We bring Life to Power

PTC India

22nd Annual Report 2020-21

Vision

"To be a frontrunner in power trading by developing a vibrant power market and striving to correct market distortions"

Mission

- Promote Power Trading to optimally utilize the existing resources.
- Develop power market for market based investments into the Indian Power Sector.
- Facilitate development of power projects particularly through private investment.
- Promote exchange of power with neighbouring countries.

Values

- Transparency
- The Customer is always right
- Encouraging Individual initiative
- Continuous Learning
- Teamwork

CONTENTS

BOARD OF DIRECTORS

1. Shri Deepak Amitabh, CMD
2. Dr. Rajib Kumar Mishra, Director (Marketing & Business Development)
3. Shri Mritunjay Kumar Narayan, Director (MoP Nominee)
4. Shri Devendra Swaroop Saksena, Independent Director
5. Shri Jayant Purushottam Gokhale, Independent Director
6. Smt. Parminder Chopra, Director (PFC Nominee)
7. Smt. Preeti Saran, Independent Director
8. Shri Rakesh Kacker, Independent Director
9. Shri Ramesh Narain Misra, Independent Director
10. Ms. Renu Narang, Director (NTPC Nominee)
11. Ms. Sushama Nath, Independent Director
12. Shri Subhash S. Mundra, Independent Director
13. Shri V.K. Singh, Director (POWERGRID Nominee)
14. Shri V.K. Maini, Director (NHPC Nominee)

Company Secretary
Shri Rajiv Maheshwari

Statutory Auditors
M/s. K. G. Somani & Co.

Internal Auditors
M/s. Ravirajan & Co.

Registrar and Share Transfer Agents
M/s. MCS Share Transfer Agent Limited
F–65, Okhla Industrial Area, Phase–I
New Delhi – 110 020
Phone: 41406149; Fax: 41709881

Principal Bankers
IDBI Bank Ltd.
Indian Overseas Bank
State Bank of Travancore
ICICI Bank
Indian Bank
Indusind Bank
Corporation Bank
Yes Bank

PTC India Limited

CIN : L40105DL1999PLC099328

2nd Floor, NBCC Tower, 15 Bhikaji Cama Place, New Delhi - 110 066

Tel: 011-41659500, 41595100, 46484200 Fax: 011-41659144

E-mail: info@ptcindia.com Website: www.ptcindia.com

NOTICE is hereby given that the 22nd (Twenty second) Annual General Meeting of the Members of PTC India Limited (PTC) will be held on 24th day of September, 2021 at 03:00 P.M. by way of Video Conferencing ("VC"), to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the (a) Audited Standalone Financial Statements of the Company for the year ended 31st March, 2021, together with Board's Report and report of Auditors thereon and (b) Audited Consolidated Financial Statements of the Company for the year ended 31st March, 2021 and report of Auditors thereon.

2. To consider and if thought fit, to pass with or without modification(s), the following resolution for the final dividend for the Financial Year 2020-21 as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to provision of Section 123 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 and rules framed there under (including any statutory modification(s) or re-enactment thereof for the time being in force), final dividend at the rate of 55% (₹ 5.5 per equity share of ₹10/- each) be and is hereby declared for the FY 2020-21, out of the profits of the Company on the 29,60,08,321 equity shares of ₹ 10/- each fully paid up to be paid as per the ownership as on 10th September 2021 (closing hours)."

3. To appoint a Director in place of Shri Mritunjay Kumar Narayan (DIN: 03426753) who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment.

   To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** Shri Mritunjay Kumar Narayan (DIN: 03426753) who retires by rotation and who is eligible for re-appointment be and is hereby reappointed as Non-Executive Nominee Director."

4. To consider and if thought fit, to pass with or without modification(s), the following resolution for appointment of the Statutory Auditors to hold the office from conclusion of this AGM till the conclusion of AGM of 2026 and fixing there remuneration as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Section 139 of the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s T.R. Chadha & Co. LLP, Chartered Accountants (ICAI Registration no. 006711N/N500028), B-30, Connaught Place, Kuthiala Building, New Delhi-110001, be and is hereby appointed as the Statutory Auditor of the Company, in place of M/s K.G. Somani & Co., Chartered Accountants, retiring Statutory Auditors of the Company, to hold the office from conclusion of this AGM till the conclusion of AGM of 2026 of the Company at a remuneration of ₹ 12,25,000/ (Rupees Twelve Lakhs Twenty Five Thousand only) to conduct the audit for the financial year 2021-22 payable in one or more instalments plus applicable tax. The remuneration for subsequent years i.e. from FY 2022-23 to FY 2025-26 may be determined by the Board of Directors of the Company from time to time on the recommendation of the Audit Committee.

   FURTHER RESOLVED THAT the Board of Directors/ Audit Committee of the Company be and is hereby authorized to settle any question and take necessary actions in this regard and to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

SPECIAL BUSINESSES:

5. To appoint Shri Vinod Kumar Singh (DIN: 08679313) as Non-Executive Nominee Director and in this regard to consider and if thought fit, to pass with or without modification (s), the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to provisions of Section 152, 161 and other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Vinod Kumar Singh (DIN : 08679313), who was appointed as an additional director in the category of Nominee Director of Powergrid Corporation of India Limited (POWERGRID) by the Board of Directors w.e.f. 09th November 2020 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director of the Company, be and is hereby appointed as a Non-Executive Director as Nominee of POWERGRID whose office shall be liable to retire by rotation.

   FURTHER RESOLVED THAT any Director or Company Secretary of the Company be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

6. To appoint Ms. Renu Narang (DIN: 08070565) as Non-Executive Nominee Director and in this regard to consider and if thought fit, to pass with or without modification (s), the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to provisions of Section 152, 161 and other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Ms. Renu Narang (DIN : 08070565), who was appointed as an additional director in the category of Nominee Director of NTPC Limited (NTPC) by the Board of Directors w.e.f. 17th June 2021 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of the Director of the Company, be and is hereby appointed as a Non-Executive Director as Nominee of NTPC whose office shall be liable to retire by rotation.

   FURTHER RESOLVED THAT any Director or Company Secretary of the Company be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

7. To appoint Shri Vinod Kumar Maini (DIN: 08324168) as Non-Executive Nominee Director and in this regard to consider and if thought fit, to pass with or without modification (s), the following resolution as an Ordinary Resolution:

   "**RESOLVED THAT** pursuant to provisions of Section 152, 161 and other applicable provisions of the Companies Act, 2013 and rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Shri Vinod Kumar Maini (DIN : 08324168), who was appointed as an additional director in the category of Nominee Director of NHPC Limited (NHPC) by the Board of Directors w.e.f. 26th July 2021 and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of the Director of the Company, be and is hereby appointed as a Non-Executive Director as Nominee of NHPC whose office shall be liable to retire by rotation.

   FURTHER RESOLVED THAT any Director or Company Secretary of the Company be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

8. **Re-appointment of Ms. Sushama Nath (DIN: 05152061) as an Independent Director**

To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors of the Company, Ms. Sushama Nath (DIN: 05152061), be and is hereby re-appointed as an Independent Director of the Company for a period of three years w.e.f. 20th December 2020, whose office shall not be liable to retire by rotation.

9. **Re-appointment of Shri Devendra Swaroop Saksena (DIN: 08185307) as an Independent Director**

To consider and if thought fit, to pass with or without modification(s) the following resolution as a **Special Resolution**:

"**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV to the Act (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and as recommended by the Nomination & Remuneration Committee and approved by the Board of Directors of the Company, Shri Devendra Swaroop Saksena (DIN: 08185307), be and is hereby re-appointed as an Independent Director of the Company for a period of three years w.e.f. 30th July 2021, whose office shall not be liable to retire by rotation.

By Order of the Board of Directors
For PTC India Limited

Date: 27th August, 2021
Place: New Delhi

(Rajiv Maheshwari)
Company Secretary
Membership no. FCS-4998
Address: 2nd Floor, NBCC Tower,
15 Bhikaji Cama Place, New Delhi-110066

NOTES:

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31, 2020 and January 13, 2021 (collectively referred to as "MCA Circulars") permitted the holding of the AGM through VC/ OAVM, without the physical presence of Members. In compliance with the provisions of the Act, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively "SEBI Circulars") and MCA Circulars, the AGM of the Company is being held through VC. The deemed venue for the AGM shall be the Registered Office of the Company.

2. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Business set out in the notice is enclosed.

3. Pursuant to the Circular No. 14/2020 dated April 8, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the Members is not available for this AGM. However, Corporate Members intending to send their authorized representatives to attend the meeting are requested to send the Company a certified copy of the Board Resolutions authorizing their representative to attend and vote on their behalf at the meeting.

4. Relevant documents referred to in the accompanying Notice and the explanatory statement are open for inspection at the Registered Office of the Company on all working days, except Saturdays, between 11:00 a.m. and 1:00 p.m. upto the date of the Annual General Meeting. The requisite statutory registers as well as documents referred in the Notice shall also be open for inspection through electronic mode during the meeting. A person desirous of making such inspection may write to the Company at *cs@ptcindia.com*.

5. Details of Directors seeking appointment and re-appointment as prescribed under SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 read with the Secretarial Standards-II issued by the Institute of Company Secretaries of India is annexed hereto and forms part of the Notice.

6. The Register of Members and Share Transfer Books of the Company will be closed from 11th September 2021 to 24th September 2021 (both days inclusive) for determining the names of members eligible for dividend on Equity Shares, if declared at the meeting.

The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) for participating in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or Share Transfer Agent. SEBI has also mandated that for registration of transfer of securities, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to the Company /RTA for registration of transfer of securities.

7. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company/ RTA (in case of shares held in physical mode) and Depository Participants (in case of shares held in demat mode). A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to the RTA at admin@mcsdel.com. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%. Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an email to the Company or its RTA at the email address mentioned above.

8. During the FY 2020-21, the Interim Dividend @ 20% was declared by the Board of Directors in its Board meeting dated 09th November 2020 and same was paid.

9. If the Final Dividend on equity shares as recommended by the Board of Directors, is declared at the meeting, payment of such dividend will be made as under:

    i) To all Beneficial Owners in respect of shares held in dematerialized form as per the data made available by National Securities Depository Limited (NSDL) and the Central Depository Services Limited (CDSL) as of the close of business hours on 10th September 2021.

ii) To all Members in respect of shares held in physical form after giving effect to valid transfers in respect of transfer requests lodged with the Company on or before the close of business hours on 10th September 2021.

10. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

11. Non-Resident Indian members are requested to inform Company / respective Depository Participant, immediately of:

a) Change in their residential status on return to India for permanent settlement.

b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

12. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Company or Share Transfer Agent, for consolidation into a single folio.

13. The Company's Registrar & Transfer Agent (RTA) is MCS Share Transfer Agent Limited.

14. Members desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013, are requested to write to MCS Share Transfer Agent Ltd, Registrar & Transfer Agent of the Company in the nomination form (i.e. Form No. SH. 13). In case Equity Shares are held in dematerialized form, the nomination has to be lodged with the respective Depository Participant. The nomination form can be downloaded from the Company's website www.ptcindia.com.

15. Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, mandates, nominations, power of attorney, change of address, email address ECS details etc. to their respective Depository Participants. Members holding shares in physical form are requested to intimate such changes either to the Company or the Share Transfer Agent.

16. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares.

17. The communication address of our Registrar and Share Transfer Agent (RTA) is MCS Share Transfer Agent Limited, F-65, Okhla Industrial Area–Phase-I, New Delhi-110020.

18. For availing Electronic Clearing System (ECS) facility for crediting dividend directly to your designated bank accounts, shareholders are requested to give their mandate in the form enclosed.

19. a). In compliance with MCA Circulars and SEBI Circulars and owing to the difficulties involved in dispatching of physical copies of the financial statements including Board of Directors' Report, Auditor's report or other documents required to be attached therewith (together referred to as Annual Report FY21) and the Notice of AGM are being sent in electronic mode to Members whose e-mail addresses are registered with the Company or the Depository Participant(s) as on 20th August, 2021 (closing hours) and to all other persons so entitled unless any Member has requested for the physical copy of the same.

b). The voting rights of shareholders shall be in proportion to their Equity Shares of the paid up equity share capital of the company as on 17th September 2021 being the cut-off date. Members are eligible to cast vote through remote e-voting or voting in the AGM only if they are holding Equity Shares as on that date.

20. The Annual Report including the Notice of AGM is also available at the Company's Website www.ptcindia.com and website of NSDL i.e. www.evoting.nsdl.com.

21. A route map to reach the venue of the Annual General Meeting, including prominent landmark for easy location, is not required to be attached along with the Notice since the meeting is being held by VC.

22. *INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC ARE AS UNDER:*

i. Members will be provided with a facility to attend the AGM through VC through the NSDL e-Voting system. Members may access by following the steps mentioned above for ***Access to NSDL e-Voting system****. After successful login, you can see link of "VC link" placed under the* ***"Join General Meeting"*** *menu against the company name. You are requested to click on VC link placed under Join General Meeting menu. The link for VC will be available in the Shareholder/Member login where the EVEN of the Company will be displayed. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in theNotice to avoid last minute rush.*

ii. Members are encouraged to join the Meeting through Laptops for a better experience.

iii. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

iv. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

v. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at (cs@ptcindia.com). The company will reply to the same suitably.

vi. The facility of participation at the AGM through VC will be made available for 1000 members on a first come first served basis. This will not include large members (members holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholder's Relationship Committee, Auditors, who are allowed to attend the AGM without restriction on account of first come first served basis.

vii. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company i.e. www.ptcindia.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

23. Voting through electronic means

I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (Listing Regulations), the Company is pleased to provide Members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

II. The facility for voting through electronic mode shall also be made available at the AGM and the Members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through the same.

III. The Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

IV. The attendance of the Members attending the AGM through VC will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

V. The remote e-voting period commences on 21st September 2021 (9:00 am) and ends on 23rd September 2021 (5:00 pm). During this period, Members of the Company, holding Equity Shares either in physical form or in dematerialized form, as on the cut-off date of 17th September 2021, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the Member casts the vote on a resolution, the Member shall not be allowed to change it subsequently.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile numbers and email Ids in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. If you are already registered for **NSDL IDeAS facility,** please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the **"Beneficial Owner"** icon under "Login" which is available under **"IDeAS"** section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or **e-Voting service provider - NSDL** and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS"** Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to the NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or **e-Voting service provider - NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi.
	2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote.
	3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration
	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be provided links for the respective ESP i.e. **NSDL** where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Post login, you will be able to see the e-Voting option. Once you click on the e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or e-Voting service provider-NSDL and you will be redirected to the **e-Voting website of NSDL** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password', which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
   a) Click on **"Forgot User Details/Password?"**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-Voting.
5. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names, will be entitled to vote at the Meeting.

FOR HELP IN CONNECTION WITH VOTING BY ELECTRONIC MEANS OR FOR PARTICIPATING IN THE AGM THROUGH VC:

Members can directly contact Ms. Soni Singh, NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai- 400 013. Email ID: evoting@nsdl.co.in, Toll free no.: 1800 1020 990 and 1800 224 430. Members may also write to the Company Secretary at the Email ID: *cs@ptcindia.com*

PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT

i. As the AGM is being conducted through VC, Members are encouraged to express their views / send their queries in advance mentioning their name, DP Id and Client Id/Folio No., e-mail id, mobile number at *cs@ptcindia.com* to enable smooth conduct of proceedings at the AGM. Questions / Queries received by the Company on or before 23rd September 2021 on the aforementioned e-mail id shall only be considered and responded to during the AGM.

ii. Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their requests from their registered email address mentioning their Name, DP ID and Client ID/ Folio Number, PAN, Mobile Number at *cs@ptcindia.com* on or before 23rd September 2021. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.

iii. The Company reserves the right to restrict the number of questions and number of speakers, depending on the availability of time for the AGM.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE:

i. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to *cs@ptcindia.com*

ii. In case shares are held in demat mode, please provide DP ID-CLIENT ID (16-digit DP ID + CLIENT ID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@ptcindia.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**

iii. Alternatively shareholders/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.

iv. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to ashishkapoorandassociates@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any general queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for shareholders available at the download section of

www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request at evoting@nsdl.co.in.

VI. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 17th September 2021.

VII. Any person, who acquires shares of the Company and becomes Member of the Company after dispatch of the Notice and holding Equity Shares as of the cut-off date i.e. 10th September, 2021, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.

VIII. A Member may participate in the AGM even after exercising his right to vote through remote e-Voting but shall not be allowed to vote again at the AGM.

IX. A person, whose name is recorded in the register of Members or in the register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting as well as voting at the AGM.

X. Mr. Ashish Kapoor, Company Secretary (Fellow Membership No. 8002) Prop. M/s. Ashish Kapoor & Associates, Company Secretaries has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

XI. The Scrutinizer shall, after the conclusion of voting at the AGM, first count the votes cast during the AGM and thereafter unblock the votes cast through remote e-Voting and shall make, not later than 2 (two) working days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting.

XII. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.ptcindia.com and on the website of NSDL immediately after the declaration of results by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the NSE and BSE, Mumbai.

24. **Voting through Ballot Paper NOT APPLICABLE for this year**

25. Subject to the receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the Meeting i.e. September 24, 2021.

26. In terms of Section 72 of the Companies Act, 2013, a member of the Company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nominations in prescribed **Form SH-13** (enclosed with this Notice) to the Company/RTA in case shares are held in physical form, and to their respective Depository Participant, if held in electronic form.

27. Members who wish to claim dividends, which remain unpaid, are requested to correspond with our Registrar and Share Transfer Agent (RTA) i.e. M/s MCS Share Transfer Agent Ltd. Members are requested to note that dividend not encashed / claimed within seven years will be transferred to Investor Education and Protection Fund of Government of India. In view of this, Members are requested to send all un-cashed dividend warrants pertaining to respective years to Company/ RTA for revalidation and en-cash them before the due date.

28. The Company has implemented the "Green Initiative" in terms of Section 101 of the Companies Act, 2013 to enable electronic delivery of notices/ documents and annual reports to shareholders. The e-mail addresses indicated in your respective Depository Participant (DP) accounts, which will be periodically downloaded from NSDL/ CDSL will be deemed to be your registered e-mail address for serving notices/ documents including those covered under Section 101 of the Companies Act, 2013. The Notice of AGM and the copies of audited financial statements, Directors' Report, Auditors' Report etc. will also be displayed on the website www.ptcindia.com of the Company.

29. Members, who are holding shares in physical/electronic form and their e-mail addresses are not registered with the Company/their respective Depository Participants, are requested to register their e-mail addresses at the earliest by sending scanned copy of a duly signed letter by the Member(s) mentioning their name, complete address, folio number, number of shares held with the Company along with a self-attested scanned copy of the PAN Card and self-attested scanned copy of any one of the following documents viz., Aadhar Card, Driving License, Voters' Card, Passport, utility bill or any other Govt. document in support of the address proof of the Member as registered with the Company for receiving the Annual Report 2020-21 along with the AGM Notice by email to cs@ptcindia.com. Members holding shares in demat form can update their email addresses with their Depository Participants.

30. Please note that since this time physical copies of the Notice of AGM and Annual Report 2020-21 shall not be sent to the shareholders, the updation/registration of email addresses on the basis of the above scanned documents will be only for the purpose of sending the Notice of this AGM and Annual Report for 2020-21. The Member(s) will therefore be required to send the email ID updation request along with hard copies of the aforesaid documents to RTA (admin@mcsdel.com) or the Company Secretary (cs@ptcindia.com) for actual registration in the records to receive all the future communications including Annual Reports, Notices, Circulars, etc. from the Company electronically.

31. A member can also request a physical copy of the Notice of AGM and Annual Report 2020-21 by writing at cs@ptcindia.com.

EXPLANATORYSTATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("Act")

Item No. 4 – Appointment of M/s T.R. Chadha & Co. LLP, Chartered Accountants as Auditors of the Company

M/s KG Somani & Co. was appointed as the Statutory Auditors of the Company for the Financial Year 2011 – 2012 in 12th AGM of the Company. As required by Section 139 (1) & (2) of the Companies Act, 2013, every company shall appoint an individual or a firm as an auditor who shall hold office from the conclusion of that meeting till the conclusion of its sixth annual general meeting and thereafter till the conclusion of every sixth meeting and no listed company shall appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years:

The second term of five years of M/s KG Somani & Co. will conclude in this AGM of the Company and as ordained by the aforementioned provisions, the Company needs to appoint new Statutory Auditors in this meeting.

The present remuneration of M/s KG Somani & Co. for conducting the audit for the financial year 2020-21 was ₹ 12,25,000/ (Rupees Twelve Lakhs Twenty Five Thousand only).

The Board of Directors of the Company ('the Board'), on the recommendation of the Audit Committee ('the Committee'), recommends for the approval of the Members, the appointment of M/s T.R. Chadha & Co. LLP, Chartered Accountants, as the Statutory Auditors of the Company for a period of five years from the conclusion of this AGM till the conclusion of the 27th AGM of the Company. There is no change in fee of the proposed statutory auditors during financial year 2021-22 as proposed to the outgoing statutory auditors for FY 2020-21.

The Board considered various parameters like capability to serve a diverse and complex business landscape as that of the Company, audit experience in the power sector, market standing of the firm, clientele served, technical knowledge etc., and found them to be best suited to handle the scale, diversity and complexity associated with the audit of the financial statements of the Company.

M/s T.R. Chadha & Co. LLP, Chartered Accountants, have given their consent to act as the Statutory Auditors of the Company and have confirmed that the said appointment, if made, will be in accordance with the conditions prescribed under Sections 139 and 141 of the Act.

None of the Directors and Key Managerial Personnel of the Company, or their relatives (to the extent of their shareholding in the Company, if any), are interested in this Resolution.

The Board recommends Resolution set out at item no. 4 as ordinary resolution for your approval.

Item No. 5

Appointment of Shri Vinod Kumar Singh (DIN: 08679313) as Non-executive Nominee Director

Shri Vinod Kumar Singh (DIN: 08679313), aged about 58 years is holding the position of Director (Personnel) of Power Grid Corporation of India Limited (POWERGRID). Shri Vinod Kumar Singh was appointed as an Additional Director on the Board of Company w.e.f. November 09, 2020 as a Nominee of POWERGRID and holds office up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing as per Section 160 of the Companies Act, 2013, signifying intention to propose Shri Vinod Kumar Singh as a Non-Executive Director on the Board of PTC. The above appointment of Shri Vinod Kumar Singh, as Director being liable to retire by rotation in terms of Section 152 of Companies Act, 2013 requires approval of the Members in the Annual General Meeting.

The Company has also received from Shri Vinod Kumar Singh:-

(i) the consent in writing to act as Director;

(ii) intimation that he is not disqualified under section 164(2) of the Companies Act, 2013; and

(iii) a declaration to the effect that he is not debarred from holding the office of Director pursuant to any order issued by the Securities and Exchange Board of India (SEBI).

None of the Directors or Key Managerial Personnel and their relatives except Shri Vinod Kumar Singh and their relatives (to the extent of their shareholding in the Company, if any) are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5. The Board recommends the resolution set out at Item no. 5 of the notice for your approval.

<u>Brief resume of Shri Vinod Kumar Singh</u>

Shri Vinod Kumar Singh (DIN: 08679313), nominee Director of Powergrid holds a degree of B.Com(Hons) from Delhi University and a Post Graduate Management from Xavier Institute of Social Services (XISS), Ranchi. He joined the PTC Board w.e.f. 9th Nov., 2020. He started his professional career in 1985 with an MNC followed by a leading PSU NHPC. Since joining POWERGRID in 1992, he has worked at different levels, sites, RHQs & Corporate Centre in all facets of HR including Amalgamation, Turnaround & Culture Building. He is Director (Personnel) of Powergrid and has a vast experience of the Indian Power Sector.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail his services as a Nominee Director of POWERGRID.

Item No. 6

Appointment of Ms. Renu Narang (DIN: 08070565) as Non-executive Nominee Director

Ms. Renu Narang (DIN: 08070565), aged about 55 years is holding the position of Executive Director (Finance) of NTPC Limited (NTPC). Ms. Renu Narang was appointed as an Additional Director on the Board of Company w.e.f. 17th June, 2021 as a Nominee of NTPC and holds office up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing as per Section 160 of the Companies Act, 2013, signifying intention to propose Ms. Renu Narang as a Non-Executive Director on the Board of PTC. The above appointment of Ms. Renu Narang, as a Director being liable to retire by rotation in terms of Section 152 of Companies Act, 2013 requires approval of the Members in the Annual General Meeting.

The Company has also received from Ms. Renu Narang:-

(i) the consent in writing to act as Director;

(ii) intimation that she is not disqualified under section 164(2) of the Companies Act, 2013; and

(iii) a declaration to the effect that she is not debarred from holding the office of Director pursuant to any order issued by the Securities and Exchange Board of India (SEBI).

None of the Directors or Key Managerial Personnel and their relatives except Ms. Renu Narang and their relatives (to the extent of their shareholding in the Company, if any) are concerned or interested, financially or otherwise, in the resolution set out at Item No. 6. The Board recommends the resolution set out at Item no. 6 of the notice for your approval.

<u>Brief resume of Ms. Renu Narang</u>

Ms. Renu Narang is ED (Finance) with NTPC Limited. She is also the Chief Executive Officer of NTPC Electric Supply Limited, a wholly owned subsidiary of NTPC Ltd. She is serving as Nominee, part time Director on the Board(s) of NTPC's subsidiaries/ joint ventures namely "Bhartiya Rail Bijlee Company Ltd., Bangladesh-India Friendship Power Company (Pvt.) Limited, and Hindustan Urvarak & Rasayan Ltd.

Ms. Narang has over 33 years of experience in all aspects of Finance and Accounts. Resource mobilization from domestic and foreign lenders for both Long Term and Short Term needs has been her forte. Her experience spans over areas in International Finance, Budgeting, Financial Concurrence, Investor Services, Treasury and Commercial and Regulatory issues etc. She was also responsible for the implementation of SAP based ERP across the company. Ms. Narang is a Management Graduate from Indian Institute of Management, Lucknow and an alumnus of SRCC, Delhi University. She also holds a Bachelor's degree in Law (LLB) from Delhi University. She is a nominee Director of NTPC in PTC w.e.f. 17th June 2021.

The Board considers that her continued association would be of immense benefit to the Company and it is desirable to continue to avail her services as a Nominee Director of NTPC.

Item No. 7

Appointment of Sh. Vinod Kumar Maini (DIN: 08324168) as Non-executive Nominee Director

Shri Vinod Kumar Maini (DIN: 08324168), aged about 59 years is holding the position of Executive Director of NHPC Limited (NHPC). Shri Vinod Kumar Maini was appointed as an Additional Director on the Board of Company w.e.f. July 26, 2021 as a Nominee of NHPC and holds office up to the date of the ensuing Annual General Meeting.

The Company has received a notice in writing as per Section 160 of the Companies Act, 2013, signifying intention to propose Shri Vinod Kumar Maini as Non-Executive Director on the Board of PTC. The above appointment of Shri Vinod Kumar Maini, as Director being liable to retire by rotation in terms of Section 152 of Companies Act, 2013 requires approval of the Members in the Annual General Meeting.

The Company has also received from Shri Vinod Kumar Maini:-

(i) the consent in writing to act as Director;

(ii) intimation that he is not disqualified under section 164(2) of the Companies Act, 2013; and

(iii) a declaration to the effect that he is not debarred from holding the office of Director pursuant to any order issued by the Securities and Exchange Board of India (SEBI).

None of the Directors or Key Managerial Personnel and their relatives except Shri Vinod Kumar Maini and their relatives (to the extent of their shareholding in the Company, if any) are concerned or interested, financially or otherwise, in the resolution set out at Item No. 7. The Board recommends the resolution set out at Item no. 7 of the notice for your approval.

Brief resume of Shri Vinod Kumar Maini

Shri Vinod Kumar Maini, (59 years) holds a degree in Civil Engineering from Delhi College of Engineering (DCE), Delhi University in 1984. After a short stint in a private consultancy firm, he started his professional career in NHPC Limited as Probationary Executive in February, 1985 in Design & Engineering Division of NHPC. Shri Vinod Kumar Maini has over 36 years of rich experience in implementation of hydro projects, encompassing all areas of hydropower development from inception to commissioning, his forte being Design & Engineering of Hydro-Mechanical Equipment. Presently he holds the position of HoD (Executive Director) of Strategy, Business Development & Consultancy Division with responsibility to strategize NHPC's response to various business opportunities in Hydro, RE and Consultancy areas. He also holds additional charge as HoD of Renewable Energy Division of NHPC and is working to enhance NHPC's footprints in RE development.

Prior to this he was heading Hydro-Mechanical Design unit looking after HM Works of Construction, Consultancy and New projects as well as O&M (HM aspects) of all NHPC Power Stations including Renovation & Modernization Works of Baira-Siul & Loktak Power Stations. He has also been associated with NHPC's consultancy assignments for many projects as 1200 MW Tamanthi in Myanmar, 720 MW Mangdechhu and 60 MW Kurichhu in Bhutan, R&MU works of Varzob H E Project in Tajikistan.

Shri Vinod Kumar Maini has joined the Board of PTC India Limited w.e.f. July 26, 2021.

The Board considers that his continued association would be of immense benefit to the Company and it is desirable to continue to avail services of him as a nominee Director of NHPC.

Item No. 8

Re-appointment of Ms. Sushama Nath (DIN: 05152061) as an Independent Director

Ms. Sushama Nath (DIN: 05152061) was appointed as an Independent Director of the Company pursuant to Section 149 of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014, by the Shareholders at the Annual General Meeting held on 20th September 2018 to hold office up to 19th December 2020 ("first term" as per the explanation to Section 149(10) and 149(11) of the Act.).

In pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder, the Nomination & Remuneration Committee after taking into account the performance evaluation of Ms. Sushama Nath, aged about 70 years, as Independent Director, recommended her re-appointment as an Independent Director of the Company for a period of 3 years w.e.f. 20th December 2020, which was subsequently approved by the Board of Directors subject to the requisite approval of Members of the Company in the General Meeting.

The Company has received a notice in writing pursuant to Section 160 of the Companies Act, 2013 from a Member proposing her candidature for appointment as an Independent Director of the Company.

The Company has also received from Ms. Sushama Nath:-

(i) the consent in writing to act as Director;

(ii) intimation that she is not disqualified under section 164(2) of the Companies Act, 2013;

(iii) a declaration to the effect that she is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI); and

(iv) a declaration of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Ms. Sushama Nath fulfills the conditions for her re-appointment as an Independent Director as specified in the Act and the LODR. Ms. Sushama Nath is independent of the management and possesses appropriate skills, experience and knowledge.

Considering the background and experience of Ms. Sushama Nath and based on the performance evaluation of Ms. Sushama Nath, the results of which are satisfactory and the recommendation of Nomination and Remuneration Committee, the Board considers that the continued association of Ms. Sushama Nath would be of immense benefit to the Company and it is desirable to continue to avail her services as an Independent Director.

Accordingly, the Board recommends the resolution in relation of re-appointment of Ms. Sushama Nath as an Independent Director, for the approval of members of the Company as a Special Resolution.

A copy of the draft letter for the appointment of the above Director as an Independent Director setting out the terms and conditions would be available for inspection as well as on the website of the Company www.ptcindia.com. For further details, please refer notes to this notice.

None of the Directors or Key Managerial Personnel and their relatives except Ms. Sushama Nath is concerned or interested, financially or otherwise, in the resolution set out at Item No. 8. The Board recommends the resolution set out at Item no. 8 of the notice for your approval.

Brief Profile of Ms. Sushama Nath.

Ms. Sushama Nath, IAS (Retd.) (IAS: 1974; MP), was Secretary, Ministry of Finance, Government of India. She has vast and rich experience in the fields of Finance/ Administration, and in other areas of Government functioning. She has held various senior level positions in the Government of India.

Item no. 9

Re-appointment of Shri Devendra Swaroop Saksena (DIN: 08185307) as an Independent Director

Sh. Devendra Swaroop Saksena was appointed as an Independent Director of the Company pursuant to Section 149 of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014, by the Shareholders at the Annual General Meeting held on 20th September 2018 to hold office up to 29th July 2021 ("first term" as per the explanation to Section 149(10) and 149(11) of the Act.).

In pursuant to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder, the Nomination & Remuneration Committee after taking into account the performance evaluation of Shri Devendra Swaroop Saksena, aged about 65 years, as Independent Director, recommended his re-appointment as an Independent Director of the Company for a period of 3 years w.e.f. 30th July 2021, which was subsequent approved by the Board of Directors subject to requisite approval of Members of the Company in the General Meeting.

The Company has received a notice in writing pursuant to Section 160 of the Companies Act, 2013 from a Member proposing his candidature for appointment as an Independent Director of the Company.

The Company has also received from Shri Devendra Swaroop Saksena:-

(i) the consent in writing to act as Director;

(ii) intimation that he is not disqualified under section 164(2) of the Companies Act, 2013;

(iii) a declaration to the effect that he is not debarred from holding the office of Director pursuant to any order issued by the Securities and Exchange Board of India (SEBI); and

(iv) a declaration of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In the opinion of the Board, Shri Devendra Swaroop Saksena fulfills the conditions for his re-appointment as an Independent Director as specified in the Act and the LODR. Shri Devendra Swaroop Saksena is independent of the management and possesses appropriate skills, experience and knowledge.

Considering the background and experience of Shri Devendra Swaroop Saksena, the Board, based on the performance evaluation of Shri Devendra Swaroop Saksena, the results of which are satisfactory and on the recommendation of Nomination and Remuneration Committee, considers that the continued association of Shri Devendra Swaroop Saksena would be of immense benefit to the Company and it is desirable to continue to avail his services as an Independent Director.

Accordingly, the Board recommends the resolution in relation of re-appointment of Shri Devendra Swaroop Saksena as an Independent Director, for the approval of Members of the Company as a Special Resolution.

None of the Directors or Key Managerial Personnel and their relatives except Shri Devendra Swaroop Saksena is concerned or interested, financially or otherwise, in the resolution set out at Item No. 9. The Board recommends the resolution set out at Item no. 9 of the Notice for your approval.

Brief Profile of Shri Devendra Swaroop Saksena.

Shri Devendra Swaroop Saksena, IRS (Retd.) 1979, aged about 65 years has rich experience in the field of Finance and has held various positions in Government functioning. His last position held was Principal Chief Commissioner of Income Tax, Mumbai.

By Order of the Board of Directors
For PTC India Limited

Date: 27th August, 2021
Place: New Delhi

(Rajiv Maheshwari)
Company Secretary
Membership no. FCS-4998
Address: 2nd Floor, NBCC Tower,
15 Bhikaji Cama Place, New Delhi-110066

Details of the Directors seeking appointment/re-appointment as required under Secretarial Standards II and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name	Shri Mritunjay Kumar Narayan	Shri Vinod Kumar Singh	Shri Vinod Kumar Maini	Ms. Renu Narang	Ms. Sushama Nath	Shri Devendra Swaroop Saksena
Date of birth	01/01/1970	01/06/1963	02/12/1961	05/08/1966	03/03/1951	04/09/1956
Age	51	58	59	55	70	65
DIN No.	03426753	08679313	08324168	08070565	05152061	08185307
Date of appointment/ re-appointment	01/10/2019	09/11/2020	26/07/2021	17/06/2021	20/12/2020	30/07/2021
Qualification	IAS	B.Com(Hons) from Delhi University and a Post Graduate Management from Xavier Institute of Social Services (XISS), Ranchi	Holds a degree in Civil Engineering from Delhi College of Engineering (DCE), Delhi University in 1984.	Management Graduate from Indian Institute of Management, Lucknow and Bachelor's degree in Law (LLB) from Delhi University	Ex-IAS	Ex-IRS
Details of remuneration sought to be paid	NA	NA	NA	NA	NA	NA
Nationality	INDIAN	INDIAN	INDIAN	INDIAN	INDIAN	INDIAN
Experience	More than 26 years	More than 30 years	More than 36 years	More than 33 years	More than 40 years	More than 35 years
Expertise in specific functional areas	Power & Govt. Sector	Power Sector	Power Sector	Power Sector	Finance, Govt. service	Finance, Govt. service
Date of first appointment on the Board of the Company	01/10/2019	09/11/2020	26/07/2021	17/06/2021	20/12/2017	30/07/2018
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid	Nominee Director	Nominee Director	Nominee Director	Nominee Director	Independent Director	Independent Director
Last drawn remuneration, if applicable	NA	NA	NA	NA	NA	NA
Details of remuneration sought to be paid	NA	NA	NA	NA	NA	NA
No. of Board meetings attended during the year 20-21	Details given in CG report	Details given in CG report	Details given in CG report	NA	Details given in CG report	Details given in CG report
Name(s) of the other Companies in which Directorship held including membership/ chairman of any committee (Audit / SRC)	1. Power Grid Corporation of India Limited Committees – NIL	1. Power Grid Corporation of India Limited. – MEMBER in Stakeholders Relationship Committee	1. Loktak Downstream Hydroelectric Power Corporation Limited - Member in Audit Committee 2. Lanco Teesta Hydro Power Limited – Committee- NIL	1. Hindustan Urvarak & Rasayan Limited- MEMBER in Audit Committee 2. Bhartiya Rail Bijlee Company Limited- MEMBER in Audit Committee 3. Bangladesh India Friendship India Pvt. Ltd.- MEMBER in Audit Committee 4. PTC India Financial Services Limited.	NIL	NIL
Membership/ Chairmanship of Committees of PTC India Ltd.	MEMBER- NR	MEMBER- CSR Committee, GoD for BD/ Investment and Disinvestment	MEMBER- Stakeholders Relationship Committee, GoD for BD/ Investment and Disinvestment	MEMBER- GoD for BD/ Investment and Disinvestment	MEMBER- Audit Committee, N&R Committee	MEMBER in Audit Committee and CHAIRMAN in CSR Committee
Number of Shares held in the company including benficial ownership	NIL	NIL	NIL	NIL	NIL	NIL
Relationship with other directors, Manager, key managerial personnel of the Company	Not related to any Directors and Key Managerial Personnel of the Company	Not related to any Directors and Key Managerial Personnel of the Company	Not related to any Directors and Key Managerial Personnel of the Company	Not related to any Directors and Key Managerial Personnel of the Company	Not related to any Directors and Key Managerial Personnel of the Company	Not related to any Directors and Key Managerial Personnel of the Company

By Order of the Board of Directors
For PTC India Limited

Date: 27th August, 2021
Place: New Delhi

(Rajiv Maheshwari)
Company Secretary
Membership no. FCS-4998
Address: 2nd Floor, NBCC Tower,
15 Bhikaji Cama Place, New Delhi-110066

BOARD'S REPORT

Dear Members,

The Board of Directors hereby submits the report of the business and operations of your Company ('the Company' or 'PTC India Limited/ PTC') along with the audited financial Statements of the Company and its subsidiaries for the financial year ended March 31, 2021.

FINANCIAL PERFORMANCE

The summarized standalone and consolidated results of your Company (along with its subsidiaries & associates) are given in the table below.

₹ in Crore

Particulars	Financial Year Ended			
	Standalone		Consolidated	
	31/03/2021	31/03/2020	31/03/2021	31/03/2020
Total Income	16992.03	16488.30	18373.66	18123.57
Profit / (Loss) before Interest, Depreciation & Tax (PBITDA) excluding OCI & after minority interest)	596.17	480.42	1699.92	1845.05
Finance Charges	27.81	55.04	921.35	1155.29
Depreciation	2.79	2.85	100.01	100.47
Provision for Income Tax (including for earlier years)	155.32	102.42	220.94	183.23
Net Profit / (Loss) after tax (after minority interest)	410.25	320.11	457.62	406.06
Profit / (Loss) brought forward from previous year	979.16	891.13	1270.73	1194.07
Amount transferred to General Reserve	123.29	96.21	123.29	96.21
Dividend paid (including dividend tax)	222.01	135.87	222.01	142.73
Transferred to special reserve		-	30.87	-
Transfer to impairment reserve			45.03	37.49
Transferred to Statutory reserve		-	3.33	14.30
Re-measurement of post-employment benefit obligations, net of tax		-	(0.08)	0.16
Profit / (Loss) carried to Balance Sheet	1044.11	979.16	1294.94	1270.73
Other comprehensive income /(Loss) (after minority interest)	0.71	0.58	(3.55)	(1.02)
Total comprehensive income (after minority interest)	410.96	320.69	445.11	366.53

Note: The above statements and the financial figures given under the head 'Financial Results' are extracted from the Standalone and Consolidated Financial Statements which have been prepared in accordance with the Indian Accounting Standards (Ind-AS) as notified under Section 133 of the Companies Act, 2013, read with Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules thereafter and other recognized accounting practices and policies, to the extent applicable.

RESULTS OF OPERATIONS AND STATE OF COMPANY'S AFFAIRS

The trading volumes were higher by 21% this year at 80,042 MUs as against 66,332 MUs during the previous year. With a turnover of ₹ 16992.03 Crores for the year 2020-21 as against 16488.30 Crores (including other income) in the Financial Year 2019-20, your Company has earned a Profit after Tax of ₹ 410.25 Crores as against ₹ 320.11 Crores in the previous year.

Your Company has two subsidiaries, namely PTC India Financial Services Limited (PFS) and PTC Energy Limited (PEL). The consolidated turnover (including other income) of the group is ₹ 18373.66 Crores for the Financial Year 2020-21 as against ₹ 18123.57 Crores (including other income) for the Financial Year 2019-20. The consolidated Profit after Tax of the group is ₹ 457.62 Crores for the Financial Year 2020-21 as against ₹ 406.06 Crores for the Financial Year 2019-20.

CONSOLIDATED FINANCIAL STATEMENTS

The Company adopted Indian Accounting Standard (Ind-AS) from April 1,2016 and accordingly, the Consolidated Financial Statements have been prepared in accordance with the Accounting Standard notified under Section 133 of the Companies Act, 2013 ('Act') and the relevant rules issued thereunder read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ('Listing Regulations') and the other accounting principles generally accepted in India. The Consolidated Financial Statements form part of the Annual Report.

RESERVES

Out of the profits of the Company, a sum of ₹ 123.29 Crores has been transferred to General Reserves during the Financial Year and total reserves and surplus of the Company are ₹ 3406.13 Crores (including securities premium) as on 31st March 2021.

DIVIDEND

During the year, the Board of Directors of your Company in its meeting dated 09th November 2020 had declared 20% Interim Dividend i.e. ₹ 2 per equity share of ₹ 10 each. The Interim Dividend resulted in a cash outflow of ₹ 59.20 Crores.

The Board of Directors of your Company are pleased to recommend for your consideration and approval, a final dividend @ 55% for the Financial Year 2020-21 i.e., ₹ 5.50 per equity share of ₹ 10 each. The final dividend, if approved, at the ensuing Annual General Meeting (AGM) will result in a cash outflow of ₹ 168.20 Crores.

The dividend will be paid to the members whose names appear in the Register of Members as on a record date and in respect of shares held in dematerialized form, whose names are furnished by National Securities Depositories Limited (NSDL) and Central Depository (India) Limited (CDSL) as beneficial owners as on the record date.

NET WORTH AND EARNINGS PER SHARE (EPS) ON A STANDALONE BASIS

As on 31st March 2021, net worth of your Company was ₹ 3702.14 Crores as compared to ₹ 3513.19 Crores for the previous Financial Year thereby registering a growth of 5 %.

EPS of the Company for the year ended 31st March 2021 stands at ₹ 13.86 in comparison to ₹ 10.81 for the Financial Year ended 31st March 2020.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been following material changes and commitments affecting the financial position of the Company which have occurred from the end of the Financial Year of the Company to which the financial statement relates i.e. 31st March 2021 till the date of this report.

The Company had executed Corporate Guarantee for ₹ 100 Crore on 22.06.2021 in favour of working capital lenders of its subsidiary company i.e. PTC Energy Limited (PEL) for the purpose of meeting additional working capital requirements of PEL.

The Company offered to sell its shares in Chenab Valley Power Projects Private Limited to NHPC Ltd. at a value of ₹ 4.19 Crore. NHPC Ltd. has paid the entire consideration of ₹ 4.19 Crore on 25.05.2021 and necessary formalities are being completed for transferring the shares.

CHANGE IN THE NATURE OF BUSINESS, IF ANY

There is no change in the nature of business of your Company during the year under review.

CHANGES IN CAPITAL STRUCTURE

During the period under review, no change has taken place with regard to capital structure of the Company.

As on 31st March 2021, PTC has an Authorized Share Capital of ₹ 750,00,00,000 and paid-up share capital of ₹ 296,00,83,210 divided into 29,60,08,321 equity shares of ₹ 10 each. The equity shares of your Company are listed on the 'BSE Limited' (BSE) and 'National Stock Exchange of India Ltd.' (NSE). The promoters i.e. NTPC Ltd. (NTPC), Power Grid Corporation of India Ltd. (POWERGRID), Power Finance Corporation Ltd. (PFC) and NHPC Ltd. (NHPC) individually hold 4.05% each or 16.20% collectively of the paid-up and subscribed equity share capital of your Company and the balance of 83.80% of the paid-up and subscribed equity share capital of your Company is held by Power Sector Entities, Financial Institutions, Life Insurance Corporation of India, other Insurance Companies, Banking Institutions, Corporations, Investment Companies, Foreign Institutional Investors, Private Utilities and others including public at large.

HOLDING, SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

Pursuant to sub-section (3) of section 129 of the Companies Act, 2013 ("the Act"), the statement containing the salient features of the financial statement of a company's subsidiaries, associates and joint ventures given in Form AOC-1 is annexed to this report at **Annexure 1**. There has been no material change in the nature of the business of the subsidiaries and no company other than the specified ones under AOC-1 has ceased to be/became Subsidiary/ Associate of the Company.

Holding Company

The Company does not have any holding company.

Subsidiary Companies

PTC India Financial Services Limited

PTC India Financial Services Limited (PFS) is a listed subsidiary of your Company wherein PTC holds a 64.99% stake and has invested ₹ 754.77 Crores. PFS is listed on NSE & BSE and has been classified as an Infrastructure Finance Company (IFC) by the Reserve Bank of India. PFS recorded total income of ₹ 1,139.45 Crores during FY 21 which is down by 16.81% as compared to last year's revenue of ₹ 1,369.71 Crores. Interest income for the FY21 has decreased to ₹ 1,105.25 Crores as against previous year's ₹ 1,324.26 Crores. The profit before tax and profit after tax for FY21 stood at ₹ 93.42 Crores and ₹ 25.60 Crores respectively. Earnings per share for FY21 stood at ₹ 0.40 per share.

PTC Energy Limited (PEL)

PEL is a wholly owned subsidiary of your Company wherein PTC holds a 100% stake and has invested ₹ 654.11 Crores. PEL has recorded revenue from operations of 267.43 Crores during FY 21 as compared to last year's revenue of ₹ 304.63 Crores. The profit/(loss) before tax and profit/(loss) after tax for FY21 stood at ₹ (11.55) Crores and ₹ (9.36) Crores respectively.

Investment in other companies (Amount released up to 31st March 2021)

- Your Company has invested ₹ 150 Crores in Athena Energy Ventures Private Limited (AEVPL). Since the projects of this Investee Company could not be commissioned in time and considering other related factors and fair value, PTC has made a reduction of ₹ 149.97 Crores towards the investment.
- Your Company had made an investment of ₹ 37.55 Crores in Krishna Godavari Power Utilities Limited. However, due to slow progress and other issues, provision was made for entire amount of ₹ 37.55 Crores during FY 2015-16.
- Teesta Urja Limited (TUL) has implemented a project of 1200 MW Teesta III Hydro Electric Project and the company initially invested a sum of ₹ 224.33 Crores in equity of TUL. The Company had divested part of its long-term investment in TUL so that Govt. of Sikkim could acquire 51% against its present holding of 26%. This disinvestment had been of 4,39,62,777 shares which reduced the shareholding of PTC to around 6.89%. Majority stake of TUL is held by Govt. of Sikkim (GoS) and the shareholding of PTC in TUL is now 6.89%. As on 31/03/2021, the Company has carried out fair valuation of investment in TUL and the same stood as ₹ 191.75 Crores as against ₹ 191.57 Crores of previous year.
- Your Company had equity amounting to ₹ 4.08 Crores (at cost) in M/s. Chenab Valley Power Projects Private Limited (CVPPPL) which was offered to sell to NHPC Ltd. at a value of ₹ 4.19 Crore. NHPC Ltd. has paid the entire consideration of ₹ 4.19 Crore on 25.05.2021 and necessary formalities are being completed for transferring the shares.
- Your Company has made an equity investment of ₹ 12.50 Crores during the FY 20 in a new entity i.e. Pranurja Solutions Limited with other equity partners i.e. BSE Investments Limited and ICICI Bank for development of a new Power Exchange. The company got its permit from CERC on 12th May 2021. The company has appointed Mr. Akhilesh Awasthy as first Chief Operating Officer of the new power exchange. The exchange is expected to be operational before 31st March 2022.

RELATED PARTY TRANSACTIONS

All contracts/ arrangements/ transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis and do not attract the provisions of Section 188 of the Companies Act, 2013. During the year, the Company had not entered into any contract/ arrangement/ transaction with related parties which could be considered material in accordance with the policy of the company on materiality of related party transactions.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirements of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, the Board of Directors of your Company confirms that:

a. In the preparation of the annual accounts for the year ended March 31, 2021, the applicable accounting standards have been followed and there are no material departures from the same;

b. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2021 and of the profit of the company for the year ended on that date;

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 of the Company on a going concern basis;

e. The Directors had laid down the 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 provisions of all applicable laws and that such systems were adequate and operating effectively.

INTERNAL FINANCIAL CONTROLS

The Company has in place adequate internal financial controls with reference to financial statements. The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, safeguarding of its assets, the prevention of and detection of fraud and errors, the accuracy & completeness of the accounting records and the timely preparation of reliable financial disclosures.

The Company had appointed M/s Ernst & Young for the above purpose.

APPOINTMENT/ RE–APPOINTMENT OF DIRECTORS AND KEY MANAGERIAL PERSONNEL AND RESIGNATIONS/ COMPLETION OF TENURES BY THE DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the Financial Year 2020-21, there were following changes in the composition of Board of Directors of the Company:

Sr. No.	Name of Director	Joining/ Cessation	Date of joining/ Cessation
1	Shri Ajit Kumar	Re-appointment	April 02, 2020
2	Shri Anand Kumar Gupta	Cessation	August 01, 2020
3	Shri Chandan Kumar Mondol	Cessation	January 18, 2021
4	Shri Anil Kumar Gautam	Appointment	January 21, 2021
5	Dr. Atmanand	Cessation	July 01, 2020
6	Shri Mahesh Kumar Mittal	Cessation	October 01, 2020
7	Shri Harjeet Singh Puri	Appointment	October 15, 2020
8	Shri Naveen Bhushan Gupta	Cessation	July 01, 2020
9	Smt. Parminder Chopra	Appointment	August 02, 2020
10	Smt. Preeti Saran	Appointment	August 02, 2020
11	Shri Rajeev Kumar Chauhan	Cessation	November 01, 2020
12	Shri Vinod Kumar Singh	Appointment	November 09, 2020
13	Ms. Sushama Nath	Re-appointment	December 20, 2020
14	Ms. Bharti Prasad	Cessation	December 20, 2020
15	Shri Ramesh Narain Misra	Re-appointment	July 01, 2020
16	Shri K. V. Eapen	Cessation	May 4, 2020
17	Shri Subhash S. Mundra	Appointment	July 01, 2020

As per the provisions of the Companies Act, Shri Mritunjay Kumar Narayan (DIN: 03426753), Director would retire by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment. The Board recommends his re-appointment.

DETAILS OF BOARD MEETINGS

During the financial year ended 31st March 2021, the Board met six (6) times. The details of Board meetings are mentioned in Corporate Governance Report as annexed with this report. The intervening gap between any two meetings was within the period prescribed by the Act and Listing Regulations.

For further details in respect of Composition, number and attendance of each director in various Committees of Board as required in accordance with Secretarial Standard-1 on Board Meetings and Listing Regulations, please refer to the Corporate Governance Report of this Annual Report.

COMMITTEES OF THE BOARD

As on March 31, 2021, the Board had all Statutory Committees i.e. the Audit Committee, the Nomination & Remuneration Committee, the Corporate Social Responsibility Committee, the Stakeholders Relationship Committee, Risk Management Committee and other Committees of Group of Directors formed from time to time for specific purposes. The full details are available in the Corporate Governance Report.

AUDIT COMMITTEE

The Company has duly constituted an Audit Committee, whose detailed composition and powers are provided in the Corporate Governance Report. There were no recommendations of the Audit Committee which have not been accepted by the Board during the financial year.

DECLARATION BY INDEPENDENT DIRECTORS

The Company has received necessary declaration from each independent director under Section 149(7) of the Act, that he/she meets the criteria of independence laid down in Section 149(6) of the Act and Regulation 25 of the Listing Regulation. The Independent Directors have also confirmed that they have complied with the Company's code of conduct for Directors and Senior Management Personnel.

All the Independent Directors of the Company have registered themselves in the data bank maintained with the Indian Institute of Corporate Affairs, Manesar ('IICA'). In terms of Section 150 of the Act read with Rule 6(4) of the Companies (Appointment & Qualification of Directors) Rules, 2014, the Independent Directors are required to undertake online proficiency self-assessment test conducted by the IICA. The Independent Directors, whosoever is required, shall undertake the said proficiency test.

In the opinion of the Board all independent directors possess strong sense of integrity and having requisite experience, qualification and expertise. For further details, please refer Corporate Governance report.

BOARD EVALUATION

The performance evaluation process and related tools are reviewed by the "Nomination & Remuneration Committee" on a need basis, and the Committee may periodically seek independent external advice in relation to the process. The Committee may amend the Policy, if required, to ascertain its appropriateness as per the needs of the Company from time to time.

The Company has devised a Policy for performance evaluation of Independent Directors, Board, Committees and other individual directors, which includes criteria for performance evaluation of the non-executive and executive directors. The overall effectiveness of the Board is measured on the basis of the ratings obtained by each Director and accordingly the Board decides the Appointments, Re-appointments and Removal of the non-performing Directors of the Company. On the basis of Policy for Performance Evaluation of Independent Directors, a process of evaluation is being followed by the Board for its own performance and that of its Committees and individual Directors.

The exercise was carried through a structured evaluation process covering various aspects of the Board including committees and every Directors functioning such as composition of Board and committees, experience and competencies, performance of specific duties and obligations, governance issues, etc. A questionnaire formed key part of the evaluation process for reviewing the functioning and effectiveness of the Board.

Board members had submitted their response for evaluating the entire Board, respective committees of which they are members and of their peer Board members, including Chairman of the Board.

The evaluation process focused on various aspects of the Board and Committees functioning such as structure, composition, quality, board meeting practices and overall Board effectiveness. The above criteria are based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

The Independent Directors had a separate meeting held on 1st October 2020. No Directors other than Independent Directors had attended this meeting. Independent Directors discussed inter-alia the performance of Non-Independent Directors and Board as a whole and the performance of the Chairman of the Company after taking into consideration the views of Executive and Non-Executive Directors.

The performance evaluation of all the Independent Directors have been done by the entire Board, excluding the Director being evaluated. On the basis of performance evaluation done by the Board, it shall be determined whether to extend or continue their term of appointment, whenever the respective term expires.

OUTCOME OF EVALUATION PROCESS

The Board was satisfied with the professional expertise and knowledge of each of its Directors. All the Directors effectively contributed to the decision making process by the Board. Further, all the Committees were duly constituted and were functioning effectively. The Board also expressed its satisfaction in relation to the provision of supporting documents to the Board enabling it to assess the policy & procedural requirements for proper functioning of the Company. The Board expressed its satisfaction with the decision making and decision implementing procedure followed by it. The Directors express their satisfaction with the evaluation process.

REMUNERATION POLICY

Your Company has in place a policy known as 'Nomination & Remuneration Policy' for selection and appointment of Directors, Senior Management and their remuneration. The Policy includes criteria for determining qualification, positive attributes & independence. The Company aspires to pay performance linked remuneration to its WTDs/CMD. It is ensured that the remuneration is determined in a way that there exists a fine balance between fixed and variable pay. The Policy of the Company on Nomination and Remuneration & Board Diversity is placed on the website of the Company at https://ptcindia.com/wp-content/uploads/2019/07/Policy-on-Nomination-and-Remuneration-Board-Diversity-Policy.pdf

VIGIL MECHANISM/WHISTLE BLOWER POLICY

Your Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior. In compliance with requirements of Act & Listing Regulations, the Company has established a mechanism under its Whistle Blower Policy for employees to report to the management instances of unethical behavior, actual or suspected, fraud or violation of the Company's code of conduct or ethics policy. Whistleblowing is the confidential disclosure by an individual of any concern encountered in the workplace relating to a perceived wrongdoing. The policy has been framed to enforce controls so as to provide a system of detection, reporting, prevention and appropriate dealing of issues relating to fraud, unethical behavior etc. The policy provides for adequate safeguards against victimization of director(s) / employee(s) who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee in exceptional cases. During the year under review, no complaints were received by the Board or Audit Committee.

The whistle blower policy of the Company is available at the link https://ptcindia.com/wp-content/uploads/2019/07/Whistle-Blower-Policy.pdf

CORPORATE SOCIAL RESPONSIBILITY

As a responsible corporate citizen, PTC India Limited (PTC) is committed to ensure its contribution to the welfare of the communities in the society where it operates, through its various Corporate Social Responsibility ("CSR") initiatives.

The objective of PTC's CSR Policy is to consistently pursue the concept of integrated development of the society in an economically, socially and environmentally sustainable manner and at the same time recognize the interests of all its stakeholders. In order to accomplish this objective professionally, the Company has formed a Trust named the PTC Foundation Trust (PFT).

To attain its CSR objectives in a professional and integrated manner, PTC shall undertake the CSR activities as specified under the Act.

As on March 31, 2021 the composition of the CSR Committee consists of Shri Devendra Swaroop Saksena, Independent Director, Shri Ramesh Narain Misra, Independent Director, Shri Vinod Kumar Singh, Nominee Director and Shri Deepak Amitabh, CMD.

The CSR Policy is available at the link: https://ptcindia.com/wp-content/uploads/2019/07/corporate-social-responsibility-policy.pdf

Further, the Annual Report on CSR Activities/ Initiatives is annexed with this report at **Annexure 2**.

RISK MANAGEMENT POLICY

Your Company has developed and implemented a risk management framework that includes the identification of elements of risk which in the opinion of the Board may threaten the existence of the Company. A group Risk Management Policy has been approved. The main objective of this policy is to ensure sustainable business growth with stability and to promote a proactive approach in evaluating, resolving and reporting risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, including the development of a Risk Matrix for each business. Tools like the Risk Matrix will guide decisions on risk related issues. Shri Rajiv Malhotra is the Group Chief Risk Officer (CRO).

BUSINESS RESPONSIBILITY REPORT

As stipulated under the Listing Regulations, the Business Responsibility Report, describing the initiatives taken by the Company from environmental, social and governance perspective forms part of this Annual Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT U/S 186

Loans, guarantees and investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

ANNUAL RETURN

In accordance with the provisions of section 92(3) and 134 (3) (a) of the Companies Act, 2013, the Annual Return is available at: https://www.ptcindia.com/wpcontent/uploads/2021/08/Annual-Return.pdf

STATUTORY AUDITORS

M/s K.G. Somani & Co., Chartered Accountants, were appointed as Statutory Auditors of your Company in the 17th Annual General Meeting of the Company held on 28th September 2016 for a period of five years till conclusion of 22nd Annual General Meeting of the Company and they will complete their term in AGM of 2021. Subject to the approval of shareholders, the Board has recommended the appointed of M/s. T.R. Chadha & Co. LLP, as Statutory Auditors for 5 years. The Company has received letter from them to the effect that their appointment, if made, would be within the prescribed limits under Section 141 of the Companies Act, 2013 and that they are not disqualified for appointment and are eligible for appointment.

The Statutory Auditors have audited the Accounts of the Company for the financial year ended 31st March 2021 and the same is being placed before members at the ensuing Annual General Meeting for their approval.

The Auditors' Report for FY 2020-21 does not contain any qualification, reservation or adverse remark. The Auditors' Report is enclosed with the financial statements in this Annual Report.

During the period under review, no incident of fraud was reported by the Statutory Auditors pursuant to Section 143(12) of the Companies Act 2013.

INTERNAL AUDITORS

M/s. Ravi Rajan & Co., the existing Internal Auditors has been re-appointed as the Internal Auditor for three financial years upto FY 2023-24. Reports for the year were submitted to the Audit Committee & Board.

COST AUDITORS

Cost audit is not applicable to the Company.

SECRETARIAL AUDITORS

As required under Section 204 of the Companies Act, 2013 and Rules made there under, the Board has appointed M/s. Agarwal S. Associates, Practicing Company Secretaries as secretarial auditor of the Company for the financial year 2020-21.

The Secretarial Audit Report for FY 2020-21 does not contain any qualification, reservation or adverse remark except that the Board of Directors of the Company was not duly constituted from 20th Dec' 20 till 31st Mar 21 in terms of SEBI LODR. The vacancy arose in the office of independent director on 20th Dec'20 which was not filled within the statutory period of 3 months i.e up to 19th Mar'21. One of the whole time director of the company attained the superannuation and retired on 7th April, 2021, which made the composition of the Board of Directors of the Company in compliance with the terms of SEBI LODR w.e.f. 8th April, 2021. The Secretarial Audit Report is annexed to the Board's Report at **Annexure 3**.

Further, the Secretarial Audit Report of PTC Energy Limited, material subsidiary, is annexed to Board's report at **Annexure 4**.

Your Board hereby affirms that it gives immense importance to the Corporate Governance norms issued by the SEBI in the Listing Regulations and always endeavors to achieve the highest standard of Governance in the Company. PTC India has complied with all the provisions of Corporate Governance norms.

HUMAN RESOURCES

In any service industry, employees form the core of an organization. The management of your organization understands the importance of its core resource and invests a significant portion of its time in engaging, developing and retention of employees. Your Company is committed to and has always maintained gender diversity & equality in the organization. The employee engagement platform is framed on the objective of inclusiveness. The company encourages participation of employees in social activities and to provide healthy work environment wherein every employee can develop his/her own strengths and deliver expertise to achieve the overall objective of the organization.

Industrial relations - Healthy, cordial, and harmonious industrial relations are being maintained at all times and all levels by your Company.

CORPORATE GOVERNANCE

A separate report on corporate governance, along with a certificate from the Practicing Company Secretary regarding the compliance of conditions of corporate governance norms as stipulated under Listing Regulations is annexed and forms part of the Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis on matters related to the business performance as stipulated in the SEBI (LODR) Regulations, 2015 is given as a separate section in the Annual Report.

DOMESTIC POWER TRADING

Your Company has completed another significant year of its operations. In the previous financial year, PTC has been selected as an aggregator for the 2500 MW Pilot Scheme-II. PTC as an aggregator would sign the Agreements for Procurement of Power with successful bidders and back to back Power Supply Agreements with the Distribution Licensees in the current financial year and power supply would also commence during the current financial year. In this financial year, the company has maintained its leadership position in the industry by registering growth in trading volumes w.r.t. previous year despite several changes in the market. Volumes of the Company have grown by maintaining continuous interactions with customers, providing innovative solutions and managing the key power portfolios of some states. Your Company remains the front runner in the power trading market.

PTC has achieved the highest trading volume of 80,042 MUs during 2020-21 against the previous year's volume of 66,332 MUs with an annualized growth of around 20.67%. PTC has achieved short-term trading volume of 40,070 MUs (Previous year 29,353 MUs) during 2020-21. Further, PTC has achieved long & medium-term trading volumes of 39,963 MUs (Pervious year 36,966 MUs) during 2020-21 with a growth of around 8.11% over the previous year. PTC managed to retain its leadership position in terms of the overall trading volumes in the power trading market.

PTC's volume on power exchanges during 2020-21 reached 34,536 MUs against the previous year figure of 22,618 MUs which has seen an increase of around 52.69% over the previous year.

PTC had sustained its presence in the portfolio management of power business for the utilities segment under various arrangements with Government of Himachal Pradesh, New Delhi Municipal Council, Jammu & Kashmir State Power Development Corporation Limited and other utilities. The arrangements mandate PTC for sale / purchase of power for the respective utilities under bilateral, power exchanges and banking arrangements. PTC has also successfully ventured into the role of a holistic solution provider by assisting utilities in their day to day demand- supply assessment, price forecasting, market assessment and optimizing the overall power portfolio of the state.

Long Term Agreements for Purchase of power

COMMISSIONED PROJECTS

i. Power Projects commissioned before FY 2020-21: The existing Long-term arrangements where power supply commenced before FY 2020-21: 5022 MW;

ii. Power Projects commissioned during FY 2020-21: The Long-term arrangements where power supply from the project commenced during FY 2020-21: 200 MW;

iii. Power Projects expected to be commissioned in FY 2021-22: Pipeline of projects with long term arrangements which would be commence power supply in FY 2020-21:135 MW.

POWER PURCHASE AGREEMENTS

PTC has in its portfolio Long-term Power Purchase Agreements (PPAs) with the generators for a cumulative capacity of about 9903 MW for further sale of power to Discoms which includes Cross-Border power trade and most of them are already tied-up. The projects are based on domestic coal, imported coal, gas, hydro and renewable energy resources.

AGREEMENTS FOR SALE OF POWER

In previous financial year, PTC has been selected as an aggregator by the PFC Consulting (Nodal Agency) under the 2500 MW Pilot Scheme-II of Central Government for procurement of power by Distribution Licensees (Discoms) from coal based thermal power plants for a period of three (3) years under Medium-term. Subsequently, Nodal Agency had conducted the competitive bidding process under the Pilot Scheme-II on 07.02.2020 and twelve generators for the entire 2500 MW capacity have been declared as successful bidders. In the current financial year, PTC as an aggregator would sign the Agreements for Procurement of Power with successful bidders and back to back Power Supply Agreements with the Distribution Licensees and the power supply would also commence.

In the FY 2020-21, PTC has participated in the medium term tender for procurement of 142 MW hydro power by New Delhi Municipal Council for a period of 3 years and PTC has emerged as the successful bidder for the entire 142 MW quantum. It is expected that the PPA would be executed after the approval of regulatory commission and power supply under medium term PPA would commence in FY 2021-22.

Current status of the Pilot Scheme I

The scheme got operational with a total quantum of 1900 MW being supplied from 7 generators and tied up with 5 State Discoms. After completing three years of operation, the scheme will be in existence till Nov'21 to Dec'22 in phases.

CROSS BORDER POWER TRADE

Cross-border trade with Bhutan witnessed a volume of 8754 MUs for FY 2020-21 (previous year 5938 MUs), an increase of around 47.42% over the previous year. Also, Trade with Nepal witnessed a volume of 170.53 MUs.

In the previous year, PTC was designated as the Nodal Agency by Government of India for import of power from 720 MW Mangdechhu Hydroelectric Project located in Bhutan and had signed the PPA with Druk Green Power Corporation Limited (DGPC) on 15th August, 2019. Subsequently, the Power Sale Agreements were signed between PTC and the Beneficiary states viz Assam, Bihar, Odisha and West Bengal on 30th August 2019. The entire project got commissioned in August, 2019 and the full 720 MW power has been supplied in the current financial year.

PTC has supplied a total of 946.66 MUs in FY 2020-21 to BPDB under the Long-term contract for 200 MW capacity.

Cross-border transactions remain a vital part of our portfolio and we expect an increase in volumes in the next year also.

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

The particulars relating to conservation of energy, technology absorption, are not applicable.

