

TATIYA ANDHRA MEGA POWER LIMITED

(A Wholly Owned Subsidiary of Power Finance Corporation Limited)

9TH ANNUAL REPORT

(2017-18)

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CORPORATE INFORMATION

| | |
|------------------------------|--|
| <i>CIN</i> | <i>U40200DL2009GOI189476</i> |
| <i>Date of Incorporation</i> | <i>17th April, 2009</i> |
| <i>Share Capital</i> | <i>Authorized Capital - ₹5,00,000</i> <i>Paid Up Capital - ₹5,00,000</i> |
| <i>Registered Office</i> | <i>First Floor, Urjanidhi,1- Barakhamba Lane, Connaught Place, New Delhi- 110001.</i> |
| <i>Board of Directors</i> | <i>1.. Shri C.Gangopadhyay : Chairman</i> <i>2. Shri Alok Singhal : Director</i> <i>3. Shri Yogesh Juneja : Director</i> |
| <i>Statutory Auditor</i> | <i>M/s. A.K. Jain & Associates, Chartered Accountants</i> |

TATIYA ANDHRA MEGA POWER LIMITED

(A wholly owned subsidiary of Power Finance Corporation Limited)

Regd. Office: First Floor, Urjanidhi, 1-Barakhamba lane, Connaught Place, New Delhi – 110001

NOTICE

Notice is hereby given that the Ninth Annual General Meeting of Tatiya Andhra Mega Power Limited will be held **on Thursday, the 6th day of September, 2018 at 11:00 A.M.** at Urjanidhi, 1 Barakhamba Lane, Connaught Place, New Delhi - 110001, 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, 2018, along with the Auditor's Report and Directors' Report thereon.
2. To appoint a Director in place of Shri Alok Singhal (DIN 00795955), Director, who retires by rotation and being eligible, offers himself for re-appointment.
3. To authorize Board of Directors of the Company to fix remuneration of the Statutory Auditor(s) of the Company in terms of the provisions of section 142(1) of the Companies Act, 2013 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 the Board of Directors of the Company be and is hereby authorized to decide and fix the remuneration of the Statutory Auditor(s) of the Company appointed/to be appointed by Comptroller and Auditor General of India for the Financial Year 2018-19, as may be deemed fit by the Board."

SPECIAL BUSINESS

4. Appointment of Shri Yogesh Juneja as a Director of the Company

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

"RESOLVED THAT in accordance with the provisions of section 161(1) and other applicable provisions, if any, of the Companies Act, 2013, Shri Yogesh Juneja (DIN 02913155), who was appointed as an Additional Director w.e.f. 18th October, 2017 and who hold office upto the date of ensuing Annual General Meeting, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

**By order of the Board of Directors
For Tatiya Andhra Mega Power Limited**

**Sd/-
(Yogesh Juneja)
Director & Project-in Charge**

Date: 13.08.2018

Place: New Delhi

Notes:

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item No. 4 of the Notice is annexed hereto. The relevant details as required under Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, of the persons seeking appointment/re-appointment as Director under item No. 2 & 4 of the Notice are also annexed.
2. **A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend the meeting and vote instead of him/her and such proxy need not be a member of the Company.** Pursuant to the provisions of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total share capital of the Company. Further, a Member holding more than ten percent of the total share capital carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member. Proxy form duly completed must be deposited at the registered office of the Company, not less than forty eight hours before the commencement of the Annual General Meeting. Proxy so appointed shall not have any right to speak at the meeting.
3. The Statutory Registers and other records under the Companies Act, 2013 and rules made thereunder, will be available for inspection by Members at the venue of AGM.
4. Pursuant to Section 139(5) of Companies Act, 2013 the Auditors of a Government Company are to be appointed or re-appointed by the Comptroller and Auditor General of India (C&AG) within a period of 180 days from the commencement of the financial year and in terms of section 142(1) of the Companies Act, 2013, their remuneration has to be fixed by the Company in Annual General Meeting. The members may authorize the Board of Directors of the Company to fix an appropriate remuneration of auditors appointed by the Comptroller and Auditor General of India for the financial year 2018-19.

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013

Item No. 4

Power Finance Corporation Limited (PFC), the holding company, nominated Shri Yogesh Juneja, ED, PFCCL as Director of the Company in place of Shri Rizwanur Rahman, EVP, PFCCL. Accordingly, Shri Yogesh Juneja was inducted on the Board as additional Director w.e.f. 18th October, 2017.

Pursuant to the provision of section 161(1) and other applicable provisions of the Companies Act, 2013, Shri Yogesh Juneja will hold office till the date of ensuing Annual General Meeting. The Compliance with respect to the provisions of Section 160 of the Companies Act 2013 has been made for the appointment of Shri Yogesh Juneja as Director of the company

Your Directors recommend the resolution as contained in Item No. 4 of the Notice for approval of the members.

Shri Yogesh Juneja is interested in this resolution to the extent of his appointment as a Director of the Company. No other Director of the Company is in anyway concerned/interested in the proposed resolution.

