operational Highlights

Financial Highlights

₹ in millions

Particulars	Standalone		Consolidated	
	2017-18	**2016-17**	**2017-18**	**2016-17**
a) Net Sales / Income from Other Operations	41,620.92	34054.05	78,157.81	47,788.40
b) (Less) Operating Expenditure	(28,363.68)	(20,333.08)	(52,508.34)	(27,343.50)
c) Operating Profit	**13,257.24**	**13,720.97**	**25,649.47**	**20,444.90**
d) Add : Other Income	166.22	81.87	1,171.35	609.08
e) (Less) Add: Forex (Loss) Gain	(100.36)	(134.54)	(290.96)	93.94
f) (Less) Finance Charges	(7,372.96)	(10,866.20)	(21,088.93)	(17,222.10)
g) Profit before Depreciation and Tax	**5,950.14**	**2,802.20**	**5,440.93**	**3,925.82**
h) (Less) Provision for Depreciation	(3,569.38)	(3,582.90)	(10,956.04)	(7,441.45)
i) Net Profit/ (Loss) Before Tax	**2,380.76**	**(780.70)**	**(5,515.11)**	**(3,515.63)**
j) Current Tax	(522.98)	-	(837.89)	(148.80)
k) Net (Loss)/Profit After Tax	**1,857.78**	**(780.70)**	**(6,353.00)**	**(3,664.43)**
l) Other Comprehensive income/ (loss)	38.89	(313.20)	40.54	(317.97)
m) Total comprehensive loss for the year	**1,896.67**	**(1,093.90)**	**(6,312.46)**	**(3,982.40)**
n) Balance available for appropriation	1,857.78	(780.70)	(5,454.21)	(3,618.60)
o) Proposed Dividend on Equity Shares	-	-	-	-
p) Tax on proposed Dividend	-	-	-	-
q) Transfer to General Reserve	-	-	-	-
r) (Deficit)/Surplus carried to Balance Sheet	1,857.78	(780.70)	(5,454.21)	(3,618.60)

Standalone

For the financial year ended March 31, 2018, Revenue stood at ₹41620.92 Millions as compared to ₹34054.05 Millions for previous financial year.

Consolidated

On a consolidated basis, the revenue stood at ₹78157.81 Millions as compared to ₹47788.40 Millions last year, mainly due to acquisition of fellow subsidiaries in the current year as compared to last year.

Dividend

The company has generated profits for the current financial year on standalone basis and adjusted them against previous year deficit balances. Accordingly, no dividend has been proposed for the financial year 2017-18.

Transfer to Reserves

The company is not proposing any provision for transfer to Reserves for the financial year 2017-18.

Our Business

Your Company is a leading independent power producer ("IPP") in India, led by a strong management team with extensive experience and a successful track record of identifying, developing and operating power generation assets across the thermal and renewable power sectors in India.

As of March 31, 2018, the Company had a total power generation capacity of approximately 4.37 GW, comprising approximately 3.57 GW of operating generation capacity and 0.80 GW of generating capacity under construction. Additionally, the Company has been awarded an additional 0.30 GW of wind power capacity by Solar Energy Corporation of India ("SECI") in the third wind power auctions conducted in February 2018, taking Company's overall power generation capacity to approximately 4.37 GW. Your Company has a well-balanced and diversified portfolio of power assets, which together provide cash flow stability, growth and potential profitability upside. As of March 31, 2018, your Company's portfolio comprises:

- two fully-operational thermal power assets with four 0.66 GW supercritical coal-fired units, having a total power generation capacity of 2.64 GW located in the state of Andhra Pradesh, India;
- 35 wind energy assets with a total power generation capacity of approximately 1.69 GW located across seven states in India; this includes approximately 0.80 GW in three wind power assets that we are currently constructing in the states of Tamil Nadu and Gujarat, India; and
- Three solar power assets with a total power generation capacity of 0.04 GW located in the states of Rajasthan and Gujarat, India.

Your Company sell the power generated from its operational assets under a combination of long-term and short-term power purchase agreements ("PPAs") to Central Government Agencies, State-Owned distribution companies ('DISCOMs'), private customers, as well as on the spot market.

Operations Highlights

The operational highlights during the year are as given below:

Thermal

Sembcorp Energy India Limited ('SEIL')

Your Company set new benchmarks during Financial Year 2017-2018, further improving its performance from previous years.

- Station had generated 9833.6 GWh in the financial year.
- Station achieved Availability of 93.7% during the FY
- Start-up Fuel oil consumption substantially reduced by implanting operation controls.
- SEIL won Group Level Idea Award in idea generation category and Idea Implementation category
- Total 78 shipments of coal, from various sources, handled in the financial year. cumulatively 200 Shipments completed till March-2018
- During financial year the Company has been successful in firing different types of imported coals which resulted in keeping the fuel cost under control.
- Total 30 logic and 204 structural modifications were initiated for improvement of safety, Efficiency and reliability of the plant, in which 22 logics and 72 structural modifications were completed and remaining are in different phases of implementation.
- SEIL got renewal of certification for IMS for ISO 9001:2015, ISO 14001:2015 and OHSAS 18001:2017 for one Year.
- Station Heat Rate test successfully completed in both the Units as part of partial fulfillment of Telangana Power Purchase Agreement.
- HAZOP study workshop completed successfully and suggestion for improvements were implemented.
- Quarterly physical verifications of coal stock piles carried out and variation were within the norms.
- Total 92000 MT/month fly ash off-take agreements were signed with different agencies. 31% Fly ash utilization achieved in the financial year, 2017-18.
- Unit-1&2 clocked of nonstop running 96.8 & 91 days respectively during the FY, 2017-18.
- Unit-#2 Annual overhauling works successfully completed.
- Turbine fast cooling system in Unit-#2 commissioned successfully in the month of Dec-2017.
- As part of Learning & development, staff has undergone training in DUPONT safety training, HAY job evaluation and PRANA workshop.

Description	UOM	Station	Unit 1	Unit 2
Total Generation	GWh	9833.6	4935.5	4898.1
Net Export	GWh	9271.6	4652.9	4618.7
PLF	%	85.04	85.37	84.72
Coal Consumption	Metric Ton	5279816	2688467	2591349

Sembcorp Gayatri Power Limited ('SGPL')

SGPL successfully completed 1st full year of commercial operations,

Key Achievement:

- Achieved Plant availability of 90% in its very first year of operations, one of the best in the industry.

- Domestic Fuel Supply Agreement ('FSA') signed – entitled for domestic coal, as per FSA conditions.
- Won several Short Term bids and commenced supplies to Karnataka, Telangana, Tamil Nadu discoms amongst others.

Other Achievements:

- Ranked 14th in Plant Load Factor amongst pan India Independent Power Producers till February 2018
- Maintained steady supply to its various Short term/ Bilateral procurers.
- Implemented Dynamic Coal procurement strategy based on best value add amongst different grades of coal
- Robust Risk Mitigation approach through Prudent Risk management Policies
- Supplied power to more than 7 states

Renewable

The renewables business has been awarded three wind power projects aggregating to 800 megawatts. The consecutive wins in the first three national tenders is a testament to our leadership position in the Indian renewables market. The projects are under construction and are expected to be commissioned as per schedule. We remain confident of the growth prospects of the renewables industry given the clear targets from the government to deliver 175GW by 2022.

- Received a letter of award from SECI for 250 MW new wind power project in India's first national wind power tender – April 10, 2017
- Received the second LoA from SECI 250 MW wind power project in India's second national wind power tender – November 13, 2017
- Received a LoA from SECI for 300 MW wind power project in the India's third nationwide wind power tender – March 5, 2018
- SGIL has won a combined capacity of 800 megawatts from the first three national wind power auctions, which is by far the largest combined capacity won by an independent power producer in aforesaid auctions.
- Full swing on roll-out of self-O&M, Virtual Brain for Renewables (VBR) and asset optimization, reducing cost and improving operational efficiency

II. Consolidated Financial Statements

The Consolidated Financial Statements of the Company and its subsidiaries are prepared in accordance with the Companies Act, 2013 and applicable Accounting Standards along with all relevant documents and the Auditors' Report forms part of this Annual Report. The Consolidated Financial Statements presented by the Company include the financial results of its subsidiary companies.

Holding Company

The Company is a subsidiary of M/s. Sembcorp Utilities Pte Ltd (SCU) registered in Singapore. Details of changes in shareholding of the Sembcorp Utilities Pte Ltd have been provided in form MGT 9.

Subsidiaries / Joint Ventures/ Associates

As on March 31, 2018 your Company has 29 Subsidiaries. The details in respect of your Company's Subsidiaries are as follows;

S. No	Name of the company	Subsidiary/ Associate	% of shareholding	Details of Change	Date of Change
1.	TPCIL Singapore Utilities Pte Ltd	Direct Subsidiary	100%	No change	No change
2.	Sembcorp Gayatri Power Limited (SGPL)	Direct Subsidiary	100%	Became subsidiary during financial year 2017 -18	February 14, 2018
3.	Sembcorp Green Infra Limited ('SGIL')	Direct Subsidiary	100%		
4.	Green Infra Wind Ventures Limited ("GIWVL")	Indirect Subsidiary	100%		
5.	Green Infra Corporate Wind Limited ("GICWL")	Indirect Subsidiary	100%		
6.	Green Infra Wind Energy Assets Limited ("GIWEAL")	Indirect Subsidiary	100%		
7.	Green Infra Wind Energy Project Limited ("GIWEPL")	Indirect Subsidiary	100%		
8.	Green Infra Wind Farm Assets Limited ("GIWFAL")	Indirect Subsidiary	100%		
9.	Green Infra Wind Power Limited ("GIWPL")	Indirect Subsidiary	100%		
10.	Green Infra Wind Generation Limited ("GIWGL")	Indirect Subsidiary	70.53%		

S. No	Name of the company	Subsidiary/ Associate	% of shareholding	Details of Change	Date of Change
11.	Green Infra Wind Power Generation Limited ("GIWPGL")	Indirect Subsidiary	67.30%		
12.	Green Infra BTV Limited ("GIBTVL")	Indirect Subsidiary	90.46%		
13.	Green Infra Wind Power Theni Limited ("GIWPTL")	Indirect Subsidiary	73.21%		
14.	Green Infra Wind Energy Theni Limited ("GIWETL")	Indirect Subsidiary	73.02%		
15.	Green Infra Wind Assets Limited ("GIWAL")	Indirect Subsidiary	100%		
16.	Green Infra Wind Energy Limited ("GIWEL")	Indirect Subsidiary	100%		
17.	Green Infra Wind Power Projects Limited ("GIWPPL")	Indirect Subsidiary	69.03%		
18.	Green Infra Wind Farms Limited ("GIWFL")	Indirect Subsidiary	60.92%		
19.	Green Infra Clean Wind Energy Limited ("GICWEL")	Indirect Subsidiary	100%		
20.	Green Infra Corporate Solar Limited ("GICSL")	Indirect Subsidiary	100%		
21.	Green Infra Wind Limited ("GIWL")	Indirect Subsidiary	100%		
22.	Green Infra Wind Solutions Limited ("GIWSL")	Indirect Subsidiary	100%		
23.	Green Infra Wind Techno Solutions Limited ("GIWTSL")[1]	Indirect Subsidiary	-		
24.	Green Infra Wind Technology Limited ("GIWTL")	Indirect Subsidiary	100%		
25.	Green Infra Solar Energy Limited ("GISEL")	Indirect Subsidiary	100%		
26.	Green Infra Solar Farms Limited ("GISFL")	Indirect Subsidiary	100%		
27.	Green Infra Solar Projects Limited ("GISPL")	Indirect Subsidiary	100%		
28.	Mulanur Renewable Energy Private Limited ("MREPL")	Indirect Subsidiary	70.00%		
29.	Green Infra Renewable Energy Limited ("GIREL")	Indirect Subsidiary	99%		

[1] Under process of strike off

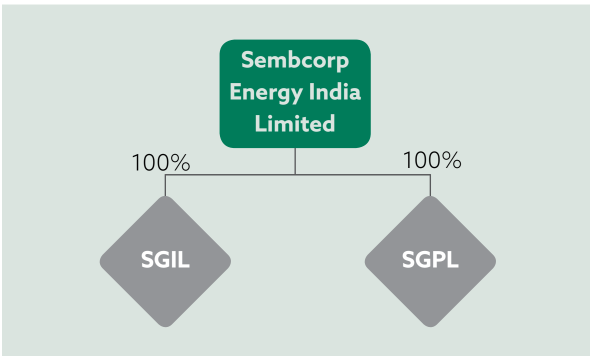
Note : Shareholding includes shares held jointly with other shareholders.

During the year, the following changes occurred in your Company's holding structure:

Corporate reorganization

Until February 2018, your company only had one operating asset, the SEIL Power Plant consisting of two operating 660 MW units. In February 2018, through the Corporate Reorganization, Sembcorp group's thermal power and renewable energy assets in India were consolidated under your Company. As a result of the Corporate Reorganization that became effective in February 2018, your Company acquired 100% of the equity shares of Sembcorp Gayatri Power Limited (SGPL) and Sembcorp Green Infra Limited (SGIL). Accordingly, SGPL's 1.32 GW thermal power plant and SGIL's diversified portfolio of wind and solar assets with a total capacity of 1.69 GW in India, comprising assets in operation and under construction form a part of your Company's consolidated assets.

The following chart provides a snapshot of your company's organizational structure as on March 31, 2018:



Report on the performance and financial position of each of the subsidiaries has been provided in Form AOC-1 in accordance with Rule 5 of Companies (Accounts) Rules 2014.

Your Company do not have any Associate Company / Joint Ventures.

III. Internal Financial Controls

Your Company has adopted Governance Assurance Framework that is integrated with its ERM framework, under which a logical and systematic approach is used to identify, assess, measure, treat and monitor key risk.

Your Company's assurance framework focuses on Policy Management/ Business Governance and Management Assurance as first and second line of defense to establish risk management and control environment to operate within the parameters of policies.

The Company has its internal audit function which endeavors to make meaningful contributions to the organisation's overall governance, risk management and internal controls. The function reviews and ensures sustained effectiveness of Internal Financial Controls (IFC) by adopting a systematic approach to its work.

As per the provisions of Section 177 of the Companies Act, 2013 (the Act) and the Audit Committee Charter adopted by the Board of Directors, one of the roles and responsibilities of the Audit Committee, is to review the effectiveness of the Company's internal control system, including financial controls, information technology security and its control. Section 143(3) of the Act provides that the Statutory Auditor's Report shall state whether the Company has an adequate IFC system in place and the operating effectiveness of such controls.

As per Section 134 of the Act, Directors of listed companies, based on the representations received from the management, are to confirm in the Directors Responsibility Statement that IFC are adequate, as also operating effectively.

IV. Contracts or Arrangements With Related Parties

All Related Party Transactions entered during the year were in the Ordinary Course of Business and on Arm's Length basis.

Disclosures of particulars of contracts/ arrangements referred to in sub-section (1) of section 188 of the Companies Act, 2013, entered into by the company with related parties are annexed to this report as Annexure - 4, in prescribed form AOC -2.

V. Auditors

Statutory Auditors and Auditors' Report

M/s BSR & Associates LLP, Chartered Accountants (ICAI Registration No. 116231W/W-100024) were re-appointed as the Statutory Auditors of your Company to hold office for five consecutive years starting from the conclusion of the Eighth Annual General Meeting (AGM) held on September 30, 2016 until the conclusion of the thirteenth AGM of the Company to be held in the year 2021.

During the previous year, the company in terms of the provisions of section 139 placed before the shareholders for ratification of the appointment of the M/s BSR & Associates LLP, Chartered Accountants (ICAI Registration No. 116231W/W-100024) as the Statutory Auditors of your Company from the conclusion of the previous Annual General Meeting until conclusion of the next Annual General Meeting. During the year the Companies Amendment Act 2017 has been notified making certain modifications in the provisions of the Companies Act, 2013, including section 139 pertaining to ratification of appointment of Statutory Auditors at the every Annual General Meeting. Certain provisions of the Amendment Act, 2017 has been notified on May 07, 2018 which has removed the proviso made to Section 139 of the Companies requiring for ratification of the appointment of Statutory Auditors at every Annual General Meeting, keeping in view the main provisions of the Section provide for their appointment for 5 years at a time.

Considering the changes made in the Companies Amendment Act, 2017, the company is not seeking for ratification of the appointment of Statutory Auditors at ensuing Annual General Meeting as they have been appointed until the conclusion of the thirteenth AGM of the Company to be held in the year 2021. The members are therefore requested to note as per the amendment act the company is not seeking ratification of the appointment of Statutory Auditors by the members at ensuing Annual General Meeting.

Auditors' Report

The Auditors' Reports on the standalone and the consolidated financial statements does not contain any qualification, reservation or adverse remark requiring any reply / comments by the Board of Directors.

Secretarial Auditor

Your Directors inform that in accordance with the provisions of section 204(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the company shall annex with its Boards' report made in terms of sub-section (3) of section 134, a secretarial audit report, given by a company secretary in practice, in Form No. MR-3.

Pursuant to the above and based on the recommendations of the Audit Committee of the Board, the Board of Directors of the Company have appointed M/s BS & Company, Company Secretaries LLP, as the Secretarial Auditor of the Company for financial year 2017-18.

Secretarial Audit Report for the financial year 2017-18 dated May 17, 2018 is annexed to the Directors' Report as Annexure - 3. The Audit Report does not contain any qualification, reservation or adverse requiring any comments/ reply by the Board of Directors.

Cost Auditor and Cost Audit Report

M/s Narasimha Murthy & Co., Cost Accountants, Hyderabad were appointed as the Cost Auditor of your Company for Financial year 2017-18 in accordance with the requirement of Central Government and provisions of section 148 of the Companies Act, 2013. The Company duly maintains Cost Records required to be maintained under section 148 of the said Act, in compliance with the cost auditing standards in accordance with the Companies (Cost Records and Audit) Rules, 2014 and carries out an audit of Cost accounts applicable to the Company.

The Cost Audit Report issued by M/s Narasimha Murthy & Co., Cost Accountants, Hyderabad, along with the Compliance Report of your Company for the previous financial year 2016-17, was filed on September 29, 2017 with the Ministry of Corporate Affairs through Extensive Business Reporting Language (XBRL) before the due date of September 30, 2017.

Reporting of Frauds by the Auditors

During the year under review, the Statutory Auditors, Cost Auditors and Secretarial Auditors have not reported any instances of frauds committed in the Company by its Officers or Employees to the Audit Committee or otherwise under Section 143(12) of the Companies Act, 2013, details of which needs to be mentioned in this Report.

VI. Particulars of Loans, Guarantees, Investments and Securities.

The Company, being an infrastructure company, is exempt from the provisions as applicable to loans, guarantees and investments under Section 186 of the Act. The details of investments are provided in the notes to the financial statements.

VII. Public Deposits and Loans/Advances

During the year, the Company has not accepted fixed deposits from the public as defined under the Companies Act, 2013 read with the Companies (Acceptance of Deposit Rules), 2014.

VIII. Employees

Key Managerial Personnel (KMP)

The following have been designated as the Key Managerial Personnel of the Company pursuant to sections 2(51) and 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- Mr. Vipul Tuli, Managing Director
- Mr. Juvenil Ashwin Kumar, Chief Financial Officer
- Mr. Narendra Ande, Company Secretary

Following are the changes in the Key Managerial Personnel of the Company during the year;

- Mr. Atul Mohan Nargund resigned as Managing Director and in his place Mr. Vipul Tuli has been appointed as Managing Director;
- Mr. Chidambaram Iyer has resigned as Chief Financial Officer and in his place Mr. Juvenil Ashwin Kumar Jani has been appointed as Chief Financial Officer; and
- Ms. Nagamani Alluri, Company Secretary has resigned and in her place Mr. Narendra Ande has been appointed as Company Secretary and Compliance Officer of the Company.

Employees' Stock Option Scheme

The Company does not have any Employee Stock Option Scheme or Employee Stock Purchase Scheme in operation, hence no information as per the provisions of Rule 12(9) of the Companies (Share Capital and Debenture) Rules, 2014 has been furnished.

Remuneration Policy for the Directors, Key Managerial Personnel and Other Employees

In terms of the provisions of Section 178(3) of the Act and Regulation 19 read with Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration Committee is responsible for formulating the criteria for determining qualification, positive attributes and independence of a Director. The Nomination and Remuneration Committee is also responsible for recommending to the Board a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees. In line with this requirement, the Committee reviews and if deemed fit, recommend all appointments of the Board Members, Key Managerial Personnel and senior managerial personnel of the company.

The Board has adopted the Policy on Nomination, Remuneration and Board Diversity, which is available on the website of the company as per the link given http://sembcorpenergyindia.com/AboutUs/CodeEthics

IX. Safety, Occupational Health and Environment

At SEIL, your Company believes it is critical to protect the health and safety of those involved in its operations and to run an operation that is environmentally sustainable. Proactive interventions all through the year enabled the Company to deliver an incident-free fiscal.

Your Company recognizes that excellence in health, safety and Environment is an ongoing journey and remain committed to implementing best practices, complying with the national and international HSE standards. A separate and detailed section has been provided on Health, Safety and Environment.

Environment and Sustainability – Thermal

SEIL's management processes, including its commitment to the environment and sustainability, reflect the robust governance practices of the Sembcorp Group. Your Company's operations are guided by the Group's principles for impactful outcomes, which include shared responsibility, continual improvement, openness, accountability and statutory compliance.

Your Company's thermal power assets, located on the east coast of southern India, are designed for environmental sustainability. These assets are based on supercritical power generation technology, which makes them operate at lower emission levels compared to subcritical power plants. Your Company uses sea water, which eliminates the need to use precious ground water. Moreover, 100% of your Company's coal is transported through coastal and trans-ocean shipping, and last-mile connectivity through the two closed-pipe coal conveyor belt systems. This assures safety, backup reliability of coal logistics and environmental compliance. The assets are actively monitored for emissions as per the guidelines set by the Andhra Pradesh Pollution Control Board. Fly ash generation in the asset is kept below 50% of the design.

The Company has been developing green cover by planting saplings to develop a dense green belt in and around its area of operations. More than 4,00,000 saplings of 40 different species have been planted. These plant selections are based on eco-suitability and sustainability with environmental merits.

Environment and Sustainability – Renewable

Your Company is committed to sustainable power generation and contributing to India's commitment to curbing rising carbon levels through its power generation from renewable energy sources. In 2017-18, SGIL, a subsidiary of your company has mitigated 1.48 Million Metric tons of Co2 which demonstrates SembCorp's commitment to Sustainable Development.

SGIL has minimized environmental impact at project sites through optimized spatial planning for mapping most suited sites to avoid landscape saturation and pre-construction environmental socio-economic impact assessment (ESIA) to minimize environmental socio-economic & bio-diversity impacts in its operations.

Certifications

(i) Your Company's management system for the operation and maintenance of the SEIL Power Plant has been certified to be in compliance with ISO 9001:2015, ISO 14001:2015 and OHSAS 18001:2007 standards, pursuant to a certificate of registration (MUM6046294) dated April 18, 2017 issued by Lloyd's Register Quality Assurance. The certificate is valid until April 17, 2020.

(ii) SGIL's management system for the generation and supply of power through renewable energy sources has been certified to be in compliance with ISO 9001:2008, ISO 14001:2004 and BS OHSAS 18001:2007 standards pursuant to certificates of registration (44 100 133353, 44 104 133353 and 44 116 133353 respectively) dated May 31, 2017 issued by TUV NORD CERT GmbH. The certificates are valid until September 14, 2018 and in the event that there is a transition to ISO 9001:2015, the ISO 9001:2008 and ISO 14001:2004 certificates will be valid until April 17, 2019.

X. Board and its Committees

Directors

Your Company is constituted with 08 (Eight) Directors details of the same and changes that took place in the composition of the Board of Directors of the Company during the financial year 2017-18 have been detailed in Corporate Governance Report.

Mr. Neil Garry McGregor retires by rotation and, being eligible, offers himself for re-appointment at the 10th Annual General Meeting of the Company scheduled to be held on June 11, 2018.

In terms of Section 149 of the Act, Mr. R.S. Sharma, Ms. Sangeeta Talwar, Mr. Bobby Kanubhai Parikh and Mr.Kalaikuruchi Jairaj are the Independent Directors of the Company. The Company has received declarations from all the Independent Directors confirming that they meet the criteria of independence as prescribed under the Act.

Pursuant to the provisions of the Companies Act, 2013, an annual performance evaluation of Board as a Whole, Committees of the Board and individual directors have been taken up by the company and details are provided in corporate governance report.

Directors Responsibility Statement

Pursuant to Section 134(3)(5) of the Companies Act, 2013 and to the best of their knowledge and information provided, your directors confirm that:

a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation to material departures;

b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period.

c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies

Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

d) The Directors had prepared the annual accounts on a going concern basis; and

e) The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.

f) The Directors had devised proper systems to ensure compliance with the provision of all applicable laws and that such systems were adequate and operating effectively

Board Meetings and Annual General Meeting

Details of the Board Meeting and attendance of Directors thereof and Annual General Meeting has been provided in Corporate Governance report.

Secretarial Standards (SS)

During the financial year Company has complied with the Secretarial Standards as applicable.

Separate Independent Directors' Meetings

As per the statutory requirements the Independent Directors shall meet at least once in a year, without the presence of Executive Directors or Management representatives.

Accordingly, your Independent Directors have met on March 22, 2018 during the financial year and inter alia have considered and evaluated:

- The performance of Non-Independent Directors and the Board as a whole;
- The performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors;
- The quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties; and
- Other matters arising out of Board/ Committee(s) deliberations.

In addition to these formal meetings, interactions outside the Board meetings also take place between the Chairman and Independent Directors.

Audit Committee

The Committee comprises of four Directors, details of the same are given in the Corporate Governance report. Majority of the Members of the Committee are Independent Directors and possess accounting and financial management knowledge. The Company Secretary of the Company is the Secretary of the Committee.

All the recommendations of the Audit Committee were accepted by the Board.

Details of other committees of Directors are given in the Corporate Governance report.

XI. Governance

Corporate Governance

Your Company has a legacy of ethical governance practices, many of which were implemented by the Company, even before they were mandated by law. Your Company is committed to transparency in all its dealings and places high emphasis on business ethics.

Your Company is in compliance with the corporate governance norms prescribed under the SEBI Listing Regulations and the Companies Act, 2013 in relation to the composition of Board and constitution of Committees thereof.

Your corporate structure, business, operations, and disclosure practices are aligned to the global practices. The Company is committed to conducting business fairly, ethically and in accordance with applicable laws of the land. Your management processes, including your company's commitment to the environment and sustainability, aim to reflect the robust governance practices of the Sembcorp group.

The Company has eight Directors on its Board, comprising one executive Director, three non-executive Directors and four independent Directors. Further, Your Company has two women directors on its Board. The Board is collectively responsible for providing overall strategic direction and ensuring the long-term success of SEIL's business.

The Board and management of the Company recognizes that well-defined corporate governance processes are essential in enhancing corporate accountability and long-term sustainability, and hence, the company is committed to high standards of governance to preserve and maximize shareholder value.

A separate report on Corporate Governance and related items for the financial year 2017-18 have been attached to this report as an annexure - 1.

Whistle Blow Policy

The Whistleblowing Policy provides a reliable avenue for persons to report any wrongdoings including suspected violation of the Company's Code of Business Conduct or any applicable law or policy without fear of reprisals when whistleblowing in good faith and ensures that arrangements are in place to facilitate independent investigation of the reported concern and for appropriate follow up actions to be taken.

The effective implementation of this Whistleblowing Policy is overseen by the Audit Committee. The Audit Committee is assisted by the Investigation Owner(s), and Internal Audit team when investigating a reported issue and taking follow up action.

The Whistleblowing Policy applies to all persons, including Employees (i.e. the Board of Directors, officers, full-time/ part-time/ permanent/ contract employees) working for your Company and is available on the website of the company at http://sembcorpenergyindia.com/AboutUs/CodeEthics

Prevention of sexual harassment of women at the workplace

Your Company is an equal employment opportunity company and is committed to creating a healthy working environment that enables employees to work without fear or prejudice, gender bias and sexual harassment. The Company also believes that all employees of the Company, have the right to be treated with dignity. Sexual harassment at the work place or other than work place if involving employees is a grave offence and is, therefore, punishable. The Company has implemented a policy to ensure that no employee is subjected to sexual harassment at the workplace in accordance with the applicable laws.

Human Resources

The Company recognizes its people as the key resource to achievement of its business goals and strives to enable its employees to deliver on business requirements while meeting their career aspirations. Company's Human Resources play a pivotal role in enabling smooth implementation of key strategic decisions through aligned capability development, leadership development and performance management.

Organization structure changes to ensure productivity and to promote efficiency and effectiveness in achieving business goals were undertaken. Your Company continues to take measures to have strong talent and leadership pipeline across all levels. Initiatives to drive role clarity were undertaken for better synergy across Company's businesses. In addition, capability building initiatives aimed at developing and promoting internal talent as part of company's people strategy were executed during the year.

To ensure an engaged workforce, initiatives around building a Great Place to Work were launched. Also, existing employee communication channels were strengthened through structured Town Hall meetings. A number of initiatives were also undertaken to ensure that care and support is given to employees through policies which help improve quality of life for employees.

The Company recognizes the impact of wellness on our employees' overall effectiveness. The Company has established multiple channels to engage with its employees across all levels. Separate initiatives have been undertaken across various times of the year to improve the overall wellbeing of the employees and enhance team bonding. A range of workshops and training programs focused on nutrition, stress management, change management, collaboration and team building were held to build employee capability and also to support employees' physical and mental wellbeing.

Risk Management

Managing Risk is an integral part of your Company's business activity. As an entity with domestic and international stakeholders, SEIL is exposed to risks as well as opportunities in equal measure. Considering this, the Company has developed a robust Enterprise Risk Management (ERM) framework to ensure that the Company has an effective and practical approach to mitigate risks for sustainable results. By identifying and proactively addressing risks and opportunities, stakeholder value is protected at all times.

Overview

Enterprise Risk Management (ERM) in SEIL includes the methods and processes used by organization to manage risks and seize opportunities related to the achievement of company's objectives.

Purpose

Identify risks in time which have the potential effect on company's business or corporate standing or growth and manage them by calibrated action with reference rating of the risks through a structured responsibility and authority matrix. The Risk Register contains the mitigation measures to the department wise identified key top risks. Organization will continue monitoring the risk registers.

Supporting Key Policies and Procedures

Under ERM framework various supporting policies and procedures have been implemented that provides detailed guidelines in management of the major risks. Adherence to polices are regularly monitored and any breach is timely notified to the higher management for taking appropriate measures.

Risk management structure

The risk management structure spans across the enterprise at all levels. These levels also form the various lines of defense in Company's risk management.

The key roles and responsibilities regarding risk management in the Company are summarized below:

Levels	Key roles and responsibilities
Board of Directors (Board)	▪ Corporate governance oversight of risk management performed by the Executive Management ▪ Review of the proposals by Audit Committee
Audit Committee (AC)	▪ Assisting the Board in fulfilling its corporate governance oversight responsibilities with regard to identification, evaluation and mitigation of operational, strategic and external environment risks ▪ Review the adequacy of the Company's internal financial controls, operational and compliance (legal, regulatory and company policies) controls and risk management policies and systems established by the Management ▪ Reviewing and approving risk-related disclosures
Chief Risk Officer (CRO)	▪ Providing updates to AC and the Board from time to time on the enterprise risks and actions taken
Risk Management Team	▪ Comprises the network of risk managers led by Chief Risk Officer (CRO) of SEIL ▪ Facilitating the execution of risk management practices in the enterprise as mandated, in the areas of risk identification, assessment, monitoring, mitigation and reporting ▪ Working closely with owners of risk in deploying mitigation measures and monitoring their effectiveness. ▪ Reviewing enterprise risks from time to time, initiating mitigation actions, identifying the owners and reviewing the progress and effectiveness of mitigation actions ▪ Formulation and deployment of risk management policies ▪ Deploying practices for the identification, assessment, monitoring, mitigation and reporting of risks
Risk Owners	▪ Responsible for managing their functions as per the Company risk management philosophy ▪ Responsible for managing risks associated to the decisions relating to their unit or area of operations
Risk Champions	▪ Adhering to risk management policies and procedures ▪ Implementation of prescribed risk mitigation actions ▪ Reporting risk events and incidents in a timely manner

Risk categories

The following broad categories of risks have been considered in Company's risk management framework:

Category	Risk	Definition
Strategic	Competition	Risk of inability to successfully compete with other domestic / local and international players
	Concentration	Risk of over emphasis on a single counterparty (e.g. financial institutions, customer, suppliers) which is unable to meet their contractual obligations
	Political	Risk of adverse impact arising from political instability
	Economic	Risk of adverse impact arising from economic downturn, severe inflation / deflation or tightening of foreign currency control policies
	JV Partner	Risk of breakdown / disagreement between shareholders in joint venture agreements
Financial	Market	Risk of adverse fluctuations in FX and commodity prices
	Capital / Liquidity	Any adverse impact on P&L account
Operational	Operational & HSE	Operations: Risk of unplanned shutdown or disruptions to operations. HSE : injuries / fatalities to personnel
	Crisis management	Risk of failure to respond in an accurately and in a timely manner to queries and concerns of media, investors and the public.
	Human Resources	Risk that the company's is not staffed with an optimum number of resources with the right capabilities and competencies for the job positions / scopes
	Information Technology	Risk of disclosure of proprietary and sensitive company information as a result of IT security breakdown.
Compliance	Regulatory	Risk of non-compliance with or violations of regulatory and reporting requirements
	Fraud	Risk of significant fraud relating to financial reporting, corruption & bribery activities

Key Highlights

- Appointment of Marsh as a common insurance broker for both entities in order to synergize joint marketing of policies for effective coverage and reduction in premium.
- A Crisis Simulation exercise code named 'RAAHAT' for crisis event natural disaster was successfully conducted on January 10, 2018 (jointly by SEIL and SGPL) at plant site.

XII. Corporate Social Responsibility and Related Matters

Corporate and Social Responsibility (CSR)

Corporate Social Responsibility (CSR) is a Company's commitment to its stakeholders to conduct business in an economically, socially and environmentally sustainable manner that is transparent and ethical. Stakeholders include employees, investors, shareholders, customers, business partners, clients, civil society groups, Government and non-Government organizations, local communities, environment and society at large.

CSR policy

The Corporate Social Responsibility Committee had formulated and recommended to the Board, a Corporate Social Responsibility Policy ("CSR Policy") which was subsequently adopted by it and is being implemented by the Company. The CSR Policy including a brief overview of the projects or programs proposed to be undertaken can be accessed at the Company's website at http://sembcorpenergyindia.com/AboutUs/CodeEthics

CSR Committee

The CSR Committee was set up to formulate and monitor CSR Policy of the Company. The objective of CSR policy is to ensure that the families living in the proximity to the Project improve their standards of living, earning capacity and production levels through a process in which they participate through their own social and cultural institutions. The CSR Policy is developmental and participatory in nature with emphasis on ensuring that development in the area fosters full respect for their dignity, human rights and cultural uniqueness.

Comprehensive report of CSR forms part of the Annual Report.

XIII. Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and outgo

A. Conservation of Energy

- SEIL has recognized the importance of energy conservation and a dedicated 'Performance Monitoring Department' has been set up to focus on reducing energy consumption, heat loss management and monitoring energy consumption pattern across the process.
- Periodic energy audits are conducted to identify and improve energy performance and for benchmarking with other plants.

Initiatives for improvement of heat rate and auxiliary power consumption (2017-18)

1. Around 0.5% reduction in Auxiliary power was achieved through various in-house initiatives and operational optimization.
2. Opportunities for Heat Rate reduction were identified and implemented, through process optimization and attending gaps identified.

B. Technology absorption

1. SEIL had successfully integrated with GAM Centralized control room at Singapore. This will facilitate centralized monitoring of various BUs at a centralized location by a group of experts.
2. Remineralization system was commissioned to maintain service water quality.

New technology adopted in Nondestructive testing

1. Implementation of computer base RT technique to eliminate film developing time in chemical hazard which are existing conventional RT process.
2. Innovative RT technique, exposing multiple images in single film to increase the productivity.
3. Usage of ultrasonic testing in place of RT by establishing ref blokes for varies sizes of pipe thickness above 21mm

C. Foreign Exchange Earnings and outgo

Foreign Exchange Earnings	Details have been provided in the Financial Statements
Foreign Exchange Outgo	

XIV. Secretarial and other Matters

Share Capital

During the year the authorised share capital of our Company was reclassified from ₹35,000,000,000 divided into 3,009,803,921 equity shares of ₹10 each and 490,196,079 preference shares of ₹10 each comprising of 250,000,000 CPRCPS I of ₹10 each and 240,196,079 CPRCPS II of ₹10 each to ₹35,000,000,000 divided into 3,500,000,000 equity shares of ₹10 each.

Further, the authorised share capital of your Company was increased from ₹35,000,000,000 divided into 3,500,000,000 equity shares of ₹10 each to ₹100,000,000,000 divided into 10,000,000,000 equity shares of ₹10 each.

As part of corporate reorganization and for consolidation of the Indian Operations by the Sembcorp group, the Company acquired 2,876,277,940 equity shares of Sembcorp Gayatri Power Limited, constituting 100% of its share capital. As a part of consideration for such transfers/ acquisition, the Company has allotted an aggregate of 680,800,132 Equity Shares to the transferors on February 15, 2018. Similarly, on February 14, 2018, your Company acquired 204,250,288 equity shares of Sembcorp Green Infra Limited (SGIL), constituting 71.57% of its share capital from Sembcorp Utilities Pte Limited and its nominees, in consideration of which, the Company has allotted an aggregate of 1,887,955,813 Equity Shares to the transferors. Subsequently, on February 21, 2018, the Company further acquired 81,144,899 equity shares of SGIL, constituting the remaining 28.43% of its equity share capital from the shareholder of SGIL and thus making it as wholly owned subsidiary company.

Accordingly, the paid up equity capital of the company has also been increased from ₹18,39,91,55,480/- (at the beginning of the financial year) to ₹51,58,72,17,640/- (as at the end of financial year) details of allotment has been provided in MGT-9 annexed to the Directors' Report.

Extract of Annual return

Extracts of Annual Return as on the financial year ended on March 31, 2018, pursuant to section 92(3) of the Companies Act, 2013 read with rule 12(1) of the Companies (Management and Administration) Rules, 2014 in prescribed form MGT -9 is annexed as to this report.

Change of Name

Pursuant to a resolution of the Shareholders dated January 27, 2018 the name of your Company was changed from Thermal Powertech Corporation India Limited to "Sembcorp Energy India Limited" and a fresh certificate of incorporation dated February 10, 2018 was issued by the Registrar of Companies, Andhra Pradesh and Telangana, at Hyderabad.

Disclosure Relating to Sweat Equity Share

The Company has not issued any sweat equity shares and hence no information as per provisions of Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

Disclosures in respect of voting rights not directly exercised by employees

There are no shares held by trustees for the benefit of employees and hence no disclosure under Rule 16(4) of the Companies (Share Capital and Debentures) Rules, 2014 has been furnished.

Disclosure relating to equity shares with differential rights

Your Company has not issued any equity shares with differential rights and hence no information as per provisions of Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

Appointment of M/s. Karvy Computershare Private Limited ("Karvy") as the Registrar & Share Transfer Agent of your Company

During the period under review, your company has appointed Karvy Computershare Private Limited as its Registrar and Transfer Agent. Contact details of Karvy Computershare Private Limited have been provided in Form MGT 9.

Your Company is committed to protecting the interests of its Shareholders and has taken necessary steps as per the provisions of law.

Filing of Draft Red Herring Prospectus with Securities and Exchange of India (SEBI)

During the year, the Company has filed the Draft Red Herring Prospectus with SEBI and is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and list the equity shares of the Company on the Recognized Stock Exchanges in India.

XV. Regulatory and Legal Matters

The businesses of the Company are governed primarily by the Electricity Act, 2003 (EA, 2003) and associated regulations.

The Company has not received any regulatory orders during the reporting period which has an impact the on "going concern" status of your Company.

Material Changes

There are no significant material changes or commitments, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and date of the report.

XVI. Acknowledgement

The directors thank the Company's employees, customers, vendors, investors and lenders for their continuous support. The directors also thank the government of various countries, government of India, the governments of various states in India and concerned government departments / agencies for their co-operation.

For and on behalf of the Board

Vipul Tuli	**T.V. Sandeep Kumar Reddy**
Managing Director	Director
(DIN: 07350892)	(DIN: 00005573)

Place: Gurugram
Date: May 21, 2018

ANNEXURE 1 TO DIRECTORS' REPORT

Report on Corporate Governance

Company's Philosophy on Corporate Governance

The Company's philosophy on corporate governance is to attain the highest level of transparency, accountability and integrity. The true meaning of corporate governance is to satisfy the aspirations of all stake holders, customers, suppliers, leaders, employees, the shareholders and the expectations of the society. At SEIL, good corporate governance is a way of life and the way we do Company's business, encompassing every day's activities and is enshrined as a part of SEIL's way of working.

The Board and management of the Company recognises that well-defined corporate governance processes are essential in enhancing corporate accountability and long-term sustainability and are committed to high standards of governance to preserve and maximize shareholder value.

Board Composition:

As on March 31, 2018, the Company's Board of Directors comprises of eight members, consisting of one Executive Director and seven Non-Executive Directors (NEDs). Out of these seven NEDs, four are Independent Directors. Further, there are two women directors on your Company's Board. The Board's composition is in compliance with the requirements of Regulation 17 of the Listing Regulations.

The Directors bring in a wide range of skills and experience to the Board. The Board provides leadership, strategic guidance, objective and an independent view to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosure.

The Board is collectively responsible for providing overall strategic direction and ensuring the long-term success of SEIL's business.

The names and categories of the Directors on the Board, the number of directorships and committee positions held by them in other companies as on March 31, 2018 are as given below:

Sl No.	Name of the Director	Designation	Category of Directorship	No. of other Directorships(1)	Shares held	No. of Committee Positions held(2)	
						Chairman	Member
1.	Mr. Neil Garry McGregor	Chairman	Non Independent, Non-Executive	2	924	Nil	Nil
2.	Mr. T.V. Sandeep Kumar Reddy	Director	Non Independent, Non-Executive	8	326	1	3
3.	Ms. Looi Lee Hwa	Director	Non Independent, Non-Executive	Nil	Nil	Nil	Nil
4.	Mr. Vipul Tuli	Managing Director	Executive	2	Nil	Nil	Nil
5.	Mr. R S Sharma	Director	Independent, Non-Executive	2	Nil	Nil	2
6.	Ms. Sangeeta Talwar	Director	Independent, Non-Executive	5	Nil	1	4
7.	Mr. Bobby Kanubhai Parikh	Director	Independent, Non-Executive	5	Nil	4	1
8.	Mr. Kalaikuruchi Jairaj	Director	Independent, Non-Executive	4	Nil	1	1

NOTES

- (1)Excludes directorship in the Company directorships in private companies, foreign companies and companies registered under Section 8 of the Companies Act, 2013 (the Act).
- (2)Includes memberships/chairmanships of the Audit Committee of Directors and Stakeholders Relationship Committee of Indian public companies, excluding the Company.
- None of the Directors were members of more than 10 committees or acted as chairperson of more than 5 committees (as specified in the Listing Regulations), across all the companies in which he/she was a Director. The necessary disclosures regarding committee positions have been made by the Directors.
- None of the Directors held directorship in more than 20 Indian companies including 10 public limited companies.
- None of the Directors were related to any Director or member of an extended family.
- None of the Independent Directors of the Company served as Independent Director in more than 7 listed companies.
- All Independent Directors of the Company have been appointed as per the provisions of the Act. Formal letters of appointment have been/will be issued to the Independent Directors

Changes in the Board of Directors

Following changes took place in the composition of the Board of Directors of the Company during the financial year 2017-18

Sl. No.	Name of Director	Date of Change	Reason
1.	Mr. Neil Garry McGregor	April 1, 2017	Appointment as Non-Executive Director
2.	Mr. Atul Mohan Nargund	April 16, 2017	Cessation as an Executive Director and as Managing Director
3.	Mr. Vipul Tuli	April 17, 2017	Appointment as an Non-Executive Director
4.	Mr. Vipul Tuli	May 31, 2017	Appointment as Managing Director
5.	Ms. Comal Ramachandran Gayathri	February 5, 2018	Cessation as an Independent Director**
6.	Mr. Tantra Narayan Thakur	February 4, 2018	Cessation as an Independent Director**
7.	Mr. Chalam Venkata Durvasula	February 5, 2018	Cessation as a Nominee Director **
8.	Mr. Ng Meng Poh	February 5, 2018	Cessation as a Non-Executive Director**
9.	Mr. Tan Cheng Guan	February 5, 2018	Cessation as a Non-Executive Director**
10.	Ms. Looi Lee Hwa	February 2, 2018	Appointment as a Non-Executive Director**
11.	Ms. Sangeeta Talwar	February 2, 2018	Appointment as an Independent Director**
12.	Mr. Bobby Kanubhai Parikh	February 2, 2018	Appointment as an Independent Director**
13.	Mr. R.S. Sharma	February 2, 2018	Appointment as an Independent Director**
14.	Mr. Kalaikuruchi Jairaj	February 2, 2018	Appointment as an Independent Director**

**Re-organisation of the Board to meet the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Directors retiring by Rotation

Your Directors inform that Mr. Neil Garry McGregor Director of the Company will retire at the forthcoming Annual General Meeting and being eligible, offer himself for the reappointment as Director of the Company. Your Directors recommend the reappointment of Mr. Neil Garry McGregor as Director liable to retire by rotation.

Letter of appointment

The Independent Directors on the Board of the Company, upon appointment, are given a formal appointment letter inter alia containing the term of appointment, role, duties and responsibilities, time commitment, remuneration, insurance, code of conduct, performance evaluation process, disclosure, confidentiality etc. The terms and conditions of appointment of Independent Directors are available on the Company's website www.sembcorpenergyindia.com

Board Meetings:

Dates for Board meetings in the ensuing year are decided in advance and circulated to all Directors. The agenda for each meeting, along with detailed notes, is circulated in advance to the Directors.

With a view to leverage technology and reducing paper consumption, the Company has adopted a digital application for transmitting Board/ Committee agendas and notes. The Directors of the Company receive the agenda notes in electronic form through this application, which is accessible through iPads. The application meets high standards of security and integrity that are essential for storage and transmission of sensitive information in electronic form.

The names and categories of the Directors on the Board and their attendance at Board Meetings during the Financial Year 2017-18 is as follows;

S. No	Name of the Director*	Category of the Director	No. of meetings held	Number of meetings entitled to attend/ participated
1.	Mr. Neil Garry McGregor	Non-Executive Director	7	7/7
2.	Mr. T.V. Sandeep Kumar Reddy	Non-Executive Director	7	7/6
3.	Mr. Vipul Tuli	Executive Director	7	7/7
4.	Ms. Looi Lee Hwa	Non-Executive Director	7	3/2
5.	Mr. R S Sharma	Non-Executive Independent Director	7	3/3
6.	Ms. Sangeeta Talwar	Non-Executive Independent Director	7	3/3
7.	Mr. Bobby Kanubhai Parikh	Non-Executive Independent Director	7	3/2
8.	Mr. Kalaikuruchi Jairaj	Non-Executive Independent Director	7	3/3
9.	Mr. Ng Meng Poh	Non- Executive Director	7	4/3
10.	Mr. Tan Cheng Guan	Non- Executive Director	7	4/3
11.	Mr. Tantra Narayan Thakur	Non-Executive Independent Director	7	4/4
12.	Mr. Chalam Venkata Durvasula	Non-Executive Director	7	4/3
13.	Ms. Comal Ramachandran Gayathri	Non-Executive Independent Director	7	4/3

Note : Details of changes in directors have been provided in the table above

Seven Board Meetings were held during the financial year 2017-18. Dates on which said meetings were held are as follows;

Sl. No.	Board Meeting	Date
1.	76th Board meeting	31.05.2017
2.	77th Board meeting	13.09.2017
3.	78th Board meeting	13.12.2017
4.	79th Board meeting	10.01.2018
5.	80th Board meeting	09.02.2018
6.	81th Board meeting	15.02.2018
7.	82th Board meeting	19.02.2018

Separate Independent Directors' Meetings

The Independent Directors meet at least once in a year, without the presence of Executive Directors or Management representatives. During the year the Independent Directors met on March 22, 2018 and inter alia have considered and evaluated:

- The performance of Non-Independent Directors and the Board as a whole;
- The performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors;
- The quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties; and
- Other matters arising out of Board / Committee(s) deliberations.

