रत्नागिरी गैस एवं पावर प्रा. लि.

एनटीपीसी लिमिटेड की सब्सीडियरी

RATNAGIRI GAS & POWER PVT. LTD.

Subsidiary of NTPC Limited

16th ANNUAL REPORT 2020-21

RGPPL

VISION

To emerge as a significant player in the energy sector,
pursue opportunities thereof and strengthen India's energy security.

MISSION

To emerge as a preferred supplier of affordable power
by global best practices and thereby ensuring:

Effective contribution to the society
Value addition to the stakeholders
Growth & development of its employees

CORE VALUES

C-TRUST

Commitment to customer
Teamwork with passion
Responsibility in action
Urge to excel through innovation
System oriented approach
Transparency & ethics

CHAIRMAN'S STATEMENT

Dear Shareholders,

I am privileged to welcome you all to this 16th Annual General Meeting of your Company. I am happy to share with you the performance of your company and present the 16th Annual Report of the company for the year 2020-21.

As I reflect on the progress of past year, first, I would like to say thanks to each one of you for your continued support. I am proud of what we have accomplished together this past year and I am even more optimistic about the opportunities ahead.

The year 2020-21 has been a significant year for RGPPL in terms of both corporate structure and business operations.

During the year, your Company generated 2,573.86 MUs at a PLF of 14.94%. Efforts are being made to enhance utilisation of available capacity. The decreased generation is due to reduced scheduling by Railways as a result of restrictive operations during lockdown imposed to prevent widespread of Covid 19.

Further, with the implementation of Composite Resolution Plan by the lenders, one time settlement was completed on 31st December, 2020 with funding support from NTPC Ltd. Also, the company has become a Subsidiary of NTPC Ltd with effect from same date.

Your Company has taken various proactive steps to ensure high equipment availability as well as to improve plant efficiency. Safety excellence centre was made operational at Site.

Your Company has won several awards during the year 2020-21. The major awards have been enumerated as below:

(i) Aqua Foundation Excellence Award for 2020 under category 'Outstanding Contribution towards Cause of Sustainability'
(ii) Aqua Foundation Excellence Award for 2020 under category 'Water Project of the year'
(iii) CII's Energy Excellence Award 2020 for being 'energy efficient unit'

Your Company has recorded total revenue of ₹1,098.39 crore during Financial Year 2020-21 as against ₹2,041.14 crore in the previous year.

Your Company has implemented SAP B1 for integration of all functions on a common platform.

The Power to drive the company forward lies with the employees of RGPPL. Development of employees is one of the most important factors for the growth of the organization as our people are the most valuable resource and asset of the Company. Your Company continues to put focus on four HR Building blocks viz. Competency Building, Commitment Building, Culture Building and System Building.

Your company, as a socially responsible corporate entity, desire to contribute towards sustainable development by discharging its Corporate Social Responsibility (CSR) that would positively impact customers, employees, shareholders, communities and the environment in various aspect of its operations. Your Company has developed a comprehensive CSR policy-to reinforce the commitment. However, in view of continuous losses, your Company is not required to incur expenditure on CSR.

Your company always strives to maintain highest standards of Corporate Governance in business activities. Various policies namely Safety Policy, Environment Policy, Enterprise Risk Management, E-Waste Management, Handling & Disposal, IT Security Policy etc. are in place and under implementation. Your company has also adopted Whistle Blower Policy for reporting the instances of unethical/improper conduct.

Your Company has made sincere efforts to comply with the guidelines on Corporate Governance for Central Public Sector Enterprises (CPSEs) issues by Department of Public Enterprises, Ministry of Heavy Industries & Public Enterprises, Government of India.

Outbreak of Covid 19 pandemic has impacted the operational & functional operations of the company for the reporting year. However, I am confident that with the continued support & involvement of each one of you, we would achieve success in overcoming these tough times.

Our Gratitude

Ladies and Gentleman, I, on behalf of the Board of Directors, would like to convey my deepest gratitude to one and all, who have made the above achievements possible.

I am extremely thankful to our shareholders NTPC Ltd and MSEB Holding Company Limited for their valuable support and guidance, our esteemed customers namely, Railways and Daman & Diu for their trust and confidence, Financial Institutions, Banks, other Lenders and Investors who continue to provide valuable support in our growth journey for being a part of our process. I also express my sincere gratitude for the immense support and co-operation received from the Ministry of Power, Maharashtra Government, Local State Administration & other agencies. I would also like to acknowledge the continued support received from the Central Pollution Control Board, State Pollution Control Board, Factory & Boiler Directorates, Central Electricity Regulatory Commission, Central Electricity Authority, Western Regional Power Committee, Western Regional Load Dispatch Centre. I also take this opportunity to thank Controller & Auditor General of India, Statutory Auditors & Cost Auditors of the Company for their astute observations and suggestions.

I acknowledge the passion and commitment of our employees, without whose efforts none of the achievements would have been possible. I also convey my thanks and appreciation to my esteemed colleagues on the Board for their unstinted support.

The path forward for the Company is challenging. I am confident that together, we shall overcome any challenges and continue to scale greater heights in business performance. With the unmatched knowledge pool and skill of team RGPPL, I once again assure you that each employee of the company will work for improving the performance in the years to come.

Thank you for your continued support.

With best wishes,

Yours' Sincerely,

(Praveen Saxena)
Chairman
DIN: 07944144

Place: Patna

Date: 29th September, 2021

RATNAGIRI GAS & POWER PRIVATE LIMITED
(CIN: U40105DL2005PTC138458)

NOTICE

Notice is hereby given that the **16th Annual General Meeting** of the members of **Ratnagiri Gas and Power Private Limited** will be held on **Thursday the 30th September, 2021 at 11:00 am trough Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"),** to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Financial Statements of the Company for the Financial Year ended 31st March, 2021, Director's Report, Independent Auditor's Report and the comments thereupon of Comptroller & Auditor General of India 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 audited Financial Statements of the Company for the financial year ended 31st March, 2021, Directors' Report, Independent Auditors' Report thereon along with comments of Comptroller & Auditor General of India (C&AG), be and are hereby received, considered and adopted."

2. To authorise Board of Directors of the Company to fix remuneration of the Statutory Auditor(s) of the Company in term of the provisions of Section 142 of the Companies Act, 2013 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions:**

   "RESOLVED THAT payment of Rs. 5,00,000/- (Rupees Five Lakhs only) for the Statutory Audit and Rs.1,42,000/- (Rupees One Lakh Forty Two Thousand only) for the tax audit along with applicable taxes and reimbursement of actual traveling cost and out of pocket expenses for the financial year 2020-21, conducted by the Statutory Auditors, M/s Doogar & Associates, as recommended by the Board of Directors in its 129th Board Meeting, held on 10th June, 2021, be and is hereby noted."

   "FURTHER RESOLVED THAT the Board of Directors be and is hereby authorized to fix the remuneration of Statutory Auditors of the Company for the year 2021-22 as may be deemed fit by the Board."

3. To appoint a Director in place of Shri Aditya Dar (DIN: 08079013), who retires by rotation, and being eligible, offers himself for re-appointment and to pass the following resolution as an **Ordinary Resolution**:

   "RESOLVED THAT Shri Aditya Dar (DIN – 08079013)- who retires by rotation pursuant to section 152 of the Companies Act, 2013, being eligible, offers himself for re-appointment be and is hereby re-appointed as Director of the Company."

SPECIAL BUSINESS

4. To ratify the remuneration of the Cost Auditors for the financial year 2021-22 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolutions as an **Ordinary Resolutions:**

   "RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records for the financial year ending March 31, 2022, on a remuneration of Rs.1,10,000/- (Rupees One lakh Ten Thousand only) and out of pocket expenses/travelling on actual, as per applicable rules, excluding taxes, be and is hereby ratified.**"**

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

5. To appoint Shri Praveen Saxena (DIN: 07944144) as Director of the Company 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 the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made thereunder, Shri Praveen Saxena (DIN: 07944144) who was nominated as a Part-Time Chairman of the Company by NTPC Limited vide letter no – 01:SEC:RGPPL:JV:1 dated 19th April, 2021 and subsequently appointed as Additional Director (Part-time Chairman) by the Board of Directors of the Company with effect from 19th April, 2021 to hold office until the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as Director (Part-time Chairman)."

6. To appoint Ms. Sangeeta Kaushik (DIN: 09157948) as part-time Director of the Company 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 the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Rules made thereunder, Ms. Sangeeta Kaushik (DIN: 09157948) who was nominated as a part-time Director of the Company by NTPC Limited vide letter no – 01:SEC:RGPPL:JV:1 dated 19th April, 2021 and subsequently appointed as Additional Director by the Board of Directors of the Company with effect from 26th April, 2021 to hold office until the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013, be and is hereby appointed as Part-Time Director of the Company"

By order of the Board
For Ratnagiri Gas and Power Private Limited

(Aditya Agarwal)
Company Secretary

Place: Anjanwel, Ratnagiri
Date: 29th September, 2021

Notes:

1. The Explanatory Statement, pursuant to section 102 of the Companies Act, 2013, in respect of the special businesses is annexed hereto.

2. In view of Covid-19 pandemic situation, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated January 13, 2021 read together with circulars dated April 8, 2020, April 13, 2020 and May 5, 2020 (collectively referred to as “MCA Circulars”) permitted convening the Annual General Meeting (“AGM”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”). In accordance with the MCA Circulars, provisions of the Companies Act, 2013 (‘the Act’), the AGM of the Company is being held through VC / OAVM. This AGM shall be deemed to be held at the Registered Office of the Company.

3. In compliance with the MCA Circulars dated May 12, 2020, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company.

4. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for this AGM and hence the Proxy Form and Attendance Slip are not annexed hereto. However, in terms of the provisions of Section 113 of the Act, representatives of the body corporate can attend the AGM through VC/OAVM and cast their votes through show of hands/poll during the meeting.

5. Pursuant to Section 139 of the Companies Act, 2013, the Auditors of a Government Company/ deemed Government Company are to be appointed or reappointed by the Comptroller and Auditor General of India (C&AG) and in pursuant to the provisions of Section 142 of the Companies Act, 2013, their remuneration has to be fixed by the Company in the Annual General Meeting or in such manner as the Company in general meeting may determine. The Members of the Company, in its 15th Annual General Meeting held on 26th November, 2020 authorised the Board of Directors to fix the remuneration of Statutory Auditors for the financial year 2020-21. Accordingly, the Board of Directors in its 129th Board Meeting held on 10th June, 2021, has fixed Rs.5,00,000/- (Rupees Five Lakhs only) for the Statutory Audit and Rs.1,42,000/- (Rupees One Lakh Forty Two Thousand only) for the tax audit along with applicable taxes and reimbursement of actual traveling cost and out of pocket expenses for the financial year 2020-21.

6. In exercise to the power conferred under Section 139(5) of the Companies Act, 2013, C&AG vide its letter no. CA. V/COY/CENTRAL GOVERNMENT, RGPPL (1)/447 dated 19th August, 2021 has appointed M/s Khire Khandekar & Kirloskar, Chartered Accountants, Kolhapur as Statutory Auditors of the Company for the year 2021-22. Accordingly, Members may authorise the Board to fix an appropriate remuneration of Statutory Auditors as may be deemed fit by the Board for the financial year 2021-22.

7. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice and explanatory statements will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice and up to the date of AGM. Members seeking to inspect such documents can send an email to cs@rgppl.com.

8. Specific Particulars of the Directors seeking appointment or re-appointment, as required under Clause 1.2.5 of Secretarial Standard on General Meetings is annexed hereto and forms part of the Notice.

9. None of the Directors of the Company are in any way related with each other.

10. Since this AGM is being held through VC / OAVM, route Map to the venue of the Annual General Meeting is not required and hence not annexed hereto.

11. **INSTRUCTIONS FOR JOINING THE MEETING AND VOTING DURING AGM:**

    a) The AGM in the VC/OAVM mode will be held through Microsoft Teams and the Members can join the same 15 minutes before and after the scheduled time of the commencement of the Meeting.

    b) The link will be separately shared on registered email ids of the members alongwith notice.

    c) Shareholders are requested to allow Camera & Microphone of the device they are attending the meeting from and use Internet with a good speed to avoid any disturbance during the meeting.

    d) As permitted through the MCA Circulars, the attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

    e) Unless a poll is demanded by any member, the Chairman may decide to conduct a vote by show of hands. In case a poll is demanded/required, the members shall cast their vote on the resolutions **only by sending emails through their registered email addresses only during the meeting**. The emails shall be sent on email id cs@rgppl.com.

    f) Shareholders may ask their questions during the meeting. They may also send their questions in advance along with necessary particulars on email id cs@rgppl.com.

    g) In case members have any queries or issues regarding attending AGM & voting during the AGM, may contact Mr. Aditya Agarwal, Co. Secretary at cs@rgppl.com or 8961782048.

By order of the Board of Directors

(Aditya Agarwal)
Company Secretary

Place: Anjanwel, Ratnagiri

Date: 29th September, 2021

EXPLANATORY STATEMENT AS PER SECTION 102 OF COMPANIES ACT, 2013

Item No. 3

Shri Aditya Dar (DIN: 08079013) was nominated as Part-time Director of the company by NTPC Limited vide letter no – 01:SEC:RGPPL:JV:1 dated 30th July, 2019 and subsequently appointed as an Additional Director (part-time Director) by the Board of Directors with effect from 6th August, 2019. He was appointed as Director of your company at the 14th Annual General Meeting held on 26th September, 2019.

Shri Aditya Dar, Executive Director (Finance), aged about 55 years, has a BSC (Hons) degree from Lucknow University and a PGDM (Finance) from MDI, Gurgaon. He joined NTPC in 1987 as an Executive Trainee (Finance) and has over 33 years of experience in the areas of investor services, resource mobilisation from domestic and international markets, long term financial planning, formulation of capital and O&M budgets and regulatory affairs.

Shri Aditya Dar holds 1 (one) equity share of the Company. Shri Aditya Dar holds the Directorship in other Companies as under:

S. No.	Name of Companies	Designation
1.	NTPC Mining Limited	Director
2.	NTPC Renewable Energy Limited	Director
3.	Energy Efficiency Services Limited	Director

Details of Board Meetings attended by Shri Aditya Dar during financial year 2020-21 is forming part of Report on Corporate Governance.

The Board of Directors is of the opinion that his re-appointment would be beneficial to the company.

None of the Directors, Key Managerial Personnel of the Company or their relatives except Shri Aditya Dar, is in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the resolutions at item no.3 for your approval.

Item No. 4

A proposal for appointment of Cost Auditor for financial year 2021-22 was recommended by the Audit Committee to the Board. It was proposed to appoint M/s R M Bansal & Company, Cost Accountants, New Delhi as Cost Auditors.

The Board of Directors on the recommendation of the Audit Committee has approved the appointment of Cost Auditor along with remuneration of Rs.1,10,000/- (Rupees One Lakh Ten Thousand only) and out of pocket expenses /travelling on actual, as per applicable rules, excluding taxes subject to subsequent ratification by Shareholders in general meeting for the period ending on 31st March, 2022.

As per Rule 14 of Companies (Audit and Auditors) Rules, 2014 read with section 148(3) of the Companies Act, 2013, the remuneration recommended by the Audit Committee shall be considered and approved by the Board of Directors and subsequently ratified by the shareholders in Annual General Meeting. Accordingly, members are requested to ratify the remuneration payable to the Cost Auditors for the period ending on 31st March, 2022.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No.4 of the Notice.

The Board of Directors recommends the resolutions at item no.4 for your approval.

Item No. 5

Pursuant to the provision as contained in sub-section (a) of the Section 4.3 of the Shareholders' Agreement 28th February, 2007, NTPC Limited had served notice to the company on 19th April, 2021 for the appointment of Shri Praveen Saxena (DIN: 07944144) as part-time Chairman of your Company.

Accordingly, Shri Praveen Saxena was appointed as an Additional Director (part-time Chairman) by the Board of Directors of the Company with effect from 19th April, 2021 to hold office until the conclusion of this Annual General Meeting, in terms of provisions of Section 161 of the Companies Act, 2013.

Shri Praveen Saxena (57 years) is Executive Director, NTPC and heads company's Eastern Region -1 at Patna, Bihar. Shri Saxena is Bachelor of Engineering (Mechanical) from National Institute of Technology, Durgapur, India and Post Graduate Diploma in Business Management (Finance & Marketing) Management Development Institute, Gurgaon, India.

He has about 35 'years' experience in the Indian Energy sector and has been with NTPC Limited, India's biggest power utility with about 67 Gigawatt of installed capacity spread over in various fuel mix of coal, gas, hydro, solar and wind spaces. He has experience in project construction & management, project planning, Contracts, Business Development among others. He has also been associated with your company in the past playing a significant role in Government of India led financial restructuring and revival plan of mothballed facilities left abandoned by overseas developers.

While leading business Development team of NTPC, Shri Saxena was instrumental in setting up of NTPC's overseas project development investments in SAARC region namely Bangladesh and Sri Lanka and had a stint at Colombo as Managing Director of 50:50 Joint venture Company between NTPC and Ceylon Electricity Board. He was also associated with the new Business Development efforts of NTPC to supplement its own capacity addition plans with forays in new business areas and inorganic growth initiatives through acquisition of underperforming assets of state utilities, stressed assets of IPPs etc.

Shri Praveen Saxena holds Nil shares in the Company and his Directorship in other Companies as are under:

S. No.	Name of Companies	Designation
1.	Kanti Bijlee Utpadan Nigam Limited	Director
2.	Bhartiya Rail Bijlee Co. Limited	Director
3.	Nabinagar Power Generating Co. Limited	Director
4.	NTPC Electric Supply Co. Limited	Director

According to section 161 of the Companies Act, 2013, any person appointed as Additional Director of the Company shall hold office up to the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. The Board of Directors is of the opinion that his appointment would be beneficial to the company.

None of the Directors / Key Managerial Personnel of the Company / their relatives except Shri Praveen Saxena to whom the resolution relates, is in any way, concerned or interested, financially or otherwise, in the resolution set out at item no.5 of the Notice.

The Board of Directors recommends the resolutions at item no.5 for your approval.

Item No. 6

Pursuant to the provision as contained in sub-section (a) of the Section 4.3 of the Shareholders' Agreement 28th February, 2007, NTPC Limited had served notice to the company on 19th April, 2021 for the appointment of Ms. Sangeeta Kaushik (DIN: 09157948) as part-time Director of your Company.

Accordingly, Ms. Sangeeta Kaushik was appointed as an Additional Director by the Board of Directors of the Company with effect from 26th April, 2021 to hold office until the conclusion of this Annual General Meeting, in terms of provisions of Section 161 of the Companies Act, 2013.

Ms. Sangeeta Kaushik is an electrical engineer by profession with an experience of around 35 years in power industry. The Engineering degree is topped by an MBA from MDI, Gurgaon. Currently General Manager in NTPC and heading the Business Development Department of NTPC. A home-grown engineer of NTPC having joined in 1986 as EET, have worked in various functions of NTPC which include Engineering, Corporate Planning and World Energy Council Indian Chapter. Prior to joining the BD department in March 2020, was heading the Technical Services function of the largest power station of India i.e. Vindhyachal Super Thermal Power station. The experience includes a blend of design engineering, strategic planning, practical execution at site and resolution of the issues therein, a holistic perspective of the sector and business development & management.

Ms. Sangeeta Kaushik holds 01 (one) share in the Company and has "Nil" Directorships in other Companies.

According to section 161 of the Companies Act, 2013, any person appointed as Additional Director of the Company shall hold office up to the date of the next Annual General Meeting or the last date on which the Annual General Meeting should have been held, whichever is earlier. The Board of Directors is of the opinion that his appointment would be beneficial to the company.

None of the Directors / Key Managerial Personnel of the Company / their relatives except Ms. Sangeeta Kaushik to whom the resolution relates, is in any way, concerned or interested, financially or otherwise, in the resolution set out at item no.6 of the Notice.

The Board of Directors recommends the resolutions at item no.6 for your approval.

By order of the Board
For Ratnagiri Gas and Power Private Limited

(Aditya Agarwal)
Company Secretary

Place: Anjanwel, Ratnagiri
Date: 29th September, 2021

DIRECTORS' REPORT 2020-21

Dear Members,

Your Directors are pleased to present the 16th Directors' Report of your Company, along with Audited Financial Statements for the Financial Year ended 31st March, 2021.

1. MAJOR HIGHLIGHTS

a) Your Company has won several awards during the year as below:

   i. Aqua Foundation Excellence Award for 2020 under category 'Outstanding Contribution towards Cause of Sustainability'
   ii. Aqua Foundation Excellence Award for 2020 under category 'Water Project of the year'
   iii. CII's Energy Excellence Award 2020 for being 'energy efficient unit'
   iv. NTPC's best gas station award at O&M Conference IPS 2020

b) Your Company has earned a revenue of Rs. 24.63 crore from power supply to Daman & Diu during the year. Also, a credit amounting to Rs 3.51 crore for fixed cost as per CERC True up tariff order dated March 8, 2021 has also been provided for the period 2014-19.

c) Your Company has started declaring Un-Requisitioned Surplus (URS) Power of MSEDCL since June 6, 2019 to enable sale of power to other buyers and trading on power exchange. Since inception of Real Time Market (RTM), RGPPL also started bidding RTM with effect from June'20 of URS power from all beneficiaries. RGPPL traded 18.24 MU of electricity through exchange and earned revenue of Rs. 8.73 crores during the year.

d) A Composite Resolution Plan was considered by the Lenders for the Company during the year. Accordingly, One Time Settlement with Lenders was completed on December 31, 2020 whereby, the total outstanding loan of the Lenders Rs. 1,461.05 crore as on 1st September, 2020 has been settled at Rs. 890.86 crore. Rs. 5.86 crore has been paid by the Company out of its internal accruals and balance Rs. 885 crore has been settled through funding support from NTPC Ltd by way of Loan. The residual of Rs. 570.19 crore has been novated by the Lenders in favour of NTPC Ltd.

   As a part of the Resolution Plan, the entire equity shareholding of the Lenders being Rs. 1,160.96 crore (35.47%) has also been transferred to NTPC Ltd. Thus, the stake of NTPC in the Company has risen from 25.51% to 60.98% and accordingly your Company has become a subsidiary of NTPC Ltd with effect from December 31, 2020.

   Further, Series V of 0.01% Cumulative Redeemable Preference Shares (CRPS) of Rs. 739.02 crore which was due to be redeemed on March 31, 2021, was redeemed on December, 31, 2020, after obtaining necessary approvals

   Further on February 23, 2021, entire equity shareholding of GAIL (India) Ltd in the company being Rs. 834.56 crore (25.51%) was purchased by NTPC Ltd. Thus, the stake of NTPC Ltd further increased to 86.49%.

2. AMOUNTS TRANSFERRED TO RESERVES

In view of continuous losses, your Board of Directors could not propose to transfer any amount to any reserve for the Financial Year 2020-21.

3. OPERATIONAL PERFORMANCE

a) Your Company is running its Plant Operations w.e.f. 1st April, 2017 under long term Power Purchase Agreement (PPA) signed with Railways for a period of five years at fixed tariff of Rs. 5.50 per unit at Railways TSS (Traction Sub- Station) in different states. Ministry of Power (MoP) had allocated 540 MW of RGPPL capacity to Railways on temporary basis, out of the allocation of Maharashtra (MSEDCL) share for five years. Accordingly, RGPPL signed PPA with Railways for 5 years with Take or Pay obligation for minimum scheduling of 485 MW in a Time Block and average quarterly schedule of 500MW. Subsequently, Gas Supply Agreement (GSA) had also been signed with GAIL (India) Ltd for supply of 1.75 MMSCMD (68611 MMBTU) of RLNG at firm price of USD 7.48 /MMBTU for a period of 5 years back to back. In addition to the GSA with GAIL, an allocation of 0.9 MMSCMD domestic gas is also available, as per the Term sheet signed with GAIL.

b) Due to non-availability of adequate quantity of domestic gas from KG-D6 basin, RGPPL continued intimating Declared Capacity (DC) on RLNG to MSEDCL including Dadra & Nagar Haveli (DNH), Daman & Diu (DD) and Goa based on Central Electricity Regulatory Commission (CERC) order dated 30.07.2013. However, MSEDCL and other beneficiaries neither scheduled nor paid fixed charges against capacity declared on RLNG. MSEDCL challenged the CERC order dated 30.07.2013 in Appellate Tribunal for Electricity (APTEL) which was dismissed by APTEL vide its order dated 22.04.2015. Further, MSEDCL filed special leave petition & application for stay to Hon’ble Supreme Court challenging APTEL judgment. The Hon’ble Supreme Court disposed off the petition in the absence of any coercive action by your Company against the MSEDCL (Appellant) for recovery and also given liberty to MSECDL to move to Hon’ble Supreme Court once again in the event it becomes so necessary.

c) Spot RLNG was purchased from GAIL on reasonable endeavor basis to generate additional power which was sold through power exchange and thereby to earn additional revenue. During the year RGPPL sold 18.24 MU of electricity through exchange earning additional revenue of Rs. 8.73 crore.

d) Due to outbreak of COVID-19 globally and in India, your Company has received notices of Force Majeure as per the terms of PPA, from Railways on 22/23 March, 2020, citing closure of passenger railway services on all India level basis on the direction of Government of India to contain the pandemic. Railways has been continuously serving such notice to RGPPL and it is expected to continue till normalization of services. RGPPL stopped the 2nd Gas turbine (Half Block Operation) from March 23, 2020 due to lower schedule from Railways due to stoppage of Railways to stop COVID-19 spread. RGPPL started the 2nd Gas turbine (Full Block Operation) from February 10, 2021 after getting full scheduling from Indian Railways.

e) Other factors affecting operations of your Company during the year are as follows:

i) Take or Pay obligation with Railways:
PPA with Railways has provision of minimum off take of 485 MW on daily basis & 500 MW on quarterly average basis. Railways is not honoring the claims of take or pay. The matter has been suitably taken up with the Railways.

ii) Over-recovery of transmission charges for RGPPL power to Central Railway:
Central Railway (Maharashtra), had deducted transmission charges (STU) for a capacity of 255 MW for the period from April, 2017 to March, 2018 and 260 MW capacity for the period from April, 2018 onwards as against the capacity allocation of 230 MW and 210 MW respectively for the said period, resulting into additional financial burden of Rs. 15.80 crores. Central Railway is deducting the transmission charges on actual from July,2021& refunded Rs 2.08 crore for the period Sep'18-June'20. In this regard RGPPL has filed petition before CERC on 23.03.2020 for refund of Rs 15.80 Cr for the period Apr'17-Aug'18.

iii) Review of Transmission charges levied by MSETCL for conveying 330MW interstate Power:
MSETCL is charging a higher transmission tariff in case of power supply to Indian Railways as compared to power supply to DD and DNH using the same intervening network for interstate transmission supply of power flow. This translates into an additional financial burden of about Rs. 1.60 Lac/MW/month for RGPPL. RGPPL has filed petition on 23.03.2020 to CERC. In the meanwhile, MSETCL approached CERC to include MSEDCL as a party in the issue. MSEDCL vide application dated 26.05.2021 pleaded for impleadment in the petition. RGPPL vide application dated 17.06.2021 requested Hon'ble commission to dismiss the application of MSEDCL. Next hearing date awaited

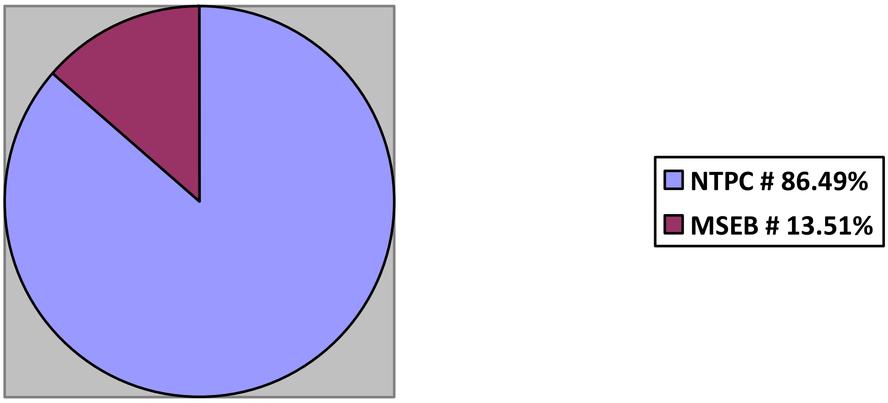
4. CAPITAL STRUCTURE

a) The Authorised Share Capital of your Company is Rs.10000,00,00,000 divided into 600,00,00,000 Equity Shares of Rs.10 each aggregating to Rs.6000,00,00,000 and 400,00,00,000 Cumulative Redeemable Preference Shares of Rs.10/- each aggregating to Rs.4000,00,00,000.

b) As on 31st March, 2021 the paid-up equity share capital of the Company is Rs. 3272,30,24,360 (327,23,02,436 equity shares of Rs. 10/- each).

c) As on 31st March, 2021 the paid-up preference share capital is Nil. 0.01% Cumulative Redeemable Preference Shares of Rs. 739,02,36,980 (73,90,23,698 preference shares of Rs. 10/- each) were redeemed on 31st December, 2020.

d) The Equity Shareholding Pattern of the Company is given below:



5. DIVIDEND

In view of accumulated losses, your Board of Directors could not propose any dividend.