**By order of the Board of Directors
For Tatiya Andhra Mega Power Limited**

**Sd/-
(Yogesh Juneja)
Director & Project-in Charge**

**Date: 13.08.2018
Place: New Delhi**

DETAILS OF DIRECTOR(S) SEEKING APPOINTMENT/ RE- APPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING OF TATIYA ANDHRA MEGA POWER LIMITED

| | | |
|--|--|--|
| Name of Director | Shri Alok Singhal | Shri Yogesh Juneja |
| Date of Birth | 02.10.1959 | 05.08.1960 |
| Date of Appointment | 21.09.2016 | 18.10.2017 |
| Relationship with Directors | None | None |
| Qualification | ICWAI | PGDM, IIM (Calcutta) |
| Experience | <p>Shri Alok Singhal has vast experience of around 35 years of working in government companies as BHEL, NHPC, THDC and Power Finance Corporation Limited.</p> <p>He is currently working as a Executive Director in Power Finance Corporation Limited.</p> | <p>Shri Yogesh Juneja has vast experience of 35 years of working in government companies as BHEL, Power Grid Corporation Limited and Power Finance Corporation Limited.</p> <p>He is currently working as a Executive Director in Power Finance Corporation Limited.</p> |
| Directorships in other companies | <ul style="list-style-type: none"> • Ghogarpalli Integrated Power Co. Limited • Sakhigopal Integrated Power Co. Limited | <ul style="list-style-type: none"> • Cheyyur Infra Limited • Coastal Tamil Nadu Power Limited • Bihar Infrapower Limited • Bihar Mega Power Limited • Odisha Infrapower Limited • Chhattisgarh Surguja Power Limited • Orissa Integrated Power Limited • Sakhigopal Integrated Power Co. Limited • Jharkhand Infrapower Limited |
| Chairman/Membership Committees across all public companies | None | None |
| Number of Shares held in the company as on 31st March 2018 | None | None |

* Nominee of Power Finance Corporation Limited

For detail regarding number of meetings of the board attended during the year in respect of abovementioned Directors, please refer to the Board's Report.

TATIYA ANDHRA MEGA POWER LIMITED
(A Wholly owned subsidiary of Power Finance Corporation Limited)

BOARD'S REPORT 2017-18

To

The Members,

Your Directors have pleasure in presenting the 9th Annual Report on the performance of the Company for the financial year ended on 31st March, 2018 along with Audited Financial Statements and Auditor's Report thereon.

OPERATIONAL ACTIVITIES

Your Company has been established on 17th April, 2009 as a Special Purpose Vehicle (SPV) by Power Finance Corporation Limited (PFC), to undertake developmental activities for the proposed 4000MW, 2nd UMPP in Nayunipalli village, district Prakasam, Andhra Pradesh.

Govt. of Andhra Pradesh (GoAP) in December, 2013 conveyed to Ministry of Power (MoP) that GoAP has decided not to proceed further with the project. Accordingly, MoP in January, 2014 requested PFC to take necessary action for closing the project.

The Board of Tatiya Andhra Mega Power Ltd. (TAMPL) in April, 2014 accorded approval for winding up / getting the name of TAMPL struck off from the records of Registrar of Companies, NCT of Delhi & Haryana subject to the approval of PFC and Govt. of India.

The Board of TAMPL in May, 2014 decided that the expenditure incurred for the company being shown as Capital Work In Progress is to be charged off against the commitment advance contributed by the utilities in proportion to their allocated share of power in the project and any surplus / deficit after adjustment is to be refunded / sought from the respective utilities.

The Board of PFC in August, 2014 approved the proposal of winding up of TAMPL in accordance with the provisions of Section 560 and other applicable provisions, if any, of the Companies Act, 1956 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and any other applicable laws subject to approval of MoP. MoP vide letter dated 21.6.2016 accorded approval for winding up of TAMPL.

The Host State of Andhra Pradesh had to remit its share of Commitment Advance amounting to Rs. 20 crores (based on 50% power allocated to Andhra Pradesh by MoP) and the remaining 19

States had to remit a cumulative amount of Commitment Advance of Rs. 20 crores. All the Procurers (except Andhra Pradesh) had remitted their share of Commitment Advance and were, accordingly, requested to give their consent for the adjustment mentioned above. Govt. of Arunachal Pradesh, Himachal Pradesh State Electricity Board, Uttar Pradesh Power Corporation Ltd., MP Power Management Company Ltd. and Meghalaya Energy Corporation Ltd. have given their consents to the above mentioned adjustment in the commitment advance.

As TAMPL had not received any commitment advance from Andhra Pradesh, the share of expenditure pertaining to GoAP amounting to Rs. 4,48,87,540/ could not be adjusted so far. The same is recoverable from GoAP.

Further, a meeting was held between Principal Secretary (Energy), Govt. of Andhra Pradesh (GoAP), Joint Managing Director (Finance, Comm, IPC, HRD & IT), Transmission Corporation of Andhra Pradesh Ltd. (APTRANSCO) and the officials of PFCCL on 31.10.2016 regarding closure of the UMPP. During the meeting, it was informed that the above payment would be released by APTRANSCO. Accordingly, APTRANSCO was requested vide letter dated 11.11.2016 to remit the above amount.

In this regard, Chief Engineer, IPC & PS, Andhra Pradesh Power Coordination Committee (APPCC) vide letter dated 2.1.017 informed that the ratio of power allocated between Andhra Pradesh and Telangana is 46.11% to 53.89% and mentioned that TAMPL has to finalize the share of Telangana State Discoms towards commitment advance as the said UMPP was conceived in United Andhra Pradesh. Further, APPCC has intimated that the share of Andhra Pradesh towards expenditure incurred in the project would be payable after receipt of confirmation from TAMPL on the share of Telangana. TAMPL was further requested to furnish the details regarding APDISCOM's share in the expenditure incurred towards commitment advance for the said UMPP.