FOREIGN EXCHANGE EARNINGS AND OUTGO

During the year, the total foreign exchange used was ₹ 1.92 Crores (Exp.) and the total foreign exchange earned was ₹ 577.74 Crores.

PARTICULARS OF EMPLOYEES

The information required pursuant to Section 197 read with Rule 5(1) and Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is attached to the Directors' Report at **Annexure 5**.

SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL), ACT 2013

Your Company has in place a Prevention of Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. This policy may be accessed on the Company's website i.e. www.ptcindia.com.

Internal Complaints Committee has been set up to redress complaints received regarding sexual harassment. All employees (permanent, Contractual, temporary, trainees) are covered under this policy. The Company has not received any sexual harassment complaints during the year 2019-20/ 2020-21.

OTHER DISCLOSURES

i) SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

No significant or material orders were passed during the year under review by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

ii) TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

Pursuant to the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has already filed the necessary form and uploaded the details of unpaid and unclaimed amounts lying with the Company, as on the date of last AGM, with the Ministry of Corporate Affairs. During the period under review, the Company has transferred dividend of ₹ 14,08,949 which were unclaimed for seven years or more and lying in 'unpaid/ unclaimed dividend A/c' for such period to IEPF account. Further, 13,517 equity shares, in respect of which said unclaimed dividend has been transferred to IEPF account, have also been transferred to the IEPF account.

iii) DEPOSITS

Your Company has not accepted any deposits from public in terms of provisions of Companies Act, 2013. Thus, no disclosure is required relating to deposits under Chapter V of Companies Act, 2013.

iv) COMPLIANCE WITH SECRETARIAL STANDARD ON BOARD AND GENERAL MEETINGS

During the period under review, the Company has complied with the Secretarial Standards 1 & 2 as issued by the Institute of Company Secretaries of India.

GENERAL

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
- Neither Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries.

Your Directors further state that there are no specific disclosures required under details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof.

Further, no application was filed under the Insolvency and Bankruptcy Code, 2016 during the year.

CAUTIONARY STATEMENT

Statements in this "Director's Report" & "Management Discussion and Analysis" describing the Company's objectives, projections, estimates, expectations or predictions may be forward looking statements within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations including raw material/ fuel availability and its prices, cyclical demand and pricing in the Company's principal markets, changes in the Government regulations, tax regimes, economic developments within India and the Countries in which the Company conducts business and other ancillary factors.

APPRECIATION AND ACKNOWLEDGEMENT

The directors take this opportunity to express their deep sense of gratitude to the Promoters, Shareholders, Central and State Governments and their departments, Regulators, Central Electricity Authority, banks and the local authorities for their continued guidance and support.

Your directors would also like to record its appreciation for the support and cooperation your Company has been receiving from its clients and everyone associated with the Company.

Your directors place on record their sincere appreciation to the employees at all levels for their hard work, dedication and commitment. The enthusiasm and unstinting efforts of the employees have enabled the Company to remain as an industry leader.

And to you, our shareholders, we are deeply grateful for the confidence and faith that you have always reposed in us.

For and on behalf of the Board

Sd/-
(Deepak Amitabh)
(Chairman & Managing Director)
DIN: 01061535

Date: 11th August, 2021
Place: New Delhi.

Annexure 1

FORM NO. AOC-1 (ANNUAL PERFORMANCE OF SUBSIDIARIES)

(Pursuant to first provision of sub-section (3) of section 129 of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014)

Part "A": Subsidiaries

(₹ in Crore except % of shareholding)

Name of the Subsidiary Company (Financial year ended at March 31, 2021)		PTC India Financial Services Limited	PTC Energy Limited
1.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA	NA
2.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	NA	NA
3.	Share capital	642.28	654.12
4.	Reserves & surplus	1477.22	45.62
5.	Total assets	11532.08	2255.07
6.	Total Liabilities	11532.08	2255.07
7.	Investments (net of provision)	373.30	-
8.	Turnover	1130.57	267.43
9.	Profit before taxation	93.42	(11.55)
10.	Provision for taxation	67.82	2.19
11.	Profit after taxation	25.60	(9.36)
12.	Proposed Dividend	-	-
13.	% of shareholding	64.99%	100%

1. Names of subsidiaries which are yet to commence operations- NIL
2. Names of subsidiaries which have been liquidated or sold during the year. - NIL

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		Krishna Godavari Power Utilities Limited#	Pranurja Solutions Limited	RS India Wind Energy Limited#	Varam Bio Energy Pvt. Limited#	RS India Global Energy Limited#
1.	Latest audited Balance Sheet Date	Not Available	31/03/2021	Not Available	Not Available	Not Available
2.	Date on which the Associates or Joint Ventures was associated or acquired		FY 20-21			
3.	Shares of Associates /Joint Ventures held by the company on the year end (in No.)	3,75,48,700	12,50,00,000	6,11,21,415	43,90,000	2,34,02,542
	Amount of Investment in Associates/Joint Ventures (₹ in Crores)	37.55	12.50	61.12	4.39	23.40
	Extent of Holding %	49%	22.62%	37%	26%	48%
4.	Description of how there is significant influence	Note A	Note A	Note A	Note A	Note A
5.	Reason why the associate/joint venture is not consolidated	Note B	NA	Note B	Note B	Note B
6.	Net worth attributable to shareholding as per the latest audited Balance Sheet (₹ in Crore)	Not Available	12.38	Not Available	Not Available	Not Available
7.	Profit / (Loss) for the year (₹ in Crore)					
	i. Considered in Consolidation	Not Available	(0.08)	Not Available	Not Available	Not Available
	ii. Not Considered in Consolidation	Not Available	NA	Not Available	Not Available	Not Available

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-NIL

#Company has made full provisions for investment in the associate company.

Note A: There is significant influence due to holding more than 20% share capital.

Note B: The Audited Accounts were not made available by associate companies.

For and on behalf of the Board
PTC India Limited

	Sd/-	Sd/-	Sd/-	Sd/-
Place : New Delhi	**(Pankaj Goel)**	**(Rajiv Maheshwari)**	**(Rajib Kr. Mishra)**	**(Deepak Amitabh)**
Date : 11th August, 2021	CFO	Company Secretary	Director	Chairman & Managing Director
			DIN: 06836268	DIN: 01061535

Annexure 2

FORMAT FOR THE ANNUAL REPORT ON CSR ACTIVITIES

1. Brief outline on CSR Policy of the Company

   As a corporate citizen, your Company, is committed to ensure the social upliftment of the communities in areas where it operates Pan India through its Corporate Social Responsibility (CSR) Initiatives. The company has formulated its CSR policy aiming to deliver internal and external positive socio-environmental impact while ensuring focused contribution towards CSR. In order to accomplish this objective professionally, the Company is undertaking the CSR initiatives through its own Trust named the PTC Foundation Trust (PFT).

   The Company's thrust areas for undertaking CSR activities are in line with the key sectors specified in Schedule VII of Section 135, of the Companies Act, 2013, and changes therein from time to time.

2. Composition of CSR Committee:

Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Shri D.S Saksena	Independent Director	2	2
2.	Ms. Bharti Prasad	Independent Director	2	2
3.	Shri Deepak Amitabh	CMD	2	2
4.	Shri Ramesh Narain Misra	Independent Director	2	2
5.	Shri Vinod Kumar Singh	Independent Director	2	1

*cessation w.e.f. December 20, 2020

3. Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

   Composition of Committee - https://www.ptcindia.com/about-us/board-of-directors

   CSR policy-https://ptcindia.com/wp-content/uploads/2019/07/corporate-social-responsibility-policy.pdf

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report)- Not applicable

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
1			
2			
3			
	TOTAL		

6. Average net profit of the company as per section 135(5). ₹ 399.43 crore

7. (a) Two percent of average net profit of the company as per section 135(5)- ₹ 7.99 crore

   (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years - Nil

   (c) Amount required to be set off for the financial year, if any - Nil

   (d) Total CSR obligation for the financial year (7a+7b-7c).- ₹ 7.99 crore

8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
7.99 crore					

(b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project.	Item from the list of activ-ities in Sche-dule VII to the Act	Local area (Yes /No).	Location of the project.		Project duration. (in years)	Amount allocated for the project in fiscal 2021 (in ₹ crore).	Amount spent in the current financial Year (in ₹ crore).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹ crore).	Mode of Implementation-Direct (Yes /No).	Mode of Implementation – Through Imple-menting Agency	
				State	District						Name	CSR Registration number (1)
1	Empowering Rural Poor Women and Girls through SHGs, Livelihoods and Education	Women Empowerment & Livelihood	No	Rajasthan	Alwar District	3 years	1.11	1.11	-	No	PTC Foundation Trust	NA
2	Change in Childhood Cancer Scenario of underprivileged and marginalized children through CanKids Hospital Support Unit (CHSU)	Promoting preventive & curative health care	Yes	Delhi	South Delhi	2 years	1.27	1.27	-	No	PTC Foundation Trust	NA
3	Financing Higher Studies of Girl Achievers from Rural Area	Empowering higher Education	No	Haryana	Gurgaon	3 years	0.12	0.12	-	No	PTC Foundation Trust	NA
	TOTAL						2.50	2.50				

(1) These are 'ongoing projects' as defined in the CSR Amendment Rule The years mentioned include the financial year in which the projects was commenced.

(2) CSR registration will be obtained within the prescribed timeline, wherever applicable as per CSR Amendment Rules. The requirement does not apply to CSR projects or programs approved prior to April 1, 2021.

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local Area (Yes/ No).	Location of the project.		Amount spent for the project (in ₹ crore)	Mode of implementation – Direct (Yes/ No)	Mode of implementation –Through implementing agency	
				State	District			Name.	CSR registration number
1	Sanitation work	Preventive health care & Sanitation	Yes	Delhi	South West Delhi	1.02	No	PTC Foundation Trust	NA
2	Facilitating essential medical assistive equipment's to Medical professionals and Frontline workers through State Govt. for COVID-19"	Promotion of healthcare, including preventive health care and sanitation, and disaster management/ (i), (xii)	No	Pan India	Haryana, Uttar Pradesh, Tamil Naidu, Rajasthan & Bihar	3.16	No	PTC Foundation Trust	NA
3	Furnishing of partially constructed II floor of Residential School Building"	Empowering girls through education by setting up homes & hostels / (ii), (iii)	No	Bihar	Patna	0.33	No	PTC Foundation Trust	NA
4	Installation of 85 KWp (80 Kwp Grid connected + 5 KWp off Grid)	Conservation of Natural Resources by Green Energy	No	Rajasthan	Alwar	0.37	No	PTC Foundation Trust	NA

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	
Sl. No.	Name of the Project	Item from the list of activities in schedule VII to the Act.	Local Area (Yes/ No).	Location of the project.		Amount spent for the project (in ₹ crore)	Mode of implementation – Direct (Yes/ No)	Mode of implementation –Through implementing agency	
				State	District			Name.	CSR registration number
5	Installation of 30 KWp (20 KWP Off Grid and 10 KWp On Grid System) and provide 20 bookshelves to library of residential educational center	Supporting Education & Green Energy installations	No	Uttar Pradesh	Varanasi	0.39	No	PTC Foundation Trust	NA
6	Adarsh Panchayat empower farmers to rural development program	Rural Development	No	Bihar	Sitamarhi District	0.22	No	PTC Foundation Trust	NA
	TOTAL					5.49			

(1) CSR registration will be obtained within the prescribed timeline, wherever applicable as per CSR Amendment Rules. The requirement does not apply to CSR projects or programs approved prior to April 1,2021.

(d) Amount spent in Administrative Overheads: Nil

(e) Amount spent on Impact Assessment, if applicable: Not applicable

(f) Total amount spent for the Financial Year (8b+8c+8d+8e): 7.99 crore

(g) Excess amount for set off, if any

Sl. No.	Particular	Amount (₹ in Crore.)
(i)	Two percent of average net profit of the company as per section 135(5)	7.99
(ii)	Total amount spent for the Financial Year	7.99
(iii)	Excess amount spent for the financial year [(ii)-(i)]	NIL
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	NIL
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	NIL

(a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year.	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹).	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Amount remaining to be spent in succeeding financial years. (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
	TOTAL						

(b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	**Project ID.**	**Name of the Project.**	**Financial Year in which the project was commenced.**	**Project duration.**	**Total amount allocated for the** project (in ₹).	**Amount spent on the project in the reporting Financial Year (in Rs).**	**Cumulative amount spent at the end of reporting Financial Year. (in ₹)**	**Status of theproject- Completed /Ongoing.**
	TOTAL							

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year **(asset-wise details). NA**
   (a) Date of creation or acquisition of the capital asset(s).
   (b) Amount of CSR spent for creation or acquisition of capital asset.
   (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.
   (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).
11. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).

Sd/-
Sh. Deepak Amitabh
(Chairman & Managing Director)

Sd/-
Shri D.S. Saksena
(Chairman CSR Committee)

Date: 11th August, 2021
Place : New Delhi

Annexure 3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2021

{Pursuant to Section 204 (1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014}

To
The Members,
PTC INDIA LIMITED.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **PTC INDIA LIMITED** (hereinafter called PTC/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 PTC's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and 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 period ended on 31st March, 2021 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 PTC ("the Company") for the financial year ended on 31st March, 2021 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iii) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(v) Compliances/ processes/ systems under other applicable Laws to the Company are being verified on the basis of certificate submitted to the Board of Directors of the Company.

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

(a) Secretarial Standards issued by the Institute of Company Secretaries of India - *Generally complied with.*

(b) The Listing Agreement with National Stock Exchange of India Limited and BSE Limited and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

1. *The Board of Directors of the Company was not duly constituted from December 20, 2020 till March 31, 2021 in terms of Regulation 17(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.*

   We further report that the Board of Directors of the Company was duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors except for the period from 04.05.2020 to 30.06.2020 and 20.12.2020 to 31.03.2021 due to vacancy in the office of Independent Director. 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.

   Generally, adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

   Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes, if any.

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

We further report that on 17th May, 2021 the National Stock Exchange of India Limited and BSE Limited have levied monetary fine for non-compliance under Regulation 17(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 for the quarter ended on 31st March, 2021 (for the period from 20th March, 2021 to 31st March, 2021), against which the Company has submitted replies along with the request to waive fines imposed on the Company.

We further report that during the audit period, there were no specific events/actions having a major bearing on the Company's affairs in pursuance of the above referred laws.

For **Agarwal S. & Associates,**
Company Secretaries,
ICSI Unique Code: P2003DE049100
Peer Review Cert. No.: 626/2019

Sd/-
CS Sachin Agarwal
Partner
FCS No. : 5774
C.P No. : 5910
UDIN: F005774C000577862

Place: New Delhi
Date: 05.07.2021

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

"Annexure A"

To,
The Members,
PTC India Limited

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

(i) Maintenance of secretarial records is the responsibility of the management of the Company. Our Responsibility is to express an opinion on these secretarial records, based on our inspection of records produced before us for Audit.

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

(iii) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and our report is not covering observations/comments/ weaknesses already pointed out by the other Auditors.

(iv) Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulation and happening of events etc.

(v) The Compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis and to give our opinion whether Company has proper Board-processes and Compliance-mechanism in place or not.

(vi) The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

(vii) The prevailing circumstances in the Country on account of Lockdown/ restrictions on movements and Covid 19 have impacted physical verification of the records/ documents of the Company.

For **Agarwal S. & Associates,**
Company Secretaries,
ICSI Unique Code: P2003DE049100
Peer Review Cert. No.: 626/2019

Sd/-
CS Sachin Agarwal
Partner
FCS No. : 5774
C.P No. : 5910

Place: New Delhi
Date: 05.07.2021

Annexure 4

Form No. MR-3
Secretarial Audit Report

For the financial year ended 31st March, 2021

{Pursuant to Section 204(1) of the Companies Act, 2013 and
Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014}

To,
The Members,
PTC Energy Limited

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and 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 31st March, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and Compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2021 according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder;

(ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder; -

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):

   (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011;

   (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

   (c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

   (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

   (e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

   (f) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

   (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

   (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(vi) Compliances/ processes/ systems under other applicable Laws to the Company are being verified on the basis of random sampling and as per compliance certificate submitted to the Board.

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

   (i) Secretarial Standards issued by the Institute of Company Secretaries of India- Generally complied with.

   (ii) The Listing Agreement- **Not Applicable**.

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 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.

Generally, adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

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

For **Agarwal S. & Associates,**
Company Secretaries,
ICSI Unique Code: P2003DE049100
Peer Review Cert. No.: 626/2019

Sd/-
CS Anuradha Jain
Partner
FCS No. : 36639
CP No. : 14180

Place: New Delhi
Date: 20.07.2021
UDIN: A036639C000661681

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

"Annexure A"

To,
The Members,
PTC Energy Limited

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

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our Responsibility is to express an opinion on these secretarial records, based on our inspection of records produced before us for Audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company and our report is not covering observations/comments/ weaknesses already pointed out by the other Auditors.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations, happening of events, etc.
5. The Compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis and to give our opinion whether Company has proper Board-processes and Compliance-mechanism in place or not.
6. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.
7. The prevailing circumstances in the Country on account of Lockdown/ restrictions on movements and Covid 19 have impacted physical verification of the records/ documents of the Company.

For **Agarwal S. & Associates,**
Company Secretaries,
ICSI Unique Code: P2003DE049100
Peer Review Cert. No.: 626/2019

Sd/-
CS Anuradha Jain
Partner
FCS No. : 36639
CP No. : 14180

Place: New Delhi
Date: 20.07.2021

Annexure 5

Statement of Disclosure of Remuneration under Section 197 of the Companies Act 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

(i) The ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year 2020-21 & the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;

S No.	Name of Director / KMP and Designation	Remuneration of Director/ KMP for F.Y. 2020-21 (₹ in Crores)	Remuneration of Director/ KMP for F.Y. 2019-20 (₹ in Crores)	% increase in Remuneration in the F.Y. 2020-21	Median Remuneration (F.Y.2020-21)	Ratio of remuneration of each Director/ to median remuneration of employees	Median Remuneration (F.Y.2019-20)	Increase in median	% with PAT 2020-21
1	Deepak Amitabh (Chairman and Managing Director)	1.68	1.63	3.07%	0.19	8.84	0.19	0%	0.41%
2	Dr. Rajib Kumar Mishra Director (Whole Time Director)	1.36	1.36	0.00%	0.19	7.16	0.19	0%	0.33%
3	Dr. Ajit Kumar (Whole Time Director)	1.41	1.36	3.68%	0.19	7.42	0.19	0%	0.34%
4	Pankaj Goel (EVP & CFO)	0.87	0.87	0.00%	0.19	4.58	0.19	0%	0.21%
5	Rajiv Maheshwari (Company Secretary)	0.55	0.62	-11.29%	0.19	2.89	0.19	0%	0.13%

(ii)	The percentage increase in the median remuneration of employees in the financial year;	The median remuneration of Employees including Whole time Director(s) is ₹ 0.19 Crores .in FY 2020-21 which is same as was for the last FY 2019-20. Accordingly, there is no increase in median remuneration of employees (including WTDs) in FY 2020-21 as compared to FY 2019-20.
(iii)	The number of permanent employees on the rolls of company;	The number of permanent employees on the rolls of the company as of 31st March 2021 and 31st March 2020 were 102 and 97 respectively.
(iv)	average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	The average percentile increases made in the salaries of employees other than the managerial personnel in the last financial year was 8.47% and the percentile increase in the managerial remuneration was 0.51% during the same period.
(v)	Affirmation that the remuneration is as per the remuneration policy of the company.	Yes.

PARTICULARS OF THE TOP 10 EMPLOYEES (SECTION 197)

S. No.	Name & Designation	Nature of Employment (whether contractual or otherwise)*	Remuneration Received (amount in Rupees Crores)	Qualifications and Experience	Date of Commencement of Employment in PTC	Age (DOB)	Last Employment	Number of Equity Shares held in the Co. (as on 31.03.2021)	If relative of any Director or Manager, name of such Director or Manager
1	Deepak Amitabh, CMD	CMD	1.68	M.Sc. 37 years	3-Sep-03	8-Oct-60	IRS. Govt. of India	79557	NO
2	Dr. Ajit Kumar, Director	Commercial & Operations	1.41	B.Sc. Engg. (Electrical), MBA 38 years	2-Apr-15	8-Apr-59	NTPC Ltd.	NIL	NO

S. No.	Name & Designation	Nature of Employment (whether contractual or otherwise)*	Remuneration Received (amount in Rupees Crores)	Qualifications and Experience	Date of Commencement of Employment in PTC	Age (DOB)	Last Employment	Number of Equity Shares held in the Co. (as on 31.03.2021)	If relative of any Director or Manager, name of such Director or Manager
3	Dr. Rajib Kumar Mishra, Director	Marketing & BD, HR & SS	1.36	B.Tech(Electrical), Ph.D 33 years	20-Oct-11	1-Mar-63	Power Grid Corporation of India Ltd.	1800	NO
4	Rajiv Malhotra, Executive Director & CRO	CRO	1.18	B.Sc., PDPM, CFA 28 years	7-Jun-13	7-Nov-66	Athena Energy Ventures Pvt. Ltd.	NIL	NO
5	Harish Saran, Executive Director	Marketing	0.95	B.E.(Electrical) PGDOM 31 years	01-Oct-99	07-June -65	Power Grid Corporation of India Ltd.	65000	NO
6	Pankaj Goel, Executive Vice President	EVP & CFO-Finance	0.87	Cost & Works Accountant, Chartered Accountant, B.Com, 26 years	17-Feb-09	19-Dec-69	IRCTC Ltd.	2563	NO
7	Hiranmay De, Executive Vice President	Commercial and Operations	0.87	B.E. (Elec.) 31 years	20-Oct-03	1-Jun-64	Power Grid Corporation of India Ltd.	NIL	NO
8	Sanjeev Puri, Senior Vice President	HR	0.73	B.Com, MPM&IR 35 years	29-Jun-15	25-Sept-61	NTPC Ltd.	800	NO
9	Hira Lal Choudhary, Senior Vice President	Commercial	0.71	B.E. (Electrical) 24 years	17-Oct-14	26-Jun-71	JSW Power Trading Company Ltd.	NIL	NO
10	Rajesh Cherayil, Senior Vice President	Corporate Strategy & Planning	0.66	MBA	09-Aug-2019	12-Jan-1976	Neerus Capital	NIL	NO

*All of the above are permanent employees of the Company

Remuneration is as per the Remuneration Policy of the Company as approved by Nomination & Remuneration Committee.

The Remuneration for the purpose of above table is defined as Total Cost to the Company (TCC) which includes variable Performance related pay.

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no employee of the Company employed throughout the year who was in receipt of remuneration of ₹ One crore and two lacs or more in a year except for Shri Deepak Amitabh, CMD, Dr. Rajib Kumar Mishra, Director, Dr. Ajit Kumar, Director and Shri Rajiv Malhotra. Further, during the year under review, there was no employee of the Company employed for a part of year who was in receipt of remuneration of ₹ Eight lacs and fifty thousand or more per month.

Details of remuneration of CMD & other Whole Time Directors (remuneration of more than ₹ 1.02 Crores)

Name	Shri Deepak Amitabh	Dr. Ajit Kumar (ceased to be director w.e.f. 7th April 2021)	Dr. Rajib Kr. Mishra	Shri Rajiv Malhotra
Designation	CMD	Director (Commercial & Operations)	Director (Marketing & BD)	CRO
Qualification	MSc., Ex-IRS	B.Sc. Engg. (Electrical), MBA, Ph.D	B.Tech (Electrical), Ph.D	B.Sc., PDPM, CFA
Nature of Employment Whether contractual or otherwise	CMD	WTD	WTD	Permanent
Nature of Duties of employees	Overall Managerial functions of company	Commercial & Operations)	Marketing & BD	Group CRO, HR & SS
Last employment held	Government of India	NTPC	POWERGRID	Athena Energy Ventures Pvt. Ltd.

Name	Shri Deepak Amitabh	Dr. Ajit Kumar (ceased to be director w.e.f. 7th April 2021)	Dr. Rajib Kr. Mishra	Shri Rajiv Malhotra
Number of years of experience	37	40	35	28
Age	60	61	58	54
Date of commencement of employment (at Board Level)	25.01.2008	02.04.2015	24.02.2015	-
Gross Remuneration (figures in ₹ Crore)	1.68	1.41	1.36	1.18
No. of Equity Shares held (of ₹ 10/- each) (As on 31.03.2021)	79,557	NIL	1800	
Whether Relative of a Director or Manager	No	No	No	No
Other terms and conditions of Employment	-	-	-	-

For and on behalf of the Board

Sd/-
(Deepak Amitabh)
(Chairman & Managing Director)
DIN: 01061535

Date : 11th August, 2021
Place : New Delhi

MANAGEMENT DISCUSSION AND ANALYSIS

Forward Looking Overview Statement:

The report contains forward-looking statements, identified by words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' and so on. All statements that address expectations or projections about the future, but not limited to the Company's strategy for growth, product development, market position, expenditures and financial results, are forward-looking statements. Since these are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate or will be realised. The Company's actual results, performance or achievements could thus differ from those projected in any forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any such statements on the basis of subsequent developments, information or events. The Company disclaims any obligation to update these forward-looking statements, except as may be required by law.

World Economy:

2020 will be etched forever in the history of humanity as the year of the pandemic. And we are still not out of the proverbial "woods" yet as countries across the world continue to engage in vaccination drives and fighting infections albeit on a slightly reduced scale. It is a crisis that has affected both lives and livelihood on an unprecedent scale.

For the year 2020, global output sank into its steepest contraction since the Great Depression at (-) 3.3 per cent, with advanced countries' GDP down by 4.7 per cent and that of emerging and developing countries (EMDEs) by 2.2 per cent. World trade volume of goods and services shrank by 8.5 per cent. Consumer price inflation (CPI) halved in advanced economies but remained broadly unchanged year-on-year in EMDEs, reflecting the firming up of non-fuel commodity prices. Crude prices, on the other hand, declined by close to 33 per cent during the year. (Source: RBI)

In 2021, the global economic recovery has been gaining momentum, driven mainly by major advanced economies (AEs) and powered by massive vaccination programmes and stimulus packages. Activity remains uneven in major emerging market economies (EMEs), with downside risks from renewed waves of infections due to contagious mutants of the virus and the relatively slow progress in vaccination. World merchandise trade continues to recover as external demand resumes, though elevated freight rates and container dislocations are emerging as constraints. CPI inflation is firming up in most AEs, driven by release of pent-up demand, elevated input prices and unfavourable base effects. Inflation in major EMEs has been generally close to or above official targets in recent months, pushed up by the sustained rise in global food and commodity prices. To illustrate, with increased demand coupled with supply cuts, crude prices have increased to 75 USD/barrel (Brent) levels increasing to an 85% increase over the last year. Global financial conditions remain benign. (Source: RBI).

Indian Economy:

During FY 2020-21, both the Government of India and the Central Bank launched a slew of fiscal and monetary measures to mitigate the impact of pandemic, Indian Government launched various support programmes under the Atmanirbhar Bharat scheme, including spending on health care to strengthen the COVID-19 response, wage support, in-kind and cash transfers to lower-income households, deferral of tax payments as well as debt and liquidity support for small businesses and financial institutions.

Provisional estimates of national income released by the National Statistical Office (NSO) on May 31, 2021 placed India's real gross domestic product (GDP) contraction at 7.3 per cent for 2020-21, with GDP growth in Q4 at 1.6 per cent year-on-year (y-o-y).

As per RBI forecasts, rural demand remains strong and the expected normal monsoon bodes well for sustaining its buoyancy, going forward. The increased spread of COVID-19 infections in rural areas, however, poses downside risks. Urban demand has been dented by the second wave, but adoption of new COVID-compatible occupational models by businesses for an appropriate working environment ("work from home" or "romote working") may cushion the hit to economic activity, especially in manufacturing and services sectors that are not contact intensive. On the other hand, the strengthening global recovery should support the export sector. Domestic monetary and financial conditions remain highly accommodative and supportive of economic activity. Moreover, the vaccination process is expected to gather steam in the coming months and should help to normalise economic activity quickly. Taking these factors into consideration, real GDP growth is now projected at 9.5 per cent in 2021-22, consisting of 18.5 per cent in Q1; 7.9 per cent in Q2; 7.2 per cent in Q3; and 6.6 per cent in Q4:2021-22 (Source: RBI)

Power Sector and Power Market Scenario:

A robust and thriving electricity sector is crucial for the economic growth and welfare of the nation. India's power sector has diversified sources of power generation encompassing both conventional sources such as coal, lignite, natural gas, oil, and nuclear power and non-conventional sources such as wind, solar, hydro, agricultural and domestic waste based electricity. However, the large geographical spread and a sector that is regulated by both the centre and states has its own challenges in making high quality of electricity available to more than 1.35 billion people and balance the interests of all stakeholders.

Policy initiatives during the year:

2020-21 witnessed a plethora of bold policy initiatives & measures (some are in the draft stage and under discussion) to make the sector robust and financially sustainable as well as provide uninterrupted and superior quality electricity to all the consumers.

- The draft Electricity Amendment Bill was introduced on 17th April 2020 with quite a slew of reform measures including an emphasis on improving the distribution sector. Concepts such as Distribution Sub-licensee, reduction of Cross Subsidy as per Tariff Policy, Direct Benefit Transfer of Government Subsidies to consumers, requirement of Payment Security for scheduling and despatch of power, timely approval of tariff, framing of National Renewable Energy Policy, enforcement of Renewable Purchase Obligation and incorporation of Electricity Contract Enforcement Authority for dispute resolution have been envisaged as a part of the draft Electricity Amendment Bill.
- Similarly, Electricity (Rights of Consumers) Rules 2020 and enabling the state utilities (DIscoms) to exit or continue post the tenor of their contracted power purchase agreements (PPAs) were measures directed towards improvements in the service standards of the sector and providing flexibility respectively.
- Post the end of the FY 21, a few draft measures and policy papers on radical market design changes like market based economic dispatch (MBED) and secondary and tertiary ancillary services have been introduced for discussion. Your Company is ideally positioned to participate in the new market design that is likely to evolve in the future.

Snapshot: Total installed capacity of power stations in India stood at 382.73 GW as on 30th April 2021. The total energy generation including renewable energy sources stood at 1381.827 BUs. There was a de-growth in generated energy of 2.49% (-ve) over the previous year due to the effect of the pandemic and its impact on overall demand. The energy deficit was reduced to 0.4% as compared to 0.5% the previous year and the peak power deficit was reduced to 0.4% from 0.7% in FY20.

Enabling policy frameworks in favour of renewable energy are propelled with the twin objectives of making power available to all and reducing the environmental impacts arising out of utilizing conventional (primarily fossil fuel based) sources. With the policy support from the Government and market intervention, the renewable capacity reached 95.013 GW as on 30th April 2021.

In FY20, a market based intervention for resolution of stressed assets was put forward by Ministry of Power with signing of agreements for 1900 MW between state utilities (Discoms), PTC as the aggregator and generating companies. The model became successful. Taking the model forward, Ministry of Power launched Phase-II of the pilot scheme for stressed assets' resolution with procurement of 2500 MW power in medium term basis with PTC India Limited as the aggregator. Despite the delays caused due to the pandemic, PTC expects to operationalise the flow of power under this scheme in FY22.

Volumes on the power exchanges (dominated by day ahead markets" DAM" contracts) shot up during the year as the unusual circumstances brought on by the pandemic shifted the procurement strategy of many market participants to the short-term market. PTC continued to contribute significant volumes to this segment. Real time Markets, wherein buyers and sellers have freedom & flexibility to buy and sell power as per changing demand & supply with an hour's notice, have assumed significant proportions of the short-term markets. Similarly, Green Term-Ahead Markets (GTAM) is a new segment launched for trading of renewable energy. PTC is a significant market participant in all these segments

Opportunities and Threats:

An electricity trader plays a critical role in India's power market by offering bespoke solutions in the context of changing needs of consumers and the need to match demand and supply in different quantum and durations.

Electricity traders have been contributing to the Indian power sector over the last two decades by offering over the counter (OTC) solutions tailored to the need of various market participations. Electricity traders also correct market distortions through market based interventions. Going forward, the challenge and the opportunity will be to offer innovate solutions in an evolving market design encompassing power generation, transmission, distribution and trading. The market design is slated to undergo transformation with the very short-term (spot) markets assuming prominence for procurement of power by the market participants. Similarly, multiple contracts for procurement of renewable energy and electricity derivatives are expected to be launched in the Indian power market. Battery Energy Storage Systems (BESS), Green Hydrogen, Electric Vehicles are all expected to modify the structure and dynamics of the power market. Going forward, technology will become integral to the delivery of solutions for the power market. And aspects like predicting/ forecasting demand and supply scenarios will become critical for any provider of solutions.

The electricity distribution sector continues to provide the most challenges and it affects the health of the entire electricity value chain. For some time, policy action towards addressing the sectoral headwinds has been visible at all levels. Issues related to enhancing service levels by distribution companies and reducing stress in the generation assets have been in focus. Promoting a virtuous cycle of investment by providing certainty in the regulatory and policy space has also been a key objective for the sector. However, the cash flow challenge continues for the distribution utilities. A slew of proposed measures and legislative amendments seek to bring in the necessary reforms for the overall health of the sector.

Segment wise/ Product wise Performance:

PTC achieved the highest trading volume of 80,042 MUs during FY21 against the previous year's volume of 66,332 MUs with a growth of 20.67%. PTC achieved short-term trading volume of 40,070 MUs (Previous year 29,353 MUs) during FY21 with a growth of 36.51%, long & medium-term trading volumes of 39,963 MUs (Pervious year 36,966 MUs) during 2020-21 with a growth of around 8.11% over the previous year volumes. PTC managed to retain its leadership position in terms of the overall trading volumes in the Indian power trading market.

In the business mix, short term contributed around 50.06% (previous year around 44.25%) whereas Long and Medium Term contributed around 49.93% (55.73% in FY20) in the total traded volume. PTC's volume traded on power exchanges during FY21 reached 34,536 MUs against the previous year figure of 22,618 MUs which is an increase of around 52.69% over the previous year.

The trading margin has been under pressure due to increased competitiveness and because of the unique short-term procurement by market participants in the pandemic affected year. However, our unique mix of trades with short-term, long-term and cross-border trades, PTC was able to improve its margin to 4.19 paise per unit in FY21 compared to 3.64 paise per unit in FY20. Your Company's strategic objective is to aim towards achieving a trading margin in this band (3.0 to 4.0 paise per unit) on an overall basis while responding dynamically to emerging market scenarios.

Cross-border trades are of a strategic importance to your Company. Cross-border trade with Bhutan were to the extent of 8754 MUs for FY21 (previous year 5938 MUs), an increase of around 47.42% over the previous year. Also, trade with Nepal for FY 21 stood at a volume of 170.53 MUs.

In the previous year, PTC was designated as the Nodal Agency by Government of India for import of power from 720 MW Mangdechhu Hydroelectric Project located in Bhutan and had signed the PPA with Druk Green Power Corporation Limited (DGPC) on 15th August, 2019. Subsequently, the Power Sale Agreements were signed between PTC and the Beneficiary states viz Assam, Bihar, Odisha and West Bengal on 30th August 2019. The entire project got commissioned in August, 2019 and the full 720 MW power has been supplied in the current financial year (FY21).

Similarly, PTC has supplied a total of 947 MUs in FY21 to Bangladesh Power Development Board (BPDB) under the Long-term contract for 200 MW capacity.

So, PTC has a trading relationship with three strategic neighbouring countries and we hope to strengthen this relationship going forward.

In FY20, PTC was selected as an aggregator by the PFC Consulting (Nodal Agency) under the 2500 MW Pilot Scheme-II of Central Government for procurement of power by Distribution Licensees (Discoms) from coal based thermal power plants for a period of three (3) years under medium-term contracts. Subsequently, the Nodal Agency had conducted the competitive bidding process under the Pilot Scheme-II on 07.02.2020 and twelve generators for the entire 2500 MW capacity have been declared as successful bidders. Despite the delays brought on by the pandemic, in the current financial year, PTC as an aggregator would sign the Agreements for Procurement of Power with successful bidders and back to back Power Supply Agreements with the Distribution Licensees and the power supply is also expected to commence during the year..

PTC Retail, set up to facilitate power supply to the industrial and commercial consumers on the power exchanges, has seen considerable growth this year. With the value-added services, fuelled by data analytics, our clientele is growing and has crossed a number of 725 at the end of year. PTC acquired large corporate customers like Nuclear Power Corporation, Military Engineering Services, Larsen & Toubro, DCM Textile, Reliance Jio, Saint Gobain and Hindustan Unilever. Your Company has maintained its leadership position in the new exchange products of RTM and G-TAM introduced this year.

The state utilities have continued to repose their faith in PTC's service offering of energy portfolio management (EPM). This year, your Company has been awarded an Energy Portfolio Management (EPM) assignment by the Madhya Pradesh Power Management Company for 3 years. The service offerings from your Company will include Demand Forecasting, Sales Planning and Power Scheduling. Further, your Company has been awarded a contract by Delhi Metro Rail Corporation (DMRC) for facilitating the scheduling and operation for their power portfolio. Also, your Company has been awarded utility contracts for trading of power on Power Exchanges for Uttarakhand, Chhattisgarh, Haryana, Bihar, Dadra and Nagar Haveli, Punjab, Jharkhand and Jammu & Kashmir.

On corporate service offerings, your Company has been nominated for facilitating wheeling of power for the ITC group for their facilities in the states like West Bengal, Maharashtra, Bihar etc. Further, your Company continues to support various Zonal Railways (Northern, North Western, North Central, Eastern Central, West Central and South Western Railways) for trading of power through PTC on power exchanges. PTC was awarded the contract for providing assistance in meeting renewable compliances by SAIL for its facility in the state of Odisha.

Major utilities were added to PTC's growing clientele for sale/ purchase of renewable power to cater the growing market demand for clean energy sources. Your Company has supported various corporates in reducing their carbon footprints. Renewable Energy PPAs / PSAs were executed with clients in states like Gujarat, Delhi, Odisha, etc. helping these clients in their de-carbonization initiatives.

With increased focus on power distribution performance improvement and reforms, your Company is providing a bouquet of services under power distribution management business which includes power portfolio optimization (power trading and scheduling), commercial optimization (metering and billing), network operations and maintenance, and regulatory support. Under this domain, PTC is supporting large government institutions in Madhya Pradesh, Gujarat, Maharashtra and Orissa and is continually trying to replicate the success for other identified customers.

Your Company is also promoting the activities for optimization of cost of energy for the large maritime ports, Special Economic Zones, select Industrial Areas in some of the states under the existing regulatory framework of power distribution. Your Company is actively pursuing various opportunities and is in discussions with diverse institutional stakeholders for facilitating them in implementing suitable models in Smart Cities, Integrated Power Development Schemes (IPDS), Energy Efficiency Programs, Renewable Energy Programs, etc.

Your Company is also actively rendering advisory services for development of transmission and distribution (T&D) infrastructure by supporting key customers in preparation of detailed project reports (DPRs), engineering and estimation, bid process management and project supervision. Your Company has extended its portfolio to industries of Oil & Gas, Heavy Industries, and Special Economic Zones. Further, the consultancy business also continued to receive assignments for supporting clients in regulatory aspects, conducting feasibility studies, open access and support in procurement of renewable energy, etc.

Your Company has continued in positioning itself as a credible service-oriented organization in the energy efficiency business. Among the major orders to note, PTC has received orders from EESL for providing supervision services under the Street Lighting National Program for three more states viz Bihar, Maharashtra and Jammu & Kashmir for a period of 7 years.

Subsidiary companies of PTC India Limited:

PTC India Financial Services Limited (PFS), an infrastructure finance company (IFC), recorded total income of ₹ 1,139.45 Crores during FY21 which is down by 16.81% as compared to last year's revenue of Rs 1,369.71 Crores. Interest income for the FY21 has decreased to ₹ 1,105.25 Crores as against previous year's recorded figure of ₹ 1,324.26 Crores. The profit before tax and profit after tax for FY21 stood at ₹ 93.42 Crores and ₹ 25.60 Crores respectively. Earnings per share for FY21 stood at ₹ 0.40 per share.

PTC Energy Limited (PEL) has renewable energy portfolio of 288.8 MW consisting of 50 MW wind power projects in Madhya Pradesh, 50 MW wind power project in Karnataka and 188.8 MW wind power projects in Andhra Pradesh. The projects use leading edge wind turbine technologies from reputed original equipment manufacturers (OEMs). PEL has entered into firm long term power sale agreements for all of its projects with respective state utilities (Discoms). PEL has recorded revenue from operations of ₹ 267.43 Crores during FY21 as compared to previous year's revenue of ₹ 304.63 Crores. The profit/(loss) before tax and profit/(loss) after tax for FY21 stood at ₹ (11.55) Crores and ₹ (9.36) Crores respectively.

Outlook:

Going forward, your Company intends to consolidate its core trading business and would like to expand its value added services as an integrated energy solutions provider. The trading & advisory services related business opportunity towards resolution of stressed assets, services in renewable energy space and O&M services for SEZs/ Industrial Zones/ distribution utilities will remain our thrust areas. The Company is also looking to expand its technology vertical and develop solutions for the evolving energy market. Your Company is also engaged in setting up the third power exchange in the country, Pranurja Solutions Limited in which PTC holds a 25% equity stake. To cater to the changing dynamics of the sector, expectations of customers and growth aspirations of your Company, we will keep on developing solutions and augmenting offerings in the form of advisory, energy efficiency and other related services.

Risks and Concerns:

Your Company has been diligently following a structured and disciplined approach to manage risk as outlined in its Risk Management Policy. Risk Reports and Risk Matrices for every business template is used to aid in decision making process. Your Company's overall approach to Risk Management is aligned with the business objectives to ensure sustainable business growth. The risk management framework has further been strengthened by implementation of Group Exposure Norms. Your Company is committed to promote a proactive approach in evaluating, resolving and reporting risks associated with its businesses.

Internal Control System and their accuracy:

The Company has in place robust internal financial controls. The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of the Company's business, including adherence to the Company's policies, safeguarding of its assets, the prevention and detection of fraud and errors, the accuracy & completeness of the accounting records and the timely preparation of reliable financial disclosures.

The Company has appointed M/s. Ernst & Young for review and validation of the framework.

Discussion on Financial Performance with respect to Operational Performance

On a stand-alone basis, total revenue (including other income) grew to Rs 16,992.03 Crores in FY21 as against ₹ 16,448.30 Crores in FY20. Your company clocked all time high trading volumes of 80,042 MUs during FY21 against the previous year's volume of 66,332 MUs with a growth of 20.67%. The Profit After Tax at ₹ 410.25 Crores grew by 28.16% as compared to the previous financial year of ₹320.11 Crores. EPS increased to Rs 13.86 as compared to Rs 10.81 in FY20.

The Return on Net Worth (RoNW) for FY21 was 11.37% (PAT/Average Net Worth) compared to 9.36% for FY20 primarily due to the increase in operational income of the Company.

On a consolidated basis, total revenue grew by 1.38% to Rs 18373.66 Crores as against Rs 18,123.57 Crores in FY20. Profit After Tax stood at Rs 457.62 Crores as against ₹ 406.06 Crores in FY20 and EPS increased to Rs 15.16 as compared to Rs 12.42 in FY20.

Material developments in Human Resource / Industrial Relations front, including number of people employed

As a knowledge based organization, your Company recognizes that employees are a key stakeholder in the growth of the organization. Human resources play a pivotal role in enabling smooth implementation of key strategic decisions. Your Company aims at providing an environment where continuous learning takes place to meet the changing demands and priorities of the business including emerging businesses. Your Company also undertook various initiatives for the health and safety of its employees including but not limited to enabling work from home (WFH) protocols. Your company has 102 employees with diverse experience and skill sets who are continuously striving to achieve greater heights in organizational excellence.

For and on behalf of the Board

Sd/-
(Deepak Amitabh)
(Chairman & Managing Director)
DIN: 01061535

Date: 11th August, 2021
Place: New Delhi.

REPORT ON CORPORATE GOVERNANCE

As a listed Company and a good corporate entity, PTC is committed to sound corporate practices based on conscience, openness, fairness, professionalism and accountability paving the way in building confidence among all its stakeholders for achieving sustainable long-term growth and profitability.

COMPANY'S PHILOSOPHY ON THE CODE OF GOVERNANCE

Corporate Governance is about maximizing shareholder value legally, ethically and sustainably. At PTC, the goal of corporate governance is to ensure fairness for every stakeholder. We believe sound corporate governance is critical to enhance and retain investor trust. Our corporate governance report for fiscal 2021 forms part of this Annual report.

Corporate Governance implies governance with highest standards of professionalism, integrity, accountability, fairness, transparency, social responsiveness and business ethics for efficient and ethical conduct of business. Your Company's endeavor has been to inculcate good Corporate Governance practices in its organizational and business systems and processes with a clear goal to not merely adhere to the law to comply with the statutory obligations, but also to follow the spirit underlying the same.

The Corporate Governance practices followed by the Company include the corporate structure, its culture, policies and practices, personal beliefs, timely and accurate disclosure of information, commitment to enhancing the shareholder value while protecting the interests of all the stakeholders.

Your Company is committed to and firmly believes in practicing good Corporate Governance practices as they are critical for meeting its obligations towards shareholders and stakeholders. The Company's governance framework is based on the following principles which adhere to sound Corporate Governance practices of transparency and accountability:

- Constitution of Board of Directors with an appropriate blend of Executive and Non-Executive Directors committed to discharge their responsibilities and duties.
- Compliance with all governance codes, Listing Agreements, other applicable laws and regulations.
- Timely and balanced disclosure of all material information relating to the Company to all stakeholders.
- Adoption of 'Code of Conduct' for Directors and Senior Management, and 'Code of Ethics' and 'Policy on Prohibition of Insider Trading' and effective implementation thereof.
- Sound system of Risk Management and Internal Control.
- Regular update of PTC website www.ptcindia.com to keep stakeholders informed.

BOARD OF DIRECTORS

The Company firmly believes that an active, well-informed and independent Board is necessary to ensure the highest standards of Corporate Governance to bring objectivity and transparency in the Management. The Board of Directors is entrusted with the ultimate responsibility of the management, general affairs, direction and performance of the Company and has been vested with the requisite powers, authorities and duties.

SELECTION OF THE BOARD

In terms of the requirement of the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the 'Listing Regulations'), the Nomination & Remuneration Committee has been designated to evaluate the need for change in the composition and size of the Board of the Company and to select members to fill Board vacancies and nominating candidates for election by the shareholders at the Annual General Meeting.

COMPOSITION OF BOARD

The Board of Directors along with its Committee(s) provides leadership and guidance to the Company's management and directs, supervises and controls the performance of the Ccompany. The Board of Directors of the Company comprises of distinguished personalities including CMD, WTDs, nominee of the Ministry of Power, Government of India, Director level officers as nominee Directors from the Promoter Companies and Independent Directors of high repute who are well known in their respective fields. As at the end of Financial Year 2020-21, the Board comprised of 15 Directors out of which one (1) is a Chairman & Managing Director (CMD), two (2) are Whole Time Directors and twelve (12) are Non-Executive Directors which constitutes seven (7) Independent Directors and five (5) nominee Directors.

The composition of Board of Directors of your Company as on 31.03.2021 was as under:

Category	Name of Director	Remarks
Chairman & Managing Director	Shri Deepak Amitabh	--
Whole time Directors	Dr. Ajit Kumar*	--
	Shri Rajib Kumar Mishra	--
Nominee Directors (Non - Executive)	Shri Mritunjay Kumar Narayan	Nominee, MoP, GoI
	Shri Anil Kumar Gautam**	Nominee- NTPC
	Shri Harjeet Singh Puri***	Nominee- NHPC
	Smt. Parminder Chopra	Nominee-PFC
	Shri Vinod Kumar Singh	Nominee- POWERGRID
Independent Directors	Shri Jayant Purushottam Gokhale	--
	Shri Rakesh Kacker	--
	Ms. Sushama Nath	--
	Shri Devendra Swaroop Saksena	--
	Shri Ramesh Narain Misra	--
	Smt. Preeti Saran	--
	Shri Subhash S. Mundra	--

* Cessation w.e.f. April 08, 2021

** Cessation w.e.f. June, 17, 2021

***Cessation w.e.f. July 15, 2021

All Independent Directors of the Company qualify the conditions of their being independent and all the Independent Directors have also furnished the declaration of independence as laid down under Section 149 (6) of the Companies Act, 2013 and Regulation 16(1)(b) of the Listing Regulations.

ATTENDANCE RECORDS AND OTHER DIRECTORSHIPS/ COMMITTEE MEMBERSHIPS

The details of directorships held and committee membership/ chairmanship held and attendance of the directors at the Board Meetings and at the last Annual General Meeting is given below: -

Sr. No.	Name of the Director	Category of Director	Board Meetings in FY 2020-21		Attendance at Last AGM (held on 22/09/2020)	No. of Directorships in other companies held as on 31st March, 2021	No. of Committee Chairmanship/ Membership as on 31st March, 2021 (Audit & SRC)
			Held during the Tenure	Attended			
1.	Shri Deepak Amitabh (DIN: 01061535)	Chairperson & Executive Director,	6	6	Y	2	-
2.	Shri Ajit Kumar* (DIN: 06518591)	Executive Director	6	6	Y	N/A	N/A
3.	Shri Rajib Kumar Mishra (DIN: 06836268)	Executive Director	6	6	Y	1	-
4.	Shri Mritunjay Kumar Narayan (DIN: 03426753)	Non-Executive - Nominee Director	6	3	N	1	-
5.	Shri A.K. Gupta# (DIN: 07269906)	Non-Executive - Nominee Director	1	1	N/A	N/A	N/A
6.	Shri Anil Kumar Gautam&& (DIN: 08293632)	Non-Executive - Nominee Director	3	3	N/A	5	3
7.	Shri Chandan Kumar Mondol% (DIN: 08535016)	Non-Executive - Nominee Director	1	1	Y	N/A	N/A
8.	Dr. Atmanand@ (DIN: 06398097)	Non-Executive - Independent Director	1	1	N/A	N/A	N/A
9.	Ms. Bharti Prasad ^ (DIN: 03025537)	Non-Executive - Independent Director	3	3	Y	N/A	N/A
10.	Shri Devendra Swaroop Saksena (DIN: 08185307)	Non-Executive - Independent Director	6	6	Y	-	
11.	Shri Jayant Purushottam Gokhale (DIN: 00190075)	Non-Executive - Independent Director	6		6	Y	1
12.	Shri. K.V. Eapen$ (DIN: 01613015)	Non-Executive - Independent Director	0	0	N/A	N/A	N/A
13.	Shri Mahesh Kumar Mittal~ (DIN: 02889021)	Non-Executive - Nominee Director	2	1	N	N/A	N/A
14.	Shri Harjeet Singh Puri%% (DIN: 08918860)	Non-Executive - Nominee Director	4	3	N/A	2	2
15.	Shri Naveen Bhushan Gupta** (DIN: 00530741)	Non-Executive - Nominee Director	1	1	N/A	N/A	N/A
16.	Smt. Parminder Chopra$$ (DIN: 08530587)	Non-Executive - Nominee Director	5	2	Y	9	2
17.	Smt. Preeti Saran@@ (DIN: 08606546)	Non-Executive - Independent Director	5	5	Y	2	1
18.	Shri Rajeev Kumar Chauhan## (DIN: 02018931)	Non-Executive - Nominee Director	2	2	N	N/A	N/A
19.	Shri Rakesh Kacker (DIN: 03620666)	Non-Executive - Independent Director	6	6	Y	2	1
20.	Shri Ramesh Narain Misra (DIN: 03109225)	Non-Executive - Independent Director	6	6	Y	1	-

Sr. No.	Name of the Director	Category of Director	Board Meetings in FY 2020-21		Attendance at Last AGM (held on 22/09/2020)	No. of Directorships in other companies held as on 31st March, 2021	No. of Committee Chairmanship/ Membership as on 31st March, 2021 (Audit & SRC)
			Held during the Tenure	Attended			
21.	Ms. Sushama Nath (DIN: 05152061)	Non-Executive - Independent Director	6	6	Y	-	1
22.	Shri Subhash S. Mundra^ ^ (DIN : 00979731)	Non-Executive - Independent Director	5	5	Y	7	6
23.	Shri Vinod Kumar Singh*** (DIN: 08679313)	Non-Executive - Nominee Director	4	4	N/A	1	1

In line with Listing Regulations, only the Chairmanship and Membership of Audit Committee and Stakeholder Relationship Committee have been taken into consideration in reckoning the membership/ chairmanship of committees in all other public Companies.

1. * Cessation w.e.f. April 07, 2021
2. # Cessation w.e.f. August 01, 2020
3. % Appointed w.e.f. August 14, 2020 and ceased w.e.f. 18th January, 2021
4. @ Cessation w.e.f. July 01, 2020
5. ^ Cessation w.e.f. December 20, 2020
6. $ Cessation w.e.f. May 04, 2020
7. ~ Cessation w.e.f. October 01, 2020
8. ** Cessation w.e.f. July 01, 2020
9. ## Cessation w.e.f November 01, 2020
10. && Appointed w.e.f. January 21, 2021 and ceased w.e.f. 17th June 2021
11. %% Appointed w.e.f. October 15, 2020 and ceased w.e.f 15th July 2021
12. $$ Appointed w.e.f. August 02, 2020
13. @@ Appointed w.e.f August 02, 2020
14. ^ ^ Appointed w.e.f. July 01, 2020
15. *** Appointed w.e.f. November 09, 2020

Note:- Ms. Renu Narang and Shri V.K. Maini has joined as Nominee Director(s) of NTPC and NHPC on 17.06.2021 and 26.07.2021 respectively.

The Board confirm that the Independent Directors fulfill the conditions specified in these regulations and are independent of the management. The Independent Directors are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective Independent judgment and without any external influence. Further, in terms of notification issued by Ministry of Corporate Affairs, all the Independent Directors of the Company are registered in Independent Director's Databank maintained by Indian Institute of Corporate Affairs. The Independent Directors are required to undertake online proficiency self-assessment test conducted by the IICA. The Independent Directors, whosoever is required, shall undertake the said proficiency test.

A formal letter of appointment to Independent Directors as provided in Act has been issued and the draft of the same is disclosed in Investors section on website of the Company viz. https://ptcindia.com/wp-content/uploads/2019/07/Terms-Appointment-Independent-Director.pdf.

The Number of Directorships, Chairmanships and Committee Memberships of each Director is in Compliance with the relevant provisions of the Companies Act, 2013 and the Listing Regulations.

The Non-executive Directors do not have any shareholding in the Company. Further, Directors are not relatives of each other and none of the employees of the Company are relative of any of the Directors.

As mandated by the Listing Regulations, none of the directors of the Company are members of more than ten Board level committees or are the Chairman of more than five Board level committees in other companies in which they are directors.

It is confirmed that –

Name of other listed entities in which our Directors hold the position of Director as on 31.03.2021 and their skill/ expertise/ competence are provided below:

S. No.	Directors Name	Directorship in other Listed entities	Skill / Expertise / Competence	Category
1.	Shri Deepak Amitabh (CMD)	PTC India Financial Services Limited	Ex-IRS- overall managerial functions	CMD
2.	Dr. Ajit Kumar*	PTC India Financial Services Limited	B.E., Ph.D. - Vast and rich experience in field of power sector	WTD
3.	Dr. Rajib Kumar Mishra	-	B.E. (Electrical), Ph.D. - Vast and rich experience in field of power sector	WTD
4.	Shri Mritunjay Kumar Narayan (MoP)	Power Grid Corporation of India Limited	Joint Secretory, MoP, (IAS- UP 1995). Vast and rich experience in field of Govt. sector	Nominee Director
5.	Shri Anil Kumar Gautam**	NTPC Limited	Director (Finance) NTPC, CMA & LLB, over 36 years of experience in Power Projects.	Nominee Director
6.	Shri Devendra Swaroop Saksena	-	IRS (Retd.), Ex- Principal Chief Commissioner of Income Tax Mumbai, rich and vast experience in field of Finance.	Independent Director
7.	Shri Harjeet Singh Puri***	-	CGM (Finance) NHPC, over 34 years of experience in Finance and Power sector.	Nominee Director
8.	Shri Jayant Purushottam Gokhale	-	Chartered Accountant, Rich and vast experience in field of Finance	Independent Director

S. No.	Directors Name	Directorship in other Listed entities	Skill / Expertise / Competence	Category
9.	Smt. Parminder Chopra	Power Finance Corporation Limited	Director (Finance) PFC, Cost Accountant & MBA, over 34 years Rich and vast experience in field of Finance	Nominee Director
10.	Smt. Preeti Saran	Central Depository Services (India) Limited (CDSL)	IFS (Retd.) Former Secy. To Ministry of External Affairs , GoI. Rich and vast experience of Govt. sector	Independent Director
11.	Shri Rakesh Kacker	PTC India Financial Services Limited	IAS (Retd.) former Secretary to the Govt. of India. Vast and rich experience in field of Finance/ Administration.	Independent Director
12.	Shri Ramesh Narain Misra	Indraprastha Gas Limited	Ex-CMD SJVN Ltd, Engineer from MNRE Allahabad, Master's in finance from IGNOU, Rich and vast experience in field of Power Sector.	Independent Director
13.	Ms. Sushama Nath	-	IAS (Retd.), Ex- Secretary Ministry of Finance, vast and rich experience in field of Finance/ Administration.	Independent Director
14.	Shri Subhash S. Mundra	1.) BSE Limited 2.) Havells India Limited 3.) Indiabulls Housing Finance Limited	Former Dy. Governor, RBI, Degree of Doctor of Philosophy (D.Phil.), vast and rich experience in field of Finance.	Independent Director
15.	Shri Vinod Kumar Singh	Power Grid Corporation of India Limited	Director (Personnel) PGCIL, B.Com (Hons) Post Graduate Management from Xavier institute of Social Services (XISS), Ranchi. Vast Experience in Indian Power Sector.	Nominee Director

* Cessation w.e.f. April 07, 2021

** Cessation w.e.f. June 17, 2021

*** Cessation w.e.f. July 15, 2021

BOARD MEETINGS

The Board meets at least once in every quarter to discuss and decide on inter alia business strategies/ policies and review the financial performance of the Company and its subsidiaries and other items on agenda. Additional meetings are held from time to time as and when necessary.

The notice of each Board Meeting is given in writing to each director of the Company. The agenda along with the relevant notes and other material information are sent to each director in advance and in exceptional cases tabled at the meeting which includes price sensitive information.

Also, the Board meetings of the Company have been held with proper compliance of the provisions of Companies Act, 2013, Listing Regulations and Secretarial Standards, as applicable thereon.

During the financial year ended 31st March 2021, the Board met six (6) times as against the minimum requirement of four Board Meetings.

The details of the Board Meeting held during the financial year 2020-21 are as under: -

Sr. No.	Date	Board strength	Number of Directors present
1.	June 19, 2020	15	15
2.	August 11, 2020	15	13
3.	November 9, 2020	16	15
4.	January 21, 2021	15	12
5.	January 25, 2021	15	14
6.	February 12, 2021	15	14

Details of attendance of each director at the meeting of the board of directors:

S.No.	Name of Director	19-June-20	11-Aug-20	09-Nov-20	21-Jan-21	25-Jan-21	12-Feb-21
1.	Shri. Deepak Amitabh	Y	Y	Y	Y	Y	Y
2.	Dr. Rajib Kumar Mishra	Y	Y	Y	Y	Y	Y
3.	Dr. Ajit Kumar	Y	Y	Y	Y	Y	Y
4.	Shri Mritunjay Kumar Narayan (MoP)	Y	N	Y	N	Y	N
5.	Shri Anand Kumar Gupta (NTPC) Ceased w.e.f. 01-08-2020	Y	-	-	-	-	-
6.	Shri Anil Kumar Gautam (NTPC) Joined w.e.f. 21-01-2021	-	-	-	Y	Y	Y
7.	Dr. Atmanand (I.D) Ceased w.e.f. 01-07-2020	Y	-	-	-	-	-
8.	Ms. Bharti Prasad (I.D) Ceased w.e.f. 20-12-2020	Y	Y	Y	-	-	-

S.No.	Name of Director	19-June-20	11-Aug-20	09-Nov-20	21-Jan-21	25-Jan-21	12-Feb-21
9.	Shri C.K. Mondol (NTPC) Joined w.e.f. 14-08-2020 and Ceased w.e.f. 18-01-2021	-	-	Y	-	-	-
10.	Shri Devendra Swaroop Saksena (I.D)	Y	Y	Y	Y	Y	Y
11.	Shri Harjeet Singh Puri (NHPC) Joined w.e.f 15-10-2020 (Ceased w.e.f. 15th July 2021)	-	-	Y	N	Y	Y
12.	Shri Jayant Purushottam Gokhale (I.D)	Y	Y	Y	Y	Y	Y
13.	Shri K.V. Eapen (I.D), Ceased w.e.f. 04-05-2020	-	-	-	-	-	-
14.	Shri Mahesh Kumar Mittal, (NHPC) Ceased w.e.f 01-10-2020	Y	N	-	-	-	-
15.	Shri Naveen Bhushan Gupta (PFC) Ceased w.e.f. 01-07-2020	Y	-	-	-	-	-
16.	Smt. Parminder Chopra (PFC) Joined w.e.f. 02-08-2020	-	Y	N	N	N	Y
17.	Smt. Preeti Saran (I.D) Joined w.e.f. 02-08-2020	-	Y	Y	Y	Y	Y
18.	Shri Rajeev Kumar Chauhan (PGCIL) Ceased w.e.f. 01-11-2020	Y	Y	-	-	-	-
19.	Shri. Rakesh Kacker (I.D)	Y	Y	Y	Y	Y	Y
20.	Shri Ramesh Narain Misra (I.D)	Y	Y	Y	Y	Y	Y
21.	Ms. Sushama Nath (I.D)	Y	Y	Y	Y	Y	Y
22.	Shri Subhash S. Mundra (I.D) Joined w.e.f. 01-07-2020	-	Y	Y	Y	Y	Y
23.	Shri Vinod Kumar Singh (PGCIL) Joined w.e.f. 09-11-2020	-	-	Y	Y	Y	Y

BOARD PROCEDURE

(i) Decision making process

The Board of Directors acts as trustees of stakeholders and is responsible for the overall functioning of the Company. With a view to professionalize all corporate affairs and setting up systems and procedures for advance planning of matters requiring discussion/decisions by the Board, the Company has defined appropriate guidelines for the meetings of the Board of Directors. These Guidelines facilitate the decision-making process at the meetings of Board, in well informed and proficient manner.

(ii) Scheduling and selection of Agenda items for Board /Committee Meetings

(a) The meetings are being convened by giving appropriate notice after obtaining the approval of the Chairman of the Board/Committee. To address urgent needs, meetings are also being called at shorter notice. The Board is also authorized to pass Resolution by Circulation in case of business exigencies or urgency of matters.

(b) Detailed agenda, management reports and other explanatory statements are circulated in advance amongst the members for facilitating meaningful, informed and focused decisions at the meetings. The Company Secretary while preparing the Agenda ensures that all the applicable provisions of law, rules, guidelines etc. are adhered to. The Company ensures compliance of all the applicable provisions of the Companies Act, 2013, SEBI Guidelines, Listing Regulations, and various other statutory requirements.

(c) All the department heads are notified of the Board meeting in advance and are requested to provide the details about the matters concerning their department requiring discussion/approval/ decision at the Board meetings. Based on the information received, the agenda papers are prepared and submitted by concerned Department Heads to the Chairman for obtaining approval. Duly approved agenda papers are circulated amongst the Board members by the Company Secretary.

(d) Where it is not practicable to attach any document or the agenda due to its confidential nature, the same is tabled before the meeting with the approval of the Chairman. In special and exceptional circumstances, additional or supplemental item(s) to the agenda are circulated. Sensitive subject matters are discussed at the meeting without written material being circulated.

(e) The meetings are usually held at the Company's Registered Office in New Delhi.

(f) In addition to detailed agenda being already circulated, presentations are also made at the Board/ Committee meetings covering Finance, Operations & Sales, Human Resources, Marketing and major business segments of the Company to facilitate efficient decision making.

(g) The members of the Board have complete access to all information of the Company. The Board is also free to recommend inclusion of any matter in agenda for discussion. Senior management officials are called to provide additional inputs to the items being discussed by the Board, as and when necessary.

(h) Recording minutes of proceedings at the Board Meeting

The minutes of the proceedings of each Board/Committee meeting are recorded and are duly entered in the minute book kept for the purpose. The draft minutes of each Board/ Committee meeting are circulated amongst the Board/ Committee members for their comments and thereafter final minutes are also circulated and thereafter, placed the same in the next Board Meeting/ committee meeting for their noting/confirmation.

(i) Follow-up mechanism

The guidelines laid down for the Board and Committee Meetings ensures that an effective post meeting follow-up & review has been done. The actions taken on the decisions are reported to the Board/ Committee in the form of Action Taken Report (ATR) tabled at the immediately succeeding meeting of the Board/ Committee for noting by the Board/ Committee.

DISCLOSURES

- Inter-se relationships between Directors and Key Managerial Personnel of the Company: NIL
- Number of Shares and Convertible Instruments held by Non – Executive Directors: NIL

FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS

At the time of appointing an Independent Director, a formal letter of appointment is given to him/her, which inter-alia explains the role, functions, duties and responsibilities expected from him/her as a Director of the Company. The Director is also explained in detail the compliances required from him under the Companies Act 2013, the Listing Regulations and other relevant rules & regulations. The Chairman & Managing Director also have one to one discussion with the newly appointed director to familiarize him/her with the Company's Operations. The Board Members are provided with necessary documents, reports and policies to enable them to familiarize with the Company's Procedures and Practices. Periodic presentations are made at the Board and Committee Meetings on Business and performance update of the Company.

Moreover interactive meets are organized from time to time where they get opportunity to interact with Senior Management, Head of departments and other key personnel of the organization. All-important corporate communications/announcements are forwarded to all the Independent Directors on regular basis to keep them abreast with what is happening in the Company. Independent Directors have the freedom to interact with the Company's management as and when required.

Ongoing familiarization aims to provide insights into the Company and the business environment to enable the Independent Directors to be updated of newer challenges, risks and opportunities relevant in the Company's context and to lend perspective to the strategic direction of the Company.

The familiarization program has been uploaded on the website of the Company at https://ptcindia.com/wp-content/uploads/2019/07/FAMILIARISATION-PROGRAMME-MODULE.pdf

COMMITTEES OF THE BOARD OF DIRECTORS

The Board has constituted many functional Committees depending on the business needs and legal requirements. The Statutory Committees constituted by the Board on the date of the Report are as follows:

- Audit Committee
- Nomination & Remuneration / Compensation (ESoP) Committee
- Stakeholders Relationship Committee
- Code of Ethics and Prohibition of Insider Trading Committee
- Risk Management Committee
- Corporate Social Responsibility Committee

In addition to the above statutory committees, Investment Committee, the Group of Directors for Business Development has also been constituted. The Board, from time to time, for specific purposes constitute Group of Directors as may be required.

2.1 AUDIT COMMITTEE

a) COMPOSITION

Pursuant to the provisions of Section 177 of the Companies Act, 2013 and the provisions of the Listing Regulations, Audit Committee has been constituted by the Board of Directors.

As on March 31, 2021, the Audit Committee comprises of 4 (Four) Directors, one nominee and three are Independent. All members of the Committee possess knowledge of Corporate Finance, Accounts and Corporate Laws. The composition of the Audit Committee meets the requirements of Section 177 of the Act and Regulation 18 of SEBI Listing Regulations.