6. CAPITAL WORK IN PROGRESS (CWIP)

The Capital Work in Progress as on 31st March 2021 was as under:

CWIP details	**(Rs. In crores)**
Buildings	14.49
Plant & Machinery	10.10
Roads, Bridges & Culverts	0.49
Total	**28.52**

7. FIXED DEPOSITS

Your company has not accepted any fixed deposits during the Financial Year 2020-21.

8. PARTICULARS OF LOANS, GUARANTEES, SECURITY AND INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

Details of Investments made are provided as below:

(in Rs.)

Sr. No.	**Name of the Company**	**Mode of Payment**	**As at 31st March, 2021**	**As at 31st March, 2020**
1.	Konkan LNG Limited	Investment (Equity)	Nil	1,00,000

9. SUBSIDIARY, JOINT VENTURE & ASSOCIATES

Your Company does not have any Subsidiary, Joint Venture & Associates.

10. CREDIT RATING OF THE COMPANY

In view of One Time Settlement with the Banks/Financial Institutions on 31st December, 2020, CARE D credit rating assigned by CARE Ratings to your Company was withdrawn on February 8, 2021.

11. CHANGE IN THE NATURE OF BUSINESS, IF ANY

During the Financial Year 2020-21 there has been no change in the nature of business of the Company.

12. BOARD OF DIRECTORS AND MEETINGS OF THE BOARD

a) As per nomination received from NTPC Limited, Shri Sital Kumar was appointed as Director and Chairman on the Board of your Company with effect from 14th December, 2020 in place of Shri C. K. Mondol. The Board placed on record the appreciation of services rendered by Shri C. K. Mondol.

b) As per nomination received from NTPC Limited, Shri Praveen Saxena was appointed as Director and Chairman on the Board of your Company with effect from 19th April, 2021 in place of Shri Sital Kumar. The Board placed on record the appreciation of services rendered by Shri Sital Kumar.

c) As per nomination received from NTPC Limited, Shri Sital Kumar was appointed as Managing Director on the Board of your Company with effect from 15th June, 2020, in place of Shri Debabrata Paul. The Board placed on record the appreciation of services rendered by Shri Debabrata Paul.

d) As per nomination received from NTPC Limited, Shri Sital Kumar resigned from the post of Managing Director with effect from 3rd December, 2020 and Shri Asim Kumar Samanta was appointed as Managing Director with effect from 16th December, 2020. The Board placed on record the appreciation of services rendered by Shri Sital Kumar.

e) As per letter received from NTPC Limited, Shri Asim Kumar Samanta resigned from the post of Managing Director with effect from 23rd April, 2021 and was appointed as Chief Executive Officer of the company with effect from 24th April, 2021.

f) As per letter received from Government of Maharashtra, Shri Parrag Jain Nainutia ceased to be a Director on the Board of your Company with effect from 13th May, 2020. The Board placed on record the appreciation of services rendered by Shri Parrag Jain Nainutia.

g) As per letter received from MSEB Holding Company Limited, Shri Sanjeev Kumar ceased to be a Director on the Board of your Company with effect from 1st June, 2020. The Board placed on record the appreciation of services rendered by Shri Sanjeev Kumar.

h) As per nomination received from MSEB Holding Company, Shri Sanjay Khandare was appointed as Director on the Board of your Company with effect from 29th September, 2020.

i) As per nomination received from GAIL (India) Limited, Shri Anjani Kumar Tiwari resigned from the post of Director with effect from 7th July, 2020 and Shri Rakesh

Kumar Jain was appointed as Director with effect from 10th July, 2020. The Board placed on record the appreciation of services rendered by Shri Anjani Kumar Tiwari.

j) As per letter received from GAIL (India) Limited, Shri Prasoon Kumar, Shri Pankaj Patel and Shri Rakesh Kumar Jain ceased to be a Director on the Board of your Company with effect from 26th March, 2021. The Board placed on record the appreciation of services rendered by the Directors.

k) As per letter received from IDBI Bank Limited, Shri Anilraj Chellan resigned from the post of Director of your Company with effect from 21st January, 2021. The Board placed on record the appreciation of services rendered by Shri Anilraj Chellan.

l) As per letter received from State Bank of India, Shri Bhaskar Niyogi resigned from the post of Director of your Company with effect from 9th January, 2021. The Board placed on record the appreciation of services rendered by Shri Bhaskar Niyogi.

m) As per letter received from Power Finance Corporation Limited, Shri Manoj Sharma ceased to be a Director on the Board of your Company with effect from 3rd February, 2021. The Board placed on record the appreciation of services rendered by Shri Manoj Sharma.

n) As per nomination received from NTPC Limited, Ms. Sangeeta Kaushik was appointed as Director with effect from 26th April, 2021.

o) Shri Aditya Agarwal was appointed as Company Secretary of your Company with effect from 23rd June, 2020 in place of Shri Ankit Jain, who resigned from the post with effect from 1st April, 2020. The Board placed on record the appreciation of services rendered by Shri Ankit Jain.

p) During the year, Four Board Meetings were held i.e., on 14th July, 29th September, 16th December of 2020 and 18th February of 2021.

q) Declaration of Independent Director

As per the provision of the Companies Act, 2013 read with the Rules made thereunder your Company being a joint venture of NTPC Ltd & MSEB Holding Company Limited is not required to appoint Independent Directors. Hence, requirement of the statement on declaration by Independent Directors under Section 149(6) of the Companies Act, 2013, is not applicable.

r) Performance Evaluation of the Directors & the Board

Ministry of Corporate Affairs (MCA), through General Circular dated 5th June, 2015, has exempted Government Companies from the provisions of Section 178 (2) of the Companies Act, 2013 which provides about manner of performance evaluation of Board of Directors, Committees of the Board and Directors by the Nomination and Remuneration Committee. The aforesaid circular of MCA further exempted Government Companies from provisions of Section 134 (3) (p) of the Companies Act, 2013 which requires mentioning the manner of formal annual evaluation of the performance of the Board, its Committees and Individual Directors in Board's Report, if Directors are evaluated by the Ministry or Department of the Central Government which is administratively in charge of the Company, or, as the case may be, the State Government as per its own evaluation methodology.

Further, MCA, through Notification dated 5th July, 2017, has amended Schedule IV to the Companies Act, 2013 with respect to performance evaluation of Directors of the Government Companies that in case, performance evaluation is specified by the concerned Ministries or Departments of the Central Government or as the case may be, the State Governments and such requirements are complied with by the Government Companies, such provisions of Schedule IV are exempt for the Government Companies.

All the Directors of your Company are nominated by NTPC Ltd & MSEB Holding Co Ltd who are subject to evaluation in their respective Parent Company as per existing system and procedure.

13. MANAGEMENT DISCUSSION & ANALYSIS

Management Discussion & Analysis is enclosed at **Annexure – A**.

14. AUDITORS

a) Statutory Auditor

M/s Doogar & Associates, Chartered Accountants, New Delhi, were appointed by Comptroller & Auditor General of India, as the Statutory Auditor of your Company for the Financial Year 2020-21.

There are no qualifications by the Statutory Auditors on the Financial Statements of your Company for the Financial Year 2020-21.

b) Comptroller & Auditor General of India (C& AG) Review

The Comptroller and Auditor General of India reviewed the Annual Accounts of your Company, as adopted by the Board and as audited by the Statutory Auditors. The C&AG has issued “Nil” comments on the Annual Accounts of your Company placed at **Annexure - B**.

c) Secretarial Auditor

M/s. Agarwal S. & Associates, Practicing Company Secretaries, were appointed by the Board of Directors as Secretarial Auditors for the year 2020-21. Secretarial Audit Report confirming compliance to the applicable provisions of the Companies Act, 2013 and other applicable laws alongwith the Company’s response to the observations raised by the Secretarial Auditor is placed at **Annexure – C**.

d) Cost Audit

As prescribed under the Companies (Cost Records and Audit) Rules 2014, and as per the provisions of the sub-section (1) of the Sec 148 of the Companies Act 2013, the Cost Accounting Records are being maintained by your company.

M/s R.M. Bansal & Company, Cost Accountant, New Delhi, was appointed by your Board of Directors for the Financial Year 2020-21. The Cost Audit report for the financial year ending 31st March 2021 has been approved by the Board of Directors. There is no reservation/qualification or observation/suggestion in their report by the Cost Auditors.

e) Internal Auditor

Your Board of Directors had appointed M/s. Mehrotra & Mehrotra, Chartered Accountants, New Delhi, as the Internal Auditors of your Company for the Financial Year 2020-21.

15. COMPLIANCE WITH SECRETARIAL STANDARDS ON BOARD AND ANNUAL GENERAL MEETINGS.

Your Company has complied with Secretarial Standards issued by the Institute of Company Secretaries of India on Board meetings and Annual General Meetings.

16. IMPLEMENTATION OF FRAUD PREVENTION POLICY

The Fraud Prevention Policy has been formulated and implemented. During the year no instance of fraud was reported.

17. WHISTLE BLOWER POLICY

Your Company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal or unethical behavior. Your Company has a Vigil mechanism/ Whistle blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. Employees may also report to the Chairman of the Audit Committee or to Managing Director/ Company Secretary for putting up to Audit Committee.

No personnel of the Company had been denied access to the Chairman of Audit Committee.

18. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE

Your Company has in place a Policy on Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.The Internal Complaints Committee (ICC) has been set up to redress complaints received regarding sexual harassment.

During the year 2020-21, no complaints of sexual harassment were received.

19. COMMITTEES OF THE BOARD

With a view to have a more focused attention on business and for better governance and accountability, your Board has constituted an Audit Committee and Corporate Social Responsibility (CSR) Committee.

The terms of reference of these Committees are determined by the Board.

a) Corporate Social Responsibility (CSR) Committee

The Corporate Social Responsibility Committee has been entrusted with the responsibility of formulating and recommending to the Board, a Corporate Social Responsibility policy indicating the activities to be undertaken by the Company, monitoring the implementation of the framework of the CSR policy and recommending the amount to be spent on CSR activities.

Your company, as a socially responsible corporate entity, desires to contribute towards sustainable development by discharging Corporate Social Responsibility (CSR) that would positively impact its customers, employees, shareholders, communities and the environment in various aspects of its operations. Your company has developed a comprehensive CSR policy.

Your Company is not required to contribute in CSR activities as per the relevant provisions of the Companies Act, 2013, as the Company is under financial distress and continued losses. Therefore, no CSR Committee Meeting was convened during the Financial Year 2020-21. Further, meeting of the CSR Committee may be convened as per the requirements and on the occasions when Company secured average net profits in the three immediately preceding financial years.

The Annual Report on CSR activities is annexed herewith marked as **Annexure-D**.

b) Audit Committee

As per the Ministry of Corporate Affairs' notification dated 5th July 2017, your Company is not required to constitute an Audit Committee under the Companies Act, 2013. However, your Company has continued with the constitution of the Audit Committee.

The Audit Committee acts as a link between the various Auditors of the company namely, Statutory, Cost & Internal Auditors and the Board of Directors of the Company. Its purpose is to assist the Board in fulfilling its responsibilities of monitoring financial reporting, reviewing the financial statement and statement of cash flow and reviewing the Company's Statutory, Internal and Cost Audit activities.

During the year, 4 (four) Audit Committee Meetings were held on 17th June, 2nd September, 29th December of 2020 and 29th January of 2021.

c) Nomination & Remuneration Committee

As per the applicable provisions of the Companies Act, 2013 read with Rules made thereunder, your Company is not required to constitute a Nomination & Remuneration Committee under the Companies Act, 2013.

20. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO

The information of your company pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished at **Annexure E.**

21. DIRECTORS' RESPONSIBILITY STATEMENT

In accordance with the requirements of Section 134(5) of the Companies Act, 2013 the Board of Directors hereby state and confirm that:

a) in the preparation of the annual financial statements, the applicable accounting standards had been followed along with proper explanation relating to material departures;

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

c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

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

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

22. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in Form MGT 9 is annexed herewith as **Annexure – F**.

23. RISK MANAGEMENT

The Management of your Company has framed the risk management policy for your Company including identification of the elements of risk.

24. MATERIAL CHANGES AFFECTING THE FINANCIAL POSITION OF THE COMPANY

Force Majeure Notice by Railways: As a result of outbreak of Covid-19 globally and in India, your Company has received notices of Force Majeure from Railways on 22/23 March, 2020, citing closure of passenger railway services on all India level basis on the direction of Government of India to contain the pandemic. The average scheduling by Railways has been between 280-320 MW till December, 2020. After December, 2020, Railways gradually started increasing its schedule and with effect from 10th February, 2021, Railways started scheduling the contracted quantity.

Your Company does not anticipate any risks in the ability to continue as a going concern and meeting its liabilities as and when they fall due. However, there has been an adverse impact on the cashflows of the company in the short term.

25. SIGNIFICANT OR MATERIAL ORDERS WERE PASSED BY THE REGULATORS OR COURT OR TRIBUNAL WHICH IMPACT THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE.

a) **True Up Tariff Order for the period FY 2014-19:**
Hon'ble CERC vide its order dated 08.03.2021 has passed the tariff order after trueing up for the tariff period FY2014-19. The impact of GST & 3rd Pay revision to employee were not considered by Hon'ble commission. RGPPL filled the review petition in APTEL on 20.04.2021 for consideration of GST & employees Pay revision for the tariff period FY 14-19.

b) **Revision of Station Heat Rate (Kcal/Kwh) by Regulator from 1850 to 1820:**
CERC in its Tariff Regulation 2019-24 has modified the Station Heat Rate of RGPPL from 1850 to 1820 Kcal/kwh. RGPPL has filed petition before CERC on 04.06.2020 for relaxation in Heat Rate to maintain it at 1850 Kcal/Kwh.

The petition was filed due to low schedule given by the Railways, the generating Power Block has to run at part load or split Block operation. As the machines are not operating at rated capacity, there is a considerable loss of heat rate which will impact the revenue of RGPPL.

CERC vide its order dated 14.06.2021 has dismissed the petition citing not maintainable at admission stage itself. CERC has stated that commission has granted relaxation to technical minimum to 62% of MCR inplace of 55% of MCR provided in grid code. Also, it is noted that under normal circumstances, ISGSs (inter-State generating stations) are entitled to get compensation for degradation in station heat rate and increase in Auxiliary Energy Consumption (%) due to part load operation on account of low schedule by the beneficiaries. As per the Grid Code, compensation for part load operation is payable by the beneficiaries

c) **100 % Curtailment of domestic gas (Non APM) from 16.06.2021:**
The revival of RGPPL was carried out under the guidance of PMO with the participation of representatives of Ministry of Petroleum and Natural Gas (MoPNG), Ministry of Power (MoP), Railway Board, Govt. of Maharashtra, NTPC, GAIL, RGPPL and SBI and an action plan was prepared. As part of the action plan

a) RGPPL entered into a Power Purchase Agreement (PPA) with Indian Railways for supplying 540 MW at a fixed tariff of Rs 5.50/kWh at Traction substation (TSS) in different states viz 210 MW for Central Railway (Maharashtra), 90 MW for Western Railway (Gujarat), 85 MW for West Central Railway (MP), 50 MW for North Central Railway (UP), 70 MW for South Eastern Railway (Jharkhand) and 35 MW for South Western Railway respectively for a period of five years commencing from 01.04.2017 till 31.03.2022.

b) RGPPL has signed a Gas Supply Agreement (GSA) with GAIL (India) Ltd for supply of 1.75 MMSCMD (68611 MMBTU) of RLNG at firm price of USD 7.48 USD/MMBTU for a period of five years.

c) 0.6 MMSCMD of domestic gas was also committed by MoPNG out of 0.9 MMSCMD of domestic gas allocated to RGPPL in 2011.

The fixed delivery price of Rs 5.50/kWh was worked out considering certain concessions, exemptions, agreements and assumption regarding the USD/INR exchange rate of Rs 68/$, minimum guaranteed allocation of 0.6 MMSCMD of domestic gas & average Transmission Charges & Losses of Rs 0.47/kWh considering waiver off Maharashtra STU chares & losses. Long term financial viability of RGPPL depended on the implementation of all the concessions, exemptions, agreements and assumption.

RGPPL has received a communication via email from MZO Gas Marketing dated 14.06.2021 regarding 100% curtailment of Non-APM Gas to RGPPL since 16.06.2021 due to increased demand from CGD sector. RGPPL was incurring loss of Rs 1.43 Cr /day after 100% curtailment of domestic gas & supplying 500 MW power to Indian Railways.

Agenda was put up in 130th Board meeting of RGPPL dated 12.07.2021 for deliberation wherein Board has accorded approval for supplying power from alternate source through NTPC/ other. Accordingly, matter has been discussed with NVVN for supply of power as alternate source. RGPPL decided to supply 210 MW of power to Central Railways from RGPPL power plant & rest 330 MW of power to other five Railways zones from alternate source through NVVN. Proposal of same has been approved by Director (Commercial) NTPC on 06.08.2021.

RGPPL has started supplying power from alternate source to NCR from 14.08.2021, to SWR from 21.08.2021 and to WCR, WR & SER simultaneously from 09.09.2021 due to technical minimum contains.

MoPNG vide order dated 04.08.2021 has restored 0.3 MMSCMD of domestic gas (Non APM) to RGPPL from 05.08.2021 from URAN region & same is being used to supply power to Central Railways.

25. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL REPORTING:

To ensure statutory compliances as well as to provide highest level of Corporate Governance, your company has robust internal financial control system. Also, in order to ensure that all checks and balances are in place and all internal control system with reference to financial reporting are in order, regular and exhaustive internal audits are conducted by an experienced firm of Chartered Accountants in close co-ordination with the finance departments of the company.

Beside above, the company has an Audit Committee to keep a close watch on compliance with Internal Control Systems. A well-defined Internal Controls framework has been developed by an external expert M/s KPMG Ltd. The said Internal Control framework provides the key controls which assess the effectiveness of the company's internal control over financial reporting.

During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

26. CORPORATE GOVERNANCE

Your Company believes that good corporate governance is critical in establishing a positive organizational culture which is evident by the virtues of responsibility, accountability, consistency, fairness and transparency it follows towards its stakeholders. Accordingly, a report on Corporate Governance forms part of this report at **Annexure – G**.

A Practicing Company Secretary has examined and certified your Company's compliance with respect to conditions enumerated in the DPE Guidelines on Corporate Governance. The certificate forms part of this report at **Annexure – H**.

27. SOCIETAL CONNECT

Your Company firmly believes in the ideology that it is an integral part of the social institution. For progressive development, the entire social institution needs to grow as a unit. It implies that, being an organization with the aim of doing business we must not forget about the responsibility for the development of society.

Your Company has taken many noteworthy steps in this direction by way of organizing various inspirational & motivational sessions/activities in and around the company premises with an aim to contribute towards social development and building healthy relations with surrounding villages/communities. Some of the activities include addressing water problems of surrounding villages, solar lightings for road junctions, shelters for bus stops etc.

28. ASSET MONETISATION

Your Company had initiated a drive called Scrap Free RGPPL in 2019 to address the issue of huge quantity of scrap (Metallic, Non-metallic and e-waste) available within the premises inherited from the Dabhol Power Corporation (DPC) era. The scrap was causing concerns regarding safety and security of the Station.

Consequently, an internal committee consisting of members from various departments was formed in June 2019 to address the issue. An initial assessment was made to identify the scrap scattered over the Station by the committee. Based on the recommendations by the Committee, a contract was awarded in November 2019 for segregation/loading and unloading of scrap. 400 MT approx. scrap was collected during FY 2019-20 and FY 2020-21 individually. A revenue of Rs. 0.45 crore in FY 2019-20 and Rs. 0.49 crore in FY 2020-21 has been generated out of disposal of scrap.

Moreover, your company has also inherited high number of unused assets from DPC. Best efforts are being made to effectively utilise or else mobilise the same so that it adds to the overall productivity of the company and is converted into a revenue generating asset.

29. FUTURE PLAN

Your Company is putting in best efforts and is optimistic to utilize full capacity of Station in a phased manner. It has been envisaged to commence operating 2 blocks operation by the end of 2021-22 and reaching full capacity of 2 blocks operation by 2022-23 and all 3 blocks operation by the end of 2023-24.

Your Company has already taken initiatives for the revival of Block-1. The most critical activity of Block-1 is Cooling Tower revival (replacement with FRP towers). Technical specifications of Cooling Tower -1 are under vetting with Corporate Engineering group.

For sustainable and environment friendly operation of your station, your Board of Directors has approved the installation of 10MW Renewable Energy Service Company (RESCO) model Solar Power Plant at an area of approx. 50 acres.

30. OTHER MATTERS OF CONCERN:

1. For the sustainability & revival of RGPPL at the time of finalising fixed tariff of Rs. 5.50/unit, under long term PPA with Indian Railways certain exemptions/benefits were envisaged to be extended to your Company. However, the company has faced the following challenges:

   a. **Non Waiver of Transmission Charges & Losses:**
   Maharashtra transmission charges & losses was envisaged at Rs. 0.29/Kwh & Rs 0.18/Kwh respectively. On the contrary, the company has paid Rs. 1.18/Kwh as transmission charges & Rs. 0.36/kwh as losses during the FY 2020-21 which

amounts to Rs. 159.90 crore & Rs. 48.90 crore respectively. This has resulted into an additional burden of Rs. 209 crore for FY 2020-21 on your Company.

b. Increase in fuel cost due to exchange rate variation:
The exchange rate was envisaged at Rs. 68/$, whereas, average rate has been Rs. 74.02/$ during the FY 2020-21. Due to unfavourable variation in exchange rate there has been an additional burden of Rs. 60.32 crore on account of increase in fuel cost FY 2020-21.

c. Issues with GAIL (India) Limited:

i) Waivers of 75% in Marketing Margin and 50% in transportation charges on fuel supply was envisaged to arrive at fixed tariff of Rs. 5.50/unit at Railway TSS. Finally, in view of PNGRB Regulation, it was mutually decided not to provide waiver on Gas transportation charges, whereas, 100% waiver on Marketing Margin in case of domestic gas supply. Meanwhile, w.e.f. 01.04.2018 onwards the Gas Transportation charges have been revised from Rs.24.65/MMBTU to Rs.39.85/MMBTU from PLL Dahej to RGPPL.

RGPPL requested GAIL to calculate INR component based on new tariff effective from 01.04.2018 with same methodology previously accepted. However, GAIL is passing the differential gas transportation charges to RGPPL in addition to INR component which is not in line with the corresponding incremental charges agreed earlier.

ii) Waiver of VAT on supply of RLNG and domestic gas was envisaged to be exempted w.e.f. 01.04.2017. VAT waiver on fuel purchase was notified with retrospective effect by Government of Maharashtra on 16.09.2017. An amount of Rs. 32.27 Crores has been paid by RGPPL to GAIL for the intermittent period 01.04.2017-15.09.2017. The same is recoverable from GAIL.

iii) As per Gas Sales Agreement (GSA) dated 29.03.2017; RLNG for the period from May-Sep is supplied from Dahej Terminal while for rest of the period, it is supplied from Dabhol Terminal. Accordingly, GAIL had been raising bill on the differential regasification charges for the period from Oct-Apr. Konkan LNG Terminal (Dabhol Terminal) regasification charge has been reduced retrospectively from 01.04.2018. In this connection RGPPL has paid an amount of Rs. 15.86 Crores towards the differential Regasification charges of PLL Dahej & Dabhol LNG Terminal for the period 01.04.2018-15.03.2019. The same is recoverable from GAIL.

2. **Bank Guarantee with Customs Department**
Ministry of Finance gave conditional clearance on 29.03.2012 for merchant sale of LNG tolling of LNG terminal for merchant purposes and modified the port notification accordingly, subject to submission of Bank Guarantee as security against the custom duty along with interest applicable on the equipment imported for LNG Terminal, which were exempted earlier, for the period till the exemption is restored by the CCEA. Accordingly, your company had furnished Bank Guarantee for Rs. 80.00 crore in favour of President of India through the Commissioner of Customs, Pune in support of the same.

After demerger, all the assets and liabilities pertaining to LNG segment have been transferred to Konkan LNG Ltd including the liability of Rs. 80.00 crore relating to the custom department pertaining to equipment imported for LNG Terminal.

Your Company is required to continue the Bank Guarantee of Rs. 80.00 crore pertaining to LNG Terminal to the Customs Department even after Demerger as name of the company is appearing in the records of Import maintained by Customs Department. However, the related commission is being directly paid by Konkan LNG Ltd. The matter is under discussion with Konkan LNG Ltd and the Customs department for early resolution.

31. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All Related Party Transactions entered during the year by your Company were on arm's length basis, and duly disclosed in the Financial Statements. Further, particulars of Contracts or Arrangements made by your Company with related parties pursuant to Section 188 of the Companies Act, 2013 are disclosed herewith in Form AOC-2 annexed as "**Annexure-I**" of the Directors' Report.

32. GENERAL

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

1. Issue of equity shares with differential right to dividend, voting or otherwise.
2. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.

33. ACKNOWLEDGEMENTS

Your Directors acknowledge with deep sense of appreciation, the cooperation received from the Government of India, particularly Ministry of Power, Ministry of Petroleum & Natural Gas, Ministry of Finance, Ministry of Railways and State Government of Maharashtra.

The Board also conveys its gratitude to the shareholders namely NTPC Limited and MSEB Holding Company Limited for the confidence reposed by them in your Company. The Board also appreciates the contribution of associate agencies, contractors, vendors and consultants in the implementation and operation & maintenance of the Power Block of your Company. The Board acknowledges with thanks the constructive suggestions received from C&AG and Company's Auditors.

The Directors want to express their deep-felt thanks and best wishes to all the shareholders for the continued support and trust they have reposed in the Management. The Board also wishes to place on record its appreciation for the untiring efforts and contributions made by the employees at all levels to ensure that the Company continues to grow and excel. The Directors look forward to a bright future and further growth with confidence.

For and on behalf of the Board of Directors

(Praveen Saxena)
Chairman
DIN: 07944144

Place: Patna

Date: 29th September, 2021

Annexure- A

MANAGEMENT DISCUSSION AND ANALYSIS

INDUSTRY STRUCTURE AND DEVELOPMENTS

Power is among the most critical component of infrastructure, crucial for the economic growth and welfare of nations. The existence and development of adequate infrastructure is essential for sustained growth of the Indian economy.

India's power sector is one of the most diversified in the world. Sources of power generation range from conventional sources such as coal, lignite, natural gas, oil, hydro and nuclear power to viable nonconventional sources such as wind, solar, and agricultural and domestic waste.

Despite the challenges of ill-fated 2020, current backdrop of recovery in global sentiment, bounce back in local demand and ample liquidity provides a supportive launchpad for India to lead the journey of economic recovery in 2021. One sector which is expected to play a crucial role in this recovery is the Indian power sector.

In the wake of the challenges of a global pandemic, nationwide lockdown, unprecedented collapse in country's economic activity and GDP, 2020 has also left behind a lot of learnings. The world as we know it has changed and with it has emerged a new perspective to face challenges by constantly evolving and preempting the changing need of the consumers and businesses. While the power demand is expected to slowly limp back to high-single digits in tandem with GDP growth, several over-arching fundamental trends are expected to drive the sector transformation in 2021.

Over the last few years, Indian power sector has undergone a significant transformation that has redefined the industry outlook through path-breaking policy initiatives like Deen Dayal Upadhyaya Gram Jyoti Yojana (DDUGJY), Pradhan Mantri Sahaj Bijli Har Ghar Yojna (Saubhagya), Integrated Power Development Scheme (IPDS), among others. While Discoms reforms have achieved limited financial success, recent policy reforms like payment security mechanism, power-cut penalization, Electricity Amendment Bill will go a long way in bringing in efficiencies into the sector.

The outlook of the power sector however seems positive as represented through various global rankings. India's overall rank in World Bank's "Ease of Doing Business" is 63rd in 2020 improving from 142nd in 2015. Indian Power Sector also has improved its ranking to 22nd in 2020 from 137th in 2015 in "Getting Electricity" which is one of the ten parameters of "Ease of Doing Business" ranking.

Existing Installed Capacity

The details of total installed capacity in the country as on 31 March 2021 was as below:

	Total Capacity (GW)	% share
Private	173	47
State	104	28
Central	95	25
Total	372	100

(Source: Ministry of Power)

Capacity Utilization and Generation

Sector wise PLF in % (Thermal)

Sector	2020-21	2019-20
State	42.10	50.20
Central	59.50	64.20
Private	53.30	54.60

(Source: Ministry of Power)

In the emerging scenario of high variable renewable energy infusion into the grid, supplying power with reliability has gained prominence over PLF. In this context, it is crucial that the thermal capacities are able to supply fast response balancing power and maintain adequate reserve capacity.

Key Initiatives/Reforms & Regulatory Changes in Power Sector

1. **The Electricity (Amendment) Bill, 2020:** Ministry of Power has introduced draft Electricity Act (Amendment) Bill, 2020. The key proposals include (i) constitution of Central Enforcement Authority to uphold the sanctity of a contract related to sale, purchase or transmission of electricity; (ii) formulation of separate National Renewable Energy Policy; and (iii) Direct Benefit Transfer of subsidy by state governments to consumers. The comments received from stakeholders have been examined in the Ministry of Power and revised draft Electricity (Amendment) Bill 2021 is under finalization.

2. **Amendments in Tariff Policy:** Certain Amendments to the Tariff Policy 2016 have been proposed to ensure consumer protection, increase financial viability of the sector, attract investments and promote transparency in power sector. The proposed amendments to Tariff Policy inter alia includes consumer protection like- performance standards of Discoms, adequacy of power, penalty for power cuts, inefficiencies of Discoms not to be pass through. Other issues of proposed amendments include payments to Gencos/ Transcos, clarity on Change in Law provisions, promotion of renewable energy, electricity tariffs to Electric vehicle charging stations, Direct Benefit Transfer, Smart metering, addressing Open access issues, transparency in grant of Open Access, addressing concerns over Regulatory Assets etc.