A letter was written to Principal Secretary (Energy), GoAP on 2.2.2017 wherein it was conveyed that the sharing of power between the States of Andhra Pradesh and Telangana was decided on 8.5.2014 while the decision to close the subject UMPP was taken by GoAP on 3.12.2013; which was prior to the date of notification for sharing of power between the two States. Accordingly, GoAP was requested not to insist upon sharing of Commitment Advance and the expenditure incurred on the project between Andhra Pradesh and Telangana as the same pertains to earlier period.

GoAP is being pursued on a regular basis to remit its share of Andhra Pradesh towards expenditure incurred in the project amounting to Rs. 4,48,87,540/ (latest on 10.5.2017). However, same is yet to be remitted by GoAP.

FINANCIAL REVIEW

In view of the decision of MoP for closure of project, all the expenditures are allocated to procurers in proportion to their share of allocation of power.

DIVIDEND

No dividend is recommended for the Financial Year 2017-18.

SHARE CAPITAL

The paid-up share capital of the Company is ₹5,00,000/- (Five Lacs only) comprising of 50,000 equity shares of ₹10/- each. The entire paid up share capital of the Company is held by Power Finance Corporation Limited (PFC) and its nominees.

COMMITMENT ADVANCE

The commitment advance received till date is ₹20.00 Crore, out of the total commitment advance of ₹40.00 Crore, which is to be received from various power procurers. Commitment advance of ₹20.00 Crore has not been received from the Host State of Andhra Pradesh. Further, since now the Project stands abandoned, the expenditure incurred on the project be adjusted out of the Commitment advance received/to be received from the procurers in proportion to their allocated share of power in the project. Further, any surplus/Deficit after such adjustment may be refunded/called for from the respective utilities.

DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

There are no subsidiary/joint venture/associate companies within the meaning of Section 2 (6) and 2 (87) of the Companies Act, 2013.

DIRECTORS

Since the date of last Directors' Report, following change was made in the constitution of the Board of the Company:

- Pursuant to the office order issued by Power Finance Corporation Limited (PFC), Holding Company, Shri Yogesh Juneja was appointed as Additional director of the Company w.e.f. 18th October, 2017 in place of Shri Rizwanur Rahman.

Pursuant to the provisions of Section 161(1) of the Companies Act 2013, Shri Yogesh Juneja Hembram will hold office upto the date of ensuing Annual General Meeting. The Board recommends that Shri Yogesh Juneja may be appointed as a Director, liable to retire by rotation.

In accordance with the provisions of Section 152(6) of the Companies Act 2013, Shri Alok Singhal, Director shall retire by rotation at the ensuing Annual General Meeting of the Company and being eligible have offered himself for re-appointment.

Your Board places on record deep appreciation for the valuable contribution made by Shri Rizwanur Rahman during his tenure as Director of the Company

Consequent to the aforesaid change, presently the Board of Directors of the Company comprises of the following:

1. Shri C. Gangopadhyay : Chairman
2. Shri Alok Singhal : Director
3. Shri Yogesh Juneja : Director

MEETINGS OF BOARD OF DIRECTORS

Four (4) Board meetings were held during the financial year 2017-18. The details of Board meetings and the attendance of each Director in said meetings are given below:

| Sl. No. | Name& Designation of Directors | Date of Board Meetings & attendance of each Director | | | |
|---------|---------------------------------|--|------------|------------|------------|
| | | 23.05.2017 | 04.08.2017 | 18.10.2017 | 07.02.2018 |
| 1. | Shri C.Gangopadhyay, Chairman | Yes | Yes | Yes | Yes |
| 3. | Shri Rizwanur Rahman, Director* | Yes | Yes | No | - |
| 3. | Shri Alok Singhal, Director | Yes | Yes | Yes | Yes |
| 4. | Shri Yogesh Juneja Director** | - | - | No | Yes |

* Ceased to be Director w.e.f. 18.10.2017.

** Appointed as Director w.e.f. 18.10.2017.

AUDITOR'S REPORT

M/s. A.K. Jain & Associates, Chartered Accountants, were appointed as Statutory Auditors of the Company for the financial year 2017-2018 by the Comptroller & Auditor General of India. There is no adverse comment, observation or reservation in the Auditor's Report on the accounts of the Company.

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL (C&AG) OF INDIA

C&AG vide their letter dated 28th June, 2018 have decided not to conduct the supplementary audit of the financial statements of the Company for the year ended 31st March, 2018 and as such have no comments to make under Section 143(6)(b) of the Companies Act, 2013. A copy of the letter issued by C&AG in this regard is placed at **Annexure – I**.

DIRECTORS' RESPONSIBILITY STATEMENT

As required under Section 134(5) of the Companies Act, 2013, your Directors confirm that:

- In the preparation of the Annual Accounts for the financial year 2017-18, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of the affairs of the Company at the end of the financial year 2017-18 and of the profit and loss of the company for that year;
- The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- Pursuant to the directions of Ministry of Power, Govt. of India for closure of the Company, the Directors have not prepared the annual accounts on a going concern basis.
- 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.

STATEMENT ON COMPLIANCE OF APPLICABLE SECRETARIAL STANDARDS

During the year, Company has complied with the applicable provisions of the Secretarial Standards.

PUBLIC DEPOSITS

The Company has not accepted any public deposit during the year ended 31st March, 2018 as covered under the provisions of Section 76 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF REPORT

There are no material changes and commitments affecting financial position of the Company between the end of the financial year and date of Report.

PARTICULARS OF EMPLOYEES

The Company has no employees on its roll. Hence, the particulars of employees as prescribed under Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All contracts/arrangements/transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on arm's length basis. Information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in **Annexure-II** in Form AOC-2 and the same forms part of this report.