In addition to these formal meetings, interactions outside the Board meetings also take place between the Chairman and Independent Directors

Key Managerial Personnel

During the year the following changes took place in the Key Managerial Personnel of the Company:

Sl. No.	Name	Date	Reason
1.	Mr. Atul Mohan Nargund	April 16, 2017	Ceased to be the Managing Director
2.	Mr. B N K Reddy	May 31, 2017	Ceased to be the Chief Financial Officer
3.	Mr. Vipul Tuli	May 31, 2017	Appointment as the Managing Director
4.	Mr. Chidambaram Iyer	June 1, 2017	Appointed as the Chief Financial Officer
5.	Ms. Nagamani Alluri	January 11, 2018	Ceased to be the Company Secretary
6.	Mr. Narendra Ande	January 11, 2018	Appointed as the Company Secretary
7.	Mr. Chidambaram Iyer	January 11, 2018	Ceased to be Chief Financial Officer
8.	Mr. Juvenil Jani	January 11, 2018	Appointed as Chief Financial Officer

Independent Directors

Your Directors inform that the Independent Directors of the Company have given declarations, confirming that they are not disqualified to act as an Independent Director under any provision of Companies Act, 2013 and rules made there under, or any other law for the time being in force in India.

Committees of the Board

Audit Committee of Directors

Composition of the Audit Committee of the Board is as follows:

S. No.	Members	Category	Position
1	Mr. R.S. Sharma	Independent Director	Chairman
2	Mr. K Jairaj	Independent Director	Member
3	Ms. Sangeeta Talwar	Independent Director	Member
4	Ms. Looi Lee Hwa	Non - Executive Director	Member

During the period under review, three meetings of the Audit Committee were held on May 26, 2017, Sep 05, 2017 and Dec 11, 2017.

The Management is responsible for the Company's Internal Control over financial reporting and financial. The Independent Auditors are responsible for performing an independent audit of the Company's Financial Statements in accordance with the Generally Accepted Auditing Principles and for issuing a report thereon. The Committee's responsibility is to monitor these processes. The Committee is also responsible for overseeing the processes related to financial reporting and information dissemination. This is to ensure that the financial statements are true, fair and sufficient and credible.

All recommendations made by the Audit Committee during the year were accepted by the Board.

The Committee also reviews the internal control over financial reporting put in place to ensure that the accounts of the Company are properly maintained and the accounting transactions are in accordance with prevailing laws and regulations. In conducting such reviews, the Committee found no material discrepancy or weakness in the Company's internal control over financial reporting.

The Company has established a mechanism for directors and employees to report concerns about the unethical behaviour, actual or suspected fraud, or violation of Company's Code of Business Conduct.

It also provides for adequate safeguards against the victimisation of employees who avail of the mechanism and allows direct access to the Chairperson of the Audit Committee in exceptional cases. We confirm that no director or employee has been denied access to the audit committee during the year.

Nomination and Remuneration (NRC) Committee Of Directors

Nomination and Remuneration Committee of the Board consists of the following members as given below;

S. No.	Members	Category	Position
1	Ms. Sangeeta Talwar	Independent Director	Chairman
2	Mr. Bobby K. Parikh	Independent Director	Member
3	Mr. R S Sharma	Independent Director	Member
4	Mr. T.V. Sandeep Kumar Reddy	Non Executive Director	Member

The primary purpose of the NRC is to support and advise the Company on the remuneration matters and leadership development of the company.

In terms of the provisions of Section 178(3) of the Act and Regulation 19 read with Part D of Schedule II to the Listing Regulations, the NRC is responsible for formulating the criteria for determining qualification, positive attributes and independence of a Director. The NRC is also responsible for recommending to the Board a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees.

The Company is in compliance with applicable provisions under the Companies Act, 2013 relating to appointment of Directors and at present no remuneration is being paid to any of the Directors and suitable policy on the same would be considered as and when required by the Company.

The Nomination and Remuneration Committee of the Board met once during the financial year on June 29, 2017.

Remuneration to Directors

Details of remuneration to NEDs during and for the year under review. The company pay sitting fee only to the Non- Executive Independent Directors. No commission payable to any director

S. No.	Name of the Director	Category of the Director	Sitting Fee (Amt. in ₹)	Commission
1.	Mr. Neil Garry McGregor	Non-Executive Director	Nil	Nil
2.	Mr. T.V. Sandeep Kumar Reddy	Non-Executive Director	Nil	Nil
3.	Ms. Looi Lee Hwa	Non-Executive Director	Nil	Nil
4.	Mr. R S Sharma*	Non-Executive Independent Director	4,00,000	Nil
5.	Ms. Sangeeta Talwar*	Non-Executive Independent Director	4,00,000	Nil
6.	Mr. Bobby Kanubhai Parikh*	Non-Executive Independent Director	3,00,000	Nil
7.	Mr. Kalaikuruchi Jairaj*	Non-Executive Independent Director	4,00,000	Nil
8.	Mr. Ng Meng Poh	Non-Executive Director	Nil	Nil
9.	Mr. Tan Cheng Guan	Non-Executive Director	Nil	Nil
10.	Mr. T N Thakur**	Non-Executive Independent Director	9,00,000	Nil
11.	Mr. D V Chalam	Non-Executive Director	Nil	Nil
12.	Ms. C R Gayatri**	Non-Executive Independent Director	8,00,000	Nil

* Appointed from February 02, 2018

** Resigned from February 05, 2018

None of the NEDs had any pecuniary relationship or transactions with the Company other than the Sitting Fees received by them. The Company also reimburses the out-of-pocket expenses incurred by the Directors for attending meetings.

Details of remuneration and perquisites paid and/or value calculated as per the Income-tax Act, 1961 to the Managing Director and KMPs.

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			Total
		Vipul Tuli Managing Director	**Juvenil Jani** Chief Financial Officer	**Narendra Ande** Company Secretary	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	8,893,752	3,524,181	878,514	
	(b) Value of perquisites u/s17(2) Income-tax Act, 1961	277,497	121,590	-	
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-			
2	Stock Option	-			
3	Sweat Equity	-			
4	Commission	-			
5	Others - Project Completion Bonus	-			
	Total	**9,171,249**	**3,645,771**	**878,514**	

Board Evaluation

Due to recent changes in the Board of Directors during the financial year, the Independent Directors have taken up the evaluation of the Board/ Committees and other Directors based on the informal discussions during their meeting held separately on March 22, 2018. In terms of the requirement of the Companies Act, 2013 an annual performance evaluation of the Board was undertaken by the erstwhile Board of Directors separately through the evaluation forms circulated by the Company under the Board approved evaluation Policy.

Further, the Board had, during the year, had opportunities to interact and make an assessment of it's functioning as a collective body and to interact with the Chairman. In addition, there were opportunities for Committees and Independent Directors to interact amongst themselves. The Board found there was considerable value and richness in such discussions and deliberations. The Board Evaluation discussion was focused around how to make the Board more effective as a collective body in the context of the business and the external environment in which the Company functions. From time to time during the year, the Board was appraised of the business issues and the related opportunities and risks.

The Board Evaluation includes various aspects of the functioning of the Board and its Committees such as structure, composition, meetings, functions and interaction with Management and what needs to be done to further improve the effectiveness of the Board's functioning. Additionally, during the evaluation, the Board also focused on the contribution being made by the Board as a whole, through Committees and discussions on a one on one basis with the Chairman.

It was assessed that functioning as a cohesive body including the Committees of the Board that were functioning well with periodic reporting by the Committees to the Board on the work done and progress made during the period.

Corporate and Social Responsibility (CSR) Committee

Corporate Social Responsibility (CSR) is a Company's commitment to its stakeholders to conduct business in an economically, socially and environmentally sustainable manner that is transparent and ethical. Stakeholders include employees, investors, shareholders, customers, business partners, clients, civil society groups, Government and non-Government organizations, local communities, environment and society at large.

CSR Committee consists of the following members as on March 31, 2018 as given below;

S. No.	Members	Category	Position
1	Ms. Sangeeta Talwar	Independent director	Chairman
2	Mr. R.S. Sharma	Independent director	Member
3	Mr. T.V. Sandeep Kumar Reddy	Non-Executive Director	Member
4	Mr. Vipul Tuli	Executive Director	Member

The CSR Committee was set up to formulate and monitor CSR Policy of the Company. The objective of CSR policy is to ensure that the families living in the proximity to the Project improve their standards of living, earning capacity and production levels through a process in which they participate through their own social and cultural institutions. The CSR Policy is developmental and participatory in nature with emphasis on ensuring that development in the area fosters full respect for their dignity, human rights and cultural uniqueness.

The CSR Committee is also responsible for overseeing the CSR activities, programs and execution of various initiatives.

The CSR Committee of the Board met once during the financial year on December 05, 2017.

Stakeholders' Relationship Committee

Stakeholders' Relationship Committee was constituted by a resolution of our Board dated February 9, 2018, in compliance with Section 178 of the Companies Act 2013 and Regulation 20 of the SEBI Listing Regulations. The Stakeholders' Relationship Committee currently comprises:

S. No.	Members	Category	Position
1	Mr. K Jairaj	Independent Director	Chairman
2	Mr. R S Sharma	Independent Director	Member
3	Mr. Vipul Tuli	Executive Director	Member

The Stakeholders' Relationship Committee assists the Board and the Company to oversee the existing redressal mechanism in relation to Stakeholders of the Company. Purpose and responsibilities of the Committee shall include such other items/matters prescribed under applicable laws or as prescribed by the Board in compliance with the applicable law, from time to time.

Name, designation and address of the Compliance Officer:
Mr. Narendra Ande, Company Secretary
6-3-1090, A-block 5th floor, T.S.R Towers, Rajbhavan Road,
Somajiguda, Hyderabad – 500082, Telangana, India.
DID :+91-40-33048300 FAX :040-49048308

In accordance with Regulation 6 of the Listing Regulations, the Board has appointed Mr. Narendra Ande, Company Secretary as the Compliance Officer. Share transfer formalities are regularly attended to and at least once a fortnight depending on the requirement. Investor complaints which cannot be settled at the level of the Compliance Officer, would be placed before the Committee for final settlement.

Your company did not receive any investor complaints received during the year.

General Body Meetings

The details of the last three Annual General Meetings (AGMs) of the Company are as follows:

Financial year ended	Day, Date & Time	Venue	Special Resolutions passed
2016-17	Thursday, September 28, 2017	6-3-1090, A-block 5th floor, T.S.R Towers, Rajbhavan Road, Somajiguda, Hyderabad – 500082, Telangana, India.	Nil
2015-16	Friday, September 30, 2016, 11.00 A.M.		Nil
2014-15	Wednesday, September 23, 2015, 11.00 AM		Approval for granting options to convert outstanding cost overrun facility into equity

During the year under review, no special resolution has been passed through the exercise of postal ballot. Currently, no special resolution is proposed to be conducted through postal ballot.

Annual Reports: The Annual Reports are emailed/posted to Members and others entitled to receive them.

News Releases, Presentations etc.: Official news releases, detailed presentations made to media, analysts, institutional investors etc. will be displayed on the Company's website.

Website: Comprehensive information about the Company, its business and operations, Press Releases and investor information can be viewed at the Company's website www.sembcorpenergyindia.com. The 'Investor Relations' section serves to inform the investors by providing key and timely information like financial results, annual reports, shareholders related data etc.

NSE Electronic Application Processing System (NEAPS) and BSE Online Portal: As on date, securities of your company are not listed on any stock exchanges, the Company will be submitting to NSE all disclosures and intimations through NEAPS portal and similar filings would be made to BSE on their online Portal - BSE Corporate Compliance & Listing Centre upon it getting listed on the recognised Stock Exchanges.

SEBI Complaints Redress System (SCORES): A centralised web-based complaints redressal system which serves as a centralized database of all complaints received, enables uploading of Action Taken Reports (ATRs) by the concerned company and online viewing by the investors of actions taken on the complaint and its current status.

General Shareholder Information

(a) **Details of AGM:** Monday, 11th day, June 2018 at 11:00 a.m. at 6-3-1090, A-5, T.S.R Towers, Rajbhavan Road, Somajiguda, Hyderabad – 500082, Telangana, India.

(b) **Financial Year:** April 1, 2017 to March 31, 2018

(c) **Dividend Payment Date:** Not Applicable

(d) **Listing on Stock Exchanges:** The Company has filed its DRHP and proposes to be listed on BSE Limited (BSE) and National Stock Exchange of India Limited (NSE)

Changes in the Capital Structure during the Financial Year:

During the year the authorised share capital of our Company was reclassified from ₹35,000,000,000 divided into 3,009,803,921 equity shares of ₹10 each and 490,196,079 preference shares of ₹10 each comprising of 250,000,000 CPRCPS I of ₹10 each and 240,196,079 CPRCPS II of ₹10 each TO ₹35,000,000,000 divided into 3,500,000,000 equity shares of ₹10 each.

Further, the authorised share capital of our Company was increased from ₹35,000,000,000 divided into 3,500,000,000 equity shares of ₹10 each to ₹100,000,000,000 divided into 10,000,000,000 equity shares of ₹10 each.

As part of corporate reorganization and for consolidation of the Indian Operations by the Sembcorp group, the Company acquired 2,876,277,940 equity shares of Sembcorp Gayatri Power Limited, constituting 100% of its share capital. As a part of consideration for such transfers/ acquisition, the Company has allotted an aggregate of 680,800,132 Equity Shares to the transferors on February 15, 2018. Similarly, on February 14, 2018, your Company acquired 204,250,288 equity shares of Sembcorp Green Infra Limited (SGIL), constituting 71.57% of its share capital from Sembcorp Utilities Pte Limited and its nominees, in consideration of which, the Company has allotted an aggregate of 1,887,955,813 Equity Shares to the transferors. Subsequently, on February 21, 2018, the Company further acquired 81,144,899 equity shares of SGIL, constituting the remaining 28.43% of its equity share capital from the shareholder of SGIL and thus making it as wholly owned subsidiary company.

Accordingly, the paid up equity capital of the company has also been increased from ₹14,81,83,07,360 (at the beginning of the financial year) to ₹51,58,72,17,640 (as at the end of financial year) details of allotment forms part of MGT-9.

The Company will be paying the requisite Annual Listing Fees to the Stock Exchanges at the time of listing of the equity shares of the company during the financial year 2018-19, as applicable.

Stock Code and Market related data not applicable since the company is yet to be listed.

Registrars and Share Transfer Agents:
Karvy Computershare Private Limited
Karvy Selenium Tower B, Plot 31-32, Gachibowli,
Financial District, Nanakramguda, Hyderabad – 500 032, Telangana,
Tel: +91 40 6716 2222
Fax: +91 40 2343 1551
Website: www.karisma.karvy.com

Shareholding Details:

Slab	Number of shares				Number of Shareholders					
	Physical	Demat	Total	%	Physical	%	Demat	%	Total	%
1-5000	5,474	-	5,474	Negligible	16	88.89%	Nil	Nil	54,74	88.89%
5001-10000										
10000-20000	-	-	-	-	-	-	-	-	-	-
20001-30000	-	-	-	-	-	-	-	-	-	-
30001-40000	-	-	-	-	-	-	-	-	-	-
40001-50000	-	-	-	-	-	-	-	-	-	-
50001-100000	-	-	-	-	-	-	-	-	-	-
100001 and above	-	5,15,87,16,290	5,15,87,16,290	100%	-	-	2	11.11%	2	11.11%
TOTAL	**5,474**	**5,15,87,16,290**	**5,15,87,21,764**	**100%**	**16**	**88.89%**	**2**	**11.11%**	**18**	**100%**

Shareholding pattern as on March 31, 2018:

Particulars		Equity shares of ₹10/- each	
		No. of Shares	**%**
a)	Promoters (including Promoter Group)	4,83,52,63,373	93.73%
b)	Directors and their Relatives	1,780	-
c)	Insurance Companies	-	-
d)	Financial Institutions/ Banks	-	-
e)	Clearing Members	-	-
f)	Corporate Bodies	32,34,52,917	6.27%
g)	Body Corporate – NBFC	-	-
h)	Limited Liability Partnership – LLP	-	-
i)	Trusts	-	-
j)	Resident Individuals & HUF	54	-
k)	Central/ Statement Governments	-	-
l)	Foreign Institutional Investors	-	-
m)	Foreign Portfolio Investors – Corporate	-	-
n)	Foreign Banks	-	-
o)	OCBs	-	-
p)	Foreign Nationals	3,640	-
q)	Foreign Bodies	-	-
r)	Foreign Institutional Investors	-	-
s)	GDRs	-	-
t)	Non Resident Indians	-	-
Total		**5,15,87,21,764**	**100%**

Top 10 Shareholders as on March 31, 2018

S. No.	Shareholder	Number of Equity Shares held	Percentage of Equity Share capital (%)
1.	SembCorp Utilities Pte. Ltd (SCU)	4,835,263,373	93.73
2.	Gayatri Energy Ventures Private Ltd. (GEVPL)	323,452,917	6.27
3.	Neil Garry McGregor*	924	Negligible
4.	Tan Cheng Guan*	924	Negligible
5.	Koh Chiap Khiong*	924	Negligible
6.	Ng Meng Poh*	924	Negligible
7.	Atul Mohan Nargund*	832	Negligible
8.	T.V. Sandeep Kumar Reddy**	326	Negligible
9.	G Sivakumar Reddy**	126	Negligible
10.	Sarita Reddy**	126	Negligible
	Total	**5,158,721,764**	**100**

* SCU Nominee shareholders

** GEVPL Nominee shareholders

Dematerialization of Shares as on March 31, 2018 and Liquidity:

The Company's shares would be traded in dematerialized form from the date of listing of equity shares on stock exchanges and are available for trading through both the Depositories in India – National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL).

Particulars of shares	Shares of ₹10/- each		Shareholders	
Dematerialized Form	Number	% to total	Number	% to total
NSDL	5,15,87,16,290	100%	2	11.11%
CDSL	5,15,87,16,290	100%	2	11.11%
Physical	5,474	Negligible	16	88.89%
Total	**5,15,87,21,764**	**100%**	**18%**	**100%**

The company do not have any outstanding Global deposit receipts as on March 31, 2018.

Commodity price risk and hedging activity:

The Company is exposed to risk from market fluctuations of coal price for its imported coal based power plant in India.

Plant location of the Company and Subsidiary companies:

S. No	Name of the company	Holding/subsidiary/ Associate	% of shareholding	State of Principal business
1)	TPCIL Singapore Utilities Pte Ltd	Direct Subsidiary	100%	Singapore
2)	Sembcorp Gayatri Power Limited (SGPL)	Direct Subsidiary	100%	State of Andhra Pradesh
3)	Sembcorp Green Infra Limited ('SGIL')	Direct Subsidiary	100%	State of Gujarat
4)	Green Infra Wind Ventures Limited ("GIWVL")	Indirect Subsidiary	100%	State of Madhya Pradesh
5)	Green Infra Corporate Wind Limited ("GICWL")	Indirect Subsidiary	100%	State of Gujarat
6)	Green Infra Wind Energy Assets Limited ("GIWEAL")	Indirect Subsidiary	100%	State of Rajasthan
7)	Green Infra Wind Energy Project Limited ("GIWEPL")	Indirect Subsidiary	100%	State of Maharashtra
8)	Green Infra Wind Farm Assets Limited ("GIWFAL")	Indirect Subsidiary	100%	State of Rajasthan
9)	Green Infra Wind Power Limited ("GIWPL")	Indirect Subsidiary	100%	State of Gujarat
10)	Green Infra Wind Generation Limited ("GIWGL")	Indirect Subsidiary	70.53%	State of Tamil Nadu
11)	Green Infra Wind Power Generation Limited ("GIWPGL")	Indirect Subsidiary	67.30%	State of Karnataka
12)	Green Infra BTV Limited ("GIBTVL")	Indirect Subsidiary	90.46%	State of Tamil Nadu and Maharashtra
13)	Green Infra Wind Power Theni Limited ("GIWPTL")	Indirect Subsidiary	73.21%	State of Tamil Nadu
14)	Green Infra Wind Energy Theni Limited ("GIWETL")	Indirect Subsidiary	73.02%	State of Tamil Nadu
15)	Green Infra Wind Assets Limited ("GIWAL")	Indirect Subsidiary	100%	No project
16)	Green Infra Wind Energy Limited ("GIWEL")	Indirect Subsidiary	100%	States of Karnataka, Madhya Pradesh, Gujarat, Maharashtra
17)	Green Infra Wind Power Projects Limited ("GIWPPL")	Indirect Subsidiary	69.03%	State of Tamil Nadu
18)	Green Infra Wind Farms Limited ("GIWFL")	Indirect Subsidiary	60.92%	State of Tamil Nadu
19)	Green Infra Clean Wind Energy Limited ("GICWEL")	Indirect Subsidiary	100%	No Project
20)	Green Infra Corporate Solar Limited ("GICSL")	Indirect Subsidiary	100%	States of Rajasthan, Madhya Pradesh, Gujarat, Maharashtra

S. No	Name of the company	Holding/subsidiary/ Associate	% of shareholding	State of Principal business
21)	Green Infra Wind Limited ("GIWL")	Indirect Subsidiary	100%	State of Tamil Nadu
22)	Green Infra Wind Solutions Limited ("GIWSL")	Indirect Subsidiary	100%	State of Andhra Pradesh
23)	Green Infra Wind Techno Solutions Limited ("GIWTSL")	Indirect Subsidiary	100%	No project
24)	Green Infra Wind Technology Limited ("GIWTL")	Indirect Subsidiary	100%	No project
25)	Green Infra Solar Energy Limited ("GISEL")	Indirect Subsidiary	100%	State of Gujarat
26)	Green Infra Solar Farms Limited ("GISFL")	Indirect Subsidiary	100%	State of Rajasthan
27)	Green Infra Solar Projects Limited ("GISPL")	Indirect Subsidiary	100%	State of Rajasthan
28)	Mulanur Renewable Energy Private Limited ("MREPL")	Indirect Subsidiary	70.00%	State of Tamil Nadu
29)	Green Infra Renewable Energy Limited ("GIREL")	Indirect Subsidiary	100%	State of Tamil Nadu

Note: Shareholding include shares held jointly with other shareholders, if any.

Address for Correspondence:
Sembcorp Energy India Limited
5th floor, Tower C, Building No. 8,
DLF Cybercity, Gurugram- 1220002,
Haryana, India.
Tel: +91 124 3896700 Fax: +91 124 3896710
Email: investorgrievances@sembcorp.com

Other Disclosures

1. There were no materially significant related party transactions during the year, except those disclosed in financial statements.

2. The Board has not entered into any transactions with senior management relating to material, financial and commercial transactions where they and/or their relatives have personal interest. There are no materially significant related party transactions which have potential conflict with the interest of the Company at large.

3. There was no non-compliance during the last three years by the Company on any matter related to Capital Market. There were no penalties imposed nor strictures passed on the Company by the Stock Exchanges, Securities and Exchange Board of India or any statutory authority.

4. The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism for employees and Directors to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics policy. The said policy has been posted on the Company's website. The Company affirms that no personnel have been denied access to the Audit Committee of Directors.

5. All mandatory requirements as per Listing Regulations have been complied with by the Company. The status of compliance with the non-mandatory requirements, as stated under Part E of Schedule-II to the Listing Regulations is as under:

   - The Non-Executive Chairman maintains a separate office, for which the Company is not required to reimburse expenses. - Not applicable

   - The half-yearly financial performance of the Company is sent to the Members in electronic form. The results are also put up on the Company's website. - Not applicable

   - The Chairman of the Board is a Non-Executive Director and his position is separate from that of the CEO & Managing Director.

   - The Internal Auditor reports to the Audit Committee of Directors.

6. The Company follows Accounting Standards issued by the Ministry of Corporate Affairs in the preparation of its financial statements.

7. In terms of Regulation 17(8) of the Listing Regulations, the Managing Director and the Chief Financial Officer would be providing a certification to the Board of Directors in the prescribed format from the current Financial Year, which would be reviewed by the Audit Committee and will be taken on record by the Board. Not Applicable

8. Web link of (a) Policy for determining material subsidiaries and (b) Policy on dealing with related party transactions is http://sembcorpenergyindia.com/AboutUs/CodeEthics

9. Disclosure of commodity price risks and commodity hedging activities: The Company is exposed to risk from market fluctuations of foreign exchange on coal import. The Company is hedging its exposure by way of various hedge instrument such as Forward, Options or combination of both.

10. The Company will be complying all the requirement of Corporate Governance Report as stated under sub-paras (2) to (10) of section (C) of Schedule V to the Listing Regulations from the current Financial Year as applicable.

11. The Company will be complying the requirements of corporate governance as specified in Regulation 17 to 27 and clauses(b) to (i) of sub-regulation (2) of Regulation 46 of the Listing Regulations from the current Financial Year as applicable.

12. As required under Regulation 36(3) of the Listing Regulations, particulars of Directors seeking appointment/re-appointment at the forthcoming AGM are given in the Notice of the AGM to be held on Monday, June 11, 2018.

13. Copy of Annual Return of your company will be uploaded at www.sembcorpenergyindia.com

Other Shareholder Information:

- Corporate Identity Number (CIN): U40103TG2008PLC057031
- International Securities Identification Number (ISIN): INE460M01013
- E-voting

  E-voting is a common internet infrastructure that enables investors to vote electronically on resolutions of companies. Investors can now vote on resolutions requiring voting through Postal Ballot as per the applicable rules and regulations without sending their votes through post. The Company will also provide the E-voting facility for the items to be transacted at the General Meetings from next Financial year. The MCA has authorised NSDL and CDSL for setting up electronic platform to facilitate casting of votes in electronic form. The Company would be entering into separate agreements with NSDL and CDSL for availing E-voting facilities.

- Shareholders' Relations Team

  The Shareholders' Relations Team is located at the Corporate Office of the Company.

  Contact Person: Company Secretary & Compliance Officer, 5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurugram 122 002, Haryana, India Tel: +91 124 389 6700 Fax: +91 124 389 6710

  In compliance with Regulation 62 of the Listing Regulations, a separate e-mail ID investorgrievances@sembcorp.com will be set up as a dedicated ID solely for the purpose of dealing with Members' queries/complaints.

Transfer of unclaimed dividend to Investor Education and Protection Fund

Pursuant to the provisions of Sections 124 and 125 of the Act, the dividend which remains unclaimed/unpaid for a period of seven years from the date of transfer to the unpaid dividend account is required to be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government.

Since the company has started operations recently, no dividend has been declared yet, there is no unclaimed dividend, there are no amounts transferred to IEPF during the year.

Unclaimed Shares

With the enforcement of Section 124(6) of the Act read with Rule 6(2) of IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, every Company is mandatorily required to transfer the underlying shares (both in physical as well as demat mode), for which the dividend has been unpaid or unclaimed for a consecutive period of seven years, to IEPF.

As per Notification dated February 28, 2017 of the Ministry of Corporate Affairs: Pursuant to second proviso to Rule 6 of said IEPF

Rules, 2016 notified on February 28, 2017, where seven year period provided under sub-section (5) of Section 124 is completed the due date for transfer of such shares to be arrived at.

In accordance with the requirement of said Section 124 and Regulation 39(4) read with clause B of Schedule VI to the Listing Regulations, the Company is required to inform, at the latest available address, the shareholder(s) [whose shares are lying unclaimed/ undelivered with the Company (both in physical as well as demat mode) for which the dividend has been unpaid or unclaimed for a consecutive period of seven years] concerned regarding transfer of shares three months before the said due date of transfer of shares and also simultaneously publish a notice in the leading newspaper in English and regional language having wide circulation informing the concerned that the names of such shareholders and their folio number or DP ID - Client ID are available on the website duly mentioning the website address.

Shares held in electronic form:

Members holding shares in electronic form may please note that:

i) For the purpose of making cash payments to the investors through Reserve Bank of India (RBI) approved electronic mode of payment (such as ECS, NECS, NEFT, RTGS etc.), relevant bank details available with the depositories will be used. Members are requested to update their bank details with their Depository Participant (DP).

ii) Instructions regarding change of address, nomination and power of attorney should be given directly to the DP.

Shares held in physical form:

Members holding shares in physical form are requested to notify/ send the following to the Company or the Registrar

to facilitate better servicing:

i) any change in their address/ mandate/ bank details, and

ii) particulars of the bank and branch in which they wish their dividend to be credited, in case they have not been furnished earlier.

Payment of dividend

As required under Regulation 12 read with Schedule I to the Listing Regulations, companies are directed to use, either directly or through their RTA, any RBI approved electronic clearing services (local, regional or national), direct credit, real time gross settlement, national electronic funds transfer, etc. for making payment of dividend/ interest on securities issued/redemption or repayment amount to the investors. For investors holding shares in demat mode, relevant bank details from the depositories will be sought. Investors holding shares in physical form, are requested to register instructions regarding their bank details with the RTA. Only in cases where either the bank details such as Magnetic Ink Character Recognition (MICR), Indian Financial System Code (IFSC) etc., that are required for making electronic payment, are not available or the electronic payment instructions have failed or have been rejected by the bank, physical payment instruments for making cash payments to the Investors may be used.

Depository Services

Members may write to the respective Depository or to TSRDL for guidance on depository services. Address for correspondence with the Depositories is as follows:

National Securities Depository Limited Trade World, 4th Floor Kamala Mills Compound Senapati Bapat Marg, Lower Parel Mumbai 400 013 Tel. No. : 022 2499 4200 Fax Nos. : 022 2497 6351 e-mail : info@nsdl.co.in website : www.nsdl.co.in	Central Depository Services (India) Limited Phiroze Jeejeebhoy Towers 17th Floor, Dalal Street Mumbai 400 023 Tel. No. : 022 2272 3333 Fax Nos. : 022 2272 3199 e-mail : investor@cdslindia.com website : www.cdslindia. com

Nomination Facility

Pursuant to the provisions of Section 72 of the Act, Members are entitled to make nominations in respect of shares held by them. Members holding shares in physical form and intending to make/change the nomination in respect of their shares in the Company, may submit their requests in Form No. SH.13 to the Company. Members holding shares in electronic form are requested to give the nomination request to their respective DPs directly.

Form No. SH.13 can be obtained from the Company. The company will be providing for downloading facility from the Company's website under the section 'Investors.

Reconciliation of Share Capital Audit

As stipulated by SEBI, a qualified Practicing Company Secretary will be carrying out Share Capital Audit to reconcile the total admitted capital with NSDL and CDSL and the total issued and listed capital. This audit will be carried out every quarter and the report thereon is submitted to the Stock Exchanges as well as placed before the Board of Directors post listing of the equity shares on the stock exchanges, as applicable.

Compliance of Share Transfer Formalities

Pursuant to Regulation 40(9) of the Listing Regulations, certificates, on half-yearly basis, to be obtained from a Practicing Company Secretary for due compliance of share transfer formalities by the Company post listing of the equity shares on the stock exchanges, as applicable.

Secretarial Audit

In terms of the Act, the Company appointed M/s.BS & Company, Company Secretaries LLP, Practicing Company Secretaries, to conduct Secretarial Audit of records and documents of the Company for FY2017-18. The Secretarial Audit Report is provided as Annexure 3 to the Board's Report.

Declaration

As required by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Managing Director to confirm that the Board Members and the Senior Management Personnel have confirmed compliance with the Codes of Conduct, as applicable to them, for the year ended March 31, 2018.

Vipul Tuli
Managing Director
(DIN: 07350892)

T.V. Sandeep Kumar Reddy
Director
(DIN: 00005573)

Glossary

AC	Audit Committee
AGM	Annual General Meeting
IPP	Independent Power Producer
CSR	Corporate Social Responsibility
DISCOMS	State-Owned Power distribution companies
ERM	Enterprise Risk Management
FSA	Fuel Supply Agreement
FY	Financial Year
GW	Giga Watt
GWH	Giga Watt Hour
GAM	Group Asset Management
HAZOP	Hazard & Operational Study
IMS	Integrated Management System
ISO 9001:2015	Quality Management system
ISO 14001:2015	Environmental Management system
IFC	Internal Financial Controls
MW	Mega watt
MCA	Ministry of Corporate Affairs
NEAPS	NSE Electronic Application Processing System
NED	Non -Executive Director
NRC	Nomination and Remuneration Committee
OHSAS 18001:2017	Occupational Health and Safety Assessment system
PPA	Power Purchase Agreement
RT	Radiography Test
SCORES	SEBI Complaints Redress System
SS	Secretarial Standard

ANNEXURE 2 TO DIRECTORS' REPORT

Form No. MGT-9

Extract of Annual Return

as on the financial year ended on March 31, 2018

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

I. Registration and other Details:

CIN	U40103TG2008PLC057031
Registration Date	08/01/2008
Name of the Company	Sembcorp Energy India Limited (Formerly, Thermal Powertech Corporation India Limited)
Category / Sub-Category of the Company	Company Category – Company Limited by Shares Company Subcategory – Indian Non-Government Company
Address of the Registered office and contact details	6-3-1090, A-5, TSR Towers, Rajbhavan Road, Somajiguda, Hyderabad, Telangana – 500082 Tel +91 40 3304 8300 Fax +91 40 2337 0360
Whether listed company	No
Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Computershare Private Limited Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad, Telangana – 500 032, India Tel: +91 40 6716 2222 Toll Free (India): 1-800-3454-001 Fax : +91 40 2342 0814 Email : einward.ris@karvy.com www.karvycomputershare.com

II. Principal Business Activities of the Company

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Generation of Power as an Operator	35102	100%

III. Particulars of Holding, Subsidiary and Associate Companies -

S. No.	Name of the company	Address of the company	CIN/GLN	Holding/ subsidiary/ Associate	% of shareholding	Applicable Section
1.	Sembcorp Utilities Pte Ltd ('SCU')	30 Hill Street, #05-04, Singapore, 179360, Singapore	Foreign Body Corporate 197300648H	Holding	93.73%	2 (46)
2.	TPCIL Singapore Utilities Pte Ltd ('TPCIL SG')	30 Hill Street, #05-04, Singapore, 179360, Singapore	Foreign Body Corporate 201434377G	Subsidiary	100%	2(87)(ii)
3.	Sembcorp Gayatri Power Limited ('SGPL')	6-3-1090, A- Block, 5th Floor, TSR Towers, Rajbhavan Road, Somajiguda, Hyderabad, Telangana – 500082	U40102AP2008PLC059628	Subsidiary	100%	2(87)(ii)
4.	Sembcorp Green Infra Limited ('SGIL')	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U45400HR2008PLC068302	Subsidiary	100%	2(87)(ii)
5.	Green Infra Wind Ventures Limited ("GIWVL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40101HR2010PLC070260	Subsidiary	100%	2(87)(ii)
6.	Green Infra Corporate Wind Limited ("GICWL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U45203HR2008PLC070247	Subsidiary	100%	2(87)(ii)
7.	Green Infra Wind Energy Assets Limited ("GIWEAL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40101HR2011PLC072040	Subsidiary	100%	2(87)(ii)
8.	Green Infra Wind Energy Project Limited ("GIWEPL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40108HR2011PLC070251	Subsidiary	100%	2(87)(ii)
9.	Green Infra Wind Farm Assets Limited ("GIWFAL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40102HR2011PLC070253	Subsidiary	100%	2(87)(ii)
10.	Green Infra Wind Power Limited ("GIWPL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40102HR2010PLC070255	Subsidiary	100%	2(87)(ii)
11.	Green Infra Wind Generation Limited ("GIWGL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40300HR2011PLC071902	Subsidiary	70.53%	2(87)(ii)
12.	Green Infra Wind Power Generation Limited ("GIWPGL")	Door No. 515 & 514, Tolstoy House, Tolstoy Marg, New Delhi - 110001, India	U40108DL2011PLC221871	Subsidiary	67.30%	2(87)(ii)
13.	Green Infra BTV Limited ("GIBTVL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40109HR2008PLC070246	Subsidiary	90.46%	2(87)(ii)
14.	Green Infra Wind Power Theni Limited ("GIWPTL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40105HR2011PLC070256	Subsidiary	73.21%	2(87)(ii)
15.	Green Infra Wind Energy Theni Limited ("GIWETL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40109HR2011PLC070252	Subsidiary	73.02%	2(87)(ii)
16.	Green Infra Wind Assets Limited ("GIWAL")	Door No. 515 & 514, Tolstoy House, Tolstoy Marg, New Delhi - 110001, India	U45203DL2008PLC213296	Subsidiary	100%	2(87)(ii)

S. No.	Name of the company	Address of the company	CIN/GLN	Holding/ subsidiary/ Associate	% of shareholding	Applicable Section
17.	Green Infra Wind Energy Limited ("GIWEL")	Door No. 515 & 514, Tolstoy House, Tolstoy Marg, New Delhi - 110001, India	U23200DL2005PLC213430	Subsidiary	100%	2(87)(ii)
18.	Green Infra Wind Power Projects Limited ("GIWPPL")	Door No. 515 & 514, Tolstoy House, Tolstoy Marg, New Delhi - 110001, India	U40108DL2011PLC221862	Subsidiary	69.03%	2(87)(ii)
19.	Green Infra Wind Farms Limited ("GIWFL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U45203HR2008PLC071903	Subsidiary	60.92%	2(87)(ii)
20.	Green Infra Clean Wind Energy Limited ("GICWEL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40106HR2012PLC070198	Subsidiary	100%	2(87)(ii)
21.	Green Infra Corporate Solar Limited ("GICSL")	Door No. 515 & 514, Tolstoy House, Tolstoy Marg, New Delhi - 110001, India	U40106DL2011PLC224943	Subsidiary	100%	2(87)(ii)
22.	Green Infra Wind Limited ("GIWL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40300HR2011PLC070254	Subsidiary	100%	2(87)(ii)
23.	Green Infra Wind Solutions Limited ("GIWSL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40300HR2012PLC070258	Subsidiary	100%	2(87)(ii)
24.	Green Infra Wind Techno Solutions Limited ("GIWTSL")	2nd Floor, Tower No. 2, NBCC Plaza, Sector V, Pushp Vihar, Saket New Delhi DL 110017	U40300DL2012PLC236178	Subsidiary	100%	2(87)(ii)
25.	Green Infra Wind Technology Limited ("GIWTL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40300HR2012PLC070259	Subsidiary	100%	2(87)(ii)
26.	Green Infra Solar Energy Limited ("GISEL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40107HR2010PLC070248	Subsidiary	100%	2(87)(ii)
27.	Green Infra Solar Farms Limited ("GISFL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40107HR2010PLC070249	Subsidiary	100%	2(87)(ii)
28.	Green Infra Solar Projects Limited ("GISPL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40108HR2011PLC070250	Subsidiary	100%	2(87)(ii)
29.	Mulanur Renewable Energy Private Limited ("MREPL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U40300HR2016PTC070808	Subsidiary	70.00%	2(87)(ii)
30.	Green Infra Renewable Energy Limited ("GIREL")	5th Floor, Tower C, Building No. 8, DLF Cybercity, Gurgaon - 122002, Haryana, India	U74999HR2017PLC067954	Subsidiary	99.00%	2(87)(ii)

Note: All the above subsidiaries are as per Section 2(87) and includes direct and indirect* subsidiaries.
Shareholding includes shares held jointly with other shareholders.

IV. Share Holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (as on 01.04.2017)				No. of Shares held at the end of the year (as on 31.03.2018)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	-	-	-	-	-	-	-	-	
b) Central Government	-	-	-	-	-	-	-	-	
c) State Government	-	-	-	-	-	-	-	-	
d) Bodies Corporate	-	-	-	-	-	-	-	-	
e) Banks/FI	-	-	-	-	-	-	-	-	
f) Any other	-	-	-	-	-	-	-	-	
Sub -total (A)(1) :-	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	
(2) Foreign						-	-		
a) NRIs – Individuals	-	-	-	-	-	-	-	-	
b) Other Individuals	-	-	-	-	-			-	
c) Bodies Corporate	159,82,99,574	-	159,82,99,574	86.87%	4,83,52,63,373	-	4,83,52,63,373	93.73%	6.86%
d) Banks/ Financial Institutions (FI)	-	-	-	-	-	-	-	-	
e) Any other (As Nominee of SCU)	-	-	-	-	-	4,618	-	-	
Sub – total (A) (2):-	**159,82,99,574**	**-**	**159,82,99,574**	**86.87%**	**4,83,52,63,373**	**4,618**	**4,83,52,67,991**	**93.73%**	**6.86%**
Total shareholding of Promoter (A) =(A)(1)+(A)(2)	**159,82,99,574**	**-**	**159,82,99,574**	**86.87%**	**4,83,52,63,373**	**4,618**	**4,83,52,67,991**	**93.73%**	**6.86%**
B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	
a) Mutual Funds	-	-	-	-	-	-	-	-	
b) Banks/FI	-	-	-	-	-	-	-	-	
c) Central Government	-	-	-	-	-	-	-	-	
d) State Government	-	-	-	-	-	-	-	-	
e) Venture Capital funds	-	-	-	-	-	-	-	-	
f) Insurance Companies	-	-	-	-	-	-	-	-	
g) Foreign Institutional Investors	-	-	-	-	-	-	-	-	
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	
i) Others	-	-	-	-	-	-	-	-	
Sub-total (B)(1):-	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	
2. Non Institutions	-	-	-	-	-	-	-	-	
A. Bodies Corporates									
i) Indian	50,15,974	23,65,99,300	24,16,15,274	13.13%	32,34,52,917	-	32,34,52,917	6.27%	(6.86)
ii) Overseas	-	-	-	-	-	-	-	-	

Category of Shareholders	No. of Shares held at the beginning of the year (as on 01.04.2017)				No. of Shares held at the end of the year (as on 31.03.2018)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
B. Individual	-	-	-	-	-	-	-	-	
i) Individual shareholders holding nominal share capital upto ₹1 lakh	-	-	-	-	-		-		
ii) Individual shareholders holding nominal share capital in excess of ₹1 lakh	-	-	-	-	-	-		-	
Others (specify) (as a Nominee of GEVPL)	-	700	700	-	-	856	856	-	
Sub-total (B)(2):-	**50,15,974**	**23,65,99,300**	**24,16,15,274**	**13.13%**	**32,34,52,917**	**856**	**32,34,53,773**	**6.27%**	**(6.86)**
Total Public Shareholding (B)=(B)(1)+ (B)(2)	**50,15,974**	**23,65,99,300**	**24,16,15,274**	**13.13%**	**32,34,52,917**	**856**	**32,34,53,773**	**6.27%**	**(6.86)**
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	**160,33,16,248**	**23,65,99,300**	**183,99,15,548**	**100.00%**	**5,15,87,16,290**	**5,474**	**5,15,87,21,764**	**100.00%**	**-**

ii) Shareholding of Promoters

S. No.	Shareholder's Name	Shareholding at the beginning of the year (as on 01.04.2017)			Shareholding at the end of the year (as on 31.03.2018)			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	M/S Sembcorp Utilities Pte Ltd along with its nominees	1,59,82,99,574	86.87%	35%	4,83,52,67,991	93.73%	Nil	6.86%
	Total	**1,59,82,99,574**	**86.87%**	**35%**	**4,83,52,67,991**	**93.73%**	**Nil**	**6.86%**

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

S. No.	Name of the Shareholder	Shareholding at the beginning of the year (as on 01.04.2017		Date	Reason	Increase/ Decrease in Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Sembcorp Utilities Pte Ltd	1,59,82,99,574	86.87%	15.02.2018	Allotment of shares to Sembcorp Utilities Pte Ltd	3,23,69,68,417[4]	62.75%	4,83,52,67,991	93.73%
				31.03.2018	At the end of the year			4,83,52,67,991	93.73%

[4] Includes 4,618 shares allotted to the nominees of Sembcorp Utilities Pte Ltd

iv) Shareholding pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Shareholding Pattern of Top 10 Shareholders (Other than Promoters, Directors and Holders of GDRs and ADRs) between 01.04.2017 and 31.03.2018

S No	Type	Name of the Shareholder	Shareholding at the beginning of the year (as on 01.04.2017)		Date	Reason	Increase/ Decrease in Shareholding		Cumulative Shareholding during the year	
			No of Shares	% of total shares of the Company			No. of shares	% of total shares of the company	No of Shares	% of total shares of the company
1	Equity	Gayatri Energy Ventures Private Limited ('GEVPL') along with its Nominees	24,16,15,974	13.13%	15.02.2018	Allotment of shares	8,18,37,799[4]	1.58%	32,34,53,773	6.27%
					31.03.2018	At the end of the year			32,34,53,773	6.27%

[4] Includes 156 shares allotted to the nominees of Gayatri Energy Venture Private Limited

v) Shareholding of Directors and Key Managerial Personnel:

S. No.	Name of the Director / Key Managerial Personnel	Shareholding at the beginning of the year (as on 01.04.2017		Date	Reason	Increase/ Decrease in Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company			No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Mr. T.V. Sandeep Kumar Reddy*	300	Negligible	15.02.2018	Allotment of shares	26	Negligible	326	Negligible
				31.03.2018	At the end of the year	326			
2.	Mr. Neil Garry McGregor*	-	-	15.02.2018	Allotment of shares	924	Negligible	924	Negligible
				31.03.2018	At the end of the year	924	Negligible	924	Negligible
3.	Mr. Vipul Tuli	-	-	31.03.2018	At the end of the year	-	-	-	-
4.	Ms. Looi Lee Hwa	-	-	31.03.2018	At the end of the year	-	-	-	-
5.	Mr. R.S. Sharma	-	-	31.03.2018	At the end of the year	-	-	-	-
6.	Ms. Sangeeta Talwar	-	-	31.03.2018	At the end of the year	-	-	-	-
7.	Mr. Bobby Kanubhai Parikh	-	-	31.03.2018	At the end of the year	-	-	-	-
8.	Mr. Kalaikuruchi Jairaj	-	-	31.03.2018	At the end of the year	-	-	-	-
9.	Mr. Juvenil Ashwinkumar Jani	-	-	31.03.2018	At the end of the year	-	-	-	-
10.	Mr. Narendra Ande	-	-	31.03.2018	At the end of the year	-	-	-	-

* held as a nominee of body corporate.

V. Indebtedness

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	79,84,13,58,965			79,84,13,58,965
ii) Interest due but not paid	-			-
iii) Interest accrued but not due	507,43,199			5,07,43,199
Total (I + ii + iii)	**79,89,21,02,164**			**79,89,21,02,164**
Change in Indebtedness during the financial year				
Addition	1,40,31,45,522			1,40,31,45,522
Reduction	(9,42,57,88,199)			(9,42,57,88,199)
Net Change	**(8,02,26,42,677)**			**(8,02,26,42,677)**
Indebtedness at the end of the financial year	71,86,94,59,487			71,86,94,59,487
Principal Amount	71,82,04,15,457			71,82,04,15,457
Interest due but not paid	-			-
Interest accrued but not due	4,90,44,030			4,90,44,030
Total (i+ii+iii)	**71,86,94,59,487**			**71,86,94,59,487**

VI. Remuneration of Directors and Key Managerial Personnel

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager Mr. VIPUL TULI, Managing Director[5]	Total Amount
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	8,893,752	8,893,752
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	277,497	277,497
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961		
2.	Stock Option		
3.	Sweat Equity		
4.	Commission - as % of profit/ - others, specify		
5.	Others, please specify		
6.	**Total (A)**	**9,171,249**	**9,171,249**
7.	Ceiling as per the Act		

[5] Mr. Vipul Tuli joined the Board of directors of the Company on April 17, 2017. He was later appointed as Managing Director of the Company w.e.f. May 31, 2017. The terms of appointment has been modified in the Board Meeting held January 10, 2018 considering payment of remuneration to him effective from January 01, 2018.