Pursuant to the provisions of Section 177 of the Companies Act, 2013 and the provisions of the Listing Regulations, Audit Committee has been constituted by the Board of Directors.

As the end of financial year, the Committee comprises of the following members:

Sr. No.	Name of the Committee Member	Designation	Status
1.	Shri Jayant Purshottam Gokhale	Chairman	Independent Director
2.	Ms. Sushama Nath	Member	Independent Director
3.	Shri Rakesh Kacker*	Member	Independent Director
4.	Ms. Bharti Prasad#	Member	Independent Director
5.	Shri Chandan Kumar Mondol@	Member	Nominee Director
6.	Shri Devendra Swaroop Saksena%	Member	Independent Director
7.	Shri Anil Kumar Gautam ^	Member	Nominee Director

1. * Cessation from Committee w.e.f. January 21, 2021
2. # Cessation w.e.f. December 20, 2020
3. @ Appointed as member in Committee w.e.f. November 09, 2020 and Ceased w.e.f. January 18, 2021
4. % Appointed as member in Committee w.e.f. January 21, 2021
5. ^ Appointed as member in Committee w.e.f. January 21, 2021 and Cessation w.e.f. June 17, 2021

Shri Rajiv Maheshwari, Company Secretary acts as the Secretary to the Committee. The Chairman of the Audit Committee also attended the last Annual General Meeting of the Company held on September 22, 2020.

b) **Terms of Reference**

The terms of reference of the Audit Committee and its role & powers as specified in Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI Listing Regulations, as amended from time to time, inter alia, includes the following:

a. Oversight of the Company's financial reporting process and the disclosure of financial information to ensure that the financial statement is correct, sufficient and credible;

b. Recommending to the Board, the appointment, re-appointment or removal of the statutory auditor and the fixation of audit fees;

c. Reviewing with management the periodical financial statements before submission to the Board for approval, with particular reference to (i) changes in accounting policies and practices, (ii) major accounting entries involving estimates based on exercise of judgment by management, (iii) qualifications in draft audit report (if any), (iv) significant adjustments made in financial statements arising out of the audit, (v) the going concern assumption, (vi) compliance with accounting standards, (vii) compliance with listing and other legal requirements concerning financial statements, (viii) Disclosures of any related party transactions i.e. transactions of the Company of material nature, with promoters or the management, their subsidiaries or relatives etc. that may have potential conflict with the interest of the company at large;

d. Reviewing with the management, performance of statutory and internal auditors, the adequacy of internal control systems and recommending improvements to the management;

e. Reviewing the adequacy of internal audit functions;

f. Discussion with internal auditors any significant findings and follow-up thereon;

g. Reviewing the findings of any internal investigations by the internal auditors into the matters where there is suspected irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

h. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

i. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate;

j. Utilization of loans and/ or advances from/investment by the holding company in the subsidiary exceeding rupees 100 crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans / advances / investments existing as on the date of coming into force of this provision;

k. Any other work as may be assigned by the Board of Director (s) of the Company from time to time.

The terms of reference stipulated by the Board to the Audit Committee are as per Listing Regulations and Section 177 of the Companies Act, 2013. The CFO, Representatives of Internal auditors and statutory auditors of the Company attend the meetings of Audit Committee. PTC has not denied any personnel access to the Audit Committee of the company in respect of any matter. There was no case of alleged misconduct.

c) Number of Committee Meetings and Attendance

During the year 2020-21, the Committee met seven (7) times i.e. June 19, 2020, August 10, 2020, November 09, 2020, December 24, 2020, February 12, 2021 again February 12, 2021 and March 26, 2021.

The details of Committee meetings and its members' attendance during FY 2020-21 is mentioned below:-

Sr. No.	Name of Director	Audit Committee Meetings	
		Held during the Tenure	Attended
1.	Shri Jayant Purushottam Gokhale	07	07
2.	Shri Rakesh Kacker*	04	04
3.	Ms. Bharti Prasad#	03	03
4.	Ms. Sushama Nath	07	07
5.	Shri Devendra Swaroop Saksena$	03	03
6.	Shri Chandan Kumar Mondol^	01	01
7.	Shri Anil Kumar Gautam@	03	03

1. * Cessation from Committee w.e.f. January 21, 2021
2. # Cessation w.e.f. December 20, 2020
3. $ Appointed as member in Committee w.e.f. January 21, 2021
4. ^ Appointed as member in Committee w.e.f. November 9, 2020 and Cessation w.e.f. January 18, 2021
5. @ Appointed as member in Committee w.e.f. January 21, 2021 & ceased to be director w.e.f. 17th June 2021

2.2 NOMINATION & REMUNERATION / COMPENSATION (ESOP) COMMITTEE

Pursuant to the provisions of Section 178 of the Companies Act, 2013 and the provisions of the Listing Regulations, Nomination & Remuneration Committee has been constituted by the Board of Directors.

a) The Composition of the Nomination and Remuneration is as per Section 178 of the Companies Act, 2013 and Regulation 19 of Listing Regulations.

As the end of financial year, the Committee comprises of following Directors:

Sr. No.	Name of Committee Member	Designation	Status
1	Shri Rakesh Kacker	Chairperson	Independent Director
2	Shri Deepak Amitabh	Member	Executive Director (CMD)
3	Shri Mritunjay Kumar Narayan	Member	Non-Executive Director
4	Ms. Sushama Nath	Member	Independent Director
5	Shri Devendra Swaroop Saksena*	Member	Independent Director

*Appointed as member w.e.f. November 09, 2020 and Cessation as member w.e.f. January 21, 2021

Shri Rajiv Maheshwari, Company Secretary acts as the Secretary to the Committee. The Committee is Chaired by an Independent Director. The Chairman of the Committee also attended the last Annual General Meeting of the Company held on September 22, 2020

b) Terms of Reference

The terms of reference of Nomination & Remuneration Committee includes:

- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/ or removal;
- To carry out evaluation of every Director's performance;
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel , sr., management and other employees;
- To formulate the criteria for evaluation of Independent Directors and the Board;
- To devise a policy on Board diversity;
- To recommend/ review remuneration of the Managing Director(s) and Whole time Director(s) based on their performance and defined assessment criteria;
- To administer, monitor and formulate detailed terms and conditions of the Employees' Stock Option Scheme.

c) Number of Committee Meetings and Attendance

During the year 2020 – 21, the N&R Committee met Three (3) times i.e. June 25, 2020, July 31, 2020, and December 15, 2020.

The details of Committee meetings and its attendance during FY 2020-21 is mentioned below: -

Sr. No.	Name of Director	N & R Committee Meetings	
		Held during the Tenure	Attended
1.	Shri Rakesh Kacker	03	03
2.	Shri Deepak Amitabh	03	03
3.	Shri Mritunjay Kumar Narayan	03	03
4.	Ms. Sushama Nath	03	03
5.	Shri Devendra Swaroop Saksena*	01	01

*Appointed as member w.e.f. November 09, 2020 and Cessation as member w.e.f. January 21, 2021

PERFORMANCE EVALUATION OF DIRECTORS (including Independent Directors)

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations, the Board has carried out the annual performance evaluation of its own performance, its committees and individual directors including Chairman of the Board. The exercise was carried through a structured evaluation process covering various aspects of the Board including committees and every Directors functioning such as composition of Board and committees, experience and competencies, performance of specific duties and obligations, governance issues, etc. A questionnaire formed key part of the evaluation process for reviewing the functioning and effectiveness of the Board. The evaluation process focused on various aspects of the Board and Committees functioning such as structure, composition, quality, board meeting practices and overall Board effectiveness. The above criteria are based on the Guidance Note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

The Nomination and Remuneration Committee also reviewed the performance of individual directors including Independent Directors on the basis of criteria such as the contribution of the individual director to the Board and committee meetings like meaningful and constructive contribution and inputs in meetings, etc.

REMUNERATION

Detail of Remuneration to Chairman & Managing Director and Whole-time Directors of the Company during FY 2020-21

The appointment and remuneration of executive directors including Chairman & Managing Director and Whole Time Directors is governed by the recommendations of the Nomination & Remuneration Committee, resolutions passed by the Board of Directors and shareholders of the Company. The remuneration package and terms and conditions of appointment of Chairman & Managing Director and Whole Time Directors are governed by the respective appointments. Their remuneration package comprises of salary, perquisites and PRP, after due approval.

The details of remuneration paid to CMD and WTDs during the financial year ended 31st March 2021 is as under: -

Sr. No.	Director	Designation	Fixed CTC - FY 2020-21	Performance Related Pay (PRP) - FY 2020-21	Perquisites - FY 2020-21	Total Remuneration (figures in ₹ Crores)- FY 2020-21
1.	Shri Deepak Amitabh	CMD	1.25	0.34	0.09	1.68
2.	Shri Rajib Kumar Mishra	Director (Marketing & Business Development)	1.01	0.27	0.08	1.36
3.	Dr. Ajit Kumar	Director (Commercial & Operation)	1.01	0.27	0.13	1.41

Presently, the Company does not have a scheme for grant of stock options to any director. The CTC structure of PTC including for the management is a mix of fixed and performance linked compensation. As per the contract entered into with the executive directors, there is a notice period of 3 months and there is no severance fee to be paid to the directors. Further, none of the directors of the company was in receipt of any remuneration from its subsidiary companies during the period.

None of the above Directors is holding any stock options.

All Pecuniary relationship/ transaction of Non-Executive Directors

There has been no pecuniary relationship/ transaction of the Non- Executive Director (including Independent Directors) with the Company except payment of sitting fees to them.

However, the sitting fees are subject to ceiling/limits as provided under the Act and rules made thereunder or any other enactment for the time being in force. The criteria of making payment to Non- Executive Directors is disclosed in the Nomination and Remuneration Policy of the Company which is given at one of the Annexure to the Board's Report and is also disclosed on the website of the Company.

The details of remuneration paid to Non-Executive Directors and Independent Directors during the financial year ended 31st March 2021 is as under:

S. No.	Name of the Director	Designation	Remuneration (figures in ₹ Crores- FY 2020-21)
1.	Dr. Atmanand*	Independent Director	0.01
2.	Shri Mritunjay Kumar Narayan	Non-Executive Director	NA
3.	Shri Anand Kumar Gupta#	Non-Executive Director	0.01
4.	Shri Anil Kumar Gautam&&	Non-Executive Director	0.03
5.	Ms. Bharti Prasad^	Independent Director	0.04
6.	Shri Chandan Kumar Mondol%	Non-Executive Director	0.01

S. No.	Name of the Director	Designation	Remuneration (figures in ₹ Crores- FY 2020-21)
7.	Shri Devendra Swaroop Saksena	Independent Director	0.06
8.	Shri Harjeet Singh Puri%%	Non-Executive Director	0.02
9.	Shri Jayant Purushottam Gokhale	Independent Director	0.07
10.	Shri K. V. Eapen$	Independent Director	-
11.	Shri Mahesh Kumar Mittal~	Non-Executive Director	0.01
12.	Shri Naveen Bhushan Gupta@	Non-Executive Director	0.01
13.	Smt. Parminder Chopra$$	Non-Executive Director	0.02
14.	Smt. Preeti Saran@@	Independent Director	0.04
15.	Shri Rajeev Kumar Chauhan##	Non-Executive Director	0.02
16.	Shri Rakesh Kacker	Independent Director	0.10
17.	Shri Ramesh Narain Misra	Independent Director	0.05
18.	Ms. Sushama Nath	Independent Director	0.12
19.	Shri Subhash S, Mundra^ ^	Independent Director	0.07
20.	Shri Vinod Kumar Singh**	Non-Executive Director	0.02

1. # Cessation w.e.f. August 01, 2020
2. % Appointed w.e.f. August 14, 2020 and ceased w.e.f. 18th January, 2021
3. @ Cessation w.e.f. July 01, 2020
4. ^ Cessation w.e.f. December 20, 2020
5. $ Cessation w.e.f. May 04, 2020
6. ~ Cessation w.e.f. October 01, 2020
7. * Cessation w.e.f. July 01, 2020
8. ## Cessation w.e.f November 01, 2020
9. && Appointed w.e.f. January 21, 2021 and ceased on 17th June 2021
10. %% Appointed w.e.f. October 15, 2020
11. $$ Appointed w.e.f. August 02, 2020
12. @@ Appointed w.e.f August 02, 2020
13. ^ ^ Appointed w.e.f. July 01, 2020
14. ** Appointed w.e.f. November 09, 2020

Note: - The sitting fee for attending the meetings by the nominee of Promoters are paid to their respective organizations.

2.3 STAKEHOLDERS RELATIONSHIP COMMITTEE

In compliance with the Regulation 20 of the SEBI Listing Regulations and provisions of Section 178 of Act, the Company has a Stakeholders' Relationship Committee.

The composition of the Committee is as follows:-

Sr. No.	Name of the Director	Designation	Status
1	Ms. Bharti Prasad*	Chairperson	Independent Director
2	Smt. Preeti Saran#	Chairperson	Independent Director
3	Dr. Atmanand^	Member	Independent Director
4	Shri Jayant Purushottam Gokhale	Member	Independent Director
5	Shri Harjeet Singh Puri@	Member	Non – Executive Director
6	Shri V.K. Maini**	Member	Non – Executive Director

1. * Ms. Bharti Prasad ceased to be Director and Chairperson of the Committee w.e.f. 20th December, 2020.
2. # Smt. Preeti Saran appointed as member of Committee w.e.f. 9th November, 2020 and as Chairperson of Committee w.e.f. 21st January, 2021.
3. ^ Dr. Atmanand ceased to be Director and member of the Committee w.e.f. 1st July 2020.
4. @ Shri Harjeet Singh Puri appointed as member of the Committee w.e.f 15th October, 2020 & ceased to be director w.e.f. 15th July 2021.
5. ** Shri V.K. Maini appointed as member of Committee w.e.f. 26th July 2021.

The Committee is Chaired by an Independent Director and meets as per the requirement. The Chairman of the Committee also attended the last Annual General Meeting of the Company held on September 22, 2020.

a) Name & Designation of Compliance Officer

Shri Rajiv Maheshwari, Company Secretary of the Company acts as the Compliance Officer of the Company.

b) Terms of Reference

The Committee looks into redressing of investors complaint like delay in transfer of shares, Dematerialization, Re-materialization, non- receipt of declared dividends, non-receipt of Annual Reports etc. and such other related work as may be assigned by the Board from time to time. The Committee oversees the performance of Registrar and Share Transfer Agent of the Company and recommends measures for overall improvement in the quality of investor services.

c) Investor Complaints received and resolved during the year

During the year 2020-21, 54 complaints were received. All were duly addressed. As on 31st March 2021, NIL complaints were pending.

The Committee meets as per the requirements.

2.4 CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

The Corporate Social Responsibility Committee has been constituted in compliance with the provisions of Section 135 of Companies Act, 2013

At the end of the financial year, the composition of the Committee is as follows:

Sr. No.	Name of Director	Designation	Status
1.	Ms. Bharti Prasad*	Chairperson	Independent Director
2.	Shri Devendra Swaroop Saksena#	Chairman	Independent Director
3.	Shri Deepak Amitabh	Member	Executive Director
4.	Shri Ramesh Narain Misra	Member	Independent Director
5.	Shri Vinod Kumar Singh@	Member	Non-Executive Director

1. * Ms. Bharti Prasad ceased to be Director and Chairperson of the Committee w.e.f. 20th December, 2020
2. # Shri Devendra Swaroop Saksena appointed as Chairman of Committee w.e.f. 21st January, 2021
3. @ Shri Vinod Kumar Singh Joined as Member of Committee w.e.f. 9th November, 2020

Terms of Reference

The Corporate Social Responsibility Committee shall

(a) Formulate and recommend to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company as specified in Schedule VII of Companies Act, 2013;

(b) Recommend the amount of expenditure to be incurred on the activities referred to in clause (a); and

(c) Monitor the Corporate Social Responsibility Policy of the Company from time-to-time.

During the year 2020-21, the Committee met on July 09, 2020 and December 14, 2020.

As a responsible corporate citizen, PTC India Limited (PTC) is committed to ensuring its contribution to the welfare of the communities in the society where it operates through its various Corporate Social Responsibility ("CSR") initiatives.

The objective of PTC's CSR Policy is to consistently pursue the concept of integrated development of the society in an economically, socially and environmentally sustainable manner and at the same time, recognize the interests of all its stakeholders.

To attain its CSR objectives in a professional and integrated manner, PTC shall undertake the CSR activities as specified under the Act.

2.5 CODE OF ETHICS & PROHIBITION OF INSIDER TRADING COMMITTEE

Composition

The Stakeholders' Relationship Committee also looks after the work of this Committee and as on March 31, 2021, the Committee comprises of following Directors: -

Sr. No.	Name of the Director	Designation	Status
1	Ms. Bharti Prasad*	Chairperson	Independent Director
2	Smt. Preeti Saran#	Chairperson	Independent Director
3	Dr. Atmanand ^	Member	Independent Director
4	Shri Jayant Purushottam Gokhale	Member	Independent Director
5	Shri Harjeet Singh Puri@	Member	Non – Executive Director
6	Shri V.K. Maini**	Member	Non – Executive Director

1. *Ms. Bharti Prasad ceased to be Director and Chairperson of the Committee w.e.f. 20th December, 2020.
2. #Smt. Preeti Saran appointed as member of Committee w.e.f. 09-11-2020 and as Chairperson of Committee w.e.f. 21-01-2021
3. ^ Dr. Atmanand ceased to be Director and member of the Committee w.e.f. 1st July 2020.
4. @Shri Harjeet Singh Puri appointed as member of the Committee w.e.f 15th October, 2020 and ceased to be Director w.e.f. 15th July 2021
5. **Shri V.K. Maini appointed as member of Committee w.e.f 26th July, 2021

The Committee is chaired by an Independent Director.

Shri Rajiv Maheshwari, Company Secretary of the Company acts as the Compliance officer under the 'Code of Conduct for prevention of Insider Trading and Code of Corporate Disclosure Practices' of PTC. The Committee meets as per the requirements.

2. 6 RISK MANAGEMENT COMMITTEE

Composition

As on March 31, 2021, the Company is in the list of top 500 companies and is required to form a Risk Management Committee (RMC). Accordingly, RMC has been constituted and comprises of following:-

Sr. No.	Name of the Director	Designation
1	Shri Ramesh Narain Misra	Chairperson
2	Smt. Preeti Saran	Member
3	Shri Rakesh Kacker*	Member
4	Shri Ajit Kumar#	Member
5	Dr. Rajib Kumar Mishra	Member

1. *Joined as member of Committee w.e.f. 21st January, 2021.
2. # Ceased to be Director and Member of Committee w.e.f. 8th April, 2021.

Shri Rajiv Malhotra is Group Chief Risk Officer of PTC Group.

Terms of Reference

Terms of reference of Risk Management Committee shall, inter-alia, include the following:

(i) To formulate, review and monitor risk management policy;

(ii) To implement, monitor and review the risk management framework, the risk management plan and related matters; and

(iii) Any other matter as the Audit Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

2.6 Procedure at Committee Meetings

The Company's guidelines relating to Board meetings are generally applicable to Committee meetings as far as may be practicable. Each Committee has the authority to engage outside experts, advisors and counsels to the extent it considers appropriate to assist in its work. Minutes of the proceedings of the Committee meetings are placed before the Board meetings.

3. Disclosures

There are no materially significant transactions with related parties conflicting with the Company's interest. The transactions with related parties have been disclosed in Note No. 39 to the Standalone Financial Statements of the Company for the FY 2020-21. There was also no instance of non-compliance on any matter related to the Capital Markets during the last years. The information related to the Company is also available at Company's website www.ptcindia.com. The proceeds of the public issue have been used for the purpose(s) for which it was raised.

ETHICS / GOVERNANCE POLICIES

CODE OF CONDUCT FOR DIRECTORS AND SENIOR MANAGEMENT

In compliance with the Listing Regulations and the Companies Act, 2013, the Company has framed and adopted a Code of Business conduct and Ethics ('the code'). The Company has in place a comprehensive Code of Conduct applicable to all employees and Directors. The code gives guidance and support needed for ethical conduct of business and compliance of laws. The code reflects the values of the Company viz. Company value, Ownership mind-set, Respect, Integrity, One team and excellence.

A Code of conduct for Directors and Senior Management is available on the Company website https://ptcindia.com/wp-content/uploads/2019/07/Code-of-conduct.pdf.

The code has been circulated to Directors and senior officers of the Company, which has been complied with by the Board members and senior officers of the Company.

All members of the Board, the executive directors and senior officers have affirmed compliance to the code as on 31st March, 2021.

A declaration signed by the Company's Chairman & Managing Director is published in this report.

CODE FOR PREVENTION OF INSIDER TRADING

In terms of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has formulated a comprehensive policy for prohibition of Insider Trading in PTC Equity Shares to preserve the confidentiality and to prevent misuse of unpublished price sensitive information.

In line with the requirement of the said code, the trading window was closed from time to time, whenever some price sensitive information was submitted to the Board. Notice of the closure of trading window was issued to all employees well in advance.

Subsidiary Monitoring Framework

Both subsidiary companies of the Company are Board managed with their Boards having their rights and obligations to manage such companies in the best interest of their stakeholders. In addition to the Nominee Directors appointed on the Board of Subsidiary companies, the Company monitors performance of subsidiary companies, inter alia, by the following means:

(a) Financial statements, in particular the investments made by the unlisted subsidiary companies, are reviewed by the Audit Committee of the Company.

(b) All minutes of Board meetings of unlisted subsidiary companies are placed before the Company's Board on a regular basis.

7. GENERAL BODY MEETINGS

ANNUAL GENERAL MEETING (AGM)

a) Details of last three Annual General Meetings are as under:

Financial Year	Date of the Meeting	Time of the Meeting	Venue of the Meeting	Special resolutions passed
2019-20	September 22, 2020	3:00 p.m.	Registered office of the company at 2nd Floor, NBCC Tower, 15 Bhikaji Cama Place, New Delhi-110066	No
2018-19	September 30, 2019	12:30 p.m.	Dr. Sarvepalli Radhakrishnan Auditorium, Kendriya Vidyalaya No. 2, APS Colony, Delhi Cantt, New Delhi- 110010	No
2017-18	September 20, 2018	12:30 p.m.	Dr. Sarvepalli Radhakrishnan Auditorium, Kendriya Vidyalaya No. 2, APS Colony, Delhi Cantt, New Delhi- 110010	One (Amendment of Articles of Association)

b) **Special Resolution passed through Postal Ballot:** During the year 2020-21, no Special Resolution has been passed through Postal Ballot.

c) **Special Resolution proposed to be conducted:** There is no Special Resolution proposed to be conducted through Postal Ballot.

The company did not held any Extra-Ordinary General Meeting of the Shareholders during FY 2020-21.

8. MEANS OF COMMUNICATION & WEBSITE

(a) Quarterly/Annual Financial Results/Half Yearly: Quarterly/ Annual Financial Results/Half Yearly Financial Results of the Company are generally published in one English and one Hindi News Paper (Financial Express and Jansatta) and are displayed on the Company's website www.ptcindia.com.

(b) Website: The Company's website contains a separate dedicated section 'Investor Relations' where shareholders information and official news releases are available.

(c) Annual Report: Annual Report containing, inter alia, Audited Annual Accounts, Consolidated Financial Statements, Directors' Report, Auditors' Report and other important information is circulated to members and other's entitled thereto and is displayed on the Company's website www.ptcindia.com

(d) Presentations made to institutional investors or to the analysts- Presentations are made to institutional investors and analysts on the Company's audited annual financial results

(e) The quarterly results, shareholding pattern, quarterly compliances and all other corporate communication to the Stock Exchanges viz. BSE Limited (BSE) and National Stock Exchange of India Limited (NSE) are filed electronically at their designated portals.. The Company has complied with filing submissions with BSE through BSE Listing Centre. Likewise, the said information is also filed electronically with NSE through NSE's NEAPS portal.

9. GENERAL SHAREHOLDERS INFORMATION

a) Annual General Meeting (AGM)

Meeting No.	22nd
Date	24th September 2021
Time	3.00 PM
Venue	2nd Floor, NBCC Tower, 15 Bhikaji Cama Place, New Delhi – 110066

b) Tentative Financial Calendar for year ended 31st March, 2022

Particulars Date

1. Financial Year 1st April 2021 to 31st March 2022
2. Un-audited Financial Results Announcement will be for first three Quarters in compliance with the Listing Regulations
3. Annual Financial Results will be announced and published within 60 days from the end of financial year

c) Payment of Dividend

➢ Final Dividend details for financial year 2020-21

The Board of Directors in its meeting held on 24th June 2021 has recommended a final dividend @ 55% i.e. ₹ 5.5 per Equity Share (on the face value of ₹ 10/- each) for the Financial Year 2020-21, subject to approval of shareholders in the forthcoming Annual General Meeting of Company.

In November, 2020, the Company has paid an interim dividend @ 20 % of the face value of ₹ 10 per share (₹ 2.00 per equity share) for the FY 2020-21. As the Board of Directors has recommended final dividend @ 55% of the face value of ₹ 10 per share (₹ 5.50 per equity share) for the FY 2020-21. Total dividend (including interim dividend) is @ 75 % of the face value of ₹ 10 per share i.e. ₹ 7.50 per equity share.

➢ Dividend History for the last five years

Sr. No.	Financial Year	Total Paid up Capital in ₹	Rate of Dividend (%)
1	2019-20	296,00,83,210	55
2	2018-19	296,00,83,210	40
3	2017-18	296,00,83,210	40
4	2016-17	296,00,83,210	30
5	2015-16	296,00,83,210	25

During the year, the Board of Directors in its meeting dated 09th November 2020 had declared 20% Interim Dividend i.e. ₹ 2 per equity share of ₹ 10 each.

d) Book Closure

AGM is on 24th September 2021. The book closures dates of the Company are from 11th September, 2021 to 24th September, 2021 (both days inclusive) for the purpose of payment of dividend for the FY 2020-21.

e) Pay- out Date for the Payment of Final Dividend

The final dividend on equity shares, as recommended by the Board of Directors, if approved by the members at the forthcoming Annual General Meeting of the Company, shall be paid within 30 days (from the date of declaration) to those shareholders whose name appear in the Register of Members as on the first date of book closure or in the list of beneficial holders provided by NSDL/ CDSL.

f) Unpaid/ Unclaimed Dividend

All the unpaid / unclaimed dividend up to the financial year 2012-13 have been transferred to Investor Education and Protection Fund (IEPF). No claims will lie against the Company or the Fund in respect of unclaimed amount so transferred. The declared dividend for FY 2012-13 amounting to ₹ 14,08,949 and which remained unclaimed/unpaid for the period of seven years has been transferred by the Company to Investor Education and Protection Fund (IEPF), established by the Central Government.

The unclaimed dividend declared in respect of the financial year 2013-14 is due to be transferred to the Investor Education and Protection Fund.

As on 31st March 2021, the following dividend amount remained unpaid:

Year	Type	Dividend Per Share (₹)	Date of Declaration	Amount (₹)
2013-14	Final	2.0	26th September 2014	1754914
2014-15	Final	2.2	24th September 2015	2401105
2015-16	Final	2.5	28th September, 2016	2228773
2016-17	Final	3.0	25th September, 2017	2643687
2017-18	Final	4.0	20th September, 2018	2901420
2018-19	Final	4.0	30th September, 2019	2467768
2019-20	Final	5.5	22nd September, 2020	3964672
2020-21	Interim	5.5	9th November, 2020	1616756

g) Transfer of Unclaimed Dividend to Investor Education and Protection Fund (IEPF)

Pursuant to provisions of Section 124 and 125 of the Companies Act, 2013 read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ("IEPF Rules"), dividend if not claimed for a consecutive period of seven years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund (IEPF).

h) Listing on Stock Exchanges and stock codes

The Company's Shares are listed on following Stock Exchanges

Name of the Stock Exchange	Address	Stock Code	ISIN No.
National Stock Exchange of India Limited	Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 40051.	PTC EQ	INE877F01012
BSE Limited	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai -	400 001	532524

i) Listing Fees

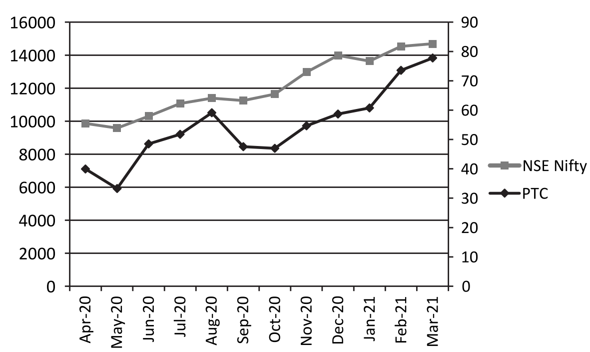
Annual Listing Fee for FY 2020-21 and FY 2021-22 (as applicable) has been paid by the Company to both the Stock Exchanges. Further the Company has also paid the annual Custody Fee to National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL).

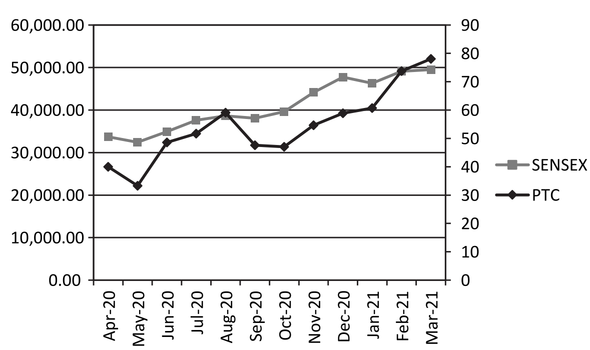
j) Market Price Data

The High/Low of the market price of the Company's equity shares (in ₹) traded on Bombay Stock Exchange and National Stock Exchange, during the financial year ended 31st March 2021 were as follows:

	BSE		NSE	
Month	**High**	**Low**	**High**	**Low**
April- 20	45.00	38.25	43.80	38.20
May -20	39.90	32.85	40.10	32.85
June -20	51.65	33.75	51.80	33.60
July -20	54.40	47.50	54.40	47.50
August -20	62.20	51.40	62.30	51.35
September -20	60.25	44.90	59.90	44.85
October -20	50.30	44.70	50.20	44.65
November -20	55.60	46.45	55.70	46.40
December -20	63.80	53.25	63.80	53.55
January -21	61.90	57.30	61.85	57.55
February -21	78.25	59.60	78.25	59.55
March -21	86.85	72.75	87.00	72.70

k) Performance in comparison to broad – based indices such as BSE Sensex, and NSE Nifty





l) Registrar & Share Transfer agent

MCS Share Transfer Agent Limited,
F-65, Okhla Industrial Area, Phase-I,
New Delhi-110020.

m) Share Transfer System

As per SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated November 30, 2018 requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from April 01, 2019 unless the securities are held in dematerialized form with the depositories.

MCS Share Transfer Agent Limited is the Registrar and Share Transfer Agent for handling the share registry work relating to shares held in physical and electronic form at single point. A summary of all the transfers, transmissions, deletion requests, etc. approved by the Stakeholders Relationship Committee is placed before the Board of Directors from time to time.

Further pursuant to regulation 40(9) of SEBI Listing Regulations, 2015 and clause 47(c) of erstwhile Listing Agreement with the Stock Exchanges, certificate on a half yearly basis confirming the due compliance of share transfer formalities by the Company from a Practicing Company Secretary have been submitted to Stock Exchanges within the stipulated time.

n) Distribution of shareholding as on 31st March 2021

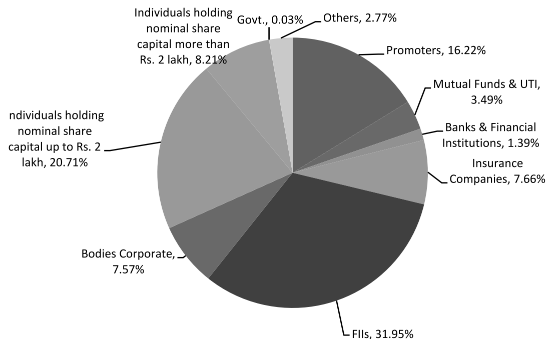
➢ Distribution by Category

Description	**No. of Cases**	**Total Shares**	**% of Equity**
Promoters	4	4,80,00,000	16.2158
Mutual Funds/ UTI	6	1,03,40,191	3.4932
Financial Institutions/ Banks	4	41,15,287	1.3903
Insurance Companies	4	2,26,84,806	7.6636
Foreign Portfolio Investors	122	9,45,66,074	31.9471
Bodies Corporates	798	2,23,93,757	7.5652
Government	1	86,945	0.0294
Individuals:-			
(1) Individuals holding nominal Share Capital upto ₹2 Lakh	152739	6,13,09,033	20.7119
(2) Individuals holding nominal Share Capital more than ₹ 2 Lakh	389	2,43,00,624	8.2094
Others: -			
(1) Trust & Foundations	22	5,35,494	0.1809
(2) NRIs	2138	76,72,010	2.5918
(3) NBFCs registered with RBI	4	4,100	0.0014
Total		**29,60,08,321**	**100**

Graphical Representation of Shareholding Pattern of the company on the basis of distribution by category as on 31st March 2021

- Distribution by size

As on 01.04.2021



Range of Equity Shares held	Folios	% of Shareholders	Total No. of Shares	% of Shares
1 - 500	133108	85.1303	1,73,82,598	5.8723
501 - 1000	11439	7.3159	94,52,399	3.1933
1001 - 2000	5650	3.6135	87,70,826	2.9630
2001 - 3000	1936	1.2382	42,24,479	1.6977
3001 - 4000	893	0.5711	50,25,446	1.0936
4001 - 5000	863	0.5519	32,37,117	1.3925
5001 - 10000	1288	0.8238	41,21,950	3.2959
10001 - 50000	897	0.5737	97,56,253	6.6894
50001 - 100000	109	0.0697	79,13,503	2.6734
100001-Above	175	0.1119	22,64,98,595	71.1287
Total	156358	100%	296008321	100%

Nominal Value of each Share is ₹10/-

o) Dematerialization of shares

Company's Shares are available for dematerialization in both the depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

Reconciliation of Share Capital Audit Report for the Quarter ended 31st March 2021, confirming that the total issued/paid-up capital is in agreement with the total number of shares in physical form and the total number of dematerialized shares held with NSDL and CDSL as on 31st March 2021, was obtained from the Practicing Company Secretary and submitted to the Stock Exchanges within stipulated time.

Number of Shares held in Dematerialized and physical mode as on 31st March 2021:

Category	No. of Holders	No. of Shares	% of total Shares Issued
Physical	1797	1,00,04,550	3.38
NSDL	88560	23,60,58,079	79.75
CDSL	66001	4,99,45,692	16.87
Total	**156358**	**29,60,08,321**	**100**

p) Liquidity of shares

The trading volumes at the Stock Exchanges, during the financial year 2020-21, are given below:

Months	National Stock Exchange of India Limited	BSE Limited
	Number of Shares Traded	Number of Shares Traded
April, 2020	1,42,22,466	16,99,254
May, 2020	1,95,93,347	19,31,005
June, 2020	9,39,84,618	71,23,369
July, 2020	60,329,764	51,06,109
August, 2020	5,01,42,825	89,48,927
September, 2020	4,36,77,130	90,26,735
October, 2020	2,15,00,808	30,05,278
November, 2020	3,29,08,513	29,26,250
December, 2020	4,46,66,101	46,54,766
January, 2021	2,31,19,663	18,84,556
February, 2021	6,71,42,480	51,78,831
March, 2021	5,23,59,975	85,21,241

q) Outstanding ADRs/GDRs/ Warrants/ or any Convertible instruments, conversion date and likely impact on equity

Neither ADRs/GDRs/ Warrants/ nor any Convertible instruments has been issued by the Company.

r) Investor Correspondence

- Registered office Address: -
  PTC India Limited.
  2nd Floor, NBCC Towers, 15 Bhikaji Cama Place,
  New Delhi-110066

- Company Secretary & Compliance Officer: -
  PTC India Limited
  2nd Floor, NBCC Towers, 15 Bhikaji Cama Place,
  New Delhi-110066
  E-mail:- rajivmaheshwari@ptcindia.com

s) Compliance Certificate from the Practicing Company Secretary

The Company has complied with the requirements of the Schedule V of SEBI Listing Regulations.

Also, the Company is in compliance with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations.

A Certificate from the Practicing Company Secretary M/s Ashish Kapoor & Associates, confirming compliance with the conditions of Corporate Governance as stipulated under Regulation of the Listing Regulations, is annexed hereinafter.

t) Corporate Identity Number

Corporate Identity Number (CIN) of the Company, allotted by the Ministry of Corporate Affairs, Government of India is L40105DL1999PLC099328.

Dividend Distribution Policy

In pursuant to Regulation 43A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company in its Board Meeting held on 5th Feb., 2020 has adopted dividend distribution policy and the same is placed on the website of the Company and can be accessed through the following link: https://www.ptcindia.com/wp-content/uploads/2020/04/Dividend-Distribution-Policy.pdf

10. DISCLOSURES

a) **Disclosure on materially significant related party transactions i.e. transactions of the company of material nature, with its Promoters, the Directors and the management, their relatives or subsidiaries, etc. that may have potential conflict with the interests of the Company at large:**

None of the transactions with any of the related parties were in conflict with the interest of the Company. Transactions with the related parties are set out in Notes on Accounts, forming part of the Annual Report.

All related party transactions are negotiated on arm's length basis and are intended to further the interests of the Company.

b) **Details of non-compliance by the Company, penalties and strictures imposed on the Company by the Stock Exchanges or SEBI or any statutory authority during last three years**

There have been no instances of non-compliances by the company and no penalties, strictures have been imposed on the Company by Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

c) **Vigil Mechanism/Whistle Blower Policy**

The Company has formulated a Whistle Blower policy and affirms that no personnel has been denied access to the Audit Committee. The whistle blower policy of the Company is available at the link https://ptcindia.com/wp-content/uploads/2019/07/Whistle-Blower-Policy.pdf

d) **Details of Compliance with Mandatory requirements**

All mandatory requirements of Listing Regulations have been appropriately complied with and the status of non – mandatory requirements is given below:

The Chairman of the Company is an Executive Chairman and hence the provisions for Non – Executive Chairman are not applicable.

e) **Policy on Material Subsidiary**

The Company has adopted a policy on material subsidiaries. The objective of this policy is to lay down criteria for identification and dealing with material subsidiaries and to formulate a governance framework for subsidiaries of the Company. The Policy for Determining Material Subsidiaries as approved by the Board is available on the company's website at the link: https://ptcindia.com/wp-content/uploads/2019/07/Policy-on-Determining-Material-Subsidiaries.pdf.

f) **Related Party Transaction Policy**

In line with requirement of the Companies Act, 2013 and Listing Regulations, your Company has formulated a Related Party Transaction Policy. This policy is also available at Company's website at https://ptcindia.com/wp-content/uploads/2019/07/Policy-on-materiality-of-Related-Party-Transactions-and-also-on-dealing-with-Related-Party-Transactions.pdf

The policy intends to ensure that proper reporting; approval and disclosure processes are in place for all transactions between the Company and related parties. The policy specifically deals with the review and approval of Material Related Party transactions keeping in mind the potential or actual conflicts of interest that may arise because of entering into these transactions.

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulations, a statement on all related party transactions is presented before the Audit Committee on a quarterly basis for its review.

g) Disclosures of Commodity Price Risks and Commodity Hedging Activities- N/A

h) Credit Rating

The Company has obtained credit rating for the debt instruments/ facilities of the Company from ICRA and CRISIL which is as follows:

PTC'S Credit Rating FY 2020-21		
	ICRA	**CRISIL**
Rating	A1+	A1+
Short Term Limits		
Bank Limit	5500 Crores	5500 Crores
Commercial Paper	300 Crores	300 Crores
Short Term Limits (Letter Date)		
Bank	25.09.2020	07.01.2021
Commercial Paper	06.04.2020	18.05.2020
Short Term Limits (Outlook)	N.A	N.A

i) Utilization of funds raised through preferential allotment or qualified institutions placement as specified under regulation 32 (7A).

During the period under review, Company has not raised any funds through preferential allotment or qualified institutions placement.

j) Details of total fees incurred to statutory auditors and their network firms.

The details of total fees for all services incurred by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor and all entities in the network firm/network entity of which the statutory auditor is a part, are as follows:

Particulars	**Amount in ₹ Crores**
Services as statutory auditors (incl. quarterly limited reviews)	0.14
Tax audit	0.01
GST Audit Fees	0.01
Other services (including certification)	0.02
Re-imbursement of out of pocket expenses	0.01
Total	**0.19**

k) Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

During the period under review, Company has not received any sexual Harassment Complaint:

No. of Complaints received during the year 2020-21	**No. of Complaints disposed off during the year 2020-21**	**No. of Complaints pending at the end of FY 2021**
Nil	Nil	Nil

l) A Certificate from a Company Secretary in practice that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of Companies by the Board/Ministry of Corporate Affairs or any such statutory authority is also Annexed.

11. NON – COMPLIANCE OF ANY REQUIREMENT OF CORPORATE GOVERNANCE REPORT WITH REASONS

NIL

12. DISCRETIONARY REQUIREMENTS

The Company has adopted non-mandatory requirements as per details given below as mentioned under Part E of the Schedule II.

A. **The Board:** The Company has an executive chairman on its Board.

B. **Shareholder Rights:** The quarterly/half yearly/annual financial results of the Company are published in leading newspapers as mentioned under the heading "Means of Communication" of the Corporate Governance Report and also displayed on the website of the Company. The results are separately circulated to the shareholders.

C. **Modified Opinion (s) in audit report:** The auditor has given an unqualified report for the financial year ended 31st March, 2021

D. **Separate post of Chairman and CEO:** The Company does not have separate persons to the post of Chairman and Managing Director & CEO

E. **Reporting of Internal Auditor:** The Internal Auditor reports directly to the Audit Committee.

x) Plant Locations or any manufacturing division

Company doesn't have any material plant or manufacturing divisions.

CEO AND CFO CERTIFICATION

As required by the Listing Regulation, The CEO and CFO certification is provided in this Annual Report.

DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

S. No.	Particulars	No. of Shares
1.	Aggregate number of Shareholders and the outstanding shares in the suspense account lying at beginning of the year	NIL
2.	Number of Shareholders who approached issuer for transfer of shares from suspense account during the year	NIL
3,	Number of shareholders to whom shares were transferred from suspense account during the year	NIL
4.	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	NIL

The Voting Rights on these shares shall remain frozen till the rightful owner of such shares claims the share.

For and on behalf of the Board

Sd/-
(Deepak Amitabh)
(Chairman & Managing Director)
DIN: 01061535

Date: 11th August, 2021
Place: New Delhi.

PTC India Limited
CEO & CFO Certificate

A. We have reviewed financial statements and the cash flow statement for the year ended March 31, 2021 and that to the best of our knowledge and belief:

(1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

D. We have indicated to the auditors and the Audit committee

(1) significant changes in internal control over financial reporting during the year;

(2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

(3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Sd/-
CFO

Sd/-
CEO

Dated: 24th June, 2021
Place: New Delhi

COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE

To,

The Members of
PTC India Limited
2nd Floor, NBCC Tower,
15 Biikaji Cama Place
New Delhi-110066

I have examined all the relevant records of PTC India Limited ("Company") for the purpose of certifying compliance of the conditions of the Corporate Governance, for the year ended on March 31, 2021, as stipulated under Regulations 17 to 27, clauses (b) to (i) of sub- regulation (2) of Regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations", pursuant to the listing agreement of the said company with stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. My examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In my opinion and to the best of my information and according to the explanations and information furnished to us, I certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations for the year ended on March 31, 2021, pursuant to listing agreement of the said company with stock exchanges, subject to the following observations:

The Board of Directors of the Company was not duly constituted from December 20, 2020, till March 31, 2021, in terms of Regulation 17(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.:

We further report that on May 17, 2021 the National Stock Exchange of India Limited and BSE Limited have levied monetary fine for non-compliance under Regulation 17(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure requirements) Regulations, 2015 for the quarter ended on March 31, 2021 (for the period from March 20, 2021 to March 31, 2021), against which the Company has submitted replies along with the request to waive fines imposed on the Company.

I further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For Ashish Kapoor & Associates
Company Secretaries
ICSI Unique Code: S2007DE093800

Sd/-
Ashish Kapoor
Proprietor
C.P. No.: 7504
UDIN: F008002C000794986

Place: New Delhi
Date: August 11, 2021

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members of
PTC India Limited
2nd Floor, NBCC Tower,
15, Biikaji Cama Place,
New Delhi-110066

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of PTC India Limited having CIN L40105DL1999PLC099328 and having registered office at 2nd Floor, NBCC Tower, 15, Biikaji Cama Place, New Delhi-110066 (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No.	Name of Director	DIN	Date of appointment in Company
1.	Deepak Amitabh	01061535	25/01/2008
2.	Ajit Kumar	06518591	02/04/2015
3.	Rajib Kumar Mishra	06836268	24/02/2015
4.	Mritunjay Kumar Narayan	03426753	01/10/2019
5.	Anil Kumar Gautam	08293632	21/01/2021
6.	Devendra Swaroop Saksena	08185307	30/07/2018
7.	Harjeet Singh Puri	08918860	15/10/2020
8.	Jayant Purushottam Gokhale	00190075	16/03/2017
9.	Parminder Chopra	08530587	02/08/2020
10.	Preeti Saran	08606546	02/08/2020
11.	Ramesh Narain Misra	03109225	07/12/2018
12.	Rakesh Kacker	03620666	23/03/2017
13.	Sushama Nath	05152061	20/12/2017
14.	Subhash S. Mundra	00979731	01/07/2020
15.	Vinod Kumar Singh	08679313	09/11/2020

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For Ashish Kapoor & Associates
Company Secretaries
ICSI Unique Code: S2007DE093800

Sd/-
Ashish Kapoor
Proprietor
C.P. No.: 7504
UDIN: F008002C000794931

Place: New Delhi
Date: August 11, 2021

NOTE: Due to the ongoing Covid-19 pandemic, we have conducted online verification and examination of records, as facilitated by the Company for the purpose of issuing this Certificate.

BUSINESS RESPONSIBILITY REPORT

SECTION A: GENERAL INFORMATION ABOUT THE COMPANY

S.No.	Particulars	Details	
1.	Corporate Identification Number (CIN) of the Company:	L40105DL1999PLC099328	
2.	Name of the Company:	PTC India Limited ("the Company")	
3.	Registered Address :	2nd Floor, NBCC Tower,15 Bikaji Cama Place New Delhi – 110066	
4.	Website:	www.ptcindia.com	
5.	Email Id :	info@ptcindia.com	
6.	Financial Year Reported :	2020-21	
7.	Sector that the Company is engaged in (industrial Activity code wise):	Trading of Electricity	
8.	List three key products/services that the Company manufactures/provides (as in balance sheet) :	Power Trading (Purchase and Sale of electricity): ₹ 16,484.76 Crores (FY2020-21)	
9.	Total number of locations where business activity is undertaken by the Company	Number of International Locations (Provide details of major 5)	
		1. Bangladesh 2. Nepal 3. Bhutan	
	Number of National Locations:	1. Delhi 2. Uttarakhand 3. Kerala 4. UP 5. Tamil Nadu 6. Rajasthan 7. Karnataka 8. West Bengal 9. Other major States (details at www.ptcindia.com)	
10.	Markets served by the Company		
	Local	State	National	International
	√	√	√	√

SECTION B: FINANCIAL DETAILS OF THE COMPANY

1.	Paid up Capital (INR) :	₹ 2,960,083,210
2.	Total Turnover (INR) :	Rs 16,963.29 crore
3.	Total profit after taxes (INR) :	₹ 410.25 crore
4.	Other Total Comprehensive Income :	₹ 410.96 crore

5. **Total Spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%):**

   As a responsible corporate citizen, the Company is committed to ensuring its contribution to the welfare of the communities in the society where it operates through its various CSR Initiatives. During FY 2020-21, the Company has spent ₹ 7.99 Crores towards CSR activities.

6. **List of activities in which expenditure in 4 above has been incurred:-**

   List of CSR activities is detailed in the Report on CSR Activities to the Board's Report.

   – Sanitation in 2/3rd area of Bhikaji Cama Place.

   – Various projects undertaken and completed for promotion of Education, Gender Equality, Skill Development and Women's Empowerment in Delhi NCR, Rajasthan and Haryana

   – Livelihood and Rural Development Projects in Orissa and Bihar

SECTION C: OTHER DETAILS

1. Does the Company have any Subsidiary Company/ Companies :

The Company has two subsidiaries, namely PTC India Financial Services Limited (PFS) and PTC Energy Limited (PEL).

2. Do the Subsidiary Company/Companies participate in the BR Initiatives of the parent Company? If yes, then indicate the number of such subsidiary company(s):

The Company's subsidiaries as follows, participate in the BR Initiatives of the Company:

PTC India Financial Services Limited (PFS)

PTC Energy Limited (PEL)

3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]:

No other entity / entities participate in the BR initiatives of the Company.

SECTION D: BR INFORMATION

1. Details of Director/Directors responsible for BR

a) Details of the Director/Directors responsible for implementation of the BR policy/policies :

DIN	01061535
Name	Deepak Amitabh
Designation	CMD

b) Details of the BR Head

No.	Particulars	Details
1.	DIN Number (if applicable)	NA
2.	Name	Ms. Sneh Daheriya
3.	Designation	VP
4.	Telephone Number	011-41595105
5.	E mail ID	sneh.daheriya@ptcindia.com

2. Principle-wise BR Policy/policies - As per National Voluntary Guidelines (NVGs)

The nine principles as per BRR are as given below:

P 1: Business should conduct and govern themselves with Ethics, Transparency and Accountability.

P 2: Business should provide goods and services that are safe and contribute to sustainability throughout their life cycle.

P 3: Business should promote the well- being of all employees

P 4: Business should respect the interest of and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalised.

P 5: Business should respect and promote human rights.

P 6: Business should respect, protect and make efforts to restore the environment.

P 7: Business, when engaged in influencing public and regulatory policy, should do so in a responsible manner.

P 8: Business should support inclusive growth and equitable development.

P 9: Business should engage with and provide value to their customers and consumers in a responsible manner.

(a) Details of compliance (Reply in Y/N)

S. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1	Do you have a policy	Y	Y	Y	Y	Y	Y	Y	Y	Y
2	Has the policy being formulated in consultation with the relevant stakeholders	Y	Y	Y	Y	Y	Y	Y	Y	Y
3	Does the policy conform to any national / international standards? if yes specify	The company's policies are aligned with various standards in order to practice national or international benchmarks and NVG Guidelines issued by Ministry of Corporate affairs, Government of India.								

S. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
4	Has the policy being approved by the Board? If yes, has it been signed by MD / Owner / CEO/ appropriate Board Director?	Y	Y	Y	Y	Y	Y	Y	Y	Y
5	Does the Company have a specified committee of the Board / Director / official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	Y	Y	Y
6	Indicate the link for the policy to be viewed online?	www.ptcindia.com								
7	Has the policy been formally communicated to all the relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	Y	Y	Y
8.	Does the Company have in house structure to implement the policy/ policies	Y	Y	Y	Y	Y	Y	Y	Y	Y
9.	Does the company have a grievance redressal mechanism related to the policy / policies to address stakeholders' grievances related to the policy/ policies	Y	Y	Y	Y	Y	Y	Y	Y	Y
10.	Has the company carried out independent audit / evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	Y	Y	Y	Y	Y	Y

*Refer to whistle blower policy and code of conduct and Ethics.

** Nomination and Remuneration Policy and HR Policy.

#Refer to CSR Policy.

Refer Risk Management Policy.

***Available internally

(b). If answer to S.No.1 against any principle is "No", please explain why: (Tick Upto 2 Options)- NA

3. Governance related to BR

a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year - Annually.

b) Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?

The Company shall upload this report on its web-site: www.ptcindia.com

SECTION E: PRINCIPLE-WISE PERFORMANCE

Principle 1: Ethics, Transparency and Accountability

1. Does the policy relating to ethics, bribery and corruption cover only the company? Yes/ No. Does it extend to the Group/Joint Ventures/ Suppliers/ Contractors/NGOs /Others?

The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior. In addition to that the Company has established a mechanism under its Whistle Blower Policy for employees to report to the management the instances of unethical behavior, actual or suspected, fraud or violation of the Company's code of conduct or ethics policy. The policy has been framed to enforce controls so as to provide a system of detection, reporting, prevention and appropriate dealing of issues relating to fraud, unethical behavior etc. The policy provides for adequate safeguards against victimization of director(s) / employee(s) who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee in exceptional cases.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

No complaint was received under Whistle Blower Policy.

Principle 2: Safety and Sustainability Of Goods and Services

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.

The Company is into the business of trading of electricity. To substantiate execution excellence with quality, safety & environmental care for the benefit of business and key stakeholders including customers, Company's distribution projects received IMS certification. Additionally, various initiatives of the Company like safety audits, Club Energy, Demand side management programs and be Green, create awareness to customers on energy efficiency & its conservation, safety, carbon footprint etc.

2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product(optional):

a) Reduction during sourcing/production/ distribution achieved since the previous year throughout the value chain?

b) Reduction during usage by consumers (energy, water) has been achieved since the previous year?

Note: - Company deals in trading of electricity

3. Does the company have procedures in place for sustainable sourcing (including transportation)?

a) If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so

The Company since its inception providing power trading services, in India and neighboring countries which includes Nepal, Bhutan and Bangladesh on a sustained basis through purchase from surplus utilities and sales to deficit State Distribution Utilities (DISCOMS) at an economical price, providing best value to both the buyers and sellers and ensuring that the resources are utilized optimally. To promote sustainable sourcing, Company has built the sustainability concern into its processes for vendor/supplier development and procurement management.

4. Has the company taken any steps to procure goods and services from local & small producers, including communities surrounding their place of work?

a) If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

Note: - Company deals in trading of electricity

5. Does the company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as

<5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.

Note: - Company deals in trading of electricity. The clause is not applicable as such.

Principle 3 : Well Being Of All Employees :

1. Please indicate the Total number of employees. 102 (Permanent)
2. Please indicate the Total number of employees hired on temporary/ contractual/casual basis. 467
3. Please indicate the Number of permanent women employees. 13 (included in Sr. No.1 above)
4. Please indicate the Number of permanent employees with disabilities. (Nil)
5. Do you have an employee association that is recognized by management:. (PTC Employee Welfare Association: It's an informal association mainly for organizing employee get-togethers, lunch facilities, out bound programs, picnic/movie shows etc.
6. What percentage of your permanent employees is members of this recognized employee association? (100%)
7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

No.	Category	No of complaints filed during the financial year	No of complaints pending as on end of the financial year
1	Child labour/forced labour/involuntary labour	N/A	N/A
2	Sexual harassment	NIL	NIL
3	Discriminatory employment	NIL	NIL

8. What percentage of your under mentioned employees were given safety & skill up-gradation training in the last year?
   a. Permanent Employees 60 (58%)
   b. Permanent Women Employees 6 (50%)
   c. Casual/Temporary/Contractual Employees 103 (approx. 22%)
   d. Employees with Disabilities N/A

Principle 4: Protection Of Stakeholders' Interest:

1. Has the company mapped its internal and external stakeholders? Yes/No

   Yes, Stakeholders of the company has been mapped through a formal process of consultation at all operations. The Company's key stakeholders include employees, suppliers, customers, business partners, regulatory agencies and local communities around its sites of operations.

2. Out of the above, has the company identified the disadvantaged, vulnerable & marginalized stakeholders?

   Yes, the Company has identified the disadvantaged, vulnerable and the marginalized sections within the local communities around its sites of operations which are broadly divided into two categories viz. Internal Stakeholders (Employees – Persons with Disabilities (PWD) / SC/ ST/ Women) and External Stakeholders {Project Affected Persons / Families (PAPs / PAFs) : Widow women headed families, SC/ST/ Persons with Disabilities (PWD)}.

3. Are there any special initiatives taken by the company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.

   The Company through its CSR programmes and projects has taken special initiatives in order to engage with the disadvantaged, vulnerable and marginalized stakeholders which are aimed at serving the needy, deserving, socio economically backward and disadvantaged communities aimed at improving the quality of their lives. We have taken many initiatives with significant outlays in healthcare, education, sanitation and in providing livelihood opportunities:-

Principle 5 : Respecting and Promoting Human Rights

1. Does the policy of the company on human rights cover only the company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/ Others?

   Company believes in protecting the human rights of our people, recognizing their need for respect and dignity. We are committed to fair employment practices and freedom of expression, supported by a strong, company-wide value system. We provide every avenue to our workforce for voicing their opinion.

   During the year, the Company has given thrust to an organizational development programme and has been developing systems and processes that maximize human potential. The Company has developed a KRA/KPI based Performance Management System to link and measure individual performance with the organizational performance score card during the year. The Company continuously invests in attraction, retention and development of talent on an ongoing basis. The Company's thrust is on the promotion of talent internally through job rotation and job enlargement. Strong governance processes and stringent risk management policies are adhered to, in order to safeguard our stakeholders' interest.

   Subsidiary companies are also covered in these programmes / plans.

2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?

   NIL

Principle 6 : Respecting and Protecting the Environment

1. Does the policy related to Principle 6 cover only the company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others.

   The Company has adopted plans to protect Environment as these aspects are integral to the Company's business at operating locations. All subsidiaries, joint ventures, suppliers and contractors are required to abide by the Company's environment plans and work procedures at PTC India.

2. Does the company have strategies/ initiatives to address global environmental issues such as climate change, global warming, etc? Y/N. If yes, please give hyperlink for webpage etc.

   Yes. Considering the seriousness of the environment related issues, the Company has projects deploying clean and environment-friendly technology.

3. Does the company identify and assess potential environmental risks? Y/N

   Yes, the Company has developed and implemented a risk management framework that includes the identification, assessment, and management of environmental and social concerns at both organizational and project level which in the opinion of the Board may threaten the existence of the Company. The Company have Risk Matrix tool which is duly providing guidance on risk related issues.

4. Does the company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if Yes, whether any environmental compliance report is filed?

   NA

5. Has the company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy , etc. Y/N. If yes, please give hyperlink for web page etc.

   The Company has always been conscious of the need for conservation of energy and has been sensitive in making progress towards this end. Various initiatives undertaken by the company in the field of renewable energy Including development of 288.8 MW Wind Power Projects in Madhya Pradesh, Karnataka and Tamil Nadu through wholly owned subsidiary-PTC Energy Limited. Company has successfully completed various energy efficiency initiatives including Energy Audits at SEEPZ SEZ, EESL Programs (Agriculture Feeders and Railway Stations) for Industries and Commercial Establishments.

6. Are the Emissions/Waste generated by the company within the permissible limits given by CPCB/SPCB for the financial year being reported?

   NA

7. Number of show cause/ legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

   NA

Principle 7: Public and Regulatory Policy

1. Is your company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:

   Yes, the Company is a member of the following key association:

   a) Association of Power Producers

   b) FICCI

   c) TERI-BCSD

   d) ASSOCHAM

2. Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others)

   PTC has been advocating through the industry associations as well as on its own for the development to the power market, renewable energy development, energy security and cross border trading of electricity to the policy makers and regulatory bodies.

Principle 8: Inclusive Growth and Equitable Development

1. Does the company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.

   As a Power Trading Company, we touch millions of lives every day and understand that real success is the result of inclusive development of the involved entities and stakeholders. We support the principles of inclusive growth and equitable development through corporate social responsibility initiatives as well as through our core business.

   The Company through its Corporate Social Responsibility initiatives has undertaken various activities for the sustainable development of communities around the sites of operations during the period. The CSR activities of the Company are intended to promote inclusive growth and development and are focused on the following area:

   - Sanitation/cleanliness;
   - Skill development a with focus on the under-privileged strata of society
   - Promoting Gender equality, empowering women
   - Environmental sustainability

2. Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?

   PTC has created PTC Foundation Trust to carry out CSR initiatives for PTC Group

3. Have you done any impact assessment of your initiative?

   Yes. Regular impact assessment studies are carried out by the foundation to evaluate its various on-going programs and to analyze the quantum of transformation the program are able to make on the lives of the communities. Also regular monthly, quarterly and yearly reviews of the programs are carried out by the different levels of management to continually improve the program implementation and outcomes.

4. What is your company's direct contribution to community development projects- Amount in INR and the details of the projects undertaken?

   As explained in CSR section

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.

   Yes. Community participation is encouraged at all stages of our community development / CSR initiatives, including program planning, monitoring, implementation and assessment / evaluation.

   Base line studies and assessment surveys are carried out before taking CSR initiatives. Our teams also work closely with local people to ensure that the initiatives are well received and adopted by the Community. These initiatives foster ownership amongst the local communities. The impact of our interventions is monitored regularly for bringing about further improvements.

Principle 9: Engaging and Enriching Customer Value :

1. What percentage of customer complaints/consumer cases are pending as on the end of financial year.

   NA

2. Does the company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A. / Remarks(additional information)

   NA

3. Is there any case filed by any stakeholder against the company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.

   No

4. Did your company carry out any consumer survey/ consumer satisfaction trends?

   The company is focused towards the quality services to its customers. For taking customers feedbacks, company rolled out a customer satisfaction survey for all the customers and followed up with customer interaction meets.

For and on behalf of the Board
PTC India Limited

Sd/-
(Deepak Amitabh)
Chairman & Managing Director
(DIN : 01061535)

Place: New Delhi
Date: 11th August, 2021

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF PTC INDIA LTD.

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the Standalone Ind AS financial statements of PTC India Ltd ('the company") which comprise the balance sheet as at 31st March 2021, and the statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity, and Statement of Cash Flows for the year ended on that date, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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 Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the profit and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Standalone Ind AS Financial Statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Ind AS Financial Statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Ind AS Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Ind AS Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	How our audit addressed the matter
Reconciliation and Impairment of Trade Receivables System of Reconciliation and the recoverability of trade receivables and the level of provisions for doubtful trade receivable involves significant judgements by management in making appropriate provisions due to customer specific contractual arrangements. Further, The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company considered current and anticipated future economic conditions relating to industries the Company deals with. In calculating expected credit loss, the company has also considered credit reports and other related credit information for its customers to estimate the probability of default in future and has taken into account estimates of possible effect from the pandemic relating to Covid-19. For detail refer **Note-12** to Standalone Ind AS Financial Statements.	**Principal Audit Procedures** In order to test the recoverability of trade receivables, we performed the following procedures: • We evaluated the Company's credit control procedures and assessed and validated the ageing profile of trade receivables. • We assessed recoverability on a sample basis by reference to cash received subsequent to year-end, agreement to the terms of the contract in place. • We reviewed the system of reconciliation followed by the management with the State Electricity Utilities. Such reconciliation statements are signed by the company and utilities from time to time during every year and same serves the purpose of balance confirmation as well. Where there were indicators that trade receivables were unlikely to be collected within contractual payment terms, we assessed the adequacy of the allowance for impairment of trade receivables. To do this: • We assessed the ageing of trade receivables, dispute with customers, the past payment and credit history of the customer. • We evaluated evidence from the legal and external experts' reports on contentious matters. • We assessed the profile of trade receivables and the economic environment applicable to these customers. • We considered the historical accuracy of forecasting the allowance for impairment of trade receivables.
Enhancement of functionalities in IT System The Company continues to enhance its IT systems which were significant to our audit. Company's financial processes are reliant on IT systems with automated processes and controls over the capturing, valuing, and recording of transactions. This is a key part of our audit due to: • Mix of automated and manual controls and few residual functionalities/ controls are under testing and implementation.	**Principal Audit Procedures** Our procedures included but were not limited to: • Discussing with management, system developer and system auditor the IT environment and consideration of the key financial processes to understand where IT systems were integral to the financial reporting process. • Testing the design of the key IT controls relating to financial reporting systems of the company.

• Some MIS reports are under development and testing through internal and outsourced support arrangements and ultimately authentication by the user.	• Perused the report on "SAP Assessment" obtained from an independent external expert engaged by the Company. Suggestions for improvement related to enhancement of functionality/control communicated during their assessment have now been done through automated process/ Manual approval process. • In response enhancement of functionalities in IT System made during the year, we performed the following: - evaluating the design of the controls to ensure they mitigated the relevant financial reporting risks and testing the operation of controls in the periods prior to and post any change/ enhancement. - tested controls and performed additional substantive procedures of key general ledger account reconciliations. - observed that training sessions are also provided to users, to enable full utilization of SAP functionalities.

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

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's annual report, but does not include the Standalone Ind AS financial statements and our auditor's report thereon. The other information as stated above is expected to be made available to us after the date of this auditors' report.

Our opinion on the Standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Ind AS financial statements, our responsibility is to read the other information identified above when it becomes available, and, in doing so, consider whether the other information is materially inconsistent with the Standalone Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the other information as stated above and if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and describe necessary actions required as per applicable laws and regulations.

Responsibilities of Management and Those Charged with Governance 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 financial position, financial performance, changes in equity and cash flows of the company in accordance with the accounting principles generally accepted in India, including the Indian accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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.

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

Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Ind AS financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Ind AS Financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. 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 (including other comprehensive income), and the Cash Flow Statement and the Statement of Change 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 (Ind AS) specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

   (e) On the basis of the written representations received from the directors as on 31st March, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2021 from being appointed as a director in terms of Section 164 (2) of the Act.

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B".**

   (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

   In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

      i. The company has disclosed the impact of pending litigations on its financial position in its financial statements refer Note 12(b) and Note 35 to the Standalone Ind AS financial statements.

      ii. The company has long term contracts as at 31st March 2021 for which there were no material foreseeable losses. As informed to us that the company did not have any derivative contracts.

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the company.

For K.G. Somani & Co.
Chartered Accountants
Firm Registration No: 06591N

(Vinod Somani)
Partner
Membership No: 085277
UDIN: 21085277AAAAAE9792

Place: New Delhi
Date: 24th June 2021

“ANNEXURE A” TO THE INDEPENDENT AUDITORS’ REPORT

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the Standalone Ind AS Financial Statements of the Company for the year ended March 31, 2021:

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

b) According to the explanations given to us, all the fixed assets have been physically verified by the management at reasonable intervals having regard to the size of the Company and the nature of its assets and no material discrepancy was noticed on such verification as compared to book records.

c) In our opinion and according to the information and explanations given to us during the course of audit, the title deeds of immovable properties are held in the name of the company.

(ii) The Company is in the business of power. Accordingly, it does not hold any physical inventories. Thus, paragraph 3(ii) of the order is not applicable to the company.

(iii) According to the information and explanations given to us, the 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 Act. Accordingly, the provisions of, paragraph 3 (iii) (a) to (c) of the Order are not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us during the course of audit, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in respect of investment of the company. Further, the company has not granted any loans and has not given any guarantees and security under the provision of section 185 of the companies Act, 2013; thereby the provision of the said section is not applicable to the company.

(v) According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under. Accordingly, the provision of paragraph 3(v) of the Order is not applicable to the Company.

(vi) We have broadly reviewed the records maintained by the Company for generation of power pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, 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 these are accurate and complete.

(vii) (a) According to information and explanations given to us and on the basis of our examination of the books of account and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Goods & Service Tax, Cess and any other statutory dues with the appropriate authorities and there were no outstanding at March 31, 2021 for a period of more than six months from the date they become payable.