PARTICULARS OF LOANS, INVESTMENT AND GUARANTEE

Particulars of loans, guarantees and investment have been disclosed in the financial statement.

EXTRACT OF ANNUAL RETURN

Pursuant to the provisions under section 92 (3) of Companies Act 2013, extract of Annual Return is given in **Annexure – III** in the prescribed Form MGT-9, which forms part of this report.

RISK MANAGEMENT

The Company is a Special Purpose Vehicle (SPV), incorporated for specific project and to undertake only preliminary activities viz. to undertake land acquisition process, obtain statutory clearances and approvals and to undertake bidding process and transfer the SPV to the selected bidder.

Since, the Company is in the process of winding up, the expenditure incurred for the Company being shown as Capital Work In Progress has to be charged off against the commitment advance contributed by the utilities in proportion to their allocated share of power in the project and any surplus/deficit after adjustment has to be refunded/sought from the respective utilities.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING & OUTGO

As the Company's operations do not involve any manufacturing or processing activities, the particulars as per the provisions of Sec. 134(3)(m) read with Companies (Accounts) Rules, 2014, regarding conservation of energy and technology absorption, are not applicable. During the year under review, there is no foreign exchange earning and outgo.

ACKNOWLEDGEMENT

The Directors put on record their gratitude to the Central Government, various State Governments and their respective agencies for the assistance, co-operation and encouragement they extended to the Company. The Company, in particular, is thankful to the Comptroller & Auditor General of India, the Ministry of Power, Government of India, the Statutory Auditors, Bankers and Power Finance Corporation Limited for their unstinted co-operation.

For and on behalf of the Board of Directors

**Sd/-
(C. Gangopadhyay)
Chairman
DIN: 02271398**

Place: New Delhi

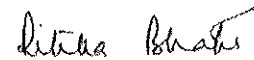
Date: 13.08.2018

COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF TATIYA ANDHRA MEGA POWER LIMITED FOR THE YEAR ENDED 31 MARCH 2018

The preparation of financial statements of Tatiya Andhra Mega Power Limited for the year ended 31 March 2018 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 17 May 2018.

I, on behalf of the Comptroller and Auditor General of India, have decided not to conduct the supplementary audit of the financial statements of Tatiya Andhra Mega Power Limited for the year ended 31 March 2018 under Section 143(6)(a) of the Act.

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



(Ritika Bhatia)

Principal Director of Commercial Audit &
Ex-officio Member, Audit Board – III,
New Delhi

Place: New Delhi
Dated: 28 June 2018

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 arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis: Tatiya Andhra Mega Power Limited (TAMPL) has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length during financial year 2017-18.

2. Details of material contracts or arrangement or transactions at arm's length basis:

(a) Name(s) of the related party and nature of relationship:

| | |
|-----------------------------------|-------------------------------------|
| Power Finance Corporation Limited | : Holding Company |
| PFC Consulting Limited | : Subsidiary of the Holding company |

(b) Nature of contracts/arrangements/transactions: Consultancy services & Fund Arrangement

(c) Duration of the contracts / arrangements/transactions: Ongoing

(d) Salient terms of the contracts or arrangements or transactions including the value, if any:

Cost of Employees working for developing ultra mega power projects are charged on cost to company basis/rate, as determined by the company in proportion to the man days (as assessed by the management) spent on the respective projects.

(e) Date(s) of approval by the Board, if any :-

(f) Amount paid as advances, if any: NIL

For and on behalf of the Board of Directors

Sd/-
(C. Gangopadhyay)
Chairman
DIN: 02271398

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on 31st March 2018
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

| | | | | | | | | | | | | | | | | | | | | | | | |
|--|--|--|-----------------------|-------------------------------------|------------------|--------------------------|-----------------------|--------------------------|----------------------------------|--------------------------|---------|--------------------------|----------------------|--------------------------|----------------------|-------------------------------------|----------------------|--------------------------|---------------------------------|-------------------------------------|--------------------------------------|--------------------------|--|
| i) | CIN: | U40200DL2009GOI189476 | | | | | | | | | | | | | | | | | | | | | |
| ii) | Registration Date [DDMMYY] | 17.04.2009 | | | | | | | | | | | | | | | | | | | | | |
| iii) | Name of the Company | Tatiya Andhra Mega Power Limited | | | | | | | | | | | | | | | | | | | | | |
| iv) | Category of the Company [Pl. tick] | 1. Public Company <input checked="" type="checkbox"/> 2. Private Company | | | | | | | | | | | | | | | | | | | | | |
| | Sub Category of the Company [Please tick whichever are applicable] | <table border="1"> <tr><td>1. Government Company</td><td><input checked="" type="checkbox"/></td></tr> <tr><td>2. Small Company</td><td><input type="checkbox"/></td></tr> <tr><td>3. One Person Company</td><td><input type="checkbox"/></td></tr> <tr><td>4. Subsidiary of Foreign Company</td><td><input type="checkbox"/></td></tr> <tr><td>5. NBFC</td><td><input type="checkbox"/></td></tr> <tr><td>6. Guarantee Company</td><td><input type="checkbox"/></td></tr> <tr><td>7. Limited by shares</td><td><input checked="" type="checkbox"/></td></tr> <tr><td>8. Unlimited Company</td><td><input type="checkbox"/></td></tr> <tr><td>9. Company having share capital</td><td><input checked="" type="checkbox"/></td></tr> <tr><td>10. Company not having share capital</td><td><input type="checkbox"/></td></tr> <tr><td>11. Company Registered under Section 8</td><td><input type="checkbox"/></td></tr> </table> | 1. Government Company | <input checked="" type="checkbox"/> | 2. Small Company | <input type="checkbox"/> | 3. One Person Company | <input type="checkbox"/> | 4. Subsidiary of Foreign Company | <input type="checkbox"/> | 5. NBFC | <input type="checkbox"/> | 6. Guarantee Company | <input type="checkbox"/> | 7. Limited by shares | <input checked="" type="checkbox"/> | 8. Unlimited Company | <input type="checkbox"/> | 9. Company having share capital | <input checked="" type="checkbox"/> | 10. Company not having share capital | <input type="checkbox"/> | 11. Company Registered under Section 8 |
| 1. Government Company | <input checked="" type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | | |
| 2. Small Company | <input type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | | |
| 3. One Person Company | <input type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | | |
| 4. Subsidiary of Foreign Company | <input type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | | |
| 5. NBFC | <input type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | | |
| 6. Guarantee Company | <input type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | | |
| 7. Limited by shares | <input checked="" type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | | |
| 8. Unlimited Company | <input type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | | |
| 9. Company having share capital | <input checked="" type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | | |
| 10. Company not having share capital | <input type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | | |
| 11. Company Registered under Section 8 | <input type="checkbox"/> | | | | | | | | | | | | | | | | | | | | | | |
| v) | Address of the Registered office and contract details | First Floor 'Urjanidhi' 1 Barakhamba Lane, Connaught Place New Delhi-110001, Ph-01123443906. | | | | | | | | | | | | | | | | | | | | | |
| vi) | Whether shares listed on recognized Stock Exchange(s) | No | | | | | | | | | | | | | | | | | | | | | |
| vii) | Name, Address and contact details of Registrar & Transfer Agents (RTA) if any :- N.A. | | | | | | | | | | | | | | | | | | | | | | |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