B Remuneration to other directors:

S. No.	Name of the Director	Particulars of Remuneration	Fees for attending Board/Committee Meetings	Commission	Others, Please specify	Total Amount
1.	Mr. T.N. Thakur,[6] Independent Director	Sitting Fees	9,00,000	Nil	Nil	9,00,000
2.	Ms. C.R. Gayathri[7] Independent Director	Sitting Fees	8,00,000	Nil	Nil	8,00,000
3.	Mr. R.S. Sharma[8] Independent Director	Sitting Fees	4,00,000	Nil	Nil	4,00,000
4.	Ms. Sangeeta Talwar[9] Independent Director	Sitting Fees	4,00,000	Nil	Nil	4,00,000
5.	Mr. Bobby Kanubhai Parikh[10] Independent Director	Sitting Fees	3,00,000	Nil	Nil	3,00,000
6.	Mr. Kalaikuruchi Jairaj[11] Independent Director	Sitting Fees	4,00,000	Nil	Nil	4,00,000
7.	Other Non-Executive Directors	Other Non-executive Directors have not been paid any remuneration during the financial year 2017-18				

[6] Resigned as Independent Director and Member of the Board w.e.f. February 04, 2018

[7] Resigned as Independent Director and Member of the Board w,e,f, February 05, 2018

[8] Appointed as Independent Director w.e.f. February 02, 2018

[9] Appointed as Independent Director w.e.f. February 02, 2018

[10] Appointed as Independent Director w.e.f. February 02, 2018

[11] Appointed as Independent Director w.e.f. February 02, 2018

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Mr. Narendra Ande[12], Company Secretary	Mr. Juvenil Jani[13], Chief Financial Officer	
1.	Gross salary			
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	878,514	3,524,181	4,402,695
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	121,590	121,590
	c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961			
2.	Stock Option			
3.	Sweat Equity			
4.	Commission - as % of profit - others, specify			
5.	Others, please specify			
6.	**Total (A)**	**878,514**	**3,645,771**	**4,524,285**
7.	Ceiling as per the Act			

Note: remuneration details of CS and CFO who have resigned during the financial year forms part of financial statement.

[12] Appointed as Company Secretary and Compliance officer w.e.f. January 11, 2018

[13] Appointed as Chief Financial Officer w.e.f. January 11, 2018

V. Penalties/Punishment/Compounding of Offences

Type	Section of the Companies Act	Brief description	Detail of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/NCLT/ Court	Appeal made if any
A. Company					
Penalty					
Punishment			None		
Compounding					
B. Directors					
Penalty					
Punishment			None		
Compounding					
C. Other Officers in default					
Penalty					
Punishment			None		
Compounding					

For and on behalf of the Board

Vipul Tuli
Managing Director
(DIN: 07350892)

T.V. Sandeep Kumar Reddy
Director
(DIN: 00005573)

ANNEXURE 3 TO DIRECTORS' REPORT

Form No. MR-3

Secretarial Audit Report

For the Financial Year ended March 31, 2018

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

To,
The Members,
SEMBCORP ENERGY INDIA LIMITED
(Formerly Known as
Thermal Powertech Corporation India Limited)
Hyderabad

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Sembcorp Energy India Limited (Formerly Known as Thermal Powertech Corporation India Limited)** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minutes books, forms and returns filed and other documents/ records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **March 31, 2018** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company and relied on the information provided by the management and its officers for the financial year ended on March 31, 2018 according to the provisions of:

(1) The Companies Act, 2013 (the Act) and the rules made there under;

(2) The Depositories Act, 1996 and the regulations and bye-laws framed there under;

(3) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment;

(4) The Company has identified the following Acts specifically applicable to the Company:

   i. The Environment Protection Act, 1986;

   ii. The Water (Prevention and Control of Pollution) Act, 1974;

   iii. The Air (Prevention and Control of Pollution) Act, 1981;

   iv. The Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008;

   v. The Batteries (Management & Handling) Rules, 2001

   vi. The Bio-Medical Waste Management Rules, 2016

   vii. The E-Waste (Management) Rules, 2016

   viii. The Boilers Act, 1923;

   ix. The Explosives Act, 1884 read with Gas Cylinders Rules, 2016

   x. The Petroleum Act, 1934 read with Petroleum Rules, 2002

   xi. The Electricity Act, 2003;

   xii. The Factories Act, 1948

   xiii. The Industrial Employment (Standing Orders) Act, 1946

(5) The Central and State laws, Regulations, Guidelines, Rules etc, as identified and applicable to the Company

We have also examined compliances with the applicable clauses of Secretarial Standards 1 & 2 issued by The Institute of Company Secretaries of India (ICSI).

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We further report that

a. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

b. Adequate notice was given to all directors for convening the Board/ Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and through shorter notice for some of the board and committee meetings, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

c. During the period under review, resolutions were carried through majority. As confirmed by the Management, there were no dissenting views expressed by any of the members on any business transacted at the meeting held during the period under review.

d. Based on the information, documents provided and the representations made by the Company, its officers during our audit process and also on review of the compliance reports of the Company Secretary taken on record by the Board of Directors of the Company periodically, in our opinion , there are adequate systems and processes exists in the Company to commensurate with the size and operations of the Company, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

e. The compliance by the Company of the applicable financial laws like direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed by us since the same have been subject to review by statutory auditors and other professionals.

We further report that following were the major events during the audit period, the Company has:

1. Appointed Mr. Vipul Tuli (DIN: 07350892) as Managing Director and Key Managerial Personnel in place of Mr. Atul Mohan Nargund (DIN: 05135381).
2. Appointed Mr. Juvenil Ashwinkumar Jani as the Chief Financial Officer and Key Managerial Person in place of Mr. Chidambaram Iyer.
3. Appointed Mr. Narendra Ande as the Company secretary of the Company in place of Ms. Nagamani Alluri.
4. Invested Singapore Dollars 25,000 in TPCIL Singapore PTE LTD.
5. Obtained approval from members for Re-organisation of the Company for taking consequential steps and preparing the Company for listing through IPO.
6. Revised its limits for loans and investments and the borrowings power pursuant to Section 186 and 180(1)(c) of Companies Act, 2013 in the Extra Ordinary General Meeting held on 18.12.2017.
7. Reclassified the existing Authorised capital of the Company of ₹35,000,000,000 (Rupees Three Thousand and Five Hundred Crores) divided into 3,009,803,921 equity shares of ₹10/- and 49,01,96,079 preference shares divided into 25,00,00,000 cumulative participatory redeemable convertible preference shares (CPRCPS) I of ₹10/- each and 24,01,96,079 cumulative participatory redeemable convertible preference shares (CPRCPS) II shares of ₹10/- each to ₹35,000,000,000 (Rupees Three Thousand and Five Hundred Crores) divided into 350,00,00,000 equity shares of ₹10/- each.
8. Acquired 100% equity shares of Sembcorp Green Infra Limited and Sembcorp Gayatri Power Limited.
9. Issued and allotted 75,00,50,271 equity shares of ₹10/- each to Sembcorp Utilities Pte Ltd on preferential basis for an amount of ₹14,102,000,000/- in the extra ordinary general meeting held on 16.01.2018.
10. Altered the Articles of Association of the Company.
11. Constituted IPO Committee and Stakeholder Relationship Committee in the board meeting held on 09.02.2018.
12. Approved the Scheme of amalgamation of Sembcorp Gayatri Power Limited ('SGPL') with Sembcorp Energy India Limited ("SEIL") (formerly, Thermal Powertech Corporation India Limited).
13. Changed its name from Thermal Powertech Corporation India Limited to Sembcorp Energy India Limited.
14. Appointed Mr. RS Sharma (DIN: 00013208), Ms. Sangeeta Talwar (DIN: 00062478), Mr. Kalaikuruchi Jairaj (DIN: 01875126) and Mr. Bobby Kanubhai Parikh (DIN: 00019437) as Independent Directors on Board of the Company.
15. Appointed Ms. Looi Lee Hwa (DIN 08058201) as Director on Board.

For **BS & Company Company Secretaries LLP**

Sd/-
K.V.S. Subramanyam
Designated Partner
FCS No. 5400
C P No.: 4815

Place: Hyderabad
Date: May 17, 2018

Note: This report is to be read with our letter of even date which is annexed as 'Annexure' and forms an integral part of this report.

ANNEXURE

To,
The Members,
SEMBCORP ENERGY INDIA LIMITED
(Formerly Known as
Thermal Powertech Corporation India Limited)
Hyderabad

Our report of even date is to be read along with this letter:

1. Maintenance of Secretarial records is the responsibility of the Management of the Company. Our responsibility is to express as opinion on these secretarial records based on our audit.

2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

4. Wherever required, we have obtained the Management representation about the compliance of applicable laws, rules and regulations etc.

5. The compliance of the provisions of Companies Act, 2013 and other applicable laws, Rules, Regulations, secretarial standards issued by ICSI is the responsibility of the Management. Our examination was limited to the verification of procedures on test basis.

6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

7. We further report that, based on the information provided by the Company, its officers, authorized representatives during the conduct of the audit and also on the review of quarterly compliance report by the respective departmental heads/ Company Secretary/ Managing Director taken on record by the Board of the Company, in our opinion adequate systems and process and control mechanism exist in the Company to monitor compliance with applicable general laws like labour laws & Environment Laws and Data protection policy.

8. We further report that the compliance by the Company of applicable fiscal laws like Direct & Indirect tax laws have not been reviewed in this audit since the same has been subject to review by the statutory financial audit and other designated professionals.

For **BS & Company Company Secretaries LLP**

Sd/-
K.V.S. Subramanyam
Designated Partner
FCS No. 5400
C P No.: 4815

Place: Hyderabad
Date: May 17, 2018

ANNEXURE 4 TO DIRECTORS' REPORT

Form AOC-1

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

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

(Amount in million)

S. No.	Name of subsidiaries		Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	Exchange Rate as at March 31, 2018	Share capital	Reserve and surplus	Total assets	Total liabilities	Investments	Turnover	Profit/ (Loss) before Taxation	Provision for taxation	Profit/ (Loss) after taxation	Proposed dividend	% of equity shareholding
1.	TPCIL Singapore Pte Ltd *	TPCIL SG	No	USD	65.04	1.13	(0.8)	0.59	0.25	0	0	(0.27)	0	(0.27)	0	100
2.	Sembcorp Gayatri Power Limited	SGPL	No	INR		28763	(12068)	110436	93740	0	32794	(8187)	0	(8187)	0	100
3.	Sembcorp Green Infra Limited	SGIL	No	INR		2,853.95	15,079.97	18,079.16	145.23	16,661.54	270.90	387.20	185.58	201.62	-	100
4.	Green Infra Wind Ventures Limited	GIWVL	No	INR		960.30	217.08	1,930.75	753.37	1,917.10	-	(28.05)	7.46	(35.52)	-	100
5.	Green Infra Wind Energy Limited	GIWEL	No	INR		10,491.82	(1,588.54)	22,294.33	13,391.05	288.97	2,101.15	(101.51)	32.53	(134.04)	-	100
6.	Green Infra Wind Farms Limited	GIWFL	No	INR		8.00	(57.53)	1,186.20	1,235.73	344.54	295.14	70.77	53.16	17.61	-	60.925
7.	Green Infra Wind Power Limited	GIWPL	No	INR		302.27	(86.68)	871.59	656.01	107.75	115.68	(22.88)	-	(22.88)	-	100
8.	Green Infra Corporate Wind Limited	GICWL	No	INR		296.34	(68.74)	899.18	671.57	118.76	116.70	(24.06)	-	(24.06)	-	100
9.	Green Infra Wind Energy Assets Limited	GIWEAL	No	INR		19.48	311.68	924.33	593.17	96.39	123.84	38.99	8.03	30.96	-	100
10.	Green Infra Wind Generation Limited	GIWGL	No	INR		18.74	(212.28)	1,224.33	1,417.86	81.08	217.56	(59.70)	-	(59.70)	-	70.55
11.	Green Infra Wind Power Projects Limited	GIWPPL	No	INR		17.49	188.48	1,406.64	1,200.67	224.89	341.44	121.67	28.91	92.76	-	69.06
12.	Green Infra Wind Energy Project Limited	GIWEPL	No	INR		315.50	233.44	1,293.57	744.63	81.80	238.10	79.99	13.68	66.30	-	100
13.	Green Infra Wind Power Generation Limited	GIWPGL	No	INR		1,339.29	10.26	8,491.92	7,142.37	234.30	1,174.42	(60.72)	-	(60.72)	-	67.31
14.	Green Infra Wind Farm Assets Limited	GIWFAL	No	INR		733.00	(35.72)	3,106.70	2,409.41	481.40	395.51	9.21	(15.38)	24.59	-	100
15.	Green Infra Solar Energy Limited	GISEL	No	INR		7.88	473.42	1,132.04	650.74	250.72	234.13	100.52	32.48	68.03	-	100
16.	Green Infra Solar Farms Limited	GISFL	No	INR		20.52	852.44	1,999.09	1,126.14	457.81	327.48	90.14	30.11	60.03	-	100
17.	Green Infra Solar Projects Limited	GISPL	No	INR		5.50	233.39	534.60	295.71	128.55	85.16	24.55	7.64	16.92	-	100
18.	Green Infra BTV Limited	GIBTVL	No	INR		812.50	326.38	3,033.37	1,894.49	214.88	555.31	182.90	76.08	106.83	-	90.46
19.	Green Infra Wind Energy Theni Limited	GIWEThL	No	INR		139.00	90.42	366.03	136.62	77.00	76.05	32.33	6.20	26.13	-	66.06
20.	Green Infra Wind Power Theni Limited	GIWPThL	No	INR		56.00	8.29	198.03	133.74	75.34	36.06	17.29	8.60	8.69	-	66.23
21.	Green Infra Corporate Solar Limited	GICSL	No	INR		1,080.65	691.86	12,516.07	10,743.56	630.95	1,784.77	(128.25)	37.81	(166.06)	-	100
22.	Mulanur Renewable Energy Private Limited	MREPL	No	INR		402.80	(17.52)	1,675.18	1,289.90	88.18	276.06	(16.80)	-	(16.80)	-	70.00
23.	Green Infra Reneable Energy Limited	GIREL	No	INR		100.00	(3.46)	10,160.21	10,063.66	-	-	(3.37)	-	(3.37)	-	99

S. No.	Name of subsidiaries		Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	Exchange Rate as at March 31, 2018	Share capital	Reserve and surplus	Total assets	Total liabilities	Investments	Turnover	Profit/ (Loss) before Taxation	Provision for taxation	Profit/ (Loss) after taxation	Proposed dividend	% of equity shareholding
24.	Green Infra Wind Solutions Limited	GIWSL	No	INR		854.50	(150.90)	3,874.46	3,170.85	-	355.51	(147.48)	-	(147.48)	-	100
25.	Green Infra Wind Limited*	GIWL	No	INR		21.50	(1.97)	36.36	16.82	-	-	2.05	0.58	1.47	-	100
26.	Green Infra Wind Technology Limited*	GIWTL	No	INR		0.50	19.20	57.72	38.02	-	-	(2.90)	1.43	(4.34)	-	100
27.	Green Infra Wind Assets Limited*	GIWAL	No	INR		3.50	83.23	570.13	483.40	570.00	-	39.62	0.00	39.62	-	100
28.	Green Infra Wind Techno Solutions Limited#		No	INR		-	-	-	-	-	-	0.13		0.13	-	100
29.	Green Infra Clean Wind Energy Limited*	GICWEL	No	INR		0.50	(0.39)	0.00	(0.11)	-	-	(0.06)	-	(0.06)	-	100

* Subsidiaries which are yet to commence operations

Subsidiaries which have been liquidated or sold during the year

1. Green Infra Wind Techno Solutions Limited

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of associates/Joint Ventures	Nil	Nil	Nil
1. Latest audited Balance Sheet Date			
2. Shares of Associate/Joint Ventures held by the company on the year end			
No.			
Amount of Investment in Associates/Joint Venture			
Extend of Holding%			
3. Description of how there is significant influence			
4. Reason why the associate/joint venture is not consolidated			
5. Net worth attributable to shareholding as per latest audited Balance Sheet			
6. Profit/Loss for the year			
i. Considered in Consolidation			
ii. Not Considered in Consolidation			

1. Names of associates or joint ventures which are yet to commence operations.

2. Names of associates or joint ventures which have been liquidated or sold during the year.

For and on behalf of the Board of Directors of
Sembcorp Energy India Limited
(Formerly Thermal Powertech Corporation India Limited)
CIN: U40103TG2008PCL057031

Vipul Tuli
Managing Director
DIN: 07350892

T .V. Sandeep Kumar Reddy
Director
DIN: 0005573

Juvenil Jani
Chief Financial Officer

Narendra Ande
Company Secretary
Membership No: A14603

Place: Gurugram
Date: May 21, 2018

ANNEXURE 5 TO DIRECTORS' REPORT

Form No. AOC.2

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

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

I. Details of contracts or arrangements or transactions not at arm's length basis : NIL

II. Details of contracts or arrangements or transactions at arm's length basis:

1. Approval of Transactions Between Sembcorp Gayatri Power Limited and The Company

Sl No.	Particulars	Remarks
a)	Name(s) of the related party and nature of relationship	Sembcorp Gayatri Power Limited Nature of relationship as on date – Wholly Owned Subsidiary Nature of relationship at the time of transaction – Fellow subsidiary
b)	Nature of contracts/arrangements/ transactions	• Sale purchase of Imported Coal – up to ₹350 Crore[1] • Sale purchase of Stores and Spares – up to ₹100 Crore • Other Materials - up to ₹100 Crore
c)	Duration of the contracts/arrangements/ transactions	Upto March 31, 2018
d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	Based on the quantum, at the prices determined based on the market conditions prevalent at the time of transaction, keeping in view the Arms' length mechanism or on a cost to cost basis plus applicable taxes
e)	Date(s) of approval by the Board, if any:	September 13, 2017
f)	Amount paid as advances, if any	Nil

[1] Maximum value of transactions for sale/purchase of imported coal was increased from ₹350 Cores to ₹1,000 Crores by way of resolution approved by the Audit Committee on January 09, 2018.

2. Approval for entering into Facility Sharing Agreement with Sembcorp India Private Limited

Sl No.	Particulars	Remarks
a)	Name(s) of the related party and nature of relationship	Sembcorp India Private Limited ('SIPL') Nature of Relationship – Fellow Subsidiary
b)	Nature of contracts/ arrangements/ transactions	Facility Sharing Agreement
c)	Duration of the contracts/ arrangements/ transactions	To continue till such time the agreement is terminated by either party
d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	Price to be arrived at based on the reimbursement of actual cost incurred by SIPL on proportionate basis
e)	Date(s) of approval by the Board, if any:	Not Applicable
f)	Amount paid as advances, if any	Nil

For and on behalf of the Board

Sd/-
Vipul Tuli
Managing Director
(DIN: 07350892)

Sd/-
T.V. Sandeep Kumar Reddy
Director
(DIN: 00005573)

Standalone Financial Statements

Independent Auditor's Report

To The Members of **Sembcorp Energy India Limited**
(formerly Thermal Powertech Corporation India Limited)

Report on the Audit of the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of Sembcorp Energy India Limited (formerly Thermal Powertech Corporation India Limited) ("the Company"), which comprise the Standalone Balance Sheet as at March 31, 2018, the Standalone Statement of Profit and Loss, the Standalone Statement of Changes in Equity and the Standalone Statement of Cash Flows for the year then ended, and summary of the significant accounting policies and other explanatory information (collectively referred to as Standalone Ind AS Financial Statements").

Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the state of affairs, profit/loss and including other omprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act.

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

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

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

We are also responsible to conclude on the appropriateness of Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the opinion. Our conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause an entity to cease to continue as a going concern.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at March 31, 2018, its profit and including other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, we report that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

    c) The Standalone Balance Sheet, the Statement of Profit and Loss, the Standalone Cash Flow Statement and Standalone Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

    d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.

    e) On the basis of the written representations received from the directors as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164(2) of the Act.

    f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

    g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

        i. The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements - Refer Note 2.29 to the standalone Ind AS financial statements.

        ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

        iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

        iv. The disclosures in the standalone Ind AS financial statements regarding holdings as well as dealings in specified bank notes during the period from November 8, 2016 to December 30, 2016 have not been made since they do not pertain to the financial year ended March 31, 2018. However amounts as appearing in the audited Standalone In AS financial statements for the period ended March 31, 2017 have been disclosed.

for **B S R & Associates LLP**
Chartered Accountants
Firm Registration Number: 116231W/W-100024

Sd/-
Hemant Maheshwari
Partner
Membership No.: 096537

Place: Hyderabad
Date : May 21, 2018

Annexure A to the Independent Auditor's Report On standalone Ind AS financial statements

With reference to Annexure A referred to in the Independent Auditor's Report of even date to the members of Sembcorp Energy India Limited (formerly Thermal Powertech Corporation India Limited) ('the Company') on the standalone Ind AS financial statements for the year ended March 31, 2018, we report that:

i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) The Company has a programme of physical verification of its fixed assets by which all the fixed assets are verified in a phased manner over a period of three years. In our opinion, the periodicity of physical verification is reasonable having regard to the size of the Company any and the nature of its assets. In accordance with the programme certain fixed assets were verified during the year and no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties as disclosed in note 2.1 on property, plant and equipment to the standalone Ind AS financial statements are held in the name of the Company.

ii. The inventories, except materials-in-transit, have been physically verified by the Management during the year. In our opinion, the frequency of such verification is reasonable. The discrepancies noticed on verification between the physical stocks and the book records have been appropriately adjusted in the books of accounts.

iii. According to the information and explanations given to us, Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013 ('Act'). Thus, paragraph 3(iii) (a), (b) and (c) of the said Order is not applicable to the Company.

iv. In our opinion and according to the information and explanations given to us, the Company has not given any loans, or provided any guarantees or security to the parties covered under Section 185 and 186 of the Act. Accordingly, compliance under Section 185 of the Act is not applicable to the Company. According to the information and explanations given to us, the Company has complied with the provisions of Section 186 of the Act in respect of the investments made.

v. The Company has not accepted any deposits from public within the meaning of Section 73 to 76 of the Act and Rules framed thereunder.

vi. We have broadly reviewed the books of account maintained by the Company pursuant to the rules prescribed by the Central Government of India for maintenance of cost records under Section 148 of the Act and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.

vii. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Provident fund, Income tax, Goods and Services tax, Sales tax, Value Added tax, Service tax, Works Contract tax, Duty of customs and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities except for Advance income tax which has not been deposited on account of proposed scheme of amalgamation (refer note 2.35 to the standalone Ind AS financial statements). As explained to us, the provisions of Employees' State Insurance, Duty of excise and cess are not applicable to the Company.

According to the information and explanations given to us, there are no undisputed amount payable in respect of Provident fund, Income tax, Goods and Services tax, Sales tax, Value Added tax, Service tax, Works Contract tax, Duty of customs and other material statutory dues which were in arrears as at March 31, 2018 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no dues of Goods and Services tax, Sales tax, Value Added tax, Service tax, Works Contract tax and Duty of customs which have not been deposited with the appropriate authorities on account of any dispute. However, the Company disputes the following Income tax dues:

Name of the statute	Nature of dues	Amount ₹ in millions	Period to which the amount relates	Forum where dispute is pending
Income tax Act, 1961	Income tax and interest	1.80	Assessment year 2011-12	Commissioner of Income- tax, Appeals CIT(A)
Income tax Act, 1961	Income tax and interest	88.14 (29.48)*	Assessment year 2012-13	Hon'ble High Court of Telangana and Andhra Pradesh
Income tax Act, 1961	Income tax and interest	98.61 (34.99)*	Assessment year 2013-14	Commissioner of Income- tax, Appeals (CIT(A))
Income tax Act, 1961	Income tax and interest	152.96 (59.33)*	Assessment year 2014-15	Commissioner of Income-tax, Appeals (CIT(A))
Income tax Act, 1961	Income tax and interest	203.25 (15.00)*	Assessment year 2015-16	Commissioner of Income-tax, Appeals (CIT(A))

* Represent amounts paid under protest.

As explained to us, the Company did not have any dues on account of Duty of excise and cess.

viii. According to the records of the Company examined by us and information and explanation provided to us, the Company has not defaulted in repayment of loans or borrowings to any bank. The Company does not have any loans or borrowings from any financial institution or government nor has it issued any debentures as at the balance sheet date.

ix. The Company has not raised any moneys by way of initial public offer and further public offer (including debt instruments). According to the information and explanations given to us, the Company has applied the term loans for the purpose for which they were obtained.

x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.

xi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 of the Act read with schedule V to the Act.

xii. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Thus, paragraph 3(xii) of the said Order is not applicable to the Company.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has entered into transactions with related parties which are in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under the applicable accounting standards.

xiv. According to the information and explanations given to us and based on our examination of the records of the Company, preferential allotment of equity shares during the year under review are in compliance with the requirements of Section 42 of the Act. The amount received have been used for the purposes for which the funds were raised.

xv. The Company has entered into a non-cash transaction with a person connected with a director, Gayatri Energy Ventures Private Limited, in compliance with the provisions of Section 192 of the Act (refer note 2.34 to the standalone Ind AS financial statements). According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any other non-cash transactions with directors or persons connected with them

xvi. In our opinion and according to the information and explanation given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Thus, paragraph 3(xvi) of the said Order is not applicable to Company.

for **B S R & Associates LLP**
Chartered Accountants
Firm Registration Number: 116231W/W-100024

Sd/-
Hemant Maheshwari
Partner
Membership No.: 096537

Place: Hyderabad
Date : May 21, 2018

Annexure B to the Independent Auditor's Report on the standalone Ind AS financial statements

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

We have audited the internal financial controls over financial reporting of Sembcorp Energy India Limited (formerly Thermal Powertech Corporation India Limited) ('the Company') as of March 31, 2018 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the standalone financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

for **B S R & Associates LLP**
Chartered Accountants
Firm Registration Number: 116231W/W-100024

Sd/-
Hemant Maheshwari
Partner
Membership No.: 096537

Place: Hyderabad
Date : May 21, 2018

Standalone Balance Sheet

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

Particulars	Note	As at March 31, 2018	As at March 31, 2017
ASSETS			
I Non-current assets			
(a) Property, plant and equipment	2.1	82,165.00	85,034.61
(b) Capital work-in-progress	2.1	285.63	670.95
(c) Other intangible assets	2.2	3.24	19.70
(d) Financial assets			
(i) Investments	2.3	62,399.35	0.47
(ii) Other financial assets	2.4	1,321.88	-
(e) Non-current tax assets		287.08	195.57
(f) Other non-current assets	2.5	38.37	11.29
Total non-current assets		**146,500.55**	**85,932.59**
II Current assets			
(a) Inventories	2.6	3,424.35	3,400.47
(b) Financial assets			
(i) Trade receivables	2.7	8,974.37	11,991.73
(ii) Cash and cash equivalents	2.8	948.44	1,424.46
(iii) Bank balances other than (ii) above	2.8	61.44	778.69
(iv) Loans	2.9	0.11	0.79
(v) Other financial assets	2.10	4,573.97	5,170.49
(c) Other current assets	2.11	660.24	597.23
Total current assets		**18,642.92**	**23,363.86**
Total assets		**165,143.47**	**109,296.45**
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	2.12	51,587.22	18,399.15
(b) Other equity	2.13	37,545.50	6,438.67
Total equity		**89,132.72**	**24,837.82**
Liabilities			
I Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	2.14	59,204.52	62,330.31
(ii) Derivatives	2.15	684.96	802.60
(iii) Other financial liabilities	2.16	9.19	10.94
(b) Provisions	2.17	25.07	33.51
Total non-current liabilities		**59,923.74**	**63,177.36**
II Current liabilities			
(a) Financial liabilities			
(i) Borrowings	2.18	9,456.13	14,568.25
(ii) Trade payables	2.19	2,254.63	2,976.24
(iii) Derivatives	2.20	11.67	116.60
(iv) Other financial liabilities	2.21	4,027.74	3,549.77
(b) Current tax liabilities (net)		236.01	-
(c) Other current liabilities	2.22	94.34	65.69
(d) Provisions	2.23	6.49	4.72
Total current liabilities		**16,087.01**	**21,281.27**
Total liabilities		**76,010.75**	**84,458.63**
Total equity and liabilities		**165,143.47**	**109,296.45**

The explanatory notes form an integral part of the standalone Ind AS financial statements.
As per our report on standalone Ind AS financial statements of even date attached

For **B S R & Associates LLP**
Chartered Accountants
ICAI Firm registration number: 116231W/ W-100024

Sd/-
Hemant Maheshwari
Partner
Membership No: 096537

Place: Hyderabad
Date: May 21, 2018

For and on behalf of the Board of Directors of
Sembcorp Energy India Limited
(Formerly Thermal Powertech Corporation India Limited)
CIN: U40103TG2008PLC057031

Sd/-
Vipul Tuli
Managing Director
DIN: 07350892

Sd/-
T .V. Sandeep Kumar Reddy
Director
DIN: 00005573

Sd/-
Juvenil Jani
Chief Financial Officer

Sd/-
Narendra Ande
Company Secretary
Membership No: A14603

Place: Gurugram
Date: May 21, 2018

Standalone Statement of Profit and Loss

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

Particulars	Note	Year ended March 31, 2018	Year ended March 31, 2017
I Revenue			
Revenue from operations	2.24	41,620.92	34,054.05
Other income	2.25	166.22	81.87
Total income		**41,787.14**	**34,135.92**
II Expenses			
Cost of fuel		22,234.21	17,538.74
Purchase of traded goods		3,089.10	-
Transmission charges		352.21	398.10
Employee benefits expense	2.26	775.47	510.90
Finance costs	2.27	7,372.96	10,866.10
Depreciation and amortisation expense	2.1 & 2.2	3,569.38	3,582.90
Other expenses	2.28	2,013.05	2,019.88
Total expenses		**39,406.38**	**34,916.62**
III Profit/ (loss) for the year		**2,380.76**	**(780.70)**
IV Tax expense			
Current tax :			
Minimum alternate tax (MAT)		522.98	-
V Profit/ (loss) after tax		**1,857.78**	**(780.70)**
VI Other comprehensive income			
(A) Items that will not be reclassified subsequently to the statement of profit and loss			
Remeasurement of defined benefit liability, net		(5.46)	(6.20)
		(5.46)	**(6.20)**
(B) Items that will be reclassified subsequently to the statement of profit and loss			
Effective portion of changes in fair value of cash flow hedge		44.35	(307.00)
		44.35	**(307.00)**
VII Total comprehensive income/ (loss) for the year		**1,896.67**	**(1,093.90)**
Earnings per equity share (face value of share ₹10 each)			
Basic and diluted	2.30	**0.83**	**(0.43)**

The explanatory notes form an integral part of the standalone Ind AS financial statements.
As per our report on standalone Ind AS financial statements of even date attached

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Chief Financial Officer

Sd/-
Narendra Ande
Company Secretary
Membership No: A14603

Place: Gurugram
Date: May 21, 2018

Standalone Cash Flow Statement

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
A. Cash flow from operating activities		
Net profit/ (loss) before tax	2,380.76	(780.70)
Adjustments:		
Depreciation and amortisation expense	3,569.38	3,582.90
Finance costs	7,372.96	10,866.10
Allowance for credit losses	16.81	-
Interest income	(112.87)	(63.05)
Unwinding of discount on deposits	-	(4.70)
Loss on sale of property, plant and equipment	0.85	-
Unrealised gain on derivatives and borrowings	73.32	-
Cash flow hedges reclassified from other comprehensive income	44.35	(307.00)
Net exchange differences	52.14	1.00
Operating cash flows before working capital changes	**13,397.70**	**13,294.55**
Increase in inventories	(23.88)	(308.00)
(Increase)/Decrease in trade receivables	3,000.55	(3,240.00)
(Increase)/Decrease in unbilled revenue	447.95	(1,977.30)
(Increase)/Decrease in financial and non-financial assets	(18.53)	60.24
Increase/(Decrease) in trade payable, other financial liabilities and current liabilities	(686.96)	1,707.58
Increase/(Decrease) in provisions	(6.66)	6.10
Cash generated from operations	**16,110.17**	**9,543.17**
Income tax paid (net)	(378.49)	(31.00)
Net cash generated from operating activities	**15,731.68**	**9,512.17**
B. Cash flows from investing activities		
Acquisition of property, plant and equipment	(350.64)	(2,244.59)
Acquisition of intangible assets	(1.30)	(11.40)
Proceeds from sale of property, plant and equipment	-	0.17
Proceeds from fixed deposits	(604.64)	170.80
Interest received	206.82	37.70
Investment in subsidiaries	(14,102.66)	-
Net cash used in investing activities	**(14,852.42)**	**(2,047.32)**
C. Cash flows from financing activities		
Proceeds from issue of shares including securities premium	14,102.00	3,580.85
Proceeds from long-term borrowings	-	65,898.70
Repayment of long-term borrowings	(2,995.05)	(70,262.33)
Net proceeds from/(repayment of) short-term borrowings	(5,112.12)	4,174.57
Interest and finance charges paid	(7,350.11)	(11,369.21)
Net cash used in financing activities	**(1,355.28)**	**(7,977.42)**
Net decrease in cash and cash equivalents (A+B+C)	**(476.02)**	**(512.57)**
Cash and cash equivalents at the beginning of the year	1,424.46	1,937.03
Cash and cash equivalents at the end of the year	**948.44**	**1,424.46**

Standalone Cash Flow Statement

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

Note:

Components of Cash and cash equivalents :

Particulars	As at March 31, 2018	As at March 31, 2017
Cash on hand	0.58	0.46
Balance with scheduled banks		
in current accounts	330.34	1,272.61
in deposit accounts	617.52	151.39
Total cash and cash equivalents (Refer note no. 2.8)	**948.44**	**1,424.46**

Reconciliation between the opening and closing balances in the balance sheet for liabilities and financial assets arising from financing activities are given below:

Particulars	As at March 31, 2017	Cash flows	Non-cash transactions		As at March 31, 2018
			Share swap	Foreign exchange movement and borrowing cost	
Long-term borrowings	65,273.11	(2,995.05)	-	86.20	62,364.26
Short-term borrowings	14,568.25	(5,112.12)	-	-	9,456.13
Share capital and share premium (refer note 2.34)	26,976.49	14,102.00	48,296.23	-	89,374.72
	106,817.85	**5,994.83**	**48,296.23**	**86.20**	**161,195.11**

The explanatory notes form an integral part of the standalone Ind AS financial statements.
As per our report on standalone Ind AS financial statements of even date attached

For **B S R & Associates LLP**
Chartered Accountants
ICAI Firm registration number: 116231W/ W-100024

Sd/-
Hemant Maheshwari
Partner
Membership No: 096537

Place: Hyderabad
Date: May 21, 2018

For and on behalf of the Board of Directors of
Sembcorp Energy India Limited
(Formerly Thermal Powertech Corporation India Limited)
CIN: U40103TG2008PLC057031

Sd/-
Vipul Tuli
Managing Director
DIN: 07350892

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Director
DIN: 00005573

Sd/-
Juvenil Jani
Chief Financial Officer

Sd/-
Narendra Ande
Company Secretary
Membership No: A14603

Place: Gurugram
Date: May 21, 2018

Standalone Statement of Changes in Equity

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

Particulars		Other equity				
		Reserves and Surplus		Other comprehensive income (OCI)		
	Equity share capital	Securities premium reserve	Retained earnings	Effective portion of Cash flow hedges	Other items of OCI	Total equity
Balance as at April 1, 2017	**18,399.15**	**8,577.34**	**(1,823.06)**	**(307.00)**	**(8.61)**	**24,837.82**
Profit for the year	-	-	1,857.78	-	-	1,857.78
Other comprehensive income	-	-	-	44.35	(5.46)	38.89
Total comprehensive income for the year ended March 31, 2018	-	-	1,857.78	44.35	(5.46)	1,896.67
Equity shares issued during the year (refer note 2.34)	33,188.07	29,210.16	-	-	-	62,398.23
Balance as at March 31, 2018	**51,587.22**	**37,787.50**	**34.72**	**(262.65)**	**(14.07)**	**89,132.72**

Particulars		Other equity				
		Reserves and Surplus		Other comprehensive income (OCI)		
	Equity share capital	Securities premium reserve	Retained earnings	Effective portion of Cash flow hedges	Other items of OCI	Total equity
Balance as at April 1, 2016	**14,818.30**	**8,577.34**	**(1,042.36)**	**-**	**(2.41)**	**22,350.87**
Loss for the year	-	-	(780.70)	-	-	(780.70)
Other comprehensive income	-	-	-	(307.00)	(6.20)	(313.20)
Total comprehensive income for the year ended March 31, 2017	-	-	(780.70)	(307.00)	(6.20)	(1,093.90)
Equity shares issued during the year	3,580.85		-	-	-	3,580.85
Balance as at March 31, 2017	**18,399.15**	**8,577.34**	**(1,823.06)**	**(307.00)**	**(8.61)**	**24,837.82**

The explanatory notes form an integral part of the standalone Ind AS financial statements.
As per our report on standalone Ind AS financial statements of even date attached

For **B S R & Associates LLP**
Chartered Accountants
ICAI Firm registration number: 116231W/ W-100024

Sd/-
Hemant Maheshwari
Partner
Membership No: 096537

Place: Hyderabad
Date: May 21, 2018

For and on behalf of the Board of Directors of
Sembcorp Energy India Limited
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Sd/-
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Sd/-
Juvenil Jani
Chief Financial Officer

Sd/-
Narendra Ande
Company Secretary
Membership No: A14603

Place: Gurugram
Date: May 21, 2018

Notes to the Standalone Ind AS Financial Statements

Corporate information

Sembcorp Energy India Limited (formerly Thermal Powertech Corporation India Limited) ('the Company') was incorporated on January 08, 2008 as a public limited company. The Company has been established for developing, constructing, commissioning, operating and maintaining a 1,320 megawatt (2 X 660 megawatt) coal based thermal power plant at Pynampuram and Nelatur Villages, Muthukur Mandal, Nellore District in the state of Andhra Pradesh. The Company has successfully commenced full commercial operations in September 2015. The name of the Company has been changed to Sembcorp Energy India Limited on February 10, 2018.

1. Significant accounting policies

1.1 Statement of compliance

These standalone Ind AS financial statements of the Company ('financial statements') have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act), Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other relevant provisions of the Act.

1.2 Functional and presentation currency

The standalone Ind AS financial statements are presented in Indian rupees (INR) all the values are rounded off to the nearest million to two decimal places (INR 1,000,000) except when otherwise indicated, which is also the functional currency of the Company and the currency of the primary economic environment in which the Company operates. All financial information presented in Indian rupees.

1.3 Basis of preparation and measurement

The standalone Ind AS financial statements have been prepared on the historical cost basis, except for the following:

Items	Measurement basis
Certain financial assets and liabilities	Fair value (refer accounting policy regarding financial instruments)
Derivative instruments	Fair value
Net defined benefit (asset)/ liability	Fair value of plan assets less present value of defined benefit obligations.

1.4 Use of estimates and judgements

The preparation of these standalone Ind AS financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities as at the date of the standalone Ind AS financial statements. Actual results could differ from those estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Any revision to accounting estimates is recognised prospectively in current and future periods.

Assumptions, estimation uncertainties and judgments

Information about significant areas of assumptions, estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the standalone Ind AS financial statements are:

Impairment of investments:

The Company reviews its carrying value of investments carried at amortised cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

Useful lives of property, plant and equipment and intangible:

The Company reviews the useful life of property, plant and equipment and intangible at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Valuation of deferred tax assets:

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, and unutilized business loss and depreciation carry-forwards and tax credits. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilized.

Defined benefit plans:

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation, actuarial rates and life expectancy. The discount rate is determined by reference to market yields at the end of the reporting

Notes to the Standalone Ind AS Financial Statements

period on government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post-employment benefit obligations. Due to complexities involved in the valuation and its long term nature, defined benefit obligation is sensitive to changes in these assumptions. All assumptions are reviewed at each reporting period.

Recognition and measurement of other provisions:

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the closing date. The actual outflow of resources at a future date may therefore, vary from the amount included in other provisions.

1.5 Current and Non-current classification

All assets and liabilities are classified into current and non-current.

Assets

An asset is classified as current when it satisfies any of the following criteria:

i) it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle;

ii) it is held primarily for the purpose of being traded;

iii) it is expected to be realised within 12 months after the reporting date; or

iv) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for atleast 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

i) it is expected to be settled in the Company's operating cycle;

ii) it is held primarily for the purpose of being traded;

iii) it is due to be settled within 12 months after the reporting date; or

iv) the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include the current portion of non-current financial liabilities. All other liabilities are classified as non-current.

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

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. The Company has identified twelve months as its operating cycle.

1.6 Property, plant and equipment and depreciation

i. Recognition and measurement

Freehold land is carried at historical cost. All other items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the asset.

The cost of self-constructed item of property, plant and equipment comprises the cost of materials, direct labour and any other costs directly attributable to bringing the assets to a working condition for their intended use, and estimated costs of dismantling and removing the items and restoring the site on which they are located and capitalised borrowing costs.

Cost of other item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended used and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Where an item of property, plant and equipment comprises major components having different useful lives, they are accounted for as separate items of property, plant and equipment.

ii. Subsequent Expenditure

Subsequent expenditure relating to property, plant and equipment is recognised in the carrying amount of the asset when it is probable that future economic benefits, in excess of the originally

Notes to the Standalone Ind AS Financial Statements

assessed standard of performance of the existing asset, will flow to the Company and its costs can be measured reliably. The costs of day-to-day servicing of property, plant and equipment are recognised as an expense when incurred.

iii. Disposals

Gains or losses arising from the retirement or disposal of property, plant and equipment are determined as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit and loss on the date of retirement or disposal.

iv. Depreciation

Depreciation on property, plant and equipment is provided on straight line method based on the useful life as specified in Schedule II to the Act, except in case of plant and machinery where the estimated useful life has been considered as 25 years, which the Management believes best represent, based on internal assessment where necessary, which is different from the useful life as prescribed under Part C of Schedule II of the Act. Freehold land is not depreciated.

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

Depreciation on additions (disposals) is provided on a pro-rata basis i.e from (upto) the date on which asset is ready for use (disposed of).

Assets whose acquisition cost is less than ₹5,000/- are fully depreciated in the year of acquisition.

1.7 Intangible assets

Intangible assets other than Goodwill are recognized when it is probable that the future economic benefits that are attributable to the assets will flow to the Company and the cost of the asset can be measured reliably. Intangible assets that are acquired are recognized at cost initially and carried at cost less accumulated amortization and accumulated impairment loss, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values using the straight-line method over their estimated useful lives, and is generally recognised in the statement of profit and loss.

The intangible assets are amortised over the estimated useful lives as given below:

- Computer Software : 3 years

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

1.8 Financial instruments

i) Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and liabilities are recognised are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A Financial asset and liability is initially measured at fair value plus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii) Financial assets - Classification and subsequent measurement:

On initial recognition, a financial asset is classified as measured at:

a) Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

b) Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual

Notes to the Standalone Ind AS Financial Statements

terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c) Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit and loss are immediately recognised in statement of profit and loss.

iii) **Financial liabilites - Classification and subsequent measurement:**

Financial liabilities are classified as either financial liabilities at FVTPL or 'other financial liabilities'.

a) Financial Liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition as FVTPL. Gains or Losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

b) Other Financial Liabilities:

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

iv) **De-recognition of financial instruments**

a) Financial asset

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the right to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers no retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transaction whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

b) Financial liability

The Company recognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognise a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

1.9 Fair value of financial instruments

In determining the fair value of its financial instruments, the Company uses following hierarchy and assumptions that are based on market conditions and risks existing at each reporting date.

All assets and liabilities for which fair value is measured or disclosed 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.

Notes to the Standalone Ind AS Financial Statements

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines 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.

1.10 Derivative financial instruments and hedge accounting

The Company holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures. Derivatives are initially measured at fair value. Subsequently to initial recognition, derivatives are measured at fair value, and changes therein are generally recognised in profit or loss.

At inception of designated hedging relationships, the Company documents the risk management objective and strategy for undertaking the hedge. The Company also documents the economic relationship between the hedged item and the hedging instrument, including whether the changes in cash flows of the hedged item and hedging instrument are expected to offset each other.

i) Financial assets or financial liabilities, at fair value through profit or loss

This category has derivative financial assets or liabilities which are not designated as hedges.

Any derivative that is either not designated a hedge, or is so designated but is ineffective as per Ind AS 109, is categorised as a financial asset or financial liability, at fair value through statement of profit and loss.

Derivatives not designated as hedges are recognised initially at fair value and attributable transaction costs are recognised in net profit in the statement of profit and loss when incurred. Subsequent to initial recognition, these derivatives are measured at fair value through profit or loss and the resulting gains or losses are included in statement of profit and loss.

ii) Cash flow hedge accounting

Where a derivative is designated as a hedge of the variability in cash flows attributable to a particular risk associated with a recognised asset or liability, or a highly probable forecast transaction that could affect profit or loss, the effective portion of changes in the fair value of the derivative is recognised directly in other comprehensive income and presented in the hedging reserve in equity. The ineffective portion of changes in the fair values of the derivative is recognised immediately in profit or loss. If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively.

If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognised in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognised in the cash flow hedging reserve is transferred to the net profit in the statement of profit and loss upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified to net profit in the statement of profit and loss.

1.11 Impairment

i) Financial assets (other than at fair value)

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses ('ECL') to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

ii) Non-financial assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit ('CGU') to which the asset belongs.

Notes to the Standalone Ind AS Financial Statements

If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

1.12 Investment in Subsidiaries

Investment in subsidiaries are measured at cost as per Ind AS 27 - Separate Financial Statements.

1.13 Inventories

Inventories which comprise of fuel, stores and spares are carried at the lower of cost and net realisable value. Cost of inventories comprises all costs of purchase and other costs incurred in bringing the inventories to their present location and condition. In determining the cost, weighted average cost method is used. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs of completion and selling expenses.

1.14 Foreign currency transactions

Foreign currency transactions are recorded using the exchange rates prevailing on the dates of the respective transactions. Exchange differences arising on foreign currency transactions settled during the year are recognised in the statement of profit and loss unless it relates to a long term foreign currency monetary item.

Monetary assets and liabilities that are denominated in foreign currency are translated at the exchange rate prevalent at the date of the balance sheet. The resultant exchange differences are recognised in the statement of profit and loss unless it relates to a long term foreign currency monetary item.

Non-Monetary assets are recorded at the rate prevailing on the date of the transaction.

1.15 Employee benefits

Defined benefit plans:

Gratuity, which is a defined benefit plan, is accrued based on an independent actuarial valuation, which is done based on project unit credit method as at the balance sheet date. The Company recognises the net obligation of a defined benefit plan in its balance sheet as an asset or liability. Gains and losses through re-measurements of the net defined benefit liability/(asset), which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in other comprehensive income. In accordance with Ind AS, re-measurement gains and losses on defined benefit plans recognised in OCI are not be to be subsequently reclassified to profit or loss. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the profit and loss account as past service cost.

Defined contribution plans:

Contributions payable to recognised provident funds, which are defined contribution schemes, are charged to the statement of profit and loss.

Compensated absences:

The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each balance sheet date using projected unit credit method on the additional amount expected to be paid/availed as a result of the unused entitlement that has accumulated at the balance sheet date. Expense on non-accumulating compensated absences is recognised in the period in which the absences occur.

Bonus plans:

The Company recognises a liability and an expense for bonus. The Company recognises a provision where contractually obliged or where there a past practice that has created as contractual obligation.

1.16 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment.

Sales tax/ Value Added Tax ('VAT')/ Service tax/ Goods and Service Tax ('GST') is not received by the Company on its own account. Rather, it is tax collected on value added to the commodity/service rendered by the seller on behalf of the government. Accordingly, it is excluded from revenue.

Revenue from energy units sold as per the terms of the Power Purchase Agreements ('PPA') and Letter Of Intent ('LOI') (collectively hereinafter referred to as 'the PPAs') is recognised on an accrual basis and includes unbilled revenue accrued up to the end of the accounting year. Revenue from energy units sold on a merchant basis is recognised in accordance

Notes to the Standalone Ind AS Financial Statements

with billings made to customers based on the units of energy delivered and the rate agreed with the customers. Revenue/charges from unscheduled interchange for the deviation in generation with respect to scheduled generation are recognised/ charged at rates notified by Central Electricity Regulatory Commission ('CERC') from time to time as revenue from sale of electricity and adjusted with revenue from sale of electricity.