(b) According to the information and explanations given to us, the dues of income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, Goods & Service Tax and cess which have not been deposited on account of a dispute and the forum where the dispute is pending are as follows:

Name of Statue	Nature of disputed dues	Period to which amount relates	Amount involved (₹ in crore)	Forum where dispute is pending
Income Tax Act, 1961	Income tax	AY 2011-12	10.39	ITAT Delhi
Income Tax Act, 1961	Income tax	AY 2012-13	65.12	ITAT Delhi
Income Tax Act, 1961	Income tax	AY 2013-14	99.12	ITAT Delhi
Income Tax Act, 1961	Income tax	AY 2014-15	45.63	ITAT Delhi
Income Tax Act, 1961	Income tax	AY 2015-16	66.84	Commissioner of Income Tax (Appeal)
Income Tax Act, 1961	Income tax	AY 2017-18	77.06	Commissioner of Income Tax (Appeal)
Income Tax Act, 1961	Income tax	AY 2018-19	99.94	Commissioner of Income Tax (Appeal)
Finance Act, 1996	Service tax	FY 2013-14 to 2017-18 (Up to June 2017)	52.11	Principal Commissioner of Central Goods and Services Tax Commissionerate Delhi South
Finance Act, 1996	Penalty	FY 2013-14 to 2017-18 (Up to June 2017)	52.11	Principal Commissioner of Central Goods and Services Tax Commissionerate Delhi South
Customs Act, 1962	Custom duty	AY 2012-13	17.16	CESTAT, Bangalore

(viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.

(ix) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments). According to the information and explanations given to us, the money raised by the Company by way of short term loans including Commercial Papers have been applied for the purposes for which they were obtained.

(x) During the course of our examination of the books of account 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 fraud by the company or any fraud on the company by its officers or employees, noticed or reported during the year, nor have we been informed of such case by the management.

(xi) In our opinion and according to the information and explanations given to us during the course of audit, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.

(xii) In our opinion and according to the information and explanations given to us during the course of audit, the company is not a Nidhi Company. Therefore, the provisions of paragraph 3(xii) of the Order are not applicable to the Company.

(xiii) In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that transactions with the related parties are in compliance with sections 177 & 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us by the management and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that the company has not made any preferential allotment or private placements of shares or fully or partly convertible debentures during the year.

(xv) In our opinion and according to the information and explanations given to us during the course of audit, we state that the Company has not entered into non-cash transaction with directors or persons connected with him. Therefore clause 3(xv) of the Companies (Auditor's Report) Order, 2016 is not applicable to the Company.

(xvi) The company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3(xvi) of the Order are not applicable to the Company.

For K.G. Somani & Co.
Chartered Accountants
Firm Registration No: 06591N

(Vinod Somani)
Partner
Membership No: 085277
UDIN: 21085277AAAAAE9792

Place: New Delhi
Date: 24th June 2021

"ANNEXURE B" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE IND AS FINANCIAL STATEMENTS OF PTC INDIA LIMITED FOR THE YEAR ENDED 31ST MARCH 2021

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 PTC INDIA LIMITED ("the Company") as of March 31, 2021 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 Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2021, based on, "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India".

For K.G. Somani & Co.
Chartered Accountants
Firm Registration No: 06591N

(Vinod Somani)
Partner
Membership No: 085277
UDIN: 21085277AAAAAE9792

Place: New Delhi
Date: 24th June 2021

BALANCE SHEET AS AT 31ST MARCH 2021

(₹ in crore)

Particulars	Note No.	As at 31.03.2021	As at 31.03.2020
ASSETS			
Non-current assets			
Property, plant and equipment	2	16.36	16.59
Right-of-use asset	3	3.22	3.27
Other intangible assets	4	1.50	0.82
Financial assets			
Investments in subsidiaries and associates	5	1,371.39	1,421.39
Other investments	6	195.97	195.68
Loans	7	0.64	0.46
Deferred tax assets (net)	8	13.87	11.70
Income tax assets (net)	9	30.75	25.76
Other non-current assets	10	5.50	16.40
Total non-current assets		**1,639.20**	**1,692.07**
Current assets			
Financial assets			
Investments	11	390.03	-
Trade receivables	12	5,836.43	6,787.85
Cash and cash equivalents	13	416.09	188.62
Bank balances other than cash and cash equivalents	14	2.00	20.34
Loans	15	0.24	0.22
Other financial assets	16	13.29	10.94
Other current assets	17	107.17	132.90
Total current assets		**6,765.25**	**7,140.87**
TOTAL ASSETS		**8,404.45**	**8,832.94**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	18	296.01	296.01
Other equity	19	3,406.13	3,217.18
Total equity		**3,702.14**	**3,513.19**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	20	0.71	0.71
Provisions	21	7.11	7.48
Total non-current liabilities		**7.82**	**8.19**
Current liabilities			
Financial liabilities			
Borrowings	22	956.16	831.84
Trade payables	23		
- total outstanding dues of micro enterprises and small enterprises	-	-	
- total outstanding dues of creditors other than micro enterprises and small enterprises		3,624.47	4,336.60
Other financial liabilities	24	24.71	60.07
Other current liabilities	25	88.29	82.34
Provisions	26	0.86	0.71
Total current liabilities		**4,694.49**	**5,311.56**
TOTAL EQUITY AND LIABILITIES		**8,404.45**	**8,832.94**

Significant accounting policies 1

The accompanying notes form an integral part of these financial statements.

As per our report of even date attached
For K G Somani & Co.
Chartered Accountants
Firm Regn. No. 006591N

For and on behalf of the Board of Directors

Sd/-
(Vinod Somani)
Partner
M.No.085277

Sd/-
(Dr. Rajib Kumar Mishra)
Director
DIN 06836268

Sd/-
(Deepak Amitabh)
Chairman & Managing Director
DIN 01061535

Date: June 24, 2021
Place: New Delhi

Sd/-
(Pankaj Goel)
Chief Financial Officer

Sd/-
(Rajiv Maheshwari)
Company Secretary

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2021

(₹ in crore)

Particulars	Note No.	For the year ended 31.03.2021	For the year ended 31.03.2020
Revenue			
Revenue from operations	27	16,963.29	16,442.97
Other income	28	28.74	45.33
Total revenue		**16,992.03**	**16,488.30**
Expenses			
Purchases	29	16,052.86	15,876.67
Operating expenses	30	182.18	23.93
Employee benefits expense	31	45.36	39.21
Finance costs	32	27.81	55.04
Depreciation and amortization expense	2, 3, 4	2.79	2.85
Other expenses	33	55.20	68.07
Total expenses		**16,366.20**	**16,065.77**
Profit before exceptional items and tax		**625.83**	**422.53**
Exceptional items - income/(expense)	34	(60.26)	-
Profit before tax		**565.57**	**422.53**
Tax expense			
-Current tax		157.63	102.51
-Deferred tax (net)- (income)/expense		(2.31)	(0.09)
Total tax expense		**155.32**	**102.42**
Profit for the year		**410.25**	**320.11**
Other comprehensive income			
Items that will not be reclassified to profit or loss (net of tax)			
Remeasurements of post-employment benefit obligations- income/(expense)		0.56	(0.19)
Deferred tax on post-employment benefit obligations- Income/(expense)		(0.14)	0.05
Remeasurement of equity instruments-income/(expense)		0.29	0.72
Other comprehensive income / (loss) for the year (net of tax)		**0.71**	**0.58**
Total comprehensive income / (loss) for the year		**410.96**	**320.69**
Earnings per equity share (face value of equity share of ₹ 10 each)			
(1) Basic (₹)	41	13.86	10.81
(2) Diluted (₹)	41	13.86	10.81

Significant accounting policies 1

The accompanying notes form an integral part of these financial statements.

As per our report of even date attached
For K G Somani & Co.
Chartered Accountants
Firm Regn. No. 006591N

For and on behalf of the Board of Directors

Sd/-
(Vinod Somani)
Partner
M.No.085277

Sd/-
(Dr. Rajib Kumar Mishra)
Director
DIN 06836268

Sd/-
(Deepak Amitabh)
Chairman & Managing Director
DIN 01061535

Date: June 24, 2021
Place: New Delhi

Sd/-
(Pankaj Goel)
Chief Financial Officer

Sd/-
(Rajiv Maheshwari)
Company Secretary

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2021

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Cash flows from operative activities		
Net profit before tax	**565.57**	**422.53**
Adjustments for:		
Depreciation and amortization expense	2.79	2.85
(Profit)/ loss on sale of fixed assets (net)	(0.01)	0.01
Bad debts/ advances written off	2.91	2.09
Impairment allowance for doubtful debts / advances	8.16	10.98
Impairment provision on investment in a subsidiary company	50.00	-
Impairment provision on capital advance	10.26	-
Liabilities no longer required written back	(8.88)	(9.44)
Finance costs	27.81	55.04
Dividend income	(18.79)	(33.40)
Interest income	(1.44)	(2.00)
Rental income	(0.06)	(0.05)
Profit on sale of investment (net)	(0.31)	-
Operating profit before working capital changes	**638.01**	**448.61**
Adjustments for:		
(Increase)/ Decrease in trade receivables	941.04	(2,081.05)
(Increase)/ Decrease in loans and other financial assets	(2.55)	4.21
(Increase)/ Decrease in other current assets	25.33	54.19
Increase/ (Decrease) in trade payable	(703.26)	1,398.22
Increase/ (Decrease) in other current liabilities	5.95	21.95
Increase/ (Decrease) in other financial liabilities	**(35.77)**	**29.85**
Increase/ (Decrease) in provisions	0.34	2.18
Cash generated from/(used in) operating activities	**869.09**	**(121.84)**
Direct taxes paid (net)	(163.20)	(113.44)
Net cash generated/(used) from operating activities (A)	**705.89**	**(235.28)**
Cash flow from investing activities		
Interest received	1.82	2.18
Dividend received	18.79	33.40
Rent received	0.06	0.05
Purchase of property, plant and equipment and intangible assets (including capital advances)	(3.31)	(1.77)
Sale of property, plant and equipment	0.11	0.16
Sale/(Purchase) of investments in joint venture/Associates	-	(12.50)
Sale/(Purchase) of investments (net)	(389.72)	-
Decrease/ (Increase) in bank balances other than cash & cash equivalents	18.75	9.00
Net cash generated from/ (used in) investing activities (B)	**(353.50)**	**30.52**
Cash flows from financing activities		
Proceeds from short term borrowings (Net)	124.32	519.10
Finance cost paid	(27.23)	(55.30)
Dividend paid (including dividend tax)	(222.01)	(135.87)
Net cash generated from/(used in) financing activities (C)	**(124.92)**	**327.93**
Net increase/ (decrease) in cash and cash equivalents (A+B+C)	**227.47**	**123.17**
Cash and cash equivalents (opening balance)	**188.62**	**65.45**
Cash and cash equivalents (closing balance)	416.09	188.62

	As at 31.03.2021	As at 31.03.2020
		(₹ in crore)

Notes:

	As at 31.03.2021	As at 31.03.2020
1. Cash and cash equivalents include		
Cash on hand- Staff imprest	0.02	0.02
Current accounts	416.07	88.60
Deposits with original maturity upto three months	-	100.00
Cash and cash equivalents at the year end	**416.09**	**188.62**

2. The above cash flow statement has been prepared under the "Indirect Method" as set out in the Accounting Standard (Ind AS)-7 on Statement of cash flows.
3. Figures in brackets indicate cash outflow.

As per our report of even date attached
For K G Somani & Co.
Chartered Accountants
Firm Regn. No. 006591N

For and on behalf of the Board of Directors

Sd/-	Sd/-	Sd/-
(Vinod Somani)	**(Dr. Rajib Kumar Mishra)**	**(Deepak Amitabh)**
Partner	**Director**	**Chairman & Managing Director**
M.No.085277	**DIN 06836268**	**DIN 01061535**
	Sd/-	Sd/-
Date: June 24, 2021	**(Pankaj Goel)**	**(Rajiv Maheshwari)**
Place: New Delhi	**Chief Financial Officer**	**Company Secretary**

STATEMENT OF CHANGES IN EQUITY

(A) **Equity share capital**

(₹ in crore)

Particulars	As at 31 March 2021		As at 31 March 2020	
	No. of Shares	Amount	No. of Shares	Amount
Balance at the beginning of the year	**29,60,08,321**	**296.01**	**29,60,08,321**	**296.01**
Changes in equity share capital during the year	-	-	-	-
Balance at the end of the year	**29,60,08,321**	**296.01**	**29,60,08,321**	**296.01**

(B) **Other equity**

(₹ in crore)

Particulars	Reserves & Surplus					Items of Other comprehensive income		Total
	Securities premium	Share option outstanding account	General reserve	Retained earnings	Contingency reserve	FVOCI - Equity investment reserve	Re-measurements of the net defined benefit plans	
Balance at 31 March 2019	**1,590.40**	**0.12**	**663.36**	**891.13**	**1.05**	**(112.73)**	**(0.97)**	**3,032.36**
Profit for the year	-	-	-	320.11	-	-	-	320.11
Other comprehensive income for the year	-	-	-	-	-	0.72	(0.14)	0.58
Total comprehensive income for the year	**-**	**-**	**-**	**320.11**	**-**	**0.72**	**(0.14)**	**320.69**
Cash dividends	-	-	-	(118.40)	-	-	-	(118.40)
Dividend distribution tax (DDT) on cash dividend	-	-	-	(17.47)	-	-	-	(17.47)
Transfer to general reserve	-	-	96.21	(96.21)	-	-	-	-
Balance at 31 March 2020	**1,590.40**	**0.12**	**759.57**	**979.16**	**1.05**	**(112.01)**	**(1.11)**	**3,217.18**
Profit for the year	-	-	-	410.25	-	-	-	410.25
Other comprehensive income for the year	-	-	-	-	-	0.29	0.42	0.71
Total comprehensive income for the year	**-**	**-**	**-**	**410.25**	**-**	**0.29**	**0.42**	**410.96**
Cash dividends (including interim dividend)	-	-	-	(222.01)	-	-	-	(222.01)
Transfer to general reserve	-	(0.12)	123.41	(123.29)	-	-	-	-
Balance at 31 March 2021	**1,590.40**	**-**	**882.98**	**1,044.11**	**1.05**	**(111.72)**	**(0.69)**	**3,406.13**

The accompanying notes form an integral part of these financial statements.

As per our report of even date attached
For K G Somani & Co.
Chartered Accountants
Firm Regn. No. 006591N

Sd/-
(Vinod Somani)
Partner
M.No.085277

Date: June 24, 2021
Place: New Delhi

For and on behalf of the Board of Directors

Sd/-
(Dr. Rajib Kumar Mishra)
Director
DIN 06836268

Sd/-
(Deepak Amitabh)
Chairman & Managing Director
DIN 01061535

Sd/-
(Pankaj Goel)
Chief Financial Officer

Sd/-
(Rajiv Maheshwari)
Company Secretary

NOTES TO THE FINANCIAL STATEMENTS

Note No.1 : Company overview and significant accounting policies

1. Company overview

The financial statements comprise financial statements of PTC India Limited (the company) for the year ended 31 March, 2021. The company is a public company domiciled in India and limited by shares (CIN: L40105DL1999PLC099328). The company is incorporated under the provisions of the Companies Act applicable in India. The shares of the Company are publicly traded on the National Stock Exchange of India Limited and BSE Limited. The registered office of the company is located at 2nd Floor, NBCC Tower, 15 Bhikaji Cama Place, New Delhi-110066, India.

The company is principally engaged in trading of power. PTC holds Category I license from Central Electricity Regulatory Commission (CERC), the highest category with permission to trade unlimited volumes.

The financial statements were authorized for issue in accordance with a resolution of the directors on 24 June, 2021.

2.1 Basis of preparation of financial statements

(i) Statement of Compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies act, 2013 read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), to the extent applicable to these Financial Statements have been prepared and presented on a going concern basis and on the accrual basis of accounting.

(ii) Basis of Measurement

The financial statements have been prepared on the historical cost basis except for certain financial assets and liabilities (including derivative instruments) that are measured at fair value (refer accounting policy regarding financial instruments). The methods used to measure fair values are discussed further in notes to financial statements.

Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is the Company's functional currency. All financial information presented in INR has been rounded to the nearest crore (upto two decimals), except as stated otherwise.

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

2.2 Significant Accounting Polices

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

1. Investment in Subsidiaries and associates

A subsidiary is an entity that is controlled by the Company. Control is the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

The Company's investments in subsidiaries and its associate are accounted for at cost except when investment or a portion thereof is classified as held for sale, in which case it is accounted for in accordance with Ind AS 105.

2. Current versus non-current classification.

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

The Company classifies all other liabilities as non-current.

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

Operating Cycle

Based on the nature of products / activities of the company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

3. Foreign Currency

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

The rate that approximates the actual rate at the date of the transaction or the monthly average rate is used for all transactions.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of such items (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

4. **Taxes**

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the balance sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

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

Unrecognized deferred tax assets are re-assessed at each reporting period date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Current income tax and deferred tax are recognized in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

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

Additional income taxes that arise from the distribution of dividends are recognized at the same time that the liability to pay the related dividend is recognized.

5. **Intangible assets**

Recognition and Initial Measurement

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

Intangible Assets are recognized when it is probable that the future economic benefits that are attributable to the asset will flow to the Company and cost of the asset can be measured reliably.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognized in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

The Company amortizes cost of computer software over their estimated useful lives of 3 years using Straight-line method. Amortization on additions to/deductions from Intangible Assets during the period is charged on pro-rata basis from/up to the date on which the asset is available for use/disposed.

Derecognition

An intangible asset is derecognized when no future economic benefits are expected from their use or upon their disposal. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit or loss when the asset is derecognized.

6. **Leases**

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The company recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) **Right-of-use assets**

The Company recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any re-measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Land- 89 years

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

ii) **Lease liabilities**

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Company's lease liabilities are included in Interest-bearing loans and borrowings.

iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases contracts (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense over the lease term.

Company as a lessor

Accounting for finance lease

Leases are classified as finance leases when substantially all of the risks and rewards of ownership transfer from the Company to the lessee. Amounts due from lessees under finance leases are recorded as receivables at the Company's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the net investment outstanding in respect of the lease.

Accounting for operating lease

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

7. Impairment of assets other than goodwill

At the end of each reporting period, the Company reviews the carrying amounts of its assets (including investments in subsidiaries and associates) to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

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

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

8. Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted 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 recognized as a finance cost.

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

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

9. Contingent liabilities and contingent assets

Contingent Liability

Contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the company or a present obligation that arises from past events but is not recognised because

i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or

ii) the amount of the obligation cannot be measured with sufficient reliability.

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

A contingent liability is not recognized but disclosed as per requirements of Ind (AS) 37. The related asset is recognized when the realisation of income becomes virtually certain.

Contingent Asset

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

10. **Employee Benefits**

Defined contribution plans

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

The Company pays fixed contribution to Employees' Provident Fund. The contributions to the fund for the year are recognized as expense and are charged to the profit or loss. The Company's only obligation is to pay a fixed amount with no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's liability is towards gratuity and post-retirement medical facility. The gratuity is funded by the Company and is managed by separate trust PTC INDIA Gratuity Trust. The Company has Post-Retirement Medical Scheme (PRMS), under which eligible retired employee and the spouse are provided medical facilities and avail treatment as out-patient subject to a ceiling fixed by the Company.

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

The calculation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a benefit to the Company, the recognized asset is limited to the total of any unrecognized past service costs and the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. An economic benefit is available to the Company if it is realizable during the life of the plan, or on settlement of the plan liabilities. Any actuarial gains or losses are recognized in OCI in the period in which they arise.

Other long-term employee benefits

Benefits under the Company's leave encashment constitute other long term employee benefits.

The Company's obligation in respect of leave encashment is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The discount rate is based on the prevailing market yields of Indian government securities as at the reporting date that have maturity dates approximating the terms of the Company's obligations. The calculation is performed using the projected unit credit method. Any actuarial gains or losses are recognized in profit or loss in the period in which they arise.

Short-term benefits

Short term employee benefits are that are expected to be settled wholly before twelve months after the end of the reporting periods in which the employee rendered the related services.

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognized for the amount expected to be paid under performance related pay if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Liability in respect of gratuity, leave encashment and provident fund of employees on deputation with the Company are accounted for on the basis of terms and conditions of deputation of the parent organizations.

11. **Financial Instruments**

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

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

Financial assets and financial liabilities are initially measured at fair value except trade receivables and trade payable which are initially measured at transaction price.

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

Financial Assets

Initial recognition and measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified as under:

a) Debt instruments at amortized cost

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

c) Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortized cost

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

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (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 debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

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

Debt Instruments at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to classify a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch').

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Equity Investments at FVTPL or FVTOCI

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Company decides to classify the same either as at FVTOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of Investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Derecognition

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

a) The rights to receive cash flows from the asset have expired, or

b) The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through arrangement; and either (i) the Company has transferred substantially all the. risks and rewards of the asset, or (ii) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

   When the Company has transferred its rights to receive cash-flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

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

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure-

- Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- Financial assets that are debt instruments and are measured as at FVTOCI
- Financial guarantee contracts which are not measured as at FVTPL

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables, and/or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115
- All lease receivables resulting from transactions within the scope of Ind AS 116

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

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

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/expense in the statement of profit and loss (P&L). This amount is reflected in a separate line in the P&L as an impairment gain or loss.

The balance sheet presentation for various financial instruments is described below:

Financial assets measured as at amortised cost, contract assets and lease held receivables

ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings or payables, as appropriate.

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

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and financial guarantee contracts.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at amortised cost

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

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind-AS 109 and the amount recognised less cumulative amortisation.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

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

Reclassification of financial assets

The Company determines the classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are categorised as equity instruments at FVTOCI and financial assets or financial liabilities that are specifically designated at FVTPL. For financial assets, which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

12. Cash and cash equivalents

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

13. Dividend to equity holders

The company recognises a liability of dividend to equity holders when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

14. Inventories

Inventories are valued at the lower of cost and net realizable value. Cost includes cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

Cost of inventories is measured on First in and First out (FIFO) basis.

Costs of purchased inventory are determined after deducting rebates and discounts.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

15. Property, plant and equipment

Recognition and initial measurement

Property, Plant and equipment (PP&E) are carried in the balance sheet on the basis of at cost of acquisition including incidental costs related to acquisition and installation, net of accumulated depreciation and accumulated impairment losses, if any.

Property, Plant and Equipment is recognized when it is probable that future economic benefits associated with the item will flow to the Company and the cost of each item can be measured reliably. Property, Plant and Equipment are initially stated at cost.

Cost of asset includes

(a) Purchase price, net of any trade discount and rebates.

(b) Borrowing cost if capitalization criteria is met.

(c) Cost directly attributable to the acquisition of the assets which incurred in bringing asset to its working condition for the intended use.

(d) Incidental expenditure during the construction period is capitalized as part of the indirect construction cost to the extent the expenditure is directly related to construction or is incidental thereto.

(e) Present value of the estimated costs of dismantling & removing the items & restoring the site on which it is located if recognition criteria are met.

When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied.

Subsequent Measurement

Subsequent cost relating to Property, plant and equipment shall be recognized as an asset if:

a) it is probable that future economic benefits associated with the item will flow to the entity; and

b) the cost of the item can be measured reliably.

All other repair and maintenance costs are recognized in profit or loss as incurred.

Depreciation and useful lives

The Company depreciates property, plant and equipment over their estimated useful lives using written down method except wind mill and leasehold land. The useful lives are at the rates and in the manner provided in Schedule II of the Companies Act, 2013

Category	Useful life
Building	60 years
Plant & Equipment (Wind-mill)	22 years
Furniture and Fixtures	10 years
Vehicles	08 years
Office Equipment	02-06 years

The depreciation on Wind Mills has been changed on Straight Line Method (SLM) at rates worked out based on the useful life and in the manner prescribed in the Schedule II to the Companies Act, 2013.

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

Advance paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is shown under the head non-financial assets in the balance sheet.

The cost of assets not available for use is disclosed under Capital Work in Progress till the time they are ready for use.

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

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

In circumstance, where a property is abandoned, the cumulative capitalized costs relating to the property are written off in the same period.

An item of property, plant and equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in the income statement when the asset is derecognized.

Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end and adjusted prospectively, if appropriate.

The Company follows component approach as envisaged in Schedule II to the Companies Act, 2013. The approach involves identification of components of the asset whose cost is significant to the total cost of the asset and have useful life different from the useful life of the remaining assets and in respect of such identified components, useful life is determined separately from the useful life of the main asset.

Modification or extension to an existing asset, which is of capital nature and which becomes an integral part thereof is depreciated prospectively over the remaining useful life of that asset.

Asset costing less than Rs. 5000/- is fully depreciated in the year of capitalization.

Derecognition

An item of Property, Plant and Equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognized.

16. Earnings per equity share

In determining basic earnings per share, the Company considers the net profit attributable to equity shareholders. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period/year. In determining diluted earnings per share, the net profit attributable to equity shareholders and weighted average number of shares outstanding during the period/year are adjusted for the effect of all dilutive potential equity shares.

17. Share based payments

Equity settled transactions

The excess of market price of underlying equity shares as of the date of the grant of options over the exercise price of the options given to employees under the employee stock option plan is recognize as deferred stock compensation cost and amortized over the vesting period, on a straight line basis. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the company's best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense

18. Revenue Recognition

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements, except for the agency nature transactions, because it typically controls the goods or services before transferring them to the customer. The specific recognition criteria described below must also be met before revenue is recognised. Revenue from other income comprises interest from banks, employees, etc., dividend from investments in associates and subsidiary companies, dividend from mutual fund investments, surcharge received from customers for delayed payments, other miscellaneous income, etc.

Sale of power

Sale is recognized when the power is delivered by the Company at the delivery point in conformity with the parameters and technical limits and fulfilment of other conditions specified in the Power Sales Agreement. Sale of power is accounted for as per tariff specified in the Power Sales Agreement. The sale of power is accounted for net of all local taxes and duties as may be leviable on sale of electricity for all electricity made available and sold to customers.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of power, the Company considers the effects of variable consideration, the existence of significant financing components, non-cash consideration, and consideration payable to the customer (if any).

Rendering of services

The company provides consultancy services to its customers. The Company recognises revenue over time, using the output method measuring the completion of different stages of consultancy project relative to the total completion the service, because the customer receives and consumes the benefits provided by the Company over the time.

Revenue from transactions identified as of agency nature

When another party is involved in providing goods or services to the customers, the Company determines whether it is a principal or an agent in these transactions by evaluating the nature of its promise to the customer. The company is a principal and records revenue on a gross basis if it controls the promised goods or services before transferring them to the customer. However, the company is an agent and records revenue on net basis if it does not control the promised goods or services before transferring them to the customer.

Variable consideration

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

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

Contract liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

Surcharge Income

The surcharge on late payment/ non- payment from customers is recognized when:

i) the amount of surcharge can be measured reliably; and

ii) there is no significant uncertainty that the economic benefits associated with the surcharge transaction will flow to the entity.

Interest income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis by reference to the principal outstanding and at the effective interest applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition. When calculating the effective interest rate, the company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is included in finance income in the statement of profit and loss.

Dividends

Dividend income is recognized when the Company's right to receive the payment is established, which is generally when shareholders approve the dividend, provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably.

Rental income

Rental income arising from operating leases is accounted for on a straight-line basis over the lease terms unless the lease payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost. Rental Income is included in revenue in the statement of profit and loss.

19. Cash flow statement

Cash flow statement is prepared in accordance with the indirect method prescribed in Ind AS 7 'Statement of Cash Flows'

20. Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as a part of that asset. Other borrowing costs are recognized as expenses in the period in which they are incurred.

2.3 Use of estimates and management judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that may impact the application of accounting policies and the reported value of assets, liabilities, income, expenses and related disclosures concerning the items involved as well as contingent assets and liabilities at the balance sheet date. The estimates and management's judgments are based on previous experience and other factors considered reasonable and prudent in the circumstances. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected.

In order to enhance understanding of the financial statements, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is as under:

a) **Useful life of property, plant and equipment**

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

b) **Recoverable amount of property, plant and equipment**

The recoverable amount of plant and equipment is based on estimates and assumptions regarding in particular the expected market outlook and future cash flows. Any changes in these assumptions may have a material impact on the measurement of the recoverable amount and could result in impairment.

c) **Impairment of non-financial assets**

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

d) **Defined benefit plans**

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

e) **Fair value measurement of financial instruments**

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

f) **Impairment of financial assets**

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

g) **Deferred Tax**

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

h) **Provisions and contingencies**

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

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. There are certain obligations which managements have concluded based on all available facts and circumstances are not probable of payment or difficult to quantify reliably and such obligations are treated as contingent liabilities and disclosed in notes

i) **Leases**

Significant judgment is required to apply lease accounting to Ind AS 116 'Determining whether an arrangement contains a lease'. In assessing the applicability to arrangements entered into by the Group, management has exercised judgment to evaluate the right to use the underlying asset, substance of the transactions including legally enforceable agreements and other significant terms and conditions of the arrangements to conclude whether the arrangement needs the criteria under Appendix C to Ind AS 116.

j) **Assets held for sale**

Significant judgment is required to apply the accounting of non-current assets held for sale under Ind AS 105 'Non-current Assets Held for Sale and Discontinued Operations'. In assessing the applicability, management has exercised judgment to evaluate the availability of the asset for immediate sale, management's commitment for the sale and probability of sale within one year to conclude if their carrying amount will be recovered principally through a sale transaction rather than through continuing use.

k) **Revenue from contracts with customers**

The Company applied the following judgements that significantly affect the determination of the amount and timing of revenue from contracts with customers:-

Determining method to estimate variable consideration and assessing the constraint

Certain contracts for the sale of electricity give rise to variable consideration. In estimating the variable consideration, the Company is required to use either the expected value method or the most likely amount method based on which method better predicts the amount of consideration to which it will be entitled. The most likely amount method is used for those contracts with a single volume threshold, while the expected value method is used for contracts with more than one volume threshold.

Before including any amount of variable consideration in the transaction price, the Company considers whether the amount of variable consideration is constrained and the uncertainty on the variable consideration will be resolved within a short time frame.

Principal versus agent considerations

The company enters into agreements with its customers for sales of power at power exchanges. Under these contracts, the company determines that it does not control the goods before they are transferred on the basic that it does not have inventory risk, therefore the company determines the transactions at exchange are of agency nature.

2.4 Recent accounting pronouncements

Standards issued but not yet effective

Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from 01 April 2021 and have material impact on the Company.

Note No.2 - Property, plant and equipment

As at 31 March 2021

(₹ in crore)

Description	Gross block				Accumulated depreciation				Net block	
	As at 01.04.2020	Additions	Disposals/ adjustments	As at 31.03.2021	As at 01.04.2020	For the year	Disposals/ adjustments	As at 31.03.2021	As at 31.03.2021	As at 31.03.2020
Buildings	7.64	-	-	7.64	1.64	0.28	-	1.92	5.72	6.00
Furniture and fixtures	1.17	0.02	(0.03)	1.16	0.82	0.08	(0.03)	0.87	0.29	0.35
Vehicle	1.29	0.88	(0.41)	1.76	0.74	0.25	(0.36)	0.63	1.13	0.55
Plant and equipment	12.69	-	-	12.69	4.24	0.67	-	4.91	7.78	8.45
Office equipments	4.88	1.14	(0.27)	5.75	3.64	0.91	(0.24)	4.31	1.44	1.24
Total	**27.67**	**2.04**	**(0.71)**	**29.00**	**11.08**	**2.19**	**(0.63)**	**12.64**	**16.36**	**16.59**

As at 31 March 2020

(₹ in crore)

Description	Gross block				Accumulated depreciation				Net block	
	As at 01.04.2019	Additions	Disposals/ adjustments	As at 31.03.2020	As at 01.04.2019	For the year	Disposals/ adjustments	As at 31.03.2020	As at 31.03.2020	As at 31.03.2019
Leasehold land (refer note a below)	3.48	-	(3.48)	-	0.16	-	(0.16)	-	-	3.32
Buildings	7.64	-	-	7.64	1.35	0.29	-	1.64	6.00	6.29
Furniture and fixtures	1.16	0.01	-	1.17	0.71	0.11	-	0.82	0.35	0.45
Vehicle	1.27	0.46	(0.44)	1.29	0.82	0.21	(0.29)	0.74	0.55	0.45
Plant and equipment	12.69	-	-	12.69	3.56	0.68	-	4.24	8.45	9.13
Office equipments	4.49	0.71	(0.32)	4.88	2.96	0.98	(0.30)	3.64	1.24	1.53
Total	**30.73**	**1.18**	**(4.24)**	**27.67**	**9.56**	**2.27**	**(0.75)**	**11.08**	**16.59**	**21.17**

a) Ind AS 116 supersedes Ind AS 17 Leases w.e.f 01.04.2019. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for most leases under a single on-balance sheet model. Accordingly, leasehold land was converted to Right-of-use-asset from 01.04.2019 and shown separately in Schedule 3. (Refer Note No. 37 for details)

b) Refer Note 35 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

Note No.3 - Right-of-use asset

As at 31 March 2021

(₹ in crore)

Description	Gross block				Accumulated amortization				Net block	
	As at 01.04.2020	Additions	Disposals/ adjustments	As at 31.03.2021	As at 01.04.2020	For the year	Disposals/ adjustments	As at 31.03.2021	As at 31.03.2021	As at 31.03.2020
Leasehold land	3.32	-	-	3.32	0.05	0.05	-	0.10	3.22	3.27
Total	**3.32**	**-**	**-**	**3.32**	**0.05**	**0.05**	**-**	**0.10**	**3.22**	**3.27**

(Refer note no. 37)

As at 31 March 2021

(₹ in crore)

Description	Gross block				Accumulated amortization				Net block	
	As at 01.04.2020	Additions	Disposals/ adjustments	As at 31.03.2021	As at 01.04.2020	For the year	Disposals/ adjustments	As at 31.03.2021	As at 31.03.2021	As at 31.03.2020
Leasehold land	-	3.32	-	3.32	-	0.05	-	0.05	3.27	-
Total	**-**	**3.32**	**-**	**3.32**	**-**	**0.05**	**-**	**0.05**	**3.27**	**-**

Note No.4 - Intangible assets

As at 31 March 2021

(₹ in crore)

Description	Gross block				Accumulated amortization				Net block	
	As at 01.04.2020	Additions	Disposals/ adjustments	As at 31.03.2021	As at 01.04.2020	For the year	Disposals/ adjustments	As at 31.03.2021	As at 31.03.2021	As at 31.03.2020
Computer software	3.38	1.24	(0.11)	4.51	2.56	0.55	(0.10)	3.01	1.50	0.82
Total	**3.38**	**1.24**	**(0.11)**	**4.51**	**2.56**	**0.55**	**(0.10)**	**3.01**	**1.50**	**0.82**

As at 31 March 2020

(₹ in crore)

Description	Gross block				Accumulated amortization				Net block	
	As at 01.04.2018	Additions	Disposals/ adjustments	As at 31.03.2019	As at 01.04.2018	For the year	Disposals/ adjustments	As at 31.03.2019	As at 31.03.2019	As at 31.03.2018
Computer software	2.95	0.43	-	3.38	2.03	0.53	-	2.56	0.82	0.92
Total	**2.95**	**0.43**	**-**	**3.38**	**2.03**	**0.53**	**-**	**2.56**	**0.82**	**0.92**

Note No.5 - Non-current investments in subsidiaries and associates

(₹ in crore)

Particulars	Face value ₹	Number of shares as at		Amount as at	
		31.03.2021	31.03.2020	31.03.2021	31.03.2020
Carried at cost less impairment provision					
Quoted investments					
Investment in equity instruments- fully paid up					
Subsidiary company					
- PTC India Financial Services Limited	10	41,74,50,001	41,74,50,001	754.77	754.77
Unquoted investments					
Subsidiary company					
- PTC Energy Limited (PEL) -(Wholly Owned)	10	65,41,17,494	65,41,17,494	654.12	654.12
- impairment provision for investment in PEL (refer note no 42 (i))	(50.00)	-			
Associate companies					
- Pranurja Solutions Limited	1	12,50,00,000	12,49,99,000	12.50	12.50
- Krishna Godavari Power Utilities Limited (KGPUL) (refer note below)	10	3,75,48,700	3,75,48,700	37.55	37.55
- Impairment provision for investment in KGPUL (refer note no 42 (ii)				**(37.55)**	**(37.55)**
Total				**1,371.39**	**1,421.39**
Aggregate book value of quoted investments				**754.77**	**754.77**
Aggregate market value of quoted investments				**753.50**	**329.79**
Aggregate book value of unquoted investments				**704.17**	**704.17**
Aggregate amount of impairment in the value of investments				**(87.55)**	**(37.55)**

The Company has pledged, in favour of Power Finance Corporation Limited (PFC), 77,77,500 Equity Shares of ₹ 10 each at par held by it in M/s. KGPUL along with the promoter of KGPUL to comply with the lending requirements of PFC for loan taken by KGPUL. PFC has sought to invoke the said shares and the company consented / given NOC for the same.

Note No.6 - Non-current other investments

Particulars	Face value ₹	Quantity as at 31.03.2021	Quantity as at 31.03.2020	Amount as at 31.03.2021	Amount as at 31.03.2020
Investment in equity instruments- fully paid up-unquoted					
Designated at fair value through other comprehensive income					
- Teesta Urja Limited	10	18,00,52,223	18,00,52,223	191.75	191.57
- Chenab Valley Power Projects Private Limited (refer note (a) below)	10	40,80,000	40,80,000	4.19	4.08
- Athena Energy Ventures Private Limited	10	15,88,11,849	15,88,11,849	0.03	0.03
Total				**195.97**	**195.68**
Aggregate amount of quoted investments and market value thereof	-	-			
Aggregate amount of unquoted investments				195.97	195.68

a) The Company offered to sell its shares in Chenab Valley Power Projects Private Limited to NHPC Ltd. at a value of ₹ 4.19 Crore. NHPC Ltd. has paid the entire consideration of ₹ 4.19 Crore on 25.05.2021 and necessary formalities are being completed for transferring the shares.

b) Restrictions for the disposal of investments held by the Company towards certain subsidiary companies and other companies are disclosed in Note 35

Note No.7 - Non-current loans

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Considered good - unsecured		
Loan to employees (including accrued interest)	0.64	0.46
Total	**0.64**	**0.46**

Loans given to employees are measured at amortised cost.

Note No.8 - Deferred tax assets (net)

(₹ in crore)

Particulars		As at 31.03.2021	As at 31.03.2020
(a)	**Deferred tax liabilities on account of timing differences in:-**		
	Difference in book depreciation and tax depreciation	1.82	2.00
	Sub-total (a)	1.82	2.00
(b)	**Deferred tax assets arising on account of timing differences in:-**		
	Employee benefits	1.70	1.67
	Expenses not allowable for income tax in the current year	4.38	4.38
	Provision for impairment for trade receivables/ advances and litigation	9.61	7.65
	Sub-total (b)	15.69	13.70
	Net deferred tax (liabilities)/ assets (b-a)	13.87	11.70

Deferred tax assets and deferred tax liabilities have been offset as they relate to the same governing laws.

Movement in deferred tax balances

31 March 2021

(₹ in crore)

Particulars	Net balance 1 April 2020	Recognised in profit or loss	Recognised in OCI	Net balance 31 March 2021
Difference in book depreciation and tax depreciation	(2.00)	0.18	-	(1.82)
Employee benefits	1.67	0.17	(0.14)	1.70
Expenses not allowable for income tax in the current year	4.38	-	-	4.38
Impairment loss on trade receivables/ advances	7.65	1.96	-	9.61
Tax assets/(liabilities)	**11.70**	**2.31**	**(0.14)**	**13.87**

31 March 2020

(₹ in crore)

Particulars	Net balance 1 April 2019	Recognised in profit or loss	Recognised in OCI	Net balance 31 March 2020
Difference in book depreciation and tax depreciation	(2.86)	0.86	-	(2.00)
Employee benefits	1.95	(0.33)	0.05	1.67
Expenses not allowable for income tax in the current year	6.08	(1.70)	-	4.38
Finance lease Obligations (refer note no. 37)	230.57	(230.57)	-	-
Finance lease receivables (refer note no. 37)	(230.57)	230.57	-	-
Impairment loss on trade receivables/ advances	6.39	1.26	-	7.65
Tax assets/(liabilities)	**11.56**	**0.09**	**0.05**	**11.70**

Note No.9 - Income tax assets (net)

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Net advance tax (Advance tax less provision for income tax)	30.75	25.76
Total	**30.75**	**25.76**

Note No.10 - Other non-current assets

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Unsecured		
Capital advances		
-Considered good	5.26	16.18
-Considered doubtful	10.26	
Less: Impairment provision on capital advances (refer note no. 49(h))	(10.26)	-
Total	**5.26**	**16.18**
Advances other than capital advances- unsecured, considered good		
Prepayments	0.04	0.05
Deferred payroll expenditure	0.20	0.17
Total	**5.50**	**16.40**

The deferred payroll expenditure represents benefits accruing to the employees. The same will be amortised on a straight line basis over the remaining period of the loan.

Note No.11 - Current investments

	Quantity as at		₹ in crore as at	
Particulars	**31.03.2021**	**31.03.2020**	**31.03.2021**	**31.03.2020**
Investment in mutual funds				
Designated at fair value through profit or loss				
Unquoted investment				
- Axis overnight fund-Growth	8,73,339	-	95.01	-
-Aditya birla sun life overnight fund- Growth	6,28,992	-	70.00	-
-ICICI prudential overnight fund-Growth	58,57,130	-	65.00	-
-IDFC Overnight fund-Growth	5,92,072	-	65.00	-
-TATA overnight fund-Growth	8,74,936	-	95.02	-
Total			**390.03**	**-**
Aggregate amount of quoted investments and market value thereof			**-**	**-**
Aggregate amount of unquoted investments and market value thereof			**390.03**	**-**

Note No.12 - Trade receivables

(₹ in crore)

Particulars	**As at 31.03.2021**	**As at 31.03.2020**
Trade receivables		
- Considered good - unsecured	5,836.43	6,787.85
- Receivables credit impaired	31.29	26.30
	5,867.72	**6,814.15**
Less: Impairment allowance for doubtful trade receivables	31.29	26.30
Total	**5,836.43**	**6,787.85**

a) Trade receivables are hypothecated to the banks for availing the fund based and non- fund based working capital facilities.

b) Trade receivables include an amount of ₹ 16.23 Crore due from Tamil Nadu Electricity Board (TNEB), now TANGEDCO, towards compensation claim. Sole arbitrator gave an Award against the company which had been set aside by Single Judge of Madras High Court giving an option to PTC to invoke the Arbitration afresh to recover its dues. Meanwhile, TNEB filed an Appeal in Madras HC against the order of the single judge and the proceedings are going on. The management assessed that the chances of a decision in favor of the company is high as the compensation amount has not been paid by TNEB in terms of the Agreement.

c) Trade receivables include ₹ 376.16 crore of bills of exchange drawn on state utilities (customers) and discounted with banks based on arrangements between the Company, banks and state utilities.

Note No.13 - Cash and cash equivalents

(₹ in crore)

Particulars	**As at 31.03.2020**	**As at 31.03.2019**
Cash on hand- Staff Imprest	0.02	0.02
Balances with banks:-		
- in current accounts	416.07	88.60
-deposits with original maturity upto three months	-	100.00
Total	**416.09**	**188.62**

Note No.14 - Bank balances other than cash and cash equivalents

(₹ in crore)

Particulars	**As at 31.03.2021**	**As at 31.03.2020**
Deposits with original maturity of more than three months	-	18.75
Earmarked balances with banks for		
-Unpaid dividend account balance	2.00	1.59
Total	**2.00**	**20.34**

There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund as at year end.

Note No.15 - Current loans

(₹ in crore)

Particulars	**As at 31.03.2021**	**As at 31.03.2020**
Considered good - unsecured		
Loans to employees (including accrued interest)	0.24	0.22
Total	**0.24**	**0.22**

Loans and advances due from directors - NIL.

Note No.16 - Other current financial assets

(₹ in crore)

Particulars	**As at 31.03.2021**	**As at 31.03.2020**
Security deposits		
Unsecured, considered good	13.29	10.94
Unsecured, considered doubtful	2.12	-
Gross total	**15.41**	**10.94**
Less: Provision for impairment	2.12	-
Total	**13.29**	**10.94**

Note No.17 - Other current assets

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Unsecured, considered good		
Open access advances	55.87	82.14
Prepayments	9.95	9.36
Advance to suppliers	14.13	13.80
Other advances *	27.19	27.19
Deferred payroll expenditure	0.03	0.03
Interest accrued but not due on fixed deposit	-	0.38
Unsecured, considered doubtful		
Advance to suppliers	3.98	2.93
Gross total	**111.15**	**135.83**
Less: Impairment allowance for doubtful advances to suppliers	3.98	2.93
Total	**107.17**	**132.90**

* includes ₹ 20.48 crore (March 2020, ₹ 20.48 crore) deposited with a supplier and ₹ 6.45 crore (March 2020, ₹ 6.45 crore) deposited with Commissioner of custom. (refer note no 35)

Note No.18 - Share capital

a) **Equity share capital**

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Authorised		
Authorised 75,00,00,000 (previous year 75,00,00,000) equity shares of ₹10/- each	750.00	750.00
Issued, subscribed and fully paid up		
29,60,08,321 (previous year 29,60,08,321) equity shares of ₹10/- each	296.01	296.01

b) **Reconciliation of shares outstanding at the beginning and at end of the year**

Particulars	Shares (Nos.)	
	For the year ended	
	31.03.2021	31.03.2020
Outstanding at the beginning of the year	296,008,321	296,008,321
Issued during the year	-	-
Outstanding at the end of the year	296,008,321	296,008,321

c) **Terms and rights attached to each share.**

The Company has only one class of equity shares having a par value ₹ 10/- per share. The holders of the equity shares are entitled to receive dividends as declared from time to time and are entitled to voting rights proportionate to their share holding at the meetings of shareholders.

d) **Dividend**

(₹ in crore)

Particulars	Paid during the year	
	For the year ended 31.03.2021	For the year ended 31.03.2020
(i) **Dividend paid and recognized during the year**		
Final dividend for the year ended 31st March 2020 of ₹ 5.50 (31st March 2019: ₹ 4.00) per fully paid share	162.81	118.40
Interim dividend for the year ended 31st March 2021 of ₹ 2.00 (31st March 2020: NIL) per fully paid share	59.20	-
(ii) **Dividends not recognised at the end of the reporting period**		
The Board of Directors has recommended final dividend @ 55% of the face value of ₹ 10 per share (₹ 5.50 per equity share) for the FY 2020-21. Total dividend (including interim dividend) is @ 7.50 % of the face value of ₹ 10 per share i.e. ₹ 7.50 per equity share.		

e) **Details of shareholders holding more than 5% shares in the Company***

Name of the shareholders	As at 31.03.2021		As at 31.03.2020	
	No. of shares	% holding	No. of shares	% holding
Life Insurance Corporation of India Limited*	1,76,54,072	5.96%	1,78,42,562	6.03%
Fidelity Group*	2,76,14,670	9.33%	2,74,82,711	9.28%
Aditya Birla Group*	84,68,305	2.86%	2,31,62,268	7.82%

* inclusive of shares held by shareholders through various schemes/its various folios

f) **Shares reserved for issue under options**

Particulars	As at 31.03.2021	As at 31.03.2020
Equity shares for employee stock options (ESOP) (nos.)	-	21,000

Note No.19 - Other equity

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Securities premium	1,590.40	1,590.40
Share option outstanding account	-	0.12
General reserve	882.98	759.57
Contingency reserve	1.05	1.05
Retained Earnings	1,044.11	979.16
Other comprehensive income/(loss)	(0.69)	(1.11)
FVOCI-Equity investment reserve	(111.72)	(112.01)
Total	**3,406.13**	**3,217.18**

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Reserves & surplus		
(i) **Securities premium**		
Opening balance and closing balance	1,590.40	1,590.40
Sub total (i)	**1,590.40**	**1,590.40**
(ii) **Share option outstanding account**		
Opening balance	0.12	0.12
Deductions during the year	(0.12)	-
Sub total (ii)	**-**	**0.12**
(iii) **General reserve**		
Opening balance	759.57	663.36
Add: Transferred from retained earnings	123.29	96.21
Add: Transferred from share option outstanding account	0.12	-
Sub total (iii)	**882.98**	**759.57**
(iv) **Contingency reserve**		
Opening balance and closing balance	1.05	1.05
Sub total (iv)	**1.05**	**1.05**
(v) **Retained earnings**		
Opening balance	979.16	891.13
Add: Profit for the year	410.25	320.11
Deductions during the year:		
(a) Dividend paid	(222.01)	(118.40)
(b) Dividend distribution tax on dividend paid	-	(17.47)
(c) Transfer to general reserve	(123.29)	(96.21)
Sub total (v)	1,044.11	979.16
Total Reserves & surplus (i) + (ii) + (iii) + (iv)+(v)	**3,518.54**	**3,330.30**
Other comprehensive income/(loss)		
Opening balance	(1.11)	(0.97)
Additions during the year	0.42	(0.14)
Total Other comprehensive income/(loss)	**(0.69)**	**(1.11)**
FVOCI - Equity investment reserve		
Opening balance	(112.01)	(112.73)
Fair value gain/(loss) on equity investments for the year	0.29	0.72
Total FVOCI - Equity investment reserve	**(111.72)**	**(112.01)**
Grand Total	**3,406.13**	**3,217.18**

Nature and purpose of reserves:

Securities premium account

Securities premium account is used to record the premium on issue of shares/ securities. This amount is utilised in accordance with the provisions of the Companies Act, 2013.

Share option outstanding account

The share option outstanding account is used to record the value of equity settled share based payment transactions with employees. The amounts recorded in this account are transferred to share premium upon exercise of stock options by employees.

General Reserve

General Reserve is a free reserve which is created from retained earnings. The Company may pay dividend and issue fully paid-up bonus shares to its members out of the general reserve account, and company can use this reserve for buy-back of shares.

Contingent Reserve

Contingent Reserve is a free reserve which is created from retained earnings. The company may use it to meet any contingency.

Retained Earnings

Retained earnings comprise of the Company's undistributed earnings after taxes.

FVOCI-Equity Investment Reserve

The Company has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within FVTOCI reserve within equity. The Company transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

Note No.20 - Non-current borrowings

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Unsecured loans		
Long term maturities of finance lease obligations (Refer note no 37)	0.71	0.71
Total	**0.71**	**0.71**

Note No.21 - Non-current provisions

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Provision for employee benefits	6.37	6.36
Provision for litigation (refer note 49(i))	0.74	1.12
Total	**7.11**	**7.48**

Disclosure required by IndAS 19 "Employee Benefits" is made in Note 38

Note No. 22-Current borrowing

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
From bank:		
Secured		
- Short term loan	339.16	275.39
- Cash credit	-	221.45
Unsecured		
- Short term loan	317.00	255.00
- Commercial paper	300.00	80.00
Total	**956.16**	**831.84**

Detail of borrowings

Name of Bank	Nature of Security	As at 31.03.2021 (%)	As at 31.03.2020 (%)	As at 31.03.2021 (in Crore)	As at 31.03.2020 (In Crore)
HDFC (Short term loan)	First Pari-Passu charge on book debts / receivables of the company, present and future	4.50%	-	100.00	-
Kotak Mahindra (Short term loan)	First Pari-Passu charge on book debts / receivables of the company, present and future	4.40%	-	180.00	-
Canara (Short term loan)	First Pari-Passu charge on book debts / receivables of the company, present and future	7.30%	-	59.16	-
Federal Bank (Short term loan)	Unsecured	5.85%	7.80%	55.45	23.73
ICICI (Short term loan)	Unsecured	5.75% 6.60%	7.80% -	199.55 62.00	155.00 -
ICICI (Commercial Paper)	Unsecured	4.40%	-	300.00	-
Allahabad Bank (Short term loan)	First Pari-Passu charge on book debts / receivables of the company, present and future	-	7.80%	-	120.41
Canara Bank (Cash credit)	First Pari-Passu charge on book debts / receivables of the company, present and future.	-	8.90%	-	221.45
Corporation Bank (Short term loan)	First Pari-Passu charge on book debts / receivables of the company, present and future	-	7.60%	-	4.98
Corporation Bank (Short term loan)	First Pari-Passu charge on book debts / receivables of the company, present and future	-	7.55%	-	150.00
ICICI (Short term loan)	Unsecured	-	8.20%	-	76.27
Kotak Mahindra (Commercial Paper)	Unsecured	-	6.85%	-	80.00

(i) There has been no default in repayment of any loan and interest thereon.

Note No.23 - Trade payables

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Trade payables - micro & small enterprises	-	-
Trade payables - others	3,624.47	4,336.60
Total	**3,624.47**	**4,336.60**

Based on the information available with the Company, there are no dues as at March 31, 2021 payable to enterprises covered under "Micro Small and Medium Enterprises Development Act, 2006". As such, no interest is paid/payable by the Company in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006.

Note No.24 - Other current financial liabilities

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Unpaid dividend (Refer note below)	2.00	1.59
Other payables		
-Security deposits received	17.29	54.63
-Payable to employees	5.42	3.85
Total	**24.71**	**60.07**

Unpaid dividends are the amounts which have not been claimed by the investors. There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund as at year end.

Note No.25 - Other current liabilities

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Contract liabilities (Advance received from customers)	62.64	68.72
Other advances	5.64	7.89
Statutory dues (net)	20.01	5.73
Total	**88.29**	**82.34**

Note No.26 - Current provisions

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Provision for employee benefits	0.86	0.71
Total	**0.86**	**0.71**

Disclosures required by Ind AS 19 'Employee Benefits' is made in Note 38.

Note No.27 - Revenue from operations

(₹ in crore)

Particulars	For the year ended			
	31.03.2021		31.03.2020	
Income from Operations				
Sale of electricity		16,469.42		16,213.98
Revenue from power supply of agency nature				
Sale of electricity of agency nature	9,889.70		7,291.70	
Purchase of power of agency nature	(9,874.36)	15.34	(7,270.73)	20.97
Total income from operation		**16,484.76**		**16,234.95**
Other operating income				
Sale of services (consultancy)		29.39		24.57
Surcharge on sale of power (refer note no 49(f) (i) & (ii))		449.14		183.45
Total other operating income		**478.53**		**208.02**
Total		**16,963.29**		**16,442.97**

(refer note no. 48)

Note No.28 - Other income

(₹ in crore)

Particulars	For the year ended	
	31.03.2021	31.03.2020
Interest from financial assets at amortised cost		
-Deposit with banks	1.35	1.93
-Loan to employees	0.09	0.07
Dividend from		
-Long-term investment in subsidiaries	18.79	33.40
Other non-operating income		
- Profit on sale/redemption of investments (net) (refer note a below)	0.31	-
-Liabilities no longer required written back	8.88	9.44
-Rental income	0.06	0.05
-Exchange gain / (loss) (net)	(1.27)	0.11
-Miscellaneous income (refer note b below)	0.53	0.33
Total	**28.74**	**45.33**

a) Profit on sale/ redemption of investment includes fair value gain/(loss) on investments measured at fair value through profit or loss.

b) Miscellaneous income includes mainly the amount of director sitting fee received from several entities.

Note No.29 - Purchases

(₹ in crore)

Particulars	For the year ended	
	31.03.2021	31.03.2020
Purchases of electricity	16,052.86	15,876.67
Total	**16,052.86**	**15,876.67**

Note No.30 - Operating expenses

(₹ in crore)

Particulars	For the year ended	
	31.03.2021	31.03.2020
Surcharge expenses (refer note 49 (f)(i) & (ii))	182.18	23.93
Total	**182.18**	**23.93**

Note No.31 - Employee benefit expense

(₹ in crore)

Particulars	For the year ended	
	31.03.2021	31.03.2020
Salaries and wages	41.61	35.86
Contribution to provident fund	1.19	1.13
Gratuity	0.88	0.77
Staff welfare expenses	1.68	1.45
Total	**45.36**	**39.21**

Disclosures as per Ind AS 19 in respect of provision made towards various employee benefits are made in Note 38.

Note No.32 - Finance costs

(₹ in crore)

Particulars	For the year ended	
	31.03.2021	31.03.2020
Interest expense on assets under finance lease (refer note no 37)	0.08	0.08
Interest expense on financial liabilities measured at amortised cost (refer note a below)	27.15	54.96
Interest on payment of income tax	0.58	-
Total	**27.81**	**55.04**

(a) **Interest expenses on financial liabilities**

(₹ in crore)

Particulars	For the year ended	
	31.03.2021	31.03.2020
Interest expenses on::		
- Bank loan (refer note no 43)	20.97	51.63
- Commercial papers	5.82	2.01
- Others	0.36	1.32
Total	**27.15**	**54.96**

Note No.33 - Other expenses

(₹ in crore)

Particulars	For the year ended	
	31.03.2021	31.03.2020
Rent	1.64	1.56
Repairs & maintenance to building	1.19	1.19
Repairs to machinery - wind mill	1.18	1.13
Insurance	0.20	0.14
Rates and taxes	0.76	0.76
Payment to auditors (refer note (a) below)	0.19	0.18
Legal & professional charges	3.82	5.67
Consultancy expenses (Advisor/ Consultants)	9.93	17.19
Advertisement	0.14	0.21
Communication	0.71	0.57
Business development	1.05	2.76
Travelling and conveyance expenses	2.09	4.08
Printing & stationery	0.15	0.30
Fees & expenses to directors	0.71	0.50
Repair & maintenance - others	2.09	1.47
Bank charges	6.66	3.35
EDP expenses	0.61	1.01
Books & periodicals	0.08	0.09
Water & electricity expenses	0.66	0.70
Bad debts/ advances written off	2.91	2.09
Impairment allowance for doubtful debts / advances	8.16	10.98
Security expenses	0.51	0.50
Property tax	0.10	0.10
Donation	0.03	0.01
(Profit)/ loss on sale/disposal of fixed assets (net)	(0.01)	0.01
Provision for litigation	-	1.12
Corporate social responsibilities expenses (CSR) (refer note no 47)	7.99	7.68
Application fee / tender fee	1.11	0.95
*Miscellaneous expenses	0.54	1.77
Total	**55.20**	**68.07**

* Miscellaneous expenses include AGM expenses, Diwali expenses, annual day expenses etc.

a) Details in respect of payment to auditors

(₹ in crore)

Particulars	For the year ended	
	31.03.2021	31.03.2020
As auditor		
Audit fee	0.14	0.13
Tax audit fees	0.01	0.01
GST audit fee	0.01	0.01
In other capacity		
Other services (including certification)	0.02	0.01
Reimbursement of expenses	0.01	0.02
Total*	**0.19**	**0.18**

* inclusive of GST

Note No.34 - Exceptional items Income/(Expense)

(₹ in crore)

Particulars	For the year ended	
	31.03.2021	31.03.2020
Impairment provision on capital advance (refer note 49(h))	(10.26)	-
Impairment provision on investment in subsidiary company (refer note 42(i))	(50.00)	
Total	**(60.26)**	**-**

Note No.35 - Contingent liabilities and commitments

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
1. Contingent liabilities (to the extent not provided for)		
A) Claims against the Company not acknowledged as debt: (Refer Note (i) below)	393.73	391.19
B) Income tax liability that may arise in respect of matters in appeal preferred by the department/ company (Refer Note (ii))	464.10	364.17
C) Customs duty liability that may arise in respect of matters in appeal (Refer Note (ii))	17.16	17.16
D) Service tax liability that may arise in respect of matters in appeal (Refer Note (ii))	104.22	52.11
2. Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	0.39	41.87

Notes

i) Claims against the Company not acknowledged as debt include:

a) The company had an arrangement with a supplier for purchase of power. The supplier claimed that the company did not off take the contracted power and claimed a compensation of ₹ 84.95 Crore (31 March 2020: ₹ 84.95 crore). The arbitrator concluded the arbitration in favour of the company, however, the supplier has contested the award at High Court.

b) The company had an arrangement with a supplier for purchase of power. However, due to the prevalent market situation, the company was unable to find a buyer for power from the supplier for most of the contracted period. The supplier raised a compensation bill of ₹ 43.28 Crore (31 March 2020: ₹ 43.28 crore) for non-supply of power. The matter is pending at Supreme Court. The company has paid an amount of ₹ 20.48 crore as deposit, and the same is subject to the outcome of the appeal pending before Supreme Court.

c) Pursuant to dispute with one of the suppliers, the supplier agreed to pay the LTA charges but subsequently refuted its liability to pay the LTA charges. The Central Transmission Utility (CTU) has raised a claim of ₹ 31.68 Crore on the company towards the outstanding LTA charges. However subsequently company has surrendered the long term open access (LTA). The claim of CTU is being contested before Appellate Tribunal of Electricity, which has granted a stay on the order of CERC.

d) CERC has allowed the petition filed by one of the Company's suppliers and inter alia passed certain orders/ directions against the Company for paying 100% of the Long Term Open Access charges even though only 95% of the quantum of power is being supplied by its supplier under an interim directions of Hon'ble Supreme Court of India and directing the Company to refund the transmission charges of ₹ 21.77 Crore collected from the supplier which is corresponding to 5% of LTA. The Company has filed appeal against the CERC order in Appellate Tribunal for Electricity.

e) The Company had a PPA of 1200 MW of power with one of its suppliers, out of which 840 MW was to be sold on long term basis, 216 MW on Merchant trade basis and balance 144 MW was the free power of the home state. For sale of 840 MW on long term basis PTC had PSAs with four DISCOMS. However there was considerable delay on account of certain Force Majeure events and two DISCOMs illegally terminated the said PSAs and refused to off-take power under the PSAs. The Company had relinquished LTA in respect of these two DISCOMS.

Though the Company had taken the LTA but it was agreed that it is being taken on behalf of DISCOMS which were liable to pay the transmission charges. However, PGCIL claimed charges of ₹ 209.05 Crore from the Company against relinquishment of LTA along with relinquishment charges for Merchant Power and Free Power computed as per formula approved by CERC. The formula approved by CERC is under challenge in APTEL. Further, the liability towards relinquishment charges on the Company is being contested in CERC. As per PSAs the liability for payment of transmission charges was of DISCOMs. Further as per regulation LTA can't be granted for merchant power and the free power is not attributable to Company for onward sale.

ii) Disputed income tax/ custom duty/service tax pending before various forums/ authorities amount to ₹ 585.48 crore (31 March 2020: ₹ 433.44 crore). Many of income tax matters were adjudicated in favour of the Company but are disputed before higher forums/ authorities by the concerned departments.

In respect of service tax, the dispute pertains to applicability of service tax on compensation received by the Company which is passed by it to generators/discoms. The Company is in the process of filing a writ against the Order of the Commissioner, CGST in Delhi High Court. The company believes that it has good grounds on merits to defend itself and the chances of a decision in its favor is high. Further, PTC is only acting as an intermediary in the transactions and generators/discoms are the ultimate beneficiary of the compensation received.

iii) Pending resolution of the respective proceedings, it is not practicable for the company to estimate the timings of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgements/decisions pending with various forums/authorities.

Commitments

a). Estimated amount of contracts remaining to be executed on capital account (property, plant & equipment and intangible assets) and not provided for as at 31 March 2021 is ₹ 0.39 crore (31 March 2020: ₹ 41.87 crore). The details is as under:-

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Property, plant and equipment	-	41.20
Intangible assets	0.39	0.67

b) (i) In respect of investments of ₹ 1371.39 crore (31 March 2020: ₹ 1421.39 crore) in subsidiary Companies and association companies, the company has restrictions for their disposal as at year end as under:

(₹ in crore)

Name of the Subsidiary	Period of restrictions for disposal of investments as per related agreements	Carrying amount	
		31 March 2021	31 March 2020
PTC India Financial Services Limited- A Subsidiary Company	The company holds 41,74,50,001 equity shares of PTC India Financial Services Limited as on 31.03.2021. Out of the above, 8,02,00,000 shares were Lock in period which stood released on 28.02.2020.	754.77	754.77
PTC Energy Limited- A Subsidiary Company	The company has to own not less than 51% of the equity share capital during the tenure of the loans taken by PTC Energy Limited.	604.12	654.12
Pranurja Solutions Limited- An Associate Company	Except as otherwise to maintain compliance with the applicable laws, the Company is not entitled to transfer any and all the Shares held by it to any Person for a period of 2 (two) years from 5th July'2019. However, the Company may transfer any and all legal and beneficial interest in the Shares during the Lock in Period to its Affiliates, upon such Affiliate transferee executing the Deed of Adherence. In case shareholder is required to make transfer pursuant to applicable law Tag Along Right shall not be applicable	12.50	12.50
Total		**1,371.39**	**1,421.39**

ii) **Corporate Guarantee**

The Company had executed Corporate Guarantee for ₹ 100 Crore on 22.06.2021 in favour of working capital lenders of its subsidiary company i.e. PTC Energy Limited (PEL) for the purpose of meeting additional working capital requirements of PEL.

c). In respect of investments of ₹ 191.75 crore (31 March 2020: ₹ 191.57 crore) in other Companies, the Company has restrictions for their disposal as at year end as under:

(₹ in crore)

Name of the Company	Period of restrictions for disposal of investments as per related agreements	Carrying amount	
		31.3 2021	31.3.2020
Teesta Urja Limited	GOS shall consider the proposal of any shareholder to divest its equity share after the completion of two years from the Commercial Operation date of the project or earlier on mutual beneficial terms.	191.75	191.57
Total		**191.75**	**191.57**

Note No.36 - Disclosure as per Ind AS 12 'Income taxes'

(a) Income tax expense

i) Income tax recognised in Statement of Profit and Loss

(₹ in crore)

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Current tax expense		
Current tax	157.63	102.51
Deferred tax expense		
Origination and reversal of temporary differences	(2.31)	(0.09)
Total income tax expense	**155.32**	**102.42**

ii) Income tax recognised in other comprehensive income

(₹ in crore)

Particulars	For the year ended 31 March 2021			For the year ended 31 March 2020		
	Before tax assets/ (liabilities)	Tax benefit / (Expenses)	Net of tax (liabilities)	Before tax (liabilities)	Tax benefit / (Expenses)	Net of tax (liabilities)
Remeasurements of post-employment benefit obligations	0.56	(0.14)	**0.42**	(0.19)	0.05	**(0.14)**
Equity instruments through other comprehensive income	0.29	-	**0.29**	0.72	-	**0.72**
Total	**0.85**	**(0.14)**	**0.71**	**0.53**	**0.05**	**0.58**

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

(₹ in crore)

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Profit before tax	565.57	422.53
Tax using the Company's domestic tax rate of 25.168% (31 March 2020 - 25.168%)	142.34	106.34
Tax effect of:		
Non-deductible tax expenses	20.03	4.58
Tax-exempt income	(4.74)	(8.41)
Current tax provision (a)	**157.63**	**102.51**
Deferred Tax on account of finance lease obligations and other items	(0.17)	232.60
Deferred tax on account of finance lease receivable and other items	(2.14)	(232.69)
Deferred tax provision (b)	**(2.31)**	**(0.09)**
Tax Expenses recognised in Statement of Profit and Loss (a+b)	**155.32**	**102.42**
Effective Tax Rate	**27.46%**	**24.24%**

(b) Tax losses carried forward

(₹ in crore)

Particulars	As at 31.03.2021	Expiry date	As at 31.03.2020	Expiry date
Unused tax losses for which no deferred tax asset has been recognised	-			
Long Term Capital Losses	48.96	31.03.2024	48.96	31.03.2024
Total	**48.96**		**48.96**	
Potential tax benefit at the tax rate of 22.88% (March 2020, 22.88%)	11.20		11.20	

Deferred tax assets have not been recognised in respect of the tax losses incurred by the Company that is not likely to generate long term capital taxable income in the foreseeable future.

(c) Unrecognised deferred tax assets and liabilities

(i) Unrecognized deferred tax liabilities

There is no unrecognised deferred tax liabilities

(ii) Unrecognised deferred tax assets

Deferred tax assets have not been recognized on provision for impairment in value of investment, long term capital losses and decrease in fair value of investments through FVOCI as there is no reasonable certainty of its realisation on balance sheet date.