| Sl.No. | Name and Description of main products / services | NIC Code of the Product/service | % to total turnover of the company |
|--------|--|---------------------------------|------------------------------------|
| NIL | | | |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES [No. of Companies for which information is being filled]

| Sl. No. | NAME AND ADDRESS OF THE COMPANY | CIN/GLN | HOLDING/ SUBSIDIARY / ASSOCIATE | % of shares held | Applicable Section |
|---------|---|-----------------------|---------------------------------|------------------|--------------------|
| 1 | Power Finance Corporation Limited 'Urjanidhi' 1, Barakhamba Lane, Connaught Place, New Delhi -110001 | L65910DL1986GOI024862 | Holding Company | 100 | 2(46) |

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

| Category of Shareholders | No. of Shares held at the beginning of the year[As on 01-April-2017] | | | | No. of Shares held at the end of the year[As on 31-March-2018] | | | | % Change during the year |
|--|--|--------------|--------------|-------------------|--|--------------|--------------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual* | 0 | 600 | 600 | 1.2 | 0 | 600 | 600 | 1.2 | NIL |
| b) Central Govt | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) State Govt(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Bodies Corp. | 0 | 49400 | 49400 | 98.8 | 0 | 49400 | 49400 | 98.8 | NIL |
| e) Banks / FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Any other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub Total (A) (1) | 0 | 50000 | 50000 | 100 | 0 | 50000 | 50000 | 100 | 0.00 |
| (2) Foreign | | | | | | | | | |
| a)NRIs- Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b)Other-Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c)Bodies Corp. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Banks/FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| E) Any other | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-Total (A) (2) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0 |
| Total shareholding of Promoter (A)= (A)(1) + (A)(2) | 0 | 50000 | 50000 | 100 | 0 | 50000 | 50000 | 100 | 0.00 |
| B. Public Shareholding | | | | | | | | | |
| 1. Institutions | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| a) Mutual Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Banks / FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Central Govt | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) State Govt(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Insurance Companies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| g) FIIs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| h) Foreign Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total (B)(1):- | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |

| | | | | | | | | | |
|--|------------|--------------|--------------|-------------|------------|--------------|--------------|-------------|-------------|
| 2. Non-Institutions | | | | | | | | | |
| a) Bodies Corp. | | | | | | | | | |
| i) Indian | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| ii) Overseas | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Individuals | | | | | | | | | |
| i) Individual shareholders holding nominal share capital upto Rs. 1 lakh | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Others (specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total (B)(2):- | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| Total Public Shareholding (B)=(B)(1)+(B)(2) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| C. Shares held by Custodian for GDRs & ADRs | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| Grand Total (A+B+C) | NIL | 50000 | 50000 | 100 | NIL | 50000 | 50000 | 100 | 0.00 |

* Nominee of Power Finance Corporation Limited

(ii) Shareholding of Promoter-

| Sl. No. | Shareholder's Name | Shareholding at the beginning of the year | | | Share holding at the end of the year | | | % change in share holding 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 | Power Finance Corporation Limited | 49400 | 98.8% | NIL | 49400 | 98.8% | NIL | NIL |
| 2 | Shri P.K. Bhargava* | 100 | 0.2% | NIL | 0 | 0.0% | NIL | (0.2%) |
| 3 | Shri C. Gangopadhyay* | 100 | 0.2% | NIL | 100 | 0.2% | NIL | NIL |
| 4 | Smt Nalini Vanjani* | 100 | 0.2% | NIL | 100 | 0.2% | NIL | NIL |
| 5 | Shri D. Ravi* | 100 | 0.2% | NIL | 100 | 0.2% | NIL | NIL |
| 6 | Shri P.K.Singh* | 100 | 0.2% | NIL | 100 | 0.2% | NIL | NIL |
| 7 | Shri Dinesh Vij* | 100 | 0.2% | NIL | 100 | 0.2% | NIL | NIL |
| 8. | Shri S. Mulchandani* | 0 | 0.0% | NIL | 100 | 0.2% | NIL | 0.2% |