3. **Electricity (Rights of Consumers) Rules, 2020:** For the first time, the Ministry of Power on 31.12.2020 has promulgated rules laying down the rights of electricity consumers. These Rules emanate from the conviction that the power systems exist to serve the consumers and the consumers have rights. These rules are also an important step towards furthering the ease of doing business across the country. Implementation of these Rules shall ensure that new electricity connections, refunds and other services are given in a time bound manner. Any willful disregard to consumer rights will result in levying penalties on service providers.

4. **Guidelines for procurement of Round the Clock power (RTC Power) from Renewable Projects through Tariff Based Competitive Bidding:** With the aim of promoting RE power and to provide Round-The-Clock (RTC) power to the DISCOMs from renewable energy sources, Ministry of Power has issued RTC power Guidelines vide notification dated 22.07.2020. The amendments made in the said

guidelines were notified in Gazette of India on 03.11.2020. Now the complemented power may be used from any fuel sources.

5. **Waiver of ISTS Transmission Charges and Losses for Solar & Wind Power:** In Order to promote generation from renewable sources of energy, Ministry of Power has issued an Order on 5th August 2020 for extension of waiver of Inter State Transmission System (ISTS) charges and losses for transmission of the electricity generated from solar and wind projects commissioned till 30th June 2023. Further an Order was issued on 15th January, 2021 for extension of waiver of Inter State Transmission System (ISTS) charges for transmission of the electricity generated from solar and wind projects under force majeure condition. It may be noted that earlier in line with the provisions of Tariff Policy 2016, this Ministry had issued waiver order for ISTS charges and losses for transmission of electricity generated from solar and wind sources of energy on 30.9.2016. Such wavier of ISTS charges and losses has been extended from time to time.

6. **Reduced rate of Late Payment Surcharge:** In order to address the problems faced by electricity Distribution Companies due to COVID-19 pandemic, Ministry of Power has on 28.03.2020 issued directions to CERC under section 107 of the Electricity Act 2003, for specifying reduced rate of Late Payment Surcharge (LPS) for payments which become delayed beyond a period of 45 days (from the date of presentation of the bill) during the period from 24th March 2020 to 30th June 2020 to generating companies and licensees treating the restrictions placed by the central government vide its order dated 24.03.2020 to contain COVID-19 as an event of force majeure.
   Through letter dated 20.08.2020, Ministry of Power has advised Generating Companies and Transmission Companies to charge Late Payment Surcharge (LPS) at a rate not exceeding 1% per month on the principal dues (excluding LPS) for all payments made by Discoms under the Liquidity Infusion Scheme of PFC and REC under Atmanirbhar Bharat.

7. **Introduction of Real Time Market (RT M) and Green Term Ahead Market (GTA M) through Power Exchange:** Two new products in Power Exchange were launched - Real Time Market (RTM) and Green Term Ahead Market (GTAM). RTM was launched from 01.06.2020 enabling Discoms and other buyers to procure power nearer to delivery time. GTAM was launched from 21.08.2020 enabling procurement of renewable power from the Power Exchanges. The introduction of Green Markets on the Power Exchanges will facilitate achievement of green energy targets in a most efficient and cost optimized manner.

8. **Relief for enforcement of Letter of Credit (LC) and payment security for both renewable and conventional power generation plants:** In this year, considering the unprecedented and force majeure situation due to Covid-19 pandemic, it has been decided that power may be scheduled even if payment security mechanism is established for 50% of the amount for which payment security mechanism is to be otherwise established contractually. This relaxation was available during the period 24.03.2020 to 30.06.2020.

SWOT ANALYSIS

Strength/ Opportunity:

The Company has General Electric's 9FA fuel efficient gas turbines installed at its plant which are from one of the most advanced turbine fleets in the world. Number of 9FA turbines in India is still relatively low.

The company has advantageous strategic location as it is located in vicinity of two LNG regasification terminals. It provides a competitive environment for gas suppliers and also provides a great opportunity to the company for procurement of cheaper gas.

Environmental governance has increased in India and the emission norms are going to become stricter in future to align with global counterparts. The company is sufficiently future-proof in this area, with NOx of less than 27 ppm at part load and 20 ppm at full load.

As per available reports, about 80% of existing gas-based plants is about 25-30 years old. They are thus nearing the end of their economic life and may require major maintenance / renovation to maintain their efficiency as well as for safety reasons. RGPPL power blocks were commissioned during 2006-09. Actual firing hours of Gas Turbines range from 2.75 years to 6.60 years only. Thus, it is relatively new, more efficient and is be able to give enhanced output at a lower maintenance cost.

Weakness/Threats:

Natural Gas (Domestic Gas/Regasified Liquid Natural Gas (RLNG)) is the major fuel for generation. Generation largely depends upon RLNG as very less quantity of domestic gas is allocated by the Government to the company. Price of RLNG is main deciding factor for cost of generation. Currently for generation under long term Power Purchase Agreement (PPA) with Indian Railways, expiring on 31.03.2022, fuel (RLNG) is sourced through GAIL (India) Limited under long term Gas Supply Agreement at fixed price of USD 7.48 per MMBTU. With the rise in prices of RLNG globally, it shall be difficult to obtain fuel from GAIL at the same price, i.e. USD 7.48/MMBTU, in future. The cost is certain to rise. With the increase in cost of raw material the cost of generation shall also increase substantially, which will affect the viability of company as it has to compete with other power generating companies using Coal/renewable as fuel.

RISK, CONCERNS AND THEIR MANAGEMENT

The company is operating under a PPA with the Indian Railways. The said PPA is valid till 31st March, 2022. Under the PPA, the company is required to supply 540MW power to the Railways at a fixed tariff of Rs. 5.50/Kwh.

Since the company is a gas based power plant, the raw materials required are RLNG and Non-APM Gas. Till 31st March, 2022, under Gas Supply Agreement with GAIL (India) Ltd, RLNG shall be supplied at the rate of USD 7.48/MMBTU. Further, 0.6 MMSCMD of domestic gas was also committed by MoPNG out of 0.9 MMSCMD of domestic gas allocated to RGPPL in 2011. However, with the implementation of revised allocations of City Gas Distribution (CGD) Entities w.e.f. 16.06.2021 in line with MoPNG Guidelines, the domestic gas availability to RGPPL has been reduced to 0.30 MMSCMD.

The above has resulted in huge financial burden on the company as the cost of sales is higher than the realization. Consequently, to maintain the financial viability the company has been compelled to reduce its generation and supplying only 210MW to Railways. The remaining 330MW is being arranged to Railways from alternate source as per the terms of the PPA.

INTERNAL CONTROL

The Company has adequate internal systems commensurate to the size of the company and processes for efficient conduct of business. The Company is complying with relevant laws and regulations. It is following delegation of powers as is being followed in NTPC Limited. The financial statements are prepared in accordance with generally accepted accounting principles in India, accounting standards notified under Companies (Accounting Standards) Rules, 2006, read with General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs, the Companies Act, 2013 (to the extent notified and applicable) and the provisions of the Electricity Act, 2003 to the extent applicable from time to time and as per the guidelines issued from NTPC Limited.

In order to ensure that all checks and balances are in place and all internal systems are in order, regular and exhaustive internal audits are conducted by experienced firm of Chartered Accountants. Further, in order to strengthen the internal control mechanism in the Company, your Company has implemented SAP B1 and it is helping the Company in retrieving data and maintaining systematic backup.

Beside above, the company has an Audit Committee to keep a close watch on compliance with Internal Control Systems. A well-defined Internal Controls framework has been developed by an external expert M/s KPMG Ltd. The said Internal Control framework provides the key controls which assess the effectiveness of the company's internal control over financial reporting.

During the year, such controls were tested and no reportable material weakness in the design or operation was observed.

PERFORMANCE DURING THE YEAR

Operational Performance

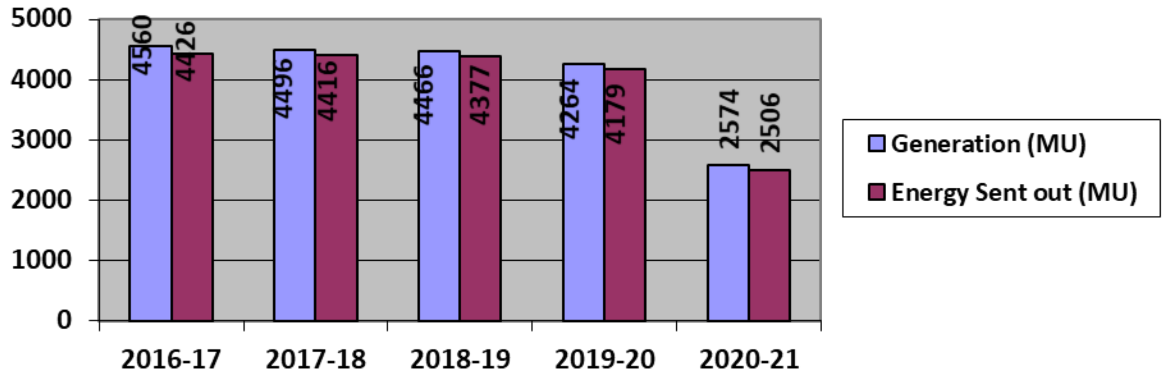
The physical parameters of the company are as follows:

Particulars	2020-21	2019-20
Generation (in MUs)	2,573.83	4,263.67
Sales (in MUs)	2,505.79	4,179.48
PLF	14.94%	24.68%

During the year the generation has reduced due to reduction in scheduling by Railways as a result of restrictive operations under Covid 19 as per the directions of the Government of India.

The operational performance of the company during the last five years are given below in graphical representation:

Operation Performance of the company



Financial Performance

The Company does not have any Subsidiary, Joint Venture & Associates Company. Therefore, provisions of Section 129 of the Companies Act, 2013, related to consolidation of Financial Statements are not applicable.

The financial statements for the year ended 31st March 2021 in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.

The major financial highlights are as under:

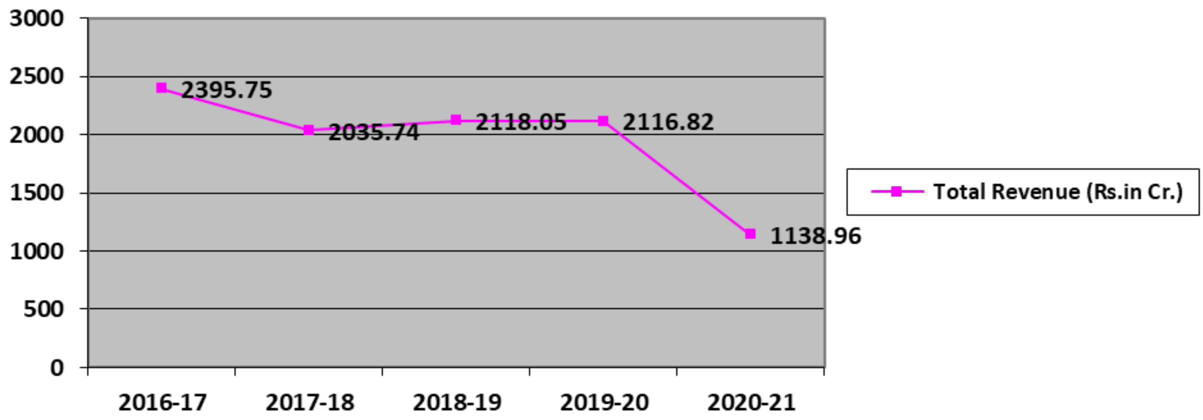
(Rs in crore)

Revenue	**2020-21**	**2019-20**
Revenue from operations	1,098.39	2,041.14
Other income	40.57	75.68
Total revenue	**1,138.96**	**2,116.82**
Expenses		
Fuel cost	726.93	1,593.32
Employee benefits expense	27.46	27.40
Finance costs	79.55	141.71
Depreciation and amortization expense	119.65	400.59
Other expenses	175.13	127.91
Impairment of non-current assets	134.70	-
Total expenses	**1,263.42**	**2,290.93**
Profit/(Loss) for the year	**(124.46)**	**(174.11)**

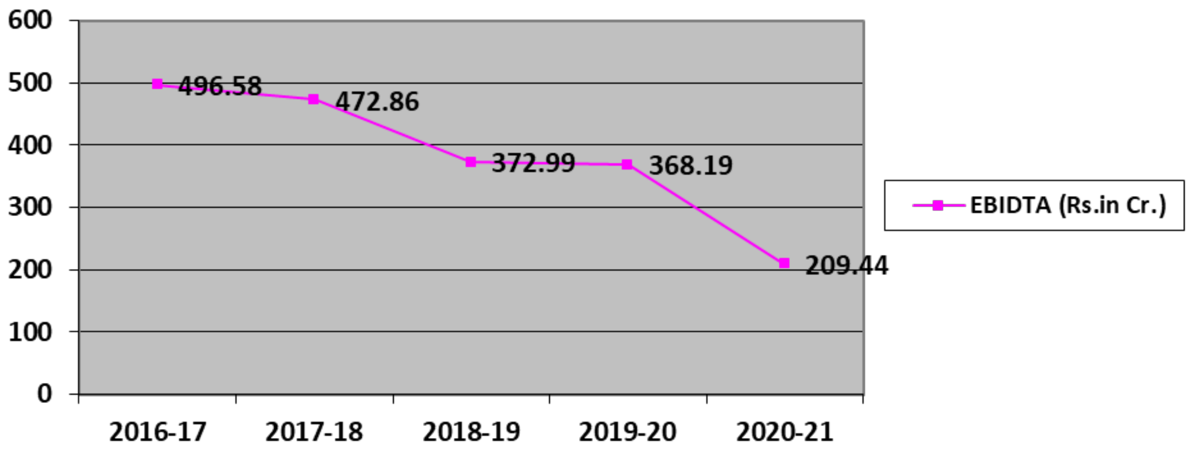
An impairment loss of Rs. 134.70 crore (previous year Rs. Nil) is recognized in the books based on impairment study report submitted by independent valuer M/s. ProXcel Advisory Services Private Limited, engaged by the Company as per requirement of IND AS-36.

A total income of Rs. 1,138.96 crore during Financial Year 2020-21 has been recorded as against Rs. 2,116.82 crore in the previous year. This was mainly due to reduced power scheduling provided by Railways in view of restrictive operations due to Covid 19. Further, there was decrease in expenses mainly on account of reduction in fuel cost, depreciation and interest expense during the year.

The Total Revenue of the company for the last five years is as given below:



Also, the Earnings before Interest, Depreciation, Tax & Amortization (EBIDTA) of last five years are summarized as below:



FINANCIAL INDICATORS

The various performance indicators for the financial year 2020-21 as compared to financial year 2019-20 are as under:

(Rs. In crore)

	Description	2020-21	2019-20
1	Total Revenue	1,138.96	2,116.82
2	Total Expenses	1,263.42	2,290.93
3	Profit after Tax	(124.46)	(174.11)
4	Share Capital	3,272.30	4,011.32
5	Reserves & Surplus	(3,349.65)	(3,964.21)
6	Net Worth	(77.35)	47.11
7	Capital Employed	1,313.32	1,416.42
8	Return on Capital Employed %	(9.48)	(12.29)
9	Return on Net Worth %	160.90	(369.58)
10	Debt Equity Ratio	(17.98)	29.07
11	Earnings per share	(0.38)	(0.53)

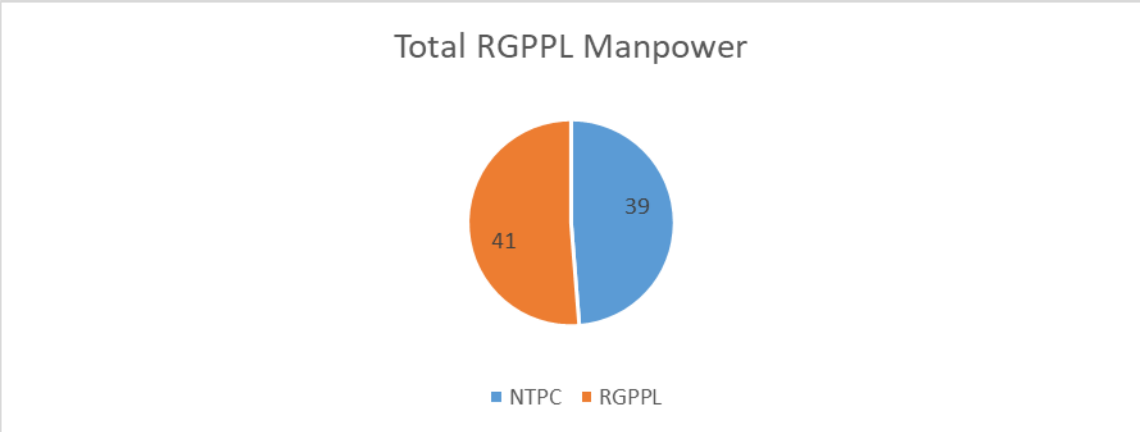
#Even though ratio is positive, Company has incurred losses during the year & net worth is negative. (Refer Sl. No. 3 & 6 above)

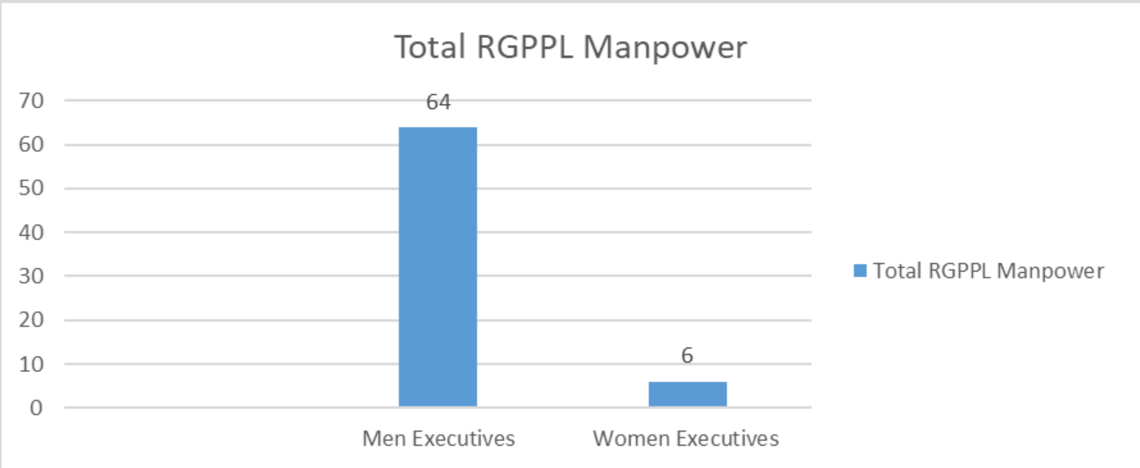
HUMAN RESOURCE MANAGEMENT

The Human Resource philosophy of your Company has always been to adopt "people first" approach for achieving the organizational goals and sustainable growth of the organization. Your Company is focusing on continued development of employees.

As on 31st March, 2021, the Company had total strength of 70 employees out of which 39 employees were on Secondment from NTPC and 31 employees were on the rolls of your Company. All the employees in your company are at executive level. Further, out of 70 employees 6 are women employees. The employee relations environment during the year remained cordial.

The Manpower position at RGPPL as a whole is summarized as below:





RGPPL Employee Welfare Association (REWA)

REWA is a civic body that represents the interests of the residents in various welfare activities at RGPPL Colony. Since its inception, REWA has been actively organizing various activities, events, functions towards promoting cultural and recreational requirements of employees and their family members at RGPPL site at regular period of time.

RGPPL Sanjana Mahila Samiti

The social and cultural activities of RGPPL Sanjana Mahila Samiti have created a distinct identity in the adjacent villages.

Anand Mela was organized by Sanjana Mahila Samiti in December 2019, whose main objective was to create an atmosphere of mutual union and harmony. On this occasion, the people of the nearby villages also attended the event and made this fair memorable.

Waste Paper Recycling Unit is an integral part of daily activities of Sanjana Mahila Samiti. Waste papers are recycled to create various stationary items such as office files, paper bags etc. All these products are completely environment friendly.

During the ongoing crisis of Covid – 19 Pandemic, Sanjana Mahila Samiti has provided all possible help by distributing ration kits to the needy people of the nearby villages. This work of the Mahila Samiti has been highly praised by the local Gram Panchayat.

Social Awareness

RGPPL is also aware of the conditions and problems of the surrounding society.

In order to protect the environment of surrounding villages and increase awareness many cleanliness drives were organized by RGPPL employees. RGPPL distributed Dry and wet dustbins in order to promote segregation of Solid waste.

During the 2nd wave of Covid-19, RGPPL has also set up a COVID Care Centre to help people from the surrounding villages.

To address acute water crisis in the summer months, water was supplied through tankers to the adjacent villages.

To meet the water requirement, RGPPL has taken a commendable step towards Rain Water Harvesting. 3,50,000 Cubic Meter of water is collected in one season which caters to entire water requirement of township and plant.

OUTLOOK

Inspite of the challenges and threats posed to the company, with the strengths and inherit spirit at its disposal, the Company's outlook appears to be good, keeping in view the power demand in the country.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis, describing objectives, projections and estimates, are forward-looking statements and progressive, within the meaning of applicable laws and regulations. Actual results may vary from those expressed or implied, depending upon economic conditions, Government policies and other incidental/related factors.

For and on behalf of the Board of Directors

(Praveen Saxena)
Chairman
DIN: 07944144

Place: Patna

Date: 29th September, 2021

Annexure - B

गोपनीय

संख्या/No.: DGA (Energy)/Rep/01-86/Acs-RGPPL/2021-22/257

सत्यमेव जयते

INDIAN AUDIT & ACCOUNTS DEPARTMENT
OFFICE OF THE
PRINCIPAL DIRECTOR OF AUDIT(ENERGY)
DELHI

दिनांक/Dated: 05.08.2021

सेवा में

अध्यक्ष,
रत्नागिरी गैस एंड पावर प्राइवेट लिमिटेड
नोएडा।

विषय: 31 मार्च 2021 को समाप्त वर्ष के लिए रत्नागिरी गैस एंड पावर प्राइवेट लिमिटेड, नोएडा के वार्षिक लेखाओं पर कम्पनी अधिनियम, 2013 की धारा 143(6)(b) के अन्तर्गत भारत के नियंत्रक-महालेखापरीक्षक की टिप्पणियाँ।

महोदय,

मैं, रत्नागिरी गैस एंड पावर प्राइवेट लिमिटेड, नोएडा के 31 मार्च 2021 को समाप्त वर्ष के लेखाओं पर कम्पनी अधिनियम, 2013 की धारा 143(6)(b) के अन्तर्गत भारत के नियंत्रक-महालेखापरीक्षक की टिप्पणियाँ अग्रेषित कर रहा हूँ।

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

भवदीय,

संलग्नक: - यथोपरि।

डी. के. शेखर

(डी. के. शेखर)
महानिदेशक

छठा एवं सांतवा तल, एनेक्सी बिल्डिंग, 10, बहादुर शाह ज़फर मार्ग, नई दिल्ली-110002
6th & 7th floor, Annexe Building, 10 Bahadur Shah Zafar Marg, New Delhi -110002
Tel: 011-23239235, Fax: 011-23239211, E-mail: pdaenergydl@cag.gov.in

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF RATNAGIRI GAS AND POWER PRIVATE LIMITED FOR THE YEAR ENDED 31 MARCH 2021

The preparation of financial statements of Ratnagiri Gas and Power Private Limited for the year ended 31 March 2021 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139 (5) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143 (10) of the Act. This is stated to have been done by them vide their Audit Report dated 11 June 2021.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of Ratnagiri Gas and Power Private Limited for the year ended 31 March 2021 under Section 143 (6) (a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the statutory auditor and is limited primarily to inquiries of the statutory auditor and company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditor's report under section 143 (6) (b) of the Act.

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

(D. K. Sekar)
Director General of Audit (Energy),
Delhi

Place: New Delhi
Dated: 05 August 2021

AGARWAL S. & ASSOCIATES
Company Secretaries

D-427, 2nd Floor, Palam Extn., Ramphal Chowk,
Sector 7, Dwarka, New Delhi-110075
Email Id: sachinag1981@gmail.com
Phone: 011–45052182; Mobile: 9811549887

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,
Ratnagiri Gas and Power Private Limited.

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

Based on our verification of the Company's books, papers, 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;**Not Applicable.**

(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; **Not Applicable.**

(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-**Not Applicable**

Agarwal S. & Associates
New Delhi
Company Secretaries

(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 SEBI (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;

(vi) Compliances/processes/systems under other applicable Laws to the Company are being verified by us on random sampling basis.

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

(a) Secretarial Standards issued by the Institute of Company Secretaries of India.

(b) Other Laws which are specifically applicable to the company:

i) Bio Medical Waste Management Rules, 2016

ii) Maharashtra Fire Prevention and Life Safety Measures Act, 2006.

iii) Petroleum Act, 1934.

iv) Public Liability Insurance Act, 1991.

v) Boilers Act, 1923.

vi) Standards of Weights & Measures Act, 1976.

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

1. *Company being a Deemed Public Limited Company (w.e.f. 31.12.2020) under 2(71) of the Companies Act 2013, minimum number of shareholders should be Seven (7) as required under Section 3 (1)(a) of the Companies Act,2013.*
2. *Company should appoint Women Director on the Board during the intervening period 31.12.2020 to 31.03.2021 in compliance of Second Proviso of section 149 (1) of Companies Act, 2013.*

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non- Executive 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.

Agarwal S. & Associates Company Secretaries

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 established 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 the Company through its Composite Resolution Plan (One Time Settlement with Lender's), the entire equity shareholding of the Institutional Shareholders (IDBI,SBI, ICICI,Canara Bank, IFCI) comprising of Rs. 1,160.96 Crores, being 35.47% has transferred to NTPC Limited on 31st December, 2020 and share purchase agreement executed and placed before the board. Thus, the shareholding of NTPC Limited in RGPPL has increased from 25.51% (834.56 Crores) to 60.98% (1,995.52 Crores) and thereby, RGPPL has become the subsidiary of NTPC Limited. Further Gail (India) Limited transferred entire shareholding 25.51% (834.55 Crore) to NTPC Limited on 23rd February, 2021. As on 31.03.2021 total shareholding of NTPC limited was 86.49% (2830.07 Crores) in RGPPL.

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

Agarwal S. & Associates · Company Secretaries · New Delhi

CS Dheeraj Kumar Pandey
Partner
ACS No. : 46269
C.P.No.: 24308

Place: New Delhi
Date: 27.07.2021
UDIN: **A046269C000695962**

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,
Ratnagiri Gas and Power Private 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

Agarwal S. & Associates Company Secretaries

CS Dheeraj Kumar Pandey
Partner
ACS No. : 46269
C.P. No.: 24308

Place: New Delhi
Date: 27.07.2021

Secretarial Auditors' Observation	Reply of the Management
1. Company being a Deemed Public Limited Company (w.e.f. 31.12.2020) under 2(71) of the Companies Act 2013, minimum number of shareholders should be Seven (7) as required under Section 3 (1)(a) of the Companies Act,2013.	A letter was written to NTPC Ltd, being the principal Promoter, on 22nd January, 2021 regarding nomination of Women Director & also increase in minimum number of shareholders to 7. In response to the same, NTPC vide letter dated 19th April, 2021 nominated a Women Director, Ms. Sangeeta Kaushik. Also, vide separate letter dated 19th April, 2021 NTPC informed about the transfer of shares to other shareholders to meet the requirement. The transfer of shares has also been executed. Hence, compliance to the observations has been made.
2. Company should appoint Women Director on the Board during the intervening period 31.12.2020 to 31.03.2021 in compliance of Second Proviso of Section 149(1) of the Companies Act, 2013	

Annexure D

Annual Report on Corporate Social Responsibility (CSR) activities for the financial year 2020-21

(Pursuant to Section 135 of the Companies Act, 2013)

1. **A brief outline of the Company's CSR Policy including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs.**

Be a socially responsible corporate entity and to lead the sector in the areas of protection of environment, bio-diversity, human rights and energy conservation. Exceed compliance requirements for Labour practices & decent work. Contribute towards sustainable power development by discharging Corporate Social Responsibilities (CSR) that would positively impact its customers, employees, shareholders, communities, and the environment in various aspects of its operations. However, activities and expenditure related to staff benefits are not counted as CSR. Focus on identifying gaps in development planning of infrastructure through interaction with elected public representatives, local administration and undertaking community development activities in the surrounding areas, through the participation of the Local Community.

Web Link to the CSR Policy

http://www.rgppl.com/policy/CSR-POLICY-RGPPL.pdf

2**. Composition of the CSR Committee.**

The Corporate Social Responsibility Committee of Board of Directors, comprises of following three Directors, which recommends to the Board for approval, the amount of expenditure to be incurred on the activities and monitor from time to time the policy for Corporate Social Responsibility approved by the Board.

1. Shri Aditya Dar
2. Shri Sanjay Khandare
3. Ms. Sangeeta Kaushik

Considering the losses, no meeting of CSR Committee was scheduled during the Financial Year 2020-21.

3. **Financial Details**

Particulars	**Rs. in crore**
Average net profit/ loss of the Company for the last three financial years	(227.80)
Prescribed CSR Expenditure (2% of the average net profit)	Nil
Details of CSR Expenditure during the financial year:	
Total amount to be spent for the financial year	N.A.