Note No.37 - Disclosure as per Ind AS 116 'Leases'

Company as a lessee

The Company as a lessee has entered into lease contracts, which includes lease of land, office space and office equipments.

The Company applied a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets.

Set out below are the carrying amounts of lease liabilities (included under interest bearing loans and borrowings) and movement during the year.

(₹ in crore)

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Opening balance	0.71	660.57
Deletion during the year (impact of adoption of Ind AS 116)*	-	(659.86)
Finance cost during the year	0.08	0.08
Payment made during the year	(0.08)	(0.08)
Closing balance	**0.71**	**0.71**

*Ind AS 116 supersedes Ind AS 17 Leases w.e.f 01.04.2019. The Company adopted Ind AS 116 using the modified retrospective method of adoption with the date of initial application of 1 April 2019. Under this method, the standard is applied prospectively with the cumulative effect of initially applying the standard recognised at the date of initial application. The Company reassessed all the arrangements outstanding as on 01 April, 2019 to check the applicability of IND-AS 116 and certain existing leases for PPAs and PSAs recognized as financial lease and operative lease were not required to be continued as leases since conditions of recognition of lease under IND AS-116 were not met in these cases i.e. right to direct the use of the plant, involvement in designing of the plants, right to operate the plant. Accordingly these leases (including their impact on deferred tax) were derecognised.

The following are the amounts recognised in profit or loss:

(₹ in crore)

Particulars	For the year ended 31 March 2021	For the year ended 31 March 2020
Depreciation expense of right-of-use assets	0.05	0.05
Interest expense on lease liabilities	0.08	0.08
Expense relating to short-term leases (included in rent expense)	1.64	1.56
Expense relating to leases of low-value assets (included in printing & stationary)	0.04	0.04
Total amount recognised in profit or loss for the year	**1.81**	**1.73**

Maturity analysis of Lease payable in respect of finance lease is as under:-

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Less than one year	-	-
Between one and five years	-	-
More than five years	0.71	0.71
Total	**0.71**	**0.71**

Note No.38 - Disclosure as per Ind AS 19 'Employee benefits'

(i) Defined contribution plans:

A. Provident fund

The Company pays fixed contribution to provident fund to the appropriate authorities. The contributions to the fund for the year are recognized as expense and are charged to the profit or loss. An amount of ₹ 1.19 crore (31 March 2020: ₹ 1.13 crore) for the year is recognised as expense on this account and charged to the Statement of Profit and Loss.

B. National Pension System (NPS)

The Company pays fixed contribution to NPS to the appropriate authorities. The contributions to the NPS for the year are recognized as expense and are charged to the profit or loss. An amount of ₹ 0.58 crore (31 March 2020: ₹ 0.52 crore) for the year is recognised as expense on this account and charged to the Statement of Profit and Loss.

(ii) Defined benefit plans:

A. Gratuity-Funded

The Company has a defined benefit gratuity plan. Every employee who has rendered continuous service of five years or more is entitled to gratuity at 15 days salary (15/26 X last drawn basic salary) for each completed year of service subject to a maximum of ₹ 0.20 crore on superannuation, resignation, termination, disablement or on death.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of the gratuity and the amounts recognised in the Company's financial statements as at balance sheet date:

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Non-current -liability/(fund)	(0.09)	0.33
Total	**(0.09)**	**0.33**

Movement in net defined benefit (asset)/liability for the year

(₹ in crore)

Particulars	Defined benefit obligation		Fair value of plan assets		Net defined benefit (asset) liability	
	31 March 2021	31 March 2020	31 March 2021	31 March 2020	31 March 2021	31 March 2020
Opening balance	**5.67**	**4.52**	**5.34**	**4.31**	**0.33**	**0.21**
Included in profit or loss:						
Current service cost	0.87	0.75	-	-	0.87	0.75
Past service cost	-	-	-	-	-	-
Interest cost (income)	0.38	0.35	(0.37)	(0.33)	0.01	0.02
Total amount recognised in profit or loss	**1.25**	**1.10**	**(0.37)**	**(0.33)**	**0.88**	**0.77**
Included in OCI:						
Remeasurement loss (gain):	-	-	-	-		
Actuarial loss (gain) arising from:						
Demographic assumptions	-	-	-	-	-	-
Financial assumptions	(0.20)	0.28	0.11	0.05	(0.09)	0.33
Experience adjustment	(0.48)	(0.24)	-	-	(0.48)	(0.24)
Total amount recognised in other comprehensive income	**(0.68)**	**0.04**	**0.11**	**0.05**	**(0.57)**	**0.09**

(₹ in crore)

Particulars	Defined benefit obligation		Fair value of plan assets		Net defined benefit (asset) liability	
	31 March 2021	31 March 2020	31 March 2021	31 March 2020	31 March 2021	31 March 2020
Other						
Expenses for employee on deputation	0.05	0.07	-	-	0.05	0.07
Contributions paid by the employer	-	-	0.78	0.81	(0.78)	(0.81)
Benefits paid	(0.14)	(0.06)	(0.14)	(0.06)	-	-
Closing balance	**6.15**	**5.67**	**6.24**	**5.34**	**(0.09)**	**0.33**

B. Post-Retirement Medical Benefits (PRMB)- Non-funded

The Company has Post-Retirement Medical Facility Benefits (PRMB), under which the eligible retired employees and their spouses are provided medical facilities and an out-patient actual medical reimbursement subject to a ceiling fixed by the Company. The liability for the same is recognised annually on the basis of actuarial valuation.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of the PRMF and the amounts recognised in the Company's financial statements as at balance sheet date:

(₹ in crore)

Particulars	As at 31 March 2021	As at 31 March 2020
Net defined benefit (asset)/liability :		
Non-current	0.92	0.83
Current	0.03	0.04
Total	0.95	0.87

Movement in net defined benefit (asset)/liability for the year

(₹ in crore)

Particulars	Defined benefit obligation	
	31 March 2021	31 March 2020
Opening balance	**0.87**	**0.73**
Included in profit or loss:		
Current service cost	0.05	0.02
Interest cost	0.06	0.06
Total amount recognised in profit or loss	**0.11**	**0.08**
Included in OCI:		
Actuarial loss (gain) arising from:		
Financial assumptions	0.04	0.03
Experience adjustment	(0.03)	0.07
Total amount recognised in other comprehensive income	0.01	0.10
Contributions paid by the employer		
Benefits paid	(0.04)	(0.04)
Closing balance	**0.95**	**0.87**

C. Plan assets

Plan assets comprise the following

(₹ in crore)

Particulars	As at 31 March 2021	As at 31 March 2020
Insurer Managed Funds	99.53%	98.59%
Current Bank Account	0.47%	1.41%
Total	**100%**	**100%**

Actual return on plan assets is ₹ 0.25 crore (31 March 2020: ₹ 0.28 crore).

D. Defined benefit obligations

i. Actuarial assumptions

The following were the principal actuarial assumptions at the reporting date:

(₹ in crore)

Particulars	31.03.2021	31.03.2020
Discount rate	6.79%	6.76%
Retirement Age	60/62	60/62
Expected return on plan assets-Gratuity	6.79%	6.76%
Withdrawal rate	1-3%	1-3%
In service mortality	IALM (2012-14)	IALM (2012-14)
Salary escalation rate	4.00% for Current year thereafter 8.50%	8.50%

The estimates of future salary increases considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. Further, the expected return on plan assets is determined considering several applicable factors mainly the composition of plan assets held, assessed risk of asset management and historical returns from plan assets.

ii. 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 obligation by the amounts shown below:

(₹ in crore)

Particulars	31 March 2021		31 March 2020	
	Increase	Decrease	Increase	Decrease
Discount rate (0.50% movement)	(0.43)	0.46	(0.41)	0.44
Salary escalation rate (0.50% movement)	0.40	(0.37)	0.38	(0.35)

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. This analysis may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

E. Risk exposure

Through its defined benefit plans, the Company is exposed to a number of risks, the most significant of which are detailed below:

a) Asset volatility

The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets underperform this yield, this will create a deficit. Most of the plan asset investments are in fixed income securities with high grades and in government securities. These are subject to interest rate risk and the fund manages interest rate risk with derivatives to minimise risk to an acceptable. The equity securities are expected to earn a return in excess of the discount rate and contribute to the plan deficit. Any deviations from the range are corrected by rebalancing the portfolio. The Company intends to maintain the above investment mix in the continuing years.

b) Changes in discount rate

A decrease in discount rate will increase plan liabilities, although this will be partially offset by an increase in the value of the plans' assets holdings.

The Company actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations. The Company has not changed the processes used to manage its risks from previous periods.

F. Expected maturity analysis of the defined benefit plans in future years

(₹ in crore)

Particulars	Less than 1 year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
31 March 2021					
Gratuity	0.27	0.48	0.70	4.70	**6.15**
Post-retirement medical facility (PRMF)	0.03	0.04	0.16	0.72	**0.95**
Total	0.30	0.52	0.86	5.42	**7.10**

(₹ in crore)

Particulars	Less than 1 year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
31 March 2020					
Gratuity	0.08	0.44	0.84	4.31	5.67
Post-retirement medical facility (PRMF)	0.04	0.04	0.17	0.62	0.87
Total	**0.12**	**0.48**	**1.01**	**4.93**	**6.54**

Expected contributions to defined benefit plans (Gratuity and PRMF) for the year ending 31 March 2022 are ₹ 1.10 crore.

The weighted average duration (in years) of the defined benefit plan obligation at the end of the reporting period is as under:-

(₹ in crore)

Particulars	31 March, 2021	31 March, 2020
Gratuity	21.21	20.80
Post-retirement medical facility (PRMF)	4.08	4.99

(iii) Other long term employee benefit plans

Leave

The Company provides for earned leave benefit (including compensated absences), non-encashable leave (NEL) and half-pay leave (not applicable for new employee joining after November, 2008 and accumulated balance of the same was freezed for the employees existing at that time) to the employees of the Company which accrue annually at 34 days (included compensated absences), 6 days and 20 days respectively. Earned leave (EL) is encashable while in service whereas NEL is non-encashable while in service. Total number of leave (i.e. EL & NEL combined) that can be encashed on superannuation shall be restricted to 300 days and in addition to this half-pay leave is encashable upto 150 days. The scheme is unfunded and liability for the same is recognised on the basis of actuarial valuation. A provision of ₹ 0.86 crore (31 March 2020: ₹ 1.28 crore) for the year have been made on the basis of actuarial valuation at the year end and debited to the Statement of Profit and Loss.

Note No.39 - Disclosure as per Ind AS 24 'Related Party Disclosures'

a) List of Related parties:

i) Subsidiaries:

1. PTC India Financial Services Limited
2. PTC Energy Limited

ii) Associates:

Krishna Godavari Power Utilities Limited

Pranurja Solutions Limited

iii) Key Managerial Personnel (KMP):

A) Whole time directors

Shri Deepak Amitabh	Chairman and Managing Director
Shri Ajit Kumar	Director (Commercial & Operations)-(ceased w.e.f. 8th April, 2021)
Dr. Rajib Kumar Mishra	Director (Marketing & Business Development)

B) Non-whole time directors

Ms. Sushama Nath	(w.e.f. 20th December 2017)
Ms. Bharti Prasad	(ceased w.e.f. 20th December 2020)
Shri Rakesh Kacker	(w.e.f. 23rd March 2017)
Shri Jayant Purushottam Gokhale	(w.e.f. 16th March 2017)

Shri Devendra Swaroop Saksena	(w.e.f. 30th July 2018)
Dr. Atmanand	(ceased w.e.f. 1st July 2020)
Shri Ramesh Narain Misra	(w.e.f. 20th December 2018)
Shri K V Eapen	(ceased w.e.f. 4th May 2020)
Shri Subhash S Mundra	(w.e.f. 1st July 2020)
Ms. Preeti Saran	(w.e.f. 2nd August 2020)

C) Chief financial officer and Company secretary

Shri Pankaj Goel	Chief Financial Officer
Shri Rajiv Maheshwari	Company Secretary

iv) **Entities having significance influence on the company**

1. NTPC Limited.
2. Power Grid Corporation of India Limited.
3. Power Finance Corporation Limited
4. NHPC Limited

v) **Other Related Parties:**

PTC Foundation

PTC India Gratuity Trust

b) i) Transactions with the related parties are as follows:

(₹ in crore)

Name of Related Party	Influence	Nature of Transaction	Year ending 31.03.2021	Year ending 31.03.2020
NTPC Limited.	Entities having significance influence on the company	Director sitting fees for its nominee directors	0.05	0.02
		Dividend paid by the Company	9.00	4.80
Power Grid Corporation of India Limited.		Director sitting fees for its nominee directors	0.05	0.02
		Dividend paid by the Company	9.00	4.80
		Services received (wheeling charges)	0.09	0.08
Power Finance Corporation Limited		Director sitting fees for its nominee directors	0.03	0.01
		Dividend paid by the Company	9.00	4.80
NHPC Limited		Director sitting fees for its nominee directors	0.02	0.02
		Dividend paid	9.00	4.80
Shri K V Eapen	Non-whole time directors	Director sitting	-	0.02
Shri Subhash S Mundra			0.07	-
Ms. Preeti Saran			0.04	-
Shri Jayant Purushottam Gokhale			0.07	0.06
Shri Rakesh Kacker			0.10	0.10
Ms. Sushama Nath			0.12	0.09
Shri Devendra Swaroop Saksena			0.06	0.04
Dr. Atmanand			0.005	0.02
Shri Ramesh Narain Misra			0.05	0.03
Ms. Bharti Prasad			0.04	0.07
PTC India Financial Services Limited	Subsidiaries	Director sitting fees received	0.22	0.20
		Dividend received from subsidiary	18.79	33.40
		Payment of cost of employees on deputation to subsidiary	-	0.05
		Recovery of expenses on behalf of subsidiary	0.20	0.30
PTC Energy Limited	Subsidiaries	Director sitting fees received	0.08	0.05
		Recovery of expenses incurred on behalf of subsidiary	0.84	0.78
		Recovery of cost of employees on deputation in subsidiary	0.20	0.18
		Payment of expenses incurred by subsidiary on behalf of the Company	-	0.001
		Rental income (including service tax/ GST)	0.03	0.03
Pranurja Solutions Limited	Associates	Equity investment made in the associate	0.0001	12.50
PTC Foundation	Controlled Trust	Contribution for CSR	7.99	7.68
		Recovery of cost of employees on deputation in Controlled trust	0.57	0.55
		Payment of expenses on on behalf of Controlled trust	0.02	0.0004
		Rental income (including GST)	0.04	0.04

(₹ in crore)

Compensation to Key management personnel	Influence	Year ending 31.03.2021	Year ending 31.03.2020
Shri Deepak Amitabh	Whole time director		
- Short term employee benefits		1.61	1.61
- Defined benefit plans		0.03	0.01
- Other long term benefits		0.04	0.01
Total Compensation paid		1.68	1.63
- Dividend paid		0.06	0.03
Dr. Rajib Kumar Mishra			
- Short term employee benefits		1.26	1.31
- Defined benefit plans		0.06	0.04
- Other long term benefits		0.04	0.01
Total Compensation paid		1.36	1.36
- Dividend paid		0.001	0.001
Shri Ajit Kumar			
- Short term employee benefits		1.28	1.29
- Defined benefit plans		0.09	0.04
- Other long term benefits		0.04	0.03
Total Compensation paid		1.41	1.36
- Dividend paid		0.001	0.00004
Shri Pankaj Goel	Chief Financial Officer		
- Short term employee benefits		0.82	0.79
- Defined benefit plans		0.03	0.04
- Other long term benefits		0.02	0.04
Total Compensation paid		0.87	0.87
- Dividend paid		0.002	0.001
Shri Rajiv Maheshwari	Company Secretary		
- Short term employee benefits		0.56	0.56
- Defined benefit plans		-	0.02
- Other long term benefits		(0.01)	0.04
Total Compensation paid		**0.55**	**0.62**

ii) Investment Outstanding without provision of impairment for long term investment

(₹ in crore)

Name of the company	Relationship	As at 31.03.2021	As at 31.03.2020
PTC Energy Limited	Subsidiary	654.12	654.12
PTC India Financial Services Limited	Subsidiary	754.77	754.77
Pranurja Solutions Limited	Associate	12.50	12.50
Krishna Godavari Power Utilities Limited	Associate	37.55	37.55

iii) Provision for impairment loss

(₹ in crore)

Name of the company	Relationship	As at 31.03.2021	As at 31.03.2020
Krishna Godavari Power Utilities Limited	Associate	37.55	37.55
PTC Energy Limited	Subsidiary	50.00	-

iv) Terms and conditions of transactions with the related parties

(a) Transactions with the related parties are made on normal commercial terms and conditions and at market rates.

(b) The Company is deputing its employees to Subsidiaries as per the terms and conditions agreed between the companies, which are similar to those applicable for deputation of employees to other companies and institutions. The cost incurred by the company towards superannuation and employee benefits are recovered from these companies.

(c) The company has given office space on lease to subsidiary company. The rent and other terms and conditions are fixed after mutual discussion and after taking into account the prevailing market conditions.

(d) Outstanding balances of Subsidiaries and other related parties, if any, at the year-end, are unsecured and interest free and settlement occurs through banking transaction. For the year ended 31 March 2021, the company has not recorded any impairment of receivables relating to amounts owed by related parties (31 March 2020: ₹ Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

Note No.40 - Disclosure as per Ind AS 27 'Separate financial statements'

a) **Investment in Subsidiaries:***

(₹ in crore)

Company Name	Country of incorporation	Proportion of ownership interest (%)	
		As at 31.03.2021	As at 31.03.2020
PTC India Financial Services Limited	India	64.99	64.99
PTC Energy Limited	India	100.00	100.00

b) **Investment in an Associates:***

(₹ in crore)

Company Name	Country of incorporation	Proportion of ownership interest (%)	
		As at 31.03.2021	As at 31.03.2020
Krishna Godavari Power Utilities Limited	India	49.00	49.00
Pranurja Solutions Limited	India	22.62	49.02

* Equity investments in subsidiaries and associate are measured at cost as per the provisions of Ind AS 27 on 'Separate Financial Statements'. The Company reviews the carrying amounts of its investments in subsidiaries and associates to determine whether there is any indication that those assets have suffered an impairment loss.

Note No.41 - Earning per equity share

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Opening equity shares (in number)	29,60,08,321	29,60,08,321
Equity shares issued during the year (in number)	-	-
Closing equity shares (in number)	29,60,08,321	29,60,08,321
Weighted average number of equity shares used as denominator for basic earnings	29,60,08,321	29,60,08,321
Weighted average number of equity shares resulting from assumed exercise of employee stock options	-	21,000
Weighted average number of equity shares used as denominator for diluted earnings	29,60,08,321	29,60,29,321
Net profit after tax used as numerator (amount in ₹ crore)	410.25	320.11
Basic earnings per share (amount in ₹)	13.86	10.81
Diluted earnings per share (amount in ₹)	13.86	10.81
Face value per share (amount in ₹)	10.00	10.00

There have been no other transactions involving equity shares or potential equity shares between the reporting date and the date of authorisation of these Financial Statements.

Note No.42 - Disclosure as per Ind AS 36 'Impairment of Assets'

i) The Company is considering the disinvestment of its investment in its wholly owned subsidiary namely M/s PTC Energy Limited (PEL). While the matter is still in preliminary stage of evaluation and subject to various approvals and clearances, the current market conditions indicate a need for impairment provision against the carrying value of investment in PEL. Therefore, the Company has created a provision of ₹ 50.00 crore on its investment in PEL.

ii) The Company has invested ₹ 37.55 crore as 49% of equity in its associate "Krishna Godavari Power Utilities Limited (KGPUL)" for 60 MW Thermal imported coal based project .The project was 90% completed and further progress on the project was stopped due to paucity of funds. One of the lenders has carried out the valuation of assets of the project and based on the valuation report, the company has recognized an impairment loss of ₹ 37.55 crore in respect of such investment in FY 2015-16. The Company has pledged, in favour of Power Finance Corporation Limited (PFC), 77,77,500 Equity Shares of ₹ 10 each at par out of total shares of 3,75,48,700 held by it in M/s. Krishna Godavari Power Utilities Limited (KGPUL) along with the promoter of KGPUL to comply with the lending requirements of PFC for loan taken by KGPUL. PFC has sought to invoke the said shares and the company consented / given NOC for the same

Also, refer Note No. 43 for "Reconciliation of impairment loss provisions".

Note No.43 . Financial Risk Management

The Company's principal financial liabilities comprise trade payables, borrowings and other payables including financial obligations. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets are trade & other receivables, current investments and cash and short-term deposits that derive directly from its operations. The Company also holds equity investments in subsidiaries, associate companies and other companies.

The Company is exposed to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk.

Risk	Exposure arising from	Measurement	Management
Credit Risk	Cash and cash equivalents, trade receivables, financial assets measured at amortised cost.	Ageing analysis Credit ratings	Investment policy for bank deposits, credit limits and letters of credit/ bank guarantee.
Liquidity risk	Other liabilities	Rolling cash flow forecasts	Availability of committed credit lines. Monitoring of receivables and exposure limit
Market risk – foreign currency risk	- Future commercial transactions - Recognised financial assets and liabilities not denominated in Indian rupee (₹)	Cash flow forecasting Sensitivity analysis	Foreign currency risk management policy. Hedging mechanism
Market risk – Equity price risk	Investments in equity securities	Sensitivity analysis. IRR expectation	invested as per strategic decisions made by the Board. Nominee in the board of investee company
Market risk – net asset value	Investments in mutual funds	Sensitivity analysis	Investment limits, performance ratings etc

Risk management framework

The Company's activities make risk an integral and unavoidable component of business. The company manages risks in a proactive and effective manner and has taken adequate measures to address such concerns by developing adequate systems and practices.

In order to institutionalize the risk management process in the Company, there is a Risk Management Group (RMG) and an elaborate Risk Management Policy (RMP) has been formulated.

Governance Framework

The Governance framework of the Risk Management process is constituted by three layers of authority:

i) Board of Directors, Risk Management Committee and Audit Committee

ii) Executive Management Team

iii) Functional Head(s)

The process of escalation to and monitoring of risks by the three layers in the Governance framework is built around the following key facilitating roles. A cross functional team approach has been followed to establish a workable and business focused risk management process in the PTC Group.

i) Chief Risk Officer (reporting to Risk Management Committee)

ii) Risk Owners (typically Vice President level functionaries reporting to Functional Heads)

iii) Risk Monitors

Roles and Responsibilities

Board, Risk Management Committee and Audit Committee: Terms of reference of Risk Management Committee shall, inter-alia, include the following:

(i) To formulate, review and monitor risk management policy;

(ii) To implement, monitor and review the risk management framework, the risk management plan and related matters; and

(iii) Any other matter as the Audit Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

Chief Risk Officer (CRO): The CRO provides inputs and insights in the establishment, monitoring and structuring risk management process and further monitor its compliance in accordance with relevant provisions of the policy. CRO coordinates between the Risk Management Committee and Executive Management Team to establish an advance / proactive risk reporting system, based on ethical principles, so that risks are understood in a simple and transparent manner.

Executive Management Team: The CEO, Whole Time Directors and other Functional heads of respective Business Units / Functions constitute the Executive Management Team. By virtue of their roles, they are the best equipped to have knowledge and understanding of their respective business functions. Hence, they constitute the first layer of risk review and escalation by risk owners.

Risk Owners: Risk Owners have been delegated the ownership of risks. The Risk Owner is typically an officer of a sufficiently experienced level like Vice President / Sr. Vice President. The risk owner's responsibilities are guided in accordance with the relevant sections of the Risk Management Policy.

Risk Management Group: Members of the Risk Management Group, supporting the CRO, monitor effective implementation and compliance of the risk management policy. They coordinate among various managerial levels of PTC and the Group Companies to establish processes and ensure smooth and timely flow of information.

Risk Monitors: Risk monitors in each Business Unit constitute a cross functional team that works closely to engage in the deployment of an active risk management process that permeates the group. A Risk Monitor a) takes up new risks for discussion b) helps evolve risk responses and c) works as an extended arm of Risk Management Group in the unit / function in managing and reporting risks."

The RMG meets every quarter or as needed. Risks are regularly monitored through reporting of key performance indicators and tools like Risk Matrix at transaction level. Outcomes/exceptions and aggregate level reports are submitted for information of the Board of Directors.

Group Exposures on Common customers: Constituted for consultation of senior management of PTC and group companies on exposures to common customers.

Note No.43 . Financial Risk Management

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations resulting in a financial loss to the Company. Credit risk arises principally from trade receivables, investment in debt securities, loans & advances, cash & cash equivalents and deposits with banks and financial institutions.

The company has Risk Governance System. To determine whether operations are within the risk appetite of the organisation at any given time, the following parameters are reported to the appropriate layer of the Risk Governance system, and in particular to the Board of Directors and Audit Committee periodically:-

For Marketing –

a) Short Term: List of all open positions and periods involved in each such position; this is reported on a periodic basis to ensure timely corrective action in case of exigency.

b) Long-Term: List of all agreements where take-or-pay liability was taken by PTC and periods involved in each such position; this is reported on atleast a periodic basis to ensure timely corrective action in case of exigency.

Trade receivables

The company primarily sells electricity to bulk customers comprising mainly state power utilities owned by State Governments generally with security mechanism in the form of Letters of Credit. The company has no experience of significant impairment losses in respect of trade receivables in the past years

For purchase of power through Power Exchange(s), for clients other than state owned power utilities, the company either takes payments from the parties on advance basis or ensures security mechanism in the form of Bank Guarantee/ Letter of Credits. Transactions with state owned power utilities are generally made without security mechanism, however transactions being with state owned power utilities, the risk is insignificant.

Investments in marketable securities

The company invests in marketable securities to churn its short term working capital funds.

The Board of directors has established an investment policy by taking into account liquidity risk as well as credit risk. The investment policy prescribes guidelines for investible funds on fulfillment of certain conditions i.e investment in AMC who invest as per SEBI Guidelines, limit of investment in single AMC, performance rating etc. The Company's treasury department operates in line with such policy. The treasury department actively monitors the return rate and maturity period of the investments. The Company has not experienced any significant impairment losses in respect of any of the investments.

Loans & advances

The Company has given open access advances and security deposits. There is insignificant risk in case of open access advances paid on account of state owned power utilities. In case of open access advances are paid on account of generators, the Company generally takes irrevocable undertaking from the generators to adjust the amounts against their running accounts in case of default. The company has no experience of significant impairment losses in respect of open access advances in the past years.

Cash and cash equivalents

The Company held cash and cash equivalents of ₹ 416.09 crore (31 March 2020: ₹ 188.62 crore). The cash and cash equivalents are held with banks with high credit ratings.

Deposits with banks and financial institutions

The Company held deposits with banks and financial institutions of ₹ NIL (31 March 2020: ₹ 18.75 crore). In order to manage the risk, the Company makes these deposit with high credit rating as per investment policy of the company.

Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Financial assets for which loss allowance is measured using 12 months Expected Credit Losses (ECL)		
Non-current investments	1,567.36	1,617.07
Non-current loans	0.64	0.46
Current investments	390.03	-
Cash and cash equivalents	416.09	188.62
Other bank balances	2.00	20.34
Current loans	0.24	0.22
Other current financial assets	13.29	10.94
	2,389.65	**1,837.65**
Financial assets for which loss allowance is measured using Life time Expected Credit Losses (ECL)		
Trade receivables	5,836.43	6,787.85
Total	**5,836.43**	**6,787.85**

Provision for expected credit losses

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

The company has assets where the counter- parties have sufficient capacity to meet the obligations and where the risk of default is very low. Accordingly, loss allowance for impairment has been recognised as disclosed later in this note under "Reconciliation of impairment loss provisions".

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

The company has customers (State government utilities) with sufficient capacity to meet the obligations and therefore the risk of default is negligible or low. Further, management believes that the unimpaired overdue amounts are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk. However, the management has made provision for expected impairment loss for the parties identified on case to case basis.

Ageing analysis of trade receivables

The ageing analysis of the trade receivables is as below:

(₹ in crore)

Ageing	0-30 days past due	31-90 days past due	91-180 days past due	180 days-365 days past due	More than 1 year less than 3 years	More than 3 years past due	Total
Gross carrying amount as 31.3.2021	2,187.48	1,140.45	694.87	784.39	505.23	555.30	5,867.72
Gross carrying amount as 31.3.2020	1,860.52	1,419.72	715.27	1,605.87	867.30	345.47	6,814.15

Trade receivables include ₹ 376.16 crore of bill of exchange drawn on state utilities (customers) and discounted with banks based on arrangements between the Company, banks and state utilities. Further, the interest amounting to ₹ 17.88 Crore (Previous year ₹ 1.48 Crore) paid to bank under bill of exchange arrangements has been reimbursed by utilities.

Reconciliation of impairment loss provisions

The movement in the allowance for impairment in respect of financial assets during the year was as follows:

(₹ in crore)

Particulars	Investments	Trade receivables	Advances	Total
Balance as at 31 March 2019	**37.55**	**17.31**	**0.94**	**55.80**
Impairment loss recognised	-	8.99	1.99	10.98
Balance as at 31 March, 2020	**37.55**	**26.30**	**2.93**	**66.78**
Impairment loss recognised	50.00	4.99	13.43	68.42
Balance as at 31 March, 2021	**87.55**	**31.29**	**16.36**	**135.20**

The Company believes that, apart from the above, no impairment allowance is necessary in respect of any other assets.

Note No.43 . Financial Risk Management

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company has an appropriate liquidity risk management framework for the management of short, medium and long term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate cash reserves/banking facilities/ reserve borrowing facilities by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The Company's treasury department is responsible for managing the short term and long term liquidity requirements of the Company. Short term liquidity situation is reviewed daily by Treasury. The Board of directors has established an investment policy by taking into account liquidity risk as well as credit risk. The Company's treasury department operates in line with such policy. Long term liquidity position is reviewed by the Board of Directors and appropriate decisions are taken according to the situation.

Commercial department monitor the company's net liquidity position by monitoring the level of expected cash inflows on trade and other receivables together with expected cash outflows on trade and other payables.

Typically the Company ensures that it has sufficient cash on demand to meet expected operational expenses and payments to trade payables including the servicing of financial obligations, this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

(i) Financing arrangements

The company had access to the following undrawn borrowing facilities at the end of the reporting period:

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Cash credit	390.84	228.55
Short term loans	653.00	439.61
Total	**1,043.84**	**668.16**

Total fund based borrowing facilities approved up to ₹ 2000 crore (Previous year ₹ 1500 crore) by Board.

(ii) Maturities of financial liabilities

The following are the contractual maturities of financial liabilities, based on contractual cash flows:

31-Mar-21

(₹ in crore)

Contractual maturities of financial liabilities	Contractual cash flows					
	3 months or less	3-12 months	1-2 years	2-5 years	More than 5 years	Total
Financial liabilities						
Finance lease obligations (Refer Note No. 37)	-	-	-	-	0.71	0.71
Rupee loans from banks (including commercial papers)	788.94	167.22	-	-	-	956.16
Trade and other payables	3,649.18		-	-	-	3,649.18

31-Mar-20

(₹ in crore)

Contractual maturities of financial liabilities	Contractual cash flows					
	3 months or less	3-12 months	1-2 years	2-5 years	More than 5 years	Total
Financial liabilities						
Finance lease obligations (Refer Note No. 37)	-	-	-	-	0.71	0.71
Rupee loans from banks (including commercial papers)	656.84	175.00	-	-	-	831.84
Trade and other payables	4,396.67	-	-	-		4,396.67

Note No.43 . Financial Risk Management

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest 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 control market risk exposures within acceptable parameters, while optimising the return.

The Board of directors is responsible for setting up of policies and procedures to manage market risks of the Company. At present, the company has a Forex Risk Management Policy for hedging of foreign currency risk.

Currency risk

The Company is exposed to foreign currency risk on certain transactions that are denominated in a currency other than entity's functional currency, hence exposure to exchange rate fluctuations arises. The risk is that the functional currency value of cash flows will vary as a result of movements in exchange rates.

The currency profile of financial assets as at the reporting date are as below:

Particulars	31 03. 2021	31 03. 2020
Financial assets having exposure in USD		
Trade and other receivables (₹ in crore)	41.80	47.35

Sensitivity analysis

A strengthening of the Indian Rupee, as indicated below, against the USD at the reporting date would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis is based on foreign currency exchange rate variances that the company considered to be reasonably possible at the end of the reporting period. The analysis is performed on the same basis for previous year as indicated below.

Effect in ₹ in crore	Profit or loss		Equity (net of tax)	
	Strengthening	Weakening	Strengthening	Weakening
5% movement in USD				
31-Mar-21	-	-	-	-
31-Mar-20	0.25	(0.25)	0.19	(0.19)

The company has certain transactions in foreign currency where exposure is mainly passed on the counter parties, hence, currency profile of the company as on reporting date has been considered on net basis.

Note No.43 - Financial Risk Management

Interest rate risk

The company's fixed rate instruments are carried at amortised cost. They are therefore not subject to interest rate risk, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

At the reporting date the interest rate profile of the Company's interest-bearing financial instruments is as follows:

(₹ in crore)

Particulars	31 03. 2021	31 03. 2020
Financial Liabilities:		
Rupee loans from banks (including commercial papers)	956.16	831.84
Finance lease obligations	0.71	0.71
Total	**956.87**	**832.55**

Note No 44. Fair Value Measurements

(a) Financial instruments by category

(₹ in crore)

Particulars	As at 31 March 2021			As at 31 March 2020		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial assets						
Investments						
- Equity instruments	-	195.97	1,371.39	-	195.68	1,421.39
- Mutual funds	390.03	-	-	-	-	-
Trade Receivables	-	-	5,836.43	-	-	6,787.85
Cash and cash equivalents	-	-	416.09	-	-	188.62
Other bank balances	-	-	2.00	-	-	20.34
Loans	-	-	0.88	-	-	0.68
Other financial assets	-	-	13.29	-	-	10.94
Total	**390.03**	**195.97**	**7,640.08**	**-**	**195.68**	**8,429.82**
Financial liabilities						
Rupee loans from banks (including commercial paper)	-	-	956.16	-	-	831.84
Finance lease obligations	-	-	0.71	-	-	0.71
Trade payables	-	-	3,624.47	-	-	4,336.60
Other financial liabilities	-	-	24.71	-	-	60.07
Total	**-**	**-**	**4,606.05**	**-**	**-**	**5,229.22**

(b) **Fair value hierarchy**

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

(₹ in crore)

Financial assets and liabilities measured at fair value- recurring fair value measurement As at 31.03.2021	Level 1	Level 2	Level 3	Total
Financial assets:				
Investments in unquoted equity instruments	-	-	195.97	195.97
Investments in mutual funds	-	390.03	-	390.03
Total	-	**390.03**	**195.97**	**586.00**

(₹ in crore)

Financial assets and liabilities measured at fair value- recurring fair value measurement As at 31.03.2020	Level 1	Level 2	Level 3	Total
Financial assets:				
Investments in unquoted equity instruments	-	-	195.68	195.68
Total	-	-	**195.68**	**195.68**

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes investments in quoted equity instruments. Quoted equity instruments are valued using quoted prices at stock exchanges.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. This level includes mutual funds which are valued using the closing NAV.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unquoted equity instruments included in level 3.

There have been no transfers in either direction for the years ended 31 March 2021 and 31 March 2020.

Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices

- the fair value of the remaining financial instruments is determined using discounted cash flow/net adjusted asset value/ book value analysis/ NAV.

c) **Fair value of financial assets and liabilities measured at amortised cost**

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

The carrying values for finance lease receivables, if any, approximates the fair value as these are periodically evaluated based on credit worthiness of customer and allowance for estimated losses is recorded based on this evaluation.

The fair values for lease obligation were calculated based on cash flows discounted using a discount rate. The carrying amount of finance lease obligations approximate its fair value.

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

Note No.45 . Capital Management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the company. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders, raise debts or issue new shares.

Note No. 46 Disclosure as required by Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

A. **Loans and advances in the nature of loans:**

1. To Subsidiary Companies & Associates : NIL
2. To Firms/companies in which directors are interested : NIL

B. **Investment by the loanee (as detailed above) in the shares of PTC : NIL**

Note No. 47 Corporate social responsibilities expenses (CSR)

As per Section 135 of the Companies Act, 2013, the Company is required to spend, in every financial year, at least two per cent of the average net profits of the Company made during the three immediately preceding financial years. The company incurs CSR expenses in accordance with its CSR Policy. The details of CSR expenses for the year are as under:

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
A. Amount required to be spent during the year	7.99	7.68
B. Amount spent during the year on-		
(i) Construction/ acquisition of any asset	-	-
(ii) On purposes other than (i) above	7.99	7.68
Total	**7.99**	**7.68**
Balance amount	**-**	**-**

Amount spent during the year ended 31 March 2021:

(₹ in crore)

Particulars	In cash	Yet to be paid in cash	Total
(i) Construction/ acquisition of any asset	-	-	-
(ii) On purposes other than (i) above	7.99	-	7.99

Amount spent during the year ended 31 March 2020:

(₹ in crore)

Particulars	In cash	Yet to be paid in cash	Total
(i) Construction/ acquisition of any asset	-	-	-
(ii) On purposes other than (i) above	7.68	-	7.68

Break-up of the CSR expenses under major heads is as under:

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Contribution to controlled trust for the purpose of CSR	7.99	7.68
Total	**7.99**	**7.68**

Note No. 48: Ind AS 115 Revenue from Contracts with Customers

Disaggregation of revenue

Set out below is the disaggregation of the Company's revenue from contracts with customers:

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Type of goods or service		
Sale of electricity	16,469.42	16,213.98
Revenue from power supply of agency nature	15.34	20.97
Consultancy Services	29.39	24.57
Surcharge on sale of power	449.14	183.45
Total Revenue from contracts with customers	**16,963.29**	**16,442.97**
Geographical markets		
India	16,318.53	15,903.50
Outside India	644.76	539.47
Total Revenue from contracts with customers	**16,963.29**	**16,442.97**
Timing of revenue recognition		
Power transferred at a point in time	16,484.76	16,234.95
Services transferred/ surcharge over time	478.53	208.02
Total Revenue from contracts with customers	**16,963.29**	**16,442.97**

Contract Balances

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Trade receivables	5,836.43	6,787.85
Contract Liabilities (Advance received from customers)	62.64	68.72

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

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Revenue as per contracted price	17,021.02	16,515.26
Adjustments		
Rebate availed by customers	57.73	72.29
Revenue from contracts with customers	**16,963.29**	**16,442.97**

Performance obligation

Information about the Company's performance obligations are summarised below:

i) **Sale of Power**

The performance obligation is satisfied upon delivery of power and payment is generally due within 30 to 60 days from delivery. The contract generally provide customers with a right to early payment rebate which give rise to variable consideration subject to constraint.

ii) Rendering of Service

The performance obligation is satisfied over-time and payment is generally due upon completion of stage of service and acceptance of the customer. In some contracts, short-term advances are required before the consultancy is provided.

iii) Transactions identified as of agency nature

There are contracts with customers where the company acts in accordance with timely instruction of the customer and bids at Exchange platform in accordance with the procedures laid down by the Exchange. The performance obligation is satisfied and payment is due upon delivery of power to the customer.

Note No. 49 - Other information

a) The company is engaged in the business of power which in context of Ind AS 108- "Operating Segments", is considered as the operating segment of the company.

b) Expenditure in foreign currency (on accrual basis)

(₹ in crore)

Particulars	**For the year ended 31.03.2021**	**For the year ended 31.03.2020**
Travelling	-	0.02
Consultancy	1.92	1.90
Business promotion	-	0.01
Legal expenses	-	0.11
Total	**1.92**	**2.04**

c) Income earned in foreign exchange

(₹ in crore)

Particulars	**For the year ended 31.03.2021**	**For the year ended 31.03.2020**
Sale	577.74	486.62
Total	**577.74**	**486.62**

d) Some of the balances of trade payables, trade receivables and advances are subject to confirmation/ reconciliation. Adjustment, if any will be accounted for on confirmation/ reconciliation of the same, which in the opinion of the management will not have a material impact.

e) Dividend paid to non- resident shareholders:

Number of shareholders	2,275	2,267	1,988
Number of shares held	79,24,070	53,18,025	39,14,452
Dividend remitted (₹ in crore)	1.58	2.92	1.57
Nature of dividend paid	Interim	Final	Final
Year to which it relates	2020-21	2019-20	2018-19

f) (i) In accordance with the accounting policy, the surcharge recoverable on late/ non-payment of dues by customers is recognized when no significant uncertainty as to measurability or collectability exists. Correspondingly surcharge liabilities on late/ non-payments to the suppliers, in view of the matching concept, is not being recognized in the accounts. The estimated liability in this regard, however is lower than the company's claims from its customers.

(ii) During the year, the company has recognized surcharge of ₹ 449.14 crore (previous year, ₹ 183.45 crore) from customers on amounts overdue on sale of power which has been included in "Revenue from operations". Correspondingly surcharge expense of ₹ 182.18 crore (previous year, ₹ 23.93 crore) paid/payable to sundry creditors has been included in "Operating expenses".

g) Amount in the financial statements are presented in ₹ crore (upto two decimals) except for per share data and as other-wise stated.

h) The Company and its subsidiary (PTC Financial Services Limited) had signed an agreement in March, 2017 for acquisition of land (share of 50% each) situated at Greater Noida Expressway, Noida, Uttar Pradesh to be used for construction of office building of PTC Group. Accordingly, the Company deposited its share of the transfer charges of ₹ 10.26 Crores with Yamuna Expressway Industrial Development Authority (YEIDA) for transfer of the land. Subsequently, YEIDA cancelled the approval for transfer and forfeited the transfer charges deposited, citing the reason as delay in registration, however, the delay was not attributable to the Company. The Company has filed an appeal before Principal Secretary, Urban Development, Government of UP as per directions of Allahabad High Court for retrieving the forfeited amount. Presently, the matter is pending before Principal Secretary, Government of UP. Meanwhile, the Company has decided to cancel the land deal considering various factors i.e. land cost, increased capex cost over the period coupled with the seller's intention to withdraw from the deal etc. Therefore, as a matter of abundant caution, it was decided to create a provision against the amount deposited with YEIDA

i) Movements in provision for litigation

(₹ in crore)

Particulars	**For the year ended 31.03.2021**	**For the year ended 31.03.2020**
Carrying amount at the beginning of the year	1.12	-
Additions during the year	-	1.12
Amounts used during the year	0.38	-
Carrying amount at the end of the year	0.74	1.12

j) The Company is engaged principally in the business of trading of electricity, which is an essential service as emphasized by the Ministry of Power, Government of India. The second wave of the Covid-19 pandemic is affecting most parts of the country and many states have imposed lockdown and associated restrictions. These conditions also impact the operations and cash collections of the Distribution Companies (Discoms), who are the principal customers of the Company. Therefore, the company has been conservative in its cash management practices which may impact the prompt payment rebate income for a limited period. The demand for electricity may also be impacted in the short-run, due to a transient mix of economic activity, as public health takes precedence over commercial activity. However, as the pandemic conditions settle, the demand for electricity shall steadily increase. The Company has considered all possible factors of the Covid-19 pandemic and their impact relating to its business environment. Based on current estimates, the Company expects that the carrying amount of its assets will not deteriorate, and will be recoverable in full. However, the assessment of the pandemic's impact is a continuing process, given the uncertainties associated with its nature, occurrences and duration

The longer term outcomes and impact of the Covid-19 pandemic on the Company's business in subsequent periods is also dependent on overall economic conditions as they evolve. The Management will continue to monitor any material changes to future economic conditions and the impacts thereof on the Company, if any.

k) The figures for the corresponding previous years have been re-grouped/ reclassified, wherever necessary, to make them comparable.

As per our report of even date attached
For K G Somani & Co.
Chartered Accountants
Firm Regn. No. 006591N

For and on behalf of the Board of Directors

Sd/-
(Vinod Somani)
Partner
M.No.085277

Sd/-
(Dr. Rajib Kumar Mishra)
Director
DIN 06836268

Sd/-
(Deepak Amitabh)
Chairman & Managing Director
DIN 01061535

Date: June 24, 2021
Place: New Delhi

Sd/-
(Pankaj Goel)
Chief Financial Officer

Sd/-
(Rajiv Maheshwari)
Company Secretary

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF PTC INDIA LIMITED

Report on the Audit of the Consolidated Ind AS Financial Statements

Opinion

We have audited the accompanying Consolidated Ind AS financial statements of **PTC INDIA LIMITED** (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") and its associates, which comprise the Consolidated Balance Sheet as at **March 31, 2021**, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flows Statement for the year ended on that date, and notes to the Consolidated Ind AS financial statements, including a summary of significant accounting policies (hereinafter referred to as "the Consolidated Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Ind AS financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the Consolidated state of affairs of the Group as at March 31, 2021, the Consolidated profit, Consolidated total comprehensive income, Consolidated changes in equity and its Consolidated cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

We draw your attention to Note 53(ii) to the Statement regarding financing business of the group as reported by one of the Subsidiary companies "PTC India Financial Services Ltd." which explains the uncertainties and the management's assessment of the impact, due to the lock-downs and other restrictions/ conditions related to Covid-19 pandemic situation, on Group's operations relating to financing business, financial performance and Position as at and for the year ended March 31, 2021, including measurement of expected credit loss (ECL) allowance on loans (financial assets) and assessment of liquidity position based upon expected cash flows from/to borrowers/lenders, availability of high quality liquid assets and undrawn committed lines from banks/financial institutions to meet its financial obligations in future. The extent of COVID-19 impact will depend on future developments, which are uncertain at this stage.

Our Opinion is not modified in respect of this matter.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Ind AS financial statements of the current period. These matters were addressed in the context of our audit of the Consolidated Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have considered the matters described below to be the Key Audit Matters for incorporation in our Report.

The below mentioned key audit matters have been reported taking into account such matters to the extent considered material and relevant for the purpose of consolidated financial statements of the Group in respect of one subsidiary where Key Audit Matters have been reported by the statutory auditors in their report on the financial statements of that Company. The statutory auditors of other components have not reported any Key Audit Matters in their reports on the financial statements of the respective Company.

Key Audit Matter	How our audit addressed the matter
Reconciliation and Impairment of Trade Receivables	**Principal Audit Procedures**
System of Reconciliation and the recoverability of trade receivables and the level of provisions for doubtful trade receivable involves significant judgements by management in making appropriate provisions due to customer specific contractual arrangements. Further, The holding company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The holding company considered current and anticipated future economic conditions relating to industries the holding company deals with. In calculating expected credit loss, the holding company has also considered credit reports and other related credit information for its customers to estimate the probability of default in future and has taken into account estimates of possible effect from the pandemic relating to COVID-19. For detail refer Note-13 to Consolidated Ind AS Financial Statements.	In order to test the recoverability of trade receivables, we performed the following procedures: • We evaluated the Holding Company's credit control procedures and assessed and validated the ageing profile of trade receivables. • We assessed recoverability on a sample basis by reference to cash received subsequent to year-end, agreement to the terms of the contract in place. • We reviewed the system of reconciliation followed by the management with the State Electricity Utilities. Such reconciliation statements are signed by holding company and utilities from time to time during every year and same serves the purpose of balance confirmation as well. Where there were indicators that trade receivables were unlikely to be collected within contractual payment terms, we assessed the adequacy of the allowance for impairment of trade receivables. To do this: • We assessed the ageing of trade receivables, dispute with customers, the past payment and credit history of the customer. • We evaluated evidence from the legal and external experts' reports on contentious matters. • We assessed the profile of trade receivables and the economic environment applicable to these customers. We considered the historical accuracy of forecasting the allowance for impairment of trade receivables.

Enhancement of functionalities in IT System	**Principal Audit Procedures**
The group continues to enhance its IT systems which were significant to our audit. Holding Company's financial processes are reliant on IT systems with automated processes and controls over the capturing, valuing, and recording of transactions. This is a key part of our audit due to: • Mix of automated and manual controls and few residual functionalities/ controls are under testing and implementation. • Some MIS reports are under development and testing through internal and outsourced support arrangements and ultimately authentication by the user.	Our procedures included but were not limited to: • Discussing with management, system developer and system auditor the IT environment and consideration of the key financial processes to understand where IT systems were integral to the financial reporting process. • Testing the design of the key IT controls relating to financial reporting systems of the holding company. • Perused the report on "SAP Assessment" obtained from an independent external expert engaged by the holding Company. Suggestions for improvement related to enhancement of functionality/ control communicated during their assessment have now been done through automated process/ Manual approval process. • In response enhancement of functionalities in IT System made during the year, we performed the following: - evaluating the design of the controls to ensure they mitigated the relevant financial reporting risks and testing the operation of controls in the periods prior to and post any change/ enhancement. - tested controls and performed additional substantive procedures of key general ledger account reconciliations. - observed that training sessions are also provided to users, to enable full utilization of SAP functionalities.
Expected Credit Losses (ECL) model	**Principal Audit Procedures**
Impairment losses determined in accordance with Ind AS 109 Financial Instruments involves considerable judgment and interpretation in its implementation as reported by one of the Subsidiary companies "PTC India Financial Services Ltd.". Key areas with high degree of management estimates and judgement includes: a. Determining the criteria for a significant increase in credit risk (`SICR')  b. Techniques used to determine the Probability of Default (PD) and Loss Given Default (`LGD') c. Assumptions used in the expected credit loss model such as the financial condition of the counterparty, expected future cash flows etc. Refer Note 7 and Note 46 to the consolidated financial statements.	We assessed the appropriateness of the Company's policy on Expected Credit Loss recognition on financial instruments with reference to the applicable accounting standards and prudential norms laid down by RBI. Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing: • We evaluated and tested the design and tested the operating effectiveness of Company's controls over the data used to determine the impairment reserve, internal credit quality assessments, external credit ratings and methodology followed for computation of ECL. • For Expected Credit Losses computed by the management, we performed the following procedures: a. Assessed the reasonableness of assumptions and judgement made by management on model adoption and parameters selection; b. Examined the key data inputs (valuation of collateral, the timing of cash flows and realisations) to the ECL model on a sample basis to assess their accuracy and completeness; c. Evaluated and tested on sample basis the appropriateness of staging including determination of significant increase in credit risk; d. Assessed the Company's methodology for ECL provisioning, Classification and Measurement with the assistance of our internal experts; e. Assessed accuracy and completeness of disclosures made as required by relevant accounting standards.
Impairement of loans to customers	**Principal Audit Procedures**
Allowance for impairment losses on loans to customers involves significant judgement by management to determine the timing and amount of the asset to be impaired as reported by one of the Subsidiary companies "PTC India Financial Services Ltd." Refer Note 7 and Note 46 to the consolidated financial statements.	We assessed the appropriateness of the Company's impairment review and provisioning policy by comparing with the RBI prudential norms and applicable accounting standards. Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing: • We evaluated and tested the design and operating effectiveness of the relevant controls over the impairment assessments and impairment allowance computations for loans and advances to customers.

	• We tested the management assumptions, estimates and judgements, which could give rise to material misstatement: a. The completeness and timing of recognition of loss events; b. The measurement of provisions for individual instances of loans which is dependent on the valuation of security provided and the collaterals against each loan, the timing of cash flows and realizations; c. We discussed with management and scrutinized the appropriateness of those key assumptions applied in management's impairment assessment and compared them with available external evidence where necessary. d. The measurement of modelled provisions, which is dependent upon key assumptions relating to probability of default, loss given default and expected future recoveries. e. Performed procedures to obtain comfort on the accuracy of the impairment calculation process through recalculation of the provision charge based on inputs; f. Assessed accuracy and completeness of disclosures made as required by relevant accounting standards
Revenue Recognition Revenue recognition - Interest income on stressed loans assets involves significant management estimates and assumptions in determining both timing and expected realization from them as reported by one of the Subsidiary company "PTC India Financial Services Ltd." Refer Note 29 to the consolidated financial statements.	**Principal Audit Procedures** We assessed the appropriateness of the Company's revenue recognition policy by comparing with applicable accounting standards and prudential norms laid down by RBI. Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing: • Evaluated and tested the design of internal controls relating to revenue recognition on stressed loans and advances. • Tested the operating effectiveness of the Company's controls through combination of procedures involving enquiry and observation, reperformance and inspection of evidence in respect of operations of these controls. • We have performed tests of details, on a sample basis, to review the case contracts entered into with the customers to assess whether interest income recorded is as per the contract terms. • Performed recalculation of interest accrual and tested input data, such as principal amounts, contractual interest rates etc. through substantive testing and tracing to source documents. We also took cognizance of the events arose subsequent to the end of the financial year from them. • Ensured compliance with RBI regulation on revenue recognition for each case.
Evaluation of uncertain tax positions for Income taxes The Company has material uncertain tax positions relating to matters under litigation for Income taxes as reported by one of the Subsidiary companies "PTC India Financial Services Ltd.". These matters involve significant management judgement to determine the possible outcome of disputes. Refer Note 38 to the consolidated financial statements.	**Principal Audit Procedures** We obtained details of completed income tax assessments during the year ended March 31, 2021 from the management. We involved our internal experts to challenge the management's underlying assumptions in estimating the tax provisions and the possible outcome of the disputes. Our internal experts also considered legal precedence and other rulings in evaluating management's position on these uncertain tax positions relating to Income taxes. Additionally, we considered the effect of new information in respect of uncertain tax positions to evaluate whether any change was required to management's position on these uncertainties.

Information Other than the Consolidated Ind AS Financial Statements and Auditors' Report Thereon

The Holding Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Company's annual report, but does not include the Consolidated Ind AS financial statements and our auditor's report thereon. The other information is expected to be made available to us after the date of this auditors' report.

Our opinion on the Consolidated Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Ind AS financial statements, our responsibility is to read the other information identified above when it becomes available, and, in doing so, consider whether the other information is materially inconsistent with the Consolidated Ind AS financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries and associates is traced from their financial statements audited by the other auditors or management certified.

When we read the other information as stated above and if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and describe necessary actions required as per applicable laws and regulations.

Responsibilities of Management and Those Charged with Governance for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation and presentation of these Consolidated Ind AS financial statements in term of the requirements of the Companies Act, 2013 that give a true and fair view of the Consolidated financial position, Consolidated financial performance including other comprehensive income, Consolidated change in equity and Consolidated cash flows of the Group including its Associates in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with companies (Indian Accounting Standard) Rules, 2015, as amended from time to time.

The respective Board of Directors of the companies included in the Group and of its associates entities 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; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Ind AS financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Ind AS financial statements, the respective Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the Group and of its associates entities 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.

The respective Board of Directors of the companies included in the Group and of its associate entities are responsible for overseeing the financial reporting process of the Group and of its associate entities.

Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the holding company and its associate Companies which are Companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Ind AS financial statements, including the disclosures, and whether the Consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the Consolidated Ind As financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the Consolidated Ind AS financial statements.

Materiality is the magnitude of misstatements in the Consolidated Ind AS financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance of the holding company regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Ind AS financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

a) We did not audit the financial statements / financial information of two subsidiaries, whose financial statements / financial information reflect total assets of ₹ 12,263 Crores as at 31st March, 2021 (Previous Year ₹ 12,276 Crores), total revenues of ₹ 1,382 Crores (Previous Year ₹ 1,635 Crores) and net cash inflows amounting to ₹ 291 Crores (Previous Year net cash inflow of ₹186 Crores) for the year ended on that date, as considered in the Consolidated Ind AS financial statements.

The consolidated audited financial statement also includes the Group's share of net loss of ₹ 0.08 Crores and total comprehensive loss of ₹ 0.08 Crores for the year ended March 31, 2021, as considered in the consolidated audited financial statement, in respect of one associate, whose financial statements / financial information have not been audited by us.

These financial statements / financial information have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the Consolidated Ind AS financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associates, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and associates, is based solely on the reports of the other auditors after considering the requirement of Standard on Auditing (SA 600) on 'Using the work of Another Auditor' including materiality.

b) The Consolidated Ind AS financial statements also include the Group's share of net profit / loss of ₹ Nil for the year ended 31st March, 2021, as considered in the Consolidated Ind AS financial statements, in respect of associates, Krishna Godavari Power Utilities Limited, Varam Bio Energy Private Limited, R S India Global Energy Limited and R S India Wind Energy Private Limited whose financial statements / financial information are not available with the "Group". However, for the purpose of Consolidated Ind AS financial statements/ financial information, the group has fully provided for diminution in value of net investment in these associates. (Also Refer Note 5 to the Consolidated Ind AS financial statements). The group does not have any further obligation over and above the cost of investments, in view of the management there is no impact thereof on these Consolidated Ind AS financial statements.

Our opinion on Consolidated Financial Ind AS financial statements, and our report on Other Legal and Regulatory Requirements below, in respect of our reliance on work performed and the reports submitted by independent auditors on the financial statements of Subsidiaries and Associate and other matters as stated in para a) & b) above is not modified.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit of the Company and on the consideration of report of other auditors on separate Financial Statements and on the other financial information of subsidiaries and associates, as noted in 'Other Matters' paragraph a above, (in the absence of availability of audit reports of the four associates referred to in 'Other Matters' paragraph b above), 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 Ind AS financial statements.

   (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Ind AS 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 (including other comprehensive income), 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 Ind AS financial statements.

   (d) In our opinion, the aforesaid Consolidated Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act read with relevant rules issued there under.

   (e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2021 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 31st March, 2021 from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the adequacy of internal financial controls over financial reporting of the Group 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 the requirements of section 197(16) of the Act, as amended:

   In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Holding Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

      i) The Consolidated Ind AS financial statements disclose the impact of pending litigations on the Consolidated financial position of the Group, and its associates. Refer Note No.13(c) and Note 38 to the Consolidated Ind AS financial statements.

      ii) Provision has been made in the Consolidated Ind AS financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.

      iii) There has been no delay in transferring amounts, which were required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary companies, associate companies incorporated in India.

For K.G. Somani & Co.
Chartered Accountants
Firm Registration No: 06591N

(Vinod Somani)
Partner
Membership No: 085277
UDIN: 21085277AAAAAF2838

Place: New Delhi
Date: 24th June, 2021

"ANNEXURE A" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED IND AS FINANCIAL STATEMENTS OF PTC INDIA LIMITED

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 **PTC INDIA LIMITED** (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its associates as of March 31, 2021 in conjunction with our audit of the Consolidated Ind AS financial statements of the Group and its associates for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company's and its subsidiaries company which are incorporated in India, are responsible for establishing and maintaining internal financial controls based on, "the internal control over financial reporting criteria established by the holding Company and its Subsidiaries Company which are incorporated in India 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 Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Group's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls 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 Consolidated Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their report, is sufficient and appropriate to provide a basis for our audit opinion on the Group's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A Holding 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 Holding 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 Holding company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Holding company's assets that could have a material effect on the Consolidated Ind AS 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, to the best of our information and according to the explanations given to us, the Holding Company and its subsidiaries and associate company, which are 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 31st March 2021, based on the internal control over financial reporting criteria established by the Holding 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 as it appears from our examination of the books and records of the Holding company and the reports of the other auditors in respect of entities audited by them.

Other Matter

Our aforesaid report under Section 143(3)(i) of the Act include the information of the Holding Company and its two subsidiary companies and one associate in respect of the adequacy and operating effectiveness of the internal financial controls over financial reporting. It did not contain such information in respect of the four associate companies for which no corresponding reports of the auditor have been obtained. However, for the purpose of Consolidated Ind AS financial statements/ financial information, the group has fully provided for diminution in value of net investment in these associates. The group does not have any further obligation over and above the cost of investments, in view of the management there is no impact thereof on these Consolidated Ind AS financial statements.

Our opinion is not modified in respect of the above matter.

For K.G. Somani & Co.
Chartered Accountants
Firm Registration No: 06591N

(Vinod Somani)
Partner
Membership No: 085277
UDIN: 21085277AAAAAF2838

Place: New Delhi
Date: 24th June, 2021

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2021

(₹ in crore)

Particulars	Note No.	As at 31.03.2021	As at 31.03.2020
ASSETS			
Non-current assets			
Property, plant and equipment	2	1,775.07	1,868.12
Right-of-use asset	3	10.58	14.82
Intangible assets	4	1.64	0.83
Financial assets			
Investments in associates	5	12.38	12.46
Other investments	6	569.27	551.36
Loans	7	7,387.25	9,414.33
Other financial assets	8	11.66	21.96
Deferred tax assets (net)	9	52.81	96.96
Income tax assets (net)	10	262.04	329.52
Other non-current assets	11	22.51	44.27
Total non-current assets		**10,105.21**	**12,354.63**
Current assets			
Financial assets			
Investments	12	390.03	-
Trade receivables	13	6,189.69	7,010.84
Cash and cash equivalents	14	939.09	421.02
Bank balances other than cash and cash equivalents	15	441.63	321.66
Loans	16	0.39	0.27
Other financial assets	17	2,489.68	861.54
Other current assets	18	112.18	139.25
Total current assets		**10,562.69**	**8,754.58**
TOTAL ASSETS		**20,667.90**	**21,109.21**
EQUITY AND LIABILITIES			
Equity			
Equity share capital	19	296.01	296.01
Other equity	20	4,124.00	3,891.44
Total equity attributable to owners of the parent		**4,420.01**	**4,187.45**
Non-controlling interests		741.61	739.97
Total equity		**5,161.62**	**4,927.42**
Liabilities			
Non-current liabilities			
Financial liabilities			
Borrowings	21	7,704.26	8,484.74
Other financial liabilities	22	27.19	92.37
Provisions	23	12.24	12.67
Total non-current liabilities		**7,743.69**	**8,589.78**
Current liabilities			
Financial liabilities			
Borrowings	24	2,081.87	1,604.14
Trade payables	25		
- total outstanding dues of micro enterprises and small enterprises		0.14	0.14
- total outstanding dues of creditors other than micro enterprises and small enterprises		3,654.20	4,360.28
Other financial liabilities	26	1,933.91	1,540.18
Other current liabilities	27	91.42	86.47
Provisions	28	1.05	0.80
Total current liabilities		**7,762.59**	**7,592.01**
TOTAL EQUITY AND LIABILITIES		**20,667.90**	**21,109.21**

Significant accounting policies 1

The accompanying notes form an integral part of these financial statements.

As per our report of even date attached
For K G Somani & Co.
Chartered Accountants
Firm Regn. No. 006591N

For and on behalf of the Board of Directors

Sd/-
(Vinod Somani)
Partner
M.No.085277

Sd/-
(Dr. Rajib Kumar Mishra)
Director
DIN 06836268

Sd/-
(Deepak Amitabh)
Chairman & Managing Director
DIN 01061535

Sd/-
(Pankaj Goel)
Chief Financial Officer

Sd/-
(Rajiv Maheshwari)
Company Secretary

Place: New Delhi
Date: June 24, 2021

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021

(₹ in crore)

Particulars	Note No.	For the year ended 31.03.2021	For the year ended 31.03.2020
Revenue			
Revenue from operations	29	18,345.50	18,100.81
Other income	30	28.16	22.76
Total revenue		**18,373.66**	**18,123.57**
Expenses			
Purchases	31	16,052.86	15,876.67
Operating expenses	32	217.12	45.83
Employee benefit expenses	33	65.40	58.79
Finance costs	34	921.35	1,155.29
Impairment on financial instruments	35	229.47	195.71
Depreciation and amortization expense	2, 3 & 4	100.01	100.47
Other expenses	36	88.16	101.48
Total expenses		**17,674.37**	**17,534.24**
Profit before exceptional items, Share of Profit/(Loss) of Associates and Tax		699.29	589.33
Exceptional items	37	(20.65)	-
Profit Before Share of Profit/(Loss) of Associates and Tax		678.64	589.33
Share of Profit!(Loss) of Associates		(0.08)	(0.04)
Profit Before Tax		678.56	589.29
Tax expense			
-Minimum Alternate TAX credit entitlement		-	15.96
-Current Tax - Earlier Year/s		-	0.03
-Current tax		176.16	102.51
-Deferred tax (net)		44.78	64.73
Total tax expense		**220.94**	**183.23**
Profit for the year		**457.62**	**406.06**
Other comprehensive income			
Items that will not be reclassified to profit or loss (net of tax)			
Remeasurements of post-employment benefit obligations		0.73	(0.59)
Deferred tax on post-employment benefit obligations		(0.18)	0.19
Equity instruments remeaured through other comprehensive income		(6.46)	0.72
Deferred tax charge/ (benefit) relating to FVTOCI to equity investment		1.18	-
Items that will be reclassified to profit or loss			
Change in cash flow hedge reserve		(0.75)	(3.36)
Income tax relating to cash flow hedge reserve		(0.37)	1.17
Other comprehensive income / (loss) for the year (net of tax)		**(5.85)**	**(1.87)**
Total comprehensive income / (loss) for the year		**451.77**	**404.19**
Profit is attributable to:			
Owners of the parent		448.66	367.55
Non-controlling interests		8.96	38.51
Other comprehensive income is attributable to:			
Owners of the parent		(3.55)	(1.02)
Non-controlling interests		(2.30)	(0.85)
Total comprehensive income is attributable to:			
Owners of the parent		445.11	366.53
Non-controlling interests		6.66	37.66
Earnings per equity share (face value of equity share of ₹ 10 each)	39		
(1) Basic (₹)		15.16	12.42
(2) Diluted (₹)		15.16	12.42

Significant accounting policies

The accompanying notes form an integral part of these financial statements.