Revenue from electrical energy transmission charges is recognised on an accrual basis in accordance with the provisions of transmission service agreements.

The Company accounts for fuel and power purchase price adjustment claims in case of claims change in law and etc., as and when allowed by the regulatory authorities and truing-up adjustment claims as and when realised.

Claims for delayed payment charges and any other claims, which the Company is entitled to under the PPAs, are accounted for in the year of acceptance by the customers.

Interest income is recognised based on effective interest rate method.

Dividend income is recognised when the unconditional right to receive the income is established.

1.17 Borrowing costs

Borrowing costs include interest, amortisation of ancillary costs incurred. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the statement of profit and loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction/development of the qualifying asset up to the date of capitalisation of such asset is added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the statement of profit and loss during extended periods when active development activity on the qualifying assets is interrupted.

1.18 Earnings / (loss) per share

The basic earnings per share ('EPS') is computed by dividing the net profit or loss after tax attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

1.19 Leases

Assets taken on lease under which the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. Assets taken on finance lease are initially capitalised at fair value of the leased asset or present value of the minimum lease payments at the inception of the lease, whichever is lower. Lease payments are apportioned between the finance charge and reduction of the outstanding liability. The finance charge is allocated to periods during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Assets acquired under leases other than finance leases are classified as operating leases and recorded as expense as and when the payments are made over the lease term. Operating lease payments are recognised on a straight line basis over the lease term, unless the lease agreement explicitly states that increase is on account of inflation in the statement of profit and loss.

1.20 Income taxes

Tax expense (tax income) comprises current tax expense (current tax income) and deferred tax expense (deferred tax income). Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

i) Current tax

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. The amount of current tax reflects the best estimate the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes.The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group

Notes to the Standalone Ind AS Financial Statements

operates and generates taxable income. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss.

ii) Minimum alternate tax

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Company recognises MAT credit available as an asset only to the extent that there is reasonable evidence that the Company will pay normal income tax during the specified period, i.e. the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognises MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income Tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement". The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Company does not have evidence that it will pay normal tax during the specified period.

iii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- Temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- Temporary differences relating to investments in subsidiaries and jointly controlled entities to the extent that it is probable that they will not reverse in the foreseeable future.
- Taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

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

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilised. Future taxable profits are determined based on business plans for individual subsidiaries in the Group. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. The adjustment is either treated as a reduction in goodwill (as long as it does not exceed goodwill) if it was incurred during the measurement period or recognised in profit or loss.

1.21 Provisions and contingent liabilities

A provision is recognised when an enterprise has a present obligation (legal or constructive) as result of past event and it is probable that an outflow of embodying economic benefits of resources will be required to settle a reliably assessable obligation. Provisions are determined based on best estimate required to settle each obligation at each balance sheet date. If the effect of the time value of money is material, provisions are discounted using a current

Notes to the Standalone Ind AS Financial Statements

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.

Provisions for onerous contracts, i.e. contracts where the expected unavoidable costs of meeting obligations under a contract exceed the economic benefits expected to be received, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a reliable estimate of such obligation.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the standalone Ind AS financial statements.

1.22 Cash flow statement

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from regular revenue generating, investing and financing activities of the Company are segregated.

1.23 Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

1.24 Business combinations

i) Business combinations (other than common control business combinations):

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interest in the acquiree. For each business combinations, the Company elects whether it measures the non-controlling interest in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition costs incurred are expensed and included in administrative expenses.

When the Company acquired a business, it assessed the financials assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of entities comprises the fair values of the assets transferred, liabilities incurred to the former owners of the acquired business, equity interests issued by the Company, and fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. Acquisition-related costs are expensed as incurred.

The excess of the consideration transferred, amount of any non-controlling interest in the acquired entity, and acquisition-date fair value of any previous equity interest in the acquired entity over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. In other cases, the bargain purchase gain is recognised directly in equity as capital reserve.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date. Any gains or losses arising from such remeasurement are recognised in profit or loss or other comprehensive income, as appropriate.

Notes to the Standalone Ind AS Financial Statements

The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and presented separately from other capital reserves with disclosure of its nature and purpose in the notes.

ii) Common control business combinations

Business combinations arising from transfers of interests in entities that are under the control of the shareholder that controls the Company are accounted for as if the acquisition had occurred at the beginning of the preceding period in the financial statements or, if later, at the date that common control was established; for this purpose comparatives are revised. The assets and liabilities acquired are recognised at their carrying amounts. The identity of the reserves is preserved and they appear in the standalone financial statements of the Company in the same form in which they appeared in the financial statements of the acquired entity. The difference, if any, between the consideration and the amount of share capital of the acquired entity is transferred to capital reserve.

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.1 Property, plant and equipment and Capital work-in-progress

Particulars	Land (owned)	Land (leased) (Note 1)	Roads	Office buildings	Factory buildings	Furniture and fittings	Vehicles	Office equipments	Electrical installations	Plant and equipments	Computers	Total	Capital work-in-progress
Gross carrying amount													
Balance as at April 1, 2016	926.90	619.63	1,334.53	496.34	506.00	59.75	26.93	74.91	95.93	88,063.45	17.40	92,221.77	781.31
Additions	9.27	-	80.84	5.57	19.04	1.21	19.66	9.26	-	745.75	7.88	898.48	1,089.32
Adjustments	-	-	25.10	-	3.19	-	-	-	-	1,599.60	-	1,627.89	515.67
Disposals	-	-	-	-	-	1.47	-	0.32	-	0.92	1.42	4.13	-
Capitalised during the year	-	-	-	-	-	-	-	-	-	-	-	-	684.02
Balance as at March 31, 2017	**936.17**	**619.63**	**1,390.27**	**501.91**	**521.85**	**59.49**	**46.59**	**83.85**	**95.93**	**87,208.68**	**23.86**	**91,488.23**	**670.95**
Balance as at April 1, 2017	936.17	619.63	1,390.27	501.91	521.85	59.49	46.59	83.85	95.93	87,208.68	23.86	91,488.23	670.95
Additions	-	-	14.77	547.06	-	1.69	1.41	4.71	-	145.46	4.01	719.11	186.17
Adjustments	-	-	-	-	-	-	-	-	-	34.20	-	34.20	-
Disposals	-	-	-	-	-	0.51	5.28	1.85	-	0.23	1.45	9.32	-
Capitalised during the year	-	-	-	-	-	-	-	-	-	-	-	-	571.49
Balance as at March 31, 2018	**936.17**	**619.63**	**1,405.04**	**1,048.97**	**521.85**	**60.67**	**42.72**	**86.71**	**95.93**	**87,319.71**	**26.42**	**92,163.82**	**285.63**
Accumulated depreciation													
Balance as at April 1, 2016	-	-	117.02	8.77	17.83	5.55	2.18	27.31	13.39	2,697.86	0.29	2,890.20	-
Depreciation for the year	-	-	133.64	11.93	19.01	5.84	5.90	17.26	13.50	3,349.26	8.80	3,565.14	-
Disposals	-	-	-	-	-	0.41	-	0.19	-	0.12	1.00	1.72	-
Balance as at March 31, 2017	**-**	**-**	**250.66**	**20.70**	**36.84**	**10.98**	**8.08**	**44.38**	**26.89**	**6,047.00**	**8.09**	**6,453.62**	**-**
Balance as at April 1, 2017	-	-	250.66	20.70	36.84	10.98	8.08	44.38	26.89	6,047.00	8.09	6,453.62	-
Depreciation for the year	-	-	134.67	19.08	16.32	6.42	5.90	17.09	13.50	3,329.24	9.40	3,551.62	-
Disposals	-	-	-	-	-	0.24	3.23	1.54	-	0.05	1.36	6.42	-
Balance as at March 31, 2018	**-**	**-**	**385.33**	**39.78**	**53.16**	**17.16**	**10.75**	**59.93**	**40.39**	**9,376.19**	**16.13**	**9,998.82**	**-**
Carrying amounts (net)													
As at March 31, 2018	**936.17**	**619.63**	**1,019.71**	**1,009.19**	**468.69**	**43.51**	**31.97**	**26.78**	**55.54**	**77,943.52**	**10.29**	**82,165.00**	**285.63**
As at March 31, 2017	**936.17**	**619.63**	**1,139.61**	**481.21**	**485.01**	**48.51**	**38.51**	**39.47**	**69.04**	**81,161.68**	**15.77**	**85,034.61**	**670.95**

Note 1: The Company had entered into an agreement with Andhra Pradesh Industrial Infrastructure Corporation Ltd. ('APIIC') for occupation of two tranches of land. One tranche of land was transferred to the Company as freehold land. For the other tranche of land, admeasuring Acre 680.55cents, a lease deed for a period of 21 years was entered with APIIC on November 25, 2009. As per the lease deed, APIIC agreed to sell the land even during the subsistence of the lease deed on securing necessary clearances and approvals for such sale to the Company on such mutually agreed terms and conditions. Further, in the unlikely event of transferring the land through sale to the Company, APIIC agreed to renew the lease for a further period on such mutually agreed terms and conditions. All the requirements of the agreement including the payment of consideration of ₹ 612.50 million has been complied with by the Company to purchase the land. The said consideration was paid on November 12, 2009 and the same has been considered as cost of land. The Company received legal advice on the delay and there has been no indication suggesting that the delay in sale of land was not only administrative in nature and the said sale will happen in due course. Further, APIIC has also confirmed that it agrees to renew the lease for a further period on such mutually agreed terms and conditions in the unlikely event that the sale is not completed then. Accordingly, the estimates of useful lives of assets is considered to be appropriate.

Note 2: Refer note no 2.14 and 2.18 for assets pledged against the borrowings of the Company.

Note 3: Title deeds of certain lands in the name of the Company are under dispute. In respect of such disputes, the Company has been legally advised that it has the valid title deeds in its name for the aforesaid immovable properties and that it will be able to defend any counter claim to such property.

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.2 Other intangible assets

Particulars	Computer softwares	Total
Gross carrying amount		
Balance as at April 1, 2016	41.17	41.17
Additions	11.39	11.39
Balance as at March 31, 2017	**52.56**	**52.56**
Balance as at April 1, 2017	52.56	52.56
Additions	1.30	1.30
Balance as at March 31, 2018	**53.86**	**53.86**
Accumulated amortisation		
Balance as at April 1, 2016	15.10	15.10
Amortisation for the year	17.76	17.76
Balance as at March 31, 2017	**32.86**	**32.86**
Balance as at April 1, 2017	32.86	32.86
Amortisation for the year	17.76	17.76
Balance as at March 31, 2018	**50.62**	**50.62**
Carrying amounts (net)		
As at March 31, 2018	**3.24**	**3.24**
As at March 31, 2017	**19.70**	**19.70**

2.3 Non-current investments

Particulars	As at March 31, 2018	As at March 31, 2017
Investments in subsidiary companies:		
(Unquoted, valued at cost unless stated otherwise)		
Equity instruments:		
TPCIL Singapore Pte Limited	1.13	0.47
24,000 (March 31, 2017: 10,000) equity shares of SGD 1 each fully paid-up		
Sembcorp Gayatri Power Limited (refer note 2.34)*	12,800.00	-
2,876,277,940 (March 31, 2017: Nil) equity shares of ₹10 each fully paid-up		
Sembcorp Green Infra Limited (refer note 2.34)	49,598.22	-
285,395,187 (March 31, 2017: Nil) equity shares of ₹10 each fully paid-up		
	62,399.35	**0.47**
Aggregate amount of unquoted investments	62,399.35	0.47
Aggregate amount of impairment in the value of investments	-	-

* 1,725,766,764 equity shares have been pledged with lenders of Sembcorp Gayatri Power Limited against the borrowings of the subsidiary.

2.4 Other non-current financial assets

(*Unsecured considered good*)

Particulars	As at March 31, 2018	As at March 31, 2017
Margin money deposits*	1,321.88	-
	1,321.88	**-**

* Reserved against margin money for bank guarantee and Debt Service Coverage Ratio requirement of long-term borrowings as at the year end, hence termed non-current.

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.5 Other non-current assets

(*Unsecured considered good*)

Particulars	As at March 31, 2018	As at March 31, 2017
Capital advances	36.73	8.81
Other advances :		
Prepayments	1.64	2.48
	38.37	**11.29**

2.6 Inventories

(*Valued at lower of cost and net realisable value*)

Particulars	As at March 31, 2018	As at March 31, 2017
Fuel (includes material-in-transit amounting to ₹602.70 million, March 31, 2017- ₹999.70 million)	2,288.61	2,402.76
Stores and spares	1,135.74	997.71
	3,424.35	**3,400.47**

2.7 Trade receivables

Particulars	As at March 31, 2018	As at March 31, 2017
Unsecured		
Considered good	8,974.37	11,991.73
Considered doubtful	16.81	-
	8,991.18	11,991.73
Less: Allowance for credit losses	16.81	-
	8,974.37	**11,991.73**

Notes:

(i) Trade receivables includes receivables against which the Company holds revolving letter of credit from two customers.

(ii) No trade receivables are due from directors or other officers of the Company either severally or jointly with any other person nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

(iii) For trade receivables from related parties refer note 2.43.

(iv) The Company's exposure to credit and currency risk and loss allowances related to trade receivables are disclosed in note 2.42.

2.8 Cash and cash equivalents

Particulars	As at March 31, 2018	As at March 31, 2017
Balance with banks		
In current accounts	330.34	1,272.61
Deposits with original maturity of less than three months*	617.52	151.39
Cash on hand **	0.58	0.46
	948.44	**1,424.46**
Bank balances other than those disclosed above		
Deposits due to mature after three months but before twelve months from the reporting date*	61.44	778.69
	61.44	**778.69**

* Includes ₹148.55 million (March 31, 2017: ₹ 778.69 million) held as margin money towards bank guarantees.

** Cash on hand includes ₹0.11 million (March 31, 2017 ₹0.17 million) held in foreign currency.

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

Details of Specified Bank Notes (SBN) held and transacted during the period November 8, 2016 to December 30, 2016 is as under:

Particulars	SBN	Other denomination notes	Total
Closing cash in hand as on November 8, 2016	0.39	-	0.39
Add: permitted receipts	-	0.81	0.81
Less: permitted payments	-	0.22	0.22
Less: Amount deposited in banks	0.39	-	0.39
Closing cash in hand as on December 30, 2016	**-**	**0.59**	**0.59**

For the purposes of this clause, the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated the November 8, 2016.

2.9 Loans

(*Unsecured, considered good*)

Particulars	As at March 31, 2018	As at March 31, 2017
Loans to employees	0.11	0.79
	0.11	**0.79**

2.10 Other financial assets

(*Unsecured, considered good*)

Particulars	As at March 31, 2018	As at March 31, 2017
Security deposits :		
Rental deposits	0.41	0.41
Electricity deposits	1.00	6.00
Other deposits	2.63	2.63
Margin money deposit to related party (Refer note no 2.43)	630.00	679.62
Interest accrued on deposits	33.41	127.36
Unbilled revenue	3,906.52	4,354.47
	4,573.97	**5,170.49**

2.11 Other current assets

(*Unsecured, considered good*)

Particulars	As at March 31, 2018	As at March 31, 2017
Advances to suppliers and service providers	382.72	398.85
Staff advances	1.04	1.01
Balance with government authorities	0.27	-
Prepayments	276.21	197.37
	660.24	**597.23**

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.12 Share capital

Particulars	As at March 31, 2018	As at March 31, 2017
Authorised		
Equity shares		
10,000.00 million (previous year: 3,009.80 million) equity shares of ₹10 each (refer note a below)	100,000.00	30,098.04
Preference shares		
Nil (previous year: 490.20 million) 5% Cumulative participatory redeemable convertible preference shares ("CPRCPS") of ₹10 each (refer note a below)	-	4,901.96
	100,000.00	**35,000.00**
Issued, Subscribed and fully paid up		
5,158.72 million (previous year: 1,839.92 million) equity shares of ₹10 each fully paid up (refer note b below and note 2.34)	51,587.22	18,399.15
	51,587.22	**18,399.15**

Of the above issued, subscribed and fully paid up equity share capital 4,835.27 million (previous year: 1,598.32 million) equity shares of ₹10 each, fully paid-up are held by Sembcorp Utilities Pte Ltd, the holding company.

Notes:

a. During the year, the Company has converted the authorised preference share capital into authorised equity share capital of equal amount and the balance increase in authorised equal share capital is on account of further increase during the year.

b. Nil (previous year: 643.97 million) equity shares of ₹10 each, fully paid up were pledged against secured term loans. These pledged shares were released temporarily by the lenders on February 20, 2018. The holding company has given the undertaking to lenders to pledge the same number of equity shares within 3 months from the date of release of above pledged shares.

The reconciliation of shares outstanding at the beginning and at the end of reporting period is set out below:

Equity shares

	As at March 31, 2018		As at March 31, 2017	
Particulars	**Number of shares in millions**	**Amount**	**Number of shares in millions**	**Amount**
Shares outstanding at the beginning of the year	1,839.92	18,399.15	1,481.83	14,818.30
Shares issued during the year (refer note no. 2.34)	3,318.80	33,188.07	358.09	3,580.85
Shares outstanding at the end of the year	5,158.72	51,587.22	1,839.92	18,399.15

The details of shareholders holding more than 5% shares along with number of equity shares held is set below:

Equity Shares

	As at March 31, 2018		As at March 31, 2017	
Name of shareholder	**Number of shares in millions**	**% of holding**	**Number of shares in millions**	**% of holding**
Sembcorp Utilities Pte Ltd, Singapore	4,835.27	93.73%	1,598.32	86.87%
Gayatri Energy Ventures Private Limited (refer note no. 2.34)	323.45	6.27%	241.60	13.13%

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.12 Share capital (contd..)

Terms and rights attached to equity shares:

Equity shares of the Company have a par value of ₹10 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Aggregate number of bonus shares issued and shares issued for consideration other than cash during the five years immediately preceding the reporting date:

During the year ended March 31, 2018, the Company has issued 2,568.75 million equity shares of ₹10 each fully paid at a premium of ₹8.80 per share to the shareholders of Sembcorp Gayatri Power Limited and Sembcorp Green Infra Limited as a consideration for acquisition of these entities on February 15, 2018. Refer note 2.34 for further details.

2.13 Other equity

Securities premium

Securities premium is used to record the premium received on issue of shares. It is utilised in accordance with the provisions of the Companies Act, 2013.

Retained earnings

Retained earnings mainly represent all current and prior year profits as disclosed in the statement of profit and loss and other comprehensive income less dividend distribution and transfers to general reserve.

Other items of OCI

Effective portion of cash flow hedges

This comprises the effective portion of the cumulative net change in the fair value of cash flow hedging instrument related to hedged transactions that have not yet occurred.

Remeasurement of defined benefit liability

Remeasurements of the net defined benefit liability/(asset) comprise of actuarial gains and losses, the return on plan assets, excluding amounts included in net interest on the net defined benefit liability (asset) and any change in the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability (asset).

2.14 Borrowings

Particulars	As at March 31, 2018	As at March 31, 2017
Non-current borrowings		
Secured		
From banks		
Rupee term loans (refere note a below)	44,396.47	46,981.82
External commercial borrowings (refer note b below)	14,808.05	15,348.49
	59,204.52	**62,330.31**

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.14 Borrowings (contd..)

a) Rupee term loans :

Rupee Term loans from banks are secured by way of:

1. First ranking pari passu charge of registered mortgage of freehold land of 160 sq. mtrs. in Sudhagad Taluka, Raigad, Maharashtra and equitable mortgage of 800.80 acres of owned land and 680.55 acres of land under lease situated at Pynampuram and Nelatur Villages, Muthukur Mandal in the state of Andhra Pradesh.

2. First ranking pari passu charge over all the present and future assets (both tangible and intangible) of the Company.

3. Pledge of shares Nil (March 31, 2017: 643.97 million equity shares of ₹10 each fully paid up of the Company. These pledged shares were released temporarily by the lenders on February 20, 2018. The holding company has given the undertaking to lenders to pledge the same number of equity shares within 3 months from the date of release of above pledged shares.

Terms of repayment

Rupee Term Loan facility - I is repayable in 79 quarterly structured unequal installments commencing from December 31, 2016 and Rupee Term Loan facility - II consisting of ₹1,943.17 million is payable in 77 quarterly structured unequal instalments commencing from June 30, 2017. The rupee term loans in respect of facility - I and II carry an interest of ('SBI MCLR') plus 1.25% p.a. Interest rate applicable during the year was in the range of 9.20% to 10.15% p.a (March 31, 2017: 10.15% to 14.75 % p.a.).

b) External commercial borrowings

The external commercial borrowings ('ECB') are payable in 20 quarterly structure unequal instalments commencing from June 30, 2017. ECB loans carry interest at 3 month USD LIBOR plus 1.15% p.a. ECB loans are guaranteed by Sembcorp Utilities Pte Ltd, the holding company of the Company. The Company has entered into cross currency interest rate swaps and applicable interest rate for under hedge agreement loan is 8.36% p.a.

2.15 Derivatives

Particulars	As at March 31, 2018	As at March 31, 2017
Non-current		
Derivative designated as cash flow hedge	684.96	802.60
	684.96	**802.60**

2.16 Other financial liabilities

Particulars	As at March 31, 2018	As at March 31, 2017
Non-current		
Retention bonus payable	9.19	10.94
	9.19	**10.94**

2.17 Provisions

Particulars	As at March 31, 2018	As at March 31, 2017
Non-current		
Provision for employee benefits		
Gratuity (Refer note 2.36)	-	1.73
Compensated absences	25.07	31.78
	25.07	**33.51**

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.18 Borrowings

Particulars	As at March 31, 2018	As at March 31, 2017
Current borrowings		
Secured		
Loans repayable on demand and short term loans		
Working capital loans from banks including buyer's credit	9,456.13	14,568.25
	9,456.13	**14,568.25**

Terms and nature of security:

Short-term borrowings from banks are secured by mortgage pari passu first charge of registered mortgage of freehold land of 160 sq. mtrs. in Sudhagad Taluka, Raigad, Maharashtra and equitable mortgage of 800.80 acres of owned land and 680.55 acres of land under lease situated at Pynampuram and Nelatur Villages, Muthukur Mandal in the state of Andhra Pradesh.

First pari passu charge over all the present and future assets (both tangible and intangible) of the Company.

Short-term borrowings to the extent of ₹ 2,000 million (March 31, 2017: ₹ 3,500 million) from Development Bank of Singapore Limited is secured by corporate bank guarantee from Sembcorp Utilities Pte Ltd and Gayatri Energy Ventures Private Limited, in the ratio of their respective shareholding at all times.

Term of interest:

Working capital loans currently carry an interest of 7.95 % to 9.40% p.a. (March 31, 2017: 8.50% to 12.85% p.a) and buyers credit carry LIBOR based interest rate which was in the range of 2.27% to 3.25% p.a (March 31, 2017: 0.80% to 2.28% p.a.).

2.19 Trade payables

Particulars	As at March 31, 2018	As at March 31, 2017
Total outstanding dues to micro and small enterprises (refer note 2.37)	-	-
Total outstanding due to creditors other than micro and small enterprises		
- related parties (refer note no: 2.43)	51.22	162.76
- others	2,203.41	2,813.48
	2,254.63	**2,976.24**

The Company's exposure to currency and liquidity risk related to the above financial liabilities is disclosed in note no. 2.42.

2.20 Derivatives

Particulars	As at March 31, 2018	As at March 31, 2017
Current		
Derivatives not designated as hedge		
Fair value of forward contracts used for hedging	11.67	116.60
	11.67	**116.60**

The Company's exposure to currency and liquidity risk related to the above financial liabilities is disclosed in note no. 2.42.

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.21 Other financial liabilities

Particulars	As at March 31, 2018	As at March 31, 2017
Current		
Current maturity of long-term borrowings (refer note no 2.14)	3,159.74	2,942.80
Interest accrued but not due on borrowings	49.04	50.74
Capital creditors (refer note no 2.43)	151.11	176.28
Payable to employees	110.02	0.06
Retention bonus payable	12.94	11.05
Retention money payable (refer note no 2.43)	319.56	366.57
Unearned income	225.03	-
Other payables	0.30	2.27
	4,027.74	**3,549.77**

2.22 Other current liabilities

Particulars	As at March 31, 2018	As at March 31, 2017
Advances from customers	2.17	1.52
Dues to statutory authorities	92.17	64.17
	94.34	**65.69**

2.23 Provisions

Particulars	As at March 31, 2018	As at March 31, 2017
Current		
Provision for employee benefits		
- Gratuity (refer note no 2.36)	1.99	1.58
- Compensated absences	4.50	3.14
	6.49	**4.72**

2.24 Revenue from operations

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Sale of electricity	38,511.13	33,980.18
Other operating revenue		
Sale of coal (refer note no 2.43)	3,089.10	-
Others	20.69	73.87
	41,620.92	**34,054.05**

2.25 Other income

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Interest income under effective interest method on cash and cash equivalents	112.87	63.05
Unwinding of discount on margin money deposits	-	4.70
Gain on derivative contracts, net	47.92	-
Miscellaneous income, net	5.43	14.12
	166.22	**81.87**

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.26 Employee benefits expense

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Salaries, wages and bonus	695.47	437.56
Contribution to provident and other funds (refer note no. 2.36)	30.17	20.06
Staff welfare expenses	49.83	53.28
	775.47	**510.90**

2.27 Finance costs

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Interest expense on financial liabilities measured at amortised cost	7,003.22	8,509.48
Other borrowing costs	369.74	1,711.04
Loss on derivative contracts, net	-	645.58
	7,372.96	**10,866.10**

2.28 Other expenses

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Legal and professional fees (refer note no 2.39)	363.61	396.79
Compensation for short supply of power and others	181.65	139.52
Consumption of stores, spares and consumables	314.61	191.04
Insurance	209.06	201.18
Repairs and maintenance		
- Buildings and civil works	39.77	40.65
- Plant and equipments	529.10	598.06
- Others	53.23	27.73
Allowance for credit losses	16.81	-
Loss on foreign currency transactions and translation (net)	100.36	134.54
Vehicle hire charges	38.47	41.92
Security expenses	49.96	71.94
Travelling and conveyance	31.25	42.05
Health and safety expenses	13.24	20.77
Commission charges	3.23	8.20
Rates and taxes	3.71	13.52
Expenditure on corporate social responsibility (refer note no 2.38)	19.08	35.34
Advertisement expenses	0.74	1.30
Communication expenses	10.12	14.82
Rent (refer note no 2.31)	8.12	5.67
Training and seminar	4.34	4.57
Printing and stationery	2.06	3.42
Directors' sitting fees	3.76	2.18
Loss on sale of property, plant and equipment	0.85	-
Miscellaneous expenses	15.92	24.67
	2,013.05	**2,019.88**

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.29 Contingent liabilities and commitments (to the extent not provided for)

Particulars	As at March 31, 2018	As at March 31, 2017
a. Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	327.62	446.10
	327.62	**446.10**
b. Claims against the Company not acknowledged as debt in respect of		
(i) Income tax*	544.76	247.50
(ii) Cess levied under the Buildings and Other Construction Works (RE&CS) Act,1996	287.21	287.21
(iii) Entry tax	133.10	
	965.07	**534.71**
* Tax paid under protest as at March 31, 2018: ₹138.80 million (March 31, 2017 : ₹47.30 million).		
c. Bank guarantees given to customs and others	3,868.23	8,964.51

2.30 Earnings per share (EPS)

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Profit:		
Net profit/ (loss) after tax attributable to the equity shareholders	1,857.78	(780.70)
Number of equity shares: (in millions)		
Number of shares at the beginning of the year	1,839.92	1,481.83
Add: Weighted average number of equity shares issued during the year	409.17	329.63
Weighted average number of equity shares outstanding during the year	2,249.09	1,811.46
Earnings per equity share (face value of share ₹10 each)		
Basic earnings per share	0.83	(0.43)
Diluted earnings per share	0.83	(0.43)

Note: The Company did not have any potentially dilutive securities in any of the period presented.

2.31 Leases

The Company has taken rental premises on cancellable operating leases. Lease rental under such cancellable leases amounting to ₹ 7.81 million (March 31, 2017: ₹ 3.76 million) has been charged to Statement of profit and loss (net of recoveries).

The Company is also obligated under non-cancellable operating leases for the premises which are renewable at the option of both the lessor and lessee. The total expense incurred during the period under non-cancellable operating lease amounted to Nil (March 31, 2017: ₹ 1.60 million).

The Company has taken on operating lease 26.84 acres of vacant land for a period of 15 years. The lease term may be extended by mutual agreement with the parties. The total lease rental incurred under this agreement during the year amounted to ₹ 0.31 million (March 31, 2017: ₹ 0.31 million).

2.32 Segment reporting

The Company is engaged in the business of generation of power, which in the context of Ind AS 108 - "Operating Segments", notified by the Companies (Indian Accounting Standards) Rules, 2015 is considered the only operating segment. Since the operations of the Company exist only in India and all its assets are located only in India, disclosures under paragraphs 32-34 of Ind AS 108 are not required. Revenue to specific customers exceeding 10% of total revenue for the years ended March 31, 2018 and March 31, 2017 were as follows:

Customer name	For the year ended March 31, 2018		For the year ended March 31, 2017	
	Revenue	%	Revenue	%
Telangana State Government utilities	28,740.18	74.63%	25,868.44	76.13%
Andhra Pradesh State Government utilities	6,263.82	16.26%	5,963.83	17.55%

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.33 Intial Public Offering ('IPO')

The Company is in the process of listing its equity shares on stock exchanges in India and proposes to offer its equity share to public. As part of the listing process, the Company has filed the Draft Red Hearing Prospectus (DRHP) on February 22, 2018 with the Securities Exchange Board of India. As part of the process, apart from the Company, existing shareholders also proposes to sell the stake in the Company. Prepayments under other current assets include expenses of ₹ 133.10 million incurred by the Company towards IPO of the equity shares held by shareholders as well as the Company. Portion of these expenses are recoverable from shareholders in proportionate to shares that will be offered to public in offering.

2.34 Significant acquisitions during the year:

On February 15, 2018, the Company has acquired 100% equity shareholding of Sembcorp Gayatri Power Limited ('SGPL'), a fellow subsidiary till such date, from Sembcorp Utilities Pte Ltd, Singapore ('SUPL') and Gayatri Energy Ventures Private Limited ('GEVPL') and 71.57% equity shareholding of Sembcorp Green Infra Limited ('SGIL'), a fellow subsidiary till such date, from SUPL. The balance 28.43% equity shareholding in SGIL was held by IDFC Infrastructure Fund 3 and the same was acquired on February 20, 2018.

This transaction was pursuant to an agreement between the Company, SUPL, GEVPL and SGPL entered on January 08, 2018, to execute the reorganization of Sembcorp Group's power portfolio in India.

The details of equity share holding of SGPL and SGIL before the transaction and after the transaction are as follows:

Name of the entity	Before transaction		After transaction	
	SGPL	SGIL	SGPL	SGIL
Sembcorp Utilities Pte Limited	87.98%	71.57%	-	-
Gayatri Energy Ventures Private Limited	12.02%	-	-	-
IDFC Infrastructure Fund 3	-	28,43%	-	-
Sembcorp Energy India Limited	-	-	100%	100%

On August 30, 2017, Sembcorp Utilities Pte Ltd had entered into an agreement with IDFC to acquire the shares held by IDFC directly by SUPL or through any of its affiliates and purchase consideration agreed was ₹ 14,102.00 million. As a part of above agreement, the Company (SEIL) has acquired the shares from IDFC on February 20, 2018 for agreed consideration of ₹ 14,102.00 million and issued new equity shares to SUPL for cash injection to settle the transaction with IDFC.

All these transactions (i.e. acquisition of shareholding of SUPL in SGPL and SGIL, acquisition of IDFC shareholding in SGIL and acquisition of GEVPL shareholding in SGPL) were executed through shares swap by SEIL. SEIL has issued 2,568.76 million equity shares at a price of ₹ 18.80 per share to SUPL and GEVPL as consideration for acquisition of 100% equity shareholding in SGPL and 71.57% equity shareholding in SGIL. SEIL has issued 750.05 million equity shares at a price of ₹ 18.80 per share to SUPL for raising ₹ 14,102.00 million for acquisition of SGIL's shares held by IDFC. In order to acquire the 100% equity shareholding of SGPL and SGIL, SEIL has issued total 3,318.81 million new equity shares at a price of ₹ 18.80 per share.

2.35 Merger of subsidiary company

As a part of reorganization of Sembcorp Group's power sector portfolio in India, the Company's (SEIL) Board of Director's and Sembcorp Gayatri Power Limited (SGPL) Board of Director's in their respective board meetings held on February 19, 2018 unanimously approved the proposal for the amalgamation of SGPL with SEIL, subject to all the necessary statutory / regulatory approvals (the scheme).

The appointed date for the amalgamation is April 1, 2017. SGPL is the wholly owned subsidiary of SEIL. Upon this proposed scheme coming into effect and upon transfer and vesting of all assets and liabilities and the entire business of SGPL into with SEIL in accordance with the provisions of the scheme, the shares held by SEIL in SGPL shall stand cancelled and extinguished in entirety. Since SEIL is the 100% shareholder of SGPL, no shares shall be required to be allotted by SEIL either to itself or to any of its nominee shareholders holding shares in SGPL.

Upon the proposed scheme becoming effective, SEIL shall record the assets, liabilities and reserves of SGPL in its books in accordance with the 'pooling of interest' method, at their existing carrying amounts, prescribed under Appendix C to Ind AS 103 "Business Combinations" and/or such other Ind AS, as may be applicable, as amended from time to time.

The scheme has been filed with the Regional Director (RD), Ministry of Corporate Affairs under Section 230 of Chapter XV of the Companies Act, 2013 for amalgamation of SGPL with SEIL. Pending approval of RD, no effect of the scheme has been given in the financial statements.

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.36 Assets and liabilities relating to employee benefits

i) Defined contribution plan

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund which is a defined contribution plan. The Company has no obligations other than to make the specified contributions. The contribution to provident fund charged to the statement of profit and loss is ₹ 24.24 million (March 31, 2017: ₹ 19.60 million) .

ii) Defined benefit plan

The Company provides gratuity for its employees as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees' last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognized funds in India. Liability with regard to this plan is determined by an actuarial valuation as at the end of the year and are charged to the statement of profit and loss.

A. Funding

The Company has purchased an insurance policy to provide for payment of gratuity to the employees. Every year, the insurance company carries out a funding valuation based on the latest employee data provided by the Company. Any deficit in the assets arising as a result of such valuation is funded by the Company.

The following tables summaries the components of net benefit expense recognised in the statement of profit or loss and the funded status and amounts recognised in the balance sheet for the respective plans:

	Particulars	As at March 31, 2018	As at March 31, 2017
B.	Reconciliation of the present value of defined benefit obligation		
	Balance at the beginning of the year	19.88	13.22
	Current service cost	5.89	0.26
	Past service cost	1.31	-
	Interest cost	1.34	1.06
	Benefits paid	(2.77)	(0.78)
	Actuarial (gains)/ loss recognised in the other comprehensive income		
	experience adjustments	7.80	6.67
	changes in financial assumptions	(2.29)	(0.55)
	Balance at the end of the year	**31.16**	**19.88**
	Reconciliation of the present value of plan assets		
	Balance at the beginning of the year	16.57	13.89
	Contributions paid into the plan by employer	14.21	2.47
	Benefits paid	(2.77)	(0.78)
	Expected return on plan assets	1.11	1.07
	Actuarial gain/ (loss) on plan assets	0.05	(0.08)
	Balance at the end of the year	**29.17**	**16.57**
	Net defined benefit obligation/ (asset)	**1.99**	**3.31**
	Disclosure in the balance sheet:		
	Non-current	-	1.73
	Current	1.99	1.58

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

C. Expense recognized in the Standalone statement of profit and loss

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Current service cost	5.89	0.26
Past service cost	1.31	-
Interest cost	1.34	1.06
Interest income	(1.11)	(1.07)
	7.43	**0.25**
Remeasurements recognised in Other comprehensive income		
Actuarial (gain)/ loss on defined benefit obligation	5.51	6.12
Return on plan assets excluding interest income	(0.05)	0.08
	5.46	**6.20**

D. Plan assets

Particulars	As at March 31, 2018	As at March 31, 2017
Plan assets comprise of the following:		
New Group Gratuity Cash Accumulation Plan with LIC	29.17	16.57

E. Summary of actuarial assumptions

Demographic assumptions

Particulars	As at March 31, 2018	As at March 31, 2017
Attrition rate		
21 - 30 years	10.00%	10.00%
31 - 40 years	5.00%	5.00%
41 year and above	1.00%	1.00%
Financial assumptions		
Discount rate	7.60%	7.00%
Future salary growth rate	5.00%	5.00%

The estimates of future salary increase considered in actuarial valuation, takes account of inflation seniority, promotion and other relevant factors such as supply and demand in the employment market.

Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligations by the amount shown below:

Particulars	March 31, 2018		March 31, 2017	
	Increase	Decrease	Increase	Decrease
Sensitivity factor (%)	0.50%	0.50%	1%	1%
Discount rate	(1.74)	1.89	(1.47)	1.53
Future salary growth rate	1.85	(1.72)	2.53	(2.37)

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

Asset-liability matching strategy

The Company has purchased insurance policy, which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance company, as part of the policy rules, makes payment of all gratuity payables falling due during the year (subject to sufficiency of funds under the policy). The policy, thus, mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Company is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset).

F. Expected contributions to the plan for the next annual reporting period

The Company expects to contribute a sum of ₹2.00 million (March 31, 2017: ₹3.30 million) to the plan for the next annual reporting period.

G. Maturity profile of the defined benefit obligation

Expected cash flows for the following years (valued on undiscounted basis) :

Particulars	As at March 31, 2018	As at March 31, 2017
Within 1 year	1.37	1.60
2 to 5 years	6.95	1.40
6 to 9 years	11.24	2.60
For year 10 and above	74.61	30.70

iii) Compensated absences

The accrual for unutilised leave is determined for the entire available leave balance standing to the credit of the employees at the year-end. The value of such leave balances that are eligible for carry forward, is determined by an actuarial valuation as at the end of the year and is charged to the statement of profit and loss.

2.37 Details of dues to micro and small enterprises as defined under Micro, Small and Medium Enterprises Act, 2006

Disclosure of amounts payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act, 2006" is based on the information available with the Company regarding the status of registration of such vendors under the said Act. There are no overdue principal amounts / interest payable amounts for delayed payments to such vendors at the Balance Sheet date. There are no delays in payment made to such suppliers during the year or for any earlier years and accordingly, there is no interest paid or outstanding interest in this regard in respect of payments made during the year or brought forward from previous years.

2.38 Details of Corporate social responsibility expenditure

The amount to be incurred towards Corporate Social Responsibility (CSR) for the financial year ended March 31, 2018, as prescribed under section 135 of the Companies Act, 2013 is Nil. (March 31, 2017: Nil). The Company has however incurred ₹ 19.08 million (March 31, 2017: ₹ 35.34 million) on education, healthcare, village infrastructure, skill development, social reforms and environment sustainability.

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.39 Auditor's remuneration (excluding taxes) *

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
- statutory audit fee	2.05	1.70
- for other services	2.33	3.20
- for reimbursement of expenses	0.26	0.20
	4.64	**5.10**

* The company has incurred ₹13.88 million including service tax and out-of-pocket expenses in addition to the above towards audits and other services received for Initial Public Offering (IPO) purpose. However, same has not been charged off to the statement of profit and loss and is disclosed in prepayments under other current assets.

2.40 Deferred tax

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Deferred tax asset		
Unabsorbed loss and depreciation as per Income-tax law	11,897.85	11,780.10
Deferred tax liability		
Excess of depreciation allowable under Income-tax law over depreciation provided in books	11,897.85	11,780.10
	-	-

In the absence of reasonable certainty supported by evidence that there will be future taxable income against which such losses can be set off, the deferred tax asset on carry forward unabsorbed depreciation and loss as at March 31, 2018 is created to the extent of deferred tax liability.

Reconciliation of effective tax rate

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
Profit/(loss) before tax	2,380.76	(780.70)
Enacted tax rate in India	34.61%	34.61%
Computed expected tax expenses	**823.93**	**(270.18)**
Carried forward losses from earlier accounting periods in respect of which deferred tax asset was not recognised earlier	(823.93)	-
Unrecognised deferred tax asset on loss during the year	-	270.18
Additional tax on account of Minimum Alternate Tax (MAT) applicability	522.98	-
Total tax expenses	**522.98**	**-**

2.41 Capital management

The Company aims to maintain sound capital base so as to maintain investor, creditor and market confidence and to sustain future development and growth of its business, while at the same time maintaining an appropriate dividend policy to reward shareholders. The Management monitors the return on capital, as well as the level of dividends to equity shareholders.

The Company seeks to maintain a balance between the higher returns that might be possible with highest levels of borrowings and the advantages and security afforded by a sound capital position. Capital is defined as equity attributable to the equity holders. Debt consists of non-current borrowings, current borrowings and current maturities of long term borrowings.

The Company's debt to equity ratio as at the balance sheet date is as follows:

Particulars		As at March 31, 2018	As at March 31, 2017
Debt	**A**	71,820.39	79,841.36
Total equity	**B**	89,132.72	24,837.82
Total debt and equity		**160,953.11**	**104,679.18**
Debt-to-equity ratio	**A/B**	**0.81**	**3.21**

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.42 Financial instruments - Fair values and risk management

A. Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy were as follows:

March 31, 2018

	Note	Carrying amount				Fair value		
		FVTPL	FVTOCI	Amortised cost	Total	Level 1	Level 2	Level 3
Financial assets not measured at fair value								
Trade receivables	2.7	-	-	8,974.37	8,974.37	-	-	-
Cash and cash equivalents	2.8	-	-	948.44	948.44	-	-	-
Other bank balances	2.8	-	-	61.44	61.44	-	-	-
Loans	2.9	-	-	0.11	0.11	-	-	-
Other financial assets	2.4 & 2.10	-	-	5,895.85	5,895.85	-	-	-
		-	**-**	**15,880.21**	**15,880.21**	**-**	**-**	**-**
Financial liabilities measured at fair value								
Derivative designated as cash flow hedge	2.15	-	684.96	-	684.96	-	684.96	-
Forward exchange contracts used for hedging	2.20	11.67	-	-	11.67	-	11.67	-
		11.67	**684.96**	**-**	**696.63**	**-**	**696.63**	**-**
Financial liabilities not measured at fair value								
Borrowings (excluding current maturities)	2.14 & 2.18	-	-	68,660.65	68,660.65	-	-	-
Trade payables	2.19	-	-	2,254.63	2,254.62	-	-	-
Other financial liabilities	2.16 & 2.21	-	-	4,036.93	4,036.93	-	-	-
		-	**-**	**74,952.21**	**74,952.21**	**-**	**-**	**-**

March 31, 2017

	Note	Carrying amount				Fair value		
		FVTPL	FVTOCI	Amortised cost	Total	Level 1	Level 2	Level 3
Financial assets not measured at fair value								
Trade receivables	2.7	-	-	11,991.73	11,991.73	-	-	-
Cash and cash equivalents	2.8	-	-	1,424.46	1,424.46	-	-	-
Other bank balances	2.8	-	-	778.69	778.69	-	-	-
Loans	2.9	-	-	0.79	0.79	-	-	-
Other financial assets	2.4 & 2.10	-	-	5,170.49	5,170.49	-	-	-
		-	**-**	**19,366.16**	**19,366.16**	**-**	**-**	**-**
Financial liabilities measured at fair value								
Derivative designated as cash flow hedge	2.15	-	802.60	-	802.60	-	802.60	-
Forward exchange contracts used for hedging	2.20	116.60	-	-	116.60	-	116.60	-
		116.60	**802.60**	**-**	**919.20**	**-**	**919.20**	**-**
Financial liabilities not measured at fair value								
Borrowings (excluding current maturities)	2.14 & 2.18	-	-	76,898.56	76,898.56	-	-	-
Trade payables	2.19	-	-	2,976.24	2,976.24	-	-	-
Other financial liabilities	2.16 & 2.21	-	-	3,560.71	3,560.71	-	-	-
		-	**-**	**83,435.51**	**83,435.51**	**-**	**-**	**-**

Note:

Investments in subsidiaries have been accounted at historical cost. Since these are scoped out of Ind AS 109 for the purpose of measurement , the same are not disclosed in the table above.

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.42 Financial instruments - Fair values and risk management (continued)

A. Accounting classifications and fair values (continued)

Valuation techniques and significant unobservable inputs

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the balance sheet, as well as the significant unobservable inputs used.

Financial instrument	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
Forward exchange/ option contracts	The fair value is determined using the quoted forward exchange/ option contract rates at the reporting date and present value calculations based on high credit quality yield curves in the respective currencies.	Not applicable	Not applicable
Swap contracts	The fair value of cross currency and interest rate swaps are calculated as the present value of the estimated future cash flows based on observable curves.	Not applicable	Not applicable

B. Financial risk management objectives and policies

The Company's activities exposed it to market risk (including interest rate risk, foreign currency risk), credit risk and liquidity risk.

As part of the Company's Enterprise Risk Management framework, treasury policies and financial authority limits are documented and reviewed periodically. The policies set out the parameters for management of Company's liquidity, counterparty risk, foreign exchange and derivative transactions and financing.

The Company utilises foreign exchange contracts, foreign exchange swaps, interest rate swaps, and various financial instruments to manage exposures to interest rate and foreign exchange risks arising from operating and financing activities. All such transactions must involve underlying assets or liabilities and no speculative transactions are allowed.

The financial authority limits seek to limit and mitigate transactional risks by setting out the threshold of approvals required for entering into contractual obligations.

a) Market risk

Market risk is the risk that changes in market prices, such as interest rates and foreign exchange rates will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and reduce market risk exposures within acceptable parameters.

i) Interest rate risk

The Company's exposure to market risk for changes in interest rate environment relates mainly to its debt obligations.

The Company's policy is to maintain an efficient and optimal interest cost structure using a mix of fixed and variable rate debts and long-term and short-term borrowings.

The Company enters into cross currency interest rate swaps to reduce its exposure to interest rate volatility. In accordance with the Company's policy the duration of such cross currency interest rate swaps must not exceed the tenure of the underlying debt.

The Company's borrowings majorly consists of project funding loans, working capital loans having variable rate of interest.

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.42 Financial instruments - Fair values and risk management (continued)

B. Financial risk management objectives and policies (continued)

The interest rate profile of the Company's interest-bearing instruments as reported to management is as follow:

Particulars	As at March 31, 2018	As at March 31, 2017
Fixed rate instruments		
Financial liabilities	(3,350.00)	(5,148.62)
	(3,350.00)	**(5,148.62)**
Effect of interest rate swaps	(15,442.31)	(15,950.30)
	(18,792.31)	**(21,098.92)**
Variable rate instruments		
Financial assets	2,000.85	930.08
Financial liabilities	(68,470.39)	(74,692.74)
	(66,469.54)	**(73,762.66)**
Effect of interest rate swaps	15,442.31	15,950.30
	(51,027.23)	**(57,812.36)**

ii) 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 majority of the Company's assets are located in India. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the its operating and financing activities. The functional currency of the Company is Indian rupee. The currencies in which these transactions are primarily denominated in US (USD) and Singapore dollar (SGD).

The Company evaluates the exposure and enters into foreign currency derivative instruments like forward contracts, cross currency interest rate swaps to mitigate the exposure.