Amount Spent	Nil
Amount unspent	N.A.

4. **Manner in which the amount spent during the financial year is detailed below:**

S.no.	CSR project or activity identified	Sector in which the project is covered	Projects or programs (1) Local area or other (2) Specify the State and district where projects or programs was undertaken	Amount outlay (budget) project or programs wise	Amount spent on the projects or programs Subheads: (1) District expenditure on projects or programs. (2) Overheads:	Cumulative expenditure up to the reporting period	Amount spent: direct or through implementing agency
	Nil	Nil	Nil	Nil	Nil	Nil	Nil

5. **In case the Company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board Report.**

   Considering the financials of the Company for the immediately preceding 3 years, i.e., financial year 2017-18, 2018-19 & 2019-20, average loss of the RGPPL is Rs. 227.80 crore. Company is also facing financial constraints as Power Block of the Company has operated at partial capacity.

6. This is to state that the implementation and monitoring of CSR policy is in compliances with CSR objectives and policy of the Company.

For and on behalf of the Board of Directors

(Asim Kumar Samanta)
Chief Executive Officer

(Praveen Saxena)
Chairman
DIN-07944144

Place: Anjanwel & Patna

Date: 29th September, 2021

Annexure E

Conservation of Energy, Technology Absorption & Foreign exchange earnings

(a) Conservation of energy

(i)	the steps taken or impact on conservation of energy	*
(ii)	the steps taken by the company for utilizing alternate sources of energy	*
(iii)	the capital investment on energy conservation equipment	*

(b) Technology absorption

(i)	the efforts made towards technology absorption	*
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	*
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	*
	(a) the details of technology imported	*
	(b) the year of import;	*
	(c) whether the technology been fully absorbed	*
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	*
(iv)	the expenditure incurred on Research and Development	*

* The Power plant has been operating at partial capacity w.e.f. 26th November, 2015 leading to severe financial constraints. RGPPL is following existing practices in the area of energy conservation & technology absorption and no significant capital infusion is done in respect of these areas.

(c) Foreign exchange earnings and Outgo

(i) Activities relating to exports: initiatives taken to increase exports; development of new export markets for products and services; and export plans:
Not Applicable

(ii)Total foreign exchange earned and used

(Rs in crore)

Particulars	**2020-21**	**2019-20**
Foreign Exchange Earnings	Nil	Nil
Foreign Exchange Outgo	36.02	73.94

For and on behalf of the Board of Directors

(Praveen Saxena)
Chairman
DIN: 07944144

Date: 29th September, 2021

Place: Patna

Annexure - F

FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March, 2021

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

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	U40105DL2005PTC138458
ii)	Registration Date	08/07/2005
iii)	Name of the Company	Ratnagiri Gas and Power Private Limited
iv)	Category/ Sub Category of the Company	Private Company/Limited by Shares
v)	Address of the Registered Office and contact details	Regd, Office: NTPC Bhawan, Core-7, Scope Complex, 7 Institutional Area, Lodhi Road, New Delhi-110003 Contact details: 0120-4148972
iv)	Whether Listed Company	No
Vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any-	**Name of the R & TA** Kfin Technologies Private Limited
		Address of the R & TA Selenium Tower B, Plot No 31 & 32 Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032
		Contact Details +91 40 6716 1602 **Email ID** hanumantha.patri@kfintech.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% of total turnover of the company
1.	Generation of Electricity	35102	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name And Address of the Associate Company	CIN/GIN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	NTPC Ltd NTPC Bhawan, Core 7, SCOPE Complex, 7, Institutional Area, Lodi Road, New Delhi – 110 003	L40101DL1975GOI007966	Holding	86.49%	Section 2(46) of the Companies Act, 2013

IV. SHARE HOLDING PATTERN

A. Equity Share Capital Breakup

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the financial year				No. of Shares held at the end of the financial year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1. Indian									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	1,66,91,12,092	-	1,66,91,12,092	51.02%	2,83,00,76,305	-	2,83,00,76,305	86.49%	35.47%
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub Total A(1):-	**1,66,91,12,092**	**-**	**1,66,91,12,092**	**51.02%**	**2,83,00,76,305**	**-**	**2,83,00,76,305**	**86.49%**	**35.47%**
2. Foreign									
a) NRIs- Individuals	-	-	-	-	-	-	-	-	-
b) Other-Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
Sub Total A(2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	**1,66,91,12,092**	**-**	**1,66,91,12,092**	**51.02%**	**2,83,00,76,305**	-	**2,83,00,76,305**	**86.49%**	**35.47%**

B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	1,16,09,64,213	-	1,16,09,64,213	35.47%	-	-	-	-	(35.47%)
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	**1,16,09,64,213**	-	**1,16,09,64,213**	**35.47%**	-	-	-	-	**(35.47%)**
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	44,22,26,131	-	44,22,26,131	13.51%	44,22,26,131	-	44,22,26,131	13.51%	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
i) Non Resident Indians	-	-	-	-	-	-	-	-	-

ii) Clearing Members	-	-	-	-	-	-	-	-	-
iii) HUFs	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	**44,22,26,131**	**-**	**44,22,26,131**	**13.51%**	**44,22,26,131**	-	**44,22,26,131**	**13.51%**	**-**
Total Public Shareholding (B)=(B)(1)+ (B)(2)	**160,31,90,344**	**-**	**160,31,90,344**	**48.98%**	**44,22,26,131**	-	**44,22,26,131**	**13.51%**	**(35.47%)**
C. Shares held by Custodian for GDRs & ADRs	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**	**-**
Grand Total (A+B+C)	**327,23,02,436**	**-**	**327,23,02,436**	**100%**	**327,23,02,436**	-	**327,23,02,436**	**100%**	**-**

B. 0.01% Cumulative Redeemable Preference Share Capital Breakup

i) Category-wise Share Holding

Category of Shareholders	**No. of Shares held at the beginning of the financial year**				**No. of Shares held at the end of the financial year**				**% Change during the year**
	Demat	**Physical**	**Total**	**% of Total Shares**	**Demat**	**Physical**	**Total**	**% of Total Shares**	
A. Promoters									
1. Indian									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub Total A(1):-	-	-	-	-	-	-	-	-	**-**
2. Foreign									
f) NRIs- Individuals	-	-	-	-	-	-	-	-	-
g) Other-Individuals	-	-	-	-	-	-	-	-	-
h) Bodies Corporate	-	-	-	-	-	-	-	-	-

i) Banks/FI	-	-	-	-	-	-	-	-	-
j) Any Other	-	-	-	-	-	-	-	-	-
Sub Total A(2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	-	-	-	-	-	-	-	-	-
B. Public Shareholding									
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	55,14,89,698	-	55,14,89,698	74.62%	-	-	-	-	(74.62%)
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	**55,14,89,698**	**-**	**55,14,89,698**	**74.62%**	-	-	-	-	**(74.62%)**
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	1,54,20,000	17,21,14,000	18,75,34,000	25.38%	-	-	-	-	(25.38%)
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-

ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
iv) Non Resident Indians	-	-	-	-	-	-	-	-	-
v) Clearing Members	-	-	-	-	-	-	-	-	-
vi) HUFs	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	**1,54,20,000**	**17,21,14,000**	**18,75,34,000**	**25.38%**	-	-	-	-	**(25.38%)**
Total Public Shareholding (B)=(B)(1)+ (B)(2)	**56,69,09,698**	**17,21,14,000**	**73,90,23,698**	**100%**	-	-	-	-	**(100%)**
C. Shares held by Custodian for GDRs & ADRs	**-**	**-**	**-**	**-**	-	-	-	-	**-**
Grand Total (A+B+C)	**56,69,09,698**	**17,21,14,000**	**73,90,23,698**	**100%**	-	-	-	-	**(100%)**

B) Shareholding of Promoter-

S. No.	Shareholder's Name	Shareholding at the beginning of the financial year			Shareholding at the end of the financial year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	NTPC Limited	83,45,56,046	25.51%	-	2,83,00,76,305	86.49%	-	60.98%
2	GAIL (India) Limited	83,45,56,046	25.51%	-	-	-		
	Total	**1,66,91,12,092**	**51.02%**	**-**	**2,83,00,76,305**	**86.49%**	**-**	**60.98%**

C) Change in Promoters' Shareholding (please specify, if there is any change)

Particulars	NTPC Ltd		GAIL (India) Ltd	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the financial year	83,45,56,046	25.51%	83,45,56,046	25.51%
Date wise Increase / Decrease in Promoters Shareholding during the financial year specifying the reasons for increase /decrease (e.g. allotment /transfer / bonus/ sweat equity etc): - Share Purchase from Banks & Financial Institutions - Share Purchase from/Sold to other Promoters	1,16,09,64,213 83,45,56,046	35.47% 25.51%	- (83,45,56,046)	- (25.51%)
At the end of the financial year	**2,83,00,76,305**	**86.49%**	**-**	**-**

D) Equity Shareholding Pattern of top ten Shareholders: (other than Directors, Promoters and Holders of GDRs and ADRs):

S. No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the financial year		Shareholding at the end of the financial year	
		No. of shares	% to total shares	No. of shares	% to total shares
1	MSEB Holding Company Limited	44,22,26,131	13.51%	44,22,26,131	13.51%
2	IDBI Bank Limited	41,25,92,554	12.61%	-	-
3	State Bank of India	32,83,71,833	10.03%	-	-
4	ICICI Bank Limited	29,16,68,126	8.91%	-	-
5	Canara Bank	7,04,18,010	2.15%	-	-
6	IFCI Limited	5,79,13,689	1.77%	-	-

E) 0.01% Cumulative Preference Shareholding Pattern of top ten Shareholders: (other than Directors, Promoters and Holders of GDRs and ADRs):

S. No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the financial year		Shareholding at the end of the financial year	
		No. of shares	% to total shares	No. of shares	% to total shares
1	Gas & Power Investment Co. Limited	18,75,34,000	25.38%		
2	IDBI Bank Limited	18,45,56,000	24.97%	-	-
3	State Bank of India	14,38,68,000	19.47%	-	-
4	ICICI Bank Limited	12,19,61,698	16.50%	-	-
5	IFCI Limited	3,75,10,000	5.08%	-	-
6	Power Finance Corporation Limited	3,26,14,000	4.41%	-	-
7	Canara Bank	3,09,80,000	4.19%		

E) ***Shareholding of Directors and Key Managerial Personnel:***

S. No.	*Shareholding of each Directors and each Key Managerial Personnel*	Shareholding at the beginning of the financial year		Cumulative Shareholding during the financial Year		Shareholding at the end of the financial year
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
A.	**Directors**					
None of the Director hold any Shares in the company						
B.	**Key Managerial Personnel**					
None of the Key Managerial Personal hold any Shares in the company						

(V) INDEBTEDNESS - Indebtedness of the Company including interest outstanding/accrued but not due for payment

(in Rs.)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1492,40,33,752	-	-	1492,40,33,752
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**1492,40,33,752**	-	-	**1492,40,33,752**
Change in Indebtedness during the financial year				
i) Addition/(Reduction) in Principal	(50,49,20,798)	-	-	(50,49,20,798)
ii) Addition/(Reduction) in Interest due but not paid	-	-	-	-
iii) Addition/(Reduction) in Interest accrued but not due	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	1441,91,12,954	-	-	1441,91,12,954
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	**1441,91,12,954**	**-**	**-**	**1441,91,12,954**

(VI). REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

Sl. No.	Particulars of Remuneration	Name of Managing Director		Total
		Debabrata Paul	Asim Kumar Samanta	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	13,29,134	17,84,718	31,13,852
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit - others, specify	-	-	-
5	Others, please specify	-	-	-
	Total (1 to 5)	**13,29,134**	**17,84,718**	**31,13,852**

B. Remuneration to other directors

Particulars of Remuneration	Name of Director
Independent Directors	**NA**
Fee for attending board committee meetings	NA
Commission	NA
Others, please specify	NA
Total (1)	NA
Other Non-Executive Directors	**Bhaskar Niyogi**
Fee for attending board committee meetings	15,000
Commission	-
Others, please specify	-
Total (2)	15,000
Total (B)=(1+2)	15,000
Total Managerial Remuneration	15,000
Overall Ceiling as per the Act	1,00,000*

*As per Section 196 of the Companies Act, 2013 read with relevant rules, a Company may pay sitting fees to a Director for attending meeting of the Board or Committee which shall not exceed Rupees one lakh per meeting of the Board or Committee. As per the Board decision, the sitting fee is payable to the independent directors nominated by the Financial Institution and Lenders who are not on regularly employment of any of the financial institution of Rs. 5,000/- per meeting.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

S. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	9,45,916	38,35,336	47,81,252
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	67,818	1,04,508	1,72,326
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	others, specify…	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (1 to 5)	-	**10,13,734**	**39,39,844**	**49,53,578**

(VII) PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	NIL				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	NIL				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL				
Punishment					
Compounding					

For and on behalf of the Board of Directors

(Praveen Saxena)
Chairman
DIN: 07944144

Place: Patna

Date: 29th September, 2021

Annexure - G

REPORT IN CORPORATE GOVERNANCE

1. Company's Philosophy on Corporate Governance:

The company adheres to good corporate practices and emphasizes on commitment to values and ethical business conduct. It believes in adopting the best practices laid down in different statutes and goes beyond adherence of statutory framework to being transparency, accountability and equity in all facets of its operations.

In its commitment to practice strong governance principles, the company is guided by the following core principles of corporate governance:

a) To build robust internal control processes & systems for enhancing accountability and responsibility
b) To ensure transparency and high degree of disclosure and adequate control system
c) To ensure that the decision-making process is systematic and rational
d) To ensure that the employees of the company subscribe to the corporate values and apply them in their conduct.

The Board of Directors constantly endeavours to set goals and targets aligned to the Company's vision and mission.

2. Board of Directors:

The company is managed by the Board of Directors which formulates strategies, policies and reviews its performance periodically. As on 31st March, 2021, there were 4 (four) Directors on the Board. The composition and attendance record of the Company's Board of Directors with respect to Board meetings are as follows:

During the year, Four Board Meetings were held i.e., on 14th July, 29th September, 16th December of 2020 and 18th February of 2021. The details are as under of various Directors attending the Board Meeting:

Name of the Director	Category	Total No. of meeting	Meetings attended	Attendance at Last AGM	Directorships held in other Companies
Shri Chandan Kumar Mondol	Promoter	2	2	Yes	Public: 04 Private: 01
Shri Sital Kumar	Promoter	4	4	Yes	Public: 01 Private: 01
Shri Asim Kumar Samanta	Promoter	2	2	N.A.	Public: Nil Private: Nil
Shri Sanjay Khandare	Nominee	3	3	No	Public: 06 Private: Nil
Shri Prasoon Kumar	Promoter	4	4	No	Public:01 Private: Nil
Shri Pankaj Patel	Promoter	4	4	No	Public:01 Private: Nil

Shri Bhaskar Niyogi	Nominee	3	3	No	Public:02 Private: Nil
Shri Manoj Sharma	Nominee	3	1	No	Public: Nil Private: Nil
Shri Aditya Dar	Promoter	4	4	Yes	Public: 03 Private: Nil
Shri Rakesh Kumar Jain	Promoter	4	4	Yes	Public:01 Private: Nil
Shri Anilraj Chellan	Nominee	3	2	No	Public:Nil Private: Nil

Notes:

a) Brief resume of directors appointed/reappointed at the forthcoming AGM is given in the Notice of AGM.

b) Video Conferencing facilities is provided by the Company to facilitate Directors at other locations to participate in the Board/Committee meetings.

c) As on 31st March, 2021 Shri Asim Kumar Samanta was the Executive Director nominated by NTPC Ltd holding the post of Managing Director.

d) Ministry of Corporate Affairs vide its notification dated 5th July, 2017, inserted Rule 4(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, pursuant to which unlisted Public Companies including Joint Venture companies are not required to appoint Independent Directors. The company being a Joint Venture company of NTPC Ltd & MSEB Holding Co. Ltd is exempted from the requirement of appointment of Independent Director.

e) Ms. Sangeeta Kaushik has been appointed as Women Director on the Board of the Company on 26th April, 2021.

3. Committees of the Board:

The company being a Joint Venture of NTPC Ltd & MSEB Holding Co. Ltd is not required to constitute Nomination & Remuneration Committee and Audit Committee as per the existing provisions of the Companies Act, 2013 read with applicable Rules thereunder.

However, as a good corporate governance practice, the company has constituted a Audit Committee. Details of the said Committee is as under-

Composition:

As on 31st March, 2021, the Audit Committee comprised of the following members:

Sl No	Name of the Member	Designation
1	Shri Rakesh Kumar Jain, Promoter Director	Chairman
2	Shri Aditya Dar, Promoter Director	Member
3	Shri Sanjay Khandare, Nominee Director	Member

The Managing Director/Chief Executive Officer and the Chief Financial Officer are permanent invitees to the Audit Committee. The Statutory Auditors and the Cost Auditors of the company are also invited to the meetings while discussing financial statements/results and the Cost Audit Reports respectively. The Company Secretary acts as the Secretary to the Committee.

Terms of Reference:

The major terms of reference of the Audit Committee are to have an oversight of the company's financial reporting process and the disclosure of its financial information. The Audit Committee acts as a link between the various Auditors of the company namely, Statutory, Cost & Internal Auditors and the Board of Directors of the Company. Its purpose is to assist the Board in fulfilling its responsibilities of monitoring financial reporting, reviewing the financial statement and statement of cash flow and reviewing the Company's Statutory, Internal and Cost Audit activities.

Meetings and Attendance:

During the year, 4 (four) Audit Committee Meetings were held on 17th June, 2nd September, 29th December of 2020 and 29th January of 2021. The details are as under:

Sl. No.	Name of the member	Total number of meetings	No. of meetings attended
1	Shri Anjani Kumar Tiwari*	1	1
2	Shri Aditya Dar	4	3
3	Shri Rakesh Kumar Jain**	3	3
4	Shri Sanjay Khandare	2	Nil
5	Shri Anilraj Chellan***	3	2

* Cessation of nomination of Shri Anjani Kumar Tiwari w.e.f. 7th July, 2020
** Cessation of nomination of Shri Rakesh Kumar Jain w.e.f. 26th March, 2021
*** Cessation of nomination of Shri Anilraj Chellan w.e.f. 21st January, 2021

Remuneration to Directors:

As per provisions of the Articles of Association & Shareholders' Agreement of the Company, all Board level appointments are made by the Promoters namely, NTPC Ltd & GAIL (India) Ltd, MSEB Holding Co. Ltd and the Financial Institutions/Lenders. Subsequent to one time settlement with the lenders and share purchase agreement between NTPC & GAIL, as on 31st March, 2021, all the Directors on the Board are from NTPC Ltd & MSEB Holding Co. Ltd.

The Part-time Directors nominated by the Financial Institutions/Lenders, who are not in regular employment of any organisation, are entitled to receive a sitting fee of Rs. 5000/- per meeting as approved by the Board.

The details of remuneration paid to the Managing Director of the Company during the year is as below: (Amount in Rs.)

Name of Managing Director	Particulars of Remuneration		Total
	Gross salary	Others	
Debabrata Paul	13,29,134	-	13,29,134
Asim Kumar Samanta	17,84,718	-	17,84,718
Total	**31,13,852**	-	**31,13,852**

The details of sitting fees paid to the other Directors during the year is as below:

Name of the Director	No. of Board Meetings attended	Amount (in Rs.)
Shri Bhaskar Niyogi	3 (three)	15,000

4. General Body Meetings:
Location and Time of last three AGMs:

Year	2019-20	2018-19	2017-18
AGM	15th	14th	13th
Date and Time	26th November, 2020 at 12:00pm	26th September, 2019 at 12:00pm	28th December, 2018 at 2:00pm
Venue	NTPC Bhawan, Core-7, SCOPE Complex, 7, Institutional Area, Lodi Road, New Delhi – 110 003	NTPC Bhawan, Core-7, SCOPE Complex, 7, Institutional Area, Lodi Road, New Delhi – 110 003	NTPC Bhawan, Core-7, SCOPE Complex, 7, Institutional Area, Lodi Road, New Delhi – 110 003
Special Resolution Passed at the meeting	No item warranted the Special Resolution	No item warranted the Special Resolution	No item warranted the Special Resolution

Forthcoming AGM: Date, Time & Venue:
The 16th Annual General Meeting of the Company is scheduled on 30th September, 2021 at 11:00 am.

5. Training of Board Members:

As the Board Members are the Nominees of the Promoters/Lenders/MSEB Holding Co. Ltd, hence they are imparted training by their parent organization. However, presentations/information are furnished by senior executives of the company on the business-related issues during the Board/Committee meetings as and when required.

6. Audit Qualifications:

The report of the Statutory Auditors, the Secretarial Auditor and the comments of the C&AG alongwith management replies thereto has been annexed to the Directors' Report.

7. Means of Communication:

The company communicates with its shareholders through its Annual Report, General Meetings and its own website at www.rgppl.com

8. Whistle Blower Policy:

The Company has a Board approved "Whistle Blower Policy" for directors and employees to report to the management concerns about unethical behaviour, actual or suspected fraud or violation of the company's general guidelines. It also provides safeguards against victimizations of employees, who avail the mechanism and for direct access to the Chairman of the Audit Committee.

No personnel of the company had been denied access to the Chairman of the audit committee. The Whistle Blower Policy is available on the company's website.

9. Disclosures:

a) The Company has prepared its financial statements in accordance with Accounting Standards as notified under Section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. Accordingly, the financial statements comply with Ind AS applicable for the period ended 31st March, 2021, together with the comparative period data for period ended 31st March, 2020 as described in the summary of significant accounting policies.

b) During the year there have been no material significant related party transactions that may have potential conflict with the interest of the Company at large.

c) There have been no instances of non-compliance, penalties, strictures imposed by any Statutory Authorities or of any matter related to any guideline issued by Government during the last three years.

d) The company has implemented Whistle Blower (Vigil Mechanism) Policy wherein employees are free to report any improper activity to the Competent Authority. No personnel of the company had been denied access to the audit committee

e) The Company has broadly complied with all the requirements of the Companies Act, 2013 and the guidelines on corporate governance for Central Public Sector Enterprises issued by Department of Public Enterprises, Ministry of Heavy Industries & Public Enterprises, Government of India.

f) During the year no Presidential Directives have been received by your company.

g) No item of expenditure has been debited in the books of account which are not for the purposes of the business or expenses which are personal in nature.

h) The administrative & office expenses were 2.69% (Rs. 33.95 crore) of the total expenses in the current year as compared to 1.38% (Rs. 31.60 crore) in the previous year.

10. Compliance Certificate:

The Certificate from the Practicing Company Secretary, confirming compliance with the conditions of Corporate Governance as stipulated under DPE Guidelines on Corporate Governance for CPSE forms part of Directors' Report.

AGARWAL S. & ASSOCIATES
COMPANY SECRETARIES

D-427, 2nd Floor, Palam Extn., Ramphal Chowk,
Sector 7, Dwarka, New Delhi-110075
Email Id: sachinag1981@gmail.com
Phone:011–45052182; Mobile:9811549887

CERTIFICATE ON COMPLIANCE OF DPE GUIDELINES ON CORPORATE GOVERNANCE FOR THE FINANCIAL YEAR ENDED ON 31.03.2021

The Members,
Ratnagiri Gas and Power Private Limited.

We have examined the compliance of Guidelines on Corporate Governance for Central Public Sector Enterprises, 2010 as issued by DPE from time to time of your Company.

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

In our opinion and to the best of our information and according to the explanations given to us by the management, we certify that, the Company has complied with the DPE Guidelines on Corporate Governance during the period under review from 31st December, 2020 to 31st March, 2021 *(RGPPL has become a subsidiary of NTPC Ltd. w.e.f. 31.12.2020 consequent to purchase of equity shareholding of the Financial institutions by NTPC Ltd. Thus, the shareholding of NTPC Ltd in RGPPL has increased from 25.51% to 60.98% as on 31.12.2020).*

We 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 Agarwal S. & Associates,
Company Secretaries,
ICSI Unique Code: P2003DE049100

CS Dheeraj Kumar Pandey
Partner
ACS No. : 46269
C.P.No. : 24308

Date: 06.09.2021
Place: New Delhi
UDIN: A046269C000907129

Annexure I

Form No. AOC-2

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

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

1. **Details of contracts or arrangements or transactions not at arm's length basis** – your Company has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length during financial year 2020-21.

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

a	Name(s) of the related party and nature of relationship	:	NTPC Limited – Holding Company
b	Nature of contracts/arrangements/ transactions	:	Consultancy and other services
c	Duration of the contract/ arrangements/ transactions	:	6 months
d	Salient terms of the contracts or arrangements or transactions including the value, if any	:	Total contract value is Rs. 6.54 lakhs. Involves services related to HT transformer's oil
e	Amount paid as advances, if any	:	Nil

For and on behalf of the Board

(Praveen Saxena)
Chairman
DIN: 07944144

Place: Patna

Date: 29th September, 2021

RATNAGIRI GAS & POWER PRIVATE LIMITED
BALANCE SHEET AS AT 31ST MARCH 2021

₹ Crore

Particulars	Notes	31-Mar-21	31-Mar-20
ASSETS			
Non Current Assets			
Property, Plant and Equipment	4	976.73	1,176.68
Capital Work-in-Progress	5	25.08	28.52
Intangible Assets	6A	0.17	0.54
Intangible Assets under Development	6B	0.47	0.33
Financial Assets			
Investments	7	-	0.01
Loans	8	2.54	3.55
Other Non Current Assets	9	31.70	53.63
Sub-Total (A)		1,036.69	1,263.26
Current Assets			
Inventories	10	146.62	142.42
Financial Assets			
Trade Receivables	11	84.25	110.79
Cash and Cash Equivalents	12	190.86	136.28
Other Bank Balances	12	221.86	181.50
Loans	13	0.26	0.26
Other Financial Assets	14	108.57	102.53
Other Current Assets	15	112.29	92.64
Sub-Total (B)		864.71	766.42
Total Assets (A+B)		1,901.40	2,029.68
EQUITY AND LIABILITIES			
EQUITY			
Share Capital	16	3,272.30	4,011.32
Other Equity	17	(3,349.65)	(3,964.21)
Total Equity (C)		(77.35)	47.11
LIABILITIES			
Non Current Liabilities			
Financial Liabilities			
Borrowings	18	1,390.67	1,369.31
Provisions	19	12.02	10.73
Sub-Total (D)		1,402.69	1,380.04
Current Liabilities			
Financial Liabilities			
Trade Payables	20		
-Total outstanding dues of micro & small enterprises		0.69	1.89
-Total outstanding dues of creditors other than micro & small enterprises		252.54	228.05
Other Financial Liabilities	21	109.05	182.41
Other Current Liabilities	22	175.43	173.74
Provisions	23	38.35	16.44
Sub-Total (E)		576.06	602.53
Total Equity and Liabilities (C+D+E)		1,901.40	2,029.68
Significant Accounting Policies	3	-	
Notes forming an integral part of these financial statements	30 to 52		

ADITYA AGARWAL Digitally signed by ADITYA AGARWAL Date: 2021.06.11 11:31:31 +05'30'
(Aditya Agarwal)
Company Secretary
& Assistant Manager (Fin)

AJAY SHARMA
(Ajay Sharma)
Chief Financial Officer

ASIM KUMAR SAMANTA
(A K Samanta)
Chief Executive Officer

ADITYA DAR Digitally signed by ADITYA DAR Date: 2021.06.11 14:37:50 +05'30'
(Aditya Dar)
Director
DIN - 08079013

PRAVEEN SAXENA Digitally signed by PRAVEEN SAXENA Date: 2021.06.11 16:59:46 +05'30'
(Praveen Saxena)
Chairman
DIN - 07944144

As per our report of even date
For Doogar & Associates
Chartered Accountants
FRN - 000561N

MUKESH GOYAL Digitally signed by MUKESH GOYAL Date: 2021.06.11 17:35:47 +05'30'
(Mukesh Goyal)
Partner
Membership No - 081810

RATNAGIRI GAS & POWER PVT. LTD. NOIDA

Place: Noida
Date: 11th June, 2021

RATNAGIRI GAS & POWER PRIVATE LIMITED
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH 2021

₹ Crore

Particulars	Notes	Year ended 31.03.2021	Year ended 31.03.2020
Income			
I. Revenue from Operations	24	1,098.39	2,041.14
II. Other Income	25	40.57	75.68
III Total Income (I+II)		1,138.96	2,116.82
Expenses			
Fuel Cost	26	726.93	1,593.32
Employee benefits expenses	27	27.46	27.40
Finance Cost	28	79.55	141.71
Depreciation and amortization expenses	4,6	119.65	400.59
Other expenses	29	175.13	127.91
Impairment of non-current assets	4,5, 6A, 6B	134.70	-
IV. Total Expenses		1,263.42	2,290.93
V. Profit/(Loss) before tax (III - IV)		(124.46)	(174.11)
VI. Tax Expenses		-	-
- Current Year		-	-
-Deferred Tax		-	-
VII. Profit/(Loss) for the Period (V-VI)		(124.46)	(174.11)
Other Comprehensive income			
VIII. Items that maybe reclassified to profit or loss		-	-
IX. Items that will not be reclassified to profit or loss		-	-
X. Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year (VII+ X)		(124.46)	(174.11)
Earning Per Equity Share (Face Value ₹10/-each)	45		
- Basic		(0.38)	(0.53)
- Diluted		(0.38)	(0.53)
Significant Accounting Policies	3		
Notes forming an integral part of these financial statements	30 to 52		