As per our report of even date attached
For K G Somani & Co.
Chartered Accountants
Firm Regn. No. 006591N

For and on behalf of the Board of Directors

Sd/-
(Vinod Somani)
Partner
M.No.085277

Sd/-
(Dr. Rajib Kumar Mishra)
Director
DIN 06836268

Sd/-
(Deepak Amitabh)
Chairman & Managing Director
DIN 01061535

Place: New Delhi
Date: June 24, 2021

Sd/-
(Pankaj Goel)
Chief Financial Officer

Sd/-
(Rajiv Maheshwari)
Company Secretary

STATEMENT OF CHANGES IN EQUITY

(A) Equity share capital

(₹ in crore)

Particulars	As at 31 March 2021		As at 31 March 2020	
	No. of Shares	Amount	No. of Shares	Amount
Balance at the beginning of the reporting period	29,60,08,321	296.01	29,60,08,321	296.01
Changes in equity share capital during the year	-	-	-	-
Balance at the end of the reporting period	29,60,08,321	296.01	29,60,08,321	296.01

(B) Other equity

(₹ in crore)

Particulars	Attributable to the equity holders of the parent														
	Reserves & Surplus									Items of Other comprehensive income			Total equity attributable to owners of the parent	Non-controlling interests	Total
	Securities premium account	Share option outstanding account	General reserve	Retained earnings	Impairment reserve	Statutory reserve (in terms of Section 45-IC of the Reserve Bank of India Act, 1961)	Special reserve (in terms of Section 36(1) (viii) of the Income tax Act, 1961)	Foreign currency monetary items translation difference account	Contingency reserve	FVOCI - Equity investment reserve	Cash Flow Hedge Reserve	Re-measurements of the net defined benefit plans			
Balance as at 31 March 2019	**1,649.47**	**0.12**	**663.36**	**1,194.07**	**-**	**213.57**	**193.02**	**(16.48)**	**1.05**	**(230.27)**	**(1.01)**	**(0.98)**	**3,665.92**	**723.07**	**4,388.99**
Profit for the year	-	-	-	367.55	-	-	-	-	-	-	-	-	367.55	38.51	406.06
Other comprehensive income for the year	-	-	-	-	-	-	-	-	-	0.72	(1.42)	(0.32)	(1.02)	(0.85)	(1.87)
Total comprehensive income for the year	**-**	**-**	**-**	**367.55**	**-**	**-**	**-**	**-**	**-**	**0.72**	**(1.42)**	**(0.32)**	**366.53**	**37.66**	**404.19**
Transactions with owners in their capacity as owners:															
Add: Remeasurement of post-employment benefit obligation, net of tax	-	-	-	(0.16)	-	-	-	-	-	-	-	0.16	-	-	-
Cash dividends	-	-	-	(118.40)	-	-	-	-	-	-	-	-	(118.40)	(17.99)	(136.39)
Dividend distribution tax (DDT) on cash dividend	-	-	-	(24.33)	-	-	-	-	-	-	-	-	(24.33)	(3.70)	(28.03)
Less: Transferred to statutory reserve u/s 45-IC of the Reserve Bank of India Act, 1934	-	-	-	(14.30)	-	14.30	-	-	-	-	-	-	-	-	-
Transfer to impairment reserve	-	-	-	(37.49)	37.49	-	-	-	-	-	-	-	-	-	-
Add/(less): Effect of foreign exchange rate variations during the year (net)	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**(10.75)**	**-**	**-**	**-**	**-**	**(10.75)**	**(5.79)**	**(16.54)**
Add/less: Amortisation for the year		-	-	-	-	-	-	12.47	-	-	-	-	12.47	6.72	19.19
Transfer to general reserve	-	-	96.21	(96.21)	-	-	-	-	-	-	-	-	-	-	-
Balance as at 31 March 2020	**1,649.47**	**0.12**	**759.57**	**1,270.73**	**37.49**	**227.87**	**193.02**	**(14.76)**	**1.05**	**(229.55)**	**(2.43)**	**(1.14)**	**3,891.44**	**739.97**	**4,631.41**
Profit for the year	-	-	-	448.66	-	-	-	-	-	-	-	-	448.66	8.96	457.62
Other comprehensive income for the year	-	-	-						-	(3.33)	(0.73)	0.51	(3.55)	(2.30)	(5.85)
Total comprehensive income for the year	**-**	**-**	**-**	**448.66**	**-**	**-**	**-**	**-**	**-**	**(3.33)**	**(0.73)**	**0.51**	**445.11**	**6.66**	**451.77**
Transactions with owners in their capacity as owners:															
Add: Remeasurement of post-employment benefit obligation, net of tax	-	-	-	0.08	-	-	-	-	-	-	-	(0.08)	-	-	-
Cash dividends	-	-	-	(222.01)	-	-	-	-	-	-	-	-	(222.01)	(10.12)	(232.13)
Less: Transferred to statutory reserve u/s 45-IC of the Reserve Bank of India Act, 1934	-	-	-	(3.33)	-	3.33	-	-	-	-	-	-	-	-	-
Less: Transferred to special reserve u/s 36(1) (vii) of the Income tax Act, 1961	-	-	-	(30.87)	-	-	30.87	-	-	-	-	-	-	-	-
Transfer to impairment reserve	-	-	-	(45.03)	45.03	-	-	-	-	-	-	-	-	-	-
Add/(less): Effect of foreign exchange rate variations during the year (net)	-	-	-	-	-	-	-	2.66	-	-	-	-	2.66	1.43	4.09
Add/less: Amortisation for the year		-	-	-	-	-	-	6.80		-	-	-	6.80	3.67	10.47
Transfer to general reserve	-	(0.12)	123.41	(123.29)	-	-	-		-	-	-	-	-	-	-
Balance as at 31 March 2021	**1,649.47**	**-**	**882.98**	**1,294.94**	**82.52**	**231.20**	**223.89**	**(5.30)**	**1.05**	**(232.88)**	**(3.16)**	**(0.71)**	**4,124.00**	**741.61**	**4,865.61**

As per our report of even date attached
For K G Somani & Co.
Chartered Accountants
Firm Regn. No. 006591N

Sd/-
(Vinod Somani)
Partner
M.No.085277

Place: New Delhi
Date: June 24, 2021

For and on behalf of the Board of Directors

Sd/-
(Dr. Rajib Kumar Mishra)
Director
DIN 06836268

Sd/-
(Deepak Amitabh)
Chairman & Managing Director
DIN 01061535

Sd/-
(Pankaj Goel)
Chief Financial Officer

Sd/-
(Rajiv Maheshwari)
Company Secretary

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020

(₹ in crore)

Particulars		For the year ended 31.03.2021	For the year ended 31.03.2020
Cash flows from operative activities			
Net profit before tax		678.56	589.29
Adjustments for:			
Depreciation and amortization expense		100.01	100.47
Bad debts/ advances written off		2.91	2.20
Liabilities no longer required written back		(8.88)	(9.48)
Share in loss / (profit) of associate		0.08	0.04
Impairment provision on capital advance		20.65	-
(Profit)/Loss on sale of fixed assets		-	0.02
Impairment on financial instruments		229.47	195.71
Impairment allowance for doubtful debts / advances		8.16	10.98
Finance costs		921.35	1,155.29
MTM of derivative instruments		-	(1.18)
Interest income		(13.77)	(7.64)
Rental income		(0.04)	(0.03)
Profit on sale of investment (net)		(0.31)	-
		1,938.19	**2,035.67**
Adjustments for:			
Loan financing		127.48	2,041.23
(Increase)/ Decrease in trade receivables		810.39	(2,110.99)
Provisions, other current and non-current financial liabilities and other current and non-current liabilities		(725.78)	1,497.44
Loans, other current and non-current financial assets, other non-current and current assets		66.75	71.57
Cash generated from/(used in) operating activities		**2,217.03**	**3,534.92**
Direct taxes paid (net)		(108.91)	(241.40)
Net cash generated/(used) from operating activities	(A)	**2,108.12**	**3,293.52**
Cash flows investing activities			
Interest received		14.11	7.85
Rent received		0.04	0.03
Purchase of property, plant and equipment and intangible assets (including capital advances)		(3.67)	(2.00)
Sale of property, plant and equipment		0.12	0.17
Proceeds from sale of investments/ redemption of security receipts (Net)		(161.72)	(181.08)
Sale/(Purchase) of investments in associate		-	(12.50)
Sale/(Purchase) of investments (net)		(389.72)	-
Decrease/ (Increase) in bank balances other than cash & cash equivalents		35.98	(226.34)
Net cash generated from/ (used in) investing activities	(B)	**(504.86)**	**(413.87)**
Cash flows from financing activities			
Proceeds from borrowings (Net)		(141.46)	(1,115.70)
Finance lease obligations		(3.87)	(4.69)
Finance costs		(930.31)	(1,165.69)
Proceeds from debt securities (net)		222.57	(119.96)
Dividend paid (including dividend tax)		(232.12)	(164.41)
Net cash generated from/(used in) financing activities	(C)	**(1,085.19)**	**(2,570.45)**
Net increase/ (decrease) in cash and cash equivalents	(A+B+C)	518.07	309.20
Cash and cash equivalents (opening balance)		421.02	111.82
Cash and cash equivalents (closing balance)		939.09	421.02

Notes:

1. Cash and cash equivalents include

(₹ in crore)

	As on 31.03.2021	As on 31.03.2020
Cash on hand- Staff Imprest	0.02	0.02
Current accounts	616.92	247.11
Deposits (original maturity period upto 3 months)	322.15	173.89
Cash and cash equivalents at the year end	**939.09**	**421.02**

2. The above consolidated cash flow statement has been prepared under the "Indirect Method" as set out in the Accounting Standard (Ind AS)-7 on Statement of cash flows.

3. Figures in bracket indicate cash outflow.

As per our report of even date attached
For K G Somani & Co.
Chartered Accountants
Firm Regn. No. 006591N

Sd/-
(Vinod Somani)
Partner
M.No.085277

Place: New Delhi
Date: June 24, 2021

For and on behalf of the Board of Directors

Sd/-
(Dr. Rajib Kumar Mishra)
Director
DIN 06836268

Sd/-
(Deepak Amitabh)
Chairman & Managing Director
DIN 01061535

Sd/-
(Pankaj Goel)
Chief Financial Officer

Sd/-
(Rajiv Maheshwari)
Company Secretary

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (FOR THE YEAR ENDED 31ST MARCH 2021)

Note No. 1. Group overview and significant accounting policies

1. Group overview

PTC India Limited (the "Company") is a public company domiciled in India and limited by shares (CIN: L40105DL1999PLC099328). The company is incorporated under the provisions of the Companies Act applicable in India. The shares of the Company are publicly traded on the National Stock Exchange of India Limited and BSE Limited. The registered office of the company is located at 2nd Floor, NBCC Tower, 15 Bhikaji Cama Place, New Delhi-110066, India. These consolidated financial statements comprise the Company and its subsidiaries and associates (referred to collectively as the 'Group') for the year ended March 31, 2021.

The subsidiaries and associates considered in the consolidated financial statements are as under:

The consolidated financial statements were authorized for issue in accordance with a resolution of the directors on 24 June, 2021.

2.1 Basis of preparation of consolidated financial statements

(i) Statement of Compliance

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies act, 2013 read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), to the extent applicable to these Financial Statements have been prepared and presented on a going concern basis and on the accrual basis of accounting.

Sr. No.	Particulars	Relationship	Percentage of ownership interest		Share of Associates Profit / (Loss) included in Consolidated Statement of Profit and Loss Account (₹ in Crore)	
			As on 31.03.2021	As on 31.03.2020	As on 31.03.2021	As on 31.03.2020
1	PTC India Financial Services Limited (PFSL)	Subsidiary	64.99%	64.99%	NA	NA
2	PTC Energy Ltd (PEL)	Subsidiary	100%	100%	NA	NA
3	Pranurja Solutions Limited	Associate	22.62%	49.02%	(0.08)	(0.04)
4	Krishna Godavari Power Utilities Limited*	Associate	49%	49%	-	-
5	RS India Wind Energy Private Limited (formally known as R.S. India Wind Energy Limited)*	Associate	37%	37%	-	-
6	Varam Bio Energy Private Limited*	Associate	26%	26%	-	-
7	RS India Global Energy Limited*	Associate	48%	48%	-	-

* Financial statements for the year 2020-21 of these associates were not made available for consolidation.

The Group is principally engaged in trading/ generation of power and providing total financing solutions to the energy value chain which includes investing in equity or extending debt to power projects in generation, transmission, distribution, fuel resources and fuel related infrastructure.

PTC India Limited holds Category I license from Central Electricity Regulatory Commission (CERC), the highest category with permission to trade unlimited volumes and its subsidiary.

Its subsidiary PTC India Financial Services Limited ("PFSL") is a registered Non-banking finance company (NBFC) with Reserve Bank of India (RBI) and has been awarded the Infrastructure Finance Company (IFC) status by RBI. PFSL is set up with an objective to provide total financing solutions to the energy value chain which includes investing in equity or extending debt to power projects in generation, transmission, distribution, fuel resources and fuel related infrastructure.

Its subsidiary PTC Energy Limited (PEL)is set up with an objective to develop asset base taking into its sphere the business of generation, supply, distribution, transmission and dealing in all forms of energy including import and export of coal, conversion of coal/ fuels in to electricity, fuel linkages and provide advisory services in energy sector and energy efficiency.

(ii) Basis of Measurement

The consolidated financial statements have been prepared on the historical cost basis except for certain financial assets and liabilities (including derivative instruments) that are measured at fair value (refer accounting policy regarding financial instruments). The methods used to measure fair values are discussed further in notes to financial statements.

Functional and presentation currency

These consolidated financial statements are presented in Indian Rupees (INR), which is the Group's functional currency. All financial information presented in INR has been rounded to the nearest crore (upto two decimals), except as stated otherwise.

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

2.2 Significant Accounting Polices

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

1. Basis of Consolidation

The financial statements of Subsidiary Companies and Associates are drawn up to the same reporting date as of the Company for the purpose of consolidation.

Subsidiaries

Subsidiaries are all entities over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the relevant activities of the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

The group combines the financial statements of the parent and its subsidiaries line by line adding together like items of assets, liabilities, equity, income and expenses. Intercompany transactions, balances and unrealized gains on transactions between group companies are eliminated. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the group.

Non-controlling interests (NCI) in the results and equity of subsidiaries are shown separately in the consolidated statement of profit and loss, consolidated statement of changes in equity and balance sheet respectively.

When the Group loses control over a subsidiary, it derecognizes the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any interest retained in the former subsidiary is measured at fair value at the date the control is lost. Any resulting gain or loss is recognised in profit or loss.

Associates

Associates are all entities over which the group has significant influence but not control or joint control. This is generally the case where the group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting (see below), after initially being recognised at cost.

Equity Method

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profits or losses of the investee in profit and loss, and the group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates are recognised as a reduction in the carrying amount of the investment.

When the group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealized gains on transactions between the group and its associates are eliminated to the extent of the group's interest in these entities. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the group.

The carrying amount of equity accounted investments is tested for impairment in accordance with the policy of impairment.

When the group ceases to equity account for an investment because of a loss of significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit or loss. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income are reclassified to profit or loss where appropriate.

2. **Current versus non-current classification.**

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

The Group classifies all other liabilities as non-current.

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

Operating Cycle

Based on the nature of products / activities of the Group and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Group has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

3. **Foreign Currency**

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

The rate that approximates the actual rate at the date of the transaction or the monthly average rate is used for all transactions.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss with the exception of long term foreign currency monetary items (except derivative financial instruments) existing on 1 April 2015, the Group has carried forward its policy under Previous GAAP to amortize the exchange differences arising on settlement/restatement on settlement/over the maturity period thereof.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of such items (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).

4. Taxes

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the balance sheet method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets are recognized for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognized to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

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

Unrecognized deferred tax assets are re-assessed at each reporting period date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Current income tax and deferred tax are recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

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

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries and interest in associates where the group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries and interest in associates where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

Additional income taxes that arise from the distribution of dividends are recognized at the same time that the liability to pay the related dividend is recognized.

5. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses.

Intangible Assets are recognized when it is probable that the future economic benefits that are attributable to the asset will flow to the Group and cost of the asset can be measured reliably.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortized over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortization period or method, as appropriate, and are treated as changes in accounting estimates. The amortization expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

The Group amortizes cost of computer software over their estimated useful lives of 3 to 5 years using Straight-line method.

An intangible asset is derecognized when no future economic benefits are expected from their use or upon their disposal. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit or loss when the asset is derecognized.

6. Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of that asset. Other borrowing costs are recognized as expenses in the period in which they are incurred. To the extent the Group borrows funds generally and uses them for the purpose of obtaining a qualifying asset, the Group determines the amount of borrowings costs eligible for capitalization by applying a capitalization rate to the expenditure incurred on such asset. The capitalization rate is determined based on the weighted average of borrowing costs applicable to the borrowings of the Group which are outstanding during the period, other than borrowings made specifically towards purchase of the qualifying asset. The amount of borrowing costs that the Group capitalizes during a period does not exceed the amount of borrowing costs incurred during that period.

7. Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Group recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any re-measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Land- 89 years

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

ii) Lease liabilities

At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Group's lease liabilities are included in Interest-bearing loans and borrowings.

iii) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases contracts (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense over the lease term.

8. Impairment of assets other than goodwill

Loan assets

The Group follows a 'three-stage' model for impairment based on changes in credit quality since initial recognition as summarized below:

- Stage 1 includes loan assets that have not had a significant increase in credit risk since initial recognition or that has low credit risk at the reporting date.
- Stage 2 includes loan assets that have had a significant increase in credit risk since initial recognition but that does not have objective evidence of impairment.
- Stage 3 includes loan assets that have objective evidence of impairment at the reporting date.

The Expected Credit Loss (ECL) is measured at 12-month ECL for Stage 1 loan assets and at lifetime ECL for Stage 2 and Stage 3 loan assets. ECL is the product of the Probability of Default, Exposure at Default and Loss Given Default, defined as follows:

Probability of Default (PD) - The PD represents the likelihood of a borrower defaulting on its financial obligation (as per "Definition of default and credit-impaired" above), either over the next 12 months (12 months PD), or over the remaining lifetime (Lifetime PD) of the obligation.

Loss Given Default (LGD) – LGD represents the Group's expectation of the extent of loss on a defaulted exposure. LGD varies by type of counterparty, type and preference of claim and availability of collateral or other credit support.

Exposure at Default (EAD) – EAD is based on the amounts the Group expects to be owed at the time of default. For a revolving commitment, the Group includes the current drawn balance plus any further amount that is expected to be drawn up to the current contractual limit by the time of default, should it occur.

Forward-looking economic information (including management overlay) is included in determining the 12-month and lifetime PD, EAD and LGD. The assumptions underlying the expected credit loss are monitored and reviewed on an ongoing basis.

The Group considers various factors while considering the recoverability of credit impaired advances. These include nature and value of assets, different resolution channels, interest of potential buyers etc. Considering the typical nature of advances given by the Group, there is significant uncertainty and variability in timing of resolution of these advances. In reference to RBI's prudential norms, the Group does not recognize interest income on these advances on a conservative basis, and the provisioning is considered using current estimate of realization.

Other than loan assets

At the end of each reporting period, the Group reviews the carrying amounts of its assets (including investments in subsidiaries and associates) to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

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

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

9. Equity investment in associates

Investments representing equity interest in associates are accounted for at cost in accordance with Ind AS 27 Separate Financial Statements.

10. Provisions

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted 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 recognized as a finance cost.

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

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

11. Contingent liabilities and contingent assets

Contingent Liability

Contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group or a present obligation that arises from past events but is not recognised because

i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or

ii) the amount of the obligation cannot be measured with sufficient reliability.

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

A contingent liability is not recognized but disclosed as per requirements of Ind (AS) 37. The related asset is recognized when the realization of income becomes virtually certain.

Contingent Asset

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

12. Employee Benefits

Defined contribution plans

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

The Group pays fixed contribution to Employees’ Provident Fund. The contributions to the fund for the year are recognized as expense and are charged to the profit or loss. The Group’s only obligation is to pay a fixed amount with no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group’s liability towards gratuity and post-retirement medical facility. The gratuity is funded by the Group and is managed by separate trust PTC India Gratuity Trust. The Group has Post-Retirement Medical Scheme (PRMS), under which eligible retired employee and the spouse are provided medical facilities and avail treatment as out-patient subject to a ceiling fixed by the Group.

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

The calculation is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a benefit to the Group, the recognized asset is limited to the total of any unrecognized past service costs and the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. An economic benefit is available to the Group if it is realizable during the life of the plan, or on settlement of the plan liabilities. Any actuarial gains or losses are recognized in OCI in the period in which they arise.

Other long-term employee benefits

Benefits under the Group’s leave encashment constitute other long term employee benefits.

The Group’s obligation in respect of leave encashment is the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. The discount rate is based on the prevailing market yields of Indian government securities as at the reporting date that have maturity dates approximating the terms of the Group’s obligations. The calculation is performed using the projected unit credit method. Any actuarial gains or losses are recognized in profit or loss in the period in which they arise.

Short-term benefits

Short term employee benefits are that are expected to be settled wholly before twelve months after the end of the reporting periods in which the employee rendered the related services.

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognized for the amount expected to be paid under performance related pay if the 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.

Liability in respect of gratuity, leave encashment and provident fund of employees on deputation with the Group are accounted for on the basis of terms and conditions of deputation of the parent organisations.

13. Financial Instruments

Financial assets and financial liabilities are recognized when a Group entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value except trade receivables and trade payable which are initially measured at transaction price.

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

Financial Assets

Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

Subsequent measurement

For purposes of subsequent measurement, financial assets are classified asunder:-

a) Debt instruments at amortized cost

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

c) Equity instruments measured at fair value through other comprehensive income (FVTOCI)

Debt instruments at amortized cost

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

a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortized cost using the effective interest rate (EIR) method. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the profit or loss. The losses arising from impairment are recognized in the profit or loss. This category generally applies to trade and other receivables.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (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 debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Debt Instruments at FVTOCI

- Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (“FVTOCI”) (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

  o the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and

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

Interest income is recognised in profit or loss for FVTOCI debt instruments.

Debt Instruments at FVTPL

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorization as at amortized cost or as FVTOCI, is classified as at FVTPL.

In addition, the Group may elect to classify a debt instrument, which otherwise meets amortized cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as ‘accounting mismatch’).

Debt instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Equity Investments at FVTPL or FVTOCI

All equity investments in scope of Ind-AS 109 are measured at fair value. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Group decides to classify the same either as at FVTOCI or FVTPL. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the OCI. There is no recycling of the amounts from OCI to P&L, even on sale of Investment. However, the Group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognized in the P&L.

Derecognition

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

a) The rights to receive cash flows from the asset have expired, or

b) The Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through arrangement; and either (i) the Group has transferred substantially all the. risks and rewards of the asset, or (ii) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

When the Group has transferred its rights to receive cash-flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognise the transferred asset to the extent of the Group's continuing involvement. In that case, the Group also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

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

Impairment of financial assets

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

- Financial assets that are debt instruments, and are measured at amortized cost e.g., loans, debt securities, deposits, trade receivables and bank balance
- Financial assets that are debt instruments and are measured as at FVTOCI
- Financial guarantee contracts which are not measured as at FVTPL

The Group follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables, and/or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115
- All lease receivables resulting from transactions within the scope of Ind AS 116

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

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

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/expense in the statement of profit and loss (P&L). This amount is reflected in a separate line in the P&L as an impairment gain or loss.

Provision created as per RBI Prudential Norms is higher than the provision as per expected credit loss model and as per the requirement of the prudential norms the same has been accounted for and disclosed in the notes to the consolidated financial statements.

The balance sheet presentation for various financial instruments is described below:

Financial assets measured as at amortized cost, contract assets and lease held receivables: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss, the Group combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings or payables, as appropriate.

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

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and financial guarantee contracts.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at amortized cost

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

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

Financial guarantee contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind-AS 109 and the amount recognised less cumulative amortization.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

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

Derivative contracts

The Group enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through profit and loss using mark to market information.

Reclassification of financial assets

The Group determines the classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are categorized as equity instruments at FVTOCI and financial assets or financial liabilities that are specifically designated at FVTPL. For financial assets, which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

14. Cash and cash equivalents

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

15. Cash dividend to equity holders

The Group recognizes a liability of dividend to equity holders when the distribution is authorized and the distribution is no longer at the discretion of the Group. As per the corporate laws in India, a distribution is authorized when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

16. Hedge Accounting

The Group uses derivative financial instruments to hedge its foreign currency risks and interest rate risks respectively. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to profit or loss, except for the effective portion of cash flow hedges, which is recognised in OCI and later reclassified to profit or loss when the hedge item affects profit or loss. For the purpose of hedge accounting, hedges are classified as cash flow hedges where Group hedges its exposure to variability in cash flows that is attributable to foreign currency risk and interest rate risk associated with recognised liabilities in the financial statements.

At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which the Group wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Group's risk management objective and strategy for undertaking hedge, the hedging/ economic relationship, the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in cash flows and are assessed on an ongoing basis to determine that they continue to be highly effective throughout the financial reporting periods for which they are designated.

17. Cash Flow Hedges

The effective portion of the gain or loss on the hedging instrument is recognised in OCI in the cash flow hedge reserve, while any ineffective portion is recognised immediately in the statement of profit and loss.

The Group uses swaps as to hedge its exposure to foreign currency risk and interest rate risk in respect of certain financial liabilities. The ineffective portion relating to such hedging instruments is recognised in other income or expenses. Amounts recognised as OCI are transferred to profit or loss when the hedged transaction affects profit or loss, such as when the hedged financial income or financial expense is recognised. If the hedging instrument expires or is sold, terminated or exercised, or if its designation as a hedge is revoked, or when the hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss previously recognised in OCI remains separately in equity until the expected future cash flows occur.

18. Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. The grant is recognised as "other operating income" under the head revenue from operations in statement of profit and loss as and when the aforesaid conditions are complied.

The Group received government grant in form of Generation Based Incentive i.e. GBI from Indian Renewable Energy Development Authority (IREDA) at the rate of Rs. 0.5 per unit of electricity fed into the grid for a period not less than 4 years and a maximum period of 10 years with a cap of Rs. 100 Lakhs per MW. And the total disbursement in a year shall not exceed Rs. 25 Lakhs per year per MW for the first 4 years.

19. Inventories

Inventories are valued at the lower of cost and net realizable value. Cost includes cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition.

Cost of inventories is measured on First in and First out (FIFO) basis.

Costs of purchased inventory are determined after deducting rebates and discounts.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

20. Property, plant and equipment

Property, plant and equipment (PP&E) are carried in the balance sheet on the basis of at cost of acquisition including incidental costs related to acquisition and installation, net of accumulated depreciation and accumulated impairment losses, if any.

Cost of self constructed asset include the cost of material, direct labour and any other costs directly attributable to bringing the asset to its working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located.

Purchased software that is integral to the functionality of the related equipment is capitalized as part of the equipment.

The cost of property, plant and equipment not available for use are disclosed under capital work- in-progress.

Cost of asset includes

(a) Purchase price, net of any trade discount and rebates.

(b) Borrowing cost if capitalization criteria is met.

(c) Cost directly attributable to the acquisition of the assets which incurred in bringing asset to its working condition for the intended use.

(d) Incidental expenditure during the construction period is capitalized as part of the indirect construction cost to the extent the expenditure is directly related to construction or is incidental thereto.

(e) Present value of the estimated costs of dismantling & removing the items & restoring the site on which it is located if recognition criteria are met.

When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied.

Subsequent cost relating to Property, plant and equipment shall be recognised as an asset if:

a) it is probable that future economic benefits associated with the item will flow to the Group; and

b) the cost of the item can be measured reliably.

All other repair and maintenance costs are recognized in profit or loss as incurred.

The Group depreciates property, plant and equipment over their estimated useful lives using written down method except wind mill, leasehold land and lease improvements. The useful lives are at the rates and in the manner provided in Schedule II of the Companies Act, 2013

Category	Useful life
Building	60 years
Plant & Equipment (Wind-mill)	22 years
Furniture and Fixtures	10 years
Vehicles	08 years
Office Equipment	03-06 years
Hand held devices	02 years

The depreciation on Wind Mills has been on Straight Line Method (SLM) at rates worked out based on the useful life and in the manner prescribed in the Schedule II to the Companies Act, 2013.

The Group follows component approach as envisaged in Schedule II to the Companies Act, 2013. The approach involves identification of components of the asset whose cost is significant to the total cost of the asset and have useful life different from the useful life of the remaining assets and in respect of such identified components, useful life is determined separately from the useful life of the main asset.

Depreciation on additions to/deductions from property, plant & equipment during the year is charged on pro-rata basis from/up to the date in which the asset is available for use/disposed.

Advance paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is shown under the head non-financial assets in the balance sheet.

The cost of assets not available for use is disclosed under Capital Work in Progress till the time they are ready for use.

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

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

In circumstance, where a property is abandoned, the cumulative capitalized costs relating to the property are written off in the same period.

An item of property, plant and equipment and any significant part initially recognised is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is included in the income statement when the asset is derecognized.

Depreciation methods, useful lives and residual values are reviewed periodically, including at each financial year end and adjusted prospectively, if appropriate.

The Group follows component approach as envisaged in Schedule II to the Companies Act, 2013. The approach involves identification of components of the asset whose cost is significant to the total cost of the asset and have useful life different from the useful life of the remaining assets and in respect of such identified components, useful life is determined separately from the useful life of the main asset.

Modification or extension to an existing asset, which is of capital nature and which becomes an integral part thereof is depreciated prospectively over the remaining useful life of that asset.

Asset costing less than Rs. 5000/- is fully depreciated in the year of capitalization.

Derecognition

An item of Property, Plant and Equipment and any significant part initially recognized is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the statement of profit and loss when the asset is derecognized.

21. Earnings per equity share

In determining basic earnings per share, the Group considers the net profit attributable to equity shareholders. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period/year. In determining diluted earnings per share, the net profit attributable to equity shareholders and weighted average number of shares outstanding during the period/year are adjusted for the effect of all dilutive potential equity shares.

22. Share based payments

Equity settled transactions

The excess of market price of underlying equity shares as of the date of the grant of options over the exercise price of the options given to employees under the employee stock option plan is recognize as deferred stock compensation cost and amortized over the vesting period, on a straight line basis. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The statement of profit and loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

23. Revenue Recognition

Group's revenues arise from sale of power, consultancy and other income. Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements, except for the agency nature transactions, because it typically controls the goods or services before transferring them to the customer. The specific recognition criteria described below must also be met before revenue is recognised. Revenue from other income comprises interest from banks, employees, etc., dividend from investments in associates and subsidiary companies, dividend from mutual fund investments, surcharge received from customers for delayed payments, other miscellaneous income, etc.

Sale of power

Sale is recognized when the power is delivered by the Group at the delivery point in conformity with the parameters and technical limits and fulfilment of other conditions specified in the Power Sales Agreement. Sale of power is accounted for as per tariff specified in the Power Sales Agreement. The sale of power is accounted for net of all local taxes and duties as may be leviable on sale of electricity for all electricity made available and sold to customers.

The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated. In determining the transaction price for the sale of power, the Group considers the effects of variable consideration, the existence of significant financing components, non-cash consideration, and consideration payable to the customer (if any).

Rendering of services

The Group provides consultancy services to its customers. The Group recognizes revenue over time, using the output method measuring the completion of different stages of consultancy project relative to the total completion the service, because the customer receives and consumes the benefits provided by the Group over the time.

Revenue from transactions identified as of agency nature

When another party is involved in providing goods or services to the customers, the Group determines whether it is a principal or an agent in these transactions by evaluating the nature of its promise to the customer. The Group is a principal and records revenue on a gross basis if it controls the promised goods or services before transferring them to the customer. However, the Group is an agent and records revenue on net basis if it does not control the promised goods or services before transferring them to the customer.

Variable consideration

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

Contract assets

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

Trade receivables

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due).

Contract liabilities

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

Fee based income

Fee based incomes are recognised when reasonable right of recovery is established and the revenue can be reliably measured.

The Generation Based Incentive / Subsidy

Generation Based Incentive / Subsidy, from the Indian Renewable Energy Development Agency (IREDA), is recognised on the transfer of power at the rates as notified by the Government.

Surcharge Income

The surcharge on late payment/ non-payment from customers is recognized when:

i) the amount of surcharge can be measured reliably; and

ii) there is no significant uncertainty that the economic benefits associated with the surcharge transaction will flow to the entity.

Interest and processing fee income on loans

Interest and processing fee income is recorded on accrual basis using the effective interest rate (EIR) method in accordance with Ind AS 109. Additional interest/overdue interest/penal charges, if any, are recognised only when it is reasonable certain that the ultimate collection will be made.

Fee & Commission income

Income from business correspondent services is recognised as and when the services are rendered as per agreed terms and conditions of the contract.

Miscellaneous income

All other income is recognized on an accrual basis, when there is no uncertainty in the ultimate realization/collection.

Dividends

Dividend income is recognised when the Group's right to receive the payment is established, which is generally when shareholders approve the dividend, provided that it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably.

Rental income

Rental income arising from operating leases is accounted for on a straight-line basis over the lease terms unless the lease payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost. Rental Income is included in revenue in the statement of profit and loss.

24. Cash flow statement

Cash flow statement is prepared in accordance with the indirect method prescribed in Ind AS 7 'Statement of Cash Flows'.

25. Operating segments

In accordance with Ind AS 108, the operating segments used to present segment information are identified on the basis of internal reports used by the Group's Management to allocate resources to the segments and assess their performance. The Board of Directors is collectively the Group's 'Chief Operating Decision Maker' or 'CODM' within the meaning of Ind AS 108.

Segment results that are reported to the CODM include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate expenses and income tax expenses.

Revenue directly attributable to the segments is considered as segment revenue. Expenses directly attributable to the segments and common expenses allocated on a reasonable basis are considered as segment expenses.

Segment capital expenditure is the total cost incurred during the period to acquire property, plant and equipment, and intangible assets other than goodwill.

Segment assets comprise property, plant and equipment, intangible assets, trade and other receivables, inventories and other assets that can be directly or reasonably allocated to segments.

Segment liabilities include all operating liabilities in respect of a segment and consist principally of trade and other payables, employee benefits and provisions. Segment liabilities do not include equity, income tax liabilities, loans and borrowings and other liabilities and provisions that cannot reasonably be allocated to segments.

2.3 Use of estimates and management judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions that may impact the application of accounting policies and the reported value of assets, liabilities, income, expenses and related disclosures concerning the items involved as well as contingent assets and liabilities at the balance sheet date. The estimates and management's judgments are based on previous experience and other factors considered reasonable and prudent in the circumstances. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

In order to enhance understanding of the financial statements, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements is as under:

a) Useful life of property, plant and equipment

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

b) Leasehold land in respect of windmills

In respect of Wind Mill Projects involving the leasehold lands, the composite cost of the project is bifurcated between the advance lease rentals for the leasehold lands and the cost of wind mills. Further, in order to classify and account for the cost of lease of land and cost of wind mills, the composite project cost is allocated between the advance lease rentals and the wind mill on the basis of fair values of the leasehold rentals over the project life and the balance amount is taken to be the cost of wind mills.

c) Recoverable amount of property, plant and equipment

The recoverable amount of plant and equipment is based on estimates and assumptions regarding in particular the expected market outlook and future cash flows. Any changes in these assumptions may have a material impact on the measurement of the recoverable amount and could result in impairment.

d) Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. It is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

e) Defined benefit plans

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

f) Fair value measurement or financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the Discounted Cash Flow (DCF) model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

g) Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

h) Evaluation of indicators for impairment of loans –

The evaluation of applicability of indicators of impairment of loans requires management assessment of several external and internal factors which could result in deterioration of recoverable amount of the loans.

i) Deferred Tax

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

Minimum alternate tax ('MAT') credit entitlement is recognised as an asset only when and to the extent there is convincing evidence that normal income tax will be paid during the specified period. In the year in which MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the Statement of Profit and Loss. This is reviewed at each balance sheet date and the carrying amount of MAT credit entitlement is written down to the extent it is not reasonably certain that normal income tax will be paid during the specified period.

j) Provisions and contingencies

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

k) Leases

Significant judgment is required to apply lease accounting to Ind AS 116 'Determining whether an arrangement contains a lease'. In assessing the applicability to arrangements entered into by the Group, management has exercised judgment to evaluate the right to use the underlying asset, substance of the transactions including legally enforceable agreements and other significant terms and conditions of the arrangements to conclude whether the arrangement needs the criteria under Appendix C to Ind AS 116.

l) Assets held for sale

Significant judgment is required to apply the accounting of non-current assets held for sale under Ind AS 105 'Non-current Assets Held for Sale and Discontinued Operations'. In assessing the applicability, management has exercised judgment to evaluate the availability of the asset for immediate sale, management's commitment for the sale and probability of sale within one year to conclude if their carrying amount will be recovered principally through a sale transaction rather than through continuing use.

m) Business model

The Group determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated. The Group monitors financial assets measured at amortized cost that are derecognized prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Group's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

n) Revenue from contracts with customers

Interest income on stressed loans involves management estimates and assumptions in determining both timing and expected realization from them.

The Group applied the following judgements that significantly affect the determination of the amount and timing of revenue from contracts with customers:-

Determining method to estimate variable consideration and assessing the constraint

Certain contracts for the sale of electricity give rise to variable consideration. In estimating the variable consideration, the Group is required to use either the expected value method or the most likely amount method based on which method better predicts the amount of consideration to which it will be entitled. The most likely amount method is used for those contracts with a single volume threshold, while the expected value method is used for contracts with more than one volume threshold.

Before including any amount of variable consideration in the transaction price, the Group considers whether the amount of variable consideration is constrained and the uncertainty on the variable consideration will be resolved within a short time frame.

Principal versus agent considerations

The Group enters into agreements with its customers for sales of power at power exchanges. Under these contracts, the Group determines that it does not control the goods before they are transferred on the basic that it does not have inventory risk, therefore the Group determines the transactions at exchange are of agency nature.

o) Fair value measurements

Management applies valuation techniques to determine the fair value of financial instruments (where active market quotes are not available). This involves developing estimates and assumptions consistent with how market participants would price the instrument.

2.4 Recent accounting pronouncements

Standards issued but not yet effective

Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which would have been applicable from 01 April 2021 and have material impact on the Group.

Note No.2 - Property, plant and equipment

As at 31 March 2021

(₹ in crore)

Description	Gross block				Accumulated depreciation				Net block	
	As at 01.04.2020	Additions	Disposals/ adjustments	As at 31.03.2021	As at 01.04.2020	For the year	Disposals/ adjustments	As at 31.03.2021	As at 31.03.2021	As at 31.03.2020
Land										
-Leasehold improvement	3.46	-	-	3.46	2.58	0.24	-	2.82	0.64	0.88
-Freehold land	18.61	-	-	18.61	-	-	-	-	18.61	18.61
Buildings										
-Buildings	7.73	-	-	7.73	1.63	0.28	-	1.91	5.82	6.10
-Leasehold improvement	0.18	-	-	0.18	0.18	-	-	0.18	-	-
Furniture and fixtures	1.90	0.02	(0.03)	1.89	1.31	0.14	(0.03)	1.42	0.47	0.59
Vehicle	1.43	0.88	(0.41)	1.90	0.52	0.36	(0.36)	0.52	1.38	0.91
Plant and equipment	2,142.12	-	-	2,142.12	302.90	92.95	-	395.85	1,746.27	1,839.22
Office equipment's	6.86	1.33	(0.43)	7.76	5.05	1.21	(0.38)	5.88	1.88	1.81
Total	**2,182.29**	**2.23**	**(0.87)**	**2,183.65**	**314.17**	**95.18**	**(0.77)**	**408.58**	**1,775.07**	**1,868.12**

As at 31 March 2020

(₹ in crore)

Description	Gross block				Accumulated depreciation				Net block	
	As at 01.04.2019	Additions	Disposals/ adjustments	As at 31.03.2020	As at 01.04.2019	For the year	Disposals/ adjustments	As at 31.03.2020	As at 31.03.2020	As at 31.03.2019
Land										
-Leasehold land (Refer Note No. (a) below)	3.48	-	(3.48)	-	0.16	-	(0.16)	-	-	3.32
-Leasehold improvement	3.46	-	-	3.46	2.34	0.24	-	2.58	0.88	1.12
-Freehold land	18.57	0.04	-	18.61	-	-	-	-	18.61	18.57
Buildings										
-Buildings	7.73	-	-	7.73	1.34	0.29	-	1.63	6.10	6.39
-Leasehold improvement	0.18	-	-	0.18	0.18	-	-	0.18	-	-
Furniture and fixtures	1.89	0.01	-	1.90	1.11	0.20	-	1.31	0.59	0.78
Vehicle	1.41	0.46	(0.44)	1.43	0.44	0.37	(0.29)	0.52	0.91	0.97
Plant and equipment	2,142.12	-	-	2,142.12	209.78	93.12	-	302.90	1,839.22	1,932.34
Office equipments	6.39	0.90	(0.43)	6.86	3.99	1.45	(0.39)	5.05	1.81	2.40
Total	**2,185.23**	**1.41**	**(4.35)**	**2,182.29**	**219.34**	**95.67**	**(0.84)**	**314.17**	**1,868.12**	**1,965.89**

a) Ind AS 116 supersedes Ind AS 17 Leases w.e.f 01.04.2019. The standard sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for most leases under a single on-balance sheet model. Accordingly, leasehold land converted was to Right-of-use-asset from 01.04.2019 and shown separately in Schedule 3. (Refer Note No. 41 for details)

b) Refer Note No. 38 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

c) Refer note 45 for information on property, plant and equipment pledged as security by the Group.

Note No.3 - Right-of-use asset

As at 31 March 2021

(₹ in crore)

Description	Gross block				Accumulated amortization				Net block	
	As at 01.04.2020	Additions	Disposals/ adjustments	As at 31.03.2021	As at 01.04.2020	For the year	Disposals/ adjustments	As at 31.03.2021	As at 31.03.2021	As at 31.03.2020
Leasehold land	3.32	-	-	3.32	0.05	0.05	-	0.10	3.22	3.27
Building	15.75	-	-	15.75	4.20	4.19	-	8.39	7.36	11.55
Total	**19.07**	**-**	**-**	**19.07**	**4.25**	**4.24**	**-**	**8.49**	**10.58**	**14.82**

(Refer Note No. 41)

As at 31 March 2020

(₹ in crore)

Description	Gross block				Accumulated amortization				Net block	
	As at 01.04.2019	Additions	Disposals/ adjustments	As at 31.03.2020	As at 01.04.2019	For the year	Disposals/ adjustments	As at 31.03.2020	As at 31.03.2020	As at 31.03.2019
Leasehold land	-	3.32	-	3.32	-	0.05	-	0.05	3.27	-
Building	-	15.75	-	15.75	-	4.20		4.20	11.55	-
Total	**-**	**19.07**	**-**	**19.07**	**-**	**4.25**	**-**	**4.25**	**14.82**	**-**

Note No.4 - Intangible assets

As at 31 March 2021

(₹ in crore)

Description	Gross block				Accumulated amortization				Net block	
	As at 01.04.2020	Additions	Disposals/ adjustments	As at 31.03.2021	As at 01.04.2020	For the year	Disposals/ adjustments	As at 31.03.2021	As at 31.03.2021	As at 31.03.2020
Computer software	5.65	1.41	(0.11)	6.95	4.82	0.59	(0.10)	5.31	1.64	0.83
Total	**5.65**	**1.41**	(0.11)	**6.95**	**4.82**	**0.59**	(0.10)	**5.31**	**1.64**	**0.83**

As at 31 March 2020

(₹ in crore)

Description	Gross block				Accumulated amortization				Net block	
	As at 01.04.2019	Additions	Disposals/ adjustments	As at 31.03.2020	As at 01.04.2019	For the year	Disposals/ adjustments	As at 31.03.2020	As at 31.03.2020	As at 31.03.2019
Computer software	5.22	0.43	-	5.65	4.27	0.55	-	4.82	0.83	0.95
Total	**5.22**	**0.43**	**-**	**5.65**	**4.27**	**0.55**	-	**4.82**	**0.83**	**0.95**

Note No.5 - Non-current investments in associates

(₹ in crore)

Particulars		Face value ₹	Number of shares/ debentures as at		(₹ in crore) as at	
			31.03.2021	31.03.2020	31.03.2021	31.03.2020
i)	**Investment in equity instruments of associates (net of losses)**					
	- Pranurja Solutions Limited	1	12,50,00,000	12,49,99,000	12.38	12.46
	- Krishna Godavari Power Utilities Limited (refer note below)	10	3,75,48,700	3,75,48,700	37.55	37.55
	Less: Impairment allowance for long term investment				(37.55)	(37.55)
	- R.S. India Wind Energy Private Limited	10	6,11,21,415	6,11,21,415	47.37	47.37
	Less: Impairment allowance for long term investment				(47.37)	(47.37)
	- RS India Global Energy Limited	10	2,34,02,542	2,34,02,542	22.89	22.89
	Less: Impairment allowance for long term investment				(22.89)	(22.89)
	- Varam Bio Energy Private Limited	10	43,90,000	43,90,000	4.39	4.39
	Less: Impairment allowance for long term investment				(4.39)	(4.39)
ii)	**Investment in fully paid up optionally convertible debentures of associates (OCD) (at cost)-unquoted**					
	-Varam Bio Energy Private Limited	50,000	90	90	4.29	4.29
	Less: Impairment allowance for long term investment				(4.29)	(4.29)
Total					**12.38**	**12.46**
Aggregate amount of unquoted investments					**128.87**	**128.95**
Aggregate amount of impairment in the value of investments					**(116.49)**	**(116.49)**

The Group has pledged, in favour of Power Finance Corporation Limited (PFC), 77,77,500 Equity Shares of ₹ 10 each at par held by it in M/s. Krishna Godavari Power Utilities Limited (KGPUL) along with the promoter of KGPUL to comply with the lending requirements of PFC for loan taken by KGPUL. PFC has sought to invoke the said shares and the Group consented / given NOC for the same.

Note No.6 -Financial assets- Non-current other investments

(₹ in crore)

			Quantity		Amount	
Particulars		Face value ₹	as at 31.03.2021	as at 31.03.2020	as at 31.03.2021	as at 31.03.2020
i)	**Investment in equity instruments- fully paid up-unquoted**					
	Designated at fair value through other comprehensive income					
	- Teesta Urja Limited	10	18,00,52,223	18,00,52,223	191.75	191.57
	- Chenab Valley Power Projects Private Limited (refer note no a below)	10	40,80,000	40,80,000	4.19	4.08
	- Athena Energy Ventures Private Limited	10	15,88,11,849	15,88,11,849	0.03	0.03
	- Patel Engineering Limited	1	2,19,04,762	-	25.63	-
	- East Coast Energy Private Limited	10	13,33,85,343	13,33,85,343	-	-
	- Athena Chhattisgarh Power Limited	10	3,98,31,212	3,98,31,212	-	-
	- Prayagraj Power Generation Company Limited	10	1,21,32,677	1,21,32,677	-	-
	- Adhunik Power and Natural Resources Limited	10	81,80,000	81,80,000	-	-
ii)	**Investment carried at fair value through profit & loss**					
	- Investment in security receipts					
	- Edelweiss Asset Reconstruction Co Ltd-Adhunik Power and Natural Resources Limited.	1000	3,07,470	3,07,470	30.20	30.44
	- Phoenix ARC Pvt Ltd-Raigarh Champa Rail Infr	1000	-	2,33,750	-	12.86
	- Phoenix ARC Pvt Ltd-Sispara Renewable Pvt Ltd	1000	5,52,500	5,52,500	22.04	28.51
	- Phoenix ARC Pvt Ltd-RKM Powergen Pvt Ltd	**1000**	**7,99,500**	**7,99,500**	**78.62**	**79.90**
iii)	**Investment in optionally convertible debentures (OCD) (at cost)-unquoted**					
	- Ostro Energy Private Limited	10000000	200	200	218.24	205.15
	Less: Allowance for Impairment Loss				**(1.43)**	**(1.18)**
Total					**569.27**	**551.36**
Aggregate amount of unquoted investments					**569.27**	**551.36**

a) The Company offered to sell its shares in Chenab Valley Power Projects Private Limited to NHPC Ltd. at a value of ₹ 4.19 Crore. NHPC Ltd. has paid the entire consideration of ₹ 4.19 Crore on 25.05.2021 and necessary formalities are being completed for transferring the shares.

b) Restrictions for disposal of investments held by the Group towards above companies are disclosed in Note 38.

Fair value at initial recognition of investment in other companies is as follows

(₹ in crore)

Particulars	As at March 31, 2021	As at March 31, 2020
East Coast Energy Private Limited	133.39	133.39
Adhunik Power and Natural Resources Limited	8.19	8.19
Athena Chhattisgarh Power Limited	39.83	39.83
Athena Energy Ventures Private Limited	150.00	150.00
Teesta Urja Limited	180.30	180.30
Chenab Valley Power Projects Private Limited	4.08	4.08
Patel Engineering Limited	32.38	-
Prayagraj Power Generation Company Limited -	-	
Total	**548.17**	**515.79**

Investment acquired through invocation of pledge shares(collaterals) has not been recognised as an investment

Category wise investments as per Ind AS 109 Classification

(₹ in crore)

Particulars	As at March 31, 2021	As at March 31, 2020
Financial assets carried at fair value through other comprehensive income	221.60	195.68
Financial assets carried at amortised cost	216.81	203.97
Financial assets carried at fare value through profit & loss	130.86	151.71

Note No.7 - Non-current loans

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Secured , considered good (carried at amortised cost)		
Loan financing	10,463.69	10,717.04
Less: Impairment on financial instruments	(628.66)	(478.92)
Less: Current maturities transferred to 'other current financial assets' (refer note no. 17)	(2,449.42)	(825.64)
Total secured	**7,385.61**	**9,412.48**
Unsecured, considered good (carried at amortised cost)		
Security deposits	0.62	0.57
Loan to employees (including accrued interest)	1.02	0.80
Others -		0.48
Total unsecured	**1.64**	**1.85**
Total loans	**7,387.25**	**9,414.33**

Loans given to employees are measured at amortised cost.

The net carrying amount of loans is considered a reasonable approximation of their fair value.

Refer Note No. 46 and 47 for details

Note No.8 - Non-current assets - Other financial assets

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Unsecured, considered good		
Derivatives assets carried at fair value	11.28	21.62
Entry tax recoverable	0.38	0.34
Total	**11.66**	**21.96**

Note No.9 - Deferred tax assets/ liabilities (net)

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
(a) **Deferred tax liability on account of timing differences in:-**		
Difference in book depreciation and tax depreciation	96.01	77.64
Foreign currency monetary items translation difference account	1.17	6.46
Special reserve under section 36(1)(viii) of Income-tax Act, 1961	86.71	103.79
Financial liabilities measured at amortised cost	8.23	6.63
Sub-total (a)	**192.12**	**194.52**
(b) **Deferred tax asset arising on account of timing differences in:-**		
Employee benefits	**3.06**	**3.47**
Impairment on financial instruments	158.34	171.06
Accrued interest deductible on payment	0.13	0.29
Provision for diminution in value of unquoted non-current trade investments	2.51	1.27
Financial assets measured at amortised cost	10.20	14.24
Tax loss	54.78	86.81
Cash flow hedge reserve	1.63	2.00
Expenses not allowable for income tax in the current year	4.38	4.38
Lease liability	0.29	0.31
Impairment loss on trade receivables/ advances	9.61	7.65
Sub-total (b)	244.93	291.48
Net deferred tax (liabilities)/ assets (b-a)	**52.81**	**96.96**

a) One of the subsidiary companies i.e. PTC India Financial Services Limited has exercised the option permitted under Section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019 in FY 2020-21 and accordingly, has recognised current tax for the year ended March 31, 2021. Also, deferred tax assets/liabilities has been remeasured on the basis of the rate prescribed under Section 115BAA and recognised the effect in the current financial year.

b) Deferred tax assets and deferred tax liabilities have been offset as they relate to the same governing laws.

Movement in deferred tax balances

31 March 2021

(₹ in crore)

Particulars	Net balance 31 March 2020	Recognised in profit or loss	Recognised in OCI	Net balance 31 March 2021
Difference in book depreciation and tax depreciation	(77.64)	(18.37)	-	**(96.01)**
Foreign currency monetary items translation difference account	(6.46)	5.29	-	**(1.17)**
Special reserve under section 36(1) (viii) of Income-tax Act, 1961	(103.79)	17.08	-	**(86.71)**
Financial liabilities measured at amortised cost	(6.63)	(1.60)	-	**(8.23)**
Employee benefits	3.47	(0.23)	(0.18)	**3.06**
Expenses not allowable for income tax in the current year	4.38	-	-	**4.38**
Lease liability	0.31	(0.02)	-	**0.29**
Impairment on financial instruments	171.06	(12.72)	-	**158.34**
Accrued interest deductible on payment	0.29	(0.16)	-	**0.13**
Provision for diminution in value of unquoted non-current trade investments	1.27	0.06	1.18	**2.51**
Tax Loss	86.81	(32.03)	-	**54.78**
Cash flow hedge reserve	2.00	-	(0.37)	**1.63**
Financial assets measured at amortised cost	14.24	(4.04)	-	**10.20**
Impairment loss on trade receivables / advances	7.65	1.96	-	**9.61**
Tax assets/(liabilities)	**96.96**	**(44.78)**	**0.63**	**52.81**

31 March 2020

(₹ in crore)

Particulars	Net balance 31 March 2019	Recognised in profit or loss	Recognised in OCI	Net balance 31 March 2020
Difference in book depreciation and tax depreciation	(40.88)	(36.76)	-	**(77.64)**
Foreign currency monetary items translation difference account	(8.85)	2.39	-	**(6.46)**
Special reserve under section 36(1) (viii) of Income-tax Act, 1961	(103.79)	-	-	**(103.79)**
Financial liabilities measured at amortised cost	(4.13)	(2.50)	-	**(6.63)**
Employee benefits	3.31	(0.03)	0.19	**3.47**
Expenses not allowable for income tax in the current year	6.08	(1.70)	-	**4.38**
Impairment on financial instruments	257.23	(86.17)	-	**171.06**
Accrued interest deductible on payment	0.38	(0.09)	-	**0.29**
Provision for diminution in value of unquoted non-current trade investments	1.00	0.27	-	**1.27**
Lease liability	-	0.31	-	**0.31**
Tax loss	20.98	65.83	-	**86.81**
Finance lease Obligations (Refer Note No. 41)	230.57	(230.57)	-	**-**
Finance lease receivables (Refer Note No. 41)	(230.57)	230.57	-	**-**
Cash flow hedge reserve	0.83	-	1.17	**2.00**
MAT credit entitlement	15.96	(15.96)	-	**-**
Financial assets measured at amortised cost	21.78	(7.54)	-	**14.24**
Impairment loss on trade receivables / advances	6.39	1.26	-	**7.65**
Tax assets/(liabilities)	**176.29**	**(80.69)**	**1.36**	**96.96**

Note No.10 - Income tax assets (net)

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Unsecured, considered good		
Net advance tax (Advance tax less provision for income tax)	237.45	309.18
Taxes paid under dispute	24.59	20.34
Total	**262.04**	**329.52**

Note No.11 - Other non-current assets

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Capital Advance		
- Unsecured, considered good	10.26	31.57
- Unsecured, considered doubtful	20.65	-
Less: Impairment provision on capital advances (refer note no. 56(f))	(20.65)	-
Total	**10.26**	**31.57**
Advances other than capital advances		
Prepayments	12.05	12.53
Deferred payroll expenditure	0.20	0.17
Total	**22.51**	**44.27**

The deferred payroll expenditure represents benefits accruing to the employees. The same will be amortised on a straight line basis over the remaining period of the loan.

Note No.12 - Current investments

(₹ in crore)

Particulars	Quantity as at		Amount as at	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Investment in mutual funds				
Designated at fair value through profit or loss				
Unquoted investment				
- Axis overnight fund-Growth	8,73,339	-	95.01	-
- Aditya Birla sun life overnight fund- Growth	6,28,992	-	70.00	-
- ICICI prudential overnight fund-Growth	58,57,130	-	65.00	-
- IDFC Overnight fund-Growth	5,92,072	-	65.00	-
- TATA overnight fund-Growth	8,74,936	-	95.02	-
Total			**390.03**	**-**

(₹ in crore)

Particulars	Quantity as at		Amount as at	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Aggregate amount of quoted investments and market value thereof			-	-
Aggregate amount of unquoted investments and market value thereof			390.03	-

Note No.13 - Trade receivables

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Trade receivables-unsecured		
- Considered good	6,182.92	7,001.68
- Receivables against Generation based incentive	6.77	9.16
- Receivables credit impaired	31.66	26.30
	6,221.35	**7,037.14**
Less: Impairment allowance for doubtful debts	**31.66**	**26.30**
Total trade receivables	**6,189.69**	**7,010.84**

a) All amounts are short term. The net carrying amount of trade receivables is considered a reasonable approximation of their fair value.

b) Trade receivables are hypothecated to the banks for availing the fund based/non- fund based facilities.

c) Trade receivables include an amount of ₹ 16.23 Crore due from Tamil Nadu Electricity Board (TNEB), now TANGEDCO, towards compensation claim. Sole arbitrator gave an Award against the parent company which had been set aside by Single Judge of Madras High Court giving an option to PTC to invoke the Arbitration afresh to recover its dues. Meanwhile, TNEB filed an Appeal in Madras HC against the order of the single judge and the proceedings are going on. The management assessed that the chances of a decision in favor of parent company is high as the compensation amount has not been paid by TNEB in terms of the Agreement.

d) Trade receivables include ₹ 376.16 crore of bills of exchange drawn on state utilities (customers) and discounted with banks based on arrangements between the Company, banks and state utilities.

e) Also refer note No.54 in respect of the receivables from certain parties.

Note No.14 - Cash and cash equivalents

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Cash on hand- Staff Imprest	0.02	0.02
Balances with banks:-		
- in current accounts (Refer Note (a) below)	616.92	247.11
- Deposits with original maturity upto three months (Refer Note (b) below)	322.15	173.89
Total	**939.09**	**421.02**

(a) includes ₹ 24.04 Crore (Previous Year ₹ 2.50 Crore) as hypothecated against the borrowings from respective banks

(b) includes ₹ 1.91 Crore (Previous year ₹ 5.79 Crore) as hypothecated against the borrowings from respective banks

Note No.15 - Other bank balances

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Deposits with original maturity of more than three months but less than twelve months	346.06	236.66
in current account held under Debt Service Reserve Account (DSRA)	9.24	-
Deposits held as margin money (Refer note a and b below)	63.01	78.17
Earmarked balances with banks for		
Unclaimed interest on debentures (refer note c below)	20.66	4.62
Unpaid dividend account balance (refer note c below)	2.66	2.21
Total	**441.63**	**321.66**

(a) includes ₹ 3.35 Crore (Previous Year ₹ 3.34 Crore) held under lien.

(b) includes ₹ 59.66 Crore (Previous year ₹ 74.83 Crore) held under Debt Service Reserve Account (DSRA).

(c) There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund as at year end.

Note No.16 - Current loans

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Unsecured, considered good		
Security deposits	0.15	0.04
Loans to employees	0.24	0.23
Total loans	**0.39**	**0.27**

Loans and advances due from directors - NIL.

Note No.17 - Other current financial assets

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Secured, considered good (carried at amortised cost)		
Current maturities of long term loan financing (refer note no. 7)	2,449.42	825.64
Unsecured, considered good (carried at amortised cost)		
Security deposits	13.29	10.94
Accrued unbilled revenue for sale of electricity	16.14	16.48
GBI claim receivable from Indian Renewable Energy Development Agency (IREDA)	1.61	1.65
Insurance claim receivable	7.36	4.59
Other receivables	1.86	2.24
Unsecured, considered doubtful		
Security deposits	2.12	-
Total	**2,491.80**	**861.54**
Less: Provision for impairment	2.12	-
Total	**2,489.68**	**861.54**

Note No.18 - Other current assets

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Unsecured, considered good		
Open access advances	55.87	82.14
Prepayments	14.80	14.85
Balances with government authorities	0.16	0.86
Advance to suppliers	14.13	13.80
Other advances*	27.19	27.19
Deferred payroll expenditure	0.03	0.03
Interest accrued but not due on fixed deposit	-	0.38
Unsecured, considered doubtful		
Advance to suppliers	3.98	2.93
Gross total	**116.16**	**142.18**
Less: Impairment allowance for doubtful advances to suppliers	3.98	2.93
Total	**112.18**	**139.25**

* includes ₹ 20.48 crore (March 2020, ₹ 20.48 crore) deposited with a supplier and ₹ 6.45 crore (March 2020, ₹ 6.45 crore) deposited with Commissioner of custom. (Refer Note No 38)

Note No.19 - Share capital

a) **Equity share capital**

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Authorised 75,00,00,000 equity shares of ₹10/- each (Previous year 75,00,00,000 equity shares of ₹10/- each)	750.00	750.00
Issued, subscribed and fully paid up 29,60,08,321 equity shares of ₹10/- each (Previous year 29,60,08,321 equity shares of ₹10/- each)	296.01	296.01

b) **Reconciliation of shares outstanding at the beginning and at end of the year**

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Outstanding at the beginning of the year	29,60,08,321	29,60,08,321
Issued during the year	-	-
Outstanding at the end of the year	29,60,08,321	29,60,08,321

c) **Terms and rights attached to each share.**

The Company has only one class of equity shares having a par value ₹10/- per share. The holders of the equity shares are entitled to receive dividends as declared from time to time and are entitled to voting rights proportionate to their share holding at the meetings of shareholders.

d) **Dividend**

(₹ in crore)

Particulars	Paid during the year	
	As at 31.03.2021	As at 31.03.2020
(i) **Dividend paid and recognized during the year**		
Final dividend for the year ended 31st March 2020 of ₹ 5.50 (31st March 2019: ₹ 4.00) per fully paid share	162.81	118.40
Interim dividend for the year ended 31st March 2021 of ₹ 2.00 (31st March 2020: NIL) per fully paid share	59.20	-
(ii) **Dividends not recognised at the end of the reporting period**		
The Board of Directors has recommended final dividend @ 55% of the face value of ₹ 10 per share (₹ 5.50 per equity share) for the FY 2020-21. Total dividend (including interim dividend) is @ 75 % of the face value of ₹ 10 per share i.e. ₹ 7.50 per equity share.		

e) **Details of shareholders holding more than 5% shares in the Company***

Name of the shareholders	As at 31.03.2021		As at 31.03.2020	
	No. of shares	% holding	No. of shares	% holding
Life Insurance Corporation of India Limited*	1,76,54,072	5.96%	1,78,42,562	6.03%
Fidelity Group*	2,76,14,670	9.33%	2,74,82,711	9.28%
Aditya Birla Group*	84,68,305	2.86%	2,31,62,268	7.82%

* inclusive of shares held by shareholders through various schemes/its various folios

f) **Shares reserved for issue under options**

Particulars	As at 31.03.2021	As at 31.03.2020
Equity shares for employee stock options (ESOP) (nos.)	-	21,000

Note No.20 - Other equity

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Securities premium account	1,649.47	1,649.47
Share option outstanding account	-	0.12
General reserve	882.98	759.57
Contingency reserve	1.05	1.05
Retained earnings	1,294.94	1,270.73
Impairment Reserve	82.52	37.49
Statutory reserve (in terms of Section 45-IC of the Reserve Bank of India Act, 1961)	231.20	227.87

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Special reserve (in terms of Section 36(1)(viii) of the Income tax Act, 1961)	223.89	193.02
Foreign currency monetary items translation difference account	(5.30)	(14.76)
Reserve for equity instruments through other comprehensive income-(FVOCI-Equity Investment Reserve)	(232.88)	(229.55)
Cash Flow Hedge Reserve	(3.16)	(2.43)
Other comprehensive income/(loss)	(0.71)	(1.14)
Total	**4,124.00**	**3,891.44**

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Reserves & surplus		
(i) Securities premium account		
Opening balance	1,649.47	1,649.47
Sub total (i)	**1,649.47**	**1,649.47**
(ii) Share option outstanding account		
Opening balance and closing balance	0.12	0.12
Deductions during the year	(0.12)	-
Sub total (ii)	**-**	**0.12**
(iii) General reserve		
Opening balance	759.57	663.36
Add: Transferred from retained earnings	123.29	96.21
Add: Transferred from share option outstanding account	0.12	-
Sub total (iii)	**882.98**	**759.57**
(iv) Contingency reserve		
Opening balance and closing balance	1.05	1.05
Sub total (iv)	**1.05**	**1.05**
(v) Retained earnings		
Opening balance	1,270.73	1,194.07
Add: Remeasurement of post-employment benefit obligation, net of tax	0.08	(0.16)
Less: Transferred to statutory reserve u/s 45-IC of the Reserve Bank of India Act, 1934	(3.33)	(14.30)
Less: Transferred to special reserve u/s 36(1)(vii) of the Income tax Act, 1961	(30.87)	-
Less: Transfer to Impairment reserve	(45.03)	(37.49)
Add: Profit for the year	448.66	367.55
Less: Dividend paid	(222.01)	(118.40)
Less: Dividend tax on dividend paid	-	(24.33)
Less: Transfer to general reserve	**(123.29)**	**(96.21)**
Sub total (v)	1,294.94	1,270.73
(vi) Statutory reserve (in terms of Section 45-IC of the Reserve Bank of India Act, 1961)		
Opening balance	227.87	213.57
Add/(Less): Transferred from Retained Earnings	3.33	14.30
Sub total (vi)	231.20	227.87
(vii) Special reserve (in terms of Section 36(1)(viii) of the Income tax Act, 1961)		
Opening balance	193.02	193.02
Add/(Less): Transferred from Retained Earnings	30.87	-
Sub total (vii)	**223.89**	**193.02**
(viii) Foreign currency monetary items translation difference account		
Opening balance	(14.76)	(16.48)
Add/(Less): Effect of foreign exchange rate variations during the year (net)	2.66	(10.75)
Add/(Less): Amortisation for the year	6.80	12.47
Sub total (viii)	**(5.30)**	**(14.76)**
(ix) Reserve for equity instruments through other comprehensive income (FVOCI- Equity Investment Reserve)		
Opening balance	(229.55)	(230.27)
Fair value gain/(loss) on equity investments for the year	(4.10)	0.72
Add/(Less): Tax impact	0.77	-
Sub total (ix)	**(232.88)**	**(229.55)**
(x) Impairment Reserve		
Opening balance	37.49	-
Add: Transferred from Retained Earnings	45.03	37.49
Sub total (x)	**82.52**	**37.49**
(xi) Cash flow hedge reserve		
Opening balance	(2.43)	(1.01)
Add/(Less): MTM of derivatives instruments	(5.79)	(10.79)
Add/ (Less): Amount reclassified to profit or loss	5.30	8.61
Add/(less): Tax impact	(0.24)	0.76
Sub total (xi)	**(3.16)**	**(2.43)**
Total Reserves & surplus (i) to (xi)	4,124.71	3,892.58
Other comprehensive income/(loss)		
Opening balance	(1.14)	(0.98)
Add/(Less): during the year	0.43	(0.16)
Total other comprehensive income/(loss)	**(0.71)**	**(1.14)**
Grand Total	**4,124.00**	**3,891.44**

Nature and purpose of reserves:

Securities premium

Securities premium is used to record the premium on issue of shares/securities. This amount is utilised in accordance with the provisions of the relevant statutes

Share option outstanding account

The share option outstanding account is used to record the value of equity settled share based payment transactions with employees. The amounts recorded in this account are transferred to securities premium upon exercise of stock options by employees.

General Reserve

General Reserve is a free reserve which is created from retained earnings. The Company may pay dividend and issue fully paid-up bonus shares to its members out of the general reserve account, and company can use this reserve for buy-back of shares.

Contingency Reserve

General Reserve is a free reserve which is created from retained earnings. The Group may use it to meet any contingency.

Retained Earnings

Retained earnings comprise of the Group's undistributed earnings after taxes.

FVOCI-Equity Investment Reserve

The Group has elected to recognise changes in the fair value of certain investments in equity securities in other comprehensive income. These changes are accumulated within FVTOCI reserve within equity. The Group transfers amounts from this reserve to retained earnings when the relevant equity securities are derecognised.

Statutory reserve (in terms of Section 45-IC of the Reserve Bank of India Act, 1961)

This reserve is maintained in accordance with the provisions of Section 45-IC of the Reserve Bank of India Act, 1961. The reserve is utilised in accordance with the provisions of the relevant statues.

Special reserve (in terms of Section 36(1)(viii) of the Income tax Act, 1961)

This reserve is maintained in accordance with the provisions of Section 36(1)(viii) of the Income tax Act, 1961. The reserve is utilised in accordance with the provisions of the relevant statues.

Foreign currency monetary items translation difference account

Foreign currency monetary items translation difference account comprises of the unamortised loss/gain on long term foreign currency monetary items (expect derivative financial instruments), for which the Previous GAAP policy is carried forward.

Cash flow hedge reserve

The Group uses hedging instruments as part of its management of foreign currency risk and interest rate risk associated with its foreign currency borrowings. To the extent these hedges are effective; the change in fair value of the hedging instrument is recognised in the cash flow hedge reserve. Amounts recognised in the cash flow hedge reserve is reclassified to profit or loss when hedged item affects profit or loss. Currency and interest rate swap contract meets the hedge accounting criteria as per Ind AS 109 and has been accounted as cash flow hedge. The Group has designated this contract in cash flow hedge relationship from January 1, 2019.

Impairment Reserve

This reserve is maintained in accordance with the RBI Circular on Implementation of Ind AS dated March 13, 2020. The reserve is utilised in accordance with the provisions of the relevant statues. (Refer Note No. 46).