The summary quantitative data about the Company's exposure to currency risk (based on notional reports) as reported to the management is as follows:

Particulars		March 31, 2018		March 31, 2017	
	Currency	Indian Rupees	Foreign currency	Indian Rupees	Foreign currency
Financial assets					
Cash on hand	USD	0.00	0.00	0.13	0.00
Cash on hand	SGD	0.11	0.00	0.03	0.00
Total financial assets		**0.11**		**0.16**	
Financial liabilities					
Borrowings - ECB and Buyer's credit	USD	(20,717.53)	(318.52)	(19,050.00)	(291.78)
Trade payables	USD	(1018.53)	(15.66)	(370.90)	(5.72)
Trade payables	SGD	(19.53)	(0.39)	(14.27)	(0.31)
Other financial liabilities	USD	(259.09)	(3.98)	(235.71)	(3.64)
Total financial liabilities		**(22,014.68)**		**(19,670.88)**	
Net financial liabilities		**(22,014.57)**		**(19,670.72)**	
Less: Derivatives					
Foreign exchange forward contracts	USD	3,666.96	56.38	3,168.31	46.84
Cross currency interest rate swaps	USD	15,592.71	239.73	16,420.50	246.00
		19,259.67		**19,588.81**	
Net exposure in respect of recognised assets/ (liabilities)		**(2,754.90)**		**(81.91)**	

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.42 Financial instruments - Fair values and risk management (continued)

B. Financial risk management objectives and policies (continued)

Sensitivity analysis:

A reasonably possible strengthening (weakening) of Indian rupee against US dollar or Singapore dollar as at March 31, 2018 would have affected the measurement of financial instruments denominated in foreign currency and affected equity and profit and loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast purchases.

Particulars	Profit/(loss)		Equity increase/(decrease), net of tax	
	Strengthening	Weakening	Strengthening	Weakening
March 31, 2018				
USD (5% movement)	136.77	(136.77)	107.58	(107.58)
SGD (5% movement)	0.97	(0.97)	0.76	(0.76)
March 31, 2017				
USD (5% movement)	3.38	(3.38)	3.38	(3.38)
SGD (5% movement)	0.71	(0.71)	0.71	(0.71)

Derivative financial instruments

The fair value of foreign exchange contracts and foreign exchange swaps are accounted for based on the difference between the contractual price and the current market price. The fair values of interest rate swaps and cross currency swaps are the indicative amounts that the Company is expected to receive or pay to terminate the swap with the swap counterparties at the balance sheet date.

The following table gives details in respect of outstanding foreign exchange forward, foreign currency cross currency swap and commodity hedging contract:

Particulars	March 31, 2018		March 31, 2017	
	Foreign currency	Indian Rupees	Foreign currency	Indian Rupees
Derivatives designated as cash flow hedges:				
Cross-currency interest swap rates				
In USD	239.73	15,592.71	246.00	16,420.50
Other derivatives:				
Forward contracts				
In USD	56.38	3,666.96	46.84	3,168.31
Commodity swap contracts				
In USD	0.14	9.38	-	-
Total	**296.25**	**19,269.05**	**292.84**	**19,588.81**

The table below analyses the derivative financial instruments into relevant maturity groupings based on the remaining period as of the balance sheet date.

Particulars	As of	
	March 31, 2018	March 31, 2017
Not later than one month	331.70	1,167.41
Later than one month and not later than three months	1,668.93	492.95
Later than three months and not later than one year	2,331.68	1,941.83
More than one year	14,927.35	15,986.63
	19,259.66	**19,588.82**

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.42 Financial instruments - Fair values and risk management (continued)

B. Financial risk management objectives and policies (continued)

b) Credit risk

Credit risk is the risk of financial loss to the Company if a customer, employee or counterparty to a financial instrument fails to meet it contractual obligation leading to financial loss. The Company is exposed to credit risk from its operating activities (primarily for trade and other receivables) and from its financing activities, including short-term deposits with banks, and other financial assets.

The carrying amounts of the financial assets as disclosed in note no 2.4, 2.8, 2.9 and 2.14 represent the maximum credit risk exposure.

Trade receivables

The Company has exposure to credit risk from a limited customer group on account of specialised nature of business, i.e. sale of power. The Company ensures concentration of credit does not significantly impair the financial assets since the customers to whom the exposure of credit is taken are well established and reputed undertakings which are sovereign backed and other large cooperates.

Customer credit risk is managed by the Company subject to the Company's established policy, procedures and control relating to the customer credit risk management. Credit quality of a customer is assessed based on their past performance. Outstanding customer receivables are regularly monitored and taken up on case to case basis.

The Company has adopted a policy of dealing with credit worthy counter parties as a means of mitigating the risk of financial loss from defaults. The Company's exposure and credit worthiness of its customers are continuously monitored.

The credit risk for liquid funds and other current and non-current financial assets is considered negligible, since the counterparties are reputable banks with high quality external credit ratings and from group companies.

As at March 31, 2018 and March 31, 2017, the Company has 2 customers that owed the Company more than 95% of the trade receivable outstanding.

c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations associated with its financial liabilities that are settled by delivering cash or another financial asset as they fall due. The Company is exposed to this risk from its operating activities and financing activities. The Company's approach to managing liquidity is to ensure, as far as possible that it will have sufficient liquidity to meet its liability when they become due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation. Liquidity requirements are maintained within the credit facilities established and are adequate and available to the Company to meet its obligations.

The table below provides details regarding the contractual maturities of significant financial liabilities as of the reporting date.

As at March 31, 2018

Particulars	Carrying value	Contractual cash flows (Gross)			
		within 12 months	1-5 years	More than five years	Total
Borrowings - long-term (including current maturities)*	62,364.26	8,821.76	44,602.14	55,427.32	108,851.22
Borrowings - short-term	9,456.13	9,456.13	-	-	9,456.13
Trade payables	2,254.63	2,254.63	-	-	2,254.63
Other financial liabilities (excluding current maturities of borrowings)	877.19	868.00	9.19	-	877.19
Cross currency swap contract (Non-Current)	684.96	-	684.96	-	684.96
Foreign currency forward contracts and Commodity hedge (Current)	11.67	11.67	-	-	11.67
	75,648.84	**21,412.19**	**45,296.29**	**55,427.32**	**122,135.80**

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.42 Financial instruments - Fair values and risk management (continued)

B. Financial risk management objectives and policies (continued)

As at March 31, 2017

Particulars	Carrying value	Contractual cash flows (Gross)			
		within 12 months	1-5 years	More than five years	Total
Borrowings - long-term (including current maturities)*	65,273.11	7,893.14	43,492.06	62,013.36	113,398.56
Borrowings - short-term	14,568.25	14,568.25	-	-	14,568.25
Trade payables	2,976.24	2,976.24	-	-	2,976.24
Other financial liabilities (excluding current maturities of borrowings)	617.91	606.97	10.94	-	617.91
Cross currency swap contract (Non-Current)	802.60	-	802.60	-	802.60
Foreign currency forward contracts (Current)	116.60	116.60	-	-	116.60
	84,354.71	**26,161.20**	**44,305.60**	**62,013.36**	**132,480.16**

*Contractual cash flows includes contractual interest payments based on the interest rate prevailing at the reporting date.

2.43 Related party disclosure

a) List of related parties

Name of the party	Nature of relationship
Sembcorp Industries Ltd, Singapore	Ultimate holding company
Sembcorp Utilities Pte Ltd, Singapore	Holding company
TPCIL Singapore Pte Ltd, Singapore	Subsidiary
Sembcorp Gayatri Power Limited, India	Subsidiary (w.e.f. February 15, 2018) (Previously fellow subsidiary)
Sembcorp Green Infra Limited, India	Subsidiary (w.e.f. February 15, 2018) (Previously fellow subsidiary)
Sembcorp India Private Limited, India	Entity under common control
Gayatri Projects Limited, India	Key management personnel having significant influence
Gayatri Energy Ventures Private Limited, India	Key management personnel having significant influence
Deep Corporation Private Limited, India	Key management personnel having significant influence
Gayatri Hi-Tech Hotels Limited, India	Key management personnel having significant influence
Neil Garry Mcgregor	Chairman (from May 31, 2017)
T V Sandeep Kumar Reddy	Director
Atul Mohan Nargund	Managing Director (upto April 16, 2017)
Vipul Tuli	Managing Director (from May 31, 2017)
Comal Ramachandran Gayathri	Independent Director (till February 04, 2018)
Tantra Narayana Thakur	Independent Director (till February 04, 2018)
Radhey Shyam Sharma	Independent Director (from February 02, 2018)
Kalaikuruchi Jairaj	Independent Director (from February 02, 2018)
Sangeeta Talwar	Independent Director (from February 02, 2018)
Bobby Kanubhai Parikh	Independent Director (from February 02, 2018)
Looi Lee Hwa	Director (from February 02, 2018)
Chidambaram Iyer	Chief Financial Officer(from June 1, 2017 to January 10, 2018)
B.N.K.Reddy	Chief Financial Officer(upto May 31, 2017)
Juvenil Jani	Chief Financial Officer(from January 11, 2018)
Nagamani Alluri	Company Secretary (upto January 10, 2018)
Narendra Ande	Company Secretary (from January 11, 2018)

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.43 Related party disclosure (continued)

b) The following are the transactions with related parties during the year

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
1. Contract work		
Gayatri Projects Limited	-	261.39
2. Rent and utility expense		
Deep Corporation Private Limited	5.28	5.29
Gayatri Hi-Tech Hotels Limited	0.29	0.62
Sembcorp India Private Limited	2.94	-
3. Land lease rental expenses		
Sembcorp Gayatri Power Limited	0.31	0.31
4. Project development/consultancy expenses		
Sembcorp Utilities Pte Ltd	82.40	75.15
Sembcorp India Private Limited	109.79	-
Gayatri Projects Limited	-	150.02
5. Bank guarantee fees/ commission		
Gayatri Projects Limited	-	12.27
Sembcorp Utilities Pte Ltd	217.78	159.19
6. Money received from issue of share capital including share premium		
Sembcorp Utilities Pte Ltd	14,102.00	3,580.85
7. Shares issued for consideration other than cash		
Sembcorp Utilities Pte Limited	46,757.56	-
Gayatri Energy Ventures Private Limited	1,538.67	-
8. Capital advances made		
Gayatri Projects Limited	-	61.22
9. Reimbursement of expenses		
Sembcorp Utilities Pte Ltd	4.91	6.44
Sembcorp India Private Limited	8.19	5.48
10. Reimbursement received		
Sembcorp India Private Limited	47.42	-
11. Investment in subsidiaries		
TPCIL Singapore Pte Limited	0.66	-
Sembcorp Gayatri Power Limited	12,800.00	-
Sembcorp Green Infra Limited	49,598.22	-
12. Manpower Consultancy charges		
Sembcorp India Private Limited	93.73	95.43
13. Sale of coal and electricity and consumable		
Sembcorp Gayatri Power Limited	3,509.54	541.76
14. Purchase of inventories		
Sembcorp Gayatri Power Limited	1,597.83	245.70
15. Lease rent income		
Sembcorp Gayatri Power Limited	0.37	0.37
16. Margin money recovered		
Gayatri Projects Limited	49.62	-
17. Salaries to Key managerial personnel *		
B N K Reddy (upto May 2017)	1.25	8.42
Chidambaram Iyer (June 2017 to Dec 2017)	4.40	-
Juvenil Jani (From January 2018)	4.76	-
Nagamani Alluri	1.49	1.51
Narendra Ande	0.88	-
Vipul Tuli (From January 2018)	14.52	-

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

b) The following are the transactions with related parties during the year

Particulars	For the year ended March 31, 2018	For the year ended March 31, 2017
18. Sitting fees to Directors (including taxes)		
Comal Ramachandran Gayathri	0.94	-
Tantra Narayana Thakur	1.06	1.38
Radhey Shyam Sharma	0.47	-
Kalaikuruchi Jairaj	0.47	-
Sangeeta Talwar	0.47	-
Bobby Kanubhai Parikh	0.35	-
Madhabi Puri Bhuch	-	0.80

* Key Managerial Personnel and Relatives of Promoters who are under the employment of the Company are entitled to post employment benefits and other long term employee benefits recognised as per Ind AS 19 - Employee Benefits in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above.

c) Details of related party balances is as under:

Particulars	As at March 31, 2018	As at March 31, 2017
Related party receivables		
Gayatri Projects Limited (Margin money)	630.00	679.62
Sembcorp Gayatri Power Limited (Trade receivable)	44.26	12.85
Sembcorp Utilities Pte Limited	-	0.24
Trade payables:		
Gayatri Projects Limited	-	38.29
Sembcorp Utilities Pte Ltd	42.06	98.65
Sembcorp India Private Limited	8.94	25.53
Sembcorp Gayatri Power Limited	0.22	-
Gayatri Hi-Tech Hotels Limited	-	0.21
Deep Corporation Private Limited	-	0.08
Other payables:		
Gayatri Projects Limited (Capital creditors)	4.56	0.50
Gayatri Projects Limited (Retention money payable)	8.99	8.99
Investment in subsidiaries		
TPCIL Singapore Pte. Ltd	1.13	0.47
Sembcorp Gayatri Power Limited	12,800.00	-
Sembcorp Green Infra Limited	49,598.22	-
Corporate Guarantee for External commercial borrowings		
Sembcorp Utilities Pte Ltd	15,578.06	15,950.30
(Represents the amount of facility outstanding)		
Corporate Guarantee for short-term borrowings		
Sembcorp Utilities Pte Ltd and Gayatri Energy Ventures Private Limited	2,000.00	3,500.00

Notes to the Standalone Ind AS Financial Statements

(All amounts are in Indian Rupees millions except for share data or otherwise stated)

2.44 Standards issued but not effective

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2018 has notified the following new and amendments to Ind ASs which the Company has not applied as they are effective for annual periods beginning on or after April 1, 2018:

Ind AS 115, Revenue from Contracts with Customers

Ind AS 115, establishes a comprehensive framework for determining whether, how much and when revenue should be recognised. It replaces existing revenue recognition guidance, including Ind AS 18 Revenue, Ind AS 11 Construction Contracts and Guidance Note on Accounting for Real Estate Transactions. Ind AS 115 is effective for annual periods beginning on or after April 1, 2018 and will be applied accordingly.

The Company has completed an initial assessment of the potential impact of the adoption of Ind AS 115 on accounting policies followed in its financial statements. There is no impact of adoption of Ind AS 115 on the financial statements.

Ind AS 21 – The effect of changes in Foreign Exchange rates

The amendment clarifies on the accounting of transactions that include the receipt or payment of advance consideration in a foreign currency. The appendix explains that the date of the transaction, for the purpose of determining the exchange rate, is the date of initial recognition of the non-monetary prepayment asset or deferred income liability. If there are multiple payments or receipts in advance, a date of transaction is established for each payment or receipt.

The Company has completed an initial assessment of the potential impact of the amendment on the financial statements. There is no material impact of adoption of clarification on the financial statements.

The explanatory notes form an integral part of the standalone Ind AS financial statements.
As per our report on standalone Ind AS financial statements of even date attached

For **B S R & Associates LLP**
Chartered Accountants
ICAI Firm registration number: 116231W/ W-100024

Sd/-
Hemant Maheshwari
Partner
Membership No: 096537

Place: Hyderabad
Date: May 21, 2018

For and on behalf of the Board of Directors of
Sembcorp Energy India Limited
(Formerly Thermal Powertech Corporation India Limited)
CIN: U40103TG2008PLC057031

Sd/-
Vipul Tuli
Managing Director
DIN: 07350892

Sd/-
T .V. Sandeep Kumar Reddy
Director
DIN: 00005573

Sd/-
Juvenil Jani
Chief Financial Officer

Sd/-
Narendra Ande
Company Secretary
Membership No: A14603

Place: Gurugram
Date: May 21, 2018

Consolidated Financial Statements

Independent Auditor's Report

To
The Members
Sembcorp Energy India Limited
(formerly Thermal Powertech Corporation India Limited)

Report on the Audit of Consolidated Ind AS Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of Sembcorp Energy India Limited (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), which comprise the Consolidated Balance Sheet as at March 31, 2018, the Consolidated Statement of Profit and Loss, Consolidated Statement of Changes in Equity and the Consolidated Cash Flow Statement, for the year then ended, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of t Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated state of affairs, consolidated profit/ loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that re reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143 (10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made, as well as evaluating the overall presentation of the consolidated financial statements.

We are also responsible to conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause Group to cease to continue as a going concern.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their report referred in Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of report of other auditors on financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2018, and their consolidated loss and other comprehensive income, consolidated statement of changes in equity and consolidated cash flows for the year ended on that date.

Other Matters

We did not audit the financial statements of a subsidiary, whose financial statements reflect total assets of ₹72,022.18 million as at March 31, 2018, total revenues of ₹8,850.06 million and net cash outflows of ₹1,710.28 million for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose report has been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary and our report in terms of sub-section (3) of Section 143 of the Act, insofar as it relates to the aforesaid subsidiary is based solely on the report of the other auditors.

The aforesaid consolidated financial statements of the subsidiary also include the Group's share of net profit of ₹ Nil for the year ended March 31, 2018, in respect of three associates whose financial statements are unaudited and have been furnished by the Management. In our opinion and according to the information and explanations given to us by the Management, these finanacial statements are not material to the Group.

We did not audit the financial statements of a subsidiary incorporated outside India, whose financial statements reflect total assets of ₹0.58 million as at March 31, 2018, total revenues of ₹ Nil and net cash flows of ₹0.39 million for the year ended on that date, as considered in the consolidated financial statements. These financial statements are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates the amounts and disclosures included in respect of this subsidiary, and our report in terms of sub-sections (3) of Section 143 of the Act in so far as it relates to the aforesaid subsidiary, is based solely on such unaudited financial statements. In our opinion and according to the information and explanations given to us by the Management, these financial statements are not material to the Group.

The comparative financial information of the Group as at and for the year ended March 31, 2017 and the opening balances as at April 1, 2016 have been restated to give the effect of business combinations under common control during the year i.e. acquisition of Sembcorp Gayatri Power Limited (SGPL) and Sembcorp Green Infra Limited (SGIL). The comparative financial information have been restated based on audited standalone financial statements of SGPL and audited consolidated financial statement of SGIL for the year ended March 31, 2017, which were audited by other auditors who expressed unmodified opinion, vide their reports dated May 31, 2017 and September 18, 2017, respectively and whose reports have been furnished to us by the Management, and our opinion on cthe consolidated financial statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in term of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries are based solely on the reports of the other auditors.

Our opinion above on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, as noted in the 'other matter' paragraph, we report, to the extent applicable, that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

    b) In our opinion, proper books of account as required by law elating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.

    c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

d) In our opinion, the aforesaid consolidated financial statements comply with the Indian Accounting Standards specified under section 133 of the Act.

e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2018 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Holding Com any and its subsidiary companies incorporated in India and the operating effectiveness of such controls, refer to our separate Report in "Annexure A".

g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries, as noted in the 'Other matter' paragraph:

   i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group. Refer Note 3.32 to the consolidated financial statements.

   ii. Provision has been made in the consolidated financial statements, as required under the applicable law or Ind AS, for material foreseeable losses, if any, on long-term contracts including derivative contracts as at March 31, 2018. Refer Note 3.3, 3.6 and 3.37 to the consolidated financial statements in respect of such items as it relates to the Group.

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Group.

   iv. The disclosures in the consolidated financial statements regarding holdings as well as dealings in specified bank notes during the period from November 8, 2016 to December 30, 2016 have not been made since they do not pertain to the financial year ended March 31, 2018. However amounts as appearing in the audited consolidated financial statements for the period ended March 31, 2017 have been disclosed.

for **B S R & Associates LLP**
Chartered Accountants
Firm Registration Number: 116231W/W-100024

Sd/-
Hemant Maheshwari
Partner
Membership No.: 096537

Place: Hyderabad
Date : May 21, 2018

Annexure A to the Independent Auditor's Report on the consolidated Ind AS financial statements

Referred to in paragraph 1(f) of the Independent Auditor's Report of even date to the members of Sembcorp Energy India Limited on the consolidated Ind AS financial statements for the year ended March 31, 2018

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

In conjunction with our audit of the consolidated Ind AS financial statements of the Company as of and for the year ended March 31, 2018, we have audited the internal financial controls over financial reporting of Sembcorp Energy India Limited ('the Holding Company') and its subsidiary companies (collectively referred to as "the Company" or "the Group") and its associate companies incorrporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

We believe that the audit evidence we have obtained and the audit obtained by the other auditors in terms of their report referred to in the other matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and

3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Holding Company and its subsidiary companies, incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

Other Matter

Our aforesaid reports under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to a subsidiary (which comprise 26 step-down subsidiaries), which are incorporated in India, is based on the corresponding report of the auditors of the subsidiary and so far as it relates to the unaudited 3 associate companies is based on representation recieved from the management. In our opinion and according to the information and explanations given to us by the management, tthis associate companies are not material to the Group.

for **B S R & Associates LLP**
Chartered Accountants
Firm Registration Number: 116231W/W-100024

Sd/-
Hemant Maheshwari
Partner
Membership No.: 096537

Place: Hyderabad
Date : May 21, 2018

Consolidated Balance Sheet

(All amount are in Indian Rupees millions except for share data or otherwise stated)

Particulars	Note	As at March 31, 2018	As at March 31, 2017*
ASSETS			
I Non-current assets			
(a) Property, plant and equipment	3.1	2,18,758.49	2,27,179.31
(b) Capital work-in-progress	3.1	9,691.52	2,264.89
(c) Goodwill	3.2	1,234.20	1,234.20
(d) Other intangible assets	3.2	41.37	73.15
(e) Financial assets			
(i) Derivative assets	3.3	354.51	328.16
(ii) Other financial assets	3.5	4,020.14	2,784.37
(f) Deferred tax assets (net)	3.6	-	29.77
(g) Non-current tax assets	3.7	602.98	636.37
(h) Other non-current assets	3.8	6,757.51	1,170.92
Total non-current assets		**2,41,460.72**	**2,35,701.14**
II Current assets			
(a) Inventories	3.9	6,130.47	5,266.47
(b) Financial assets			
(i) Investments	3.4	2,629.49	2,370.81
(ii) Trade receivables	3.10	16,772.92	17,038.33
(iii) Cash and cash equivalents	3.11	7,473.05	7,672.99
(iv) Bank balances other than (iii) above	3.11	968.24	1,198.39
(v) Loans	3.12	0.75	1.69
(vi) Other financial assets	3.5	7,890.94	7,954.42
(c) Other current assets	3.8	1,831.74	1,862.03
Total current assets		**43,697.60**	**43,365.13**
Total assets		**2,85,158.32**	**2,79,066.27**
EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	3.13	51,587.22	18,399.15
(b) Other equity		12,075.34	43,345.15
(c) Non-controlling interests		199.83	7,430.82
Total equity		**63,862.39**	**69,175.12**
Liabilities			
I Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	3.14	1,62,777.55	1,58,485.53
(ii) Derivatives	3.16	696.20	816.26
(iii) Other financial liabilities	3.17	33.87	10.94
(b) Provisions	3.20	326.38	302.33
(c) Deferred tax liabilities (net)	3.6	332.91	223.66
(d) Other non-current liabilities	3.19	736.16	879.19
Total non-current liabilities		**1,64,903.07**	**1,60,717.91**
II Current liabilities			
(a) Financial liabilities			
(i) Borrowings	3.15	28,610.97	21,360.73
(ii) Trade payables	3.18	3,427.84	5,371.95
(iii) Derivatives	3.16	92.70	202.29
(iv) Other financial liabilities	3.17	18,937.99	21,554.30
(b) Other current liabilities	3.19	4,665.33	321.15
(c) Provisions	3.20	13.26	13.29
(d) Current tax liabilities	3.21	644.77	349.53
Total current liabilities		**56,392.86**	**49,173.24**
Total liabilities		**2,21,295.93**	**2,09,891.15**
Total equity and liabilities		**2,85,158.32**	**2,79,066.27**

* Refer note 2(a) and 3.40.

Significant accounting policies 2

The explanatory notes form an integral part of the consolidated Ind AS financial statements.
As per our report on consolidated Ind AS financial statements of even date attached

for **B S R & Associates LLP**
Chartered Accountants
ICAI Firm registration number: 116231W/ W-100024

for and on behalf of the Board of Directors of
Sembcorp Energy India Limited
(formerly Thermal Powertech Corporation India Limited)
CIN: U40103TG2008PLC057031

Sd/-
Hemant Maheshwari
Partner
Membership No: 096537

Sd/-
Vipul Tuli
Managing Director
DIN: 07350892

Sd/-
T .V. Sandeep Kumar Reddy
Director
DIN: 0005573

Sd/-
Juvenil Jani
Chief Financial Officer

Sd/-
Narendra Ande
Company Secretary
Membership No: A14603

Place: Hyderabad
Date: May 21, 2018

Place: Gurugram
Date: May 21, 2018

Consolidated Statement of Profit and Loss

(All amount are in Indian Rupees millions except for share data or otherwise stated)

Particulars		Note	Year ended March 31, 2018	Year ended March 31, 2017*
I	**Revenue**			
	Revenue from operations	3.22	78,157.81	47,788.40
	Other income	3.23	1,171.35	703.02
	Total income		**79,329.16**	**48,491.42**
II	**Expenses**			
	Cost of fuel	3.24	43,476.20	21,326.94
	Purchase of traded goods	3.25	-	133.64
	Transmission charges		2,888.49	1,173.69
	Employee benefits expense	3.26	1,499.08	880.70
	Finance costs	3.27	21,088.93	17,222.10
	Depreciation and amortisation expenses	3.28	10,956.04	7,441.45
	Operating and other expenses	3.29	4,935.53	3,828.53
	Total expenses		**84,844.27**	**52,007.05**
III	**Loss for the year**		**(5,515.11)**	**(3,515.63)**
IV	**Tax expense**	3.30		
	Current tax expense		698.68	112.56
	Deferred tax charge		139.21	36.24
	Total tax expense		**837.89**	**148.80**
V	**Loss after tax**		**(6,353.00)**	**(3,664.43)**
VI	**Other comprehensive income**			
	(A) Items that will not be reclassified subsequently to profit or loss			
	Remeasurement of defined benefit liabilities, net		(4.00)	(11.65)
	Income tax effect on above item	3.30	0.19	0.68
			(3.81)	**(10.97)**
	(B) Items that will be reclassified subsequently to profit or loss			
	Effective portion of changes in fair value of cash flow hedge		44.35	(307.00)
	Income tax effect on above item		-	-
			44.35	**(307.00)**
VII	**Total comprehensive income / loss for the year**		**(6,312.46)**	**(3,982.40)**
	Attributable to:			
	Shareholders of the Company		(5,454.21)	(3,618.60)
	Non-controlling interests		(858.25)	(363.80)
			(6,312.46)	**(3,982.40)**
	Loss for the year attributable to:			
	Shareholders of the Company		(5,494.74)	(3,301.56)
	Non-controlling interests		(858.26)	(362.87)
			(6,353.00)	**(3,664.43)**
	Other comprehensive income/(loss) attributable to:			
	Shareholders of the Company		40.53	(317.04)
	Non-controlling interests		0.01	(0.93)
			40.54	**(317.97)**
	Loss per equity share (face value of share ₹10 each)	3.31		
	Basic		(1.25)	(0.82)
	Diluted		(1.25)	(0.82)

* Refer note 2(a) and 3.40.

Significant accounting policies 2

The explanatory notes form an integral part of the consolidated Ind AS financial statements.
As per our report on consolidated Ind AS financial statements of even date attached

for **B S R & Associates LLP**
Chartered Accountants
ICAI Firm registration number: 116231W/ W-100024

for and on behalf of the Board of Directors of
Sembcorp Energy India Limited
(formerly Thermal Powertech Corporation India Limited)
CIN: U40103TG2008PLC057031

Sd/-
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Membership No: 096537

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Managing Director
DIN: 07350892

Sd/-
T .V. Sandeep Kumar Reddy
Director
DIN: 0005573

Sd/-
Juvenil Jani
Chief Financial Officer

Sd/-
Narendra Ande
Company Secretary
Membership No: A14603

Place: Hyderabad
Date: May 21, 2018

Place: Gurugram
Date: May 21, 2018

Consolidated Cash Flow Statement

(All amount are in Indian Rupees millions except for share data or otherwise stated)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017*
A. Cash flow from operating activities		
Loss before tax	**(5,515.11)**	**(3,515.63)**
Adjustments:		
Depreciation and amortisation expenses	10,956.04	7,441.45
Net loss/(gain) on disposal of property, plant and equipments	2.86	(0.39)
Loss on fair valuation of financial assets	-	17.07
Unrealised loss/ (gain) on exchange translations, net	155.00	(232.23)
Impairment of capital work-in-progress	78.17	13.24
Doubtful advance written off	30.85	96.45
Allowance for expected credit losses	84.91	-
Liabilities, no longer required written back	(233.65)	-
Unrealised loss/ (gain) on derivatives, net	39.88	247.51
Finance costs	21,076.18	16,974.60
Net gain on fair value changes classified as FVTPL	(182.15)	(102.90)
Interest income	(612.83)	(605.09)
Cash flow hedges classified to other comprehensive income	44.35	(307.00)
Operating profit before working capital changes	**25,924.50**	**20,027.08**
Movements in working capital:		
- Increase in inventories	(864.00)	(2,168.86)
- Decrease/(increase) in trade receivables	180.50	(6,479.39)
- Decrease/(increase) in other financial assets	127.09	(3,841.18)
- Increase in trade payables and other financial liabilities	2,176.00	5,304.14
- Increase/ (decrease) in other liabilities	(62.33)	251.55
- Increase/ (decrease) in provisions	0.75	(4.95)
Cash generated from operating activities	**27,482.51**	**13,088.39**
Income tax paid (net of refunds)	(366.50)	(350.07)
Net cash flow from operating activities	**27,116.01**	**12,738.32**
B. Cash flows from investing activities		
Purchase of mutual funds	(10,996.72)	(11,699.09)
Proceeds from sale of mutual funds	10,981.49	10,714.40
Interest income received	590.34	623.67
Purchase of property, plant and equipment (including capital work-in-progress)	(17,537.41)	(18,438.37)
Acquisition of non-controlling interest in subsidiaries	(14,102.43)	(3.87)
Proceeds from sale of shares of step-down subsidiaries	0.21	0.11
Proceeds from sale of property, plant and equipment	0.59	0.28
Net proceeds from bank deposits	(1,033.57)	11.07
Purchase of intangible assets	(7.33)	(33.54)
Net cash used in financing activities	**(32,104.83)**	**(18,825.34)**
C. Cash flows from financing activities		
Proceeds from issue of shares including securities premium (including share capital issued by SGIL before acquisition) (refer note 3.40)	15,102.00	7,177.25
Proceeds from issue of share capital to non-controlling interest	0.95	14.95
Proceeds from long-term borrowings	39,435.20	80,567.84
Repayment of long-term borrowings	(65,106.56)	(85,068.17)
Net proceeds of short-term borrowings	7,250.24	9,947.45
Proceeds from issue of INR denominated notes	25,506.10	16,893.90
Interest and finance charges paid	(17,399.05)	(23,543.74)
Net cash generated from financing activities	**4,788.88**	**5,989.48**
Net decrease in cash and cash equivalents (A+B+C)	(199.94)	(97.54)
Cash and cash equivalents at the beginning of the year*	7,672.99	7,767.43
On acquisition of step-down subsidiaries during the year	-	3.10
Cash and cash equivalents at the end of the year	**7,473.05**	**7,672.99**

Consolidated Cash Flow Statement (Continued)

(All amount are in Indian Rupees millions except for share data or otherwise stated)

Particulars	As at March 31, 2018	As at March 31, 2017*
Note:		
Components of Cash and cash equivalents comprise:		
Balance with scheduled banks		
- On current accounts	1,533.97	3,117.85
- On deposits with original maturity of 3 months or less	5,938.24	4,553.77
Cash on hand	0.84	1.37
Total cash and cash equivalents (Refer note no. 3.11)	**7,473.05**	**7,672.99**

* Refer note 2(a) and 3.40.

Reconciliation between the opening and closing balances in the balance sheet for liabilities and financial assets arising from financing activities are given below:

Particulars	As at March 31, 2017	Net Cash flows	Non-cash transactions		As at March 31, 2018
			Share swap	Foreign exchange movement and borrowing cost	
Long-term borrowings	1,67,933.53	(165.26)	-	501.75	1,68,270.02
Short-term borrowings	21,360.73	7,250.24	-	-	28,610.97
Share capital and share premium (refer note 3.40)	26,976.49	15,102.00	47,296.23	-	89,374.72
	2,16,270.75	**22,186.98**	**47,296.23**	**501.75**	**2,86,255.71**

The explanatory notes form an integral part of the consolidated Ind AS financial statements.
As per our report on consolidated Ind AS financial statements of even date attached

for **B S R & Associates LLP**
Chartered Accountants
ICAI Firm registration number: 116231W/ W-100024

for and on behalf of the Board of Directors of
Sembcorp Energy India Limited
(formerly Thermal Powertech Corporation India Limited)
CIN: U40103TG2008PLC057031

Sd/-
Hemant Maheshwari
Partner
Membership No: 096537

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Managing Director
DIN: 07350892

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T .V. Sandeep Kumar Reddy
Director
DIN: 0005573

Sd/-
Juvenil Jani
Chief Financial Officer

Sd/-
Narendra Ande
Company Secretary
Membership No: A14603

Place: Hyderabad
Date: May 21, 2018

Place: Gurugram
Date: May 21, 2018

Consolidated Statement of Changes in Equity for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

Particulars	Equity share capital*	Reserves and surplus									Other items of other comprehensive income		Equity attributable to shareholder of the Company	Non-controlling interest*	Total
							Other reserve								
		Securities premium*	Share Pending Issuance*	Capital reserve on acquisition*	Capital reserve	Retained earnings	Capital redemption reserve	Debenture redemption reserve	General reserve	Non-controlling interest reserve	Effective portion of cash flow hedge	Reassessment of defined benefit assets			
Balance as at April 1, 2016*	**14,818.30**	**8,577.34**	**36,633.44**	**(3,288.62)**	**1,108.71**	**(1,795.93)**	**1.01**	**125.00**	**74.00**	**3.77**	**-**	**(8.24)**	**56,248.78**	**9,701.39**	**65,950.17**
Transactions with shareholders:															
Equity shares issued during the year	3,580.85	-	-	-	-	-	-	-	-	-	-	-	3,580.85	-	3,580.85
Acquisition of stake in subsidiaries under common control*	-	-	8,132.28	(2,370.13)	-	(236.98)	-	-	-	-	-	(1.82)	5,523.35	(1,926.95)	3,596.40
Acquisition of step-down subsidiary	-	-	-	-	12.87	-	-	-	-	-	-	-	12.87	4.91	17.78
Adjustments due to change in stake of step-down subsidiaries	-	-	-	-	-	-	-	-	-	(2.95)	-	-	(2.95)	2.95	-
Sale of stake in step-down subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	12.32	12.32
	3,580.85	-	**8,132.28**	**(2,370.13)**	**12.87**	**(236.98)**	-	-	-	**(2.95)**	-	**(1.82)**	**9,114.12**	**(1,906.77)**	**7,207.35**
Comprehensive income/ (loss) for the year:															
Loss for the year	-	-	-	-	-	(3,301.56)	-	-	-	-	-	-	(3,301.56)	(362.87)	(3,664.43)
Addition during the year	-	-	-	-	-	-	-	-	-	-	(307.00)	(10.04)	(317.04)	(0.93)	(317.97)
	-	-	-	-	-	**(3,301.56)**	-	-	-	-	**(307.00)**	**(10.04)**	**(3,618.60)**	**(363.80)**	**(3,982.40)**
Balance as at March 31, 2017*	**18,399.15**	**8,577.34**	**44,765.72**	**(5,658.75)**	**1,121.58**	**(5,334.47)**	**1.01**	**125.00**	**74.00**	**0.82**	**(307.00)**	**(20.10)**	**61,744.30**	**7,430.82**	**69,175.12**
Transactions with shareholders:															
Equity shares issued during the year towards acquisitions*	**33,188.07**	**29,210.16**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**62,398.23**	**-**	**62,398.23**
Acquisition of stake in subsidiaries under common control*	-	-	(44,765.72)	(8,891.43)	-	(1,368.83)	-	-	-	-	-	(2.25)	(55,028.23)	(6,371.00)	(61,399.23)
Adjustments due to change in stake of step-down subsidiaries	-	-	-	-	-	-	-	-	-	2.47	-	-	2.47	0.73	3.20
Sale of stake in step-down subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	(2.47)	(2.47)
	33,188.07	**29,210.16**	**(44,765.72)**	**(8,891.43)**	**-**	**(1,368.83)**	**-**	**-**	**-**	**2.47**	**-**	**(2.25)**	**7,372.47**	**(6,372.74)**	**999.73**

Consolidated Statement of Changes in Equity for the year ended March 31, 2018 (Continued)

(All amount are in Indian Rupees millions except for share data or otherwise stated)

Particulars	Equity share capital*	Reserves and surplus									Other items of other comprehensive income		Equity attributable to shareholder of the Company	Non-controlling interest*	Total
		Securities premium*	Share Pending Issuance*	Capital reserve on acquisition*	Capital reserve	Retained earnings	Other reserve				Effective portion of cash flow hedge	Reassessment of defined benefit assets			
							Capital redemption reserve	Debenture redemption reserve	General reserve	Non-controlling interest reserve					
Comprehensive income/ (loss) for the year:															
Loss for the year	-	-	-	-	-	(5,494.74)	-	-	-	-	-	-	(5,494.74)	(858.26)	(6,353.00)
Addition during the year	-	-	-	-	-	-	-	-	-	-	44.35	(3.82)	40.53	0.01	40.54
	-	-	-	-	-	(5,494.74)	-	-	-	-	44.35	(3.82)	(5,454.21)	(858.25)	(6,312.46)
Balance as at March 31, 2018	**51,587.22**	**37,787.50**	**-**	**(14,550.18)**	**1,121.58**	**(12,198.04)**	**1.01**	**125.00**	**74.00**	**3.29**	**(262.65)**	**(26.17)**	**63,662.56**	**199.83**	**63,862.39**

* Refer note 2(a) and 3.40.

Significant accounting policies 2

The explanatory notes form an integral part of the consolidated Ind AS financial statements.
As per our report on consolidated Ind AS financial statements of even date attached

for **B S R & Associates LLP**
Chartered Accountants
ICAI Firm registration number: 116231W/ W-100024

Sd/-
Hemant Maheshwari
Partner
Membership No: 096537

Place: Hyderabad
Date: May 21, 2018

for and on behalf of the Board of Directors of
Sembcorp Energy India Limited
(formerly Thermal Powertech Corporation India Limited)
CIN: U40103TG2008PLC057031

Sd/-
Vipul Tuli
Managing Director
DIN: 07350892

Sd/-
T .V. Sandeep Kumar Reddy
Director
DIN: 0005573

Sd/-
Juvenil Jani
Chief Financial Officer

Sd/-
Narendra Ande
Company Secretary
Membership No: A14603

Place: Gurugram
Date: May 21, 2018

Notes to the Consolidated Ind AS Financial Statements

1. Reporting entity

Sembcorp Energy India Limited (formerly Thermal Powertech Corporation India Limited) ('the Company') was incorporated on January 08, 2008 as a public limited company. The Company has been established for developing, constructing, commissioning, operating and maintaining a 1,320 megawatt (2 X 660 megawatt) coal based thermal power plant at Pynampuram and Nelatur Villages, Muthukur Mandal, Nellore District in the state of Andhra Pradesh. The Company has successfully commenced full commercial operations in September 2015. The name of the Company has been changed to Sembcorp Energy India Limited on February 10, 2018.

These consolidated Ind AS financial statements comprise the Company and its subsidiaries (referred to collectively as the 'Group') and the Group's interest in associates. The Group is primarily involved in generation of electricity through thermal and renewable energy sources. Refer note 3.42 for information related to subsidiaries and associate entities under the Group.

2. Significant accounting policies

a) Basis of preparation and statement of compliance

These consolidated Ind AS financial statements of the Group ('consolidated financial statements') have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act), Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and other relevant provisions of the Act.

The Group has restated the comparative financial information to give the impact of business combinations under common control during the year as per Appendix C of Ind AS 103 "Business Combinations". Refer note 3.40 for details of business combinations under common control.

b) Functional and presentation currency

The consolidated financial statements are presented in Indian rupees (INR) and all the values are rounded off to the nearest million to two decimal places except when otherwise indicated, which is also the functional currency of the Group and the currency of the primary economic environment in which the Group operates. All financial information presented in Indian rupees.

c) Basis of measurement

These consolidated financial statements have been prepared on the historical cost basis, except for the following:

Items	Measurement basis
Certain financial assets and liabilities	Fair value (refer accounting policy regarding financial instruments)
Derivative instruments	Fair value
Net defined benefit (asset)/ liability	Fair value of plan assets less present value of defined benefit obligations.

d) Use of estimates and judgements

The preparation of these consolidated financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Group to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities as at the date of the consolidated financial statements.

Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of those estimates. Changes in estimates are reflected in the consolidated financial statements in the year in which changes are made, if material, their effects are disclosed in the notes to the consolidated financial statements.

Assumptions, estimation uncertainties and judgments

Information about significant areas of assumptions, estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the consolidated financial statements are:

i) Fair value measurement of financial instruments – note 2(k)

ii) Impairment of financial assets – note 2(m)

iii) Impairment of non-financial assets – note 2(m)

iv) Useful lives of property, plant and equipment and intangible - note 2(h&i)

v) Valuation of deferred tax assets – note 2(u)

vi) Defined benefit plans – note 2(p)

Notes to the Consolidated Ind AS Financial Statements

2. Significant accounting policies (continued)

vii) Measurement of provision for asset retirement obligation – note 2(v)

viii) Recognition and measurement of other provisions – note 2(v)

e) Current and Non-current classification

All assets and liabilities are classified into current and non-current.

Assets

An asset is classified as current when it satisfies any of the following criteria:

i) it is expected to be realised in, or is intended for sale or consumption in, the Group's normal operating cycle;

ii) it is held primarily for the purpose of being traded;

iii) it is expected to be realised within 12 months after the reporting date; or

iv) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for atleast 12 months after the reporting date.

Current assets include the current portion of non-current financial assets. All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

i) it is expected to be settled in the Group's operating cycle;

ii) it is held primarily for the purpose of being traded;

iii) it is due to be settled within 12 months after the reporting date; or

iv) the Group does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include the current portion of non-current financial liabilities. All other liabilities are classified as non-current.

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

Operating cycle

Operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities.

f) Principles of Consolidation

The Group consolidates the entities which it owns or controls. Control exists when the parent has power over the entity, is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns by using its power over the entity. Power is demonstrated through existing rights that give the ability to direct relevant activities, those which significantly affect the entity's returns. Subsidiaries are consolidated from the date control commences (other than entities acquired fall under common control) until the date control ceases.

The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The accounting policies adopted in the preparation of consolidated financial statements are consistent with those of previous year. The financial statements of each of the subsidiaries and associates used for the purpose of consolidation are drawn up to same reporting date as that of the Company, i.e., year ended on March 31,. The financial statements of the Company and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and the unrealised profits / losses, unless cost/revenue cannot be recovered.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance.

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any realted non-controlling interest and other components of equity. Any interest retained in the form of subsidiary is measured at fair value at the date the control is lost. Any resulting gain or loss is recognised in the statement of profit and loss.

Notes to the Consolidated Ind AS Financial Statements

2. Significant accounting policies (continued)

The consolidated financial statements, are presented, to the extent possible, is in the same format as that adopted by the Company for its standalone financial statements.

g) Business combinations

i) Business combinations (other than common control business combinations):

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interest in the acquiree. For each business combinations, the Group elects whether it measures the non-controlling interest in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition costs incurred are expensed and included in administrative expenses.

When the Group acquired a business, it assessed the financials assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

The acquisition method of accounting is used to account for all business combinations, regardless of whether equity instruments or other assets are acquired. The consideration transferred for the acquisition of entities comprises the fair values of the assets transferred, liabilities incurred to the former owners of the acquired business, equity interests issued by the Group, and fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are, with limited exceptions, measured initially at their fair values at the acquisition date. Acquisition-related costs are expensed as incurred.

The excess of the consideration transferred, amount of any non-controlling interest in the acquired entity, and acquisition-date fair value of any previous equity interest in the acquired entity over the fair value of the net identifiable assets acquired is recorded as goodwill. If those amounts are less than the fair value of the net identifiable assets of the business acquired, the difference is recognised in other comprehensive income and accumulated in equity as capital reserve provided there is clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. In other cases, the bargain purchase gain is recognised directly in equity as capital reserve.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date. Any gains or losses arising from such remeasurement are recognised in statement of profit and loss or other comprehensive income, as appropriate.

The difference, if any, between the amount recorded as share capital issued plus any additional consideration in the form of cash or other assets and the amount of share capital of the transferor is transferred to capital reserve and presented separately from other capital reserves with disclosure of its nature and purpose in the notes.

ii) Common control business combinations

Business combinations arising from transfers of interests in entities that are under the control of the shareholder that controls the Group are accounted for as if the acquisition had occurred at the beginning of the earliest comparative years presented or, if later, at the date that common control was established. The Group has followed pooling of interest method to account acquisition of entities under common control in its consolidated financial statements as per para 9 of Ind AS 103 (Appendix C).

- The assets and liabilities of the combining entities are recognised at their carrying amounts.

- The identity of the reserves is preserved and they appear in the consolidated financial statements of the Company in the same form in which they appeared in the financial statements of the combining entities.

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

- The difference, if any, between the consideration and the amount of share capital of the acquired entity is transferred to capital reserve on acquisition.

As per para 9(iii) of Ind AS 013 (Appendix C), the financial information in the consolidated financial statements in respect of prior years should be restated as if the business combination had occurred from the beginning of the preceding period in the

Notes to the Consolidated Ind AS Financial Statements

2. Significant accounting policies (continued)

financial statements, irrespective of the actual date of the combination. Further, in case of consideration discharged by way of issuance of new equity shares are disclosed as a separate line item under the other equity as "Share Pending Issuance" in the corresponding periods till the date of actual allotment.

h) Property, plant and equipment and depreciation

i) Recognition and measurement

Freehold land is carried at historical cost. All other items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the asset.

The cost of self-constructed item of property, plant and equipment comprises the cost of materials, direct labour and any other costs directly attributable to bringing the assets to a working condition for their intended use, and estimated costs of dismantling and removing the items and restoring the site on which they are located and capitalised borrowing costs.

Cost of other item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended used and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Where an item of property, plant and equipment comprises major components having different useful lives, they are accounted for as separate items of property, plant and equipment.

ii) Subsequent expenditure

Subsequent expenditure relating to property, plant and equipment is recognised in the carrying amount of the asset when it is probable that future economic benefits, in excess of the originally assessed standard of performance of the existing asset, will flow to the Group and its costs can be measured reliably. The costs of day-to-day servicing of property, plant and equipment are recognised as an expense when incurred.

iii) Disposals

Gains or losses arising from the retirement or disposal of property, plant and equipment are determined as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit and loss on the date of retirement or disposal.

iv) Depreciation

Depreciation on thermal power plants under plant and machinery is provided on straight line method based on the useful life, where the estimated useful life has been considered as 25 years, which the Management believes best represent based on internal assessment.

Depreciation on the renewable energy generating assets are provided at the rates as well as methodology notified (i.e. 5.83% per annum for first 12 years from commissioning date of the plant and remaining depreciation spread over in next 13 years) by the Central Electricity Regulatory Commission (Terms and Conditions for Tariff determination from Renewable Energy Sources) Regulations, 2012 whereas applicable.

Depreciation on renewable energy projects under competitive bidding is provided on written down value (WDV) method using the rates arrived at based on the useful life of the asset estimated by the management. Depreciation is provided at a rate such that 95% of the gross block is depreciated over the 30 year life of assets.

Depreciation on other assets of the Group is provided on straight line method based on the useful life as specified in Schedule II to the Act, except in respect of following category of assets, in whose case the life of the assets has been assessed based on technical assessment, taking into account the nature of asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, maintenance etc.

Category	Life as per Schedule II	Life considered
Mobile phone (included in office equipment)	5 years	3 years to 5 years
Site equipment (included in plant and machinery)	15 years	5 years to 15 years
Furniture and fixtures	10 years	5 years to 10 years

Leasehold land and improvements are amortised over the lease-term including the optional period, if any, available to the Group, where it is reasonably certain at the inception of lease that such option would be exercised by the Group. Freehold land is not depreciated.