* NOMINEE OF POWER FINANCE CORPORATION LIMITED

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

| Particulars | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|---|----------------------------------|---|----------------------------------|
| | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| At the beginning of the year | NO CHANGE IN THE PROMOTERS' SHAREHOLDING | | | |
| Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | | | | |
| At the end of the year | | | | |
| | | | | |

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

| For Each of the Top 10 Shareholders | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---|---|----------------------------------|---|----------------------------------|
| | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| At the beginning of the year | NIL | | | |
| Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | | | | |
| At the end of the year | | | | |
| | | | | |

(v) Shareholding of Directors and Key Managerial Personnel:

| Sl. No. | Name | Shareholding | | As on Date | Increase/D decrease in Shareholding | Reason | Cumulative Shareholding during the year (01.04.2017 to 31.03.2018) | |
|---------|-------------------------------|--|------------------------------|------------|-------------------------------------|--------|--|------------------------------|
| | | No. of shares at the beginning / end of the year | % of Total shares of Company | | | | No. of Shares | % of Total shares of Company |
| 1 | Shri C.Gangopadhyay Chairman* | 100 | 0.2% | 01.04.2017 | NIL | - | 100 | 0.2% |
| | | 100 | 0.2% | 31.03.2018 | | | | |

* Nominee of Power Finance Corporation Limited

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

| | Secured Loans excluding deposits | Unsecured Loans (`) | Deposits | Total Indebtedness (`) |
|---|----------------------------------|-----------------------|----------|--------------------------|
| Indebtedness at the beginning of the financial year | | | | |

| | | | | |
|---|---|---------------------|---|---------------------|
| i) Principal Amount | - | 15,64,78,850 | - | 15,64,78,850 |
| ii) Interest due but not paid | - | - | - | - |
| iii) Interest accrued but not due | - | 5,71,77,870 | - | 5,71,77,870 |
| Total (i+ii+iii) | - | 21,36,56,720 | - | 21,36,56,720 |
| Change in Indebtedness during the financial year | | | | |
| * Addition | - | 52,14,378 | - | 52,14,378 |
| * Reduction | - | - | - | - |
| Net Change | - | 52,14,378 | - | 52,14,378 |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | - | | | |
| ii) Interest due but not paid | - | 15,62,73,248 | - | 15,62,73,248 |
| iii) Interest accrued but not due | - | 6,25,97,850 | | 6,25,97,850 |
| Total (i+ii+iii) | | 21,88,71,098 | | 21,88,71,098 |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

| Sl.No. | Particulars of Remuneration | Name of MD/WTD/ Manager | Total Amount |
|--------|---|--|--------------|
| 1 | Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (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 | NOT APPLICABLE AS THE COMPANY DOES NOT HAVE ANY MD/WTD/MANAGER. | |
| 2 | Stock Option | | |
| 3 | Sweat Equity | | |
| 4 | Commission - as % of profit - others, specify... | | |
| 5 | Others, please specify | | |
| | Total (A) | | |
| | Ceiling as per the Act | | |

B. Remuneration to other directors

| Sl. No. | Particulars of Remuneration | Name of Directors | Total Amount |
|---------|---|--|--------------|
| 1 | Independent Directors Fee for attending board committee meetings Commission | NOT APPLICABLE AS COMPANY DOES NOT HAVE ANY INDEPENDENT DIRECTOR | |

| | | | | | | | | | |
|---|--|-----|--|--|--|--|--|--|--|
| | Others, please specify | | | | | | | | |
| | Total (1) | | | | | | | | |
| 2 | Other Non-Executive Directors | | | | | | | | |
| | Fee for attending board committee meetings | NIL | | | | | | | |
| | Commission | | | | | | | | |
| | Others, please specify | | | | | | | | |
| | Total (2) | | | | | | | | |
| | Total (B)=(1+2) | | | | | | | | |
| | Total Managerial Remuneration | | | | | | | | |
| | Overall Ceiling as per the Act | | | | | | | | |

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

| Sl.No. | Particulars of Remuneration | Key Managerial Personnel | | | |
|--------|---|--|----|-----|-------|
| | | CEO | CS | CFO | Total |
| 1 | Gross salary | NOT APPLICABLE AS THE COMPANY DOES NOT HAVE ANY CEO/CS/CFO | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | | | | |
| | (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 | | | | |

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties, punishment or compounding of offences during the year ended March 31, 2018.

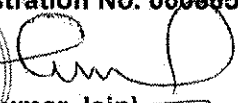
For and on behalf of the Board of Directors

Sd/-
(C. Gangopadhyay)
Chairman
DIN: 02271398

Compliance Certificate

We have conducted the audit of annual accounts of Tatiya Andhra Mega Power Limited for the year ended 31st March 2018 in accordance with the directions/sub-directions issued by the C&AG of India under Section 143(5) of the Companies Act, 2013 and certify that we have complied with all the Directions/Sub-directions issued to us.