ADITYA AGARWAL Digitally signed by ADITYA AGARWAL Date: 2021.06.11 11:30:08 +05'30'
(Aditya Agarwal)
Company Secretary
& Assistant Manager (Fin)

AJAY SHARMA
(Ajay Sharma)
Chief Financial Officer

ASIM KUMAR SAMANTA
(A K Samanta)
Chief Executive Officer

ADITYA DAR Digitally signed by ADITYA DAR Date: 2021.06.11 14:47:56 +05'30'
(Aditya Dar)
Director
DIN - 08079013

PRAVEEN SAXENA Digitally signed by PRAVEEN SAXENA Date: 2021.06.11 17:09:22 +05'30'
(Praveen Saxena)
Chairman
DIN - 07944144

As per our report of even date
For Doogar & Associates
Chartered Accountants
FRN - 000561N

MUKESH GOYAL Digitally signed by MUKESH GOYAL Date: 2021.06.11 17:51:57 +05'30'
(Mukesh Goyal)
Partner
Membership No - 081810

RATNAGIRI GAS & POWER PVT. LTD. NOIDA

Place: Noida
Date: 11th June, 2021

RATNAGIRI GAS & POWER PRIVATE LIMITED

STATEMENT OF CHANGES IN EQUITY

1. Share Capital

(a) Equity Share Capital

₹ Crore

Particulars	Number	Amount
Equity shares of ₹ 10 each issued, subscribed and fully paid		
Balance as at 31 March 2019	3,272,302,436	3,272.30
Issue/ (Reduction) of share capital	-	-
Balance as at 31 March 2020	3,272,302,436	3,272.30
Issue/ (Reduction) of share capital	-	-
Balance as at 31 March 2021	3,272,302,436	3,272.30

(b) Preference Share Capital

₹ Crore

Particulars	Number	Amount
0.01% Cumulative Redeemable Preference shares of ₹ 10 each issued, subscribed and fully paid		
Balance as at 31 March 2019	-	-
Issue of shares	3,695,118,498	3,695.12
Redemption of shares	(2,956,094,800)	(2,956.10)
Balance as at 31 March 2020	739,023,698	739.02
Issue of shares	-	-
Redemption of shares	(739,023,698)	(739.02)
Balance as at 31 March 2021	-	-

2. Other Equity

₹ Crore

Particulars	Retained earnings	Self insurance reserve	Total
Balance as at 31 March 2019	(6,946.20)	200.00	(6,746.20)
Add: Profit /(Loss) for the period	(174.11)	-	(174.11)
Other comprehensive income	-	-	-
Total comprehensive income	(7,120.31)	200.00	(6,920.31)
Add: Redemption of 0.01% CRPS	2,956.10	-	2,956.10
Balance as at 31 March 2020	(4,164.21)	200.00	(3,964.21)
Add: Profit /(Loss) for the period	(124.46)	-	(124.46)
Other comprehensive income	-	-	-
Total comprehensive income	(4,288.67)	200.00	(4,088.67)
Add: Redemption of 0.01% CRPS	739.02	-	739.02
Balance as at 31 March 2021	(3,549.65)	200.00	(3,349.65)

ADITYA AGARWAL Digitally signed by ADITYA AGARWAL Date: 2021.06.11 11:30:51 +05'30'
(Aditya Agarwal)
Company Secretary
& Assistant Manager (Fin)

AJAY SHARMA
(Ajay Sharma)
Chief Financial Officer

ASIM KUMAR SAMANTA
(A K Samanta)
Chief Executive Officer

ADITYA DAR Digitally signed by ADITYA DAR Date: 2021.06.11 14:46:04 +05'30'
(Aditya Dar)
Director
DIN - 08079013

PRAVEEN SAXENA Digitally signed by PRAVEEN SAXENA Date: 2021.06.11 17:07:55 +05'30'
(Praveen Saxena)
Chairman
DIN - 07944144

As per our report of even date
For Doogar & Associates
Chartered Accountants
FRN - 000561N

MUKESH GOYAL Digitally signed by MUKESH GOYAL Date: 2021.06.11 17:50:36 +05'30'
(Mukesh Goyal)
Partner
Membership No - 081810

Place: Noida
Date: 11th June, 2021

RATNAGIRI GAS & POWER PRIVATE LIMITED
STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH 2021

₹ Crore

Particulars	31-Mar-21	31-Mar-20
A. Cash Flow from Operating Activities		
Profit Before Tax	(124.46)	(174.11)
Adjustments for:		
Depreciation and amortization of property, plant and equipment and intangible assets	119.23	400.09
Depreciation on right of use assets	0.42	0.51
Interest on lease liabilities	0.21	0.21
Actuarial loss on valuation of earned leaves	0.42	0.77
Finance income (including fair value change in financial instruments)	(10.79)	(19.89)
Finance costs	77.94	140.53
Provision for assets & dimunition in stores	0.08	0.04
Accretion of provision	1.44	0.84
Impairment of assets	134.70	-
Cash flow from operating activities before working capital changes	199.19	348.99
Working capital adjustments:		
Increase / (Decrease) in Current Liabilities:		
Trade Payables	23.30	(18.19)
Other Financial Liabilities	1.34	19.66
Other Current Liabilities	1.69	(1.33)
Provisions	23.20	9.27
(Increase)/ Decrease in Current Assets:		
Financial Assets - Loans	1.01	0.43
Inventories	(4.20)	(1.22)
Trade Receivables	26.54	(40.36)
Other Financial Assets	(6.04)	0.50
Other Current Assets	(19.65)	(29.03)
	246.38	288.71
Income Tax (Paid)/ Refund	21.93	(2.52)
Net Cash Flows from Operating Activities (A)	268.31	286.19
B. Cash Flow from Investing Activites		
Purchase / Sale of Property, Plant and Equipment	(43.96)	(71.15)
Purchase of Intangible Assets	(0.30)	(0.97)
Purchase of CWIP	(10.78)	(6.49)
Interest Received (Finance Income)	10.79	19.89
Net Cash Flows from Investing Activities (B)	(44.26)	(58.71)
C. Cash Flow from Financing activities		
Interest Paid	(77.94)	(140.53)
Purchase of Fixed Deposits	(35.34)	25.30
Repayment of lease liabilities	(0.47)	(0.54)
Interest on lease liabilities	(0.21)	(0.21)
Purchase of Margin Money	(5.02)	(22.03)
Repayment of Borrowings	(50.49)	(140.60)
Net Cash Flows from Financing Activities (C)	(169.47)	(278.61)

ADITYA AGARWAL Digitally signed by ADITYA AGARWAL Date: 2021.06.11 11:35:20 +05'30'	AJAY SHARMA	ASIM KUMAR SAMANTA	ADITYA DAR Digitally signed by ADITYA DAR	PRAVEEN SAXENA Digitally signed by PRAVEEN SAXENA
(Aditya Agarwal)	(Ajay Sharma)	(A K Samanta)	(Aditya Dar)	(Praveen Saxena)
Company Secretary & Assistant Manager (Fin)	Chief Financial Officer	Chief Executive Officer	Director	Chairman
			DIN - 08079013	DIN - 07944144

As per our report of even date
For Doogar & Associates
Chartered Accountants
FRN - 000561N
MUKESH GOYAL Digitally signed by MUKESH GOYAL Date: 2021.06.11 17:44:38 +05'30'
(Mukesh Goyal)
Partner
Membership No - 081810

RATNAGIRI GAS & POWER * NOIDA

Place: Noida
Date: 11th June, 2021

RATNAGIRI GAS & POWER PRIVATE LIMITED

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH 2021

₹ Crore

Particulars	31-Mar-21	31-Mar-20
Net Cash Flows from Operating Activities (A)	268.31	286.19
Net Cash Flows from Investing Activities (B)	(44.26)	(58.71)
Net Cash Flows from Financing Activities (C)	(169.47)	(278.61)
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	54.58	(51.13)
Cash and Cash Equivalents at the beginning of the year	136.28	187.41
Cash and Cash Equivalents at year end	190.86	136.28

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

b. Reconciliation of Cash and Cash Equivalents	31-Mar-21	31-Mar-20
Cash and Cash Equivalents (Note 12)	190.86	136.28
Balance as per Statement of Cash Flows	190.86	136.28

c. Refer Note no. 49 (A)2(i) for details of undrawn borrowing facilities that may be available for future operating activities and to settle capital commitments."

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

₹ Crore

Particulars	Current borrowings	Non-current borrowings	Interest on borrowings
For the year ended 31 March 2021			
Balance as at 1 April 2020	125.39	1,367.00	
Loan drawals (in cash) /interest accrued during the year	-	885.00	77.94
Loan repayments/interest payment during the year (in cash)	50.49	885.00	77.94
Others- adjustments for revised repayment schedule	(21.80)	21.80	
Balance as at 31 March 2021	53.10	1,388.80	-
For the year ended 31 March 2020			
Balance as at 1 April 2019	3,837.24	1,492.45	
Loan drawals (in cash) /interest accrued during the year	-	-	140.53
Loan repayments/interest payment during the year (in cash)	3,711.85	125.45	140.53
Balance as at 31 March 2020	125.39	1,367.00	-

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

ADITYA AGARWAL Digitally signed by ADITYA AGARWAL Date: 2021.06.11 11:35:52 +05'30'
(Aditya Agarwal)
Company Secretary
& Assistant Manager (Fin)

AJAY SHARMA
(Ajay Sharma)
Chief Financial Officer

ASIM KUMAR SAMANTA
(A K Samanta)
Chief Executive Officer

ADITYA DAR Digitally signed by ADITYA DAR Date: 2021.06.11 14:43:36 +05'30'
(Aditya Dar)
Director
DIN - 08079013

PRAVEEN SAXENA Digitally signed by PRAVEEN SAXENA Date: 2021.06.11 12:03:48 +05'30'
(Praveen Saxena)
Chairman
DIN - 07944144

As per our report of even date
For Doogar & Associates
Chartered Accountants
FRN - 000561N
MUKESH GOYAL Digitally signed by MUKESH GOYAL Date: 2021.06.11 17:47:15 +05'30'
(Mukesh Goyal)
Partner
Membership No - 081810

RATNAGIRI GAS & POWER * NOIDA

Place: Noida
Date: 11th June, 2021

RATNAGIRI GAS & POWER PRIVATE LIMITED

Notes Forming part of Financial Statements

Note 1. Company Information

Reporting entity

Ratnagiri Gas and Power Private Limited (the "Company") is a Company domiciled in India and limited by shares (CIN: U40105DL2005PTC138458). The address of the Company's registered office is NTPC Bhawan, SCOPE Complex, 7 Institutional Area, Lodi Road, New Delhi - 110003. The Company is primarily involved in the generation and sale of bulk power to State Power Utilities.

Note 2. Basis of preparation

1. Statement of Compliance

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

These Financial Statements were authorized for issue by the Board of Directors on 10th June, 2021.

2. Basis of measurement

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

- Certain financial assets and liabilities (including derivative instruments) that are measured at fair value (refer accounting policy regarding financial instruments).
- Plan assets in the case of employees defined benefit plans that are measured at fair value.

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

Historical cost is the amount of cash or cash equivalents paid or the fair value of the consideration given to acquire assets at the time of their acquisition or the amount of proceeds received in exchange for the obligation, or at the amounts of cash or cash equivalents expected to be paid to satisfy the liability in the normal course of business. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

3. Functional and presentation currency

These financial statements are presented in Indian Rupees (₹), which is the Company's functional currency. All financial information presented in (₹) has been rounded to the nearest crore (upto two decimals), except as stated otherwise.

4. Current and non-current classification

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

An asset is current when it is:

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

RATNAGIRI GAS & POWER PVT. LTD. NOIDA

All other assets are classified as non-current.

A liability is current when:

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

All other liabilities are classified as non-current.

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

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

Note 3. Significant accounting policies

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

1. Reserves & Surplus

Self- Insurance Reserve of Rs. 50 crores every year is to be created as at end of the year by appropriating current year profit towards future losses which may arise from un-insured risks till the amount of Self Insurance Reserve becomes Rs. 200 crores. Self-Insurance Reserve will be written back on getting insurance cover for machinery break down.

2. Property, plant and equipment

a. Initial recognition and measurement

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

Items of property, plant and equipment are measured at cost less accumulated depreciation/ amortization and accumulated impairment losses. Cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

When parts of an item of property, plant and equipment have different useful lives, they are recognized separately.

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

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

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

Expenditure on major inspection and overhauls of generating unit is capitalized, when it meets the asset recognition criteria.

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

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

b. Subsequent costs

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

Expenditure on major inspection and overhauls of generating unit is capitalized, when it meets the asset recognition criteria.

The cost of replacing part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be measured reliably.

The costs of the day-to-day servicing of property, plant and equipment are recognized in profit or loss as incurred.

c. Decommissioning costs

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

d. De-recognition

Property, plant and equipment is derecognized when no future economic benefits are expected from their use or upon their disposal. Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognized in the statement of profit and loss.

e. Depreciation/amortization

Depreciation is recognized in statement of profit and loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Company will obtain ownership by the end of the lease term.

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

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

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

RATNAGIRI GAS & POWER PVT LTD * NOIDA *

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

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

Right-of-use land and buildings relating to corporate, and other offices are fully amortized over lease period or twenty-five years whichever is lower following the rates and methodology notified by the CERC Tariff Regulations.

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.

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.

3. Capital work-in-progress

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

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

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

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

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

4. Intangible assets and intangible assets under development

a. Initial recognition and measurement

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

Intangible assets that are acquired by the Company, which have finite useful lives, are measured at cost less accumulated amortization and accumulated impairment losses. Cost includes any directly attributable incidental expenses necessary to make the assets ready for its intended use.

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

RATNAGIRI GAS & POWER PVT. LTD. * NOIDA *

b. **Subsequent costs:**

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

c. **De-recognition**

An intangible asset is derecognized when no future economic benefits are expected from their use or upon their disposal. Gains and losses on disposal of an item of intangible assets are determined by comparing the proceeds from disposal with the carrying amount of intangible assets and are recognized in the statement of profit and loss.

d. **Amortization**

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

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

5. Borrowing costs

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

When the Company borrows funds specifically for the purpose of obtaining a qualifying asset, the borrowing costs incurred are capitalized. When Company borrows funds generally and uses them for the purpose of obtaining a qualifying asset, the capitalization of the borrowing costs is computed based on the weighted average cost of general borrowing that are outstanding during the period and used for the acquisition, construction/exploration or erection of the qualifying asset.

Capitalization of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying assets for their intended uses are complete. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Income earned on temporary investment of the borrowings pending their expenditure on the qualifying assets is deducted from the borrowing costs eligible for capitalization. Borrowing costs include exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

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

6. Inventories

Inventories are valued at the lower of cost and net realizable value. Cost includes cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis. Costs of purchased inventory are determined after deducting rebates 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.

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

7. 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.

RATNAGIRI GAS & POWER PVT LTD * NOIDA *

8. Provisions, contingent liabilities and contingent assets

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

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

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

The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

Contingent liabilities are possible obligations that arise from past events and whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events not wholly within the control of the Company. Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Contingent liabilities are disclosed on the basis of judgment of the management/independent experts. These are reviewed at each balance sheet date and are adjusted to reflect the current management estimate.

Contingent assets are possible assets that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. Contingent assets are disclosed in the financial statements when inflow of economic benefits is probable on the basis of judgment of management. These are assessed continually to ensure that developments are appropriately reflected in the financial statements.

9. Foreign currency transactions and translation

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

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences arising on settlement or translation of monetary items are recognized in profit or loss in the year in which it arises.

Non-monetary items are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

10. Revenue

Company's revenues arise from sale of energy and other income. Revenue from sale of energy is mostly regulated and governed by the applicable CERC Tariff Regulations under Electricity Act, 2003. Certain revenue from sale of energy is recognized based on the rates & terms and conditions mutually agreed with the beneficiaries. Revenue from other income comprises interest from banks, employees, contractors etc., surcharge received from customers for delayed payments, sale of scrap, other miscellaneous income, etc.

a. Revenue from sale of energy

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

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

Revenue from sale of goods and services is recognized on the transfer of control to the customer and upon the satisfaction of performance obligations under the contract.

Revenue on time-and-material contracts are recognized as the related services are performed and revenue from the end of the last invoicing to the reporting date is recognized as unbilled revenue.

Revenue from fixed-price, fixed-time frame contracts, where the performance obligations are satisfied over time and where there is no uncertainty as to measurement or collectability of consideration, is recognized as per the percentage-of-completion method. When there is uncertainty as to measurement or ultimate collectability, revenue recognition is postponed until such uncertainty is resolved. Efforts or costs expended have been used to measure progress towards completion as there is a direct relationship between input and productivity. Maintenance revenue is recognized ratably over the term of the underlying maintenance arrangement.

Where performance obligation is satisfied over time, company recognizes revenue using input/ output method based on performance completion till reporting date. Where performance obligation is satisfied at a point in time, company recognizes revenue when customer obtains control of promised goods and services in the contract.

Revenue from sale of energy is accounted for based on tariff rates approved by the CERC (excepted items indicated as provisional) as modified by the orders of Appellate Tribunal for Electricity to the extent applicable. Revenue from sale of energy is recognized once the electricity has been delivered to the customer and is measured through a regular review of usage meters. Customers are billed on a periodic and regular basis. As at each reporting date, revenue from sale of energy includes an accrual for sales delivered to customers but not yet billed i.e. unbilled revenue.

The incentives/disincentives are accounted for based on the norms notified/approved by the CERC as per principles enunciated in Ind AS 115 – 'Revenue from contracts with customers'.

Part of revenue from sale of energy is recognized based on the rates & terms and conditions mutually agreed with the beneficiaries and trading of power through power exchanges.

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

Sale of energy under Power System Development Fund (PSDF) Support Scheme for stranded gas based Power Plants introduced by the Government of India, is accounted for based on the tariff rates as decided as per the scheme.

Contract balances

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). Refer to accounting policies of financial assets in Note No 20 Financial instruments – initial recognition and subsequent measurement.

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 recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Company performs under the contract. It includes Advance from Customer.

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 recognized for the earned consideration that is conditional. It includes Unbilled Revenue.

b. Other income

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

Scrap other than steel scrap is accounted for as and when sold.

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

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

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

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

Revenue from sharing of common services is billed as per mutually agreed principles/terms & conditions.

11. Employee benefits

All employee benefits that are expected to be settled wholly within twelve months after the end of period in which the employee render the related services are classified as short term employee benefits. Benefits such as salaries, wages, short-term compensated absences, performance incentives etc. are recognized during the period in which the employee renders related service.

Payments to defined contribution retirement benefit plans are recognized as an expense when employees have rendered the service entitling them to the contribution.

The Company's contribution to the Provident Fund is paid to Employees Provident Funds Organisation, based on a fixed percentage of the eligible employee's salary and debited to Statement of Profit and Loss.

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Company's liability towards gratuity, leave benefits for own cadre employees are determined by independent actuary, at year end using the projected unit credit method. Past service costs are recognised on a straight line basis over the average period until the benefits become vested. Any actuarial gains or losses are recognized in OCI in the period in which they arise. Liability for gratuity as per actuarial valuation is paid to a fund administered through a separate trust.

Re-measurements comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognized immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Re-measurements are not reclassified to the statement of profit and loss in subsequent periods. Past service cost is recognized in the statement of profit and loss in the period of plan amendment. Net interest is calculated by applying the discount rate to the net defined benefit liability or asset.

The liability for employees' benefits of employees seconded by the promoter organisations in respect of provident fund, pension, gratuity, post-retirement medical facilities, compensated absences, long service award, economic rehabilitation scheme and other terminal benefits is retained by the respective organisation.

Company's contribution towards employee benefits of employees seconded from NTPC Limited is determined as a percentage of basic pay and dearness allowance under an agreement and in respect of employees seconded from GAIL (India) Limited, the proportionate charge for the period of service of such employees in the company is accounted on the basis of debits raised by such organization, and is recognized in the Statement of Profit and Loss.

12. Other expenses

Expenses on training & recruitment and voluntary community development are charged to statement of profit and loss in the year incurred. Preliminary expenses on account of new projects incurred prior to approval of feasibility report/techno economic clearance are charged to Statement of Profit and Loss. Net pre-commissioning income/expenditure is adjusted directly in the cost of related assets and systems.

Voluntary community development expenditure is charged to Statement of Profit & Loss in the year incurred.

13. Income tax

Income tax expense comprises current and deferred tax. Current tax expense is recognized in profit or loss except to the extent that it relates to items recognized directly in other comprehensive income or equity, in which case it is recognized in OCI or equity, respectively.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted and as applicable at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognized using the balance sheet method, providing for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority.

Deferred tax is recognized in profit or loss except to the extent that it relates to items recognized directly in OCI or equity, in which case it is recognized in OCI or equity.

A deferred tax asset is recognized for all deductible temporary differences to the extent that it is probable that future taxable profits will be available against which the deductible temporary difference can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized.

When there is uncertainty regarding income tax treatments, the Company assesses whether a tax authority is likely to accept an uncertain tax treatment. If it concludes that the tax authority is unlikely to accept an uncertain tax treatment, the effect of the uncertainty on taxable income, tax bases and unused tax losses and unused tax credits is recognized. The effect of the uncertainty is recognized using the method that, in each case, best reflects the outcome of the uncertainty: the most likely outcome or the expected value. For each case, the Company evaluates whether to consider each uncertain tax treatment separately, or in conjunction with another or several other uncertain tax treatments, based on the approach that best prefixes the resolution of uncertainty.

14. Leases

Effective 1 April 2019, the Company adopted Ind AS 116 "Leases" and applied to all lease contracts existing on 1 April 2019 using the modified retrospective method. Consequently, the Company recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate and the right of use asset at its carrying amount, discounted at the Company's incremental borrowing rate at the date of initial application. Comparatives as at and for the year ended 31 March 2019 have not been adjusted and therefore will continue to be reported as per Ind AS 17. The details of accounting policies as per Ind AS 17 are disclosed separately if they are different from those under Ind AS 116.

a. As lessee

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contact involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

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

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

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rate. Lease liabilities are re-measured with a corresponding adjustment to the related right of use asset if the Company changes its assessment whether it will exercise an extension or a termination option.

In the comparative period, as lessee the leases were accounted as per Ind AS 17 and classified as finance lease and operating lease, and accounted as follows:

Accounting for finance leases

In the comparative period, leases of property, plant and equipment where the Company, as lessee has substantially all risks and rewards of ownership were classified as finance lease. On initial recognition, assets held under finance leases were recorded as property, plant and equipment and the related liability was recognized under borrowings. At inception of the lease, finance leases were recorded at amounts equal to the fair value of the leased asset or, if lower, the present value of the minimum lease payments. Minimum lease payments made under finance leases were apportioned between the finance cost and the reduction of the outstanding liability.

The finance cost was allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Accounting for operating leases

In the comparative period, leases in which a significant portion of the risks and rewards of ownership were not transferred to the Company as lessee are classified as operating lease. Payments made under operating leases were recognized as an expense on a straight-line basis over the lease term unless the payments were structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases. Lease incentives received were recognized as an integral part of the total lease expense, over the term of the lease.

b. As lessor

At inception of an arrangement, the Company determines whether such an arrangement is or contains a lease. A specific asset is subject of a lease if fulfillment of the arrangement is dependent on the use of that specified asset. An arrangement conveys the right to use the asset if the arrangement conveys to the customer the right to control the use of the underlying asset. Arrangements that do not take the legal form of a lease but convey rights to customers/suppliers to use an asset in return for a payment or a series of payments are identified as either finance leases or operating leases.

Accounting for finance leases

Where the Company determines a long term PPA to be or to contain a lease and where the off taker has the principal risk and rewards of ownership of the power plant through its contractual arrangements with the Company, the arrangement is considered a finance lease. Capacity payments are apportioned between capital repayments relating to the provision of the plant, finance income and service income. The finance income element of the capacity payment is recognized as revenue, using a rate of return specific to the plant to give a constant periodic rate of return on the net investment in each period. The service income element of the capacity payment is the difference between the total capacity payment and the amount recognized as finance income and capital repayments and recognized as revenue as it is earned.

The amounts due from lessees under finance leases are recorded in the balance sheet as financial assets, classified as finance lease receivables, at the amount of the net investment in the lease.

Accounting for operating leases

Where the Company determines a long term PPA to be or to contain a lease and where the Company retains the principal risks and rewards of ownership of the power plant, the arrangement is considered an operating lease.

For operating leases, the power plant is capitalized as property, plant and equipment and depreciated over its economic life. Rental income from operating leases is recognized on a straight line basis over the term of the arrangement.

15. Impairment of non-financial assets

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

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

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

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

16. 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 Company's Management to allocate resources to the segments and assess their performance. The Board of Directors is collectively the Company's 'Chief Operating Decision Maker' or 'CODM' within the meaning of Ind AS 108. The indicators used for internal reporting purposes may evolve in connection with performance assessment measures put in place.

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, finance 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. For the purpose of segment reporting for the year, property, plant and equipment have been allocated to segments based on the extent of usage of assets for operations attributable to the respective segments. Segment assets do not include investments, income tax assets, capital work in progress, capital advances, corporate assets and other current assets that cannot reasonably be 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.

17. Material prior period errors

Material prior period errors are corrected retrospectively by restating the comparative amounts for the prior periods presented in which the error occurred. If the error occurred before the earliest period presented, the opening balances of assets, liabilities and equity for the earliest period presented, are restated.

RATNAGIRI GAS & POWER PVT LTD
NOIDA

18. Earnings per share

Basic earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the financial year.

Diluted earnings per equity share is computed by dividing the net profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

Basic and diluted earnings per equity share are also computed using the earnings amounts excluding the movements in regulatory deferral account balances.

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. Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. The Company recognizes a financial asset or a financial liability only when it becomes party to the contractual provisions of the instrument

a. 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 or issue of the financial asset.

Subsequent measurement

Equity investments

All equity investments in entities other than subsidiaries and joint ventures 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 profit and loss.

Equity investments in subsidiaries and joint ventures are accounted at cost less impairment, if any.

RATNAGIRI GAS & POWER PVT. LTD. * NOIDA *

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a Company of similar financial assets) is primarily derecognized (i.e. removed from the Company's balance sheet) when:

• The rights to receive cash flows from the asset have expired, or

• The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

(a) Financial assets that are debt instruments, and are measured at amortized cost e.g., loans, debt securities, deposits, trade receivables and bank balance.
(b) Financial assets that are debt instruments and are measured as at FVTOCI.
(c) Lease receivables under Ind AS 17.
(d) Trade receivables under Ind AS 18.
(e) Loan commitments which are not measured as at FVTPL.
(f) Financial guarantee contracts which are not measured as at FVTPL.

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

b. Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognized initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables, borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at amortized cost

After initial measurement, such financial liabilities are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in 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 in finance costs in the profit or loss. This category generally applies to borrowings, trade payables and other contractual liabilities.

RATNAGIRI GAS & POWER PVT. LTD. * NOIDA *

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind-AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognized in the profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/losses attributable to changes in own credit risk are recognized in OCI. These gains/losses are not subsequently transferred to profit and loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognized in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

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 recognized in the statement of profit or loss.

Derivative financial instruments

Initial recognition and subsequent measurement.

The Company uses derivative financial instruments, such as forward currency contracts and interest rate swaps to hedge its foreign currency risks and interest rate risks of foreign currency loans. Such derivative financial instruments are initially recognized at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Any gains or losses arising from changes in the fair value of derivatives are taken to statement of profit and loss.

Offsetting of financial assets and financial liabilities

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

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 recognized in the financial statements is as under:

1. **Formulation of accounting policies**

The accounting policies are formulated in a manner that results in financial statements containing relevant and reliable information about the transactions, other events and conditions to which they apply. Those policies need not be applied when the effect of applying them is immaterial.

2. Useful life of property, plant and equipment

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.

Useful life of the assets of the generation of electricity business is determined by the CERC Tariff Regulations in accordance with Schedule II of the Companies Act, 2013.

3. Recoverable amount of property, plant and equipment

The recoverable amount of plant and equipment is based on estimates and assumptions regarding in particular the expected market outlook and future cash flows associated with the power plants. Any changes in these assumptions may have a material impact on the measurement of the recoverable amount and could result in impairment.

4. Post-employment benefit plans

Employee benefit obligations are measured on the basis of actuarial assumptions which include mortality and withdrawal rates as well as assumptions concerning future developments in discount rates, the rate of salary increases and the inflation rate. The Company considers that the assumptions used to measure its obligations are appropriate and documented. However, any changes in these assumptions may have a material impact on the resulting calculations.

5. Revenues

The Company records revenue from sale of energy based on tariff rates approved by the CERC as modified by the orders of Appellate Tribunal for Electricity, as per principles enunciated under Ind AS 115. However, in cases where tariff rates are yet to be approved, provisional rates are adopted considering the applicable CERC Tariff Regulations.

6. Leases not in legal form of lease

Significant judgment is required to apply lease accounting rules as per Ind AS 116 in determining whether an arrangement contains a lease. In assessing arrangements entered into by the Company, management has exercised judgment to evaluate the right to use the underlying asset, substance of the transactions including legally enforceable agreements and other significant terms and conditions of the arrangements to conclude whether the arrangement meets the criteria as per Ind AS 116.

7. 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.

8. Provisions and contingencies

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

9. Income taxes

Significant judgements are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions.