Notes to the Consolidated Ind AS Financial Statements

2. Significant accounting policies (continued)

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

Depreciation on additions (disposals) is provided on a pro-rata basis i.e from (upto) the date on which asset is ready for use (disposed of). Assets whose acquisition cost is less than ₹5,000/- are fully depreciated in the year of acquisition.

i) Intangible assets

Intangible assets other than Goodwill are recognized when it is probable that the future economic benefits that are attributable to the assets will flow to the Group and the cost of the asset can be measured reliably. Intangible assets that are acquired are recognized at cost initially and carried at cost less accumulated amortization and accumulated impairment loss, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values using the straight-line method over their estimated useful lives, and is generally recognised in the statement of profit and loss.

The intangible assets are amortised over the estimated useful lives as given below:

- Computer Software : 3 years
- Customer contracts : 5 years

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

j) Financial instruments

i) Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and liabilities are recognised are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A Financial asset and liability is initially measured at fair value plus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue.

ii) Financial assets - Classification and subsequent measurement:

On initial recognition, a financial asset is classified as measured at:

Financial assets at amortised cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in statement of profit and loss.

iii) Financial liabilites - Classification and subsequent measurement:

Financial liabilities are classified as either financial liabilities at FVTPL or 'other financial liabilities'.

Financial Liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is held for trading or are designated upon initial recognition as FVTPL. Gains or Losses on liabilities held for trading are recognised in the statement of profit and loss.

Other financial liabilities:

Other financial liabilities (including borrowings and trade and other payables) are subsequently

Notes to the Consolidated Ind AS Financial Statements

2. Significant accounting policies (continued)

measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

iv) De-recognition of financial instruments

Financial asset

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the right to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group neither transfers no retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Group enters into transaction whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liability

The Group recognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Group also derecognise a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in the statement of profit and loss.

v) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the Balance Sheet when, and only when, the Group has a legally enforceable right to set off the amount and its intends to settle them on a net basis or to realise the asset and settle the liability simultaneously.

k) Fair value of financial instruments

In determining the fair value of its financial instruments, the Group uses following hierarchy and assumptions that are based on market conditions and risks existing at each reporting date.

All assets and liabilities for which fair value is measured or disclosed 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 assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines 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.

When the fair values of financial assets and financial liabilities recorded in the consolidated balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the discounted cash flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgements is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk volatility and discount rates. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

l) Derivative financial instruments and hedge accounting

The Group holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures. Derivatives are initially measured at fair value. Subsequently to initial recognition, derivatives are measured at fair value, and changes therein are generally recognised in profit or loss.

At inception of designated hedging relationships, the Group documents the risk management objective and strategy for undertaking the hedge. The Group also

Notes to the Consolidated Ind AS Financial Statements

2. Significant accounting policies (continued)

documents the economic relationship between the hedged item and the hedging instrument, including whether the changes in cash flows of the hedged item and hedging instrument are expected to offset each other.

i) Financial assets or financial liabilities, at fair value through profit or loss

This category has derivative financial afsets or liabilities which are not designated as hedges. Any derivative that is either not designated a hedge, or is so designated but is ineffective as per Ind AS 109, is categorised as a financial asset or financial liability, at fair value through statement of profit and loss.

Derivatives not designated as hedges are recognised initially at fair value and attributable transaction costs are recognised in net profit in the statement of profit and loss when incurred. Subsequent to initial recognition, these derivatives are measured at fair value through profit or loss and the resulting gains or losses are included in statement of profit and loss.

ii) Cash flow hedge accounting

Where a derivative is designated as a hedge of the variability in cash flows attributable to a particular risk associated with a recognised asset or liability, or a highly probable forecast transaction that could affect profit or loss, the effective portion of changes in the fair value of the derivative is recognised directly in other comprehensive income and presented in the hedging reserve in equity. The ineffective portion of changes in the fair values of the derivative is recognised immediately in the statement of profit and loss. If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively.

If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognised in cash flow hedging reserve till the period the hedge was effective remains in cash flow hedging reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognised in the cash flow hedging reserve is transferred to the net profit in the statement of profit and loss upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedging reserve is reclassified to net profit in the statement of profit and loss.

m) Impairment

i) Financial assets (other than at fair value)

The Group assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired. Ind AS 109 requires expected credit losses ('ECL') to be measured through a loss allowance. The Group recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

ii) Non-financial assets

Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit ('CGU') to which the asset belongs.

If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit and loss.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or cash-generating unit'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 amount of the asset neither exceeds its recoverable amount, nor exceeds the carrying amount that would have been determined, net of depreciation, had no impairment loss been

Notes to the Consolidated Ind AS Financial Statements

2. Significant accounting policies (continued)

recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.

Goodwill has indefinite useful life and tested for impairment annually.

n) Inventories

Inventories which comprise of fuel, stores and spares are carried at the lower of cost and net realisable value. Cost of inventories comprises all costs of purchase and other costs incurred in bringing the inventories to their present location and condition. In determining the cost, weighted average cost method is used. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs of completion and selling expenses.

o) Foreign currency transactions

Foreign currency transactions are recorded using the exchange rates prevailing on the dates of the respective transactions. Exchange differences arising on foreign currency transactions settled during the year are recognised in the statement of profit and loss unless it relates to a long term foreign currency monetary item.

Monetary assets and liabilities that are denominated in foreign currency are translated at the exchange rate prevalent at the date of the balance sheet. The resultant exchange differences are recognised in the statement of profit and loss unless it relates to a long term foreign currency monetary item.

Non-Monetary assets are recorded at the rate prevailing on the date of the transaction.

Under Indian GAAP, paragraph 46/46A of AS 11, The Effects of Changes in Foreign Exchange Rates, provide accounting treatment with respect to exchange differences arising on restatement of long-term foreign currency monetary items. Ind AS 101 provide an optional exemption that allows to continue the above accounting treatment in respect of the long-term foreign currency monetary items recognised in the consolidated financial statements as on transition date. Therefore, exchange differences (favorable as well as unfavorable) arising in respect of translation/settlement of long-term foreign currency borrowings attributable to the acquisition of a depreciable asset is added or deducted from the cost of the asset, which would be depreciated over the balance life of the asset.

p) Employee benefits

Short-term employee benefits

All employee benefits expected to be settled wholly within twelve months of rendering the service are classified as short-term employee benefits. An employee who has rendered services to the Group during an accounting period, the Group recognises the undiscounted amount of short-term employee benefits expected to be paid in exchange for that service as an expense or as required under Ind AS 19 which permits the inclusion of the benefits in the cost be recognised as an asset. Benefits such as salaries, wages and bonus etc. are recognised in the statement of profit and loss in the period in which the employee renders the related service.

A liability is recognised for the amount expected to be paid after deducting any amount already paid under short-term cash bonus or profit-sharing plans, if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably. If the amount already paid exceeds the undiscounted amount of the benefits, the Group recognises that excess as an asset / prepaid expense to the extent that the prepayment will lead to, for example, a reduction in future payments or a cash refund.

Defined benefit plans:

Gratuity, which is a defined benefit plan, is accrued based on an independent actuarial valuation, which is done based on project unit credit method as at the balance sheet date. The Group recognises the net obligation of a defined benefit plan in its balance sheet as an asset or liability. Gains and losses through re-measurements of the net defined benefit liability/(asset), which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in other comprehensive income. In accordance with Ind AS, re-measurement gains and losses on defined benefit plans recognised in OCI are not be to be subsequently reclassified to profit or loss. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the statement of profit and loss as past service cost.

Defined contribution plans:

Contributions payable to recognised provident funds, which are defined contribution schemes, are charged to the statement of profit and loss.

Notes to the Consolidated Ind AS Financial Statements

2. Significant accounting policies (continued)

Compensated absences:

The Group has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary at each balance sheet date using projected unit credit method on the additional amount expected to be paid/availed as a result of the unused entitlement that has accumulated at the balance sheet date. Expense on non-accumulating compensated absences is recognised in the period in which the absences occur.

Bonus plans:

The Group recognises a liability and an expense for bonus. The Group recognises a provision where contractually obliged or where there a past practice that has created as contractual obligation.

q) Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment. When there is uncertainty as to measurement or ultimate collectability of revenue, recognition is postponed until such uncertainty is resolved.

Sales tax/ Value Added Tax ('VAT')/ Service tax/ Goods and Services Tax ('GST') is not received by the Group on its own account. Rather, it is tax collected on value added to the commodity/service rendered by the seller on behalf of the government. Accordingly, it is excluded from revenue.

Revenue from energy units sold as per the terms of the Power Purchase Agreements ('PPA') and Letter Of Intent ('LOI') (collectively hereinafter referred to as 'the PPAs') is recognised on an accrual basis and includes unbilled revenue accrued up to the end of the accounting year. Revenue from energy units sold on a merchant basis is recognised in accordance with billings made to customers based on the units of energy delivered and the rate agreed with the customers. Revenue/charges from unscheduled interchange for the deviation in generation with respect to scheduled generation are recognised/ charged at rates notified by Central Electricity Regulatory Commission ('CERC') from time to time as revenue from sale of electricity and adjusted with revenue from sale of electricity.

Revenue from electrical energy transmission charges is recognised on an accrual basis in accordance with the provisions of transmission service agreements.

The Group accounts for fuel and power purchase price adjustment claims in case of claims change in law and etc., as and when allowed by the regulatory authorities and truing-up adjustment claims as and when realised.

Unbilled revenue represents the gross unbilled amount expected to be realised from customers for services rendered and energy was not sold up to the reporting date, and is measured as per the contractual terms under agreements entered with the customers.

Income from Generation Based incentive (GBI) is recognised on the basis of supply of units generated by the Group to the Electricity Board in respect of the eligible projects in accordance with the scheme of 'Generation Based Incentive for Grid Interactive Wind Power Projects'.

RECs are recognised when all the significant risks and rewards of ownership have been passed to the buyer, which generally coincides with the delivery of RECs.

Claims for delayed payment charges and any other claims, which the Group is entitled to under the PPAs, are accounted for in the year of acceptance by the customers or actual receipt of the claim, whichever is earlier, considering the uncertainty as to measurement or ultimate collectability of revenue.

Interest income is recognized based on effective interest rate method (EIR). It is the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset. When calculating the effective interest rate, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

Dividend income is recognised when the unconditional right to receive the income is established which is generally when shareholders approves the dividend.

r) Borrowing costs

Borrowing costs include interest, amortisation of ancillary costs incurred. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the statement of profit and loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction/development of the qualifying asset up to the date of capitalisation of such asset is added to the

Notes to the Consolidated Ind AS Financial Statements

2. Significant accounting policies (continued)

cost of the assets. Capitalisation of borrowing costs is suspended and charged to the statement of profit and loss during extended periods when active development activity on the qualifying assets is interrupted.

Interest expense on borrowings is recorded using the effective interest rate (EIR). EIR is the rate that discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial assets. When calculating the EIR, the Group estimates the expected cash flows by considering all the contractual terms of the financial instrument but does not consider the expected credit losses.

s) Earnings / (loss) per share

The basic earnings per share ('EPS') is computed by dividing the net profit or loss after tax attributable to equity shareholders for the year by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

t) Leases

Assets taken on lease under which the Group assumes substantially all the risks and rewards of ownership are classified as finance leases. Assets taken on finance lease are initially capitalised at fair value of the leased asset or present value of the minimum lease payments at the inception of the lease, whichever is lower. Lease payments are apportioned between the finance charge and reduction of the outstanding liability. The finance charge is allocated to periods during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Assets acquired under leases other than finance leases are classified as operating leases and recorded as expense as and when the payments are made over the lease term. Operating lease payments are recognised on a straight line basis over the lease term, unless the lease agreement explicitly states that increase is on account of inflation in the statement of profit and loss.

u) Income taxes

Tax expense (tax income) comprises current tax expense (current tax income) and deferred tax expense (deferred tax income). Current tax and deferred tax are recognised in the statement of profit and loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

Current tax

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years. The amount of current tax reflects the best estimate the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes.The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Group operates and generates taxable income. Current income tax relating to items recognised directly in equity is recognised in equity and not in the statement of profit and loss.

Minimum alternate tax

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax. The Group recognises MAT credit available as an asset only to the extent that there is reasonable evidence that the Group will pay normal income tax during the specified period, i.e. the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognises MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income Tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement". The Group reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Group does not have evidence that it will pay normal tax during the specified period.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- Temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- Temporary differences relating to investments in subsidiaries and jointly controlled entities to the extent that it is probable that they will not reverse in the foreseeable future.

Notes to the Consolidated Ind AS Financial Statements

2. Significant accounting policies (continued)

- Taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date.

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

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised for unused tax losses, tax credits and deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilised. Future taxable profits are determined based on business plans for individual subsidiaries in the Group. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. The adjustment is either treated as a reduction in goodwill (as long as it does not exceed goodwill) if it was incurred during the measurement period or recognised in profit or loss.

v) Provisions and contingent liabilities

A provision is recognised when an enterprise has a present obligation (legal or constructive) as result of past event and it is probable that an outflow of embodying economic benefits of resources will be required to settle a reliably assessable obligation. Provisions are determined based on best estimate required to settle each obligation at each balance sheet date. 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.

Provisions for onerous contracts, i.e. contracts where the expected unavoidable costs of meeting obligations under a contract exceed the economic benefits expected to be received, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event, based on a reliable estimate of such obligation.

In case of provision for asset retirement obligation, the Group estimates the expected amount that it may have to incur in respect of asset retirement where the Group has its projects / operations. The management obtains quotes from vendors in respect of the estimated expense that it may have to incur in this respect considering the term of Power Purchase Agreement, lease period and inflation.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Group does not recognise a contingent liability but discloses its existence in the consolidated financial statements.

w) Cash flow statement

Cash flows are reported using the indirect method, whereby net profit/ (loss) before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from regular revenue generating, investing and financing activities of the Group are segregated.

x) Cash and cash equivalents

The Group considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Notes to the Consolidated Ind AS Financial Statements for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.1 Property, plant and equipment and capital work-in-progress

Particulars	Land (owned)	Land (leased) (Note 1)	Infrastructure (Roads, Drains, etc.)	Office building	Factory building	Furniture and fittings	Vehicles	Electrical installations	Plant and machinery	Leasehold improvements	Computers	Office equipment	Total property, plant and equipment	Capital work-in-progress
Gross carrying amount														
Balance as at April 1, 2016	**3,027.49**	**994.23**	**1,334.53**	**507.24**	**506.00**	**71.03**	**36.26**	**95.93**	**1,27,053.77**	**0.09**	**37.29**	**106.99**	**1,33,770.85**	**83,145.11**
(Refer note 2(a) and 3.40)														
Additions	147.98	196.57	752.37	5.57	224.78	2.91	29.49	-	1,04,717.83	36.15	19.61	37.41	1,06,170.67	25,449.79
Acquisition of subsidiary	41.91	-	-	-	-	-	-	-	1,536.13	-	-	-	1,578.04	-
Disposals/Adjustments	-	-	(25.10)	-	(3.19)	(1.47)	-	-	(1,710.92)	(0.04)	(1.82)	(0.47)	(1,743.01)	(13.24)
Capitalised during the year	-	-	-	-	-	-	-	-	-	-	-	-	-	(1,06,316.77)
Balance as at March 31, 2017	**3,217.38**	**1,190.80**	**2,061.80**	**512.81**	**727.59**	**72.47**	**65.75**	**95.93**	**2,31,596.81**	**36.20**	**55.08**	**143.93**	**2,39,776.55**	**2,264.89**
Additions	-	10.00	133.94	978.72	23.24	20.13	13.73	-	1,324.05	-	47.34	13.95	2,565.10	9,880.65
Disposals/Adjustments	-	-	-	-	-	(0.82)	(5.51)	-	(73.76)	-	(1.74)	(3.60)	(85.43)	(78.17)
Capitalised during the year	-	-	-	-	-	-	-	-	-	-	-	-	-	(2,375.85)
Balance as at March 31, 2018	**3,217.38**	**1,200.80**	**2,195.74**	**1,491.53**	**750.83**	**91.78**	**73.97**	**95.93**	**2,32,847.10**	**36.20**	**100.68**	**154.28**	**2,42,256.22**	**9,691.52**
Accumulated depreciation														
Balance as at April 1, 2016	**-**	**17.03**	**117.02**	**11.28**	**17.83**	**6.56**	**3.14**	**13.39**	**4,951.18**	**0.03**	**5.94**	**31.04**	**5,174.44**	**-**
(Refer note 2(a) and 3.40)														
Depreciation for the year	-	17.44	158.13	14.57	28.45	7.08	7.61	13.50	7,132.30	2.03	17.54	26.74	7,425.39	-
Disposals/adjustments	-	-	-	-	-	(0.41)	-	-	(0.50)	-	(1.39)	(0.29)	(2.59)	-
Balance as at March 31, 2017	**-**	**34.47**	**275.15**	**25.85**	**46.28**	**13.23**	**10.75**	**26.89**	**12,082.98**	**2.06**	**22.09**	**57.49**	**12,597.24**	**-**
Depreciation for the year	-	24.00	271.50	24.00	34.03	8.93	8.57	13.50	10,471.68	4.04	24.02	29.86	10,914.13	-
Disposals/adjustments	-	-	-	-	-	(0.34)	(3.45)	-	(5.38)	-	(1.61)	(2.86)	(13.64)	-
Balance as at March 31, 2018	-	58.47	546.65	49.85	80.31	21.82	15.87	40.39	22,549.28	6.10	44.50	84.49	23,497.73	-
Carrying amounts (net)														
As at March 31, 2017	**3,217.38**	**1,156.33**	**1,786.65**	**486.96**	**681.31**	**59.24**	**55.00**	**69.04**	**2,19,513.83**	**34.14**	**32.99**	**86.44**	**2,27,179.31**	**2,264.89**
As at March 31, 2018	**3,217.38**	**1,142.33**	**1,649.09**	**1,441.68**	**670.52**	**69.96**	**58.10**	**55.54**	**2,10,297.82**	**30.10**	**56.18**	**69.79**	**2,18,758.49**	**9,691.52**

Notes:

1. The Company had entered into an agreement with Andhra Pradesh Industrial Infrastructure Corporation Ltd. ('APIIC') for occupation of two tranches of land. One tranche of land was transferred to the Company as freehold land. For the other tranche of land, admeasuring Acre 680.55cents, a lease deed for a period of 21 years was entered with APIIC on November 25, 2009. As per the lease deed, APIIC agreed to sell the land even during the subsistence of the lease deed on securing necessary clearances and approvals for such sale to the Company on such mutually agreed terms and conditions. Further, in the unlikely event of transferring the land through sale to the Company, APIIC agreed to renew the lease for a further period on such mutually agreed terms and conditions. All the requirements of the agreement including the payment of consideration of ₹612.50 million has been complied with by the Company to purchase the land. The said consideration was paid on November 12, 2009 and the same has been considered as cost of land. The Company received legal advice on the delay and there has been no indication suggesting that the delay in sale of land was not only administrative in nature and the said sale will happen in due course. Further, APIIC has also confirmed that it agrees to renew the lease for a further period on such mutually agreed terms and conditions in the unlikely event that the sale is not completed then. Accordingly, the estimates of useful lives of assets is considered to be appropriate.

2. Owned land includes ₹36.80 million being lands purchased from Andhra Pradesh Industrial Infrastructure Corporation Limited (APIIC). As per the terms of Agreement for sale of land, sale deed will be issued by APIIC after implementation of the unit, and the same is under process.

3. There are certain claims against the lands owned by the Group, which are not acknowledged as liabilities. Refer note 3.32.

4. Refer note 3.46 for assets pledged against borrowings.

Notes to the Consolidated Ind AS Financial Statements

for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.2 Goodwill and other intangible assets

Particulars	Customer contracts	Softwares and licenses	Total other intangible assets	Goodwill
Gross carrying amount				
Balance as at April 1, 2016	**-**	**53.50**	**53.50**	**1,234.20**
(Refer note 2(a) and 3.40)				
Additions	-	43.02	43.02	-
Acquisition of subsidiary	32.10	-	32.10	-
Disposals	-	(0.02)	(0.02)	-
Balance as at March 31, 2017	**32.10**	**96.50**	**128.60**	**1,234.20**
Additions	-	10.13	10.13	-
Balance as at March 31, 2018	**32.10**	**106.63**	**138.73**	**1,234.20**
Accumulated amortisation				
Balance as at April 1, 2016	**-**	**20.73**	**20.73**	**-**
(Refer note 2(a) and 3.40)				
Amortisation for the year	4.33	30.41	34.74	-
Disposals	-	(0.02)	(0.02)	-
Balance as at March 31, 2017	**4.33**	**51.12**	**55.45**	**-**
Amortisation for the year	6.42	35.49	41.91	-
Balance as at March 31, 2018	**10.75**	**86.61**	**97.36**	**-**
Carrying amounts (net)				
As at March 31, 2017	**27.77**	**45.38**	**73.15**	**1,234.20**
As at March 31, 2018	**21.35**	**20.02**	**41.37**	**1,234.20**

Impairment tests for goodwill:

Goodwill is tested for impairment on annual basis and whenever there is an indication that the recoverable amount of an asset is less than its carrying amount. The recoverable amount of asset is determined based on higher of value in use and fair value less cost to sell.

The goodwill represents the excess of consideration paid under the Scheme of Amalgamation of 'Nelcast Energy Corporation Limited (Nelcast)', a subsidiary of Sembcorp Gayatri Power Limited (SGPL), over the net assets acquired, which mainly consists of the project lands. The Scheme of Amalgamation was approved by the High Court of Madras on October 12, 2011. Nelcast was the 100% subsidiary of the SGPL and upon the scheme became effective, the entire issued, subscribed and paid-up share capital of Nelcast got cancelled. The recoverable value of the goodwill has been determined as fair value less costs of disposal of the aforesaid land. As the recoverable value is higher than the carrying value of goodwill, the management did not identify any impairment on the goodwill.

3.3 Derivative assets

Particulars	As at March 31, 2018	As at March 31, 2017
Non-current		
Derivative asset on fair valuation of cross currency swaps	327.82	321.24
Derivative asset on fair valuation of options	18.38	5.72
Derivative asset on fair valuation of interest rate swaps	8.31	1.20
	354.51	**328.16**

Notes to the Consolidated Ind AS Financial Statements for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.4 Investments

Particulars	Number of units		Face value (₹)	Amount as at	
	March 31, 2018	March 31, 2017		March 31, 2018	March 31, 2017
A. Non-current investments					
Investment in Associates (refer note below)					
Unquoted, equity instruments (at carrying cost less impairment)					
Green Kurpan Power Private Limited (₹ Nil (March 31, 2017: at cost less impairment ₹42.48 million))	-	6,125	10	-	-
Green Mountain Hydro Power Private Limited (₹ Nil (March 31, 2017: at cost less impairment ₹6.98 million))	-	6,125	10	-	-
Hurla Valley Power Private Limited (₹ Nil (March 31, 2017: at cost less impairment ₹20.06 million))	-	6,125	10	-	-
Unquoted, debt securities (valued at FVTPL less impairment)					
6.25% Compulsorily Convertible Debentures in Green Kurpan Power Private Limited (₹ Nil (March 31, 2017: at FVTPL less impairment ₹8.01 million))	-	800,500	10	-	-
6.25% Compulsorily Convertible Debentures in Green Mountain Hydro Power Private Limited (₹ Nil (March 31, 2017: at FVTPL less impairment ₹5.51 million))	-	550,500	10	-	-
6.25% Compulsorily Convertible Debentures of Hurla Valley Power Private Limited (₹ Nil (March 31, 2017: at FVTPL less impairment ₹7.01 million))	-	700,500	10	-	-
				-	**-**
B. Current investments					
Quoted, debt securities					
Mutual fund securities valued at FVTPL					
HDFC Liquid Fund - Direct Plan - Growth Option	1,01,133	1,25,155	1,000	346.27	401.61
ICICI Prudential Liquid Fund - Direct Plan - Growth	11,24,600	18,38,955	100	289.18	442.67
IDFC Cash Fund - Direct Plan - Growth Option	1,29,612	2,07,432	1,000	273.51	409.83
Birla Sun Life Cash Plus Fund - Direct Plan - Growth Option	11,55,761	17,49,475	100	322.82	457.15
DSP Black Rock Liquid Fund - Direct Plan - Growth Option	1,25,945	91,279	1,000	313.01	212.30
SBI Premier Liquid Fund - Direct Plan - Growth Option	63,222	61,695	1,000	172.24	157.46
L&T Liquid Fund - Direct Plan - Growth Option	44,626	1,29,949	1,000	106.34	289.79
Kotak Liquid Fund - Direct Plan - Growth Option	1,11,791	-	1,000	393.72	-
TATA Liquid Fund - Direct Plan - Growth Option	1,28,724	-	1,000	412.40	-
				2,629.49	**2,370.81**
Aggregate value of unquoted investments				-	90.05
Aggregate fair value of quoted investments				2,629.49	2,370.81
Aggregate provision for impairment in value of investments				-	90.05

Note:

The associates filed an application dated January 19, 2018 for closure before Registrar of Companies under Fast Track Exit scheme. Accordingly, the entity has been declassified from above list of associates. The Group has also written off such investments in Associates which provided in earlier years.

Notes to the Consolidated Ind AS Financial Statements

for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.5 Other financial assets

Particulars	As at March 31, 2018	As at March 31, 2017
(Unsecured, considered good)		
Non-current		
Bank deposits including margin money deposits*	3,754.36	2,490.65
Interest accrued on bank deposits	228.60	155.94
Unbilled revenue on power generation	-	99.94
Advance recoverable	27.00	27.00
Security deposits	10.18	10.84
	4,020.14	**2,784.37**
Current		
Unbilled revenue	7,002.96	6,549.84
Less: Allowance for expected credit loss	(12.68)	-
Income accrued on generation based incentive	146.07	456.51
Interest accrued on deposits	83.05	136.03
Margin money deposit to related party (refer note 3.39)	630.00	679.62
Advance given for purchase of mutual funds	7.50	82.50
Security deposits	25.52	44.62
Funded asset, Gratuity (refer note 3.38)	8.52	5.30
	7,890.94	**7,954.42**

* Reserved against margin money for bank guarantees and debt service coverage requirement of long-term borrowings as at the year end.

3.6 Deferred tax assets and liabilities

Particulars	As at March 31, 2018	As at March 31, 2017
Deferred tax liabilities:		
Excess of depreciation on assets under Income Tax law over depreciation provided in accounts	16,723.08	15,234.26
Fair value adjustment of current investments	12.62	4.41
Unamortised part of borrowing costs	3.92	28.36
	16,739.62	**15,267.03**
Deferred tax assets:		
Provision for asset retirement obligation	79.89	86.25
Provision for impairment of non-current investments	-	29.77
Allowance for expected credit loss	18.69	-
Foreign exchange fluctuations on External Commercial Borrowings	-	11.39
Operation and maintenance expenses equalization reserve	164.90	107.77
Unabsorbed depreciation/carried forward tax losses #	16,143.23	14,837.96
	16,406.71	**15,073.14**
Net deferred tax asset/ (liability)	**(332.91)**	**(193.89)**
Classification in Balance sheet:		
Net deferred tax assets	**-**	**29.77**
Net deferred tax liabilities	**332.91**	**223.66**

In the absence of reasonable certainty supported by evidence that there will be future taxable income against which such losses/ depreciation can be set off, the deferred tax asset on carry forward unabsorbed depreciation and loss as at March 31, 2018 and March 31, 2017 is created to the extent of deferred tax liability in respective entities.

Notes to the Consolidated Ind AS Financial Statements

for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.7 Non-current tax assets

Particulars	As at March 31, 2018	As at March 31, 2017
Advance income tax	461.58	423.89
Taxes paid under protest (refer note 3.32)	141.40	212.48
	602.98	**636.37**

3.8 Other assets

Particulars	As at March 31, 2018	As at March 31, 2017
(Unsecured, considered good)		
Non-current		
Capital advances	6,316.03	639.06
Advance to suppliers and service providers	408.64	506.82
Prepayments	32.84	25.04
	6,757.51	**1,170.92**
Current		
Advance to suppliers and service providers	916.60	1,264.66
Advance to related party (refer note 3.39)	34.73	34.73
Balance with government authorities	10.99	3.48
Staff advances	2.33	3.40
Prepayments (refer note 3.35)	867.09	555.76
	1,831.74	**1,862.03**

3.9 Inventories

Particulars	As at March 31, 2018	As at March 31, 2017
(Valued at lower of cost and net realisable value)		
Fuel (includes materials-in-transit amounting to ₹880.32 million, March 31, 2017: ₹1,107.99 million)	4,645.39	4,155.70
Stores and spares	1,485.08	1,110.77
	6,130.47	**5,266.47**

3.10 Trade receivables

Particulars	As at March 31, 2018	As at March 31, 2017
Current		
Unsecured		
- Considered good	16,845.15	17,038.33
Less: Allowance for expected credit loss	(72.23)	-
	16,772.92	**17,038.33**

Notes:

(i) No trade receivables are due from directors or other officers of the Company either severally or jointly with any other person nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

(ii) The Group's exposure to credit and currency risk and loss allowances related to trade receivables are disclosed in note 3.37.

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for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.11 Cash and cash equivalents

Particulars	As at March 31, 2018	As at March 31, 2017
Balance with banks:		
- In current accounts	1,533.97	3,117.85
- Deposits with original maturity of less than three months*	5,938.24	4,553.77
Cash on hand**	0.84	1.37
	7,473.05	**7,672.99**
Bank balances other than those disclosed above		
Deposits due to mature after three months but before twelve months from the reporting date*	968.24	1,198.39
	968.24	**1,198.39**

* Includes ₹1,055.35 million (March 31, 2017: ₹1,175.39 million) held as margin money towards bank guarantees.

** Cash on hand includes ₹0.11 million (March 31, 2017: ₹0.17 million) held in foreign currency.

Details of Specified Bank Notes (SBN) held and transacted during the period November 8, 2016 to December 30, 2016 is as under:

Particulars	SBN	Other denomination notes	Total
Closing cash in hand as on November 8, 2016	0.80	-	0.80
Add: permitted receipts	0.05	1.75	1.80
Less: permitted payments	-	0.44	0.44
Less: Amount deposited in banks	0.85	-	0.85
Closing cash in hand as on December 30, 2016	**-**	**1.31**	**1.31**

For the purposes of this clause, the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E), dated the November 8, 2016.

3.12 Loans

Particulars	As at March 31, 2018	As at March 31, 2017
(Unsecured, considered good)		
Loans to employees	0.75	1.69
	0.75	**1.69**

3.13 Share capital

Particulars	As at March 31, 2018	As at March 31, 2017
Authorised		
Equity shares		
10,000.00 million (March 31, 2017: 3,009.80 million) equity shares of ₹10 each (refer note (a) below)	1,00,000.00	30,098.04
Nil (March 31, 2017: 490.20 million) 5% Cumulative participatory redeemable convertible preference shares (CPRCPS) of ₹10 each) (refer note (a) below)	-	4,901.96
	1,00,000.00	**35,000.00**
Issued, Subscribed and fully paid up		
5,158.72 million (March 31, 2017: 1,839.92 million) equity shares of ₹10 each, fully paid up (refer note "b" below and note 3.40)	51,587.22	18,399.15
	51,587.22	**18,399.15**

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for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

Of the above issued, subscribed and fully paid up equity share capital 4,835.27 million (March 31, 2017: 1,598.32 million) equity shares of ₹10 each, fully paid-up are held by Sembcorp Utilities Pte Ltd, the holding company.

Notes:

a. During the year, the Company has converted the authorised preference share capital into authorised equity share capital of equal amount and the balance increase in authorised equal share capital is on account of further increase during the year.

b. Nil (March 31, 2017: 643.97 million) equity shares of ₹10 each, fully paid up were pledged against secured term loans. These pledged shares were released temporarily by the lenders on February 20, 2018. The holding company has given the undertaking to lenders to pledge the same number of equity shares within 3 months from the date of release of above pledged shares.

The reconciliation of shares outstanding at the beginning and at the end of reporting year is set out below:

Equity shares

Particulars	As at March 31, 2018		As at March 31, 2017	
	No. of shares in million	Amount	No. of shares in million	Amount
At the beginning of the year	1,839.92	18,399.15	1,481.83	14,818.30
"Shares issued during the year (refer note no 3.40)"	3,318.80	33,188.07	358.09	3,580.85
At the end of the year	**5,158.72**	**51,587.22**	**1,839.92**	**18,399.15**

The details of shareholders holding more than 5% shares along with number of equity shares held is set below:

Equity shares

Name of shareholder	As at March 31, 2018		As at March 31, 2017	
	No. of shares in million	% of holding	No. of shares in million	% of holding
Equity shares (refer note 3.40)				
Sembcorp Utilities Pte Ltd, Singapore	4,835.27	93.73%	1,598.32	86.87%
Gayatri Energy Ventures Private Limited	323.45	6.27%	241.60	13.13%

Terms and rights attached to equity shares:

Equity shares of the Company have a par value of ₹10 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Aggregate number of bonus shares issued and shares issued for consideration other than cash during the five years immediately preceding the reporting date:

During the year ended March 31, 2018, the Company has issued 2,568.75 million equity shares of ₹10 each fully paid at a premium of ₹8.80 per share to the shareholders of Sembcorp Gayatri Power Limited and Sembcorp Green Infra Limited as a consideration for acquisition of these entities on February 15, 2018. Refer note 3.40 for further details.

Notes to the Consolidated Ind AS Financial Statements

for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.14 Long-term borrowings

Particulars	As at March 31, 2018	As at March 31, 2017
A) Non-current borrowings:		
Secured		
From banks		
- External commercial borrowings	16,747.24	17,565.99
-Term loans	86,218.13	69,962.70
From financial institutions		
- External commercial borrowings	2,868.40	2,896.74
-Term loans	14,043.78	50,666.20
From others		
500 (March 31, 2017: 500) 12% Non-Convertible debentures of face value of ₹1.00 million each	500.00	500.00
Unsecured		
INR denominated Notes		
- From related parties (refer note no 3.39)	42,400.00	16,893.90
	1,62,777.55	**1,58,485.53**
B) Current maturities of long-term borrowings:		
Current maturities	5,492.47	9,448.00
	5,492.47	**9,448.00**

Refer note 3.46 for terms of long-term borrowings.

3.15 Short-term borrowings

Particulars	As at March 31, 2018	As at March 31, 2017
Current borrowings		
Secured		
Loans repayable on demand and short-term loans:		
Working capital loans from banks including buyer's credits	15,160.61	18,129.74
Short-term project loans	10,149.56	1,250.00
Bills discounted against letter of credit	3,300.80	1,980.99
	28,610.97	**21,360.73**

Refer note 3.46 for terms of short-term borrowings.

3.16 Derivative liabilities

Particulars	As at March 31, 2018	As at March 31, 2017
Non-current		
Derivative designated as cash flow hedge		
Fair value of cross currency interest rate swaps	684.96	802.60
Derivatives not designated as hedge		
Fair value of interest rate swaps	8.73	13.66
Fair value of forward options	2.51	-
	696.20	**816.26**
Current		
Derivatives not designated as hedge		
Fair value of forward contracts used for hedging	92.70	202.29
	92.70	**202.29**

The Group's exposure to currency and liquidity risk related to the above financial liabilities is disclosed in note 3.37.

Notes to the Consolidated Ind AS Financial Statements

for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.17 Other financial liabilities

Particulars	As at March 31, 2018	As at March 31, 2017
Non-current		
Retention bonus payable	33.87	10.94
	33.87	**10.94**
Current		
Current maturity of long-term borrowings (refer note 3.14)	5,492.47	9,448.00
Capital creditors (refer note 3.39)	1,623.92	3,675.63
Interest accrued but not due on borrowings	4,720.73	1,283.59
Amount payable against contract settlement (refer note 3.44)	-	300.00
Retention money payable (refer note 3.39)	6,606.09	6,728.13
Security deposits	2.35	2.00
Unearned income	225.03	-
Amount payable to employees	267.10	114.68
Other payables	0.30	2.27
	18,937.99	**21,554.30**

3.18 Trade payables

Particulars	As at March 31, 2018	As at March 31, 2017
Total outstanding dues to micro and small enterprises	-	-
Total outstanding dues to other than micro and small enterprises		
- related parties (refer note 3.39)	151.02	319.64
- others	3,276.82	5,052.31
	3,427.84	**5,371.95**

The Group's exposure to currency and liquidity risks related to trade payables disclosed in note 3.37.

3.19 Other liabilities

Particulars	As at March 31, 2018	As at March 31, 2017
Non-current		
Operation and maintenance expenses equalisation reserve	717.76	867.59
Lease equalisation reserve	18.40	11.60
	736.16	**879.19**
Current		
Operation and maintenance expenses equalisation reserve	349.41	82.64
Advance from customers	37.17	16.82
Dues to statutory authorities	201.36	221.69
Other payables (refer note 3.32 (d))	4,077.39	-
	4,665.33	**321.15**

Notes to the Consolidated Ind AS Financial Statements

for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.20 Provisions

Particulars	As at March 31, 2018	As at March 31, 2017
Non-current		
Provision for employee benefits		
- Gratuity (refer note 3.38)	-	1.73
- Compensated absences	39.22	39.09
Other provisions		
Provision for asset retirement obligation (refer note below)	287.16	261.51
	326.38	**302.33**
Current		
Provision for employee benefits		
- Gratuity (refer note 3.38)	2.36	1.58
- Compensated absences	8.41	9.22
Other provisions		
Provision for captive consumption tax	2.49	2.49
	13.26	**13.29**
Note:		
Movement in provision for asset retirement obligation is as follows:		
At the beginning of the year	261.51	203.65
Provision added during the year (including unwinding of interest)	25.65	57.86
Provision utilised during the year	-	-
At the end of the year	**287.16**	**261.51**

3.21 Current tax liabilities

Particulars	As at March 31, 2018	As at March 31, 2017
Provision for taxes (net of advance tax)	644.77	349.53
	644.77	**349.53**

3.22 Revenue from operations

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Sale of electricity	77,511.45	47,234.49
Other operating revenues:		
- Income from generation based incentive	462.90	417.24
- Income from sale of renewable energy certificates	157.72	62.80
- Other operating revenue	25.74	73.87
	78,157.81	**47,788.40**

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(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.23 Other income

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Interest income under effective interest rate method	612.83	605.09
Net gain on fair value changes classified as FVTPL		
- mutual funds	168.45	102.73
- other financial assets	13.70	0.17
Liquidated damages recovered	121.14	100.60
Late payment surcharges received from customers	9.10	103.18
Gain on foreign exchange fluctuations, net	-	93.94
Gain on sale of property, plant and equipment (net)	-	0.39
Liabilities, no longer required, written back	233.65	-
Miscellaneous income, net	12.48	33.12
	1,171.35	**1,039.22**
Less: Transferred to capital work-in-progress	-	(336.20)
	1,171.35	**703.02**

3.24 Cost of fuel

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Coal and alternative fuel	43,476.20	21,326.94
	43,476.20	**21,326.94**

3.25 Purchase of traded goods

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Electricity	-	133.64
	-	**133.64**

3.26 Employee benefits expense

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Salaries, wages and bonus	1,350.02	1,120.41
Contribution to provident and other funds (refer note 3.38)	72.37	57.45
Staff welfare expenses	76.69	106.16
	1,499.08	**1,284.02**
Less: transferred to capital work-in-progress	-	(403.32)
	1,499.08	**880.70**

3.27 Finance costs

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Interest expense on financial liabilities measured at amortised cost	18,624.38	20,354.43
Loss on derivative contracts	19.90	934.91
Other borrowing costs	2,444.65	2,176.61
	21,088.93	**23,465.95**
Less: transferred to capital work-in-progress	-	(6,243.85)
	21,088.93	**17,222.10**

Notes to the Consolidated Ind AS Financial Statements

for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.28 Depreciation and amortisation expense

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Depreciation on property, plant and equipment	10,914.13	7,425.39
Amortisation on intangible assets	41.91	34.74
	10,956.04	**7,460.13**
Less: transferred to capital-work-in-progress	-	(18.68)
	10,956.04	**7,441.45**

3.29 Operating and other expenses

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Operation and maintenance expenses	752.71	605.05
Consumption of stores, spares and consumables	437.17	384.17
Site development expenses	31.03	20.35
Repairs and maintenance		
- Office building	70.62	72.21
- Plant and equipment	896.31	651.32
- Others	130.41	48.42
Travelling and conveyance	125.53	159.62
Insurance	419.07	451.25
Security charges	134.94	151.36
Legal and professional expenses (refer sub note below)	959.16	1,060.20
Vehicle hire charges	38.47	41.92
Health and safety expenses	25.79	21.84
Expenditure on corporate social responsibility	39.15	104.73
Rates and taxes	62.61	73.38
Rent (refer note 3.33)	50.98	34.20
Directors' sitting fee (including subsidiary companies)	14.00	11.49
Net loss on foreign exchange fluctuations	290.96	-
Loss on fair valuation of other financial assets	-	17.07
Net loss on disposal of property, plant and equipment	2.86	-
Allowance for expected credit loss (refer note 3.37)	84.91	-
Capital work-in-progress written off	78.17	13.24
Doubtful advances written off	30.85	96.45
Compensation on contract settlement with vendors (refer note 3.44)	-	150.22
Compensation for short supply of power and others	181.65	139.52
Pre-commissioning expenses	-	1,445.98
Commitment charges	-	296.74
Miscellaneous expenses	78.18	93.20
	4,935.53	**6,143.93**
Less: transferred to capital work-in-progress	-	(2,315.40)
	4,935.53	**3,828.53**

Auditor's remuneration (excluding taxes)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
- statutory audit fee	11.15	9.88
- for other services	14.34	10.22
- for reimbursement of expenses	1.19	0.95
	26.68	**21.05**

Notes:

a) The Company has incurred ₹13.88 million including service tax and out-of-pocket expenses in addition to the above towards audits and other services received for Initial Public Offering (IPO) purpose. However, the same has not been charged off to the consolidated statement of profit and loss and is disclosed in prepayments under other current assets.

b) The above auditor's remuneration includes audit fees paid to auditors of the subsidiary companies.

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3.30 Tax expenses

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Current tax expense	698.68	112.56
Deferred tax charge	139.21	36.24
	837.89	**148.80**
Tax effect on other comprehensive income	(0.19)	(0.68)
	837.70	**148.12**
Reconciliation of effective tax rate		
Loss before tax	**(5,515.11)**	**(3,515.63)**
Enacted tax rate in India	34.61%	34.61%
Computed expected tax expenses/ (benefit)	**(1,908.67)**	**(1,216.69)**
Effect of		
Tax expenses (MAT) of which credit is not available	693.98	94.71
MAT credit availed from earlier years	-	(5.33)
Tax on changes in estimates related to prior years	(13.50)	(2.67)
Non-deductible expenses	46.75	16.33
Changes in permanent difference of deferred tax assets/liabilities	(100.24)	78.18
Non-taxable income (under section 80IA)	(61.46)	(43.67)
Carried forward losses lapsed during the year	342.94	-
Deferred tax asset not recognised on losses	1,837.90	1,227.26
Income tax expense	**837.70**	**148.12**

3.31 Earnings per share

Particulars	Year ended March 31, 2018	Year ended March 31, 2017*
Loss:		
Loss attributable to equity shareholders of the Company	(5,494.74)	(3,301.56)
Number of equity shares: (in millions)		
Number of shares at the beginning of the year	1,839.92	1,481.83
Add: Weighted average number of equity shares issued by the Company	409.17	329.63
Add: Weighted average number of shares pending issuance*	2,147.36	2,216.56
Weighted average number of shares outstanding during the year	**4,396.45**	**4,028.02**
Earnings per equity share (face value of share ₹10 each)		
- Basic earnings per share	(1.25)	(0.82)
- Diluted earnings per share	(1.25)	(0.82)

*Represents weighted average number of equity shares issued against acquisition of SGPL and SGIL (refer note 2(a) and 3.40).

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3.32. Contingent liabilities and commitments to the extent not provided for

a. Commitments

Particulars	As at March 31, 2018	As at March 31, 2017
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	38,381.29	1,581.98

During the year ended March 31, 2017, following subsidiaries had entered into contracts with project vendors to develop wind power projects. Due to foreseeable delays in project completion within the stipulated time, the Group had decided to short closed contracts and decided to commission partial capacity. The management does not foresee any liability against the said short closure of the project.

Subsidiaries	Project location	Agreed capacity with vendors	Installed capacity
Green Infra Wind Energy Limited	Gujarat	90 MW	44 MW
Green Infra Wind Power Generation Limited	Karnataka	84 MW	80 MW
Green Infra Wind Solutions Limited	Andhra Pradesh	75 MW	49.5 MW

During the current year, the Group participated in competitive biddings for wind power projects and has been awarded with projects of 550 MW (March 31, 2017: 249.9 MW) capacity.

b. Claims against the Company not acknowledged as liabilities in respect of

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
(i) Income tax #	2,443.09	1,231.89
(ii) Cess levied under the Buildings and Other Construction Works (RE&CS) Act,1996 *	287.21	287.21
(iii) Stamp duty*	-	-
(iv) Entry tax	177.74	-
(v) Charges levied by the lenders	-	97.6
(vi) Others**	Amount not ascertainable	Amount not ascertainable

Tax paid under protest ₹141.40 million (March 31, 2017: ₹212.48 million)

* In case of BOCW Cess and Stamp Duty litigation of Sembcorp Gayatri Power Limited (SGPL), based on the NCC Limited (NCCL) Warranty and Indemnity agreement dated February 01, 2014 entered between the Group, NCCL and other counterparts, the liability, if any arising on account of dispute, would be to the account of NCCL. Accordingly, there would not be any impact on the financial position of the Group.

** The Group is contesting legal cases in the local courts against the claims made on certain portion of the project lands, under dispute.

c. Bank guarantees

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Bank Guarantees with Customs and others	14,543.38	19,218.99

d. Liquidated damages and BGs encashment:

Sembcorp Gayatri Power Limited (SGPL):

During the year ended March 31, 2017, SGPL had raised a claim for an amount of ₹2,882.50 million and of US$ 9.04 million, towards liquidated damages on its EPC contractor, NCC Limited ('NCCL'), towards the delay in the achievement of Provisional Acceptance, SGPL had to incur additional costs to commence the operations. Also a claim of US$ 40.97 million was raised on China National Technical I&E Corporation and Tianjin Electric Power Construction Company (CTC) Consortium towards the delay in agreed delivery schedule and non-achievement of Project Provisional Acceptance.

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NCCL filed petitions under Section 9 of the Arbitration and Conciliation Act, 1996, before the Hon'ble Court of the XXIV Additional Chief Judge cum Commercial Court, City Civil Courts, Hyderabad ("Commercial Court"), and seeking injunction restraining SGPL from invoking the performance bank guarantees issued in favour of the SGPL, pursuant to the terms of the EPC Contracts.

On April 18, 2017, the Commercial Court dismissed the petition filed by NCCL. NCCL filed an appeal before the Honorable High Court of Andhra Pradesh and Telangana to set aside the order passed by Commercial Court until the disputes are adjudicated and settled between the parties through arbitration as per the terms of the contract and restraining SGPL from invoking or encashing the bank guarantee(s). In the interim, the demand notices for the bank guarantees had already been presented to the respective banks by SGPL and the bank guarantee for ₹516.00 million issued by the Syndicate Bank was honored on April 19, 2017 and its corresponding payment was released to SGPL.

SGPL has received the order of the High Court in its favour on October 24, 2017. Subsequently, NCCL filed special leave petition against the said order of the High Court in the Hon'ble Supreme Court of India. The Hon'ble Supreme Court of India dismissed the petition filed by NCCL vide its order dated November 3, 2017. The SGPL has encashed the balance portion of BG amounting to ₹2,915.00 million on November 3, 2017.

The Arbitration provision under the EPC Contracts was invoked by NCCL on May 27, 2017. NCCL has filed its statement of claims on September 16, 2017 for ₹12,010.00 million with interest, and later amended the claim amount to ₹15,579.00 million with interest. The SGPL has filed its statement of defense on December 7, 2017 along with its counter claims to the tune of ₹10,025.00 million and US$ 9.04 million, which was subsequently amended to ₹10,127.00 million and US$ 9.04 million.