For A.K Jain & Associates
Chartered Accountants
(Firm Registration No. 000865N)


(CA Arun Kumar Jain)
Partner
M. No. 080666
17/5/2018

Place: New Delhi
Date: 17th May, 2018

INDEPENDENT AUDITORS' REPORT

To

The Members of Tatiya Andhra Mega Power Limited

Report on the financial statements

We have audited the accompanying financial statements of **Tatiya Andhra Mega Power Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's responsibility for the financial statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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



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

We believe that the audit evidences we have obtained are sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;

- (a) In the case of Balance Sheet, of the state of affairs of the Company as at 31st March, 2018;
- (b) In the case of Statement of Profit and Loss, of no profit no loss for the year ended on that date; and
- (c) In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

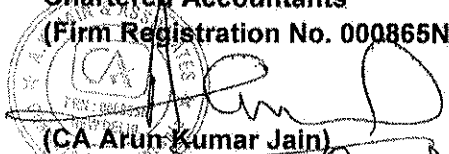
Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2017 ("the Order"), issued by the Government of India in terms of sub-section 11 of section 143 of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure-I", a statement on the matters specified in paragraphs 3 and 4 of the said Order.
2. We are enclosing our report in terms of Section 143 (5) of the Act, on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, in the "Annexure II" on the directions and sub-directions issued by Comptroller and Auditor General of India.
3. 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 purpose 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 and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e) Being a Government company, pursuant to notification no GSR 463(E) dated 05.06.2015 issued by Government of India, Provision of Sub-section (2) of Section 164 of the Companies Act, 2013, are not applicable to the company;
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure-III"; and
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. There were no legal cases pending against the company.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For A.K Jain & Associates
Chartered Accountants
(Firm Registration No. 000865N)


(CA Arun Kumar Jain)
Partner
M. No. 080666

Place: New Delhi
Date: 17th May, 2018

ANNEXURE-I TO THE INDEPENDENT AUDITOR'S REPORT OF TATIYA ANDHRA MEGA POWER LIMITED

The Annexure referred to in our report to the members of Tatiya Andhra Mega Power Limited ('the Company') for the year ended 31st March, 2018.

We report that:

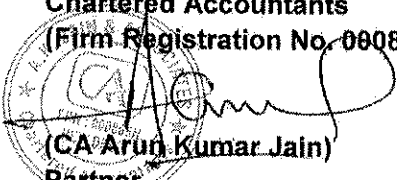
1. The company has no Fixed Assets. Hence, the provisions of clause (i) of paragraph 3 of the Order are not applicable.
2. The Company does not hold any inventory. Hence, clause (ii) of paragraph 3 of the Order is not applicable.
3. The company has not granted any loan, secured or unsecured, to companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013.
4. In our opinion and according to the information and explanations given to us, the company has not given any loan, guarantee and security to and on behalf of any of its Directors as stipulated under section 185 of the Act and the provisions of section 186 of the Act with respect to the loans made are not applicable to the Company.
5. Based on our scrutiny of the company's records and according to the information and explanations given to us, in our opinion, the Company has not accepted deposit from the public within the provisions of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under.
6. According to the information and explanations given to us, the maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, for any of the activities of the company.
7.
 - a). The company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues applicable to it with appropriate authorities. According to the information and explanations given to us, there are no undisputed statutory dues outstanding as at 31st March, 2018 for a period of more than six months from the date they became payable.
 - b). According to the information and explanations given to us, there are no material disputed statutory dues payable in respect of income tax, sales tax, duty of customs, duty of excise and value added tax which are outstanding as at 31st March, 2018.
8. According to the information and explanations given to us, the company has not taken any loan from any financial institution or bank or debenture holder, hence clause (viii) of paragraph 3 of the Order is not applicable.
9. The company has not raised any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year, hence clause (ix) of paragraph 3 of the Order is not applicable.



A.K Jain & Associates
Chartered Accountants

10. Based upon the audit procedures performed and information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year under audit.
11. In our opinion and according to the information and explanations given to us, the Company has not paid/provided for any managerial remuneration during the year as stipulated to section 197 read with Schedule V to the Act, hence clause (xi) of paragraph 3 of the Order is not applicable.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company, hence clause (xii) of paragraph 3 of the Order regarding default is not applicable.
13. According to the information and explanations given to us and based on our examination of the records of the Company, provisions of section 177 are not applicable and transactions with the related parties have been entered into by the company in its ordinary course of business on an arm's length basis and therefore the provisions of section 188 of the Act are not applicable to the company; however the details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14. According to the records of Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Therefore provisions of clause (xiv) of paragraph 3 of the Order are not applicable.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Therefore provisions of clause (xv) of paragraph 3 of the Order are not applicable.
16. In our opinion and according to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

For A.K Jain & Associates
Chartered Accountants
(Firm Registration No. 080865N)


(CA Arun Kumar Jain)
Partner

M. No. 080666

Place: New Delhi
Date: 17th May, 2018


ANNEXURE-II TO THE INDEPENDENT AUDITORS' REPORT OF Tatiya Andhra Mega Power Limited

The Annexure referred to in our report to the members of Tatiya Andhra Mega Power Limited ('the Company') for the year ended 31st March, 2018.

| S.No. | Questionnaire | Replies |
|-------|---|---|
| 1. | Whether the Company has clear title/lease deeds for freehold and leasehold land respectively? If not, please state the area of freehold and leasehold land for which title/lease deeds are not available. | The company does not have any freehold and leasehold land, hence not applicable. |
| 2. | Whether there are any cases of waiver/write off of debts/loans/interest etc. If yes, the reasons thereof and amount involved. | There are no such cases. |
| 3. | Whether proper records are maintained for inventories lying with third parties and assets received as gift/grant(s) from the Government or other authorities. | There is no inventory in the company and no assets received from Government or other authorities, hence not applicable. |

Based on the above facts, in our opinion and to the best of our information and according to the explanations given to us, no action is required to be taken thereon and there is no impact on the accounts and financial statements of the company.