Note No.21 - Non-current borrowings

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Secured		
Debentures	116.69	231.61
External commercial borrowings from financial institutions	138.67	230.17
Term Loans		
From bank	7,095.00	7,657.54
Finance lease obligations (Refer Note. No. 41)	3.88	8.42
From other parties/ financial institution	349.31	356.29
Unsecured loans		
Finance lease obligations (Refer Note. No. 41)	0.71	0.71
Total	**7,704.26**	**8,484.74**

i) These borrowings are carried at amortised cost.

ii) For additional information on borrowings refer Note No.-21A

Note No. 21 A- Additional information on borrowings

A Loans taken by subsidiary company - PTC Financial Services Limited (PFS)

Non-current borrowings

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Secured		
Infrastructure Bonds (i)	-	-
Debentures (ii)	116.69	231.61
External commercial borrowings from financial institutions (iii)	138.67	230.17
Term Loans		
From banks (iv)	6,291.72	6,826.96
Finance lease obligations	3.88	8.42
Total	**6,550.96**	**7,297.16**

Current borrowings / current maturity of long term borrowings

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
From banks		
Secured (iv)	1,799.29	1,603.94
Secured- Lease Obligation	4.54	3.87
From financial institution		
Secured (v)	300.00	188.58
Debt security		
Infrastructure bonds (i)	109.20	136.37
Debentures (ii)	115.46	45.00
Commercial Paper-Unsecured (vi)	294.75	-
Total current borrowings	**2,623.24**	**1,977.76**

(i) Infrastructure bonds

NIL (March 31, 2020: 51,272) privately placed 8.25%/8.30% secured redeemable non-convertible long-term infrastructure bonds of ₹ 5,000 each (Infra Series 1) amounting to ₹ NIL (March 31, 2020: ₹ 25.64 Crore) allotted on March 31, 2011 redeemable at par in 5 to 10 years commenced from March 31, 2016 are secured by way of first charge on the receivables of the assets created from the proceeds of infrastructure bonds and other unencumbered receivables of PFS to provide 100% security coverage. During the year, PFS has repaid ₹ 25.64 Crore (March 31, 2020: ₹ 0.51 Crore) under final repayment as due in in FY2020-21 as per terms of Infra Series 1. 218,391 (March 31, 2020: 221,473) privately placed 8.93%/9.15% secured redeemable non-convertible long-term infrastructure bonds of ₹ 5,000 each (Infra Series 2) amounting to ₹ 109.20 Crore (March 31, 2020: ₹ 110.74 Crore) allotted on March 30, 2012 redeemable at par in 5 to 15 years commencing from March 30, 2017 are secured by way of first charge on the receivables of the assets created from the proceeds of infrastructure bonds and other receivables of PFS to provide the 100% security coverage. During the year, PFS has repaid ₹ 1.54 Crore (March 31, 2020: ₹ 3.99 Crore) under buyback scheme exercised by eligible holders of infrastructure bonds in FY2020-21 as per terms of Infra Series 2.

(ii) Debentures

900 (March 31, 2020: 900) privately placed 10.50% secured redeemable non-convertible debentures of ₹ 333,333 each (March 31, 2020: ₹ 500,000 each) (Series 3) amounting to ₹ 30.00 Crore (March 31, 2020: ₹ 45.00 Crore) were allotted on January 27, 2011 redeemable at par in six equal annual instalments commencing from January 26, 2018.

Series 3 debentures are secured by way of mortgage of immovable building and first charge by way of hypothecation of the receivables of the loan assets created from the proceeds of respective debentures. Further, the same have also been secured by pari-passu charge by way of hypothecation of the receivables of loan assets created by PFS out of its own sources which are not charged to any other lender of PFS to the extent of 125% of debentures.

2,135 (March 31, 2020: 2,135) privately placed 9.62% secured redeemable non-convertible debentures of ₹ 670,000 each (March 31, 2020 : ₹ 670,000 each) (Series 4) amounting to ₹ 143.05 Crore (March 31, 2020 : ₹ 143.05 Crore were allotted on June 03, 2015 redeemable at par in 3 tranches divided in 33% of face value on May 28, 2019, 33% of face value on May 28, 2021 and balance 34% of face value on May 28, 2025.

Series 4 debentures are secured by way of first charge by way of hypothecation of the specified receivables of the Company comprising asset cover of at least 110% of the amount of the Debentures

1,500 (March 31, 2020: 1,500) privately placed 9.80% secured redeemable non-convertible debentures of ₹ 400,000 each (March 31, 2020 : 6,00,000 each) (Series 5) amounting to ₹ 60.00 Crore (March 31, 2020: ₹ 90.00 Crore) were allotted on June 16, 2015 redeemable at par in five equal annual instalments commencing from June 12, 2018

Series 5 debentures are secured by way of first ranking exclusive charge by way of hypothecation of the identified receivables of PFS comprising asset cover of at least 100% of the amount of the Debentures

(iii) External commercial borrowings

External Commercial Borrowings ("ECB") carry interest ranging from 3 months LIBOR+1.90% to LIBOR+3.10% p.a. The loans are repayable in 32/36 equal quarterly instalments as per the due dates specified in the respective loan agreements. The borrowings are secured by way of first ranking exclusive charge on all present and future receivables of the eligible loan assets created by the proceeds of ECB. During the year ended March 31, 2021, four quarterly repayments of ECB loans has been made amounting to USD 11,638,888 (₹ 84.71 Crore).

(iv) Term loan from bank

Term loans from banks carry interest ranging from 6.70% to 9.50% p.a. The loans carry various repayment schedules according to their respective sanctions and thus are repayable in 12 to 48 quarterly instalments. The loans are secured by first pari-passu charge on receivables of loan assets by way of hypothecation (other than assets created/ to be created in favour of specific lenders) so that lenders should have at least 100%/ 111% security coverage on its outstanding loan at all times during the currency of the loan."

(v) Term loan from financial institution

Loan from financial institution carries interest of 6.75% p.a. The loan is repayable in a bullet payment at the end of 12 months from date of disbursement. The loan is secured by first pari-passu charge over entire receivables (excluding receivables specifically charged to other lenders)/ book debts of PFS covering 100% of the principal outstanding loan at any point of time.

(vi) Commercial paper

Commercial paper are unsecured and privately placed and carries interest of 7.60% p.a. Repayable in a bullet payment at the end of 12 months from date of disbursement.

B Loans taken by subsidiary company - PTC Energy Limited (PEL)

(i) Term loans from Banks Comprises of:

(₹ in crore)

S No	Particulars	As at 31st March, 2021		As at 31st March, 2020	
		Non Current	Current	Non Current	Current
a.	30 MW Gamesa Project at Jaora, Madhya Pradesh				
	- ICICI Bank Limited	46.05	5.16	48.27	5.00
	- State Bank of India	18.58	1.94	19.27	1.94
b.	50 MW Gamesa Project at Molagavalli, Andhra Pradesh				
	- Bank of India	53.91	6.04	56.30	6.04
	- ICICI Bank Limited	74.84	8.12	78.23	7.85
	- Oriental Bank of Commerce	47.97	5.66	50.36	5.66
c.	49.3 MW GE Project at Kandimallayapalli, Andhra Pradesh				
	- Bank of India	31.81	3.77	33.25	3.77
	- ICICI Bank Limited	55.68	6.05	58.02	5.83
	- South Indian Bank Limited	71.85	7.80	75.13	7.55
d.	49.5 MW ReGen Project at Devenkonda, Andhra Pradesh				
	- State Bank of India	208.06	14.02	213.57	11.65
e.	50 MW Gamesa Project at Bableshwar, Karnataka				
	- Canara Bank	42.13	3.36	43.04	3.36
	- Central Bank of India	42.74	3.36	43.67	3.36
	- IndusInd Bank Limited	42.65	3.33	43.50	3.33
f.	40 MW Inox Project at Payalakuntla, Andhra Pradesh				
	- South Indian Bank Limited	37.90	2.80	38.47	2.80
	- IndusInd Bank Limited	29.13	2.02	29.51	2.02
	Total	**803.30**	**73.43**	**830.58**	**70.15**

ii) **Terms of Repayment:**

(₹ in crore)

S No	Particulars	Effective interest rate per annum	Repayable (Total No. of Quarterly instalments)	Amount of Installment (in ₹ Lakhs) facility denotes the number of installments from time to time)	Installments due as at 31st March, 2021	Last installment due on
a.	**30 MW Gamesa Project at Jaora, Madhya Pradesh**					
	- ICICI Bank Limited	8.80%	56	1.29	40	March, 2031
	- State Bank of India	10.20%	56	0.48	41	June, 2031
b.	**50 MW Gamesa Project at Molagavalli, Andhra Pradesh**					
	- Bank of India	8.90%	53	1.51	41	June, 2031
	- ICICI Bank Limited - 1	8.90%	53	2.03	41	June, 2031
	- Oriental Bank of Commerce	8.90%	53	1.42	41	June, 2031
c.	**49.3 MW GE Project at Kandimallayapalli, Andhra Pradesh**					
	- Bank of India	8.90%	53	0.94	41	June, 2031
	- ICICI Bank Limited	8.90%	53	1.51	41	June, 2031
	- South Indian Bank Limited	8.90%	53	1.95	41	June, 2031
d.	**49.5 MW ReGen Project at Devenkonda, Andhra Pradesh**					
	- State Bank of India	8.65%	59	Structured Installments	48	March, 2033
e.	**50 MW Gamesa Project at Bableshwar, Karnataka**					
	Canara Bank	9.80%	2 Quarterly	1.25% of the facility	42	September, 2031
			16 Quarterly	1.50% of the facility		
			16 Quarterly	1.75% of the facility		
			8 Quarterly	2.00% of the facility		
			8 Quarterly	2.25% of the facility		
			5 Quarterly	2.30% of the facility		
	Central Bank	9.80%	2 Quarterly	1.25% of the facility	42	September, 2031
			16 Quarterly	1.50% of the facility		
			16 Quarterly	1.75% of the facility		
			8 Quarterly	2.00% of the facility		
			8 Quarterly	2.25% of the facility		
			5 Quarterly	2.30% of the facility		
	IndusInd Bank Limited	9.10%	2 Quarterly	1.25% of the facility	42	September, 2031
			16 Quarterly	1.50% of the facility		
			16 Quarterly	1.75% of the facility		
			8 Quarterly	2.00% of the facility		
			8 Quarterly	2.25% of the facility		
			5 Quarterly	2.30% of the facility		
f.	**40 MW Inox Project at Payalakuntla, Andhra Pradesh**					
	South Indian Bank Limited	9.75%	12 Quarterly	1.40% of the facility	44	March, 2032
			4 Quarterly	1.50% of the facility		
			4 Quarterly	1.60% of the facility		
			4 Quarterly	1.70% of the facility		
			4 Quarterly	1.80% of the facility		
			12 Quarterly	2.00%of the facility		
			8 Quarterly	2.10% of the facility		
			1 Quarterly	2.26% of the facility		
			2 Quarterly	2.27% of the facility		
			4 Quarterly	2.30% of the facility		

(₹ in crore)

S No	Particulars	Effective interest rate per annum	Repayable (Total No. of Quarterly instalments)	Amount of Installment (in ₹ Lakhs) facility denotes the number of installments from time to time)	Installments due as at 31st March, 2021	Last installment due on
	IndusInd Bank Limited	9.75%	12 Quarterly	1.40% of the facility	44	March, 2032
			4 Quarterly	1.50% of the facility		
			4 Quarterly	1.60% of the facility		
			4 Quarterly	1.70% of the facility		
			4 Quarterly	1.80% of the facility		
			12 Quarterly	2.00% of the facility		
			8 Quarterly	2.10% of the facility		
			1 Quarterly	2.26% of the facility		
			2 Quarterly	2.27% of the facility		
			4 Quarterly	2.30% of the facility		

(iii) Term loans from Others Comprises of:

(₹ in crore)

S No	Particulars	As at 31st March, 2021		As at 31st March, 2020	
		Non Current	Current	Non Current	Current
a.	**20 MW Inox Project at Nipaniya, Madhya Pradesh**				
	- Rural Electrification Corporation Limited	55.85	5.88	58.50	5.88
b.	**40 MW Inox Project at Payalakuntla, Madhya Pradesh**				
	- Tata Cleantech Capital Limited	78.97	5.44	79.98	5.44
c.	**49.3 MW GE Project at Kandimallayapalli, Andhra Pradesh**				
	- India Infrastructure Finance Company Limited	59.51	2.75	59.55	2.67
d.	**50 MW Gamesa Project at Molagavalli, Andhra Pradesh**				
	- India Infrastructure Finance Company Limited	29.28	1.94	29.69	1.90
e.	**50 MW Gamesa Project at Bableshwar, Karnataka**				
	- Aditya Birla Finance Limited	125.70	9.80	128.57	9.80
	Total	**349.31**	**25.81**	**356.29**	**25.69**

(iv) Terms of Repayment:

(₹ in crore)

S No	Particulars	Effective interest rate per annum	Repayable (Total No. of instalments)	Amount of Installment (in ₹ Lakhs) (facility denotes the disbursement amount from time to time)	Installments due as at 31st March, 2021	Last installment due on
a.	**20 MW Inox Project at Nipaniya, Madhya Pradesh**					
	Rural Electrification Corporation Limited (20 MW Project at Nipaniya, Madhya Pradesh)	10.50%	57 (Quarterly)	1.47	42	September, 2031

b.	**40 MW Inox Project at Payalakuntla, Madhya Pradesh**					
	Tata Cleantech Capital Limited	11.35%	12 Quarterly	1.40% of the facility	44	March, 2032
			4 Quarterly	1.50% of the facility		
			4 Quarterly	1.60% of the facility		
			4 Quarterly	1.70% of the facility		
			4 Quarterly	1.80% of the facility		
			12 Quarterly	2.00% of the facility		
			8 Quarterly	2.10% of the facility		
			1 Quarterly	2.26% of the facility		
			2 Quarterly	2.27% of the facility		
			4 Quarterly	2.30% of the facility		

(₹ in crore)

S No	Particulars	Effective interest rate per annum	Repayable (Total No. of instalments)	Amount of Installment (in ₹ Lakhs) (facility denotes the disbursement amount from time to time)	Installments due as at 31st March, 2021	Last installment due on
c,	**49.3 MW GE Project at Kandimallayapalli, Andhra Pradesh**					
	India Infrastructure Finance Company Limited	9.80%	30 Quarterly	0.89% of the facility	49	June, 2033
			6 Quarterly	1.00% of the facility		
			1 Quarterly	1.87% of the facility		
			11 Quarterly	1.89% of the facility		
			1 Quarterly	2.00% of the facility		
			4 Quarterly	2.89% of the facility		
			8 Quarterly	3.89% of the facility		
d,	**50 MW Gamesa Project at Molagavalli, Andhra Pradesh**					
	India Infrastructure Finance Company Limited	8.90%	30 Quarterly	0.89% of the facility	49	June, 2033
			6 Quarterly	1.00% of the facility		
			1 Quarterly	1.87% of the facility		
			11 Quarterly	1.89% of the facility		
			1 Quarterly	2.00% of the facility		
			4 Quarterly	2.89% of the facility		
			8 Quarterly	3.89% of the facility		
e.	**50 MW Gamesa Project at Bableshwar, Karnataka**					
	Aditya Birla Finance Limited	9.10%	2 Quarterly	1.25% of the facility	42	September, 2031
			16 Quarterly	1.50% of the facility		
			16 Quarterly	1.75% of the facility		
			8 Quarterly	2.00% of the facility		
			8 Quarterly	2.25% of the facility		
			5 Quarterly	2.30% of the facility		

(v) Current borrowings

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Secured		
Line of Credit/Short Term Loan*	16.00	12.00
Unsecured		
Working capital demand loan **	30.00	6.00
Line of credit / short term loan***	50.00	-
Total	**96.00**	**18.00**

*Loan from ICICI Bank is secured by Second Charge over all the movable assets including but not limited to plant and machinery, machinery spares, tools, spares and accessories by way of hypothecation of their respective projects.

**Unsecured Loan from Federal Bank.

***Unsecured Loan from Bank of Baroda.

Securities of the term loans are given as below:

A ICICI Bank Limited (30 MW in Jaora, Ratlam District, Madhya Pradesh)

The Facilities, interest thereon and all other amounts outstanding in respect thereof are secured interalia by a first ranking mortgage/ hypothecation/ assignment/ security interest/ charge, including but without limitation upon:

a) **First charge over the entire immovable properties of the Borrower in relation to the project, by way of mortgage;**

b) **First Charge over all the movable property, plant and equipment including but not limited to plant & machinery, machinery spares, tools, spares and accessories of the Project by way of hypothecation;**

c) **Assignment overall or any of the rights under the Project Documents including Power Purchase agreements, documents, insurance policies relating to the power plant, rights, titles, permits / approvals, clearances and all benefits incidental thereto of the "Project" except to the extent not permitted by government authorities / law;**

d) **First Charge by way of hypothecation on all current assets of project (present and future) including but not**

limited to book debt, operating cash-flows, receivables, commissions, revenues of whatsoever nature and wherever arising;

e) **In relation to The Project all bank accounts including but not limited to the Debt Service Reserve Account (DSRA) and Trust & Retention Accounts.**

Above mentioned security to be shared on pari-passu basis with senior debt/ LC/LUT and BG facility availed/ to be availed by the Borrower to the extent approved by lenders.

B **State Bank of India (30 MW in Jaora, Ratlam District, Madhya Pradesh)**

Primary Security: The TL Facility, together with interest, liquidated damages, costs and whatsoever payable to the Lenders and their trustees shall be secured inter alia by:

a) First charge over the entire immovable properties of the Borrower in relation to the project, by way of mortgage;

b) First Charge over all the movable property, plant and equipment including but not limited to plant & machinery, machinery spares, tools, spares and accessories of the Project by way of hypothecation;

c) Assignment overall or any of the rights under the Project Documents including Power Purchase agreements, documents, insurance policies relating to the power plant, rights, titles, permits / approvals, clearances and all benefits incidental thereto of the "Project" except to the extent not permitted by government authorities / law;

d) First Charge by way of hypothecation on all current assets of project(present and future) including but not limited to book debt, operating cash-flows, receivables, commissions, revenues of whatsoever nature and wherever arising;

e) In relation to the Project all bank accounts including but not limited to the Debt Service Reserve Account (DSRA) and Trust & Retention Accounts.

The above mentioned security shall rank pari-passu basis with the Lenders of the RTL facility.

C **Bank of India (50 MW, Molagavalli)**

The Facilities, interest thereon and all other amounts outstanding in respect thereof are secured in favour of the Lender/security trustee inter alia by a first ranking mortgage/ hypothecation/ assignment/ security interest/ charge, including but without limitation upon:

a) First charge over the entire immovable properties of the Borrower located in Kurnool, Andhra Pradesh in relation to the Project;

b) First charge over all the movable property, plant and equipment including but not limited to plant & machinery, machinery spares, tools, spares and accessories of the Project by way of hypothecation;

c) Assignment overall or any of the rights under the Project Documents including Power Purchase agreements, documents, insurance policies relating to the power plant, rights, titles, permits / approvals, clearances and all benefits incidental thereto of the "Project" except to the extent not permitted by government authorities / law;

d) First charge by way of hypothecation on operating cash-flows and receivables of the Project (present and future);

e) Negative lien on all other current assets of the Borrower (present and future) excluding operating cash-flows and receivables;

f) In relation to the Project, all the bank accounts including but not limited to the Debt Service Reserve Account (DSRA) and Trust & Retention accounts.

Above mentioned Security except (d) to be shared on pari passu basis with senior debt/ LC/LUT and BG facility availed/ to be availed by the Borrower for the Project to the extent approved by lenders.

D **ICICI Bank Limited (50 MW, Molagavalli)**

The Facilities, interest thereon and all other amounts outstanding in respect thereof are secured in favour of the Lender/security trustee inter alia by a first ranking mortgage/ hypothecation/ assignment/ security interest/ charge, including but without limitation upon:

a) First charge over the entire immovable properties of the Borrower located in Kurnool, Andhra Pradesh in relation to the Project;

b) First charge over all the movable property, plant and equipment including but not limited to plant & machinery, machinery spares, tools, spares and accessories of the Project by way of hypothecation;

c) Assignment overall or any of the rights under the Project Documents including Power Purchase agreements, documents, insurance policies relating to the power plant, rights, titles, permits / approvals, clearances and all benefits incidental thereto of the "Project" except to the extent not permitted by government authorities / law;

d) First charge by way of hypothecation on operating cash-flows and receivables of the Project (present and future);

e) Negative lien on all other current assets of the Borrower (present and future) excluding operating cash-flows and receivables;

f) In relation to the Project, all the bank accounts including but not limited to the Debt Service Reserve Account (DSRA) and Trust & Retention accounts.

Above mentioned Security except (e) to be shared on pari passu basis with senior debt/ LC/LUT and BG facility availed/ to be availed by the Borrower for the Project to the extent approved by lenders.

E **Oriental Bank of Commerce (Punjab National Bank) (50 MW, Molagavalli)**

The Facilities, interest thereon and all other amounts outstanding in respect thereof are secured in favour of the Lender/security trustee inter alia by a first ranking mortgage/ hypothecation/ assignment/ security interest/ charge, including but without limitation upon:

a) First charge over the entire immovable properties of the Borrower located in Kurnool, Andhra Pradesh in relation to the Project;

b) First charge over all the movable property, plant and equipment including but not limited to plant & machinery, machinery spares, tools, spares and accessories of the Project by way of hypothecation;

c) Assignment overall or any of the rights under the Project Documents including Power Purchase agreements, documents, insurance policies relating to the power plant, rights, titles, permits / approvals, clearances and all benefits incidental thereto of the "Project" except to the extent not permitted by government authorities / law;

d) First charge by way of hypothecation on operating cash-flows and receivables of the Project (present and future);

e) Negative lien on all other current assets of the Borrower (present and future) excluding operating cash-flows and receivables;

f) In relation to the Project, all the bank accounts including but not limited to the Debt Service Reserve Account (DSRA) and Trust & Retention accounts.

Above mentioned Security except (e) to be shared on pari passu basis with senior debt/ LC/LUT and BG facility availed/ to be availed by the Borrower for the Project to the extent approved by lenders.

F Bank of India (49.3 MW, Kandimallayapalli)

1.) The Facility together with all interest, liquidated damages, processing fee, premia on prepayment, costs, charges, expenses and other monies whatsoever stipulated in or payable under the Facility Agreement are secured in favour of the Lender/Security Trustee ranking on first charge basis by way of :

a) Mortgage over the entire immovable properties of the Borrower in relation to the Project;

b) Hypothecation over all the movable property, plant and equipment including but not limited to plant & machinery, machinery spares, tools, spares and accessories of the Project;

c) Assignment overall or any of the rights under the Project Documents including Power Purchase agreements, documents, insurance policies relating to the power plant, rights, titles, permits / approvals, clearances and all benefits incidental thereto of the "Project" except to the extent not permitted by government authorities / law;

d) Hypothecation on operating cash- flows and receivables of the Project (present and future);

e) Negative lien on all current assets of the Borrower (present and future) excluding operating cash- flows and receivables;

f) Hypothecation of Project accounts including but not limited to Trust and Retention account and Debt Service Reserve Account (DSRA).

2.) The Security to be created shall rank pari passu by way of first charge with senior debt/LC/LUT and BG facility availed/to be availed by the Borrower to the extent approved by the lenders.

G ICICI Bank Limited (49.3 MW, Kandimallayapalli)

1.) The Facility together with all interest, liquidated damages, processing fee, premia on prepayment, costs, charges, expenses and other monies whatsoever stipulated in or payable under the Facility Agreement are secured in favour of the Lender/Security Trustee ranking on first charge basis by way of :

a) Mortgage over the entire immovable properties of the Borrower in relation to the Project;

b) Hypothecation over all the movable property, plant and equipment including but not limited to plant & machinery, machinery spares, tools, spares and accessories of the Project;

c) Assignment overall or any of the rights under the Project Documents including Power Purchase agreements, documents, insurance policies relating to the power plant, rights, titles, permits / approvals, clearances and all benefits incidental thereto of the "Project" except to the extent not permitted by government authorities / law;

d) Hypothecation on operating cash- flows and receivables of the Project (present and future);

e) Negative lien on all current assets of the Borrower (present and future) excluding operating cash- flows and receivables;

f) Hypothecation of Project accounts including but not limited to Trust and Retention account and Debt Service Reserve Account (DSRA).

2.) The Security to be created shall rank pari passu by way of first charge with senior debt/LC/LUT and BG facility availed/to be availed by the Borrower to the extent approved by the lenders.

H South Indian Bank Limited (49.3 MW, Kandimallayapalli)

1.) The Facility together with all interest, liquidated damages, processing fee, premia on prepayment, costs, charges, expenses and other monies whatsoever stipulated in or payable under the Facility Agreement are secured in favour of the Lender/Security Trustee ranking on first charge basis by way of :

a) Mortgage over the entire immovable properties of the Borrower in relation to the Project;

b) Hypothecation over all the movable property, plant and equipment including but not limited to plant & machinery, machinery spares, tools, spares and accessories of the Project;

c) Assignment overall or any of the rights under the Project Documents including Power Purchase agreements, documents, insurance policies relating to the power plant, rights, titles, permits / approvals, clearances and all benefits incidental thereto of the "Project" except to the extent not permitted by government authorities / law;

d) Hypothecation on operating cash- flows and receivables of the Project (present and future);

e) Negative lien on all current assets of the Borrower (present and future) excluding operating cash- flows and receivables;

f) Hypothecation of Project accounts including but not limited to Trust and Retention account and Debt Service Reserve Account (DSRA).

2.) The Security to be created shall rank pari passu by way of first charge with senior debt/LC/LUT and BG facility availed/to be availed by the Borrower to the extent approved by the lenders.

I State Bank of India (49.5 MW, Devenkonda)

The Security for the lending shall inter-alia, include:

a) First charge over all immovable properties/ assets of Project, both present and future, except common facilities;

b) First charge by way of hypothecation of all present and future movable assets of the Project including but not limited to plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles, etc;

c) First charge on the borrower's book debts, operating cash flows, receivables, commissions, revenue of whatsoever nature and wherever arising, present and future specific to the Project;

d) First charge on all intangibles including but not limited to goodwill, uncalled capital, present and future of the borrower specific to the Project;

e) First charge on all accounts of the borrower including but not limited to Escrow Account/ Trust & Retention account (TRA) and Debt Service Reserve Account (DSRA), specific to the Project;

f) Hypothecation charge/assignment of security interest of all the Borrower's project rights and rights pertaining to the common facilities (including Right of Way, if any, for transmission line up to the delivery point for electricity, access roads, evacuation rights), titles, interest, benefits in the existing and future Project documents, letter of credit, guarantee (including advance bank guarantees received from EPC Contractor to the extent permissible by law) and insurance policies issued in favour of the Borrower, specific to the Project.

J Canara Bank (50 MW, Bableshwar)

The Security for the lending shall inter-alia, include:

a) First charge overall immovable properties/ assets of Project, both present and future;

b) First charge by way of hypothecation of all present and future movable assets of the Project including but not limited to plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles, etc;

c) First charge on the borrower's book debts, operating cash flows, receivables, commissions, revenue of whatsoever nature and wherever arising, present and future specific to the Project;

d) First charge on all intangibles including but not limited to goodwill, uncalled capital, present and future of the borrower specific to the Project;

e) First charge on all accounts of the borrower including but not limited to Escrow Account/ Trust & Retention account (TRA) and Debt Service Reserve Account (DSRA), specific to the Project;

f) Hypothecation charge/assignment of interest of all the Borrower's project rights (including Right of Way, if any, for transmission line up to the delivery point for electricity), titles, interest, benefits in the existing and future Project documents, letter of credit, guarantee and insurance policies issued in favour of the Borrower, specific to the Project.

K Central Bank of India (50 MW in Bableshwar)

The Security for the lending shall inter-alia, include:

a) First charge over all immovable properties/ assets of Project, both present and future;

b) First charge by way of hypothecation of all present and future movable assets of the Project including but not limited to plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles, etc;

c) First charge on the borrower's book debts, operating cash flows, receivables, commissions, revenue of whatsoever nature and wherever arising, present and future specific to the Project;

d) First charge on all intangibles including but not limited to goodwill, uncalled capital, present and future of the borrower specific to the Project;

e) First charge on all accounts of the borrower including but not limited to Escrow Account/ Trust & Retention account (TRA) and Debt Service Reserve Account (DSRA), specific to the Project;

f) Hypothecation charge/assignment of interest of all the Borrower's project rights (including Right of Way, if any, for transmission line up to the delivery point for electricity), titles, interest, benefits in the existing and future Project documents, letter of credit, guarantee and insurance policies issued in favour of the Borrower, specific to the Project.

L Indusind Bank Limited (50 MW in Bableshwar)

The Security for the lending shall inter-alia, include:

a) First charge over all immovable properties/ assets of Project, both present and future;

b) First charge by way of hypothecation of all present and future movable assets of the Project including but not limited to plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles, etc;

c) First charge on the borrower's book debts, operating cash flows, receivables, commissions, revenue of whatsoever nature and wherever arising, present and future specific to the Project;

d) First charge on all intangibles including but not limited to goodwill, uncalled capital, present and future of the borrower specific to the Project;

e) First charge on all accounts of the borrower including but not limited to Escrow Account/ Trust & Retention account (TRA) and Debt Service Reserve Account (DSRA), specific to the Project;

f) Hypothecation charge/assignment of interest of all the Borrower's project rights (including Right of Way, if any, for transmission line up to the delivery point for electricity), titles, interest, benefits in the existing and future Project documents, letter of credit, guarantee and insurance policies issued in favour of the Borrower, specific to the Project.

M South Indian Bank Limited (40MW in Payalakuntla)

The Security for the lending shall inter-alia, include:

a) First charge over all immovable properties/ assets of Project, both present and future;

b) First charge by way of hypothecation of all present and future movable assets of the Project including but not limited to plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles, etc;

c) First charge on the borrower's book debts, operating cash flows, receivables, commissions, revenue of whatsoever nature and wherever arising, present and future specific to the Project;

d) First charge on all intangibles including but not limited to goodwill, uncalled capital, present and future of the borrower specific to the Project;

e) First charge on all accounts of the borrower including but not limited to Escrow Account/ Trust & Retention account (TRA) and Debt Service Reserve Account (DSRA), specific to the Project;

f) Hypothecation charge/assignment of interest of all the Borrower's project rights (including Right of Way, if any, for transmission line up to the delivery point for electricity), titles, interest, benefits in the existing and future Project documents, letter of credit, guarantee and insurance policies issued in favour of the Borrower, specific to the Project.

N Rural Electrification Corporation Limited (20 MW in Nipaniya, Mandsaur District, Madhya Pradesh)

The entire Rupee Term Loan together with interest, costs, expenses and all other monies whatsoever accruing out of the Loan Agreement are secured in the form and manner as under REC.

a) **By Mortgage:** Exclusive first charge by way of mortgage of all immovable assets pertaining to the project (20MW wind in Nipaniya).

AND

b) By Hypothecation: First Charge by way of hypothecation of all the Borrower's movable properties, including plant and machinery spare, equipment, tools and accessories, furniture, fixtures, vehicles, stocks and all other movable assets, created/ to be created in the project (20 MW Wind in Nipaniya) (and also first charge by way of hypothecation/assignment of all the book debts, bills, receivables, monies including bank accounts, claims of all kinds and stocks including consumables and other general stores, arising out of the project. Only book debts, bills, receivables and stocks excluding stores relating to plant and machinery shall be subject to the first charge in favour of Working Capital Lenders and second charge in favour of REC.

AND

c) **By Assignment:** A first charge by way of assignment or creation of security interest including all rights, title, interest, benefits, claims and demands whatsoever of the project-

i) in the Project documents/Contracts, as amended, varied or supplemented from time to time;

ii) in the Clearances relating to the project (investor approval etc) and

iii) all insurance Contracts/Insurance Proceeds;

O TATA Cleantech (40 MW Payalakuntla)

The Security for the lending shall inter-alia, include:

a) First charge over all immovable properties/ assets of Project, both present and future;

b) First charge by way of hypothecation of all present and future movable assets of the Project including but not limited to plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles, etc;

c) First charge on the borrower's book debts, operating cash flows, receivables, commissions, revenue of whatsoever nature and wherever arising, present and future specific to the Project;

d) First charge on all intangibles including but not limited to goodwill, uncalled capital, present and future of the borrower specific to the Project;

e) First charge on all accounts of the borrower including but not limited to Escrow Account/ Trust & Retention account (TRA) and Debt Service Reserve Account (DSRA), specific to the Project;

f) Hypothecation charge/assignment of interest of all the Borrower's project rights (including Right of Way, if any, for transmission line up to the delivery point for electricity), titles, interest, benefits in the existing and future Project documents, letter of credit, guarantee and insurance policies issued in favour of the Borrower, specific to the Project.

P India Infrastructure Finance Company Limited (49.3 MW Kandimallayapalli)

1.) The Facility together with all interest, liquidated damages, processing fee, premia on prepayment, costs, charges, expenses and other monies whatsoever stipulated in or payable under the Facility Agreement are secured in favour of the Lender/Security Trustee ranking on first charge basis by way of :

a) Mortgage over the entire immovable properties of the Borrower in relation to the Project;

b) Hypothecation over all the movable property, plant and equipment including but not limited to plant & machinery, machinery spares, tools, spares and accessories of the Project;

c) Assignment overall or any of the rights under the Project Documents including Power Purchase agreements, documents, insurance policies relating to the power plant, rights, titles, permits / approvals, clearances and all benefits incidental thereto of the "Project" except to the extent not permitted by government authorities / law;

d) Hypothecation on operating cash- flows and receivables of the Project (present and future);

e) Negative lien on all current assets of the Borrower (present and future) excluding operating cash- flows and receivables;

f) Hypothecation of Project accounts including but not limited to Trust and Retention account and Debt Service Reserve Account (DSRA).

2.) The Security to be created shall rank pari passu by way of first charge with senior debt/LC/LUT and BG facility availed/ to be availed by the Borrower to the extent approved by the lenders.

Q India Infrastructure Finance Company Limited (50 MW Molagavalli)

The Facilities, interest thereon and all other amounts outstanding in respect thereof are secured in favour of the Lender/security trustee inter alia by a first ranking mortgage/ hypothecation/ assignment/ security interest/ charge, including but without limitation upon:

a) First charge over the entire immovable properties of the Borrower located in Kurnool, Andhra Pradesh in relation to the Project;

b) First charge over all the movable property, plant and equipment including but not limited to plant & machinery, machinery spares, tools, spares and accessories of the Project by way of hypothecation;

c) Assignment overall or any of the rights under the Project Documents including Power Purchase agreements, documents, insurance policies relating to the power plant, rights, titles, permits / approvals, clearances and all benefits incidental thereto of the "Project" except to the extent not permitted by government authorities / law;

e) First charge by way of hypothecation on operating cash-flows and receivables of the Project (present and future);

f) Negative lien on all other current assets of the Borrower (present and future) excluding operating cash-flows and receivables;

g) In relation to the Project, all the bank accounts including but not limited to the Debt Service Reserve Account (DSRA) and Trust & Retention accounts.

Above mentioned Security except (e) to be shared on pari passu basis with senior debt/ LC/LUT and BG facility availed/ to be availed by the Borrower for the Project to the extent approved by lenders.

R **Aditya Birla Finance Limited (50 MW, Bableshwar)**

The Security for the lending shall inter-alia, include:

a) First charge over all immovable properties/ assets of Project, both present and future;

b) First charge by way of hypothecation of all present and future movable assets of the Project including but not limited to plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles, etc;

c) First charge on the borrower's book debts, operating cash flows, receivables, commissions, revenue of whatsoever nature and wherever arising, present and future specific to the Project;

d) First charge on all intangibles including but not limited to goodwill, uncalled capital, present and future of the borrower specific to the Project;

e) First charge on all accounts of the borrower including but not limited to Escrow Account/ Trust & Retention account (TRA) and Debt Service Reserve Account (DSRA), specific to the Project;

f) Hypothecation charge/assignment of interest of all the Borrower's project rights (including Right of Way, if any, for transmission line up to the delivery point for electricity), titles, interest, benefits in the existing and future Project documents, letter of credit, guarantee and insurance policies issued in favour of the Borrower, specific to the Project.

C **Loans taken by Parent company - PTC India Limited**

(i) **Current borrowing**

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
From bank:		
Secured		
- Short term loan	339.16	275.39
- Cash credit	-	221.45
Unsecured		
- Short term loan	317.00	255.00
- Commercial paper	300.00	80.00
Total	**956.16**	**831.84**

(ii) **Detail of borrowings**

Name of Bank / Nature of Security	As at 31.03.2021 (%)	As at 31.03.2020 (%)	As at 31.03.2021 (in Crore)	As at 31.03.2020 (In Crore)
HDFC (Short term loan) - First Pari-Passu charge on book debts / receivables of the company, present and future	4.50%	-	100.00	-
Kotak Mahindra (Short term loan) - First Pari-Passu charge on book debts / receivables of the company, present and future	4.40%	-	180.00	-
Canara (Short term loan) - First Pari-Passu charge on book debts / receivables of the company, present and future	7.30%	-	59.16	-
Federal Bank (Short term loan) - Unsecured	5.85%	7.80%	55.45	23.73
ICICI (Short term loan) - Unsecured	5.75%	7.80%	199.55	155.00
	6.60%	-	62.00	-
ICICI (Commercial Paper) - Unsecured	4.40%	-	300.00	-
Allahabad Bank (Short term loan) - First Pari-Passu charge on book debts / receivables of the company, present and future	-	7.80%	-	120.41
Canara Bank (Cash credit) - First Pari-Passu charge on book debts / receivables of the company, present and future.	-	8.90%	-	221.45
Corporation Bank (Short term loan) - First Pari-Passu charge on book debts / receivables of the company, present and future -		7.60%	-	4.98
Corporation Bank (Short term loan) - First Pari-Passu charge on book debts / receivables of the company, present and future	-	7.55%	-	150.00
ICICI (Short term loan) - Unsecured	-	8.20%	-	76.27
Kotak Mahindra (Commercial Paper) - Unsecured	-	6.85%	-	80.00

There has been no default in repayment of any loan and interest thereon.

Note No.22 - Other financial liabilities

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Deferred processing/upfront fees	12.49	9.39
Security deposit from borrowers	14.70	82.98
Total	**27.19**	**92.37**

The carrying values of the financial liabilities disclosed above are considered to be a reasonable approx. of their fair values.

Note No.23 - Non-current provisions

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Provision for employee benefits	11.50	11.55
Provision for litigation	0.74	1.12
Total	**12.24**	**12.67**

Disclosures required by Ind AS 19 'Employee Benefits' is made in Note No. 42

Note No.24 - Current borrowings

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
From banks		
Secured		
- Short term loan	790.12	1,041.69
- Cash credit	-	221.45
From financial institution		
Secured	300.00	-
Unsecured		
- Short term loan	367.00	255.00
- Working Capital Demand Loan	30.00	6.00
- Commercial paper	594.75	80.00
Total	**2,081.87**	**1,604.14**

For additional information on borrowings refer Note No. 21A

These borrowings are carried at amortised cost

Note No.25- Trade payables

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Trade payables - micro & small enterprises (Refer note No. 56 (e))	0.14	0.14
Trade payables - Others than micro and small enterprises	3,654.20	4,360.28
Total	**3,654.34**	**4,360.42**

The carrying values of trade payables disclosed above are considered to be a reasonable approximation of their fair values.

Note No.26 - Other current financial liabilities

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Current maturities of long-term borrowings	1,688.23	1,315.43
Current maturities of finance lease obligations (Refer Note No,41)	4.54	3.87
Unpaid dividend (Refer note a below)	2.66	2.21
Unclaimed interest on debentures	20.66	4.62
Interest accrued but not due on borrowings	105.64	123.99
Capital creditors	16.86	15.15
Income received in advance	6.72	1.82
Other payables		
-Security deposits received	82.69	68.87
-Payable to employees	5.91	4.22
Total	**1,933.91**	**1,540.18**

(a) Unpaid dividends are the amounts which have not been claimed by the investors. There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund as at year end.

(b) The carrying values of financial liabilities disclosed above are considered to be a reasonable approximation of their fair values.

Note No.27 - Other current liabilities

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Contract liabilities (Advance received from customers)	62.64	68.72
Other advances	5.64	7.89
Statutory dues	23.14	9.86
Total	**91.42**	**86.47**

Note No.28 - Current provisions

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Provision for employee benefits	1.05	0.80
Total	**1.05**	**0.80**

Disclosures required by Ind AS 19 'Employee Benefits' is made in Note No. 42

Note No.29 - Revenue from operations

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Income from Operations		
Sale of electricity	16,710.57	16,493.18
Revenue from power supply of agency nature		
Sale of electricity of agency nature	9,889.70	7,291.70

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Purchase of power of agency nature	(9,874.36) 15.34	(7,270.73) 20.97
Interest income from		
-Long financing	1,044.46	1,297.30
-Debentures	25.72	13.06
Total income from operation - A	**17,796.09**	**17,824.51**
Other operating income		
Interest on fixed deposits	19.21	2.79
Fee based income	21.84	34.87
Sale of services (consultancy)	29.39	24.57
Recoveries of revenue loss from wind mill contractors	5.62	1.37
Generation based incentive on wind energy*	24.14	28.00
Interest income on other financial assets	0.07	0.07
Gain on MTM of options		- 1.18
Surcharge on sale of power (Refer Note No. 56 (b) (i) & (ii)	449.14	183.45
Total other operating income - B	**549.41**	**276.30**
Total (A + B)	**18,345.50**	**18,100.81**

*Receivable form Indian Renewable Energy Development Agency (IREDA), on sale of power.

Note No.30 - Other income

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Interest from financial assets at amortised cost		
-Deposit with banks	5.60	7.53
-Interest income on other financial assets at amortised cost	0.09	0.07
-Interest on Income tax refund	8.08	0.04
Other non-operating income		
- Profit on sale/redemption of unquoted investments in mutual funds (net)	0.31	-
- Liabilities no longer required written back	8.88	9.48
- Rental income	0.04	0.03
- Foreign exchange gain (net)	(1.27)	0.11
- Consultancy & advisory charges	0.90	0.14
-Insurance claim (refer note below)	4.92	-
- Miscellaneous income	0.61	5.36
Total	**28.16**	**22.76**

A Insurance claim was lodged in the earlier year 2019-20 towards business interruption, but was not recognised in the said year as the Group was not reasonably certain of its ultimate recovery. During the current year, as the recovery of the said claim became reasonably certain, the said claim has been recognized. Further, the said claim has since been recovered in April, 2021.

Note No.31 - Purchases

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Purchases of electricity	16,052.86	15,876.67
Total	**16,052.86**	**15,876.67**

Note No.32 - Operating expenses

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Electricity charges	2.95	3.52
Inspection charges - CEIG	0.10	0.10
Operation and maintenance expenses*	31.42	17.81
Surcharge expenses (Refer note 56 (b) (i) & (ii))	182.18	23.93
Rent on projects lands	0.47	0.47
Total	**217.12**	**45.83**

*Net of insurance claim receivable of ₹ 0.53 Crore (Previous year ₹ 6.09 Crore)

Note No.33- Employee benefit expense

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Salaries and wages	59.43	52.94
Contribution to provident and other funds	1.99	1.83
Gratuity	1.36	1.20
Staff welfare expenses	2.62	2.82
Total	**65.40**	**58.79**

Disclosures as per Ind AS 19 in respect of provision made towards various employee benefits are made in Note No. 42.

Note No.34 - Finance costs

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Interest expenses on:		
- On Infra bonds	20.87	20.31
- On Debentures	25.15	30.94
- On Loans from banks/ financial institutions (refer note no 47)	817.07	1,044.49
- On External commercial borrowings	16.09	22.95

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
- On Commercial paper	21.70	5.03
- Interest expense on assets under finance lease (Refer Note No.41)	1.13	1.50
- Interest expense on financial liabilities measured at amortised cost	0.40	1.35
- Security deposits	6.96	6.58
- Interest on payment of income tax	0.58	-
Other borrowing costs:		
- Other charges on term loans and other borrowings	2.79	2.89
- Loss/amortisation of foreign currency transactions/ translation	2.65	19.25
-Loss on MTM of options	5.96	-
Total	**921.35**	**1,155.29**

Note No 35-Impairment on financial instruments

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Impairment loss on loans	231.21	188.10
Impairment loss on others	(1.74)	7.61
Total	**229.47**	**195.71**

(Refer note 47)

Note No.36 - Other expenses

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Rent	2.75	2.54
Repairs & maintenance to building	2.26	2.12
Repairs to machinery - wind mill	2.28	2.18
Insurance	4.50	1.34
Rates and taxes	1.28	1.09
Payment to auditors (refer note (a) below)	0.56	0.77
Legal & professional charges	11.74	13.64
Consultancy expenses	19.10	25.25
Advertisement	0.25	0.40
Communication	1.11	1.01
Business development	1.17	3.32
Travelling and conveyance expenses	2.36	5.15
Printing & stationery	0.27	0.43

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Fees & expenses to directors	1.43	1.40
Repair & maintenance - others	2.79	1.97
Bank charges	6.72	3.43
EDP expenses	0.86	1.23
Books & periodicals	0.09	0.10
Water & electricity expenses	0.92	1.06
Bed debts / advances written off	2.91	2.20
Impairment allowance for doubtful debts / advances	8.16	10.98
Security expenses	0.74	0.72
Property tax	0.10	0.10
Donation	0.03	0.42
Profit/ (loss) on sale of fixed assets (net)	-	0.02
Provision for litigation	-	1.12
Corporate social responsibilities expenses (CSR)	11.80	14.09
Application fee / tender fee	1.11	0.95
Miscellaneous expenses	0.87	2.45
Total	**88.16**	**101.48**

a) **Details in respect of payment to auditors**

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
As auditor		
Audit fee	0.43	0.54
Tax audit fees	0.05	0.04
GST audit fee	0.01	0.01
In other capacity		
Other services (certification)	0.06	0.10
Reimbursement of expenses	0.01	0.08
Total	**0.56**	**0.77**

Note No.37 - Exceptional items

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Impairment provision on capital advance (refer note 56 (f))	(20.65)	-
Total	**(20.65)**	**-**

Note No.38 - Contingent liabilities and commitments

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
1. Contingent liabilities (to the extent not provided for)		
a) Claims against the Group not acknowledged as debt: (Refer Note (i) below)	393.73	391.19
b) Income tax liability that may arise in respect of matters in appeal preferred by the department/ Group (Refer Note (ii))	501.37	396.18
c) Customs duty liability that may arise in respect of matters in appeal (Refer Note (ii))	17.16	17.16
d) Service tax liability that may arise in respect of matters in appeal (Refer Note (ii))	104.22	52.11
e) Sales tax liability that may arise in respect of matters in appeal (Refer Note (ii))	40.07	-
f) Entry tax liability that may arise in respect of matters in appeal (Refer Note (ii))	24.75	-
2. Commitments		
a) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	0.39	93.37
b) Loan financing	342.60	389.42

Notes

i) Claims against the Group not acknowledged as debt include:

a) The Group had an arrangement with a supplier for purchase of power. The supplier claimed that the Group did not off take the contracted power and claimed a compensation of ₹ 84.95 Crore (31 March 2020: ₹ 84.95 crore). The arbitrator concluded the arbitration in favour of the Group, however, the supplier has contested the award at High Court.

b) The Group had an arrangement with a supplier for purchase of power. However, due to the prevalent market situation, the Group was unable to find a buyer for power from the supplier for most of the contracted period. The supplier raised a compensation bill of ₹ 43.28 Crore (31 March 2020: ₹ 43.28 crore) for non-supply of power. The matter is pending at Supreme Court. The Group has paid an amount of ₹ 20.48 crore as deposit, and the same is subject to the outcome of the appeal pending before Supreme Court.

c) Pursuant to dispute with one of the suppliers, the supplier agreed to pay the LTA charges but subsequently refuted its liability to pay the LTA charges.. The Central Transmission Utility (CTU) has raised a claim of ₹ 31.68 Crore on the Group towards the outstanding LTA charges. However subsequently the Group has surrendered the long term open access (LTA). The claim of CTU is being contested before Appellate Tribunal of Electricity, which has granted a stay on the order of CERC.

d) CERC has allowed the petition filed by one of the Group's suppliers and inter alia passed certain orders/ directions against the Group for paying 100% of the Long Term Open Access charges even though only 95% of the quantum of power is being supplied by its supplier under an interim directions of Hon'ble Supreme Court of India and directing the Group to refund the transmission charges of ₹ 21.77 Crore collected from the supplier which is corresponding to 5% of LTA. The Group has filed appeal against the CERC order in Appellate Tribunal for Electricity.

e) The Group had a PPA of 1200 MW of power with one of its suppliers, out of which 840 MW was to be sold on long term basis, 216 MW on Merchant trade basis and balance 144 MW was the free power of the home state. For sale of 840 MW on long term basis PTC had PSAs with four DISCOMS. However there was considerable delay on account of certain Force Majeure events and two DISCOMs illegally terminated the said PSAs and refused to off-take power under the PSAs. The Group had relinquished LTA in respect of these two DISCOMS.

Though the Group had taken the LTA but it was agreed that it is being taken on behalf of DISCOMS which were liable to pay the transmission charges. However, PGCIL claimed charges of ₹ 209.05 Crore from the Group against relinquishment of LTA along with relinquishment charges for Merchant Power and Free Power computed as per formula approved by CERC. The formula approved by CERC is under challenge in APTEL. Further, the liability towards relinquishment charges on the Group is being contested in CERC. As per PSAs the liability for payment of transmission charges was of DISCOMs. Further as per regulation LTA can't be granted for merchant power and the free power is not attributable to the Group for onward sale

ii) Disputed income tax/ custom duty/service tax/sales tax/ entry tax pending before various forums/ authorities amount to ₹ 687.57 crore (31 March 2020: ₹ 465.45 crore). Many of income tax matters were adjudicated in favour of the Group but are disputed before higher forums/ authorities by the concerned departments.

In respect of service tax, the dispute pertains to applicability of service tax on compensation received by PTC India Limited (the Company) which is passed by it to generators/discoms. The Company is in the process of filing a writ against the Order of the Commissioner, CGST in Delhi High Court. The Company believes that it has good grounds on merits to defend itself and the chances of a decision in its favor is high. Further, the Company is only acting as an intermediary in the transactions and generators/discoms are the ultimate beneficiary of the compensation received.

The Group has paid a deposit amounting to ₹ 6.45 crore against custom duty which is subject to the outcome of the appeal.

iii) Pending resolution of the respective proceedings, it is not practicable for the Group to estimate the timings of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgements/decisions pending with various forums/authorities.

iv) Amount above does not include the contingencies the likelihood of which is remote.

Commitments

a). Estimated amount of contracts remaining to be executed on capital account and not provided for is as under:-

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Property, plant and equipment	-	92.70
Intangible assets	0.39	0.67
Total	**0.39**	**93.37**

b). In respect of investment in associate companies, the Group has restrictions for their disposal as at 31 March 2021 as under:

(₹ in crore)

Name of the Company	Period of restrictions for disposal of investments as per related agreements	Carrying amount	
		As at 31.03.2021	As at 31.03.2020
Pranurja Solutions Limited	"Except as otherwise to maintain compliance with the applicable laws, the Company is not entitled to transfer any and all the Shares held by it to any Person for a period of 2 (two) years from 5th July'2019. However, the Company may transfer any and all legal and beneficial interest in the Shares during the Lock in Period to its Affiliates, upon such Affiliate transferee executing the Deed of Adherence. In case shareholder is required to make transfer pursuant to applicable law Tag Along Right shall not be applicable.	12.38	12.46
Total		**12.38**	**12.46**

c). In respect of investments in other Companies, the Group has restrictions for their disposal as at 31 March 2021 as under:

(₹ in crore)

Name of the Company	Period of restrictions for disposal of investments as per related agreements	Carrying amount	
		As at 31.03.2021	As at 31.03.2020
Teesta Urja Limited	GOS shall consider the proposal of any shareholder to divest its equity share after the completion of two years from the Commercial Operation date of the project or earlier on mutual beneficial terms.	191.57	191.75
Total		**191.75**	**191.57**

Note No.39 - Earning per equity share

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Opening equity shares (in number)	29,60,08,321	29,60,08,321
Equity shares issued during the year (in number)	-	-
Closing equity shares (in number)	29,60,08,321	29,60,08,321
Weighted average number of equity shares used as denominator for basic earnings	29,60,08,321	29,60,08,321
Weighted average number of equity shares resulting from assumed exercise of employee stock options	-	21,000
Weighted average number of equity shares used as denominator for diluted earnings	29,60,08,321	29,60,29,321
Net profit after tax used as numerator (amount in ₹ crore)	457.62	406.06
Less: Non controlling interest	8.96	38.51
Net profit attributable to the owners of the parent company	448.66	367.55
Basic earnings per share (amount in ₹)	15.16	12.42
Diluted earnings per share (amount in ₹)	15.16	12.42
Face value per share (amount in ₹)	10.00	10.00

There have been no other transactions involving equity shares or potential equity shares between the reporting date and the date of authorisation of these Consolidated Financial Statements.

Note No.40 - Disclosure as per Ind AS 12 'Income taxes'

(a) **Income tax expense**

i) Income tax recognised in Statement of Profit and Loss

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Current tax expense		
Current tax	176.16	102.54
Deferred tax expense		
Origination and reversal of temporary differences	44.78	80.69
Total income tax expense	**220.94**	**183.23**

ii) Income tax recognised in other comprehensive income

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Remeasurement on defined benefit plans	(0.18)	0.19
FVOCI to equity investments	1.18	-
Cash flow hedge reserve	(0.37)	1.17
Total income tax expense	**0.63**	**1.36**

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

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Profit before tax	678.64	589.33
Tax using the Group's domestic tax rate of 25.168% (31 March 2020 - 25.168%)	170.80	148.32
Tax effect of:		
Non-deductible tax expenses/Tax-exempt income adjustments	13.82	26.69
Reversal of deferred tax asset on diminution in value of investment	-	(0.74)

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Reversal during tax holiday period/ carried forward losses/Change in rates	36.32	(7.00)
MAT credit entitlement	-	15.96
Tax Expenses recognised in Statement of Profit and Loss	220.94	183.23
Effective Tax Rate	32.56%	31.09%

(b) **Tax losses carried forward**

The tax benefit of unutilised long term capital losses is available for use till 2023-24 for ₹ 11.20 crore (PY ₹ 11.20 crore).

(c) **Unrecognised deferred tax assets and liabilities**

(i) Unrecognized deferred tax liabilities

There is no unrecognised deferred tax liabilities

(ii) Unrecognised deferred tax assets

i) Deferred tax assets have not been recognized on provision for impairment in value of investment and decrease in fair value of investments through FVOCI to the extent there is no reasonable certainty of its realisation on balance sheet date.

ii) Deferred tax assets have not been recognised in respect of the tax losses incurred that is not likely to generate taxable income in the foreseeable future.

d) Pursuant to the Taxation Laws (Amendment) Ordinance, 2019 on September 20, 2019, the parent Company and its subsidiary company i.e. PTC Energy Limited have availed the lower tax rate of 25.168% in FY 2019-20 and computed the provision for income tax accordingly whereas the other subsidiary company i.e. PTC India Financial Services Limited has adopted the new tax regime during the current year i.e FY 2020-21 and computed the provision for income tax at the rate of 25.168%.

Note No.41 - Disclosure as per Ind AS 116 'Leases'

Group as a lessee

The Group as a lessee has entered into lease contracts, which includes lease of land, office space and office equipments.

The Group applied a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets.

Set out below are the carrying amounts of lease liabilities (included under interest bearing loans and borrowings) and movement during the year.

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Opening balance	13.00	660.57
Deletion during the year (impact of adoption of Ind AS 116)*	-	(659.86)
Addition during the year (impact of adoption of Ind AS 116)*	-	15.55
Finance cost during the year	1.13	1.50
Payment made during the year	(5.00)	(4.76)
Closing balance	**9.13**	**13.00**

*Ind AS 116 supersedes Ind AS 17 Leases w.e.f 01.04.2019. The Group adopted Ind AS 116 using the modified retrospective method of adoption with the date of initial application of 1 April 2019. Under this method, the standard is applied prospectively with the cumulative effect of initially applying the standard recognised at the date of initial application. The Group reassessed all the arrangements outstanding as on 01 April, 2019 to check the applicability of IND-AS 116 and certain existing leases for PPAs and PSAs recognized as financial lease and operative lease were not required to be continued as leases since conditions of recognition of lease under IND AS-116 were not met in these cases i.e. right to direct the use of the plant, involvement in designing of the plants, right to operate the plant. Accordingly these leases (including their impact on deferred tax) were derecognised.

The following are the amounts recognised in profit or loss:

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Depreciation expense of right-of-use assets	4.24	4.25
Interest expense on lease liabilities	1.13	1.50
Expense relating to short-term leases (included in rent expense)	2.75	2.54
Expense relating to leases of low-value assets (included in printing & stationary)	0.04	0.04
Total amount recognised in profit or loss for the year	**8.16**	**8.33**

Maturity analysis of Right-of-use assets is under:-

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Less than one year	4.54	3.87
Between one and five years	3.88	8.42
More than five years	0.71	0.71
Total	**9.13**	**13.00**

Note No.42 - Disclosure as per Ind AS 19 'Employee benefits'

(i) **Defined contribution plans:**

A. **Provident fund**

The Group pays fixed contribution to appropriate authorities. The contributions to the fund for the year are recognized as expense and are charged to the profit or loss. An amount of ₹ 1.99 crore (31 March 2020: ₹ 1.83 crore) for the year is recognised as expense on this account and charged to the Statement of Profit and Loss.

B. **National Pension System (NPS)**

The Group pays fixed contribution to NPS to the appropriate authorities. The contributions to the NPS for the year are recognized as expense and are charged to the profit or loss. An amount of ₹ 0.94 crore (31 March 2020: ₹ 0.59 crore) for the year is recognised as expense on this account and charged to the Statement of Profit and Loss.

(ii) **Defined benefit plans:**

A. **Gratuity-Funded**

The Group has a defined benefit gratuity plan. Every employee who has rendered continuous service of five years or more is entitled to gratuity at 15 days salary (**15/26 X last drawn basic salary**) for each completed year of service subject to a maximum of ₹ 0.20 crore on superannuation, resignation, termination, disablement or on death.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of the gratuity and the amounts recognised in the Group's financial statements as at balance sheet date:

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Net defined benefit (asset)/liability :		
Non-current	2.44	2.54
Total	**2.44**	**2.54**

Movement in net defined benefit (asset)/liability

(₹ in crore)

Particulars	Defined benefit obligation		Fair value of plan assets		Net defined benefit (asset) / liability	
	31 Mar 21	31 Mar-20	31 Mar-21	31 Mar-20	31 Mar-21	31 Mar-20
Opening balance	7.89	6.17	5.35	4.32	2.54	1.85
Included in profit or loss:						
Current service cost	1.20	1.08	-	-	1.20	1.08
Interest cost (income)	0.53	0.45	(0.37)	(0.33)	0.16	0.12
Total amount recognised in profit or loss	**1.73**	**1.53**	**(0.37)**	**(0.33)**	**1.36**	**1.20**
Included in OCI:						
Financial assumptions	(0.38)	0.47	0.12	0.05	(0.26)	0.52
Experience adjustment	(0.47)	(0.23)	-	-	(0.47)	(0.23)
Total amount recognised in other comprehensive income	**(0.85)**	**0.24**	**0.12**	**0.05**	**(0.73)**	**0.29**
Other						
Expenses for employee on deputation	0.05	0.06	-	-	0.05	0.06
Contributions paid by the employer	-	-	0.78	0.81	(0.78)	(0.81)
Benefits paid	(0.14)	(0.11)	(0.14)	(0.06)	-	(0.05)
Closing balance	**8.68**	**7.89**	**6.24**	**5.35**	**2.44**	**2.54**

B. Post-Retirement Medical Benefits (PRMB)-Non-funded

The Group has Post-Retirement Medical Facility Benefits (PRMB), under which the eligible retired employees and their spouses are provided medical facilities and an out-patient subject to a ceiling fixed by the Group. The liability for the same is recognised annually on the basis of actuarial valuation.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of the PRMF and the amounts recognised in the Group's financial statements as at balance sheet date:

(₹ in crore)

Particulars	31-Mar-21	31-Mar-20
Net defined benefit (asset)/liability :		
Non-current	1.61	1.42
Current	0.03	0.04
Total	**1.64**	**1.46**

Movement in net defined benefit (asset)/liability

(₹ in crore)

Particulars	Defined benefit obligation	
	31-Mar-21	31-Mar-20
Opening balance	**1.46**	**1.03**
Included in profit or loss:		
Current service cost	0.12	0.09
Interest cost	0.10	0.08
Total amount recognised in profit or loss	**0.22**	**0.17**
Included in OCI:		
Financial assumptions	0.03	0.23
Experience adjustment	(0.03)	0.07
Total amount recognised in other comprehensive income	-	**0.30**
Contributions paid by the employer		
Benefits paid	(0.04)	(0.04)
Closing balance	**1.64**	**1.46**

C. Plan assets

Plan assets comprise the following

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Net defined benefit (asset)/liability :		
Insurer Managed Funds	99.53%	98.59%
Current Bank Account	0.47%	1.41%
Total	**100%**	**100%**

Actual return on plan assets is ₹ 0.25 crore (31 March 2020: ₹ 0.28 crore).

D. Defined benefit obligations

i. Actuarial assumptions

The following were the principal actuarial assumptions at the reporting date:

(₹ in crore)

Particulars	31-Mar-21	31-Mar-20
Discount rate	6.79%	6.76%
Expected return on plan assets-Gratuity	6.79%	6.76%
Salary escalation rate	4.00% for Current year thereafter 8.50%	8.50%
Retirement age	60/62	60/62
Withdrawal rate	1-3%	1-3%
In service mortality	IALM (2012-14)	IALM (2012-14)

The estimates of future salary increases considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market. Further, the expected return on plan assets is determined considering several applicable factors mainly the composition of plan assets held, assessed risk of asset management and historical returns from plan assets.

ii. 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 obligation by the amounts shown below:-

(₹ in crore)

Particulars	31-Mar-2021		31-Mar-2020	
	Increase	Decrease	Increase	Decrease
Discount rate (0.50% movement) (₹ in crore)	(0.70)	0.75	(0.65)	0.70
Salary escalation rate (0.50% movement) (₹ in crore)	0.52	(0.48)	0.49	(0.45)

Although the analysis does not take account of the full distribution of cash flows expected under the plan, it does provide an approximation of the sensitivity of the assumptions shown.

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. This analysis may not be representative of the actual change in the defined benefit obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

E. Risk exposure

Through its defined benefit plans, the Group is exposed to a number of risks, the most significant of which are detailed below:

a) Asset volatility

The plan liabilities are calculated using a discount rate set with reference to bond yields; if plan assets underperform this yield, this will create a deficit. Most of the plan asset investments are in fixed income securities with high grades and in government securities. These are subject to interest rate risk and the fund manages interest rate risk with derivatives to minimize risk to an acceptable. The equity securities are expected to earn a return in excess of the discount rate and contribute to the plan deficit. Any deviations from the range are corrected by rebalancing the portfolio. The Group intends to maintain the above investment mix in the continuing years.

b) Changes in discount rate

A decrease in discount rate will increase plan liabilities, although this will be partially offset by an increase in the value of the plans' assets holdings.

The Group actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations. The Group has not changed the processes used to manage its risks from previous periods.

F. Expected maturity analysis of the defined benefit plans in future years

(₹ in crore)

Particulars	Less than 1 year	Between 1-2 years	Between 2-5 years	Over 5 years	Total
31 March 2021					
Gratuity	0.32	0.57	1.32	6.47	**8.68**
Post-retirement medical facility (PRMF)	0.03	0.04	0.18	1.39	**1.64**
31 March 2020					
Gratuity	0.11	0.62	1.38	5.78	**7.89**
Post-retirement medical facility (PRMF)	0.04	0.04	0.18	1.20	**1.46**

G. Expected contributions to post-employment benefit plans for the year ending March 31, 2022 are ₹ 1.74 crore.

H. The weighted average duration of the defined benefit plan obligation at the end of the reporting period is as under:-

(₹ in crore)

Particulars	31-Mar-21	31-Mar-20
Gratuity (in years)	13.84 to 20.80	13.84 to 20.80
Post-retirement medical facility (PRMF)-(in years)	2.89 to 14.73	2.89 to 14.73

Note No. 43 - Disclosure as per Ind AS 24 'Related Party Disclosures'

a) **List of Related parties:**

i) **Associates:**

Krishna Godavari Power Utilities Limited

R.S. India wind energy Private Limited

Varam Bio Energy Private Limited

R.S. India Global Energy Limited

Pranurja Solutions Limited

ii) **Key Managerial Personnel (KMP):**

A) **Whole time directors**

Shri Deepak Amitabh	Chairman and Managing Director (PTC)
Shri Ajit Kumar	Director (PTC)
Dr. Rajib Kumar Mishra	Director (Marketing & Business Development) (PTC)
Dr. Pawan Singh	Managing Director (PFS)
Shri Naveen Kumar	Whole time Director (PFS)

B) **Non-whole time directors**

Shri Dhirendra Swarup	(upto 31st December, 2020)
Shri H.L. Bajaj	
Dr. Nagesh Singh	(ceased w.e.f. 02nd July, 2020)
Shri Thomas Mathew T.	
Ms. Sushama Nath	
Ms. Bharti Prasad	(ceased w.e.f. 20th December, 2020)
Shri Rakesh Kacker	
Shri Jayant Purushottam Gokhale	
Ms. Preeti Saran	(w.e.f. 2nd August, 2020)
Shri R N Nayak	(upto 31st December, 2020)
Shri K V Eapen	(ceased w.e.f. 4th May, 2020)
Shri Kamlesh Bajaj	
Shri C. Gangopadhyay	
Smt. Pravin Tripathi	
Shri Subhash S Mundra	
Shri Kamlesh S. Vikamsey	
Shri Santosh B Nayar	
Shri Devendra Swaroop Saksena	
Dr. Atmanand	(ceased w.e.f. 1st July, 2020)
Shri Ramesh Narain Misra	

C) **Chief financial officer & Company Secretary**

Shri Pankaj Goel	Chief financial officer (PTC)
Shir Rajiv Maheshwari	Company Secretary (PTC)
Shri Sanjay Rustagi	Chief financial officer (w.e.f. 3rd October, 2018) (PFS)
Shir Vishal Goyal	Company Secretary (PFS)

iii) **Entities having significance influence**

NTPC Limited.

Power Grid Corporation of India Limited.