The matter is pending disposal as of date and accordingly, no related adjustments have been made in these consolidated financial statements. Since the levy and encashment of BGs has been challenged by NCCL on the ground that liquidated damages are not payable by them, the recovery will be appropriately adjusted based on outcome of the arbitration proceeding.

Sembcorp Green Infra Limited:

During the year ended March 31, 2018, the concern entities in the Group has served a notices of default to an operation and maintenance vendor due to performance issues which were not in line with the agreed terms as per the operation and maintenance agreement (O&M contract).

As the concerned vendor failed in taking necessary action for curing the defaults, the Group terminated the O & M contract with the said vendor. The Group also invoked the performance bank guarantees related to the terminated agreements amounting to ₹577.97 million. Both parties had approached Hon'ble High Court of Delhi & Madras seeking interim relief against each other. In terms of a consent order dated December 22, 2017 recorded by the High Court of Delhi, an amount of ₹267.57 million has been deposited with the Registrar of Delhi High Court.

Subsequently, the Court has referred disputes initiated by Group pertaining to certain contracts to Arbitration Tribunal, while for disputes in other contracts, necessary action under the Arbitration & Conciliation Act has been initiated.

As the matter is pending before the Arbitral Tribunal, the amount encashed against the bank guarantees will be appropriately adjusted based on outcome of the arbitration proceedings.

3.33. Leases

The Group has taken rental premises on cancellable operating leases. Lease rental under such cancellable leases amounting to ₹12.59 million (March 31, 2017: ₹9.42 million) has been charged to the consolidated statement of profit and loss (net of recoveries).

The Group is also obligated under non-cancellable operating leases for the premises which are renewable at the option of both the lessor and lessee. Minimum lease payments charged during the year to the consolidated statement of profit and loss was ₹38.39 million (March 31, 2017: ₹24.78 million). The future minimum lease payments under non-cancellable operating leases as on balance sheet date are as follows:

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Not later than one year	31.22	28.13
Later than one year but not later than five years	129.78	121.55
Later than five years	247.42	287.68

Notes to the Consolidated Ind AS Financial Statements

for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.34. Segment reporting

The Group is engaged in the business of "Generation of Electricity", which in the context of Ind AS 108 - "Operating Segments", notified by the Companies (Indian Accounting Standards) Rules, 2015 is considered the only operating segment. Since the operations of the Group exist only in India and all its assets are located only in India, disclosures under paragraphs 32-34 of Ind AS 108 are not required. Revenue to specific customers exceeding 10% of total revenue for the years ended March 31, 2018 and March 31, 2017 were as follows:

Particulars	Year ended March 31, 2018		Year ended March 31, 2017	
	Revenue	Percentage	Revenue	Percentage
Telangana State Government utilities	28,740.18	36.77%	25,868.44	54.13%
Andhra Pradesh State Government utilities	6,263.82	8.01%	5,963.83	12.48%
GMR Energy Trading Limited	10,525.82	13.47%	1,411.79	2.95%

3.35. Initial Public Offering

The Company is in the process of listing its equity shares on stock exchanges in India and proposes to offer its equity share to public. As part of the listing process, the Company has filed the Draft Red Hearing Prospectus (DRHP) on February 22, 2018 with the Securities Exchange Board of India. As part of the process, apart from the Company, existing shareholders also proposes to sell the stake in the Company. Prepayments under other current assets include expenses of ₹133.10 million incurred by the Company towards IPO of the equity shares held by shareholders as well as the Company. Portion of these expenses are recoverable from shareholders in proportionate to shares that will be offered to public in offering.

3.36. Capital management

The Group aims to maintain sound capital base so as to maintain investor, creditor and market confidence and to sustain future development and growth of its business, while at the same time maintaining an appropriate dividend policy to reward shareholders. The Management monitors the return on capital, as well as the level of dividends to equity shareholders.

The capital structure of the Group consist of Borrowings and total equity of the Group. The Group seeks to maintain a balance between the higher returns that might be possible with highest levels of borrowings and the advantages and security afforded by a sound capital position.

The Group is not subject to any externally imposed capital requirements. However, under the terms of the major borrowings, the Group has to comply with certain financial covenants.

As at March 31, 2018 four entities of the Group have not complied with certain financial covenants mentioned under the terms of borrowings. However, based on the past experience and the facts of the case the Management believes that no financial obligation on part of the Group, is likely to arise in respect of the above matter and thus, no adjustments are required in these consolidated financial statements in this regard.

Capital is defined as equity attributable to the equity holders (including non-controlling interest). Debt consists of non-current borrowings, current borrowings and current maturities of long term borrowings.

The Group's debt to equity ratio as at the balance sheet date is as follows:

Particulars		As at March 31, 2018	As at March 31, 2017
Debt	A	196,880.99	189,294.26
Total equity	B	63,862.39	69,175.12
Total debt and equity		**260,743.38**	**258,469.38**
Debt-to-equity ratio (A/B)	**(A/B)**	**3.08**	**2.74**

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(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.37 Financial instruments - Fair values and risk management

A) Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy are as follows:

As at March 31, 2018:		Carrying amount				Fair value		
	Note	FVTPL	FVTOCI	Amortised cost	Total	Level 1	Level 2	Level 3
Financial assets measured at fair value								
Derivative assets	3.3	354.51	-	-	354.51	-	354.51	-
Investments	3.4	2,629.49	-	-	2,629.49	2,629.49	-	-
		2,984.00	-	-	**2,984.00**	**2,629.49**	**354.51**	-
Financial assets not measured at fair value								
Trade receivables	3.10	-	-	16,772.92	16,772.92	-	-	-
Cash and cash equivalents	3.11	-	-	7,473.05	7,473.05	-	-	-
Other bank balances	3.11	-	-	968.24	968.24	-	-	-
Loans	3.12	-	-	0.75	0.75	-	-	-
Other financial assets	3.5	-	-	11,911.08	11,911.08	-	-	-
		-	-	**37,126.04**	**37,126.04**	-	-	-
Financial liabilities measured at fair value								
Derivative designated as cash flow hedge	3.16	-	684.96	-	684.96	-	684.96	-
Other derivative liabilities	3.16	103.94	-	-	103.94	-	103.94	-
		103.94	**684.96**	**-**	**788.90**	-	**788.90**	-
Financial liabilities not measured at fair value								
Borrowings (excluding current maturities)	3.14 & 3.15	-	-	1,91,388.52	1,91,388.52	-	-	-
Trade payables	3.18	-	-	3,427.84	3,427.84	-	-	-
Other financial liabilities	3.17	-	-	18,971.86	18,971.86	-	-	-
		-	-	**2,13,788.22**	**2,13,788.22**	-	-	-

Notes to the Consolidated Ind AS Financial Statements for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.37 Financial instruments - Fair values and risk management (continued)

A) Accounting classifications and fair values (continued)

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy are as follows:

As at March 31, 2017:		Carrying amount				Fair value		
	Note	FVTPL	FVTOCI	Amortised cost	Total	Level 1	Level 2	Level 3
Financial assets measured at fair value								
Derivative assets	3.3	328.16	-	-	328.16	-	328.16	-
Investments	3.4	2,370.81	-	-	2,370.81	2,370.81	-	-
		2,698.97	-	-	**2,698.97**	**2,370.81**	**328.16**	-
Financial assets not measured at fair value								
Trade receivables	3.10	-	-	17,038.33	17,038.33	-	-	-
Cash and cash equivalents	3.11	-	-	7,672.99	7,672.99	-	-	-
Other bank balances	3.11	-	-	1,198.39	1,198.39	-	-	-
Loans	3.12	-	-	1.69	1.69	-	-	-
Other financial assets	3.5	-	-	10,738.79	10,738.79	-	-	-
		-	-	**36,650.19**	**36,650.19**	-	-	-
Financial liabilities measured at fair value								
Derivative designated as cash flow hedge	3.16	-	802.60	-	802.60	-	802.60	-
Other derivative liabilities	3.16	215.95	-	-	215.95	-	215.95	-
		215.95	**802.60**	-	**1,018.55**	-	**1,018.55**	-
Financial liabilities not measured at fair value								
Borrowings (excluding current maturities)	3.14 & 3.15	-	-	1,79,846.26	1,79,846.26	-	-	-
Trade payables	3.18	-	-	5,371.95	5,371.95	-	-	-
Other financial liabilities	3.17	-	-	21,565.24	21,565.24	-	-	-
		-	-	**2,06,783.45**	**2,06,783.45**	-	-	-

Notes to the Consolidated Ind AS Financial Statements

for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.37 Financial instruments - Fair values and risk management (continued)

A) Accounting classifications and fair values (continued)

i. Valuation techniques and significant unobservable inputs

The following table shows the valuation techniques used in measuring Level 2 and Level 3 fair values for financial instruments measured at fair value in the balance sheet, as well as the significant unobservable inputs used.

	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
Forward exchange/ option contracts	The fair value is determined using the quoted forward exchange/ option contract rates at the reporting date and present value calculations based on high credit quality yield curves in the respective currencies.	Not applicable	Not applicable
Swap contracts	The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable curves.	Not applicable	Not applicable

The fair values of investments in mutual fund units is based on the net asset value ('NAV') as stated by the issuers of these mutual fund units in the published statements as at Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.

B. Financial risk management objectives and policies

The Group's activities exposes it to market risk (including interest rate risk, foreign currency risk and price risk), credit risk and liquidity risk. As part of the Group's Enterprise Risk Management framework, treasury policies and financial authority limits are documented and reviewed periodically. The policies set out the parameters for management of Group's liquidity, counterparty risk, foreign exchange and derivative transactions and financing.

The Group utilises foreign exchange contracts, foreign exchange swaps, interest rate swaps, and various financial instruments to manage exposures to interest rate and foreign exchange risks arising from operating and financing activities. All such transactions must involve underlying assets or liabilities and no speculative transactions are allowed.

The financial authority limits seek to limit and mitigate transactional risks by setting out the threshold of approvals required for entering into contractual obligations.

a) Market risk

Market risk is the risk that changes in market prices, such as interest rates, foreign exchange rates and prices which affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and reduce market risk exposures within acceptable parameters.

i) Interest rate risk

The Group's exposure to market risk for changes in interest rate environment relates mainly to its debt obligations.

The Group's policy is to maintain an efficient and optimal interest cost structure using a mix of fixed and variable rate debts and long-term and short-term borrowings.

The Group enters into cross currency interest rate swaps to reduce its exposure to interest rate volatility. In accordance with the Group's policy, the duration of such cross currency interest rate swaps must not exceed the tenure of the underlying debt.

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(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.37 Financial instruments - Fair values and risk management (continued)

i) Interest rate risk (continued)

The Group's borrowings majorly consists of project funding loans, working capital loans having variable rate of interest. The interest rate profile of the Group's interest-bearing instruments as reported to management is as follows:

Particulars	As at March 31, 2018	As at March 31, 2017
Fixed rate instruments		
Financial assets	3,283.67	3,994.52
Financial liabilities	(51,110.03)	(25,625.31)
	(47,826.36)	**(21,630.79)**
Effect of interest rate swaps	(17,677.64)	(18,453.83)
	(65,504.00)	**(40,084.62)**
Variable rate instruments		
Financial assets	7,377.17	4,248.29
Financial liabilities	(1,43,535.64)	(1,61,165.42)
	(1,36,158.47)	**(1,56,917.13)**
Effect of interest rate swaps	17,677.64	18,453.83
	(1,18,480.83)	**(1,38,463.30)**

ii) 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 majority of the Group's assets are located in India. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the its operating and financing activities. The functional currency of the Group is Indian rupee. The currencies in which these transactions are primarily denominated in US dollars (USD) and Singapore dollar (SGD).

The Group evaluates the exposure and enters into foreign currency derivative instruments like forward contracts, cross currency interest rate swaps to mitigate the exposure.

The summary of quantitative data about the Group's exposure to currency risk (based on notional reports) as reported to the management is as follows:

Particulars	Currency	March 31, 2018		March 31, 2017	
		Indian Rupees	Foreign currency	Indian Rupees	Foreign currency
Financial assets					
Cash in hand	USD	0.00	0.00	0.13	0.00
Cash in hand	SGD	0.11	0.00	0.03	0.00
Total financial assets (a)		**0.11**		**0.16**	
Financial liabilities					
Borrowings - ECB and Buyer's credit	USD	(25,903.76)	(398.26)	(23,387.73)	(358.68)
Borrowings - ECB	JPY	(195.81)	(318.19)	(237.11)	(409.10)
Trade payables	USD	(1,409.13)	(21.81)	(970.34)	(15.24)
Trade payables	SGD	(33.66)	(0.66)	(28.93)	(0.62)
Trade payables	EUR	(0.04)	-	-	-
Other financial liabilities	USD	(3,721.78)	(57.09)	(3,614.76)	(55.58)
Other financial liabilities	GBP	(1.69)	(0.02)	-	-
Other financial liabilities	JPY	(0.71)	(1.34)	(0.92)	(1.72)
Total financial liabilities (b)		**(31,266.58)**		**(28,239.79)**	
Net financial liabilities (c = a + b)		**(31,266.47)**		**(28,239.63)**	
less:					
Foreign exchange forward contracts	USD	5,910.84	90.88	4,411.91	66.02
Cross currency and interest rate swaps	USD	17,473.85	268.52	18,517.77	278.18
Cross currency and interest rate swaps	JPY	196.52	319.53	238.03	410.82
Total (d)		**23,581.21**		**23,167.71**	
Net exposure in respect of recognised assets/ (liabilities) (c - d)		**(7,685.26)**		**(5,071.92)**	

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(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.37 Financial instruments - Fair values and risk management (continued)

ii) Foreign currency risk (continued)

Sensitivity analysis

A reasonably possible strengthening (weakening) of Indian rupee against US dollar, Singapore dollar or Euro as at March 31, 2018 would have affected the measurement of financial instruments denominated in foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast purchases.

Particulars	Profit/(loss)		Equity increase/(decrease), net of tax	
	Strengthening	Weakening	Strengthening	Weakening
March 31, 2018				
USD (5% movement)	382.50	(382.50)	300.87	(300.87)
SGD (5% movement)	1.68	(1.68)	1.32	(1.32)
March 31, 2017				
USD (5% movement)	252.15	(252.15)	198.34	(198.34)
SGD (5% movement)	1.44	(1.44)	1.14	(1.14)

Derivative financial instruments

The fair value of foreign exchange contracts and foreign exchange swaps are accounted for based on the difference between the contractual price and the current market price. The fair values of interest rate swaps and cross currency swaps are the indicative amounts that the Group is expected to receive or pay to terminate the swap with the swap counterparties at the balance sheet date.

The following table gives details in respect of outstanding foreign exchange forward, foreign currency cross currency swap and commodity hedging contract:

Particulars	March 31, 2018		March 31, 2017	
	Foreign currency	₹ million	Foreign currency	₹ million
Derivatives designated as cash flow hedges				
Cross-currency interest swap rates				
In USD	277.05	17,678.44	289.30	18,852.15
In JPY	318.19	195.81	409.10	237.11
Other derivatives:				
Forward contracts				
In USD	90.99	5,923.70	66.24	4,429.89
In JPY	343.87	183.63	450.37	240.50
Commodity swap contracts				
In USD	1.62	105.38	-	-
Total		**24,086.96**		**23,759.65**

The table below analyses the derivative financial instruments into relevant maturity groupings based on the remaining period as of the balance sheet date.

Particulars	As at March 31, 2018	As at March 31, 2017
Not later than one month	350.21	1,189.28
Later than one month and not later than three months	2,469.90	663.14
Later than three months and not later than one year	4,228.31	3,551.21
More than one year	16,933.16	18,356.02
	23,981.58	**23,759.65**

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(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.37 Financial instruments - Fair values and risk management (continued)

b) Credit risk

Credit risk is the risk of financial loss to the Group if a customer, employee or counterparty to a financial instrument fails to meet its contractual obligations leading to financial loss. The Group is exposed to credit risk from its operating activities (primarily for trade and other receivables) and from its financing activities, including short-term deposits with banks, and other financial assets.

Trade receivables

The maximum exposure to the credit risk at the reporting date is primarily from trade receivables and unbilled revenue which are typically unsecured.

The impairment analysis is performed for the balance that is receivable at the end of each reporting date for which the Group uses a practical expedient by computing the expected loss allowance for the customer based on historical credit loss experience.

The Group has exposure to credit risk from a limited customer group on account of specialised nature of business, i.e. sale of power. The Group ensures concentration of credit does not significantly impair the financial assets since the customers to whom the exposure of credit is taken are well established and reputed undertakings which are sovereign backed and other large corporates.

Customer credit risk is managed by the Group, subject to the Group's established policy, procedures and controls relating to the customer credit risk management. Credit quality of a customer is assessed based on their past performance. Outstanding customer receivables are regularly monitored and taken up on case to case basis.

The Group has adopted a policy of dealing with credit worthy counter parties as a means of mitigating the risk of financial loss from defaults. The Group's exposure and credit worthiness of its customers are continuously monitored.

Other financial assets/ derivative assets

Financial instruments that are subject to concentrations of credit risk, principally consist of balance with banks and financial institutions (including derivatives contracts), investments in mutual funds.

Credit risk on cash and cash equivalents, other bank balances and derivative assets and derivate liabilities are limited as the Group generally invests in deposits with banks and financial institutions with high credit ratings assigned by credit rating agencies. Given the high credit ratings of these banks and financial institution, the Group does not expect these banks and financial institutions to fail in meeting their obligations.

Credit risk arising from investment in mutual funds is limited and there is no collateral held against these because the counterparties are recognised financial institutions with high credit ratings assigned by the various credit rating agencies. The mutual funds are valued at market price prevailing at reporting date which represents the fair value.

The fair value of foreign exchange contracts and foreign exchange swaps are accounted for based on the difference between the contractual price and the current market price. The fair value of interest rate swaps and cross currency swaps are the indicative amounts that the Group is expected to receive or pay to terminate the swap counterparties at the balance sheet date.

c) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its obligations associated with its financial liabilities that are settled by delivering cash or another financial asset as they fall due. The Group is exposed to this risk from its operating activities and financing activities. The Group's approach to managing liquidity is to ensure, as far as possible that it will have sufficient liquidity to meet its liability when they become due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. Liquidity requirements are maintained within the credit facilities established and are adequate and available to the Group to meet its obligations.

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for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

c) Liquidity risk (continued)

The table below provides details regarding the contractual maturities of significant financial liabilities as of the reporting date. The amounts are gross and discounted.

As at March 31, 2018

Particulars	Carrying value	Contractual cash flows			
		within 12 months	1-5 years	More than five years	Total
Borrowings - long-term (including current maturities)	1,68,270.02	20,945.16	1,03,826.64	1,76,119.66	3,00,891.46
Borrowings - short-term	28,610.97	28,610.97	-	-	28,610.97
Trade payables	3,427.84	3,427.84	-	-	3,427.84
Other financial liabilities (excluding current maturities of borrowings)	13,479.39	13,445.52	33.87	-	13,479.39
Derivative contracts	788.90	92.70	696.20	-	788.90
	2,14,577.12	**66,522.19**	**1,04,556.71**	**1,76,119.66**	**3,47,198.56**

As at March 31, 2017

Particulars	Carrying value	Contractual cash flows			
		within 12 months	1-5 years	More than five years	Total
Borrowings - long-term (including current maturities)	1,67,933.53	25,776.67	1,00,851.28	1,55,839.03	2,82,466.98
Borrowings - short-term	21,360.73	21,360.73	-	-	21,360.73
Trade payables	5,371.95	5,371.95	-	-	5,371.95
Other financial liabilities (excluding current maturities of borrowings)	12,117.24	12,106.30	10.94	-	12,117.24
Derivative contracts	1,018.55	202.29	816.26	-	1,018.55
	2,07,802.00	**64,817.94**	**1,01,678.48**	**1,55,839.03**	**3,22,335.45**

3.38 Assets and liabilities relating to employee benefits

i) Defined contribution plan

The Group makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund which is a defined contribution plan. The Group has no obligations other than to make the specified contributions. The contribution to provident fund charged to the consolidated statement of profit and loss is ₹54.66 million (March 31, 2017: ₹46.81 million).

ii) Defined benefit plan

The Group provides gratuity for its employees as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 1-5 years are eligible for gratuity. The amount of gratuity payable on retirement/ termination is the employees' last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service or part thereof. The gratuity plan is a funded plan and the Group makes contributions to recognized funds in India. Liability with regard to this plan is determined by an actuarial valuation as at the end of the year and are expenses charged to the consolidated statement of profit and loss.

A. Funding

The Group has purchased an insurance policy to provide for payment of gratuity to the employees. Every year, the insurance Group carries out a funding valuation based on the latest employee data provided by the Group. Any deficit in the assets arising as a result of such valuation is funded by the Group.

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(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.38 Assets and liabilities relating to employee benefits (continued)

The following tables summaries the components of net benefit expense recognised in consolidated statement of profit and loss and the funded status and amounts recognised in the balance sheet for the respective plans:

B. Reconciliation of the present value of defined benefit obligation

Particulars	As at March 31, 2018	As at March 31, 2017
Balance at the beginning of the year	46.53	30.12
Current service cost	13.37	6.12
Past service cost	1.52	-
Interest cost	3.26	2.42
Benefits paid	(8.94)	(3.83)
Actuarial loss recognised in the other comprehensive income	3.27	11.70
Balance at the end of the year	**59.01**	**46.53**

Reconciliation of the present value of plan assets

Particulars	As at March 31, 2018	As at March 31, 2017
Balance at the beginning of the year	48.52	17.19
Contributions paid into the plan by employer	22.06	31.31
Benefits paid	(8.09)	(2.35)
Interest income on plan assets	3.41	2.32
Actuarial gain/ (loss) on plan assets	(0.73)	0.05
Balance at the end of the year	**65.17**	**48.52**
Net defined benefit obligation/ (asset)	**(6.16)**	**(1.99)**
Disclosure in the Balance sheet:		
Funded asset - Current	8.52	5.30
Provision for employee benefits	2.36	3.31

C. Expense recognized in the Consolidated Statement of Profit and Loss

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Current service cost	13.37	6.12
Past service cost	1.52	-
Interest cost	3.26	2.42
Interest income	(3.41)	(2.32)
Total expense during the year	**14.74**	**6.22**

D. Remeasurements recognised in Other comprehensive income

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Actuarial loss on defined benefit obligation	3.27	11.70
Actuarial loss/(gain) for the year on planned asset	0.73	(0.05)
Total expense during the year	**4.00**	**11.65**

Notes to the Consolidated Ind AS Financial Statements

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(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.38 Assets and liabilities relating to employee benefits (continued)

E. Plan assets

Plan assets comprise of the following:

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
New Group Gratuity Cash Accumulation Plan with LIC	65.17	48.53

F. Summary of actuarial assumptions

Demographic assumptions

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Mortality rate (% of IALM 06-08)	100%	100%
Attrition rate		
18 - 30 years	5% - 10%	5% - 10%
31 - 40 years	5%	5%
41 years and above	1% - 5%	1% - 5%
Financial assumptions		
Discount rate	7.60% - 7.71%	7% - 8%
Future salary growth rate	5% - 7%	5% - 7%

Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligations by the amount shown below.

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Impact of the change in discount rate		
0.5% -1% increase	(3.19)	(3.43)
0.5% -1% decrease	3.47	3.80
Impact of the change in future salary increase		
0.5% increase	3.45	3.55
0.5% decrease	(3.20)	(3.55)

Asset-liability matching strategy

The Group has purchased insurance policy, which is basically a year-on-year cash accumulation plan in which the interest rate is declared on yearly basis and is guaranteed for a period of one year. The insurance Group, as part of the policy rules, makes payment of all gratuity payables falling due during the year (subject to sufficiency of funds under the policy). The policy, thus, mitigates the liquidity risk. However, being a cash accumulation plan, the duration of assets is shorter compared to the duration of liabilities. Thus, the Group is exposed to movement in interest rate (in particular, the significant fall in interest rates, which should result in a increase in liability without corresponding increase in the asset).

G. Expected contributions to the plan for the next annual reporting year

The Group expects to contribute a sum of ₹2.00 million (March 31, 2017: ₹3.30 million) to the plan for the next annual reporting period.

Notes to the Consolidated Ind AS Financial Statements

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(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.38 Assets and liabilities relating to employee benefits (continued)

H. Maturity profile of the defined benefit obligation

Expected cash flows over the next periods (valued on undiscounted basis):

Particulars	March 31, 2018	March 31, 2017
Within 1 year	3.31	3.28
2 to 5 years	13.51	7.93
More than 5 years	135.09	81.27

iii) Compensated absences

The accrual for unutilised leave is determined for the entire available leave balance standing to the credit of the employees at the year-end. The value of such leave balances that are eligible for carry forward, is determined by an actuarial valuation as at the end of the year and is charged to the consolidated statement of profit and loss.

3.39 Related party disclosure

a) List of related parties

Name of the party	Nature of relationship
Sembcorp Industries Ltd, Singapore	Ultimate holding company
Sembcorp Utilities Pte. Ltd., Singapore	Holding company
Sembcorp India Private Limited, India	Entity under common control
Gayatri Projects Limited, India	Key management personnel having significant influence
Gayatri Energy Ventures Private Limited, India	Key management personnel having significant influence
Deep Corporation Private Limited, India	Key management personnel having significant influence
Gayatri Hi-Tech Hotels Limited, India	Key management personnel having significant influence
Green Kurpan Power Private Limited, India	Associates
Green Mountain Hydro Power Private Limited, India	Associates
Hurla Valley Power Private Limited, India	Associates
Neil Garry Mcgregor	Chairman (from May 31, 2017)
T V Sandeep Kumar Reddy	Director
Atul Mohan Nargund	Managing Director (upto April 16, 2017)
Vipul Tuli	Managing Director (from May 31, 2017)
Comal Ramachandran Gayathri	Independent Director (till February 04, 2018)
Tantra Narayana Thakur	Independent Director (till February 04, 2018)
Radhey Shyam Sharma	Independent Director (from February 02, 2018)
Kalaikuruchi Jairaj	Independent Director (from February 02, 2018)
Sangeeta Talwar	Independent Director (from February 02, 2018)
Bobby Kanubhai Parikh	Independent Director (from February 02, 2018)
Looi Lee Hwa	Director (from February 02, 2018)
Chidambaram Iyer	Chief Financial Officer (from June 1, 2017 to January 10, 2018)
B.N.K.Reddy	Chief Financial Officer (upto May 31, 2017)
Juvenil Jani	Chief Financial Officer (from January 11, 2018)
Nagamani Alluri	Company Secretary (upto January 10, 2018)
Narendra Ande	Company Secretary (from January 11, 2018)

Notes to the Consolidated Ind AS Financial Statements

for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.39 Related party disclosure (continued)

b) The following are the transactions with related parties during the year

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Contract work		
Gayatri Projects Limited	12.06	324.47
Rent and utility expense		
Deep Corporation Private Limited	9.66	9.30
Gayatri Hi-Tech Hotels Limited	0.97	0.85
Sembcorp India Private Limited	5.44	-
Project development/consultancy expenses		
Gayatri Projects Limited	-	150.02
Sembcorp India Private Limited	109.79	-
Sembcorp Utilities Pte Limited	173.51	148.83
Bank guarantee fees/ commission		
Gayatri Projects Limited	-	12.27
Sembcorp Utilities Pte Limited	217.78	159.19
Shares issued for consideration other than cash		
Gayatri Energy Ventures Private Limited	1,538.67	-
Sembcorp Utilities Pte Limited	46,757.56	-
Money received from issue of share capital including share premium		
Sembcorp Utilities Pte Limited	15,102.00	7,180.85
License costs		
Sembcorp Utilities Pte. Limited	12.41	9.48
Allotment of INR denominated notes		
Sembcorp Utilities Pte Limited	25,506.10	16,893.90
Mobilisation/Capital /Other advances paid		
Gayatri Projects Limited	-	71.79
Mobilisation/Capital advances recovered/adjusted		
Gayatri Projects Limited	-	45.54
Retention Money recovered		
Gayatri Projects Limited	-	2.61
Interest expense on INR Denominated notes		
Sembcorp Utilities Pte Limited	4,358.42	305.59
Corporate Guarantees - reduction		
Gayatri Energy Ventures Private Limited	8,622.32	16,475.70
Sembcorp Utilities Pte Limited	35,234.28	-
Corporate Guarantees - received		
Sembcorp Utilities Pte Limited	-	27,274.50
Reimbursement of expenses		
Deep Corporation Private Limited	0.89	1.36
Green Kurpan Power Private Limited	0.02	0.02
Green Mountain Hydro Power Private Limited	0.02	0.02
Hurla Valley Power Private Limited	0.01	0.02
Sembcorp India Private Limited	8.30	5.52
Sembcorp Utilities Pte Limited	28.78	32.92
Loans and advances write-off/(written back)		
Green Kurpan Power Private Limited	(0.01)	0.02
Green Mountain Hydro Power Private Limited	0.02	0.02
Hurla Valley Power Private Limited	0.01	0.02
Reimbursement received		
Sembcorp India Private Limited	47.42	-
Manpower consultancy charges		
Sembcorp India Private Limited	318.46	450.11

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(All amount are in Indian Rupees millions except for share data or otherwise stated)

b) The following are the transactions with related parties during the year ((continued)

Particulars	Year ended March 31, 2018	Year ended March 31, 2017
Margin money recovered		
Gayatri Projects Limited	49.62	-
Salaries to Key Managerial Person*		
Mr. Vipul Tuli	14.52	-
Mr. A. Narendra	3.69	2.82
Mr. Alluri Nagamani	1.88	1.51
Mr. B N K Reddy	1.25	8.42
Mr. Chidambaram Iyer	4.40	-
Mr. Juvenil Jani	4.76	-
Sitting fees to Directors (including taxes)		
Mr. Bobby Kanubhai Parikh	1.35	0.90
Mrs. Comal Ramachandran Gayathri	1.99	0.23
Mr. Kalaikuruchi Jairaj	0.47	-
Mr. Radhey Shyam Sharma	0.71	-
Mr. Sangeeta Talwar	1.37	1.10
Mr. Tantra Narayana Thakur	2.35	2.87

* Key Managerial Personnel and Relatives of Promoters who are under the employment of the Company are entitled to post employment benefits and other long term employee benefits recognised as per Ind AS 19 - Employee Benefits in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is not included above.

c) Details of related party balances is as under:

Particulars	As at March 31, 2018	As at March 31, 2017
Related party receivables		
Gayatri Projects Limited (Advance)	34.73	34.73
Gayatri Projects Limited (Margin money)	630.00	679.62
Sembcorp Utilities Pte Limited	-	0.24
Related party payables		
Trade payables:		
Deep Corporation Private Limited	-	0.08
Gayatri Hi-Tech Hotels Limited	-	0.21
Gayatri Projects Limited	-	38.29
Sembcorp India Private Limited	42.09	97.38
Sembcorp Utilities Pte Ltd	108.93	183.68
Retetion money and capital creditors:		
Gayatri Projects Limited	22.47	137.63
INR denominated Notes		
Sembcorp Utilities Pte Ltd	42,400.00	16,893.90
Interest accrued but not due on borrowings		
Sembcorp Utilities Pte Ltd	4,428.40	305.59
Corporate Guarantee for long-term borrowings		
Gayatri Energy Ventures Private Limited	1,158.88	9,781.20
Sembcorp Utilities Pte Ltd (Represents the amount of facility outstanding)	56,380.98	91,987.50
Corporate Guarantee for short-term borrowings		
Sembcorp Utilities Pte Ltd and Gayatri Energy Ventures Private Limited	2,000.00	-
Capital advances		
Gayatri Projects Limited	-	51.53

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for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.40. Business combinations under common control

Transaction during the year:

On February 15, 2018, the Company has acquired 100% equity shareholding of Sembcorp Gayatri Power Limited ('SGPL'), a fellow subsidiary till such date, from Sembcorp Utilities Pte Ltd, Singapore ('SUPL') and Gayatri Energy Ventures Private Limited (GEVPL) and 71.57% equity shareholding of Sembcorp Green Infra Limited ('SGIL'), a fellow subsidiary till such date, from SUPL. The balance 28.43% equity shareholding in SGIL was held by IDFC Infrastructure Fund 3 and the same was acquired on February 20, 2018.

This transaction was pursuant to an agreement between the Company, SUPL, GEVPL and SGPL entered on January 08, 2018, to execute the reorganization of Sembcorp Group's power portfolio in India.

The details of equity share holding of SGPL and SGIL before the transaction and after the transaction are as follows:

Name of the entity	Before transaction		After transaction	
	SGPL	SGIL	SGPL	SGIL
Sembcorp Utilities Pte Limited	87.98%	71.57%	-	-
Gayatri Energy Ventures Private Limited	12.02%	-	-	-
IDFC Infrastructure Fund 3	-	28.43%	-	-
Sembcorp Energy India Limited	-	-	100%	100%

On August 30, 2017, Sembcorp Utilities Pte Ltd had entered into an agreement with IDFC to acquire the SGIL's shares held by IDFC directly by SUPL or through any of its affiliates at purchase consideration of amounting ₹14,102.00 million. As a part of above agreement, SEIL has acquired the shares from IDFC on February 20, 2018 for agreed consideration of ₹14,102.00 million and issued new equity shares to SUPL for cash injection to settle the transaction with IDFC.

All these transactions (i.e. acquisition of shareholding of SUPL in SGPL and SGIL, acquisition of IDFC shareholding in SGIL and acquisition of GEVPL shareholding in SGPL) were executed through shares swap by SEIL. SEIL has issued 2,568.76 million equity shares at a price of ₹18.80 per share to SUPL and GEVPL as consideration for acquisition of 100% equity shareholding in SGPL and 71.57% equity shareholding in SGIL. SEIL has issued 750.05 million equity shares at a price of ₹18.80 per share to SUPL for raising ₹14,102.00 million for acquisition of SGIL's shares held by IDFC. In order to acquire the 100% equity shareholding of SGPL and SGIL, SEIL has issued total 3,318.81 million new equity shares at a price of ₹18.80 per share.

Accounting treatment for Business combinations under common control:

SEIL, SGPL and SGIL are ultimately controlled by SUPL both before and after the transaction. Ind AS 103 (Appendix C) deals with accounting for combination of entities or businesses under common control (refer note 2 (g) (ii) for accounting treatment). The Company has followed the pooling of interest method to account the SGPL and SGIL acquisition in its consolidated financial statements.

Since all these entities are under common control as defined under Appendix C of Ind AS 103 "Business Combinations", the financial information in the financial statements in respect of prior periods should be restated as if the business combination had occurred from the beginning of the preceding period in the consolidated financial statements, irrespective of the actual date of the combination. The accounting is required to be done on book value basis instead of on fair value basis.

Accordingly the Company has restated the financial information for the year ended March 31, 2017 in these consolidated financial statements and presented the comparative numbers as business combination had occurred from the beginning of the previous year. As a result comparative numbers presented in these consolidated financial statements for the year ended March 31, 2017 and April 1, 2016 do not match with the audited consolidated financial statements for the year ended March 31, 2017.

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for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

Acquisition related adjustments:

Acquisition related adjustments on total equity and capital reserve on acquisition and acquisition liabilities are summarised below:

Particulars	SGPL	SGIL	Total
As at April 1, 2016:			
Share capital and share premium held by SUPL (refer note 'b' below)	23,174.90	10,169.92	**33,344.82**
Share pending issuance by the Company (refer note 'a' below)	10,299.67	26,333.77	**36,633.44**
Capital reserve on acquisition	**12,875.23**	**(16,163.85)**	**(3,288.62)**
As at March 31, 2017:			
Share capital and share premium held by SUPL	25,340.64	13,766.33	**39,106.97**
Share pending issuance by the Company (refer note 'a' below)	11,261.33	33,504.39	**44,765.72**
Capital reserve on acquisition	**14,079.31**	**(19,738.06)**	**(5,658.75)**
On the date of acquisition:			
Total share capital and share premium of SGPL and SGIL	28,813.56	19,034.49	**47,848.05**
Share capital issued by the Company for acquisition	12,800.00	49,598.23	**62,398.23**
Capital reserve on acquisition	**16,013.56**	**(30,563.74)**	**(14,550.18)**

Notes:

a) 'Share pending issuance' account represents shares to be issued for consideration other than cash to Sembcorp Utilities Pte Ltd, Singapore (SUPL) for acquisition of SUPL's stake in SGPL and SGIL on respective dates. The Company has allotted the equity share during the year as consideration for acquisitions. Accordingly, during the year, the balance lying in share pending issuance account has been transferred to equity share capital and share premium account.

b) Includes compulsorily convertible debentures (CCD) in SGPL held by SUPL as at April 1, 2016. CCDs got converted into equity shares during the year ended March 31, 2017.

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(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.40. Business combinations under common control (Cont.)

c) Shareholding and reserves attributable to IDFC Infrastructure Fund 3 in SGIL and NCC Infrastructure Holdings Limited in SGPL as at April 1, 2016 and March 31, 2017 has been classified as non-controlling interest.

d) Pursuant to the Amended and Restated Additional Share Sale Agreement executed on April 20, 2016, between NCC Infrastructure Holdings Limited (NCCIHL) and Sembcorp Utilities Pte Ltd (SCU), NCCIHL had transferred 216.10 million equity shares to SCU on April 28, 2016. Accordingly, shares to be issued to SUPL and capital reserve on acquisition has been increased in SGPL during the year ended March 31, 2017 and corresponding decrease in non-controlling interest. Increase as at February 15, 2018 is on account of acquisition of balance non-control interest in SGPL.

e) SGIL has issued 41.26 million additional equity shares during the year ended March 31, 2017 and 11.46 million equity shares during the current year to SUPL. Accordingly there is increase in share pending issuance and capital reserve on acquisition during these periods and corresponding decrease in non-controlling interest. The Company has acquired the balance non-controlling interest on February 20, 2018.

Impact of combination of entities on prior year financial information:

The Company has followed the pooling of interest method to account for the acquisition of SGPL and SGIL along with its subsidiaries in its consolidated financial statements. Accordingly all the assets and liabilities accounted at book values and the identity of the reserves is preserved and they appear in the consolidated financial statements of the Group in the same form in which they appeared in the financial statements of the combining entities.

Impact on consolidated balance sheet (before inter-company eliminations):

Particulars	As at March 31, 2017	As at April 1, 2016
Non-current assets:		
Property, plant and equipment	142,144.70	39,264.85
Capital work-in-progress	1,593.95	82,363.80
Goodwill	1,234.20	1,234.20
Other intangible assets	53.44	6.69
Deferred tax assets	29.77	29.77
Other non-current assets	4,712.96	8,260.14
Current assets:		
Cash and cash equivalents	6,248.33	5,829.90
Other current assets	13,765.57	4,893.17
Non-current liabilities:		
Provisions	268.82	222.15
Deferred tax liabilities (net)	223.66	180.66
Other non-current liabilities	97,048.07	83,453.53
Current liabilities:		
Provisions	8.57	11.38
Other current liabilities	27,896.20	14,415.21
Equity:		
Other equity (excluding securities premium)	(2,698.97)	145.65
Non-controlling interests	187.54	201.28

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(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.40. Business combinations under common control (Cont.)

Impact on consolidated statement of P/L (before inter-company elimination):

Particulars	Year ended March 31, 2017
Revenue from operations	14,510.07
Other income	756.32
Cost of fuel	(3,788.20)
Purchase of traded goods	(909.36)
Transmission charges	(775.59)
Employee benefits expense	(369.65)
Finance costs	(6,356.00)
Depreciation and amortisation expenses	(3,858.55)
Operating and other expenses	(1,943.80)

Impact on consolidated statement of cash flow:

Particulars	Year ended March 31, 2017
Net cash generated from operating activities	3,234.30
Net cash used in financing activities	(16,782.75)
Net cash from financing activities	13,966.88
Net increase in cash and cash equivalents	**418.43**
Cash and cash equivalents at the beginning of the year	5,829.90
Cash and cash equivalents at the end of the year	**6,248.33**

3.41. Merger of subsidiary company

As a part of reorganization of Sembcorp Group's power sector portfolio in India, the Company's (SEIL) Board of Director's and Sembcorp Gayatri Power Limited (SGPL) Board of Director's in their respective board meetings held on February 19, 2018 unanimously approved the proposal for the amalgamation of SGPL with SEIL, subject to all the necessary statutory / regulatory approvals (the scheme).

The appointed date for the amalgamation is April 1, 2017. SGPL is the wholly owned subsidiary of SEIL. Upon this proposed scheme coming into effect and upon transfer and vesting of all assets and liabilities and the entire business of SGPL into with SEIL in accordance with the provisions of the scheme, the shares held by SEIL in SGPL shall stand cancelled and extinguished in entirety. Since SEIL is the 100% shareholder of SGPL, no shares shall be required to be allotted by SEIL either to itself or to any of its nominee shareholders holding shares in SGPL.

The scheme has been filed with the Regional Director (RD), Ministry of Corporate Affairs under Section 230 of Chapter XV of the Companies Act, 2013 for amalgamation of SGPL with SEIL. Pending approval of RD, no effect of the scheme has been given in the consolidated financial statements.

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3.42. The Group, in addition to the Company, comprises of the following subsidiaries and associate entities

a) Subsidiaries

Name of entity	Date of Incorporation	Country of Incorporation	% of Ownership interest and voting power as at	
			As at March 31, 2018	As at March 31, 2017
Sembcorp Gayatri Power Limited (SGPL) (refer note 3.40 and 3.41)	June 12, 2008	India	100.00%	87.98%
Sembcorp Green Infra Limited (SGIL) (refer note 3.40)	April 3, 2008	India	100.00%	70.38%
TPCIL Singapore Pte. Ltd	November 18, 2014	Singapore	100.00%	100.00%
Subsidiaries of SGIL:				
Green Infra Wind Energy Limited (GIWEL)	June 6, 2005	India	100.00%	100.00%
Green Infra Corporate Solar Limited (GICSL)	September 12, 2011	India	100.00%	100.00%
Green Infra Wind Power Generation Limited (GIWPGL)	July 4, 2011	India	67.31%	66.50%
Green Infra Wind Ventures Limited (GIWVL)	December 28, 2010	India	100.00%	100.00%
Green Infra Wind Assets Limited (GIWAL)	October 14, 2008	India	100.00%	100.00%
Green Infra Wind Farms Limited (GIWFL)	October 14, 2008	India	60.93%	62.95%
Green Infra Wind Power Projects Limited (GIWPPL)	July 4, 2011	India	69.06%	69.06%
Green Infra Wind Generation Limited (GIWGL)	July 4, 2011	India	70.55%	70.55%
Green Infra Solar Energy Limited (GISEL)	April 29, 2010	India	100.00%	100.00%
Green Infra Solar Farms Limited (GISFL)	April 29, 2010	India	100.00%	100.00%
Green Infra Solar Projects Limited (GISPL)	September 12, 2011	India	100.00%	100.00%
Green Infra Wind Energy Asset Limited (GIWEAL)	September 14, 2011	India	100.00%	100.00%
Green Infra Wind Farm Assets Limited (GIWFAL)	September 14, 2011	India	100.00%	100.00%
Green Infra Wind Power Limited (GIWPL)	May 3, 2010	India	100.00%	100.00%
Green Infra Corporate Wind Limited (GICWL)	October 14, 2008	India	100.00%	100.00%
Green Infra Wind Energy Project Limited (GIWEPL)	July 4, 2011	India	100.00%	100.00%
Green Infra Renewable Energy Limited (GIREL)	2 March 2017	India	99.00%	99.00%
Green Infra BTV Limited (GIBTVL)	September 1, 2008	India	90.46%	90.46%
Green Infra Wind Energy Theni Limited (GIWEthL)	January 06, 2011	India	73.02%	73.02%
Green Infra Wind Power Theni Limited (GIWPthL)	January 06, 2011	India	73.21%	73.21%
Mulanur Renewable Energy Private Limited (MREPL) (a)	January 29, 2016	India	70.00%	70.00%
Green Infra Wind Solutions Limited (GIWSL)	May 22, 2012	India	100.00%	100.00%
Green Infra Wind Technology Limited (GIWTL)	May 22, 2012	India	100.00%	100.00%
Green Infra Wind Limited (GIWL)	February 23, 2011	India	100.00%	100.00%
Green Infra Clean Wind Energy Limited (GICWEL)	July 24, 2012	India	100.00%	100.00%
Green Infra Wind Techno Solutions Limited (GIWTSL) (b)	May 21, 2012	India	-	100.00%

Notes:

(a) On July 29, 2016, SGIL acquired MREPL.

(b) The subsidiary filed an application dated June 6, 2017 for closure before Registrar of Companies under Fast Track Exit scheme. Accordingly, the entity has been declassified from above list of subsidiaries.

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3.42. The Group, in addition to the Company, comprises of the following subsidiaries and associate entities (Continued)

b) Associates

S. No.	Name of entity	Date of Incorporation	Country of Incorporation	% of Ownership interest and voting power as at	
				March 31, 2018	March 31, 2017
	Green Kurpan Power Private Limited	December 20, 2007	India	49.00%	49.00%
	Green Mountain Hydro Power Private Limited	December 20, 2007	India	49.00%	49.00%
	Hurla Valley Power Private Limited	December 20, 2007	India	49.00%	49.00%

* The associates have filed an application dated January 19, 2018 for closure under Fast Track Exit scheme before Registrar of Companies.

3.43. Additional information as required under schedule III of the Companies Act, 2013, in respect of consolidated subsidiaries are as below:

Name of entity	Net Assets i.e. total assets minus total liabilities		Share in Profit/loss	
	Amount	As a % of consolidated net assets	Amount	As a % of total comprehensive loss
Parent				
Sembcorp Energy India Limited	89,133.02	62.21%	1,896.68	(30.58%)
Subsidiaries				
Sembcorp Gayatri Power Limited	16,695.12	11.65%	(8,184.61)	131.97%
Sembcorp Green Infra Limited	17,933.93	12.52%	201.23	(3.24%)
Green Infra Wind Energy Limited	8,903.28	6.21%	(134.06)	2.16%
Green Infra Corporate Solar Limited	1,772.51	1.24%	(166.04)	2.68%
Green Infra Wind Power Limited	215.58	0.15%	(22.88)	0.37%
Green Infra Corporate Wind Limited	227.60	0.16%	(24.06)	0.39%
Green Infra Wind Energy Assets Limited	331.16	0.23%	30.97	(0.50%)
Green Infra Wind Farm Assets Limited	697.28	0.49%	24.55	(0.40%)
Green Infra Wind Energy Project Limited	548.94	0.38%	66.30	(1.07%)
Green Infra Wind Solutions Limited	703.60	0.49%	(147.48)	2.38%
Green Infra Wind Power Generation Limited	1,349.55	0.94%	(60.67)	0.98%
Green Infra Wind Farms Limited	(49.53)	(0.03%)	17.63	(0.28%)
Green Infra Wind Generation Limited	(193.54)	(0.14%)	(59.70)	0.96%
Green Infra Wind Power Projects Limited	205.97	0.14%	92.76	(1.50%)
Green Infra BTV Limited	1,138.88	0.79%	106.84	(1.72%)
Green Infra Wind Energy Theni Limited	229.42	0.16%	26.13	(0.42%)
Green Infra Wind Power Theni Limited	64.29	0.04%	8.69	(0.14%)
Mulanur Renewable Energy Private Limited	385.28	0.27%	(16.80)	0.27%
Green Infra Solar Energy Limited	481.30	0.34%	68.04	(1.10%)
Green Infra Solar Farms Limited	872.96	0.61%	60.03	(0.97%)
Green Infra Solar Projects Limited	238.89	0.17%	16.92	(0.27%)

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3.43. Additional information as required under schedule III of the Companies Act, 2013, in respect of consolidated subsidiaries are as below: (Continued)

Name of entity	Net Assets i.e. total assets minus total liabilities		Share in Profit/loss	
	Amount	As a % of consolidated net assets	Amount	As a % of total comprehensive loss
Green Infra Wind Ventures Limited	1,177.38	0.82%	(35.52)	0.57%
Green Infra Renewable Energy Limited	96.54	0.07%	(3.37)	0.05%
Green Infra Wind Assets Limited	86.73	0.06%	39.62	(0.64%)
Green Infra Wind Technology Limited	19.70	0.01%	(4.34)	0.07%
Green Infra Wind Limited	19.53	0.01%	1.47	(0.02%)
Green Infra Clean Wind Energy Limited	0.11	0.00%	(0.06)	0.00%
TPCIL Singapore Pte. Ltd	0.34	0.00%	(0.19)	0.00%
Green Infra Wind Techno Solutions Limited	-	0.00%	0.13	(0.00%)
Total	**143,285.82**	**100.0%**	**(6,201.79)**	**100.0%**
Non-controlling interests in Subsidiaries	199.83		(858.25)	
Inter-group eliminations and adjustments	(79,623.26)		110.67	
Consolidated figures	**63,862.39**		**(5,454.21)**	

3.44. The Group had entered into various agreements with a vendor for development of wind power projects of 490.5 MW and providing related services in the state of Karnataka. Subsequently, the Group had assigned all rights, interest and obligations to its nine subsidiaries. Further, a revised agreement was signed with the vendor through which the Group intended to pursue projects equivalent to 258.0 MW instead of 490.5 MW. As at year ended March 31, 2016, the Group had an outstanding advance amounting to ₹218.12 million, which was adjustable against the consideration to be paid to the vendor towards future development of 84.0 MW project (out of total 258.0 MW).