Notes forming part of Financial Statements

Note 4 : Property, Plant and Equipment-Tangible Assets

₹ in Crore

Description	GROSS BLOCK				DEPRECIATION					Net Block As on 31.03.2021	Net Block As on 31.03.2020
	As on 01.04.2020	Addition During Year	Deduction/ Adjustment	As on 31.03.2021	As on 01.04.2020	Addition During Year	Impairment Loss during the year*	Deduction/ Adjustment	As on 31.03.2021		
Land (Including Development Expenses)											
- Freehold	0.30	-	-	0.30	-	-	-	-	-	0.30	0.30
- Leasehold	7.64	-	-	7.64	4.42	0.31	1.29	-	6.02	1.62	3.22
Roads, bridges, culverts & helipads	1.46	-	-	1.46	1.16	0.02	0.09	-	1.27	0.19	0.30
Building											
Freehold											
- Main plant	228.95	-	-	228.95	194.20	0.97	6.49	-	201.66	27.29	34.75
- Others	44.52	0.61	-	45.13	35.55	0.54	2.70	(0.24)	39.03	6.10	8.97
Leasehold-Own	2.82	-	-	2.82	2.20	0.05	0.07	-	2.32	0.50	0.62
Leasehold-Others (ROU)	3.43	-	0.85	2.58	0.51	0.42	-	0.42	0.51	2.07	2.92
Temporary erection	5.92	0.80	-	6.72	5.56	0.11	0.38	-	6.05	0.67	0.36
Water supply, drainage & sewerage system	84.32	0.33	-	84.65	75.35	0.43	0.24	-	76.02	8.63	8.97
Plant and equipment - Owned@	8,458.94	47.27	-	8,506.21	7,375.82	110.27	109.69	(0.58)	7,596.36	909.85	1,083.12
Furniture and fixtures	3.59	0.37	0.00	3.96	2.37	0.12	0.66	0.00	3.15	0.81	1.22
Vehicles including Ambulance - Owned	0.65	0.25	-	0.90	0.58	0.01	0.13	-	0.72	0.18	0.07
Other Office equipment	3.29	0.16	-	3.45	2.28	0.15	0.42	-	2.85	0.60	1.01
EDP, WP machines and satcom equipment	4.54	0.26	0.02	4.78	3.04	0.39	0.65	0.01	4.07	0.71	1.50
Electrical installations and equipments	381.35	1.31	-	382.66	326.94	5.21	7.28	(0.12)	339.55	43.11	54.41
Communication equipments	1.40	0.08	-	1.48	1.16	0.04	0.06	-	1.26	0.22	0.24
Hospital equipments	0.16	-	-	0.16	0.13	0.01	0.01	-	0.15	0.01	0.03
Laboratory and workshop equipments	30.76	0.52	-	31.28	26.15	0.35	0.98	-	27.48	3.80	4.61
Retired assets/ Unserviceable	0.21	-	-	0.21	-	-	-	-	-	0.21	0.21
Sub Total	9,264.25	51.96	0.87	9,315.34	8,057.42	119.40	131.14	(0.51)	8,308.47	1,006.88	1,206.83
Less: Provision @	139.34	-	-	139.34	109.19	-	-	-	109.19	30.15	30.15
Total	9,124.91	51.96	0.87	9,176.00	7,948.23	119.40	131.14	(0.51)	8,199.28	976.73	1,176.68
Previous Year	9,051.19	74.59	0.87	9,124.91	7,548.24	400.33	-	0.34	7,948.23	1,176.68	1,502.95

*- The Company has carried out the impairment study of its assets during the year through independent expert (Refer Note 44)

@ Plant & machinery includes Single Point Mooring (SPM) which was sunk in sea during financial year 2015-16 in monsoon period. The WDV as on 31/03/2018 is ₹ 30.15 crores (Refer Note 35)

a) Carrying amount of tangible assets are pledged as security for borrowings. (Refer Note 18 & 21)

b) Deduction/adjustment from gross block and depreciation and amortisation for the year includes:

₹crore

	Gross Block		Depreciation and Amortization	
	For the year ended		For the year ended	
	31.03.2021	31.03.2020	31.03.2021	31.03.2020
Disposal of assets	0.02	0.87	0.01	0.34
Others	0.85	-	0.42	-
	0.87	0.87	0.43	0.34

c)Exchange differences capitalized are disclosed in the 'Addition' column of Capital work-in-progress (CWIP) and allocated to various heads of CWIP in the year of capitalisation through 'Deductions/Adjustments' column of CWIP. Exchange differences in respect of assets already capitalised are disclosed in the 'Deductions/Adjustments' column of Property, plant and equipment. Asset-wise details of exchange differences and borrowing costs included in the cost of major heads of property, plant and equipment and CWIP through 'Addition' or 'Deductions/Adjustments' column are given below:

₹crore

	For the year ended 31.03.2021		For the year ended 31.03.2020	
	Exchange differences included in PPE/CWIP	Borrowings costs included in PPE/CWIP	Exchange differences included in PPE/CWIP	Borrowings costs included in PPE/CWIP
Building/Plant & Machinery/Others/etc.	-	-	-	-
	-	-	-	-

RATNAGIRI GAS & POWER PVT. LTD. * NOIDA *

Notes forming part of Financial Statements

d) Gross carrying amount of the fully depreciated property, plant and equipment that are still in use:

₹crore

	31.03.2021	31.03.2020
Roads, bridges, culverts & helipads	0.09	0.09
Building Freehold Main Plant	127.32	127.32
Building Freehold Others	5.70	5.70
Temporary erection	5.90	5.82
Water supply, drainage & sewerage system	83.32	62.87
Plant and equipment - Owned@	7,795.95	5,312.90
Furniture and fixtures	1.73	1.38
Vehicles including Ambulance - Owned	0.65	0.65
Other Office equipment	2.09	1.62
EDP, WP machines and satcom equipment	2.85	2.26
Electrical installations and equipments	326.60	211.46
Communication equipments	1.23	0.85
Hospital equipments	0.03	0.01
Laboratory and workshop equipments	1.20	0.62
	8,354.66	5,733.55

Note 5 : Capital Work in Progress

₹ in Crore

Description	As on 01.04.2020	Addition During Year	Deduction/Adjustment	Impairment Loss during the year	Capitalised during the Year	Closing As on 31.03.2021
Buildings	20.80	2.52	2.83	1.90	4.10	14.49
Plant & Machinery	7.69	7.51	(0.12)	1.32	3.90	10.10
Roads Bridges & Culverts	0.03	0.55	0.03	0.06	-	0.49
TOTAL	28.52	10.58	2.74	3.28	8.00	25.08

a) Carrying amount of Capital Work in Progress are pledged as security for borrowings. (Refer Note 18 & 21)

b) Details of exchange differences and borrowing costs capitalised are disclosed in Note 4 (c)

Note 6A : Intangible Assets

₹ in Crore

Description	GROSS BLOCK				DEPRECIATION					Net Block As on 31.03.2021	Net Block As on 31.03.2020
	As on 01.04.2020	Addition During Year	Deduction/ Adjustment	As on 31.03.2021	As on 01.04.2020	Addition During Year	Impairment Loss during the year	Deduction/ Adjustment	As on 31.03.2021		
Software	1.81	0.10	-	1.91	1.27	0.25	0.22	-	1.74	0.17	0.54
TOTAL	1.81	0.10	-	1.91	1.27	0.25	0.22	-	1.74	0.17	0.54
Previous Year	1.17	0.64	-	1.81	1.01	0.26	-	-	1.27	0.54	0.16

a) Carrying amount of intangible assets are pledged as security for borrowings. (Refer Note 18 & 21)

b) Gross carrying amount of the fully amortized intangible assets that are still in use:

₹crore

	31.03.2021	31.03.2020
Software	1.19	0.93
	1.19	0.93

Note 6B : Intangible Assets under Development

₹ in Crore

Description	As on 01.04.2020	Addition During Year	Deduction/Adjustment	Impairment Loss during the year	Capitalised during the Year	Closing As on 31.03.2021
Software	0.33	0.20	-	0.06	-	0.47
TOTAL	0.33	0.20	-	0.06	-	0.47

RATNAGIRI GAS & POWER PVT. LTD. * NOIDA *

Note 7 - Investments

As At		31-Mar-21	31-Mar-20
			₹ Crore
Unquoted Investment carried at FVTPL			
Investment in Equity Instrument			
Konkan LNG Limited#		-	0.01
10,000 Equity shares of ₹10/- each fully paid up			
	Total	-	0.01

During the current year the company has disinvested its investments. (P.Y. - Book value of investment has been considered as fair value in view of insignificant amount)

a. Investments have been valued as per accounting policy no. 20 (Note 3).

Note 8 - Non Current Financial Assets - Loans

As At		31-Mar-21	31-Mar-20
			₹ Crore
Security deposits		2.25	3.22
Loans (Considered Good, Unless otherwise stated)@			
Employees (including interest accrued)			
Secured		0.11	0.15
Unsecured		0.18	0.18
	Total	2.54	3.55

@ Loans given to employees have been recognised at book value in view of insignificant amount

Directors	-	-
Officers	0.05	0.07

Note 9 - Other Non - Current Assets

As At		31-Mar-21	31-Mar-20
			₹ Crore
Advance tax and Tax Deducted at Source		31.70	389.60
Less: Provision for Tax		-	(335.97)
	Total	31.70	53.63

Note 10 - Inventories

As At		31-Mar-21	31-Mar-20
			₹ Crore
Stores and spares		148.44	145.00
Others		5.72	4.88
Less: Provision for Losses/Obsolescence*		(7.54)	(7.46)
	Total	146.62	142.42
Stores & Spares include Material in Transit		0.17	0.11

a. Carrying amount of inventories are pledged as security for borrowings. (Refer Note 18 & 21)

b. Inventory items have been valued as per accounting policy no 6 (Note 3).

c. Paragraph 32 of Ind AS 2 - Inventories provides that materials and other supplies held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. The Company is operating in the regulatory environment and as per CERC Tariff Regulations, cost of fuel and other inventory items are recovered as per extant tariff regulations. Accordingly, the realizable value of the inventories is not lower than the cost.

* Includes provision of ₹ 6.42 crore (P.Y. ₹6.35 crore) towards dimunition in value of Distillate based on realisable value

Note 11 Trade receivables

₹ Crore

As At	31-Mar-21	31-Mar-20
Other than related parties		
- Considered good, Secured	-	-
- Considered good, Unsecured	84.25	110.79
-Receivable which have significant increase in credit risk	-	-
-Receivables credit impaired	392.54	323.77
Less: Allowances for bad & doubtful debts	(392.54)	(323.77)
Total	84.25	110.79

a) Carrying amount of trade receivables are pledged as security for borrowings. (Refer Note 18 & 21)

b) Amounts receivable from related parties are disclosed in Note No 38

c) Railways has not honored and paid dues relating to take or pay and associated surcharge since 1st April, 2017. Considering the non-payment and uncertainty in realisation of the said dues from Railways, a provision of ₹ 68.76 crore has been made during the year.

Note 12 - Cash and Bank balances

₹ Crore

As At	31-Mar-21	31-Mar-20
Cash & cash equivalents:		
Balances with banks:		
- Current accounts	7.94	9.48
- Deposits with original maturity less than three months (incl. interest accrued)	182.92	126.79
Cash/Cheques in hand	-	0.01
(A)	190.86	136.28
Other bank balances:		
Deposits with original maturity of more than 3 months but less than 12 months (incl. interest accrued)	107.49	72.15
Margin against Letter of Credit	93.34	88.44
Margin against Bank Guarantee	21.03	20.91
(B)	221.86	181.50
Total (A+B)	412.72	317.78

a) 100% Margin against Letter of credit is deposited with State Bank of India, New Delhi.

b) Margin of ₹ 20.69 crore (Previous Year ₹ 20.81 crore) is with IDBI Bank Limited, Mumbai, for furnishing Bank Guarantee of ₹ 80 crore (Previous Year ₹ 80 crore) to Customs Department

c) Margin of ₹ 0.34 crore, (Previous Year ₹ 0.09 crore) is with State Bank of India, Chiplun, for furnishing Bank Guarantee of ₹ 0.30 crore (Previous Year ₹ 0.05 crore) to Pollution Control Department.

RATNAGIRI GAS & POWER PVT. LTD. * NOIDA *

Note 13 - Current Financial Assets - Loans ₹ Crore

As At	31-Mar-21	31-Mar-20
Security deposits	0.03	-
Loans		
(Considered good, unless otherwise stated)		
Employees (including interest accrued)		
Secured	0.03	0.03
Unsecured	0.20	0.23
Total	0.26	0.26
Due from directors and officers of the Company		
Directors	-	-
Officers	0.01	0.03

Note 14 - Other Current Financial Assets ₹ Crore

As At	31-Mar-21	31-Mar-20
Unbilled revenue	108.57	102.53
Total	108.57	102.53

Note 15 - Other Current Assets ₹ Crore

As At	31-Mar-21	31-Mar-20
Claims recoverables		
Unsecured considered good*	88.32	75.66
Considered doubtful	0.07	0.07
Less: Allowance for bad and doubtful debts	(0.07)	(0.07)
Others		
Unsecured	23.97	16.98
Capital advances:		
Unsecured	-	-
Interunit Balances		
Total	112.29	92.64

* Includes the following:

a) Includes ₹ 32.27 crore (P.Y. ₹ 32.27 crore) being VAT on Fuel Bills recoverable from GAIL(India) Ltd as per Maharashtra State Notification dated 16th September 2017

b) Includes ₹15.86 crore (P.Y. Nil) being differential Regasification charges recoverable from GAIL (India) Ltd against fuel bills

c) Includes ₹28.30 crore (P.Y. ₹30.97 crore)recoverable from Konkan LNG Ltd on account of sharing of common services & CISF

RATNAGIRI GAS & POWER PVT LTD
* NOIDA *

Note 16- Share capital

As At	31-Mar-21	31-Mar-20
		₹ Crore
Share capital		
Authorised		
600,00,00,000 Ordinary shares of par value of ₹10/- each (600,00,00,000 Ordinary shares of par value ₹ 10/- each as at 31st March, 2020)	6,000.00	6,000.00
400,00,00,000 Cumulative Redeemable Preference shares of par value of ₹10/- each (400,00,00,000 Cumulative Redeemable Preference shares of par value of ₹10/- each)	4,000.00	4,000.00
	10,000.00	10,000.00
Issued, subscribed and fully paid up		
327,23,02,436 Ordinary equity shares of par value of ₹10/- each (327,23,02,436 Ordinary equity shares of par value ₹ 10/- each as at 31st March, 2020)	3,272.30	3,272.30
Issued, subscribed and fully paid up		
Nil (73,90,23,698 Cumulative Redeemable Preference shares of par value of ₹10/- each)	-	739.02
	3,272.30	4,011.32

a) Reconciliation of equity shares outstanding at the beginning and at the end of the reporting year

	As at 31st Mar 2021		As at 31st Mar 2020	
	No of Shares	₹ in crore	No of Shares	₹ in crore
At the beginning of the year	3,272,302,436	3,272.30	3,272,302,436	3,272.30
Addition during the year	-	-	-	-
Outstanding at the end of the year	3,272,302,436	3,272.30	3,272,302,436	3,272.30

Terms and rights attached to equity shares: The Company has only one class of equity shares having a par value ₹10/- per share. The holders of the equity shares are entitled to receive dividends as declared from time to time and are entitled to voting rights proportionate to their share holding at the meetings of shareholders.

b) Reconciliation of Cumulative Redeemable Preference shares outstanding at the beginning and at the end of the reporting year

	As at 31st Mar 2021		As at 31st Mar 2020	
	No of Shares	₹ in crore	No of Shares	₹ in crore
At the beginning of the year	739,023,698	739.02	-	-
Addition during the year	-	-	3,695,118,498	3,695.12
Redeemed during the year	739,023,698	739.02	2,956,094,800	2,956.10
Outstanding at the end of the year	-	-	739,023,698	739.02

Terms and rights attached to Cumulative Redeemable Preference shares: The Company has only one class of Cumulative Redeemable Preference shares having a par value ₹10/- per share. The holders of Cumulative Redeemable Preference 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.

c) Details of Equity shareholders holding more than 5% shares in the company

	As at 31st Mar 2021		As at 31st Mar 2020	
	% of Holding	Number of Shares	% of Holding	Number of Shares
NTPC Limited	86.49%	2,830,076,305	25.51%	834,556,046
MSEB Holding Company Limited	13.51%	442,226,131	13.51%	442,226,131
GAIL (India) Limited	-	-	25.51%	834,556,046
IDBI Bank Limited	-	-	12.61%	412,592,554
State Bank of India	-	-	10.03%	328,371,833
ICICI Bank Limited	-	-	8.91%	291,668,126

d) Details of Cumulative Redeemable Preference shareholders holding more than 5% shares in the company

	As at 31st Mar 2021		As at 31st Mar 2020	
	% of Holding	Number of Shares	% of Holding	Number of Shares
IDBI Bank Limited	-	-	24.97%	184,556,000
State Bank of India	-	-	19.47%	143,868,000
ICICI Bank Limited	-	-	16.50%	121,961,698
Gas & Power Investment Co. Limited	-	-	25.38%	187,534,000
IFCI Limited	-	-	5.08%	37,510,000

As a part of Composite Resolution Plan, the entire equity shareholding of the Institutional Shareholders being the lenders of the Company was purchased by NTPC Ltd on 31st December, 2020. Further, on 23rd February, 2021, the entire equity shareholding of GAIL (India) Ltd was also purchased by NTPC Ltd.

RATNAGIRI GAS & POWER PVT LTD * NOIDA *

Note 17 - Other equity

As At		31-Mar-21	31-Mar-20
			₹ Crore
Other equity:			
Retained earnings			
As per last financial statements		(4,164.21)	(6,946.20)
Add: Redemption of 0.01% Cumulative Redeemable Preference Shares		739.02	2,956.10
Add: Profit/ (loss) for the year		(124.46)	(174.11)
Less: Transferred to self insurance reserve		-	-
	Sub-Total (a)	(3,549.65)	(4,164.21)
Other reserves:			
- Self insurance reserve			
As per last financial statements		200.00	200.00
Add: Creation during the year		-	-
	Sub-Total (b)	200.00	200.00
	Total (a+b)	(3,349.65)	(3,964.21)

a) Self Insurance Reserve is created to cover Machinery Break Down for which company has not entered into any insurance cover agreement with insurance companies.

b) Series V of 0.01% Cumulative Redeemable Preference Shares amounting to ₹739.02 crores were redeemed during the year. Refer Note 51.

Note 18 - Borrowings

As At		31-Mar-21	31-Mar-20
			₹ Crore
Term loans - Secured			
From Banks (Rupee Term Loan):			
IDBI Bank Limited		-	326.33
ICICI Bank Limited		-	219.28
State Bank of India		-	254.73
Canara Bank		-	55.03
From Others (Rupee Term Loan):			
Power Finance Corporation Limited		-	193.72
IFCI Limited		-	66.10
Gas & Power Investment Company Limited (GPICL)		-	251.81
NTPC Ltd - Inter Corporate Loan (ICL) - 1		818.62	-
NTPC Ltd - Inter Corporate Loan (ICL) - 2		570.19	-
Lease Liabilities		1.86	2.31
	Total	1,390.67	1,369.31

a) Term loans from banks/financial institutions and others were settled on 31st December, 2020 as a part of implementation of Composite Resolution Plan. Refer Note 51.

b) The Term Loan from NTPC Ltd - ICL-1 is repayable in 52 un-equated Quarterly installments starting from the Balance Sheet date and ending on 31st March, 2034, carrying interest @10% p.a., which shall be reviewed and mutually decided at the beginning of each financial year.

c) As per the Loan Agreement with NTPC Ltd, for Novated Inter Corporate Loan (ICL) – 2, principal repayment shall start from financial year 2034-35 or after full repayment of ICL-1, whichever is earlier as per mutually decided schedule. In case of early repayment of ICL-1 in full, repayment of ICL-2 shall be advanced accordingly. The rate of interest will be mutually decided at the time of start of repayment of ICL-2.

As the repayment schedule together with rate of interest of ICL-2 is contingent on satisfactory repayment of ICL-1 to the Lender, the Management is of considered opinion that financial liability under loan agreement (ICL-2 is payable on demand and kept the financial liability as total amount novated and payable under loan agreement.

d) Term Loans are secured by equitable mortgage/hypothecation of all present and future fixed and movable assets of Power Plant facility at village Anjanwel, Guhagar, District Ratnagiri.

RATNAGIRI GAS & POWER PVT. LTD. * NOIDA *

Note 19 - Non Current Provisions

₹ Crore

As At	31-Mar-21	31-Mar-20
Provision for others #		
As per Last Balance Sheet	10.73	7.81
Add: Additions/Adjustments during the year	1.29	2.92
Less: Amount paid/Adjustments during the year	-	-
Total	12.02	10.73

- Provision for others represents provision made against contract performance under CSA Agreement with GE International Inc. Changes represent exchange fluctuation at balance sheet date and finance charges.

Note 20 - Trade Payables

₹ Crore

As At	31-Mar-21	31-Mar-20
For goods and services		
Total outstanding dues of		
- micro and small enterprises	0.69	1.89
- creditors other than micro and small enterprises	252.54	228.05
Total	253.23	229.94

a. Disclosure as reqired under Companies Act, 2013/ Micro, Small and Medium enterprises as required by MSMED Act, 2006: Refer Note No. 42

b. Amounts payable to related parties are disclosed in Note 38

Note 21 - Other Current Financial Liabilities

₹ Crore

As At	31-Mar-21	31-Mar-20
At amortised cost:		
Current maturity of long term loans		
From Banks (Rupee Term Loan):		
IDBI Bank Limited	-	29.93
ICICI Bank Limited	-	20.11
State Bank of India	-	23.37
Canara Bank	-	5.05
From Others (Rupee Term Loan):		
Power Finance Corporation Limited	-	17.77
IFCI Limited	-	6.06
Gas & Power Investment Company Limited (GPICL)	-	23.10
NTPC Ltd - Inter Corporate Loan (ICL) - 1	53.10	-
	53.10	125.39
Deposits/Retention Money from Customers/contractors/others@	52.63	53.06
Payable for capital expenditure	0.14	1.60
Expenses payable and other liabilities*	2.83	1.71
Lease Liabilities	0.35	0.65
Total	109.05	182.41

a) @ includes amount payable to GAIL(India) Ltd ₹43.82 crore (P.Y. ₹43.82 crore) on account of revision of Transmission Charges on supply of fuel

b) Disclosure as reqired under Companies Act, 2013/ Micro, Small and Medium enterprises as required by MSMED Act, 2006: Refer Note No. 42

c) Amounts payable to related parties are disclosed in Note 38

RATNAGIRI GAS & POWER PVT. LTD. * NOIDA *

Note 22 - Other Current Liabilities

₹ Crore

As At		31-Mar-21	31-Mar-20
Statutory dues		3.56	2.13
Advances - Customers		171.58	171.58
- Others		0.29	0.03
	Total	175.43	173.74

Note 23 - Current Provisions

₹ Crore

As At		31-Mar-21	31-Mar-20
Provision for employee benefits			
As per Last Balance Sheet		1.85	1.19
Add: Additions/Adjustments during the year		0.42	0.77
Less: Amount paid during the year		0.14	0.11
	Sub-Total	2.13	1.85
Provision for fixed assets			
As per Last Balance Sheet		0.12	0.12
Add: Additions during the year (C.Y. ₹25,754/-)		0.00	-
Less: Adjustments during the year		-	-
	Sub-Total	0.12	0.12
Provision for Transmission charges*			
As per Last Balance Sheet		14.47	7.01
Add: Additions/Adjustments during the year		36.10	14.47
Less: Adjustments during the year		14.47	7.01
	Sub-Total	36.10	14.47
	Total	38.35	16.44

* - Pending ascertainment of exact amount, provision of ₹36.10 crore (P.Y. ₹ 14.47 crore) was made towards transmission charges payable for power supply to Railways.

RATNAGIRI GAS & POWER PVT. LTD. * NOIDA *

Notes forming part of Financial Statements

Note : 24 Revenue from Operations

For the Year ended	31-Mar-21	31-Mar-20
		₹ Crore
Energy sales	1,428.58	2,348.65
Less: Transmission Charges	330.18	307.51
Total	1,098.39	2,041.14

With the imposition of nationwide lockdown to prevent widespread of Covid-19, Railways invoked the Force Majeure clause as per the terms of PPA citing closure of passenger railway services with effect from 23rd March, 2020. RGPPL has continued billing to Railways for contracted quantity as per the PPA. However, Railways has made payment only for actual energy scheduled by it. Considering the non-payment by Railways and uncertainty in realisation, revenue in the books for the current year has been recognised based on the actual schedule provided by the Railways in accordance to IND AS 115.

Note : 25 Other Income

For the Year ended	31-Mar-21	31-Mar-20
		₹ Crore
Interest income from:		
- Loan to employees (C.Y. ₹40,078/-)	0.00	0.01
- Term deposit - Banks	10.79	19.89
- Others	0.86	0.01
Other non-operating income:		
- Sale of scrap	0.45	0.49
-Miscellanoeus income*	28.47	55.28
- Profit on disposal of PPE (C.Y. Nil; P.Y. ₹7,608/-)	-	0.00
Total	40.57	75.68

* It includes ₹19.11 crore (P.Y. ₹ 15.49 crore) against invoices raised to Konkan LNG Ltd i.r.o. Common Sharing Expenses

Note : 26 Fuel Cost

For the Year ended	31-Mar-21	31-Mar-20
		₹ Crore
Fuel consumed	726.93	1,593.32
Total	726.93	1,593.32

Note : 27 Employee Benefit expense

For the Year ended	31-Mar-21	31-Mar-20
		₹ Crore
Salaries and wages	22.46	21.80
Contribution to provident and other funds	1.96	2.35
Staff welfare expenses	3.04	3.25
Total	27.46	27.40

Disclosure required by Ind AS 19 in respect of provision made towards various employees benefits : Refer Note No. 47.

Payments made to Key Managerial Persons have been disclosed at Note No . 38

Note : 28 Finance Costs

For the Year ended	31-Mar-21	31-Mar-20
		₹ Crore
Interest on rupee term loans	77.94	140.53
Others	0.17	0.34
Accretion of provision	1.44	0.84
Total	79.55	141.71

RATNAGIRI GAS & POWER PVT. LTD. * NOIDA *

Note : 29 Other Expenses

₹ Crore

For the Year ended		31-Mar-21		31-Mar-20
Power charges	1.16		1.14	
Less: Recovered from contractors & employees	(0.01)	1.15	(0.01)	1.13
Stores consumed		0.75		0.91
Rent		0.06		0.29
Water Charges		0.27		1.97
Repairs & maintenance:				
-Buildings	8.44		6.72	
-Plant & machinery	44.32		64.87	
-Others	0.64	53.40	0.78	72.37
Insurance		14.15		12.98
Rates and taxes		5.02		5.03
Training & recruitment expenses		-		0.04
Communication expenses		0.68		0.49
Travelling expenses		0.95		1.29
Tender expenses	-		0.02	
Less : Recoveries	-	-	(0.01)	0.01
Payment to auditors (refer details below)		0.13		0.13
Advertisement and publicity (P.Y. ₹5,000/-)		0.09		0.00
Security expenses		23.11		23.04
Entertainment expenses		0.18		0.30
Expenses for guest house	1.76		1.80	
Less : Recoveries	(0.54)	1.22	(0.36)	1.44
Directors sitting fee (C.Y. ₹15,000/- ; P.Y. ₹30,400/-)		0.00		0.00
Professional charges and consultancy fees		2.95		2.81
Legal expenses		0.01		0.02
EDP hire and other charges		0.21		0.23
Printing and stationery		0.05		0.07
Hiring of vehicles		0.72		0.77
Net Loss/(Gain) in foreign currency transactions & translations		(0.11)		1.02
Miscellaneous expenses		1.31		1.53
Loss on disposal/write-off of fixed assets (C.Y. Nil; P.Y. ₹19,245/-)		-		0.00
Provision for shortages in Fixed Assets (C.Y. ₹25,754/- ; P.Y. Nil)		0.00		-
Provision for dimunition in value of stores		0.07		0.04
Provision for Doubtful Debts		68.76		-
Total		**175.13**		**127.91**

Details in respect of payment to auditors:

As auditor		
Audit fee	0.06	0.06
Tax audit fee	0.02	0.02
In Other Capacity		
Other Services	0.04	0.04
Reimbursement of expenses	0.01	0.01
Total	0.13	0.13

RATNAGIRI GAS & POWER PVT LTD * NOIDA *

30 Previous year figures have been regrouped /rearranged wherever considered necessary.

31 Amount in the Financial Statements are presented in ₹ crore (upto two decimals) except for per share data and as otherwise stated. Certain amounts, which do not appear due to rounding off, are indicated separately.

32 a) The Company has a system of obtaining annual confirmation of balances from Lenders and other parties. There are no unconfirmed balances in respect of bank accounts and loan borrowings. Reconciliation with beneficiaries and other customers is generally done on annual basis. So far as trade/other payables, loans and advances and balances with related parties are concerned, the balance confirmation letters with negative assertion as referred in the Standard on Auditing (SA) 505 (Revised) 'External Confirmations', were sent ot the parties. Some of such balances are subject to confirmation/reconciliation. Adjustments, if any will be accounted for on confirmation/reconciliation of the same, which in the opinion of the management will not have a material effect.

b) In the opinion of the management, the value of assets, other than fixed assets, on realisation in the ordinary course of business, will not be less than the value at which these are stated in the Balance Sheet.

c) The company has bifurcated its assets and liabilities into current and non-current based on the judgement made by the management.