Power Finance Corporation Limited

NHPC Limited

iv) **Others:**

PTC Foundation

PTC India Gratuity Trust

b) i) **Transactions with the related parties are as follows:**

(₹ in crore)

Name of Related Party	Influence	Nature of Transaction	Year ending March 31, 2021	Year ending March 31, 2020
NTPC Limited.	Entities having significance influence on the company	Director sitting fees to nominee directors	0.05	0.02
		Dividend paid by the Company	9.00	4.80
Power Grid Corporation of India Limited.		Director sitting fees to nominee directors	0.05	0.02
		Dividend paid by the Company	9.00	4.80
		Services received (wheeling charges)	0.09	0.08
Power Finance Corporation Limited		Director sitting fees to nominee directors	0.03	0.01
		Dividend paid by the Company	9.00	4.80
NHPC Limited		Director sitting fees to nominee directors	0.02	0.02
		Dividend paid by the Company	9.00	4.80

(₹ in crore)

Name of Related Party	Influence	Nature of Transaction	Year ending March 31, 2021	Year ending March 31, 2020
Shri K V Eapen	Non-executive independent director	Director sitting fee -		0.02
Shri Dhirendra Swarup			0.04	0.05
Shri Kamlesh Bajaj			0.01	0.004
Shri H.L. Bajaj			-	0.03
Dr. Nagesh Singh			0.03	0.09
Shri Thomas Mathew T.			0.07	0.05
Ms. Preeti Saran			0.06	-
Shri Jayant Purushottam Gokhale			0.07	0.06
Shri Rakesh Kacker			0.19	0.18
Ms. Sushama Nath			0.12	0.09
Ms. Bharti Prasad			0.08	0.09
Shri Subhash S Mundra			0.07	-
Smt. Pravin Tripathi			0.13	0.20
Shri Kamlesh S. Vikamsey			0.12	0.13
Shri Ramesh Narain Misra			0.05	0.03
Shri Santosh B Nayar			0.08	0.11
Shri C. Gangopadhyay			-	0.01
Shri Devendra Swaroop Saksena			0.06	0.04
Dr. Atmanand			0.01	0.02
Shri R N Nayak			0.04	0.05
Pranurja Solutions Limited	Associate	Equity investment made in the associate	0.0001	12.50
PTC Foundation	Controlled Trust	Contribution for CSR	11.49	13.89
		Recovery of cost of employees on deputation in Controlled trust	0.57	0.55
		Payment of expenses on behalf of Controlled trust	0.02	0.0004
		Rental income (including GST)	0.04	0.04

(₹ in crore)

Compensation to Key management personnel	Influence	Year ending March 31, 2021	Year ending March 31, 2020
Shri Deepak Amitabh	Whole time director		
- Short term employee benefits		1.61	1.61
- Post employment benefits		0.03	0.01
- Other long term benefits		0.04	0.01
Total Compensation paid		**1.68**	**1.63**
- Dividend paid		0.06	0.03
Dr. Rajib Kumar Mishra			
- Short term employee benefits		1.26	1.31
- Post employment benefits		0.06	0.04
- Other long term benefits		0.04	0.01
Total Compensation paid		**1.36**	**1.36**
- Dividend paid		0.001	0.001
Shri Ajit Kumar			
- Short term employee benefits		1.28	1.29
- Post employment benefits		0.09	0.04
- Other long term benefits		0.04	0.03
Total Compensation paid		**1.41**	**1.36**
- Dividend paid		0.001	0.00004
Dr. Ashok Haldia			
- Short term employee benefits		-	-
- Post employment benefits		-	0.09
- Other long term benefits		-	0.01
Total Compensation paid		**-**	**0.10**

(₹ in crore)

Compensation to Key management personnel	Influence	Year ending March 31, 2021	Year ending March 31, 2020
Dr. Pawan Singh			
- Short term employee benefits		1.13	1.00
- Defined benefits plans		0.03	0.06
- Other long term benefits		-	0.04
Total Compensation paid		**1.16**	**1.10**
Mr. Naveen Kumar			
- Short term employee benefits		0.90	0.83
- Defined benefits plans		0.01	0.01
- Other long term benefits		0.02	0.02
Total Compensation paid		**0.93**	**0.86**
Shri Pankaj Goel	Chief Financial Officer		
- Short term employee benefits		0.82	0.79
- Defined benefits plans		0.03	0.04
- Other long term benefits		0.02	0.04
Total Compensation paid		**0.87**	**0.87**
- Dividend paid		0.002	0.001
Shri Rajiv Maheshwari	Company Secretary		
- Short term employee benefits		0.56	0.56
- Defined benefits plans		-	0.02
- Other long term benefits		(0.01)	0.04
Total Compensation paid		**0.55**	**0.62**
Shri Sanjay Rustagi	Chief Financial Officer		
- Short term employee benefits		0.55	0.50
- Defined benefits plans		0.01	0.01
- Other long term benefits		0.01	0.02
Total Compensation paid		**0.57**	**0.53**
Shri Vishal Goyal	Company Secretary		
- Short term employee benefits		0.55	0.52
- Defined benefits plans		0.01	0.04
- Other long term benefits		0.01	0.01
Total Compensation paid		**0.57**	**0.57**

ii) Equity investment (net of loss) as at the balance sheet date without provision for impairment loss

(₹ in crore)

Name of the company	Relationship	As at 31.03.2021	As at 31.03.2020
Krishna Godavari Power Utilities Limited	Associate	37.55	37.55
R.S. India Wind Energy Private Limited	Associate	47.37	47.37
Varam Bio Energy Private Limited	Associate	4.39	4.39
RS India Global Energy Limited	Associate	22.89	22.89
Pranurja Solutions Limited	Associate	12.38	12.46

iii) **Investment in debentures at the balance sheet date without considering provision for impairment loss**

(₹ in crore)

Name of the company	Relationship	As at 31.03.2021	As at 31.03.2020
Varam Bio Energy Private Limited	Associate	4.29	4.29

iv) **Provision for impairment loss**

(₹ in crore)

Name of the company	Relationship	As at 31.03.2021	As at 31.03.2020
Krishna Godavari Power Utilities Limited (equity shares)	Associate	37.55	37.55
R.S. India Wind Energy Private Limited (equity shares)	Associate	47.37	47.37
Varam Bio Energy Private Limited (equity shares)	Associate	4.39	4.39
RS India Global Energy Limited (equity shares)	Associate	22.89	22.89
Varam Bio Energy Private Limited (debentures)	Associate	4.29	4.29

v) **Terms and conditions of transactions with the related parties**

(a) Transactions with the related parties are made on normal commercial terms and conditions and at market rates.

(b) Outstanding balances of related parties at the year-end, are unsecured and interest free and settlement occurs through banking transaction. For the year ended 31 March 2021, the Group has not recorded any impairment of receivables relating to amounts owed by related parties (31 March 2020: ₹ Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

Note No.44 - Disclosure as per Ind AS 36 'Impairment of Assets'

As required by Ind AS 36, an assessment of impairment of assets was carried out and based on such assessment, the Group has accounted impairment losses as below:

The Group has invested ₹ 37.55 crore as 49% of equity in its associate " Krishna Godavari Power Utilities Limited (KGPUL)" for 60 MW Thermal imported coal based project .The project was 90% completed and further progress on the project was stopped due to paucity of funds. One of the lenders has carried out the valuation of assets of the project and based on the valuation report, the Group has recognized an impairment loss of ₹ 37.55 crore in respect of such investment and disclosed as an exceptional item in the Statement of Profit and Loss for the year ended 31 March, 2016.

The Group in the year 2008-09 and 2009-10, had made an investment of ₹ 23.40 Crore equivalent to 48% in the total equity of the Company namely 'R.S. India Global Energy Limited' (RSIGEL), and therefore, the said Company is an associate of the Parent Company. Based on an independent investigation into the affair of RSIGEL, the Group concluded that the said associate and its promoters had misrepresented various facts to induce it to make such investments, therefore the Group has fully provided for the diminution in value of investment held in the said associate in FY 2014-15.

In the year 2014-15, based on an independent investigation into the affairs of R. S. India Wind Energy Private Limited (Associate), the Group had concluded that in earlier years, the Associate and its promoters had misrepresented various facts to it and induced it to make investments aggregating ₹ 61.12 crore in the Associate. The Group had filed a criminal complaint against the Associate and its promoters and is taking suitable steps both under civil and criminal law to safeguard its investments and to recover the same. Pending outcome thereof, the Group has fully provided for the diminution in value of investment held in this Associate.

Note No 45 - Fair Value Measurements

(a) **Financial instruments by category**

(₹ in crore)

Particulars	As at 31 March 2021			As at 31 March 2020		
	FVTPL	FVTOCI	Amortised Cost	FVTPL	FVTOCI	Amortised Cost
Financial assets						
Investments						
- Equity instruments / security receipts	130.86	221.60	216.81	151.71	195.68	203.97
- Mutual funds	390.03	-	-	-	-	-
Derivative assets	7.89	3.39	-	13.79	7.83	-
Trade Receivables	-	-	6,189.69	-	-	7,010.84
Cash and bank balances	-	-	1,380.72	-	-	742.68
Loans	-	-	7,387.64	-	-	9,414.60
Other financial assets	-	-	2,490.06	-	-	861.88
Total	**528.78**	**224.99**	**17,664.92**	**165.50**	**203.51**	**18,233.97**
Financial liabilities						
Borrowings	-	-	9,786.13	-	-	10,088.88
Trade payables	-	-	3,654.34	-	-	4,360.42
Other financial liabilities	-	-	1,961.10	-	-	1,632.55
Total	**-**	**-**	**15,401.57**	**-**	**-**	**16,081.85**

Details of assets pledged as collateral/security

The carrying amount of financial assets and property, plant and equipment that the company has provided as collateral for obtaining borrowings and other facilities from the bankers as follows:

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Financial Assets		
Trade receivable	6,221.35	7,037.14
Cash and Cash Equivalents	25.95	8.29
Other bank balances under Debt Service Reserve Account (DSRA	9.24	-
Fixed deposits with banks	59.66	74.83
Loans	10,464.03	10,717.36
Property, Plant and Equipments (Gross Carrying value)	2,133.10	2,133.10

(b) **Fair value hierarchy**

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

(₹ in crore)

Financial assets and liabilities measured at fair value- recurring fair value measurement As at 31 March 2021	Level 1	Level 2	Level 3	Total
Financial assets:				
Investments in unquoted equity instruments	25.63		326.83	352.46
Derivative instruments		11.28	-	11.28
Investments in mutual funds	-	390.03	-	390.03
Total	**25.63**	**401.31**	**326.83**	**753.77**

(₹ in crore)

Financial assets and liabilities measured at fair value- recurring fair value measurement As at 31 March 2020	Level 1	Level 2	Level 3	Total
Financial assets:				
Investments in unquoted equity instruments	-	-	347.39	347.39
Derivative instruments		21.62	-	21.62
Total	**-**	**21.62**	**347.39**	**369.01**

Fair value measurements using significant unobservable inputs (level 3)

The following table presents the changes in level 3 items for the periods ended March 31, 2021 and March 31, 2020 :

(₹ in crore)

Particulars	Equity Investments	
	Year ending March 31, 2021	Year ending March 31, 2020
Opening balance	**347.39**	**290.83**
Acquisitions	-	79.90
Gains/(losses) recognized in profit or loss	2.37	(4.73)
Gains/(losses) recognized in other comprehensive income	0.28	0.72
Disposal/acquisition	(23.21)	(19.33)
Closing balance	**326.83**	**347.39**

There are no financial liabilities measured at fair value on recurring basis. There were no transfers between the 3 levels in the reporting periods

The fair value of the financial assets and liabilities are included at the amount that would be received to sell an asset and paid to transfer a liability in an orderly transaction between market participants. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

Level 1: Level 1 hierarchy includes financial instruments measured using quoted prices. This includes investments in quoted equity instruments. Quoted equity instruments are valued using quoted prices at stock exchanges.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. This level includes mutual funds which are valued using the closing NAV and derivative instruments.

Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unquoted equity instruments included in level 3.

There have been no transfers in either direction for the years ended 31 March 2021 and 31 March 2020.

Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments include:

- the use of quoted market prices

- the fair value of the remaining financial instruments is determined using discounted cash flow/net adjusted asset value/book value analysis/sale price observable in the market.

-The Group's foreign currency and interest rate derivative contracts are not traded in active markets. Fair valuation of such instruments are provided by the dealer who are recognised banks and use widely acceptable techniques. The effects of non-observable inputs are not significant for foreign currency forward contracts.

-The Group performs valuations in consultation with third party valuation specialists for complex valuations. Valuation techniques are selected based on the characteristics of each instrument, with the overall objective of maximizing the use of market-based information.

-Management uses its best judgment in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of all the amounts that the Group could have realized or paid in sale transactions as of respective dates. as such, the fair value of the financial instruments subsequent to the respective reporting dates may be different from the amounts reported at each Year end.

Fair value of the Group's financial assets and financial liabilities that are not measured at fair value (but fair value disclosures are required)

Except as detailed out in the following table, the management considers that the carrying amounts of financial assets and financial liabilities recognised in the consolidated financial statements approximate their fair values.

(₹ in crore)

Particulars	As at March 31, 2021		As at March 31, 2020	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial Liabilities				
Commercial paper	594.75	594.75	80.00	80.00
Infrastructure Bonds	109.20	109.20	136.37	136.37
Debentures	232.15	235.12	276.61	281.26

(₹ in crore)

Particulars	Fair value hierarchy As at March 31, 2021			
	Level 1	Level 2	Level 3	Total
Financial Liabilities at amortised cost				
Commercial paper	-	-	594.75	**594.75**
Infrastructure Bonds	-	-	109.20	**109.20**
Debentures	-	-	235.12	**235.12**

(₹ in crore)

Particulars	Fair value hierarchy As at March 31, 2020			
	Level 1	Level 2	Level 3	Total
Financial Liabilities at amortised cost				
Commercial paper	-	-	80.00	**80.00**
Infrastructure Bonds	-	-	136.37	**136.37**
Debentures	-	-	281.26	**281.26**

c) **Fair value of financial assets and liabilities measured at amortised cost**

The fair value of the financial assets and liabilities are included at the amount that would be received to sell an asset and paid to transfer a liability in an orderly transaction between market participants. The following methods and assumptions were used to estimate the fair values:-

-Valuation technique used to determine fair value

Specific valuation techniques used to value financial instruments, as described below:

a) Security receipts are valued with reference to sale price observable in the market.

b) The Group's foreign currency and interest rate derivative contracts are not traded in active markets. Fair valuation of such instruments are provided by the dealer who are recognised banks and use widely acceptable techniques. The effects of non-observable inputs are not significant for foreign currency forward contracts.

The Group performs valuations in consultation with third party valuation specialists for complex valuations. Valuation techniques are selected based on the characteristics of each instrument, with the overall objective of maximizing the use of market-based information.

-Trade receivables, cash and cash equivalents, other bank balances, loans, other current financial assets, current borrowings, trade payables and other current financial liabilities: Approximate their carrying amounts largely due to the short-term maturities of these instruments.

-Management uses its best judgment in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of all the amounts that the Group could have realized or paid in sale transactions as of respective dates. as such, the fair value of the financial instruments subsequent to the respective reporting dates may be different from the amounts reported at each year end.

Note No.46 . Comparison between ECL as per Ind AS 109 and provision as per RBI norms (₹ in crore)

Asset classification as per RBI norms	Asset classification as per Ind AS 109	Gross carrying amount as per Ind AS	Loss allowance (provisions) as required under Ind AS 109	Net carrying amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
Performing Assets						
Standard	Stage 1	8,203.82	32.39	8,171.43	33.32	(0.93)
	Stage 2	913.49	23.17	890.32	11.06	12.11
Subtotal		**9,117.31**	**55.56**	**9,061.75**	**44.38**	**11.18**
Non-Performing Assets (NPA)						
Substandard	Stage 3	511.22	54.50	456.72	101.47	(46.97)
Doubtful - upto 1 year	Stage 3	149.60	68.69	80.91	83.75	(15.06)
1 to 3 years	Stage 3	457.91	248.15	209.76	287.22	(39.07)
More than 3 years	Stage 3	227.65	201.76	25.89	226.71	(24.95)
Subtotal for doubtful		835.16	518.60	316.56	597.68	(79.08)
Loss	**Stage 3**	-	-	-	-	-
Subtotal for NPA		1,346.38	573.10	773.28	699.15	(126.98)
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	**Stage 3**	- -				
Subtotal		-	-	-	-	-
Total	**Stage 1**	**8,203.82**	**32.39**	**8,171.43**	**33.32**	**(0.93)**
	Stage 2	**913.49**	**23.17**	**890.32**	**11.06**	**12.11**
	Stage 3	**1,346.38**	**573.10**	**773.28**	**699.15**	**(126.98)**

Note: ₹ 126.98 Crore (Previous year ₹ 57.69 Crore) (being the excess of provision required as per IRACP norms and ECL Provision required under INDAS 109) has been recognised as "Impairment Reserve" in the Balance Sheet. Out of total provision, Group's share of ₹ 82.52 Crore (Previous year ₹ 37.49 Crore) has been shown as impairment Reserve and remaining balance is included in Non-controlling Interests.

Note No.47 . Financial Risk Management

The Group's activities expose it to market risk, liquidity risk and credit risk. This note explains the sources of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

Risk	Exposure arising from	Measurement	Management
Credit Risk	Loan receivables, Cash and bank balances, trade receivables, derivative financial instruments, financial assets measured at amortized cost	Ageing analysis Credit ratings Expected credit loss analysis	Investment policy for bank deposits, credit limits and letters of credit/ bank guarantee. Credit risk analysis, diversification of customers/asset base, credit limits and collateral.
Liquidity risk	Borrowings & Other liabilities	Rolling cash flow forecasts	Availability of committed credit lines and borrowing facilities. Monitoring of receivables and exposure limit
Market risk – foreign currency risk	- Future commercial transactions - Recognised financial assets and liabilities not denominated in Indian rupee (₹)	Cash flow forecasting Sensitivity analysis	Foreign currency risk management policy. Hedging mechanism/ derivative contracts.
Market risk - interest rate	Non-current borrowings at variable rates	Sensitivity analysis	Interest rate swaps
Market risk – Security price risk	Investments in equity securities	Sensitivity analysis. IRR expectation	Invested as per strategic decisions made by the Board. Nominee in the board of investee company. Portfolio diversification, exposure limits, Interest rate swaps
Market risk – net asset value	Investments in mutual funds	Sensitivity analysis	Investment limits, performance ratings etc.

Risk management framework

The Group's activities make risk an integral and unavoidable component of business. The Group manages risks in a proactive and effective manner and has taken adequate measures to address such concerns by developing adequate systems and practices.

In order to institutionalize the risk management process in the Group, there is a Risk Management Group (RMG) and an elaborate Risk Management Policy (RMP) has been formulated.

Governance Framework

The Governance framework of the Risk Management process is constituted by three layers of authority:

i) Board of Directors, Risk Management Committee and Audit Committee

ii) Executive Management Team

iii) Functional Head(s)

The process of escalation to and monitoring of risks by the three layers in the Governance framework is built around the following key facilitating roles. A cross functional team approach has been followed to establish a workable and business focused risk management process in the PTC Group.

i) Chief Risk Officer (reporting to Risk Management Committee)

ii) Risk Owners (typically Vice President level functionaries reporting to Functional Heads)

iii) Risk Monitors

Roles and Responsibilities

Board, Risk Management Committee and Audit Committee: Terms of reference of Risk Management Committee shall, inter-alia, include the following:

(i) To formulate, review and monitor risk management policy;

(ii) To implement, monitor and review the risk management framework, the risk management plan and related matters; and

(iii) Any other matter as the Audit Committee may deem appropriate after approval of the Board of Directors or as may be directed by the Board of Directors from time to time.

Chief Risk Officer (CRO): The CRO provides inputs and insights in the establishment, monitoring and structuring risk management process and further monitor its compliance in accordance with relevant provisions of the policy. CRO coordinates between the Risk Management Committee and Executive Management Team to establish an advance / proactive risk reporting system, based on ethical principles, so that risks are understood in a simple and transparent manner.

Executive Management Team: The CEO, Whole Time Directors and other Functional heads of respective Business Units / Functions constitute the Executive Management Team. By virtue of their roles, they are the best equipped to have knowledge and understanding of their respective business functions. Hence, they constitute the first layer of risk review and escalation by risk owners.

Risk Owners: Risk Owners have been delegated the ownership of risks. The Risk Owner is typically an officer of a sufficiently experienced level like Vice President / Sr. Vice President. The risk owner's responsibilities are guided in accordance with the relevant sections of the Risk Management Policy.

Risk Management Group: Members of the Risk Management Group, supporting the CRO, monitor effective implementation and compliance of the risk management policy. They coordinate among various managerial levels of PTC and the Group Companies to establish processes and ensure smooth and timely flow of information.

Risk Monitors: Risk monitors in each Business Unit constitute a cross functional team that works closely to engage in the deployment of an active risk management process that permeates the group. A Risk Monitor a) takes up new risks for discussion b) helps evolve risk responses and c) works as an extended arm of Risk Management Group in the unit / function in managing and reporting risks.

The RMG meets every quarter or as needed. Risks are regularly monitored through reporting of key performance indicators and tools like Risk Matrix at transaction level. Outcomes/exceptions and aggregate level reports are submitted for information of the Board of Directors.

Group on Common Exposures: Constituted for consultation of senior management of PTC and group companies on exposures to common customers.

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The Group has an appropriate liquidity risk management framework for the management of short, medium and long term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate cash reserves/ marketable securities/banking facilities and reserve borrowing facilities by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The Group's treasury department is responsible for managing the short term and long term liquidity requirements of the Group. Short term liquidity situation is reviewed daily by Treasury. Management of the Group monitors forecast of liquidity position and cash and cash equivalents on the basis of expected cash flows. The Asset Liability Management Policy aims to align market risk management with overall strategic objectives, articulate current interest rate view and determine pricing, mix and maturity profile of assets and liabilities. The asset liability management policy involves preparation and analysis of liquidity gap reports and ensuring preventive and corrective measures. It also addresses the interest rate risk by providing for duration gap analysis and control by providing limits to the gaps. The Board of directors has established an investment policy by taking into account liquidity risk as well as credit risk. The Group's treasury department operates in line with such policy. Long term liquidity position is reviewed by the Board of Directors and appropriate decisions are taken according to the situation.

Commercial department monitor the Group's net liquidity position by monitoring the level of expected cash inflows on trade and other receivables together with expected cash outflows on trade and other payables.

Typically the Group ensures that it has sufficient cash on demand to meet expected operational expenses and payments to trade payables including the servicing of financial obligations, this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

(i) Financing arrangements

The Group had access to the following undrawn borrowing facilities at the end of the reporting period:

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Cash credit	1,030.85	1,124.21
Short term loans	1,128.03	1,013.61
Short term loans interchangeable with non-fund based limits	-	3.51
Long term loans	130.82	240.82
Total	**2,289.70**	**2,382.15**

(ii) Maturities of financial liabilities

The following are the contractual maturities of financial liabilities, based on contractual cash flows:

31-Mar-21 (₹ in crore)

Contractual maturities of financial liabilities	Contractual cash flows				
	Less than 1 year	1-3 year	3-5 year	More than 5 years	Total
Financial liabilities					
Borrowings	3,770.09	2,997.08	2,359.88	2,342.72	**11,469.77**
Finance lease obligations	4.54	3.88	-	0.71	**9.13**
Trade and other payables	3,895.50	12.48	14.69	-	**3,922.67**

31-Mar-20 (₹ in crore)

Contractual maturities of financial liabilities	Contractual cash flows				
	Less than 1 year	1-3 year	3-5 year	More than 5 years	Total
Financial liabilities					
Borrowings	2,919.57	2,825.40	2,446.10	3,204.12	**11,395.19**
Finance lease obligations	3.87	8.42	-	0.71	**13.00**
Trade and other payables	4,581.29	48.89	-	43.48	**4,673.66**

Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations resulting in a financial loss to the Group. Credit risk arises principally from trade receivables, investment in debt securities, loans & advances (including loan financing), cash & cash equivalents and deposits with banks and financial institutions.

Credit risk management policy provides for identification and assessment of credit risk, assessment and management of portfolio credit risk, and risk monitoring and control. The issues relating to the establishment of exposure limits for various categories, for example, based on geographical regions, fuel specific, industry and rating are also covered. The policy also deals with rating models aiming at high quality, consistency and uniformity in the appraisal of proposals. The group has established for its NBFC subsidiary various internal risk management process to provide early identification of possible changes in the creditworthiness of counterparties, including regular collateral revisions. Counterparty limits are established by the use of a credit risk classification system, which assigns each counterparty a risk rating. Risk ratings are subject to regular revision. The credit quality review process aims to allow the Company to assess the potential loss as a result of the risks to which it is exposed and take corrective actions.

The Group has Risk Governance System. To determine whether operations are within the risk appetite of the organization at any given time, the following parameters are reported to the appropriate layer of the Risk Governance system, and in particular to the Board of Directors and Audit Committee periodically:

For Marketing –

a) **Short Term:** List of all open positions and periods involved in each such position; this is reported on a periodic basis to ensure timely corrective action in case of exigency.

b) **Long-Term:** List of all agreements where take-or-pay liability was taken by PTC and periods involved in each such position; this is reported on at least a periodic basis to ensure timely corrective action in case of exigency.

Trade receivables

PTC primarily sells electricity to bulk customers comprising mainly state power utilities owned by State Governments generally with security mechanism in the form of Letters of Credit. PTC has no experience of significant impairment losses in respect of trade receivables in the past years.

For purchase of power through Power Exchange(s), for clients other than state owned power utilities, PTC either takes payments from the parties on advance basis or ensures security mechanism in the form of Bank Guarantee/ Letter of Credits. Transactions with state owned power utilities are generally made without security mechanism, however transactions being with state owned power utilities, the risk is insignificant.

Investments in marketable securities

The Group invests in marketable securities to churn its short term working capital funds.

The Board of directors has established an investment policy by taking into account liquidity risk as well as credit risk. The investment policy prescribes guidelines for investible funds on fulfillment of certain conditions i.e investment in AMC who invest as per SEBI Guidelines, limit of investment in single AMC, performance rating etc. The Group's treasury department operates in line with such policy. The treasury department actively monitors the return rate and maturity period of the investments. The Group has not experienced any significant impairment losses in respect of any of the investments.

Loans & advances

The Group has given open access advances and security deposits. There is insignificant risk in case of open access advances paid on account of state owned power utilities. In case of open access advances are paid on account of generators, the Group generally takes irrevocable undertaking from the generators to adjust the amounts against their running accounts in case of default. The Group has no experience of significant impairment losses in respect of open access advances in the past years.

Cash and cash equivalents

The Group held cash and cash equivalents of ₹ 939.09 crore (31 March 2020: ₹ 421.02 crore). The cash and cash equivalents are held with banks with high credit ratings.

Deposits with banks and financial institutions

The Group held deposits with banks and financial institutions of ₹ 409.07 crore (31 March 2020: ₹ 314.83 Crore). In order to manage the risk, the Group makes these deposit with high credit rating as per investment policy of the Group.

i. Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Financial assets for which loss allowance is measured using 12 months Expected Credit Losses (ECL)	569.27	551.36
Non-current investments		
Non-current loans	7,387.25	9,414.33
Current investments	390.03	-
Cash and cash equivalents	939.09	421.02
Other bank balances	441.63	321.66
Current loans	0.39	0.27
Other current financial assets	2,489.68	861.54
Other non-current financial assets	11.66	21.96
Total	**12,229.00**	**11,592.14**
Financial assets for which loss allowance is measured using Life time Expected Credit Losses (ECL)		
Trade receivables	6,189.69	7,010.84
Total	**6,189.69**	**7,010.84**

Significant increase in credit risk and credit impaired financial assets

The Group considers a financial instrument to have experienced a significant increase based on the staging criteria, which is aligned with EWS framework.

As per EWS framework, loan accounts with rating OR1-OR6 may be classified as stage 1 and assets with rating OR7-OR10 may be classified as stage 2 accounts. However, if the loan account was rated OR7-OR10 during the sanction process then the loan account may be classified as stage 1 account as the risk prescription/credit quality has not changed since initial risk assessment.

Definition of default

The Group defines a financial instrument as in default, any borrower whose contractual payments are due for more than 90 days is termed as default, which is in line with RBI guidelines

Explanation of inputs, assumptions and estimation techniques

Probability of default (PD) computation model

Probability of Default is the likelihood that the borrower will not be able to meets its obligations as and when it falls due.

Transition Matrix Approach was used for estimation of PD. ICRA's one-year transition matrix was used as the base probability of default matrix.

Stage 1: 12-month PDs were taken directly from one-year transition matrix and so, PIT conversion was not done, as it is already giving PIT PDs.

Stage 2: PD for second year onwards was estimated using Matrix Multiplication Approach. As a matter of following a best practice, it was decided to keep the PDs constant after 5th year.

Stage 3: As the accounts classified into stage 3 are non-performing assets so probability of default was assumed to be 100%.

Loss given default (LGD) computation model

Loss Given Default is the percentage of total exposure which the borrower would not be able to recover in case of default.

Basis of calculating loss rates

First step involved in ECL computation is staging of the assets into three categories. Staging of the financial assets depend on the deterioration of the credit quality of the assets over its lifetime. Performing assets fall under Stage I, Underperforming assets fall under Stage II and Impaired assets(non-performing) fall under Stage III.

The following points were considered for stage wise classification of credit exposures:

1. Stage III exposures were exposures where actual default events have occurred i.e. all credit exposures classified as Doubtful or Sub-Standard, or where significant deterioration in credit quality was envisaged.
2. Stage II exposure were exposures which were not considered impaired asset but were classified as 'Stressed Accounts' or were flagged as High-Risk Category.
3. All other accounts not meeting the first two criteria were classified as Stage 1 accounts.

Quantitative and qualitative factors considered along with quantification i.r.t loss rates

Impact of specific risk factors was taken into account while staging of accounts and computation of PD. External credit rating was also used for staging criteria. The industry of the borrower was also considered for classification of the borrower. If a borrower belonged to an industry under stress, then the borrower was classified as stage 2 or 3 account.

For computation of loss given default, haircuts on collateral, based on subjective parameters were used.

- Sector/Sub-sector

- Source of Power Generation

- PPA Status

- COD Status

Forward looking information incorporated in ECL models

The PDs derived from the transition matrix were adjusted using Index for Industrial Production (IIP) for electricity segment prepared by Government of India and published by Reserve Bank of India. A scenario analysis methodology was used to shock the Point-in-Time PDs using IIP data. These shocked PDs were used to compute lifetime ECL for stage 2 accounts.

Loss allowance for loans

The loss allowance recognized in the period is impacted by a variety of factors, as described below:

- Transfers between Stage 1 and Stages 2 or 3 due to financial instruments experiencing significant increases (or decreases) of credit risk or becoming credit-impaired in the period, and the consequent "step up" (or "step down") between 12-month and Lifetime ECL.

- Additional allowances for new financial instruments recognised during the period, as well as releases for financial instruments de-recognised in the period

- Impact on the measurement of ECL due to changes in PDs, EADs and LGDs in the period, arising from regular refreshing of inputs to models

- Financial assets derecognized during the period and write-offs of allowances related to assets that were written off during the period

The following tables explain the changes in the loss allowance between the beginning and the end of the annual period due to these factors:

(₹ in crore)

Loss allowance	Stage 1	Stage 2	Stage 3	Total
	12 months ECL	Lifetime ECL	Lifetime ECL	
Loans and advances to customers at amortized Cost				
Balance as at March 31, 2019	**47.54**	**17.93**	**664.77**	**730.24**
Transfer to life time ECL not credit impaired	(11.90)	11.90	-	-
Transfer to Lifetime ECL credit impaired	-	(76.32)	76.32	-
Movement of loss allowance during the year	11.25	70.27	106.63	**188.15**
Write offs	-	-	(439.47)	**(439.47)**
Balance as at March 31, 2020	**46.89**	**23.78**	**408.25**	**478.92**
Loans and advances to customers at amortized Cost				
Balance as at April 1, 2020	**46.89**	**23.78**	**408.25**	**478.92**
Transfer to 12 months ECL	0.01	(0.01)	-	-
Transfer to life time ECL not credit impaired	(3.95)	3.95	-	-
Transfer to Lifetime ECL credit impaired	-	(54.50)	54.50	-
Net remeasurement of loss allowance	(10.57)	49.93	28.91	**68.27**
Write offs	-	-	81.47	**81.47**
Balance as at March 31, 2021	**32.381**	**23.15**	**573.13**	**628.66**

The following table further explains changes in the gross carrying amount of the Loan portfolio to help explain their significance to the changes in the loss allowance for the same portfolio as discussed above:

(₹ in crore)

Gross Exposure	Stage 1	Stage 2	Stage 3	Total
	12 months ECL	Lifetime ECL	Lifetime ECL	
Loans and advances to customers at amortized Cost				
Balance as at 1 April, 2019	11,288.63	676.95	1,347.83	13,313.41
Transfer to/from life time ECL not credit impaired	(558.33)	558.33	-	-
Transfer to/from Lifetime ECL credit impaired	-	(341.25)	341.25	-
New Financial assets originated or purchased	2,151.62	169.57	-	2,321.19
Financial Assets that have been derecognized	(4,163.66)	(18.07)	(296.35)	(4,478.08)
Write offs	-	-	(439.48)	(439.48)
Balance as at March 31, 2020	**8,718.26**	**1,045.53**	**953.25**	**10,717.04**
Loans and advances to customers at amortized Cost				
Balance as at 1 April, 2020	8,718.26	1,045.53	953.25	10,717.04
Transfer to/from 12 months ECL	19.26	(19.26)	-	-
Transfer to/from life time ECL not credit impaired	(319.01)	319.01	-	-
Transfer to/from Lifetime ECL credit impaired	-	(511.22)	511.22	-
New Financial assets originated or purchased	1,526.91	102.67	-	1,629.58
Financial Assets that have been derecognized	(1,741.61)	(23.23)	(199.56)	(1,964.40)
Write offs	-	-	81.47	81.47
Balance as at March 31, 2021	**8,203.81**	**913.50**	**1,346.38**	**10,463.69**

Concentration of credit risk

The Group monitors concentration of credit risk by type of industry in which the borrower operates, further bifurcated into type of borrower, whether state or private.

Industry	As at March 31, 2021	As at March 31, 2020
Gross carrying amount of loans		
Concentration by industry		
Thermal	1,206.54	1,239.20
Renewable energy	4,429.03	5,417.73
Hydro	164.60	207.77
Others	4,663.52	3,852.34
Total	**10,463.69**	**10,717.04**

(ii) Ageing analysis of trade receivables

The ageing analysis of the trade receivables is as below:

(₹ in crore)

Ageing	0-30 days	31-90 days	91-180 days	180 days-365 days	More than 1 year less than 3 years	More than 3 years	Total
Gross carrying amount as 31.3.2021	2,225.54	1,171.32	772.56	838.52	645.11	568.30	**6,221.35**
Gross carrying amount as 31.3.2020	1,904.16	1,441.05	758.68	1,653.17	934.62	345.46	**7,037.14**

Trade receivables include ₹ 376.16 crore (Previous year ₹ 255 Crore) of bill of exchange drawn on state utilities (customers) and discounted with banks based on arrangements between the Company, banks and state utilities. Further, the interest amounting to ₹ 17.88 Crore (Previous year ₹ 1.48 Crore) paid to bank under bill of exchange arrangements has been reimbursed by utilities.

(iii) Reconciliation of impairment loss provisions

The movement in the allowance for impairment in respect of financial assets other than loan during the year was as follows:

(₹ in crore)

Particulars	Investments	Trade receivables	Advances	Total
Balance as at 31 March, 2019	116.49	18.09	0.94	135.52
Impairment loss recognised	-	8.99	1.99	10.98
Amounts written off/ transferred	-	(0.78)	-	(0.78)
Balance as at 31 March 2020	**116.49**	**26.30**	**2.93**	**145.72**
Balance as at 31 March, 2020	116.49	26.30	2.93	145.72
Impairment loss recognised	-	5.36	23.82	29.18
Amounts written off/ transferred	-	-	-	
Balance as at 31 March 2021	**116.49**	**31.66**	**26.75**	**174.90**

Based on historic default rates, the Group believes that, apart from the above, no impairment allowance is necessary in respect of any other assets.

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates, will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

The Board of directors is responsible for setting up of policies and procedures to manage market risks of the Group. At present, the Group has a Forex Risk Management Policy for hedging of foreign currency risk.

Currency risk

The Group is exposed to foreign currency risk on certain transactions that are denominated in a currency other than entity's functional currency, hence exposure to exchange rate fluctuations arises. The risk is that the functional currency value of cash flows will vary as a result of movements in exchange rates. 'The Group is exposed to foreign exchange risk arising from foreign currency transactions. The policy on foreign exchange risk management covers the management of foreign exchange risk related to existing and future foreign currency loans or any other foreign exchange risks derived from borrowing and lending. The objective of the policy is to serve as a guideline for transactions to be undertaken for hedging of foreign exchange related risks. It also provides guiding parameters within which the Asset Liability Management Committee can take decisions for managing the above mentioned risks. Foreign exchange risk arises from recognised assets and liabilities denominated in a currency that is not the functional currency of the Group. The Group as per its overall strategy uses derivative contracts to mitigate its risks associated with fluctuations in foreign currency and interest rates on borrowings. The Group does not use derivative contracts for speculative purposes.

The currency profile of financial assets as at March 31, 2021 and March 31, 2020 are as below:

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Financial assets having exposure in USD		
Foreign currency loan (₹ in crore)	223.43	317.01
Trade and other receivables (₹ in crore)	41.80	47.35

Sensitivity analysis

A strengthening of the Indian Rupee, as indicated below, against the USD at 31 March, 2021 would have increased (decreased) profit or loss by the amounts shown below. This analysis is based on foreign currency exchange rate variances that the Group considered to be reasonably possible at the end of the reporting period. The analysis is performed on the same basis for previous year as indicated below.

a) **Trade receivables**

The sensitivity to changes in the exchange rates arises on trade receivable.

(₹ in crore)

Effect in ₹ crore	As at March 31, 2021	As at March 31, 2020
5% movement in USD -Increase	-	0.25
5% movement in USD-Decrease	-	(0.25)

The Group has certain transactions in foreign currency where exposure is passed on the counter parties, hence, currency profile of the company as on reporting date has been considered on net basis.

b) **Other-foreign currency denominated financial instruments**

The sensitivity to changes in the exchange rates arises mainly from foreign currency denominated financial instruments.

(₹ in crore)

Effect in ₹ crore	As at March 31, 2021	As at March 31, 2020
USD sensitivity*		
INR/USD- increase by 459 bp (March 31, 2020: 531 bp)	10.26	16.83
INR/USD- decrease by 459 bp (March 31, 2020: 531 bp)	(10.26)	(16.83)

**Holding all other variables constant*

Liabilities

Interest rate risk

The Group is exposed to interest rate risk arising mainly on long term loans and borrowings, financial lease obligations and financial lease receivables. The Group is exposed to interest rate risk because the cash flows will fluctuate with changes in interest rates. The policy of the Group is to minimize interest rate cash flow risk exposures. As at March 31, 2021, the Group is exposed to changes in market interest rates through loans and bank borrowings at variable interest rates.

Interest rate risk exposure

Below is the overall exposure of the Group to interest rate risk:

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Variable rate borrowing	9,481.52	10,028.21
Finance lease obligations	9.13	13.00
Fixed rate borrowing	1,988.25	1,366.97
Total borrowings	**11,478.90**	**11,408.18**

Sensitivity

Below is the sensitivity of profit or loss and equity changes in interest rates:-

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Interest sensitivity*		
Interest rates – increase by 100 basis points (March 31, 2020:100 bps)	94.82	100.28
Interest rates – decrease by 100 basis points (March 31, 2020:100 bps)	(94.82)	(100.28)

** Holding all other variables constant*

In financial lease obligation, the company's risk is minimal since finance lease transactions are almost on back to back basis.

Assets

The Group's fixed deposits are carried at amortized cost and are fixed rate deposits. They are therefore not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

Interest rate risk exposure

Below is the overall exposure of the loans:-

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Variable rate loans	8,996.16	9,512.40
Fixed rate loans	1,467.53	1,204.64
Total loans	**10,463.69**	**10,717.04**

Sensitivity

Below is the sensitivity of profit or loss and equity changes in interest rates:-

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Interest sensitivity*		
Interest rates – increase by 100 basis points (March 31, 2020:100 bps)	89.96	95.12
Interest rates – decrease by 100 basis points (March 31, 2020:100 bps)	(89.96)	(95.12)

** Holding all other variables constant*

Fair value sensitivity analysis for fixed-rate instruments

The Group's fixed rate instruments are carried at amortized cost. They are therefore not subject to interest rate risk, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

Note No.48

(a) Capital Management

For the purpose of the Group's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Group. The primary objective of the Group's capital management is to maximize the shareholder value and ensure the ability to continue as a going concern.

The Group manages its capital structure and makes adjustments in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders, raise debts or issue new shares. The Group monitors Gearing ratio, which is total net debt divided by total equity. The objectives for managing capital are being achieved by way of maintaining an optimal gearing ratio as given in below table.

Gearing Ratio

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
Debt	11,478.90	11,408.18
Cash and bank balances	(1,380.72)	(742.68)
Net debt	**10,098.18**	**10,665.50**
Total equity	4,420.01	4,187.45
Net debt to equity ratio	**2.28**	**2.55**

(b) Regulatory capital (PFSL)

As contained in RBI Master Directions - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016 (hereinafter referred to as "RBI Master Directions"), the Company is required to maintain a capital ratio consisting of Tier I and Tier II capital not less than 15% of its aggregate risk weighted assets on-balance sheet and of risk adjusted value of off- balance sheet items. Out of this, Tier I capital shall not be less than 10%. The BoDs regularly monitors the maintenance of prescribed levels of Capital Risk Adjusted Ratio (CRAR). Further, the Company also ensures compliance of guidelines on "Capital Restructuring of Central Public Sector Enterprises" issued by Department of Investment and Public Asset Management (DIPAM), Ministry of Finance, Department of Public Enterprises in respect of issue of bonus shares, dividend distribution, buy back of equity shares etc.

Capital Adequacy Ratio (CAR) and other key financial parameters of PFSL are as under:

Capital Adequacy ratio - Tier I	**23.75%**
Capital Adequacy ratio - Tier II	**0.41%**
	24.16%

Note No.49- Disclosure as per Ind AS 108 'Operating segments'

A. General Information

The Group has two reportable segments, as described below, which are the Group's strategic businesses. The strategic businesses offer different products and services, and are managed separately because they require different technology and marketing strategies. For each of the strategic business, the Chief operating decision maker (CODM) reviews internal management reports on at least a quarterly basis.

The following summary describes the operations in each of the Group's reportable segments:

Power: it includes trading & generation of power.

Investment: It includes investing in equity or extending debt to power projects in generation, transmission, distribution, fuel resources and fuel related infrastructure. Information regarding the results of each reportable segment is included below. Performance is measured based on segment profit before income tax, as included in the internal management reports that are reviewed by the Board of Directors. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

B. Information about reportable segments and reconciliations to amounts reflected in the financial statements:

(₹ in crore)

Particulars	Power		Investment		Total	
	31 March 2021	31 March 2020	31 March 2021	31 March 2020	31 March 2021	31 March 2020
Segment revenue						
Revenue from operation	17,234.21	16,751.55	1,111.29	1,349.26	18,345.50	18,100.81
Other income	12.89	9.67	1.14	5.49	14.03	15.16
	17,247.10	**16,761.22**	**1,112.43**	**1,354.75**	**18,359.53**	**18,115.97**
Unallocated corporate interest and other income	-	-		-	14.13	7.60
Total	**17,247.10**	**16,761.22**	**1,112.43**	**1,354.75**	**18,373.66**	**18,123.57**

Segment result	622.81	440.56	88.99	172.03	711.80	612.59
Unallocated corporate interest and other income	-	-	-	-	14.13	7.60
Unallocated corporate expenses, interest and finance charges	-	-	-	-	47.37	30.90
Profit before tax					**678.56**	**589.29**
Income tax (net)	-	-	-	-	220.94	183.23
Profit after tax	**-**	**-**	**-**	**-**	**457.62**	**406.06**

(₹ in crore)

Particulars	Power		Investment		Unallocated		Total	
	31 March 2021	31 March 2020	31 March 2021	31 March 2020	31 March 2021	31 March 2020	31 March 2021	31 March 2020
Depreciation/amortization/impairment	93.13	92.10	-	-	6.88	8.37	100.01	100.47
Non-cash expenses other than depreciation	11.07	13.18	229.47	195.71	20.73	0.06	261.27	208.95
Capital expenditure	-	-	-	-	3.67	2.00	3.67	2.00

(₹ in crore)

Particulars	Power		Investment		Total	
	31 March 2021	31 March 2020	31 March 2021	31 March 2020	31 March 2021	31 March 2020
Segment assets	8,569.85	9,235.72	11,058.11	11,048.47	19,627.96	20,284.19
Unallocated corporate and other assets	-	-	-	-	1,039.94	825.02
Total assets	**8,569.85**	**9,235.72**	**11,058.11**	**11,048.47**	**20,667.90**	**21,109.21**
Segment liabilities	6,091.73	6,653.16	9,391.24	9,521.78	15,482.97	16,174.94
Unallocated corporate and other liabilities	-	-	-	-	23.31	6.85
Total liabilities	**6,091.73**	**6,653.16**	**9,391.24**	**9,521.78**	**15,506.28**	**16,181.79**

C. Information about major customers

Revenue from three major customers under 'Power' segment is ₹ 3123.52 crore, ₹ 2450.09 crore and ₹ 2040.52 crore (March 31, 2020: three major customers under 'Power' segment is ₹ 3532.89 crore, ₹ 2455.65 crore and ₹ 1845.24 crore) which is more than 10% of the Group's total revenues.

Note No.50 - Disclosure as per Ind AS 112 'Disclosure of Interest in Other Entities'

(a) Subsidiaries

The group's subsidiaries at 31 March 2021 are set out below. Unless otherwise stated, they have share capital consisting solely of equity shares that are held directly by the group, and the proportion of ownership interests held equals the voting rights held by the group. The country of incorporation or registration is also their principal place of business.

Name of entity	Place of business/ country of incorporation	Ownership interest held by the group		Ownership interest held by non-controlling interests		Principal activities
		31 March 2021	31 March 2020	31 March 2021	31 March 2020	
		%	%	%	%	
PTC India Financial Services Limited (PFS)	India	64.99	64.99	35.01	35.01	Non-banking finance company
PTC Energy Limited (PEL)	India	100.00	100.00	-	-	Generation of energy

(b) Non-controlling interests (NCI)

Set out below is summarised financial information for each subsidiary that has non-controlling interests that are material to the group. The amounts disclosed for each subsidiary are before inter-company eliminations and consolidation adjustments.

Summarised balance sheet

(₹ in crore)

Particulars	PTC India Financial Services Limited (PFS)	
	As at 31 March 2021	As at 31 March 2020
Current assets	3,386.18	1,291.67
Current liabilities	2,830.04	2,132.95
Net current assets	**556.14**	**(841.28)**
Non-current assets	8,145.89	10,350.17
Non-current liabilities	6,582.53	7,394.07
Net non-current assets	**1,563.36**	**2,956.10**
Net assets	2,119.50	2,114.82
Accumulated NCI	**742.04**	**740.40**

Summarised statement of profit and loss

(₹ in crore)

Particulars	PTC India Financial Services Limited (PFS)	
	For 31 March 2021	For 31 March 2020
Revenue	1,139.45	1,369.71
Profit for the year	25.60	110.00
Other comprehensive income	(6.57)	(2.43)
Total comprehensive income	**19.03**	**107.57**
Profit allocated to NCI	6.66	37.66
Dividends paid to NCI	10.12	17.99

Summarised cash flows

(₹ in crore)

Particulars	PTC India Financial Services Limited (PFS)	
	For 31 March 2021	For 31 March 2020
Cash flows from operating activities	1,311.04	3,228.32
Cash flows from investing activities	(162.06)	(385.68)
Cash flows from financing activities	(882.76)	(2,651.69)
Net increase/ (decrease) in cash and cash equivalents	**266.22**	**190.95**
Net increase/ (decrease) in cash and cash equivalents attributable to NCI	93.20	66.85

(c) **Details of significant restrictions**

In respect of investments in subsidiary Companies, the Company has restrictions for their disposal as at 31st March 2021 as under:

Name of the Subsidiary	Period of restrictions for disposal of investments as per related agreements	Carrying amount (₹ crore)	
		As at 31 March 2021	As at 31 March 2020
PTC India Financial Services Limited (PFS)	The company holds 41,74,50,001 equity shares of PTC India Financial Services Limited as on 31.03.2020. Out of the above, 8,02,00,000 shares were Lock in period which stood released on 28.02.2020.	754.77	754.77
PTC Energy Limited (PEL)	The company has to own not less than 51% of the equity share capital during the tenure of the loans taken by PTC Energy Limited.	604.12	654.12

(d) **Interests in associates**

Set out below are the associates of the Group as at 31 March 2021. The entities listed below have share capital consisting solely of equity shares, which are held directly by the Group. The country of incorporation or registration is also their principal place of business, and the proportion of ownership interest is the same as the proportion of voting rights held.

(₹ in crore)

Name of entities	Place of business	% of ownership interest	Relationship	Accounting method	Carrying Amount	
					As at 31 March 2021	As at 31 March 2020
Pranurja Solutions Limited	India	22.62 (Previous year 49.02)	Associate	Equity method	12.38	12.46
Krishna Godavari Power Utilities Limited *	India	49.00	Associate	Equity method	-	-
RS India Wind Energy Private Limited (formally known as R.S. India Wind Energy Limited) *	India	37.00	Associate	Equity method	-	-
Varam Bio Energy Private Limited *	India	26.00	Associate	Equity method	-	-
RS India Global Energy Limited *	India	48.00	Associate	Equity method	-	-

Group has interest in associates that are unlisted and hence no quoted prices are available.

*The summarised financial information as required by Ind As 112 is not disclosed as the financial statements of the associate company are not available with the parent company

Summarised Financial Information for Associate Company is set out below: (₹ in crore)

Name of entities	Group share in Profit /(loss)	Group share in other comprehensive income	Group share in total comprehensive income
Pranurja Solutions Limited	(0.08)	-	(0.08)

Summarised balance sheet

(₹ in crore)

Particulars	Pranurja Solutions Limited	
	As at 31 March 2021	As at 31 March 2020
Current assets	49.93	25.56
Current liabilities	0.23	0.16
Net current assets	**49.70**	**25.40**
Non-current assets	5.04	0.02
Non-current liabilities	-	-
Net non-current assets	**5.04**	**0.02**
Net assets	**54.74**	**25.42**

Summarised statement of profit and loss

(₹ in crore)

Particulars	Pranurja Solutions Limited	
	As at 31 March 2021	As at 31 March 2020
Revenue	1.93	0.89
Profit for the year	(0.43)	(0.07)
Total comprehensive income	**(0.43)**	**(0.07)**

Reconciliation of carrying amounts

(₹ in crore)

Particulars	Pranurja Solutions Limited
Opening Net Assets (1 April, 2019)	-
Profit for the year	(0.07)
Capital Addition	25.49
Closing Net Assets (31 March, 2020)	**25.42**
Opening Net Assets (1 April, 2020)	25.42
Profit for the year	(0.43)
Capital Addition	29.75
Closing Net Assets (31 March, 2021)	**54.74**
Group Share (%)	**22.62%**
Carrying Amount	**12.38**

(e) **Details of significant restrictions**

In respect of investments in Pranurja Solution Limited, the restriction for their disposal as at 31st March 2021 is disclosed note no. 38.

In respect of investments in other four associates, the Group has no restriction for their disposal as at 31st March 2021.

Note No. 51 - Additional information required by Schedule III

Name of the entity in the Group	Net Assets, i.e., total assets minus total liabilities		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	(₹ in crore)	As % of consolidated profit or loss	(₹ in crore)	As % of consolidated other comprehensive income	(₹ in crore)	As % of total comprehensive income	(₹ in crore)
Parent								
PTC India Limited								
31 March 2021	45%	2,330.00	96%	441.46	-12%	0.71	98%	442.17
31 March 2020	42%	2,091.05	71%	286.71	-31%	0.58	71%	287.29
Subsidiaries (Indian)								
PTC India Financial Services Limited (PFS)								
31 March 2021	41%	2,119.50	6%	25.60	112%	(6.57)	4%	19.03
31 March 2020	43%	2,114.82	27%	110.00	130%	(2.43)	27%	107.57
PTC Energy Limited (PEL)								
31 March 2021	14%	699.74	-2%	(9.36)	0%	0.01	-2%	(9.35)
31 March 2020	14%	709.09	2%	9.39	1%	(0.02)	2%	9.37
Associates (Investment as per equity method)-Indian								
Pranurja Solutions Limited*								
31 March 2021	0%	12.38	0%	(0.08)	-	-	0%	(0.08)
31 March 2020	0%	12.46	0%	(0.04)	-	-	0%	(0.04)
Krishna Godavari Power Utilities Limited*								
31 March 2021	-	-	-	-	-	-	-	-
31 March 2020	-	-	-	-	-	-	-	-
RS India Wind Energy Private Limited (formally known as R.S. India Wind Energy Limited)*								
31 March 2021	-	-	-	-	-	-	-	-
31 March 2020	-	-	-	-	-	-	-	-
Varam Bio Energy Private Limited*								
31 March 2021	-	-	-	-	-	-	-	-
31 March 2020	-	-	-	-	-	-	-	-
RS India Global Energy Limited*								
31 March 2021	-	-	-	-	-	-	-	-
31 March 2020	-	-	-	-	-	-	-	-
Total								
31 March 2021	100%	5,161.62	100%	457.62	100%	(5.85)	100%	451.77
31 March 2020	100%	4,927.42	100%	406.06	100%	(1.87)	100%	404.19

*The Group have five associates viz; Pranurja Solutions Limited, R.S. India Wind Energy Private Limited, Varam Bio Energy Private Limited, Krishna Godavari Power Utilities Limited and R.S. India Global Energy Limited. The financial statements of associate Companies except Pranurja Solutions Limited are not available with the Group. However, for the purpose of consolidated financial statements, the Group had accounted diminution in the value of net investment in these associates in earlier years. The Group does not have any further obligations over and above the cost of the investments.

Note No. 52: Disclosure of Ind AS 115

Disaggregation of revenue

Set out below is the disaggregation of the Group's revenue from contracts with customers:

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Type of goods or service		
Sale of electricity	16,710.57	16,493.18
Revenue from power supply of agency nature	15.34	20.97
Consultancy Services	29.39	24.57
Interest Loan Financing	1,044.46	1,297.30
Interest on debenture	25.72	13.06
Surcharge on sale of power	449.14	183.45
Generation based incentive on wind energy	24.14	28.00
Fee based income	21.84	34.87
Others	24.90	5.41
Total Revenue from contracts with customers	**18,345.50**	**18,100.81**
Geographical markets		
India	17,700.74	17,561.34
Outside India	644.76	539.47
Total Revenue from contracts with customers	**18,345.50**	**18,100.81**
Timing of revenue recognition		
Power transferred at a point in time	16,750.05	16,542.15
Interest on Loan Financing/debenture over the period	1,070.18	1,310.36
Services transferred/ surcharge over time/ others	525.27	248.30
Total Revenue from contracts with customers	**18,345.50**	**18,100.81**

Contract Balances

(₹ in crore)

Particulars	As at March 31, 2021	As at March 31, 2020
Trade receivables	6,189.69	7,010.84
Contract Liabilities (Advance received from customers)	62.64	68.72

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

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Revenue as per contracted price	18,403.49	18,192.47
Adjustments		
Rebate availed by customers	57.99	91.66
Revenue from contracts with customers	18,345.50	18,100.81

Performance obligation

Information about the Group's performance obligations are summarised below:

i) **Sale of Power**

The performance obligation is satisfied upon delivery of power and payment is generally due within 30 to 60 days from delivery. The contract generally provide customers with a right to early payment rebate which give rise to variable consideration subject to constraint.

ii) **Rendering of Service**

The performance obligation is satisfied over-time and payment is generally due upon completion of stage of service and acceptance of the customer. In some contracts, short-term advances are required before the consultancy is provided.

iii) **Transactions identified as of agency nature**

There are contracts with customers where the Group acts in accordance with timely instruction of the customer and bids at Exchange platform in accordance with the procedures laid down by the Exchange. The performance obligation is satisfied and payment is due upon delivery of power to the customer.

iv) **Loan financing/Debenture**

The performance obligation is satisfied over-time and payment.

Note No. 53: Impact of Covid 19

i) Power

a) Power Trading

The Parent Company i.e. PTC India Limited is engaged principally in the business of trading of electricity, which is an essential service as emphasized by the Ministry of Power, Government of India. The second wave of the Covid-19 pandemic is affecting most parts of the country and many states have imposed lockdown and associated restrictions. These conditions also impact the operations and cash collections of the Distribution Companies (Discoms), who are the principal customers of the Parent Company. Therefore, the Parent Company has been conservative in its cash management practices which may impact the prompt payment rebate income for a limited period.

The demand for electricity may also be impacted in the short-run, due to a transient mix of economic activity, as public health takes precedence over commercial activity. However, as the pandemic conditions settle, the demand for electricity shall steadily increase.

The Parent Company has considered all possible factors of the Covid-19 pandemic and their impact relating to its business environment. Based on current estimates, the Parent Company expects that the carrying amount of its assets will not deteriorate, and will be recoverable in full. However, the assessment of the pandemic's impact is a continuing process, given the uncertainties associated with its nature, occurrences and duration.

The longer term outcomes and impact of the Covid-19 pandemic on the Parent Company's business in subsequent periods is also dependent on overall economic conditions as they evolve. The Management will continue to monitor any material changes to future economic conditions and the impacts thereof on the Parent Company, if any.

b) Wind Power Generation

The subsidiary company i.e. PTC Energy limited (PEL) is engaged in generation of wind energy (renewable energy) and Ministry of New & Renewable Energy (MNRE) has clarified the Must Run Status to Renewable Energy Project on 04.04.2020. PEL has considered all possible effects of the Covid-19 pandemic relevant to its business. Based on current estimates, PEL expects that the carrying amount of its assets will not deteriorate, and will be recoverable in full. Management believes that it has taken into account the known impact, if any, arising from Covid-19 in the preparation of the Financial Results. However, the assessment of Covid-19's impact is a continuing process, given the uncertainties associated with its nature and duration. The eventual outcome and impact of Covid-19 pandemic on the PEL's business in the subsequent periods is dependent on overall economic conditions as they evolve. PEL will continue to monitor any material changes to the future economic conditions.

ii) Financing Business

The subsidiary company i.e. PTC India Financial Services Limited (PFS) is a NBFC company.

COVID-19, a global pandemic has affected the world economy including India leading to significant decline in economic activity and volatility in the financial markets. Government announced various relief packages to support all segment. In line with RBI circulars, PFS provided the support to borrowers during the year in form of moratorium. PFS does not foresee any significant concern in case of borrowers where projects have been commissioned/ completed and have must run status. However, it would be difficult to assess the impact on borrower's ability to service the debt where projects are under construction considering construction activities halted due to lockdown restriction. However respective Govt. Authorities have issued the circulars for allowing extension in SCOD. The overall growth of PFS business during the financial year has been impacted due to various factors including lockdown situation in country as activities related to clearances, land acquisition for new/under construction projects specifically in renewable and road sectors.

PFS has maintained sufficient liquidity in form of High Quality Liquid Assets (HQLA) and undrawn lines of credit to meet its financial obligation in near future.

In assessing the recoverability of loans and advances, PFS has considered internal and external sources of information (i.e. valuation report, one time settlement (OTS) proposal, asset value as per latest available financials with appropriate haircut as per ECL policy). Further, management overlay, wherever appropriate and approved by the Audit Committee, has been applied to reflect the current estimate of future recoverable values. PFS expects to recover the net carrying value of these assets, basis assessment of facts and ECL methodology which factors in future economic conditions as well. However, the eventual outcome of impact of COVID -19 may be different from those estimated as on the date of approval of these financial results and PFS will continue to monitor any material changes to the future economic conditions.

In accordance with the instructions in the RBI circular 'RBI/2021-22/17 DOR.STR.REC.4/21.04.048/2021-22' dated April 07, 2021, PFS shall refund / adjust 'interest on interest' to all borrowers including those who had availed of working capital facilities during the moratorium period, irrespective of whether moratorium had been fully or partially availed, or not availed. Pursuant to these instructions, the methodology for calculation of the amount of such 'interest on interest' would be finalised by the Indian Banks Association (IBA) in consultation with other industry participants / bodies and is awaited as on the date of approval of these results. PFS has however estimated the said amount and recognised a charge in its Profit and Loss Account for the year ended March 31, 2021.

Note No. 54: Trade receivables

Andhra Pradesh Southern Power Distribution Company Limited (APSPDCL), the state utility to whom the electricity is supplied by PEL, vide its letter dated 12.07.2019 asked PEL to either reduce the tariff of electricity supplied to it from ₹ 4.84 per unit (as agreed in the Power Purchase Agreement / PPA) to ₹ 2.43 per unit, or face the termination of PPA. The said action of APSPDCL, was challenged by PEL and other Wind Power Generators in the Hon'ble High Court of Andhra Pradesh, and the Hon'ble High Court vide its interim order, set aside the action of APSPDCL, and directed for resolution of the said matter by Andhra Pradesh Electricity Regulatory Commission (APERC), and till then the payment to the Wind Power Generators should be made at an interim rate of ₹ 2.43 per unit. Simultaneously, PEL filed another petition with Hon'ble High Court for release of outstanding dues, and the Hon'ble Court directed APSPDCL to clear all the outstanding bills at the interim rate of ₹ 2.43 per unit in three instalments starting from 01.11.2019 onwards. Pursuant to this order, till date APSPDCL has cleared payments against invoices raised for the generation upto December, 2020 at the said interim rate. The said matter is pending for final resolution with APERC. Further, the authority of APERC for re-opening the tariff has been again challenged by Wind Power Generators including PEL in the higher bench of Hon'ble High Court and hearings are in progress for same.

Further, amounts have also been deducted / withheld by APSPDCL, while making payment to PEL on account of Generation Based Incentive (GBI), which is receivable in addition to the tariff rates from the Andhra Pradesh Government as per PPA. The various Wind Power Generators including PEL has challenged the same by filing a separate petition in the Hon'ble High Court of Andhra Pradesh, for which a stay was granted by the Hon'ble Court against deduction of GBI amount by APSPDCL. The matter is pending for final decision.

Considering that the above amounts have been billed to and are recoverable from the Andhra Pradesh Government / APSPDCL as per the terms of agreement / PPA, the management of PEL including its legal advisers are of the view that the above actions of APSPDCL may not be legally sustainable, and therefore the management believes that the ultimate outcome of the same will not have any material adverse effect on the PEL's financial position and results of operations, and the amounts dues from APSPDCL are good for recovery.

Note No. 55 Corporate social responsibilities expenses (CSR)

The Group incurs CSR expenses in accordance with its CSR Policy. The details of CSR expenses for the year are as under:

(₹ in crore)

Particulars	As at 31.03.2021	As at 31.03.2020
A. Amount required to be spent during the year	11.02	14.67
B. Amount spent during the year on-		
- (i) Construction/ acquisition of any asset	-	-
- (ii) On purposes other than (i) above*	11.80	14.09
Total	**11.80**	**14.09**

*including ₹ 0.78 Crore for previous years

Amount spent during the year ended 31 March 2021:

(₹ in crore)

Particulars	In cash	Yet to be paid in cash	Total
(i) Construction/ acquisition of any asset	-	-	-
(ii) On purposes other than (i) above	11.80	-	11.80

Amount spent during the year ended 31 March 2020:

(₹ in crore)

Particulars	In cash	Yet to be paid in cash	Total
(i) Construction/ acquisition of any asset	-	-	-
(ii) On purposes other than (i) above	14.09	-	14.09

Break-up of the CSR expenses under major heads is as under:

(₹ in crore)

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
1. Contribution to controlled trust for the purpose of CSR	11.49	13.89
2. Other CSR activities	0.31	0.20
Total	**11.80**	**14.09**

Note No.56 - Other information

a) Dividend paid to non- resident shareholders (in foreign currency):

Number of shareholders	2275	2267	1988
Number of shares held	7924070	5318025	3914452
Dividend remitted (₹ in crore)	1.58	2.92	1.57
Nature of dividend paid	Interim	Final	Final
Year to which it relates	2020-21	2019-20	2018-19

b) (i) In accordance with the accounting policy, the surcharge recoverable on late/ non-payment of dues by customers is recognized when no significant uncertainty as to measurability or collectability exists. Correspondingly surcharge liabilities on late/ non-payments to the suppliers, in view of the matching concept, is not being recognized in the accounts. The estimated liability in this regard, however is lower than the Group's claims from its customers.

(ii) During the year, the Group has recognized surcharge of ₹ 449.14 crore (previous year, ₹ 183.45 crore) from customers on amounts overdue on sale of power which has been included in "Revenue from operations". Correspondingly surcharge expense of ₹ 182.18 crore (previous year, ₹ 23.93 crore) paid/payable to sundry creditors has been included in "Operating expenses".

c) Some of the balances of trade payables, trade receivables and advances are subject to confirmation/ reconciliation. Adjustment, if any will be accounted for on confirmation/ reconciliation of the same, which in the opinion of the management will not have a material impact.

d) Amount in the financial statements are presented in ₹ crore (upto two decimals) except for per share data and as other-wise stated.

e) Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	As at 31.03.2021	As at 31.03.2020
Principal amount remaining unpaid to any supplier as at the end of the accounting year/period.	0.14	0.14
Interest due thereon remaining unpaid to any supplier as at the end of the accounting year/period.	-	-
The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day.	-	-
The amount of interest due and payable for the year/period.	-	-
The amount of interest accrued and remaining unpaid at the end of the accounting year/period.	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid.	-	-

f) The Group had signed an agreement in March, 2017 for acquisition of land (share of 50% each) situated at Greater Noida Expressway, Noida, Uttar Pradesh to be used for construction of office building of PTC Group. Accordingly, the Group deposited its share of the transfer charges of ₹20.52 Crores with Yamuna Expressway Industrial Development Authority (YEIDA) for transfer of the land. Subsequently, YEIDA cancelled the approval for transfer and forfeited the transfer charges deposited, citing the reason as delay in registration, however, the delay was not attributable to the Group. The Group has filed an appeal before Principal Secretary, Urban Development, Government of UP as per directions of Allahabad High Court for retrieving the forfeited amount.

Presently, the matter is pending before Principal Secretary, Government of UP. Meanwhile, the Group has decided to cancel the land deal considering various factors i.e. land cost, increased capex cost over the period coupled with the seller's intention to withdraw from the deal etc. Therefore, it was decided to create a provision against amount forfeited by YEIDA.

g) Movements in provision for litigation

Particulars	Year ended 31.03.2021	Year ended 31.03.2020
Carrying amount at the beginning of the year	1.12	-
Additions during the year	-	1.12
Amounts used during the year	0.38	-
Reversal/adjustments during the year	-	-
Carrying amount at the end of the year	**0.74**	**1.12**

h) The figures for the corresponding previous year have been regrouped/ reclassified/ recasted, wherever necessary, to make them comparable.

As per our report of even date attached
For K G Somani & Co.
Chartered Accountants
Firm Regn. No. 006591N

For and on behalf of the Board of Directors

Sd/-
(Vinod Somani)
Partner
M.No.085277

Sd/-
(Dr. Rajib Kumar Mishra)
Director
DIN 06836268

Sd/-
(Deepak Amitabh)
Chairman & Managing Director
DIN 01061535

Place: New Delhi
Date: June 24, 2021

Sd/-
(Pankaj Goel)
Chief Financial Officer

Sd/-
(Rajiv Maheshwari)
Company Secretary

PTC India

PTC India Limited

CIN: L40105DL1999PLC099328

2nd Floor, NBCC Tower,
15 Bhikaji Cama Place, New Delhi - 110066
Tel. No. - +91-11-41659500, 41595100, Fax No. - 011-41659144
E-mail: info@ptcindia.com | Website: www.ptcindia.com

Design and Printed at Thomson Press (I) Limited