During the year ended March 31, 2017, Sembcorp Green Infra Limited and its three subsidiaries Green Infra Wind Power Generation Limited (GIWPGL), Green Infra Wind Energy Limited (GIWEL) and Green Infra Clean Wind Energy Limited (GICWEL) signed a Memorandum of Understanding (MOU) with the vendor to execute the 44 MW project in GIWPGL and 40 MW in GIWEL. Subsequently, GIWPGL and GIWEL obtained Government Order and Power Evacuation approval and the vendor submitted invoices amounting to ₹145.73 million and ₹132.48 million in GIWPGL and GIWEL respectively. The same was accounted as capital-work-in-progress and the vendor liability was adjusted against the advance of the vendor in the respective entities.

On June 3, 2017, the Group signed a Settlement & Release Agreement No.1 with the vendor. As per the agreement the vendor had been absolved of all its responsibilities without any recourse to the Group at an agreed Settlement amount of ₹384.72 million. Part of this settlement was done through a payment of ₹300.00 million and part of the amount was adjusted from the advance lying in GIWEL amounting to ₹84.72 million.

Considering the above settlement, the Group has accounted ₹150.22 million as a compensation claim (after netting of ₹149.78 million provided in the previous year) against the final settlement in the year ended March 31, 2017. The Group believes that no further liability shall arise requiring any adjustment in these consolidated financial statements as a final settlement agreement has been signed with the vendor.

3.45. Green Infra Wind Farm Assets Limited (GIWFAL) allotted 500, 12% Non-convertible debentures of face value of ₹1.00 million each and such debentures have also been listed on the Bombay Stock Exchange. GIWFAL has transferred ₹125.00 million to 'Debenture Redemption Reserve' (DRR) out of profits available for distribution of dividends, as required under section 71 of the Companies Act, 2013, read with rule 18 under Companies (Share capital and Debentures) Rules, 2014.

Notes to the Consolidated Ind AS Financial Statements

for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.46 Terms long-term and short-term borrowings

A) Long-term borrowings:

Borrowings in the Group	Interest rate and repayment terms of the borrowings	Security terms of the borrowings
External commercial borrowings (ECB) of ₹15,578.06 million (March 31, 2017: ₹15,788.51 million) from banks by the Company	ECB loans carry interest at 3 month USD LIBOR plus 1.15% p.a. (March 31, 2017: 3 month USD LIBOR plus 1.15% p.a.). These ECB loans are payable in 20 quarterly structured unequal instalments commencing from June 30, 2017. The Company has entered into cross currency interest rate swaps and the applicable interest rate under the hedge agreement is 8.36% p.a.	ECB loans are guaranteed by Sembcorp Utilities Pte Ltd, the holding company of the Company.
Rupee term loans of ₹47,148.99 million (March 31, 2017: ₹49,187.61 million) from banks by the Company	The rupee term loans in respect of facility I and II carries an interest of SBI MCLR plus 1.25% p.a. Interest rate applicable during the year was in the range of 9.20% to 10.15% p.a. (March 31, 2017: 10.15% to 14.75 % p.a.) Rupee Term Loan facility - I is repayable in 79 quarterly structured unequal instalments commencing from December 31, 2016 and Rupee Term Loan facility - II consisting of ₹1,943.17 million is repayable in 77 quarterly structured unequal instalments commencing from June 30, 2017.	First ranking pari passu charge of registered mortgage of freehold land of 160 sq. mtrs. in Sudhagad Taluka, Raigad, Maharashtra and equitable mortgage of 800.80 acres of owned land and 680.55 acres of land under lease situated at Pynampuram and Nelatur Villages, Muthukur Mandal in the state of Andhra Pradesh and first ranking pari passu charge over all the present and future assets (both tangible and intangible) of the Company. Pledge of shares Nil (March 31, 2017: 643.97 million equity shares) of ₹10 each fully paid up of the Company. These pledged shares were released temporarily by the lenders on February 20, 2018. The holding company has given the undertaking to lenders to pledge the same number of equity shares within 3 months from the date of release of above pledged shares.
Term loans of ₹29,774.19 million (March 31, 2017: 51,992.82 million) from banks by SGPL	During the year, the term loans borrowed against the common loan agreement dated June 4, 2011 (as amended from time to time) entered with Consortium of Rural Electrification Corporation Limited (REC), Power Finance Corporation Limited (PFC), PTC India Financial Services Limited (PFS) and ICICI Bank Limited (ICICI) were repaid and refinanced with rupee term loan from consortium of lenders agreement dated June 2, 2017 lead by State Bank of India (SBI) and INR denominated notes. Existing term loans carry an interest of SBI MCLR plus 1.25% p.a. The term loans carry an interest rate of 9.25% p.a (March 31, 2017: 12.85% to 13.75 % p.a.). Interest rate applicable during the year was 9.25% p.a. Interest rate applicable on earlier borrowings was in the range of 12.85% to 13.75% p.a. Existing term loans facility are repayable in 78 quarterly structured unequal installments commencing from September 30, 2017.	Secured by first ranking pari passu charge of registered mortgage of freehold land of 150 sq. mtrs at Village Zaap, Sudhagad Taluka, Raigad, Maharashtra and equitable mortgage over 1,216.88 acres of owned land and leasehold rights on land admeasuring 38.91 acres, under lease from the Company situated at Pynampuram Village, Muthukur Mandal, SPSR Nellore District in the state of Andhra Pradesh First ranking pari passu charge over all the present and future assets (both tangible and intangible) of SGPL and first ranking pledge of equity shares of SGPL, aggregating to 60% of the total equity share capital of SGPL. Existing term loans have been guaranteed by the Corporate guarantees from Sembcorp Utilities Pte Ltd to cover the outstanding exposure. All securities rank pari passu on first charge basis inter se amongst all the term loan lenders and created in favour of SBICAP Trustee Company Limited, acting as security trustee for term loan lenders. Rural Electrification Corporation Limited acted as security trustee for earlier borrowings.
₹42,400.00 million (March 31, 2017: 16,893.90 million) INR denominated Notes by SGPL	INR denominated Notes are repayable in single tranche and interest on Notes are payable on quarterly basis. Terms of repayment, interest rate and interest accrued and outstanding are given below:	These notes are unsecured and subscribed by holding company i.e. Sembcorp Utilities Pte Ltd.

Notes to the Consolidated Ind AS Financial Statements

for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.46 Terms long-term and short-term borrowings (Continued)

<table>
<tr><th>Borrowings in the Group</th><th colspan="2">Interest rate and repayment terms of the borrowings</th><th colspan="3">Security terms of the borrowings</th></tr>
<tr><th>Tranche</th><th>Amount</th><th>Date of receipt</th><th>Interest coupon</th><th>Maturity period</th><th>Interest outstanding</th></tr>
<tr><td>1</td><td>7,893.90</td><td>December 9, 2016</td><td>12.00% p.a.</td><td>3 years</td><td>1,177.80</td></tr>
<tr><td>2</td><td>9,000.00</td><td>March 27, 2017</td><td>10.00% p.a.</td><td>10 years</td><td>863.53</td></tr>
<tr><td>3</td><td>9,000.00</td><td>April 6, 2017</td><td>10.00% p.a.</td><td>10 years</td><td>843.80</td></tr>
<tr><td>4</td><td>9,000.00</td><td>April 7, 2017</td><td>10.00% p.a.</td><td>10 years</td><td>841.47</td></tr>
<tr><td>5</td><td>7,506.10</td><td>April 7, 2017</td><td>10.00% p.a.</td><td>10 years</td><td>701.80</td></tr>
<tr><td>Term loans of ₹2,060.00 million (March 31, 2017: ₹8,051.22 million) from banks by GIWEL</td><td colspan="2">Interest on loan is in the range of 9.35% - 10.50 % p.a. (March 31, 2017: 9.35% - 10.50% p.a.) and is repayable in 64 quarterly structured unequal installments starting from June 30, 2018.

During the year end March 31, 2018, the few of existing loan has been repaid entirely by refinancing with short-term borrowing from new lenders. The said loan are having interest rate in the range of 9.35% - 10.50 % p.a. (March 31, 2017: 9.35% - 10.50% p.a.)</td><td colspan="3">Secured by first charge on all immovable properties and movables including plant and machinery, spares, tools, accessories, furniture, fixtures and other assets of project, cash flows, receivables, book debts, revenues by way of assignment of security interest of all rights, title, interest, benefits of project in project documents, clearances, letter of credit, guarantees, performance bond, trust and retention account, debt service reserve account and any other reserves and bank accounts of GIWEL in favour of the Security Trustee.</td></tr>
<tr><td>Term loans of ₹3,378.20 million (March 31, 2017: 3,897.95 million) from banks by GICSL

Term loans of ₹2,420.79 million (March 31, 2017: 2,103.25 million) from financial institutions by GICSL</td><td colspan="2">Interest rates are in the range of 10.45% - 10.90% p.a. (March 31, 2017: 10.75% - 11.50% p.a.) and is repayable in 57 quarterly unequal installments from January 15, 2016 and June 30, 2016.

During the year end March 31, 2017, the existing loan has been repaid entirely by refinancing from new lenders. The said loan are having interest rate in the range of 10.85% - 11.00% p.a.</td><td colspan="3">Secured by first charge on all immovable and movables including plant and machinery, spares, tools, accessories, furniture, fixtures and other assets of project, cash flows, receivables, book debts, revenues by way of assignment of security interest of all rights, title, interest, benefits of project in project documents, clearances, letter of credit, guarantees, performance bond, trust and retention account, debt service reserve account and any other reserves and bank accounts of borrower in favour of the Security Trustee for various wind power project located at state of Rajasthan, Madhya Pradesh, Gujrat and Maharashtra. The term loan taken in current year including Letter of Credit is additionally secured by pledge of 51% shareholding of all class of its shares.</td></tr>
<tr><td>External commercial borrowing of ₹2,626.14 million (March 31, 2017: ₹2,754.14 million) from foreign financial institutions by GICSL</td><td colspan="2">Interest rates are in the range of 10.71% to 10.97% p.a. (March 31, 2017: 10.71% to 10.97% p.a.) and is repayable in 57 quarterly unequal installments from January 15, 2016.</td><td colspan="3">Secured by first charge on all immovable and movables including plant and machinery, spares, tools, accessories, furniture, fixtures and other assets of project, cash flows, receivables, book debts, revenues by way of assignment of security interest of all rights, title, interest, benefits of project in project documents, clearances, letter of credit, guarantees, performance bond, trust and retention account, debt service reserve account and any other reserves and bank accounts of borrower in favour of the Security Trustee for wind power projects. The loan is also secured by pledge of 51% shareholding of all class of its shares.</td></tr>
</table>

Notes to the Consolidated Ind AS Financial Statements

for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.46 Terms long-term and short-term borrowings (Continued)

Borrowings in the Group	Interest rate and repayment terms of the borrowings	Security terms of the borrowings
Term loans of ₹4,061.65 million (March 31, 2017: ₹708.71 million) from financial institutions by GIWPGL Term loans of ₹1,555.58 million (March 31, 2017: ₹4,476.49 million) from banks by GIWPGL	Interest on loan are in the range of 9.60% - 10.50% p.a. (March 31, 2017: 10.50% - 13.32% p.a.) and are repayable in 60 quarterly structured unequal instalments starting from June 30, 2016 and 56 quarterly structured unequal instalments starting from March 31, 2018 respectively.	Secured by first charge on all movables including plant and machinery, spares, tools, accessories, furniture, fixtures and other assets of project, cash flows, receivables, book debts, revenues by way of assignment of security interest of all rights, title, interest, benefits of project in project documents, clearances, letter of credit, guarantees, performance bond, trust and retention account, debt service reserve account and any other reserves and bank accounts, mortgage by deposit of title deeds on immovable properties of GIWPGL and pledge of 51% share capital of GIWPGL together with all accretions, held by promoter (i.e. Sembcorp Green Infra Limited).
Term loans of ₹984.36 million (March 31, 2017: ₹1,049.40 million) from financial institutions by GIWFL	Interest on loan is in the range of 10% - 11.25% p.a. (March 31, 2017: 11.25% - 12.00% p.a.) and is repayable in 52 structured unequal quarterly installments from October 1, 2014.	Secured by way of mortgage of immoveable and moveable properties and all rights, titles rights interest, clearance, permissions, contracts and agreements and by Hypothecation of GIWFL's moveable assets and receivables of power and other monies by 24 MW wind farm at Tirunelveli, Tamil Nadu. The loan is also secured by pledge of GIWFL's shares equivalent to 51% shareholdings of all classes of its shares.
Term loans of ₹602.40 million (March 31, 2017: ₹644.98 million) from financial institutions by GIWPL	Interest on loan is 10.80% p.a. (March 31, 2017: 10.80% p.a.) and is repayable in 54 structured unequal quarterly installments starting from 15 March 2016.	Secured by way of pari-passu mortgage on freehold non-agricultural immovable property, hypothecation of movable assets including moveable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles and all other movable assets, intangibles, goodwill, first charge by way of assignment or creation of security on all rights, title, interest, benefits claim and demands, letter of credit, insurance contract/ insurance proceeds, guarantee, performance bond, corporate guarantee, bank guarantee provided by any party to the Projects Documents, trust and retention account, debt service reserve account and any other reserves and any other bank account and receivables of GIWPL and 51% equity shares of ₹10 each of the GIWPL held by promoter (i.e. Green Infra Wind Ventures Limited) have been pledged in favour of the financial institution.
Term loans of ₹616.53 million (March 31, 2017: ₹660.72 million) from financial institutions in GICWL	Interest on loan is 10.80% p.a. (March 31, 2017: 10.80%) and is repayable in 54 structured unequal quarterly installments starting from 15 March 2016.	Secured by way of pari passu mortgage on freehold non-agricultural immovable property, hypothecation of movable assets including moveable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles and all other movable assets, intangibles, goodwill, first charge by way of assignment or creation of security on all rights, title, interest, benefits claim and demands in any letter of credit, insurance contract/ insurance proceeds, guarantee, performance bond, corporate guarantee, bank guarantee provided by any party to the projects documents, trust and retention account, debt service reserve account and other reserves and bank accounts and receivables of GICWL, and 51% Equity shares of the GICWL held by promoter (i.e. Green Infra Wind Ventures Limited) have been pledged in favour of the financial institution.

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for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.46 Terms long-term and short-term borrowings (Continued)

Borrowings in the Group	Interest rate and repayment terms of the borrowings	Security terms of the borrowings
Term loans of ₹644.40 million (March 31, 2017: ₹726.70 million) from financial institutions by GISEL	Interest on loan are in the range of 9.57% - 11.00 % p.a. (March 31, 2017: 10.03% - 12.00% p.a.) and is repayable in 52 structured unequal quarterly installments from October 1, 2014.	Secured by first charge on all movables including plant and machinery, spares, tools, accessories, furniture, fixtures and other assets of project, cash flows, receivables, book debts, revenues by way of assignment of security interest of all rights, title, interest, benefits of project in project documents, clearances, letter of credit, guarantees, performance bond, trust and retention account, debt service reserve account and any other reserves and bank accounts. The loan is also secured by mortgage by deposit of title deeds of immovable properties of GISEL and pledge of 51% share capital of GISEL together with all accretions, held by SGIL.
Term loans of ₹889.77 million (March 31, 2017: ₹ Nil) from financial institutions by GIWGL	Interest on loan is 9.55% p.a. and repayable in 59 structured unequal quarterly installments commencing from September 30, 2017.	Secured by pari-passu first charge on all immovable and movables properties including plant and machinery, spares, tools, accessories, furniture, fixtures and other assets of project, cash flows, receivables, book debts, revenues, intangible assets, trust and retention account, debt service reserve account and any other reserves and bank accounts of borrower, all rights, title, interest, benefits, claims and demands in the project documents, clearances, letter of credit, guarantee, performance bond and bank guarantee and pledge of shares held by sponsors (i.e. Sembcorp Green Infra Limited) in the equity and preference share capital representing 51% of the total paid up capital of the GIWGL in favour of the security trustee.
Term loans of ₹ Nil (March 31, 2017: ₹645.12 million) from financial institutions by GIWGL Term loans of ₹ Nil (March 31, 2017: ₹276.48 million) from banks by GIWGL	Interest on loan is in the range of 12.55% to 12.90% p.a. (March 31, 2017: 12.55% to 12.90% p.a.) and is repayable in 52 structured quarterly unequal installments starting from April 15, 2013. During the year, the existing loan has been repaid entirely by refinancing from new lender.	Secured by pari-passu first charge on all immovable and movables properties including plant and machinery, spares, tools, accessories, furniture, fixtures and other assets of project, cash flows, receivables, book debts, revenues, intangible assets, trust and retention account, debt service reserve account and any other reserves and bank accounts of borrower, all rights, title, interest, benefits, claims and demands in the project documents, clearances, letter of credit, guarantee, performance bond and bank guarantee and pledge of shares held by sponsors (i.e. Sembcorp Green Infra Limited) in the equity and preference share capital representing 51% of the total paid up capital of GIWGL in favour of the Security Trustee. The loans are also secured by corporate guarantee from SGIL till satisfactory agreement to sell CERs at least till financial year 2020 at minimum rate of Euro 6/ton is entered.

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(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.46 Terms long-term and short-term borrowings (Continued)

Borrowings in the Group	Interest rate and repayment terms of the borrowings	Security terms of the borrowings
Term loans of ₹680.37 million (March 31, 2017: 723.80 million) from financial institution by GIWPPL	Interest on loan is 9.45% p.a. (March 31, 2017: 9.45% - 12.45% p.a.) and are repayable in 48 structured unequal quarterly installments starting from June 30, 2017.	Secured by pari-passu first charge on all immovable and movables properties including plant and machinery, spares, tools, accessories, furniture, fixtures and other assets of project, cash flows, receivables, book debts, revenues, intangible assets, trust and retention account, debt service reserve account and any other reserves and bank accounts of borrower, all rights, title, interest, benefits, claims and demands in the project documents, clearances, letter of credit, guarantee, performance bond and bank guarantee and pledge of shares held by sponsors (i.e. Sembcorp Green Infra Limited) in the equity and preference share capital representing 51% of the total paid up capital of the GIWPPL in favour of the security trustee.
Term loans of ₹559.30 million (March 31, 2017: ₹602.35 million) from financial institutions by GIWEAL	Interest on loan is in the range of 9.61% - 11.00% p.a. (March 31, 2017: 9.97% - 12.00% p.a.) and is repayable in 52 structured unequal quarterly installments from October 1, 2014.	Secured by first charge on immovable properties (leasehold or freehold) together with all the structures and appurtenances both present and future; first charge by way of hypothecation of all movable assets both present and future; first charge on book debts, operating cash flows, receivables, commission, revenue intangibles, goodwill, first charge on trust and retention account, debt service reserve account, project contracts (including insurance policies, land, right, titles) and PPAs along with pledge of 993,423 equity shares of GIWEAL with the lender held by promoter (i.e. Green Infra Wind Ventures Limited).
Term loans of ₹1,623.84 million (March 31, 2017: ₹1,770.12 million) from financial institutions by GIWFAL Term loans of ₹500.00 million (March 31, 2017: ₹500.00 million) 500 12% Non-Convertible Debentures of ₹1.00 million each by GIWFAL	(i) Interest on loan are in the range of 9.78% - 11.25% p.a. (March 31, 2017: 10.03% - 11.75% p.a.) and are repayable in 64 quarterly unequal installments starting from April 1, 2015. (ii) Non-convertible debentures are repayable in 4 quarterly installments and starting at the end of 6th year from the date of allotment, i.e. December 30, 2014.	Secured by way of pari passu mortgage on immovable property, hypothecation of movable assets including moveable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles and all other movable assets, intangibles, goodwill, first charge by way of assignment or creation of security on all rights, title, interest, benefits claim and demands in any letter of credit, insurance contract/ insurance proceeds, guarantee, performance bond, corporate guarantee, bank guarantee provided by any party to the projects documents, trust and retention account, debt service reserve account and any other reserves and any other bank account and receivables of the GIWFAL and 37,383,000 (March 31, 2017: 37,383,000) equity shares of ₹10 each of GIWFAL have been pledged by GIWVL in favour of the Lenders.
Term loans of ₹648.32 million (March 31, 2017: ₹689.70 million) from financial institutions by GIWEPL	Interest on loan is 9.45% p.a. (March 31, 2017: 9.45% p.a.) and repayable in 44 structured unequal quarterly installments commencing from June 30, 2017. During the year ended March 31, 2017, the GIWEPL had refinanced its existing project finance from another financial institution and repaid its existing term loan. The said loan was carrying an interest rate of 12.63% p.a.	Secured by first charge by way of hypothecation on entire movable properties, cash flows, receivables, book debts and revenues, intangible assets, assignment or creation of security interest of all rights, title, interest benefits, claims and demands in the project documents, clearances, letter of credit, guarantee, performance bond, corporate guarantee, bank guarantee provided by any party to the project documents; trust and retention account, debt service reserve account and any other reserves and bank account performance bond, corporate guarantee, bank guarantee.

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3.46 Terms long-term and short-term borrowings (Continued)

Borrowings in the Group	Interest rate and repayment terms of the borrowings	Security terms of the borrowings
Term loans of ₹108.33 million (March 31, 2017: ₹141.67 million) from banks by GIWEThL.	Interest on loan is in range of 9.95% - 11.75% p.a. (March 31, 2017: 11.30% - 11.75% p.a.) and is repayable in 36 equal quarterly installments after moratorium period of 12 months from the first withdrawal date i.e. August 28, 2011.	Secured by way of mortgage of immovable and movable properties and all rights, titles rights interest of the 7.5 MW wind farm at Theni, Tamil Nadu.
Term loans of ₹124.50 million (March 31, 2017: ₹133.58 million) from financial institutions by GIWPThL	Interest on loan are in the range of 10.00% - 11.25% p.a. (March 31, 2017: 11.25% - 12.00% p.a.) and is repayable in 52 unequal quarterly installments starting from October 1, 2014.	Secured by first charge on all movables including plant and machinery, spares, tools, accessories, furniture, fixtures and other assets of project, cash flows, receivables, book debts, revenues by way of assignment of security interest of all rights, title, interest, benefits of project in project documents, clearances, letter of credit, guarantees, performance bond, trust and retention account, debt service reserve account and any other reserves and bank accounts. The loan is also secured by mortgage by deposit of title deeds of immovable properties of GIWPThL and pledge of 51% share capital of GIWPThL together with all accretions, held by promoter (i.e. Green Infra BTV Limited).
Term loans of ₹1,175.20 million (March 31, 2017: 1,208.43 million) from financial institutions by MREPL	Interest on loan is in the range of 9.60% - 10.50% p.a. (March 31, 2017: 10.50% p.a.) and is repayable in 59 structured unequal quarterly installments from December 31, 2018.	Secured by first mortgage and charge on all immovable properties, both present and future; first charge on the entire movable properties and intangible assets including plant and machinery, machinery spares, tools and accessories, furniture and fixtures, vehicles along with first charge on the goodwill, uncalled capital, cash flows, receivables, book debts, revenues, first charge on all bank accounts, debt service reserve, trust and retention account; an assignment by way of security on project documents and contracts (including insurance policies, land, right, titles).
Term loans of ₹2,555.80 million (March 31, 2017: Nil) from banks by GIWSL	Interest on loan is in the range of 9.35% - 9.50% p.a. and is repayable in 63 structured unequal quarterly installments starting from June 30, 2018.	Secured by first mortgage and charge on all immovable properties, both present and future; first charge on the entire movable properties and intangible assets including plant and machinery, machinery spares, tools and accessories, furniture and fixtures, vehicles along with first charge on the goodwill, uncalled capital, cash flows, receivables, book debts, revenues, first charge on all bank accounts, debt service reserve account, trust and retention account; an assignment by way of security on project documents and contracts (including insurance policies, land, right, titles) and 26% equity shares of the GIWSL held by promoter have been pledged in favour of the Lender.
Term loans of ₹3,520.00 million (March 31, 2017: Nil) from banks by GIREL	Interest on loan is 9.00% p.a. and is repayable in 71 structured unequal quarterly installments starting from December 31, 2019.	Secured by first mortgage and charge on all immovable properties, both present and future; first charge on the entire movable properties and intangible assets including plant and machinery, machinery spares, tools and accessories, furniture, fixture, vehicles along with first charge on the goodwill, uncalled capital, cash flows, receivables, book debts, revenues, first charge on all bank accounts, debt service reserve account, trust and retention account; an assignment by way of security on project documents and contracts.

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(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.46 Terms long-term and short-term borrowings (Continued)

Borrowings in the Group	Interest rate and repayment terms of the borrowings	Security terms of the borrowings
(i) External commercial borrowings of USD 11.09 million equivalent to ₹721.39 million (March 31, 2017: USD 12.05 million equivalent to ₹781.45 million) from bank by GISFL (ii) External commercial borrowings of ₹342.53 million (March 31, 2017: ₹371.62 million) from foreign financial institution by GISFL	(i) External commercial borrowings from bank carries interest rate of USD 3M LIBOR + 2.5% p.a. (March 31, 2017: USD 3M LIBOR + 2.5% p.a.) and are repayable in 45 structured unequal quarterly installments from October 15, 2013. (ii) External commercial borrowings from foreign financial institution carries an interest rate in the range of 10.57% - 11.48% p.a. (March 31, 2017: 10.57% - 11.48% p.a.) and are repayable in 26 structured unequal half yearly installments from October 15, 2013.	Secured by first charge on immovable properties all movables including plant and machinery, spares, tools, accessories, furniture, fixtures and other assets of project, cash flows, receivables, book debts, revenues, by way of assignment of security interest of all rights, title, interest, benefits in project documents, clearances, letter of credit, guarantees, performance bond, trust and retention account, debt service reserve account and other reserves and bank accounts of GISFL, along with all equity shares of GISFL have been pledged in favour of the Security Trustee of Lenders.
(i) External commercial borrowings of USD 2.90 million equivalent to ₹188.68 million (March 31, 2017: USD 3.15 million equivalent to ₹204.39 million) from bank by GISPL (ii) External commercial borrowings of ₹88.86 million (March 31, 2017: ₹96.41 million) from foreign financial institution by GISPL	(i) External commercial borrowings from bank carries an interest rate of USD 3M LIBOR + 2.5% p.a. (March 31, 2017: USD 3M LIBOR + 2.5% p.a.) and are repayable in 45 structured unequal quarterly installments from October 15, 2013 (ii) External commercial borrowing from foreign financial institution carries an interest rate in the range of 10.57% - 11.48% p.a. (March 31, 2017: 10.57% - 11.48% p.a.) and are repayable in 26 structured unequal half yearly installments from October 15, 2013.	Secured by first charge on immovable properties all movables including plant and machinery, spares, tools, accessories, furniture, fixtures and other assets of project, cash flows, receivables, book debts, revenues, by way of assignment of security interest of all rights, title, interest, benefits in project documents, clearances, letter of credit, guarantees, performance bond, trust and retention account, debt service reserve account and other reserves and bank accounts of borrower, along with all equity shares of the GISPL have been pledged in favour of the security trustee of Lenders.
(i) External commercial borrowing of JPY 318.19 million equivalent to ₹195.81 million (March 31, 2017: JPY 409.10 million equivalent to ₹237.11 million) from bank by GIBTVL (ii) Rupee term loan of ₹137.14 million (March 31, 2017: ₹205.70 million loan from bank by GIBTVL	(i) External commercial borrowings from bank carries an interest rate of JPY LIBOR + 1.81% p.a. (March 31, 2017: JPY LIBOR + 1.81% p.a.) and is repayable in 20 half yearly equal installments of JPY 45.46 million from 15 months from first disbursements i.e. February 22, 2012. (ii) The Rupee term loan carries an interest rate in the range of 9.95% to 12.00% p.a. (March 31, 2017: 12.00% p.a.) and is repayable in 35 quarterly equal installments of ₹17.15 million from 15 months from first disbursements i.e. September 7, 2011.	Secured by first pari passu charge on assets including land, plant and machinery and movables properties including books debts, operating cash flow, receivable in pertaining to the 23.75 MW wind farms projects at Vagaikulam and Theni, Tamil Nadu.

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3.46 Terms long-term and short-term borrowings (Continued)

Borrowings in the Group	Interest rate and repayment terms of the borrowings	Security terms of the borrowings
External commercial borrowing of USD 17.36 million equivalent to ₹1,129.44 million (March 31, 2017: USD 19.75 million equivalent to ₹1,280.56 million) from banks by GIBTVL	(i) External commercial borrowings of outstanding USD 5.96 million (March 31, 2017: 8.35 million) carries an interest rate of USD LIBOR + 4.50% p.a. (March 31, 2017: USD LIBOR + 4.50% p.a.) and are repayable in 14 half yearly equal installments of USD 1.19 million from December 31, 2013. (ii) External commercial borrowings of outstanding USD 11.40 million (March 31, 2017: 11.40 million) carries an interest rate of USD LIBOR + 2.74% p.a. (March 31, 2017: USD LIBOR + 2.74% p.a.) and are repayable in 6 installments. First installment of USD 0.60 million was paid on September 23, 2013 and remaining balance is repayable in 5 structured unequal half yearly installments starting from 22 March 2021.	Secured by an exclusive charge on all immovable and movables properties pertaining to the 25.50 MW wind farms projects at Satara, Maharashtra

Notes to the Consolidated Ind AS Financial Statements

for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.46 Terms long-term and short-term borrowings (Continued)

B) Short-term borrowings:

Borrowings in the Group	Interest rate and repayment terms of the borrowings	Security terms of the borrowings
Working capital loans from banks including buyer's credit of ₹9,456.13 million (March 31, 2017: ₹14,568.25 million) by the Company	Working capital loans currently carry an interest of 7.95 % to 9.40% p.a. (March 31, 2017: 8.50% to 12.85% p.a) and buyers credit carry LIBOR based interest rate which was in the range of 2.27% to 3.25% p.a (March 31, 2017: 0.80% to 2.28% p.a.).	Short-term borrowings from banks are secured by mortgage pari passu first charge of registered mortgage of freehold land of 160 sq. mtrs. in Sudhagad Taluka, Raigad, Maharashtra and equitable mortgage of 800.80 acres of owned land and 680.55 acres of land under lease situated at Pynampuram and Nelatur Villages, Muthukur Mandal in the state of Andhra Pradesh and first pari passu charge over all the present and future assets (both tangible and intangible) of the Company. Short-term borrowings to the extent of ₹2,000 million (March 31, 2017: ₹3,500 million) from Development Bank of Singapore Limited is secured by corporate bank guarantee from Sembcorp Utilities Pte Ltd and Gayatri Energy Ventures Private Limited, in the ratio of their respective shareholding at all times.
Working capital loans from banks including buyer's credit of ₹5,704.49 million (March 31, 2017: ₹3,356.09 million) by SGPL	Interest on Cash Credit facility linked to SBI MCLR plus spread of 2.55%. Interest rate applicable was 11.55% p.a (March 31, 2017: 9.65% to 10.55 % p.a). Working capital loans currently carry an interest of 8.35% to 9.70% p.a. (March 31, 2017: Nil) and buyers credit carries LIBOR based interest in range of 2.00% to 2.70% p.a (March 31, 2017: 1.50% to 2.28% p.a.).	Secured by first ranking pari passu charge of registered mortgage of freehold land of 150 sq. mtrs at Village Zaap, Sudhagad Taluka, Raigad, Maharashtra and equitable mortgage over 1,216.88 acres of owned land and leasehold rights on land admeasuring 38.91 acres, under lease from the Company situated at Pynampuram Village, Muthukur Mandal, SPSR Nellore District in the state of Andhra Pradesh and first ranking pari passu charge over all the present and future assets (both tangible and intangible) of SGPL. The fund based working capital facilities from State Bank of India are secured by the Corporate guarantee of Sembcorp Utilities Pte Ltd till the date of supply of power under Long term Power Purchase Agreement (PPA) for 990 MW. The working capital facilities from DBS bank and HSBC Bank are secured by corporate guarantee from Sembcorp Utilities Pte Ltd and Gayatri Energy Ventures Private Limited in proportionate to 88:12 till the date of supply of power under Long term Power Purchase Agreement (PPA) for 990 MW.
Short-term project loans from banks: ₹10,149.56 million (March 31, 2017: ₹500.00 million) in GIWEL ₹ Nil (March 31, 2017: ₹750.00 million) in GIWSL	Short-term loan carries interest rate on based of MCLR rates plus spread margin i.e. ranging between i.e. 7.95% - 8.60% p.a. (March 31, 2017: 9.65% p.a.) and are repayable within 12 months.	Short-term loan from banks is secured by first pari passu charge on the moveable assets of the related projects of GIWEL and GIWSL.

Notes to the Consolidated Ind AS Financial Statements

for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.46 Terms long-term and short-term borrowings (Continued)

Borrowings in the Group	Interest rate and repayment terms of the borrowings	Security terms of the borrowings
Working capital loans from banks: ₹3,300.80 million (March 31, 2017: ₹ Nil million) in GIREL ₹ Nil (March 31, 2017: ₹1,100.08 million) in GIWEL ₹ Nil (March 31, 2017: ₹300.00 million) in GIWPGL ₹ Nil (March 31, 2017: ₹580.90 million) in GIWSL	Bill discounted carry an interest rate in the range of 7.85% - 9.00% p.a. (March 31, 2017: 7.85% - 9.00% p.a.) and are repayable after 270 - 365 days (March 31, 2017: 270 - 365 days) from the date of issuance of Bill of Exchange.	Bills discounted against Letter of credit from banks are secured by lien on underlying goods, documents, policies and proceeds.
₹ Nil (March 31, 2017: ₹125.00 million) in GIWFAL ₹ Nil (March 31, 2017: ₹38.00 million) in GIWEAL ₹ Nil (March 31, 2017: ₹2.40 million) in GIWFL ₹ Nil (March 31, 2017: ₹40.00 million) in GIWEL	The working capital loan facility is taken from bank and it carries an interest rate of Base rate +0.85% p.a. with monthly rests and is repayable on demand.	The working capital loan is secured by way of first charge of entire immovable properties pertaining to the project, entire movable properties including movable plant and machinery, machinery spares, tools and accessories, furniture and fixtures, vehicles, current assets, entire cash flow, receivables, book debts and revenues, entire intangible assets, assignment of all rights, title, interest, benefits, claims of project, all project documents, first charge on trust and retention accounts, debt service reserve accounts and other bank accounts.

Notes to the Consolidated Ind AS Financial Statements

for the year ended March 31, 2018

(All amount are in Indian Rupees millions except for share data or otherwise stated)

3.47. New standards and interpretation not yet adopted

Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2018 has notified the following new and amendments to Ind ASs which the Group has not applied as they are effective for annual periods beginning on or after April 1, 2018:

Ind AS 115, Revenue from Contracts with Customers

Ind AS 115, establishes a comprehensive framework for determining whether, how much and when revenue should be recognised. It replaces existing revenue recognition guidance, including Ind AS 18 Revenue, Ind AS 11 Construction Contracts and Guidance Note on Accounting for Real Estate Transactions. Ind AS 115 is effective for annual periods beginning on or after April 1, 2018 and will be applied accordingly.

The Group has completed an initial assessment of the potential impact of the adoption of Ind AS 115 on accounting policies followed in its consolidated financial statements. There is no impact of adoption of Ind AS 115 on the consolidated financial statements.

Ind AS 21 – The effect of changes in Foreign Exchange rates

The amendment clarifies on the accounting of transactions that include the receipt or payment of advance consideration in a foreign currency. The appendix explains that the date of the transaction, for the purpose of determining the exchange rate, is the date of initial recognition of the non-monetary prepayment asset or deferred income liability. If there are multiple payments or receipts in advance, a date of transaction is established for each payment or receipt.

The Group has completed an initial assessment of the potential impact of the amendment on the consolidated financial statements. There is no material impact of adoption of clarification on the consolidated financial statements.

As per our report on consolidated Ind AS financial statements of even date attached

for **B S R & Associates LLP**
Chartered Accountants
ICAI Firm registration number: 116231W/ W-100024

for and on behalf of the Board of Directors of
Sembcorp Energy India Limited
(formerly Thermal Powertech Corporation India Limited)
CIN: U40103TG2008PLC057031

Sd/-
Hemant Maheshwari
Partner
Membership No: 096537

Sd/-
Vipul Tuli
Managing Director
DIN: 07350892

Sd/-
T .V. Sandeep Kumar Reddy
Director
DIN: 0005573

Sd/-
Juvenil Jani
Chief Financial Officer

Sd/-
Narendra Ande
Company Secretary
Membership No: A14603

Place: Hyderabad
Date: May 21, 2018

Place: Gurugram
Date: May 21, 2018

NOTICE OF THE 10th ANNUAL GENERAL MEETING

Shorter Notice is hereby given that the 10th Annual General Meeting (AGM) of the members of Sembcorp Energy India Limited (formerly Thermal Powertech Corporation India Limited) will be held on Monday, June 11, 2018, at 11.00 A.M. at 6-3-1090, Block A, Level 5, TSR towers, Rajbhavan Road, Somajiguda, Hyderabad–500082, to transact the following business:

Ordinary business:

Item No. 1 To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2018 together with the Reports of the Board of Directors and the Auditors thereon.

Item No. 2 To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 together with the Report of the Auditors thereon.

Item No. 3 To re-appoint Mr. Neil Garry McGregor (DIN: 07754310), director of the Company who retires by rotation and being eligible offers himself for reappointment.

Special Business

Item No. 4 Ratification of Cost Auditor's Remuneration

To consider and if thought fit, to pass, with or without modifications the following resolution as an Ordinary Resolution;

"**Resolved That** pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the members of the Company hereby consider, approve and ratify the remuneration of ₹2,50,000/- (Rupees Two Lakhs Fifty Thousands only) excluding out of pocket expenses and service tax payable to M/s. Narasimha Murthy & Co., Cost Accountants, who are appointed as Cost auditors to conduct the audit of cost records maintained by the Company for the financial year from 2018-19."

Further Resolved That the Board of Directors and the Company Secretary of the Company be and are hereby severally authorized to do all such things and deeds as may be required in this regard."

By order of the Board of Directors

NARENDRA ANDE
COMPANY SECRETARY
M. No. A 14063
Dated this 21 day of May, 2018 at Hyderabad

Registered Office:
A Block, 5th Floor, TSR Towers, Rajbhavan Road,
Somajiguda, Hyderabad 500 082
CIN: U40103TG2008PLC057031
Phone: 040-49048300,
Fax: 040-23370360
Email: cs.india@sembcorp.com

Notes :

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act), in regard to the business as set out in Item Nos.4above and the relevant details of the Directors seeking re-appointment/ appointment under Item Nos.3 above as required by Regulation 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and as required under Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India, are annexed hereto.

2. A member entitled to attend and vote is entitled to appoint a proxy to attend and, on a poll, to vote instead of himself. Such a proxy need not be a member of the Company. Proxies, in order to be valid and effective, must be received at the Company's Registered Office not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of companies, societies, partnership firms etc., must be supported by appropriate resolution/ authority as applicable, issued on behalf of the nominating organization. Proxy form is enclosed.

   Members are requested to note that a person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or member

3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of board resolution on the letterhead of the company, signed by one of the directors or company secretary or any other authorized signatory named in the resolution, authorizing their representatives to attend and vote their behalf at the meeting.

4. Members/Proxies are requested to hand over the enclosed Attendance Slip duly filled in, at the entrance for attending the meeting.

5. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.

6. Documents referred to in the Notice and Explanatory Statement are available for inspection at the Registered Office of the Company during Office hours between 03.00 P.M. and 05.00 P.M on all working days prior to the Annual General Meeting.

7. The Record date for the purpose of identifying the Register of Members has been fixed as May 19, 2018.

8. Members are requested to notify immediately any change in their addresses and/or the Bank Mandate details to the Company's Registrars and Share Transfer Agents, Karvy Computershare Pvt Ltd. (Karvy) for shares held in physical form and to their respective Depository Participants (DP) for shares held in electronic form

9. Members holding shares in electronic form may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividend as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such members for change/ deletion in such bank details. Further, instructions, if any, already given by them in respect of shares held in physical form, will not be automatically applicable to the dividend paid on shares held in electronic form. Members may, therefore, give instructions regarding bank accounts in which they wish to receive dividend to their DPs.

10. Members holding shares in physical form and who have not registered their e-mail IDs are requested to register the same with Karvy.

11. The Notice of the AGM alongwith the Annual Report 2017-18 is being sent by electronic mode to those members whose e-mail addresses are registered with the Company/Depositories, unless any member has requested for a physical copy of the same. For members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.

12. To support the 'Green Initiative', members who have not registered their e-mail addresses are requested to register the same with Karvy /Depositories.

13. Process and manner for members opting for e-voting would be provided on availing the facility and as applicable to the company

14. Updation of members details

15. The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Act, requires the Company/ Registrars and Share Transfer Agents to record additional details of members, including their PAN details, e-mail address, bank details for payment of dividend etc. A form for capturing additional details is appended at the end of this Annual Report. Members holding shares in physical form are requested to submit the filled in form to the Company or its Registrars and Share Transfer Agents in physical mode or in electronic mode, as per instructions mentioned on the form. Members holding shares in electronic form are requested to submit the details to their respective DP only and not to the Company or its Registrar and Share Transfer Agents.

Details of the Directors seeking appointment at the forthcoming Annual General Meeting (In pursuance of Secretarial Standard - 2 on General Meetings)

Name of Director	Neil Garry McGregor
Date of Birth (Age)	August 20, 1955 (62 years)
Date of Appointment	April 01, 2017
Expertise in specific functional areas	Neil Garry McGregor is the Group President & Chief Executive Officer, at SCI. He has been, in the past, associated with Singapore LNG Corporation Pte. Ltd. as its chief executive officer and with YTL PowerSeraya Pte. Ltd. as its managing director. Most recently, he was the head of Temasek International's Energy and Resources Group, Head of Australia and New Zealand and Senior Managing Director of the enterprise development group.
Qualifications	Mr. Neil holds a bachelor's degree in engineering from the University of Auckland and a master's degree in business administration in international finance from the University of Otago, New Zealand, and has also completed the advanced management programme at INSEAD, France.
Directorships held in other companies (excluding foreign companies)	Sembcorp Gayatri Power Limited - Director Sembcorp Green Infra Limited – Director

Committee position held in other companies (excluding foreign companies)	Nil
Remuneration	Nil
No. of meetings of the Board attended during the year	7(Seven)
No. of shares held: (a) Own (b) For other persons on a beneficial basis	 924[1]

[1] Held as a nominee of Sembcorp Utilities Pte Ltd

ANNEXURE TO NOTICE

Explanatory Statement Under Section 102 of The Companies Act, 2013

Item No. 3

Pursuant to Section 148 of the Act, the Company is required to have the audit of its cost records conducted by a cost accountant in practice. On the recommendation of the Audit Committee of Directors, the Board of Directors have approved the appointment of M/s. Narasimha Murthy & Co., Cost Accountants, Hyderabad as the Cost Auditors of the Company to conduct audit of cost records maintained by the Company for the Financial Year 2018-19, at a remuneration of ₹2,50,000 (Rupees Two Lakhs Fifty Thousands Only) plus Service tax and actual out-of-pocket expenses.

M/s. Narasimha Murthy & Co., Cost Accountants have furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company having vast experience in the field of cost audit.

The Board commends the Resolution at Item No. 4 of the accompanying Notice for ratification of the Cost Auditors' remuneration by the Members of the Company.

Memorandum of concern or interest:

None of the Directors or KMP of the Company or their respective relatives are concerned or interested in the Resolution at Item No.4 of the accompanying Notice.

ROUTE MAP FOR AGM VENUE

Venue for the Meeting : 6-3-1090, 5th Floor, A Block, T.S.R Towers, Rajbhavan Road, Somajiguda, Hyderabad – 500 082.

SHAREHOLDER INFORMATION

Karvy Computershare Private Limited
UNIT: Sembcorp Energy India Limited
Karvy Selenium Tower B, Plot 31-32,
Gachibowli, Financial District, Nanakramguda, Hyderabad,
Telangana – 500 032, India

Updation of Shareholder Information for physical holdings

I/We request you to record the following information against my/our Folio No.:

Folio No.	
Name of the sole/first shareholder	
PAN *	
CIN/Registration No.: *	
(applicable to corporate shareholders)	
Tel. No. with STD Code	
Mobile No.	
E-mail ID	

* Self attested copy of the document(s) enclosed

BANK Details

IFSC: (11 digit)	MICR: (9 digit)
Bank A/c Type:	Bank A/c No.: *
Name of the Bank:	Bank Branch Address:

* A blank cancelled cheque is enclosed to enable verification of bank details.

I/We hereby declare that the particulars given above are correct and complete. If the transaction is delayed because of incomplete or incorrect information, I/we shall not hold the Company/RTA responsible. I/We undertake to inform any subsequent changes in the above particulars as and when the changes take place. I/We understand that the above details shall be maintained by you till I/we hold the securities under the above mentioned Folio No.

Place:
Date:
Encl:

Signature of sole/first holder

Notes:

1) Scanned copy of the above form, duly completed, along with the necessary documents, can also be sent to us on the following e-mail IDs: investorservices@sembcorp.com
2) For Members holding shares in electronic form, any change in the above details must be intimated directly to their Depository Participant only and not to the Company or its Registrars and Share Transfer Agents.

Sembcorp Energy India Limited
(Formerly Thermal Powertech Corporation India Limited)
Reg Off: 6-3-1090, A-5, T.S.R Towers, Rajbhavan Road, Somajiguda, Hyderabad – 500 082, Telangana
Ph:040-49048300; Fax: 040-23370360 ; mail: investorservices@sembcorp.com;
Website : www.sembcorpenergyindia.com

(FORM NO. MGT-11)
PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	U40103TG2008PLC057031
Name of the Company	Sembcorp Energy India Limited
Registered Office	6-3-1090, A-5, T.S.R Towers, Rajbhavan Road, Somajiguda, Hyderabad – 500 082

Name of the Member(s)	
Registered Address	
E-mail id	
Folio No/ Client Id	
DP Id	

I/We, being the member (s) of .... shares of the above named company, hereby appoint:

Name	
Address	
E-mail ID	
Signature	

Or failing him;

Name	
Address	
E-mail ID	
Signature	

Or failing him;

Name	
Address	
E-mail ID	
Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Monday June 11, 2018 at 11.00 AM at 6-3-1090, A-5, T.S.R Towers, Rajbhavan Road, Somajiguda, Hyderabad – 500 082 and at any adjournment thereof in respect of such resolutions as are indicated Below:

Resolution No.	**Resolution**	**For**	**Against**
1			
2			
3			
4			

Signed this............. day of.................. 2018

Signature of shareholder

Affix
Revenue
Stamp

Signature of Proxy holder(s)

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

2. Those Members who have multiple folios with different joint holders may use copies of the Proxy Form.

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sembcorp

Registered Office
6-3-1090,A-5,TSR Towers, Rajbhavan Road, Somajiguda, Hyderabad, Telangana - 500082