33 Company has imported Naphtha in November'2006-May'2007 in view of power requirement of Maharashtra State and subsequently due to higher cost of electricity on Naphtha and availability of RLNG on commissioning of GAIL's Panvel-Dabhol Gas pipe line; company started using RLNG as a fuel and some quantity of Naphtha remained unutilized. Company has sought permission from Custom Department for sale of the same and accordingly paid custom duty in July'2011. Company has re-exported the available Naphtha in April'14/May'2014. Company has submitted a request to CBEC for extension of time for re-export and claiming duty drawback of ₹ 34.55 crore under section 74 of Customs Act, 1962, since re-export is effected after 2 years from the date of import.

The Central Board of Excise and Customs (CBEC) has extended the period of export beyond 2 years till the date of export, vide its letter no 609/89/2014-DBK/1858-1859 dated 8th September 2017. RGPPL has submitted the application for the duty drawback to Asst. Commissioner, Dapoli on 1st February 2018. The application was rejected by Asst. Commissioner, Dapoli, with the reason that this is a time barred claim and ordered to file an appeal to the Commissioner GST, Pune. Accordingly, Company had filed appeal wih Commissioner GST, Pune and received order in favour, directing Asst Comissioner, Dapoli, to condone the delay and settle the claim on merit. Company has filed the application with Asst. Commmisioner, Dapoli for the duty drawback. The Asst Commissioner, Dapoli, has released the order for refund of ₹ 7.15 crore and rejected the claim of balance ₹27.40 crore. Company has further filed appeal with the Commissioner (Appeals II) GST, Pune, for release of balance amount of ₹27.40 crore.

The recovery of duty drawback on extension of time for re-export & duty drawback shall be considered in Balance Sheet/ Statement of Profit and Loss on receipt of the same.

34 RGPPL has taken over the assets of the erstwhile Dabhol Power Company (DPC) in Oct. 2005 free from any past liabilities and encumbrance as per orders of Hon'ble Mumbai High Court from the court receiver. DPC had terminated certain workmen while vacating the site. RGPPL has engaged the services of these employees through a third party on compassionate grounds. These employees had filed a suit for absorption as regular employees of RGPPL. The local court's order which was against RGPPL has been challenged in Mumbai High Court and High Court vide its order dtd. December 11, 2017 has granted stay till further orders and the matter is subjudice.

35 Single point mooring (SPM), a floating metallic structure anchored by six number of chains to sea bed inside the high sea (approx. 9 km from seashore) has been sunk into the sea during the financial year 2015-16 in monsoon period. Through sonar survey conducted to locate its position, it is found near its floating location. Company has lodged the insurance claim for the same, which is under process. Accordingly, provision of ₹ 30.15 crore for SPM, equivalent to the written down value, has been made in the books in the financial year 2018-19.

36 Contingent liabilities and commitments

(a) Contingent Liablilities

Irrigation Department, Ratnagiri, Maharashtra, has given notice to Maharashtra Industrial Development Corporation for payment of royalty of ₹ 102.22 Crore towards the sweet water supply from river for the period from April 1997 to December 2016. It is pertinent to mention here that company has taken over the assets of the erstwhile Dabhol Power Company in October 2005 free from any past liabilities and encumbrances from the court receiver. Further, Maharashtra State Electricity Distribution Company Limited (MSEDCL) is suppose to supply 14 MLD of water to RGPPL free of cost. If the company has to incur any expenditure towards supply of water, then as per the clause 5.13 of Power Purchase Agreement signed with MSEDCL, the company has the right to claim reimbursement of the same towards water supply cost.

(b) Commitments

Estimated amount of contract remaining to be executed on capital account and not provided for as at March 31, 2021 is ₹ 9.35 crore (March 31, 2020 ₹ 10.56 crore).

RATNAGIRI GAS & POWER PVT LTD * NOIDA *

b) Transactions with related parties are as follows:

i) Remuneration to the key management personnel is ₹ 0.80 crore (Previous Year ₹ 1.14 crore) and amount of dues outstanding to the company as on 31st March 2020 are Nil (Previous Year - Nil)

₹ in Crore

Remuneration to KMP & Directors	Current Year	Previous Year
Shri D Paul	0.13	0.21
Shri Asim Kumar Samanta	0.18	-
Shri Rajat Kumar Bagchi	-	0.22
Shri Balaji Iyenger	-	0.13
Shri Ajay Sharma	0.39	0.43
Shri Aditya Agarwal	0.10	-
Shri Ankit Jain	-	0.15
Shri Bhaskar Niyogi - * -₹ 15,000/-, ** ₹ 30,400/- (Sitting Fee)	-*	-**

ii)Transactions with post employment benefit plans:

₹ in Crore

Name of the company / Person	Nature of transaction	Current Year	Previous Year
RGPPL Employees Gratuity Fund Trust	Insurance Premium	0.17	0.17

iii)Transactions with related parties are as follows:

₹ in Crore

Name of the company / Person	Nature of transaction	Current Year	Previous Year
NTPC Limited	Corporate Loan	1,455.19	-
	Interest on corporate loan	22.06	-
	Other services	0.03	0.38
NTPC Vidyut Vyapaar Nigam Limited	Intermediary for Sale of power	1.50	0.68
	Sale of power	10.21	8.18
Utility Powertech Limited (UPL)	Contract for works/services received by the company	32.66	25.24

c) Outstanding balances with related parties are as follows:

₹ in Crore

Particulars	Current Year	Previous Year
Amount recoverable		
- From NTPC Vidyut Vyapaar Nigam Limited	6.51	0.05
Amount payable		
- To NTPC Limited	1,443.62	0.33
- To Utility Powertech Limited	4.29	8.21
- To NTPC Vidyut Vyapaar Nigam Limited	0.96	-

RATNAGIRI GAS & POWER PVT. LTD. * NOIDA *

37 Disclosure as per Ind AS - 2 on 'Inventories'

Amount of inventories consumed and recognised as expense during the year is as under:

Particulars	2020-21	2019-20
Fuel	1.30	1.79
Others	10.27	17.88
Total	11.57	19.67

38 Disclosure as per Ind AS - 24 on 'Related Party Disclosures'

a) List of Related parties:

i) Holding Company:

NTPC Limited

ii) Key Management Personnel (KMP):

Shri D Paul	Managing Director (from 01.04.2020 to 15.06.2020)
Shri Sital Kumar	Managing Director (from 15.06.2020 to 03.12.2020)
Shri Asim Kumar Samanta	Managing Director (w.e.f. 16.12.2020)
Shri Aditya Agarwal	Company Secretary
Shri Ajay Sharma	Chief Financial Officer

iii) Directors Other than Key Management Personnel (KMP):

Shri Chandan Kumar Mondol	Chairman (from 01.04.2020 to 14.12.2020)
Shri Sital Kumar	Chairman (w.e.f. 14.12.2020)
Shri Parrag Jaiin Nainutia	Non-executive Director (from 01.04.2020 to 13.05.2020)
Shri Sanjeev Kumar	Non-executive Director (from 01.04.2020 to 01.06.2020)
Shri Sanjay Khandare	Non-executive Director (w.e.f 29.09.2020)
Shri Pankaj Patel	Non-executive Director (from 01.04.2020 to 26.03.2021)
Shri A K Tiwari	Non-executive Director (from 01.04.2020 to 07.07.2020)
Shri Prasoon Kumar	Non-executive Director (from 01.04.2020 to 26.03.2021)
Shri Rakesh Kumar Jain	Non-executive Director (from. 10.07.2020 to 26.03.2021)
Shri Aditya Dar	Non-executive Director
Shri Manoj Sharma	Non-executive Director (from 01.04.2020 to 03.02.2021)
Shri Bhaskar Niyogi	Non-executive Director (from 01.04.2020 to 09.01.2021)
Shri Anilraj Chellan	Non-executive Director (from 01.04.2020 to 21.01.2021)

iv) Post Employment Benefit Plan:

RGPPL Employees Gratuity Fund Trust

v) Subsidiary / Joint Venure of NTPC Ltd:

NTPC Vidyut Vyapaar Nigam Limited

Utility Powertech Limited

vi) Entities under the control of the same government:

The Company is a Subsidiary of Central Public Sector Undertaking (CPSU) i.e., NTPC Ltd, controlled by Central Government. Pursuant to Paragraph 25 and 26 of Ind AS 24, entities over which the same government has control or joint control of, or significant influence, then the reporting entity and other entities shall be regarded as related parties. The Company has availed exemption available for government related entities and has made limited disclosures in the financial statements. Such entities with which the company has significant transactions include but not limited to Power System Operations Corporation Ltd (POSOCO), GAIL (India) Ltd, Hindustan Petroleum Corporation Ltd, The Oriental Insurance Company Ltd, Central Railways Maharashtra, Western Railways Gujarat, West Central Railways Madhya Pradesh, South Eastern Railways Jharkhand, South Western Railways Karnataka, North Central Railways Uttar Pradesh.

RATNAGIRI GAS & POWER PVT LTD * NOIDA *

d) Transactions with the related parties under the control of the same government:

₹ in Crore

Name of the company / Person	Nature of transaction	Current Year	Previous Year
GAIL (India)Limited	Purchase of Fuel	726.93	1,593.32
Power System Operations Corporation Ltd	Other Payments	83.41	40.03
Hindustan Petroleum Corporation Ltd	Purchase of Oil Products	1.39	1.26
The Oriental Insurance Company Ltd	Insurance	14.15	14.07
Central Railways Maharashtra	Sale of Energy	469.80	924.25
Western Railways Gujarat		218.67	381.15
West Central Railways Madhya Pradesh		250.92	376.23
South Eastern Railways Jharkhand		165.93	253.78
South Western Railways Karnataka		80.46	138.26
North Central Railways Uttar Pradesh		186.96	225.37

e) Terms and conditions of the transactions with the related parties:

i) Transactions with the related parties are made on normal commercial terms and condition and at market value.

ii) The Company has assigned jobs on contract basis for sundry works in plants/stations/offices to M/s. Utility Powertech Limited (UPL), a 50:50 joint venture between the NTPC Limited and Reliance Infrastructure Limited. The Company has entered into Power Station Maintenance Agreement with UPL from time to time. The rates are fixed on cost plus basis after mutual discussion and after taking into account the prevailing market conditions.

iii) The company has entered into a venture of trading of surplus electricity at registered electricity exchange in India through registered trader M/s NTPC Vidyut Vyapaar Nigam Limited (100% subsidiary of NTPC Ltd.). Electricity Rates are arrived at exchange determined methodology with agreed trading margin/brokerage charges of exchange/trader.

iv) Outstanding balances are unsecured and settlement occurs through adjustment/banking transactions. These balances other than loans are interest free. For the year ended March 31, 2021 and March 31, 2020, the Company has not recorded any impairment of receivables relating to amounts owned by related parties. 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.

39 Disclosure as per Ind AS - 108 on 'Operating Segments'

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company has only one business segment which is generation and sale of bulk power to State Power Utilities & Others in India, which acts as a single business segment based on the nature of the products, the risks and returns, the organization structure and the internal financial reporting systems. Hence the company falls within a single operating segment "Generation and sale of bulk power to State Power Utilities & Others".

RATNAGIRI GAS & POWER PVT LTD * NOIDA *

40 Disclosure as per Ind AS 116 'Leases'

Company as Lessee

(a) The Company's significant leasing arrangements are in respect of leases of offices for a period of 9 years. The leasing arrangement is renewable on mutually agreed terms but is not non-cancellable. Lease rentals are subject to escalation of 5% per annum.

(i) The following are the carrying amounts of Right of Use Assets (ROU) recognised and the movements during the perioc ₹ crore

Particulars	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Opening Balance	2.92	0.93
- Additions in ROU Assets	-	2.50
- Depreciation charged during the year	0.42	0.51
- Adjustments due to closure of contracts	0.43	-
Closing Balance	2.07	2.92

(i) The following are the carrying amounts of lease liabilities recognised and the movements during the period: ₹ crore

Particulars	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Opening Balance	2.96	0.84
- Additions in lease liabilities	-	2.44
- Interest cost during the year	0.21	0.21
- Payment of lease liabilities	0.47	0.53
- Adjustments due to closure of contracts	0.49	-
Closing Balance	2.21	2.96
Current	0.35	0.65
Non Current	1.86	2.31

(ii) Maturity Analysis of the lease liabilities: ₹ crore

Contractual undiscounted cash flows	As at 31st March 2021	As at 31st March 2020
3 months or less	0.08	0.11
3-12 Months	0.27	0.49
1-2 Years	0.37	0.69
2-5 Years	1.22	1.16
More than 5 Years	1.03	1.46
Lease liabilities as at closing of the year	2.97	3.91

(iii) The following are the amounts recognised in profit or loss: ₹ crore

Particulars	For the Year ended 31st March 2021	For the Year ended 31st March 2020
Depreciation expense for right-of-use assets	0.35	0.51
Interest expense on lease liabilities	0.21	0.21

(iv) The following are the amounts disclosed in the cash flow statement: ₹ crore

Particulars	For 31st March 2021	For 31st March 2020
Cash Outlow from leases	0.47	0.53

RATNAGIRI GAS & POWER PVT. LTD. * NOIDA *

41 Going concern

In view of non-recovery of capacity charges from beneficiaries as stated in Note No. 46 and under-utilization of power generation capacity, the company has incurred losses amounting to ₹ 3,349.65 crore up to March 31, 2021 (for the year Loss ₹ 124.46 crore) and the net worth of the company as on March 31, 2021 stands as negative ₹ 77.35 crore. Company has also provided impairment loss of ₹ 2,597.17 crore (for the year ₹ 134.70 crore) upto March 31, 2021 in the books of accounts. However, the management has prepared and presented financial statements of the company on a going concern basis in view of the following mitigating factors:

a) The Company has entered into a long term Power Purchase Agreement (PPA) with Indian Railways for supply of 500 MW power for the period of 5 years w.e.f.01.04.2017 and company is hopeful to continue its operations even after tenure of the PPA.

Further, company has started supplying 12 MW power to Daman and Diu, w.e.f.01.01.2019, under existing PPA for 25 years. In addition to the above, Company is also supplying 10 MW power to Konkan LNG Ltd in accordance with the MoU.

b) During the year, Composite Resolution Plan with the Lenders of the Company has been executed. As per the Plan, the Company has carried out one time settlement with Lenders with funding support of NTPC Limited. Their total debt amounting to ₹ 1,461.05 crore has been settled at ₹ 890.86 crore (₹ 5.86 crore paid by the company from its internal accurals and ₹ 885 crore loan received from NTPC). The lenders have transferred their entire equity of ₹ 1,160.96 crore to NTPC Limited. Further, residual loan of ₹ 570.19 crore was novated by lenders to NTPC Limited. This resulted into company becoming a subsidiary of NTPC Limited on 31st December, 2020 since its stake in the Company has risen to 60.98%.

The company was consistent in its debt servicing of loan as per the Inter Corporate Loan Agreements entered into with NTPC Limited and there is no default as on March 31, 2021.

Moreover, in the previous year, against the un-sustainable loan of ₹ 3,696.68 crores, 0.01 % Cumulative Redeemable Preference Shares (0.01% CRPS) amounting to ₹3,695.12 crores having face value of ₹10/- each was issued to the Lenders consisting of 5 equal series. As a part of Composite Resolution Plan, last Series V of CRPS amounting to ₹ 739.02 crore has also been redeemed on 31st December 2020.

Further, GAIL (India) Limited and NTPC Limited have entered into a Share Purchase Agreement on 23rd February 2021, whereby GAIL (India) Limited has transferred its entire equity (25.51%) in the company to NTPC Limited resulting into increase in stake of NTPC in the company to 86.49%.

42 Information in respect of Micro, Small and Medium Enterprises as at 31st March 2021 as required by Micro, Small and Medium Enterprises Development Act, 2006

Based on the information available with the Company, amount outstanding to suppliers as on 31st March 2021 does not contain any amount related to MSME, which is pending for a term more than the period of forty five days from the day of acceptance or the day of deemed acceptance, therefore, the amount & applicable interest thereon was not required to be disclosed.

43 Disclosure as per Ind AS - 12 on 'Income taxes'

Deferred Tax Assets/Liability has not been accounted for as company has a tax holiday for the period of ten years upto 31st March 2022.

44 Disclosure as per Ind AS - 36 on 'Impairment of Assets'

Based on the impairment study, the Company has provided Impairment Loss of ₹ 134.70 crore (P.Y. ₹ Nil) in the books of accounts of the Company.

The Company has adopted Discounted Cash Flow Income approach for impairment study. The post tax discount rates used for the future cash flows is 12.50 %. The differential discount rate is based on the effective tax rates likely to be applicable during the forecast years.

Salvage value of fixed assets and release of net working capital at the end of explicit period has been added to the present value of free cash flows to arrive at the enterprise value.

RATNAGIRI GAS & POWER PVT LTD * NOIDA *

45 Earnings per share

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year.

Basic	31 March 2021	31 March 2020
Profit/ (Loss) attributable to Equity Shareholders (in ₹)	(1,244,648,501)	(1,741,126,252)
Weighted average number of equity shares in calculating basic EPS	3,272,302,436	327,23,02,436
Basic earnings (loss) per equity share	(0.38)	(0.53)

Diluted	31 March 2021	31 March 2020
Profit/ (Loss) attributable to Equity Shareholders (in ₹)	(1,244,648,501)	(1,741,126,252)
Weighted average number of equity shares in calculating diluted EPS	3,272,302,436	327,23,02,436
Total no. of shares outstanding (including dilution)	3,272,302,436	327,23,02,436
Diluted earnings (loss) per equity share	(0.38)	(0.53)

46 Revenue Recognition

(a) The company raised bills for ₹ 1,902.62 crore (F.Y. 2013-14 - ₹ 1,222.83 crore and F.Y. 2014-15 - ₹ 679.79 crore) being fixed charges billed to beneficiaries based on capacity declaration on alternate fuel, i.e. RLNG, based on the CERC Order dated July 30, 2013. Company has declared capacity in line with CERC Regulations and has raised bills based on monthly regional energy account issued by Western Regional Power Committee (WRPC) secretariat. Company has raised rightfully the bills under the CERC Regulations and legally entitled for recovery of the same from the beneficiaries.

Company has got the decision in its favour against the appeal filed by principal beneficiary in Appellate Tribunal of Electricity (APTEL) against the CERC Order on capacity declaration on RLNG. However, principal beneficiary has not paid any amount and approached Hon'ble Supreme Court against the above Order. The stay application has been disposed off by the Hon'ble Supreme Court in the absence of any coercive action against the appellant for recovery and giving liberty to appellant (MSEDCL) to move to this court once again in the event it becomes so necessary. Furhter, during the meeting held in Prime Minister's Office on August 17, 2015, it was advised to keep the matter of recoveries in abeyance to evolve way forward for revival of the company. Being the amount associated is significant and there is uncertainty in probability of collection, as stated above, company has postponed the recognition of the revenue in its books of accounts, in accordance with the IND AS 115 - Revenue from Contracts with Customers, till final resolution of the matter.

Since the matter is subjudice, therefore amount of ₹ 171.58 crore received from the beneficiaries is not adjusted against the dues and shown separately as Advance from Customers under the head Other Current Liabilities (Refer note 22).

(b) In view of non-payment of dues by beneficiaries and uncertainty in collection, company has not considered bills raised for ₹ 2.02 crore (F.Y. 2019-20 ₹ 4.57 crore; F.Y. 2018-19 ₹ 11.98 crore) towards recovery of other charges as revenue during the year as a prudent measure.

(c) In view of non scheduling of energy and non payment by beneficiaries and associated uncertainty in collection of revenue, company has not considered bills for ₹ 122.57 crore (F.Y. 2019-20 ₹ 111.97 crore; F.Y. 2018-19 ₹ 21.86 crore; F.Y. 2016-17 ₹ 72.23 crore; F.Y. 2017-18 ₹ Nil), raised during the current Financial Year towards capacity charges on domestic gas as revenue as a prudent measure.

(d) In view of non-payment of dues by beneficiaries and uncertainty in collection, company has not considered bills raised for ₹ 175.91 crore (Previous Year ₹ 480.96 crore) towards recovery of Surcharge during the year as a prudent measure.

(e) In view of non-payment of dues on account of various issues raised by beneficiaries in respect of bills raised in the financial year 2013-14 aggregating to ₹ 323.77 crores for capacity charges, Ship or Pay charges etc have been considered doubtful and fully provided for in the same financial year 2013-14 on prudent basis.

RATNAGIRI GAS & POWER PVT. LTD. * NOIDA *

(f) Revenue from contracts with customers

1) Disaggregated revenue information

Set out below is the disaggregation of the Company's revenue from contracts with customers:

₹ in Crore

	31-Mar-21	31-Mar-20
Revenue by Contract Type		
Reconciliation of revenue recongnised:		
Contract Price	1,098.78	2,041.61
Adjustments for:		
Rebates	(0.39)	(0.47)
Total revenue from contracts with customers	1,098.39	2,041.14
Geographical Markets:		
In India	1,098.39	2,041.14
Total revenue from contracts with customers	1,098.39	2,041.14
Timing of revenue recognition:		
Services transferred over time	1,098.39	2,041.14
Total revenue from contracts with customers	1,098.39	2,041.14

2) Contract balances

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers

₹ in Crore

	31-Mar-21	31-Mar-20
Trade receivables (Net)*	84.25	110.79
Contract liabilities		
Advances from customers	171.58	171.58
Contract assets		
Unbilled revenue	108.57	102.53

* Trade receivables are non-interest bearing and are generally on terms of 10 to 17 days.

₹ in Crore

3) Changes in contract liabilities	31-Mar-21	31-Mar-20
Balance at the beginning of the year	171.58	171.58
Revenue recognised that was included in Advances balance at the beginning of the year	-	-
Increase due to invoicing during the year, excluding amounts recognised as revenue during the year	-	-
Balance at the end of the year	171.58	171.58

For details Refer Note No 47

₹ in Crore

4) Changes in contract assets	31-Mar-21	31-Mar-20
Balance at the beginning of the year	102.53	101.90
Revenue recognised during the year	108.57	102.53
Invoices raised during the year	102.53	101.90
Translation exchange during the year	-	-
Balance at the end of the year	108.57	102.53

RATNAGIRI GAS & POWER PVT LTD * NOIDA *

47 Disclosure as per Ind AS 19 'Employee Benefits' - RGPPL own cadre employees

(i) Defined Contribution Plan

Provident Fund

Since the Company has no independent trust, the contribution to Provident Fund / Pension Fund / Other Funds amounting to ₹ 0.98 crores excluding ₹ 1.41 crores pertaining to employees of promoter companies (Previous Year ₹ 0.67 crore excluding ₹ 1.68 crore pertaining to employees of promoter companies) has been deposited directly with RPFC Account of RGPPL cadre Employees.

(ii) Defined Benefit Plan

Gratuity

The Company has a defined benefit gratuity plan. Every employee who has rendered continuous service of five years or more is entitled to get gratuity at 15 days salary (15/26 x last drawn basic salary plus dearness allowance) for each completed year of service subject to a maximum of ₹ 0.20 crore on superannuation, resignation, termination, disablement or on death.

The existing scheme is funded by the Company and is managed by separate trust established for the purpose. Trust in turn has appointed Life Insurance Corporation of India as Fund Manager. Company is making the payment to Trust equivalent to annual premium demanded by Life Insurance Corporation of India in respect of gratuity coverage to employees, based on the actuarial valuation carried out by them, and charged to revenue ₹ 0.17 crore (Previous Year ₹ 0.17 crore).

(iii) Other Long Term Employee Benefit Plan

Leave

The Company provides for earned leave benefit (including compensated absences) and half-pay leave to the employees of the Company which accrue annually at 30 days and 20 days respectively. Earned leave (EL) is en-cashable while in service. Half-pay leave (HPL) is en-cashable only on separation beyond the age of 50 years up to the maximum of 300 days. However, total number of leave (i.e. EL & HPL combine) that can be encashed on superannuation shall be restricted to 300 days and no commutation of half-pay leave shall be permissible. The liability for the same is recognised on the basis of actuarial valuation.

The above mentioned scheme is unfunded and liability is recognised in the books of accounts of the company on the basis of actuarial valuation.

Company as on 31st March 2021 has 31 employees on its payroll. Liability of ₹ 2.13 crores (Previous Year ₹ 1.85 crore) in respect of Accrued Leave Salary has been provided in the books of accounts which is based on the actuarial valuation report.

48 Disclosure as per Ind AS 19 'Employee Benefits' - Employees' on secondment from NTPC Limited

Defined Contribution Plan

Pay, allowances, perquisites and other benefits of the employees on secondment from NTPC Limited are governed by the terms and conditions under an agreement with the NTPC Limited. As per the agreement, amount equivalent to a fixed percentage of basic & DA of the seconded employees, i.e. 41.77%, is payable by the company for employee benefits such as provident fund, pension, gratuity, post-retirement medical facilities, compensated absences, long service award, economic rehabilitation scheme and other terminal benefits.

The employee benefits expenses include ₹ 1.41 crore (Previous Year ₹ 1.68 crore) towards Company's contribution to provident fund paid/payable to the NTPC Limited towards above stated employees.

RATNAGIRI GAS & POWER PVT. LTD. * NOIDA *

49 A) Financial risk management

The Company's financial risk management is an integral part of how to plan and execute its business strategies. This note explains the sources of risk which the entity is exposed to and how the company manages the risk. The Company is exposed to market risk, credit risk and liquidity risk.
The Company board of directors has overall responsibility for the establishment and oversight of the company's risk management framework.

1. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. It is a risk of changes in market prices such as foreign exchange rates and interest rates that will affect Company's income or the value of its holding of financial instruments.

(a) Interest rate risk

Company does not have significant floating interest bearing borrowings as at 31st March 2021 and 31st March 2020; hence company is not exposed to interest rate risk at present.

(b) Foreign 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.

₹ Crore

Particulars	31-Mar-21	31-Mar-20
Financial Liabilities in USD		
Non Current Provisions	12.02	10.73
Retention from Contractors	5.30	5.44
Trade Payables & Other financial liabilities	4.50	3.00
Total	21.82	19.16

2. Liquidity Risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset.
The Company's objective is to, at all times maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company closely monitors its liquidity position and deploys a robust cash management system.

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 and 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 the Treasury Department. The Board of directors has established policies to manage liquidity risk and the Company's Treasury Department operates in line with such policies. Any breaches of these policies are reported to the Board of Directors. Long-term liquidity position is reviewed on a regular basis by the Board of Directors and appropriate decisions are taken according to the situation.

Typically, the Company ensures that it has sufficient cash on demand to meet expected operational expenses for a month, including the servicing of financial obligations, this excludes the potential impact of extreme circumstances that cannot reasonably be predicted, such as natural disasters.

As part of the CERC Regulations, tariff inter-alia includes recovery of capital cost. The tariff regulations also provide for recovery of energy charges, operations and maintenance expenses and interest on normative working capital requirements. Since billing to the customers are generally on a monthly basis, the Company maintains sufficient liquidity to service financial obligations and to meet its operational requirements.

(i) Financing arrangements

The Company had access to the following undrawn borrowing facilities at the end of the reporting period:

₹ Crore

Particulars	31-Mar-21	31-Mar-20
Fixed-rate borrowings	-	-
Floating-rate borrowings	-	-
Total	-	-

RATNAGIRI GAS & POWER PVT. LTD. * NOIDA *

(ii) Maturities of Financing Liabilities

The contractual maturities of the Company's financial liabilities are presented below:

₹ Crore

As at 31 March 2021	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Borrowings Principal	-	13.27	39.83	217.71	1,171.10	1,441.91
Borrowings Interest	-	21.79	63.39	287.43	262.99	635.60
Expenses Payables	2.83	-	-	-	-	2.83
Payable for Capital Expenditure	0.14	-	-	-	-	0.14
Advance from Customers	171.58	-	-	-	-	171.58
Deposits from Customers	52.63	-	-	-	-	52.63
Trade payables	253.23	-	-	-	-	253.23
Total	480.41	35.06	103.22	505.14	1,434.09	2,557.92

₹ Crore

As at 31 March 2020	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Borrowings Principal	-	31.35	94.04	557.08	809.93	1,492.40
Borrowings Interest	-	31.54	90.99	467.06	274.86	864.45
Expenses Payables	1.71	-	-	-	-	1.71
Payable for Capital Expenditure	1.60	-	-	-	-	1.60
Advance from Customers	171.58	-	-	-	-	171.58
Deposits from Customers	53.06	-	-	-	-	53.06
Trade payables	229.94	-	-	-	-	229.94
Total	457.89	62.89	185.03	1,024.14	1,084.79	2,814.74

3. 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, and arises principally from the Company's receivables from customers. The carrying amount of financial assets represents the maximum credit exposure. There are no impairment losses on financial assets to be recognised in statement of profit and loss for the year ended 31st March 2021 and for the comparative year ended 31st March 2020.

Trade and other receivables: The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The management does not expect any significant credit risk out of exposure to trade and other receivables, as the major revenue is contributed by credit sales with a credit period that ranges from 10- 17 working days.

The Company has entered into PPA, with due approval of the Board, with Beneficiaries including Indian Railways wherein all terms & conditions in respect of billing, payments, credit period etc. are covered.

Cash and cash equivalents: The company held cash and cash equivalents of ₹ 190.86 crore as at 31st March 2021 (31st March 2020: ₹ 136.28 crore). The cash and cash equivalents are held with public sector banks and leading private sector Bank. There is no impairment on cash and cash equivalents as on the reporting date and the comparative period.

Investments: The Company limits its exposure to credit risk by investing in only Government of India Securities, State Government Securities and other counterparties have a high credit rating. The management actively monitors the interest rate and maturity period of these investments. The Company does not expect the counterparty to fail to meet its obligations, and has not experienced any significant impairment losses in respect of any of the investments.

Loans: The Company has given loans to employees. Loans to the employee are secured against the mortgage of the house properties and hypothecation of vehicles for which such loans have been given in line with the policies of the Company.

RATNAGIRI GAS & POWER PVT LTD * NOIDA *

(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:

₹ Crore

Particulars	31-Mar-21	31-Mar-20
Financial assets for which loss allowance is measured using 12 months Expected Credit Losses (ECL)		
Non-current investments	-	0.01
Non-current loans	2.54	3.55
Other non-current assets	31.70	53.63
Cash and cash equivalents	190.86	136.28
Bank balances other than cash and cash equivalents	221.86	181.50
Current loans	0.26	0.26
Other current financial assets	108.57	102.53
Other current assets	112.29	92.64
Total (A)	668.08	570.40
Financial assets for which loss allowance is measured using life-time Expected Credit Losses (ECL) as per simplified approach		
Trade receivables	84.25	110.79
Unbilled revenue	108.57	102.53
Total (B)	192.82	213.31
Total (A+B)	860.90	783.71

(ii) Ageing analysis of trade receivables

The ageing analysis of the trade receivables is as below:

₹ Crore

Ageing	Not due	0-30 days past due	31-60 days past due	61-90 days past due	91-120 days past due	More than 120 days past due	Total
Gross carrying amount as at 31st March 2021	-	10.89	0.06	0.65	-	72.65	84.25
Gross carrying amount as at 31st March 2020	-	4.52	2.77	1.03	4.59	97.88	110.79

Capital management

For the purpose of the Company's capital management, capital includes issued capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise the shareholder value.

The Company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to its shareholders.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure. The management monitors the return on capital as well as the level of dividends to shareholders.

49 B) Accounting classifications and fair value measurements

The directors considered that the carrying amount of financial assets & financial Liabilities carried at amortised cost are recognised in the standalone financial statements approximate their fair value

50 Events occurring after the reporting period

There are no events occurring after the reporting period which have material impact on the financials.

RATNAGIRI GAS & POWER PVT. LTD. * NOIDA *

Notes forming part of Financial Statements

51 The Company has been consistent in its debt servicing by paying the interest & principal within due dates as prescribed without any default, subsequent to Demerger.

However, the account of the Company was declared as NPA due to technical reasons i.e., incomplete implementation of scheme of restructuring within the allowed date 31st March 2018, in the books of three lenders namely, IDBI Bank Ltd, State Bank of India & Canara Bank. The matter was being pursued with the lenders for review considering the consistent debt servicing by the company without any default.

To overcome the above, a Composite Resolution Plan was considered by the Lenders for the Company. Accordingly, One Time Settlement with Lenders was completed on December 31, 2020 whereby, the total outstanding loan of the Lenders ₹ 1,461.05 crore as on 1st September, 2020 has been settled at ₹ 890.86 crore. ₹ 5.86 crore has been paid by the Company out of its internal accruals and remaining ₹ 885 crore has been settled through funding support from NTPC Ltd by way of Loan. The balance of ₹ 570.19 crore has been novated by the Lenders in favour of NTPC Ltd.

As a part of the Resolution Plan, the entire equity shareholding of the Lenders being ₹ 1,160.96 crore (35.47%) has also been transferred to NTPC Ltd. Thus, the stake of NTPC in the Company has risen from 25.51% to 60.98%. The Company has become a subsidiary of NTPC Ltd with effect from December 31, 2020.

Further, Series V of 0.01% Cumulative Redeemable Preference Shares (CRPS) of ₹ 739.02 crore which was due to be redeemed on March 31, 2021, after obtaining necessary approvals was redeemed on December, 31, 2020.

52 Due to outbreak of COVID-19 globally and in India, the Company has made initial assessment of likely adverse impact on business and financial risks.

The Company is in the business of generation and sale of electricity which is an essential service as emphasized by the Ministry of Power, Government of India. The Company has ensured the availability of its power plant to generate power and has continued to supply power during the period of lockdown.

The Company is running its power block under long term PPA with Indian Railways for supply of 500 MW for the period of 5 years with effect from 1st April 2017 at a fixed price of ₹ 5.50 per unit. The Company received notices of force majeure from Indian Railways on 22/23 March 2020, citing closure of passenger railway services on all India level basis on the direction of Government of India to contain the COVID 19 pandemic. Accordingly, there was reduction in demand of power and operated at reduced plant load factor. However, demand of power has been increased to its normal level, with effect from 11th February 2021, citing gradual resumption of passenger railway services.

The Company has long term Gas Supply Agreement for the period of 5 years with GAIL (India) Limited for supply of 1.75 mmscmd of fuel (Regasified Liquid Natural Gas (RLNG)) with effect from 1st April 2017 and there is no effect of COVID 19 pandemic on supply of fuel.

The Internal Control over Financial Reporting has not been affected despite the imposition of nationwide lockdown. The working of routine functions at plant located at Anjanwel, Maharashtra, was not affected during the lockdown period being a remote area.

The management does not anticipate any medium to long term risks in the Company's ability to continue as a going concern and meeting its liabilities as and when they fall due. With the imposition of lockdown, resulting into reduced scheduling of power by Indian Railways, there has been an adverse impact on the cashflows of the company in the short term, however, in the long run there is no significant impact.

ADITYA AGARWAL Digitally signed by ADITYA AGARWAL Date: 2021.06.11 11:20:07 +05'30'	AJAY SHARMA	ASIM KUMAR SAMANTA	ADITYA DAR Digitally signed by ADITYA DAR Date: 2021.06.11 14:45:00 +05'30'	PRAVEEN SAXENA Digitally signed by PRAVEEN SAXENA Date: 2021.06.11 17:06:16 +05'30'
(Aditya Agarwal)	(Ajay Sharma)	(A K Samanta)	(Aditya Dar)	(Praveen Saxena)
Company Secretary & Assistant Manager (Fin)	Chief Financial Officer	Chief Executive Officer	Director	Chairman
			DIN - 08079013	DIN - 07944144

As per our report of even date
For Doogar & Associates
Chartered Accountants
FRN - 000561N

MUKESH GOYAL Digitally signed by MUKESH GOYAL Date: 2021.06.11 17:48:50 +05'30'
(Mukesh Goyal)
Partner
Membership No - 081810

RATNAGIRI GAS & POWER PVT * NOIDA *

Place: Noida
Date: 11th June, 2021

INDEPENDENT AUDITOR'S REPORT

To the Members of RATNAGIRI GAS AND POWER PRIVATE LIMITED

Report on the Audit of the Ind AS Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of RATNAGIRI GAS AND POWER PRIVATE LIMITED ("the Company"), which comprise the Balance Sheet as at March 31 2021, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the statement of Changes in Equity and the Statement of Cash Flow for the year then ended, 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 Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("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 Companies (Indian Accounting Standard) Rules,2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its loss including other comprehensive income the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Ind AS 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 Act 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 audit opinion on the Ind AS financial statements.

Emphasis of Matter

We draw attention to the following matters in the notes to accounts to Ind AS financial statements of the company: -

(a) PNGRB (Petroleum and Natural Gas Regulatory Board) has revised the price of gas supplied by GAIL to RGPPL w.e.f. 1-4-2018, without considering the concession provided in the clause 6 of the Minutes of the meeting chaired by the Principal Secretary to the Prime Minister on 4-2-2019 held on the revival of RGPPL. It is said that in no case the variation cost should be loaded to the cost on Railways. RGPPL has not released the increase in price of gas to GAIL amounting to Rs.43.82 crore as on 31-3-2021 but retained as payable pending review for any impact of variations later. (Refer note no. 21)

(b) The common sharing services with KLL and CISF cost attributable to KLL recoverable as per new MOU as on 31-3-2021 is Rs.28.30 crore(P.Y.Rs.30.97 crore).The Management should undertake necessary steps to recover the said amount in full.(Refer note no. 15)

DOOGAR & ASSOCIATES
Firm Regn No 000561N
New Delhi
Chartered Accountants

(c) The company is showing Direct taxes refundable (Net of Provision) Rs. 31.70 crore, TDS receivables, TCS receivables of previous years with income tax authorities are not reconciled and certain adjustments/assessments/refunds/demands were not taken into account. This may result into certain adjustments in the direct tax refundable and provisions as on the date of the financial statement and its consequential impact on the financial statements (Refer note-9).

(d) The Company has been consistent in its debt servicing by paying the interest & principal within due dates as prescribed without default, subsequent to Demerger. However, the account of the Company has been declared as NPA due to technical reasons i.e., incomplete implementation of scheme of restructuring within the allowed date 31st March 2018, in the books of three lenders namely, IDBI Bank Ltd, State Bank of India & Canara Bank. To overcome the above, a Composite Resolution Plan was considered by the Lenders for the Company. Accordingly, One Time Settlement with Lenders was completed on December 31, 2020 (Refer note no. 51)

(e) South Western Railway, Central Railway, South Eastern Railway, West Central Railway, North Central Railway and Western Railway are releasing short payments against invoices of RGPPL without providing the reasons and details for the deduction made. The total short payments of all Railways outstanding for receipt as on 31st March, 2021 are Rs. 75.42 crore (P.Y. Rs.103.98 crore). The reconciliation with these Railways to ascertain the correctness of the deductions whether they are in accordance with the terms and conditions of the Power Purchase Agreement, is pending.

(f) Surcharge bill were raised on short payment by Railways as per the terms and conditionsof the Power Purchase Agreement during the Financial Year 2020-21and 2019- 20 , however the payment is not received.

(g) Central Railway had deducted from the invoices excess transmission charges of Rs.16.87 crore pertaining to period from April, 2017 to August, 2018 on the basis of 255 Megawatt capacity allocation instead of 210 megawatts applicable to RGPPL. The company has filed the appeal with CERC in the month March'2020.

(h) The company has postponed the revenue of recognition of fixed charges, capacity charges and other charges amounting to Rs122.57 Crore (P.Y. Rs.111.97 crore) ,surcharge amounting to Rs 175.91 Crore (PY 480.96 Crore) and recovery of other charges amounting to Rs 2.02 Crore(PY Rs 4.57 Crore) for the year ended March, 2021 due to uncertainty in realization of dues from the beneficiaries even though the issue of declaration of capacity based on RLNG has been decided in favor of company by Central Electricity Regulatory Commission and Appellate Tribunal for electricity.

Further the bills raised by the company during the year ended March 31, 2014 for capacity charges, ship or pay charges etc. on beneficiaries amounting to Rs. 323.77 crores were fully provided for in the same financial year in view of uncertainty relating to collectability of dues. (Refer Note no.46)

(i) Under the PPA with Indian Railways, during the year ended March 31, 2021 Rs 68.76 crore have been provided as doubtful debt on account of shortfall of schedule by Railways, including associated surcharges pertaining to period 1.04.2017 to 31.03.2020 (including Force Majeure period from 23.03.2020 to 31/03/2020).Also considering the non-payment by Railways and uncertainty in realisation,

DOOGAR & ASSOCIATES Firm Regn No. 000561N New Delhi Chartered Accountants revenue in the books for the current year has been recognised based on the actual schedule provided by the Railways in accordance to IND AS 115.(Refer Note 11 and 24)

(j) A sum of Rs.10.52 crore recoverable from M/s GPICL on account of TDS deposited on interest liability recognized in books before demerger after adjusting interest payable subsequent to demerger with effect from 1st January 2016 to 1st January 2018. Though the company is making continuous effort to recover this amount and GPICL has also confirmed that once their matter with Income-Tax authority is resolved the amount will be refunded to RGPPL.The management is confident of recovering the same.

(k)During the year the company has filed a claim of Rs15.86 crore being differential Re-gasification charges recoverable from GAIL (India) Ltd against fuel bills which was wrongly charged by GAIL (India) Ltd in previous years. The management is confident of recovering the same.(Refer Note-15)

Our opinion is not modified in respect of the above matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Ind AS financial statements for the financial year ended March 31, 2021. These matters were addressed in the context of our audit of the Ind AS financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context. We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Ind AS financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Ind AS financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Ind AS financial statements.

Key audit matters	**Auditor's Response**
Going concern (as described in note 41 of the Ind AS financial statements)	
The company has a negative net worth of Rs.77.35 crore as on 31/03/2021	Principal Audit Procedures Our audit procedures included the following: We have obtained sufficient and appropriate evidence regarding management's use of going concern basis of accounting in preparation of financial statements. We were satisfied by the grounds presented by the management before us, management has declared the said basis in note 41 to financial statements.
Recoverability of indirect tax receivable (as described in note 15 of the Ind AS financial statements)	
GAIL (INDIA) Limited charged VAT amounting to Rs.32.27 crore on account of gas supply. However, the supply made to the company is not chargeable to VAT vide notification no.VAT.1515/CR-118(A)/Taxation-1 dated September 16, 2017. Significant judgment is required in ascertaining the recoverability of said amount	Principal Audit Procedures We have reviewed nature of amount recoverable, the sustainability and likelihood of recoverability

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

Remote Audit access methodology due to impact of COVID 19

Due to Covid 19 pandemic and lockdown restrictions the audit of accounts of RGPPL SITE office has been carried out based on the remote audit access methodology. All the necessary records, documents, data, vouchers and reconciliation statements maintained at plant located at Ratnagiri district of Maharashtra are provided by the management through Electronic Mail using technical tools and financial platform of digital medium. However, the company has provided remote access from Head Office of the company located at Noida (U.P) to the Financial Accounting severs maintained at SITE. We have taken the guidance under the advisory dated 27.3.2020 issued by The Institute of chartered Accountants of India wherein it has advised the audit firm can opt for all communications by mails instead of physical mode and the entity is to provide the data, documents for audit purposes in soft copy format while conducting distance audit / remote audit / online audit under current Covid 19 pandemic situation, these audit procedure have been followed. To the extent of check and test performed in this process and the managements assertion provided to audit there is no material impact on the operations of the power plant which is supplying energy to Railways and state government units of Maharashtra under Essential services and therefore its operations are not impacted.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and shareholder's information but does not include the Ind AS financial statements and our auditor's report thereon.

Our opinion on the 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 Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained during the course of audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively

DOOGAR & ASSOCIATES Chartered Accountants Firm Regn. No. 000561N New Delhi for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. In preparing the Ind AS 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.

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

Auditor's Responsibilities for the Audit of the Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 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 control 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 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 Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

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 Ind AS financial statements for the financial year ended March 31, 2021 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 Matter

1. The Ind AS financial statements of the Company for the year ended March 31, 2021, includes the balances which are appearing from last year Ind AS financial statements, which have been audited by the predecessor auditor who expressed an unmodified opinion on those statements on 14th July, 2020.
2. The company has adopted an accounting policy in respect of materiality of prior period items to be accounted for and disclosed in terms of Ind AS 8, considering a minimum benchmark of Rs.100 crores for identification of material prior period errors for retrospective restatement and Rs.10 crores for identification of material prior period errors at transaction level for each line item disclosed in the notes for revenue as well as expenditure level of the entity.

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 Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

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

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

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

(c) The Balance Sheet, the Statement of Profit and Loss including the Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account

DOOGAR & ASSOCIATES Firm Regd. No. 000561N New Delhi Chartered Accountants

(d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act, read with relevant rules read thereunder;

(e) The matter described in Emphasis of Matter paragraph above, in our opinion, may have an financial effect on the functioning of the Company;

(f) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;

(g) With respect to matters to be included in the Auditor's Report in accordance with requirements of section-197(16) of the Act, as amended:

The company is a government company, therefore provision of Section-197 are not applicable to the company.

(h) 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" to this report; Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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

i. The Company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements – Refer Note 36 to the Ind AS financial statements;

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts – Refer Note 23 to the Ind AS financial statements;

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

3. As required by Section-143(5) of the Act and as per directions and sub-directions issued by Comptroller and Auditor General of India, we report that:

S. No.	Directions/Sub-directions	Auditor's reply on action taken on the directions	Impact on financial statements
	Whether the Company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated.	Yes, the company wasusing FINMAT Accounting System (Oracle based) and migrated to SAP B1 for recording accounting transactions. However, transactions both at site and HQ are manually integrated for preparation of Financials of the company.	NIL

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

	Whether there is any restructuring of an existing loan or cases of waiver /write off of debts/loans/interest etc. made by a lender to the company due to the company's inability to repay the loan? If yes, the financial impact may be stated.	The account of the Company was declared as NPA due to technical reasons in the books of three lenders namely, IDBI Bank Ltd, State Bank of India & Canara Bank. A Composite Resolution Plan was considered by the Lenders for the Company. Accordingly, One Time Settlement with Lenders was completed on December 31, 2020 whereby, the total outstanding loan of the Lenders Rs 1,461.05 crore as on 1st September, 2020 has been settled at Rs 890.86 crore. Rs 5.86 crore has been paid by the Company out of its internal accruals and remaining Rs 885 crore has been settled through funding support from NTPC Ltd by way of Loan. The balance of Rs 570.19 crore has been novated by the Lenders in favour of NTPC Ltd. As a part of the Resolution Plan, the entire equity shareholding of the Lenders being Rs 1,160.96 crore (35.47%) has also been transferred to NTPC Ltd. Thus, the stake of NTPC in the Company has risen from 25.51% to 60.98%. The Company has become a subsidiary of NTPC Ltd with effect from December 31, 2020. Further, Series V of 0.01% Cumulative Redeemable Preference Shares (CRPS) of Rs 739.02 crore which was due to be redeemed on March 31, 2021, after obtaining necessary approvals was redeemed on December, 31, 2020.	
	Whether funds received/receivable for specific schemes from Central/State agencies were properly accounted for/ utilized as per its term and conditions? List the cases of deviation.	As per information and explanation provided to us there is no fund received/receivable against any specific scheme.	NIL

For Doogar & Associates
Chartered Accountants
Firm Regn. No. 000561N

Mukesh Goyal
Partner
Membership No. 081810

UDIN: 21081810AAAADA3435
Date: 11th June'2021

"Annexure A" to the Independent Auditors' Report

Referred to in para 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2021:

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

b) There is regular program of physical verification of fixed Assets over a period of three years, which in our opinion is reasonable having regard to the size of the company and the nature of its assets. During the year no physical verification of fixed assets was done although Physical verification of fixed assets and miscellaneous bought out assets was undertaken during the previous financial year being carried out by external firm of chartered accountants.

c) As per information and explanation provided to us, the title deeds of immovable properties are held in the name of the company.

ii. The inventory of stores has been physically verified during current financial year by an external firm of Chartered Accountants and other items of inventory were physically verified by the management during current financial year and no material discrepancy was noticed on such verification.

iii. In respect of the unsecured loans, the company has not granted any loans secured, unsecured to companies covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').
iv. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making of investments, providing guarantees and securities.

v. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act,2013 and the rules framed there under. Thus paragraph 3(v) of the Order is not applicable to the company.

vi. As informed to us, the cost records has been specified by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 and such accounts and records have been so made and maintained. However, we are neither required to carry out nor have carried out any detailed examination of such accounts and records.

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, Goods and Services Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid statutory dues were in arrears as at

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

March 31, 2021 for a period of more than six months from the date they become payable as per books of accounts.

b) According to the information and explanation given to us, there are no statutory dues that have not been deposited on account of matters pending before appropriate authorities.

viii. The Company has been consistent in its debt servicing by paving the interest & principal within due dates as prescribed without by default, subsequent to Demerger. However, the account of the Company has been declared as NPA due to technical reasons i.e., incomplete implementation of scheme of restructuring within the allowed date 31st March 2018, in the books of three lenders namely, IDBI Bank Ltd, State Bank of India & Canara Bank. To overcome the above, during the year a Composite Resolution Plan was considered by the Lenders for the Company. (Refer note no. 51)

ix. Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term loans during the year. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company.

x. According to the information and explanations given to us and represented by the management and based on our examination of books and records of the Company, we have been informed that no case of fraud committed by the company or any fraud on the company by its officers or employees has been noticed or reported during the year.

xi. The company is a government company. Accordingly, paragraph 3(xi) of the order is not applicable.

xii. According to information and explanations given to us, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order is not applicable to the Company.

xiii. According to the information and explanations provided to us and based on our examination of the records of the company, transactions with related parties are in compliance with section 188 of Companies Act, 2013 where applicable and details of such transactions have been disclosed in IND AS financial statement as required by applicable Indian Accounting Standards. The company is a public company. However, as per the exemptions provided by the Companies Act, 2013 & the applicable Rules there under, provisions of section 177 of the Companies Act, 2013 are not applicable.

xiv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.

xv. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company.

DOOGAR & ASSOCIATES
Firm Regn No. 000561N
New Delhi
Chartered Accountants

xvi. In our opinion, 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 Doogar & Associates
Chartered Accountants
Firm Regn. No. 000561N

Mukesh Goyal
Partner
Membership No. 081810

UDIN: 21081810AAAADA3435
Date: 11th June'2021

"ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT"

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

We have audited the internal financial controls over financial reporting of RATNAGIRI GAS AND POWER PRIVATE LIMITED ("the Company") as of March 31, 2021 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India". 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") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. We believe that to the extent of 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

DOOGAR & ASSOCIATES Firm Regn. No. 000561N New Delhi Chartered Accountants

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. Company has its own internal mechanism to review the internal controls of the company. This review forplant and HQ has been conducted for the first half only i.e. April, 2020to September, 2020. It could not be conducted in the second half due to Covid 19 limitations. However, to the extent of our verification we found that internal financial control in second half year over financial reporting is adequate.

Our opinion is not modified in respect of aforesaid matter

For Doogar & Associates
Chartered Accountants
Firm Regn. No. 000561N

Mukesh Goyal
Partner
Membership No. 081810

UDIN: 21081810AAAADA3435
Date: 11th June'2021

Management replies to Statutory Auditor's Observation – F.Y.2020-21

Sl. No	Matter of Emphasis	Management Reply
a	PNGRB (Petroleum and Natural Gas Regulatory Board) has revised the price of gas supplied by GAIL to RGPPL w.e.f. 1-4-2018, without considering the concession provided in the clause 6 of the Minutes of the meeting chaired by the Principal Secretary to the Prime Minister on 4-2-2019 held on the revival of RGPPL. It is said that in no case the variation cost should be loaded to the cost on Railways. RGPPL has not released the increase in price of gas to GAIL amounting to Rs.43.82 crore as on 31-3-2021 but retained as payable pending review for any impact of variations later. (Refer note no. 21)	PNGRB vide tariff order dated 10.12.2018 has increased the transmission tariff w.e.f 01.04.2018. RGPPL is paying revised transmission tariff for Non-APM gas & has requested GAIL to revise the INR component of RLNG with increased rate as per RLNG GSA dated 29.03.2017. As per the said GSA, INR Component of RLNG includes Regasification Charges and Trunk line Transmission Charges. Any change in transmission tariff must be included in INR component & same shall be payable by RGPPL. Same methodology was also adopted for inclusion of GST in INR component from July 2017 onwards. RGPPL has repeatedly requested GAIL to recompute the INR component of RLNG in line with GSA with approved methodology on increased transmission tariff as per PNGRB order. However, GAIL is levying increased differential charge separately which is being protested by RGPPL. Pending settlement, the company has already recognised the related charges as expenses in full and kept the unpaid balance as retention payable to GAIL.
b	The common sharing services with KLL and CISF cost attributable to KLL recoverable as per new MOU as on 31-3-2021 is Rs.28.30 crore (P.Y. Rs.30.97 crore).The Management should undertake necessary steps to recover the said amount in full. (Refer note no. 15)	Necessary bills/ details are shared with KLL for reconciliation. Company has already requested KLL for early settlement of dues and signing of Common Sharing Service Agreement.
c	The company is showing Direct taxes refundable (Net of Provision) Rs. 31.70 crore, TDS receivables, TCS receivables of previous years with income tax authorities are not reconciled and certain adjustments/assessments/refunds/demands were not taken into	Adjustment are pending in the books due to requirement of Assessment Order/Effectuating Assessment Order to Appeals/Refund Order issued by CPC.

Management replies to Statutory Auditor's Observation – F.Y.2020-21

Sl. No	Matter of Emphasis	Management Reply
	account. This may result into certain adjustments in the direct tax refundable and provisions as on the date of the financial statement and its consequential impact on the financial statements (Refer note-9).	Assessment with department is pending from FY 2017-18.
d	The Company has been consistent in its debt servicing by paying the interest & principal within due dates as prescribed without default, subsequent to Demerger. However, the account of the Company has been declared as NPA due to technical reasons i.e., incomplete implementation of scheme of restructuring within the allowed date 31st March 2018, in the books of three lenders namely, IDBI Bank Ltd, State Bank of India & Canara Bank. To overcome the above, a Composite Resolution Plan was considered by the Lenders for the Company. Accordingly, One Time Settlement with Lenders was completed on December 31, 2020 (Refer note no. 51)	Statement of facts. Adequate disclosures containing all the facts are made in the Note No. 51 forming part of the financial statements.
e	South Western Railway, Central Railway, South Eastern Railway, West Central Railway, North Central Railway and Western Railway are releasing short payments against invoices of RGPPL without providing the reasons and details for the deduction made. The total short payments of all Railways outstanding for receipt as on 31st March, 2021 are Rs. 75.42 crore (P.Y. Rs.103.98 crore). The reconciliation with these Railways to ascertain the correctness of the deductions whether they are in accordance with the terms and conditions of the Power Purchase Agreement, is pending.	RGPPL has send the reconciliation statement to six (06) Zonal Railway and response has been received from West Central Railways and North Central Railways. Response from balance four (04) Zonal Railways is awaited. It is expected that the reconciliation shall be complete after normalisation of Railways' operations post COVID 19 pandemic situation.
f	Surcharge bill were raised on short payment by Railways as per the terms and conditions of the Power Purchase Agreement during the Financial Year 2020-21 and 2019- 20 , however the payment is not received.	Statement of facts.

Management replies to Statutory Auditor's Observation – F.Y.2020-21

Sl. No	Matter of Emphasis	Management Reply
g	Central Railway had deducted from the invoices excess transmission charges of Rs.16.87 crore pertaining to period from April, 2017 to August, 2018 on the basis of 255 Megawatt capacity allocation instead of 210 megawatts applicable to RGPPL. The company has filed the appeal with CERC in the month March'2020.	Company has filed an appeal with CERC on 23.03.2020 in this regard and first hearing has been done on 25.08.2020. Further response from CERC is awaited.
h	The company has postponed the revenue of recognition of fixed charges, capacity charges and other charges amounting to Rs122.57 Crore (P.Y. Rs.111.97 crore) ,surcharge amounting to Rs 175.91 Crore (PY 480.96 Crore) and recovery of other charges amounting to Rs 2.02 Crores for the year ended March, 2021 due to uncertainty in realization of dues from the beneficiaries even though the issue of declaration of capacity based on RLNG has been decided in favor of company by Central Electricity Regulatory Commission and Appellate Tribunal for electricity. Further the bills raised by the company during the year ended March 31, 2014 for capacity charges, ship or pay charges etc. on beneficiaries amounting to Rs. 323.77 crores were fully provided for in the same financial year in view of uncertainty relating to collectability of dues. (Refer Note no.46)	Statement of facts. Adequate disclosures containing all the facts are made in the Note No.46 forming part of the financial statements.
i	Under the PPA with Indian Railways, during the year ended March 31, 2021 Rs 68.76 crore have been provided as doubtful debt on account of shortfall of schedule by Railways, including associated surcharges pertaining to period 1.04.2017 to 31.03.2020 (including Force Majeure period from 23.03.2020 to 31/03/2020). Also considering the non-payment by Railways and uncertainty in realisation, revenue in the books for the current year has been recognized based on the actual schedule provided by the Railways in accordance to IND AS 115. (Refer Note 11 and 24)	Statement of facts. Adequate disclosure containing all the facts is made in the Note No.11 – Trade Receivable and Note No.24 – Revenue from Operations.
j	A sum of Rs.10.52 crore recoverable from M/s GPICL on account of TDS deposited on interest liability recognized in books before	Statement of facts.

Management replies to Statutory Auditor's Observation – F.Y.2020-21

Sl. No	Matter of Emphasis	Management Reply
	demerger after adjusting interest payable subsequent to demerger with effect from 1st January 2016 to 1st January 2018. Though the company is making continuous effort to recover this amount and GPICL has also confirmed that once their matter with Income-Tax authority is resolved the amount will be refunded to RGPPL. The management is confident of recovering the same.	
k	During the year the company files a claim of Rs15.86 crore being differential Re-gasification charges recoverable from GAIL (India) Ltd against fuel bills which was wrongly charged by GAIL (India) Ltd in previous years. The management is confident of recovering the same. (Refer Note-15)	As per the clause 1.2 (a) & (b) price side letter dated 29.03.2017, INR component was calculated based on Petronet LNG Limited (PLL) (LNG Regasification Terminal in Dahej, Gujarat) and it was agreed that for the month of January to April and October to December of each contract year RLNG will be supplied from RGPPL LNG Terminal (demerged to Konkan LNG Limited) and for balance period it will be from PLL. Further it was agreed that difference in regasification charges of PLL and RGPPL LNG Terminal will be payable by the RGPPL. GAIL has signed the new agreement with KLL with regasification rates at par with PLL w.e.f.01.04.2018. However, charged the differential regasification charges of Rs.15.86 crore from RGPPL over the period from 01.04.2018 to 31.03.2019. GAIL has stopped billing differential regasification charges with effect from 16.03.2019.