For A.K Jain & Associates
Chartered Accountants
(Firm Registration No. 000865N)


(CA Arun Kumar Jain)
Partner
M. No. 080666

Place: New Delhi
Date: 17th May, 2018

ANNEXURE-III TO THE INDEPENDENT AUDITOR'S REPORT OF TATIYA ANDHRA MEGA POWER LIMITED

The Annexure referred to in our report to the members of Tatiya Andhra Mega Power Limited ('the Company') for the year ended 31st March, 2018.

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 Tatiya Andhra Mega Power Limited ("the Company") as of 31st March, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") 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 financial statements, whether due to fraud or error.



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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

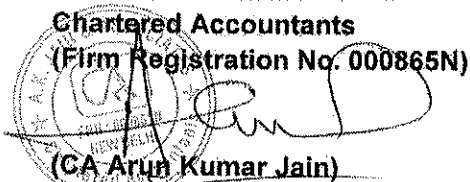
Opinion

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

For A.K Jain & Associates

Chartered Accountants

(Firm Registration No. 000865N)



(CA Arun Kumar Jain)

Partner

M. No. 080666

Place: New Delhi

Date: 17th May. 2018.

TATIYA ANDHRA MEGA POWER LIMITED
CIN:U40200DL2009GOI189476
BALANCE SHEET AS AT MARCH 31, 2018

(Amount in Rs)

| Particulars | Note | As at March 31, 2018 | As at March 31, 2017 |
|-------------------------------|------|----------------------|----------------------|
| EQUITY AND LIABILITIES | | | |
| Shareholders' funds | | | |
| Share capital | 3 | 5,00,000 | 5,00,000 |
| Reserves and surplus | 4 | (14,972) | (14,972) |
| | | 4,85,028 | 4,85,028 |
| Current liabilities | | | |
| Other current liabilities | 5 | 21,94,59,261 | 21,43,05,671 |
| | | 21,94,59,261 | 21,43,05,671 |
| TOTAL | | 21,99,44,289 | 21,47,90,699 |
| ASSETS | | | |
| Current assets | | | |
| Cash and cash equivalents | 6 | 25,891 | 14,710 |
| Short-term loans and advances | 7 | 10,68,04,353 | 10,76,65,740 |
| Other current assets | 8 | 11,31,14,045 | 10,71,10,249 |
| | | 21,99,44,289 | 21,47,90,699 |
| TOTAL | | 21,99,44,289 | 21,47,90,699 |

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For and on behalf of the Board of Directors

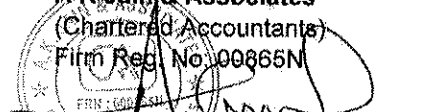

Yogesh Juneja
 Director
 DIN:02913155


Alok Singhal
 Director
 DIN:00795955


Chinmoy Gangopadhyay
 Chairman
 DIN:02271398

As per our report of even date
 For & on behalf of

A.K. Jain & Associates
 (Chartered Accountants)
 Firm Reg. No. 00866N



Arun Kumar Jain
 Partner
 (M No. 080666)
 Place : New Delhi
 Date : 17th May, 2018

TATIYA ANDHRA MEGA POWER LIMITED
CIN:U40200DL2009GOI189476
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

| | | (Amount In Rs) | |
|--|------|------------------------------|------------------------------|
| Particulars | Note | Year ended March 31, 2018 | Year ended March 31, 2017 |
| Revenue from operations | | - | - |
| Other income | | | |
| Interest receivable from Power Finance Corporation Limited | | 57,98,774 | 63,01,470 |
| Total Revenue | | 57,98,774 | 63,01,470 |
| Expenses | | | |
| Interest Payable to Procurers | | 57,98,774 | 63,01,470 |
| Total Expenses | | 57,98,774 | 63,01,470 |
| Profit before exceptional and extraordinary items and tax | | - | - |
| Exceptional items | | - | - |
| Profit before extraordinary items and tax | | - | - |
| Extraordinary items | | - | - |
| Profit before tax | | - | - |
| Tax expense: | | | |
| Current tax | | - | - |
| Deferred tax | | - | - |
| Profit for the year from continuing operations | | - | - |
| Profit from discontinuing operations | | - | - |
| Tax expense of discontinuing operations | | - | - |
| Profit from discontinuing operations (after tax) | | - | - |
| Profit for the year after tax | | - | - |
| Earnings per equity share(Par Value Rs.10/- each): | | | |
| (1) Basic | 20 | - | - |
| (2) Diluted | 20 | - | - |

Corporate Information 1
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Other Notes to the Financial Statements 8 to 24

For and on behalf of the Board of Directors

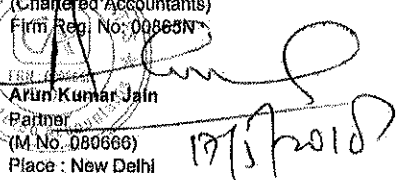

Yogesh Juneja
Director
DIN:02913155


Alok Singhal
Director
DIN:00795955


Chinmoy Gangopadhyay
Chairman
DIN:02271398

As per our report of even date

For & on behalf of
A. K. Jain & Associates
(Chartered Accountants)
Firm Reg. No: 00663N


Arun Kumar Jain
Partner
(M.No. 080666)

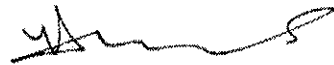
Place : New Delhi
Date : 17th May, 2018

TATIYA ANDHRA MEGA POWER LIMITED
CIN:U40200DL2009GOI189476
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2018


(Amount in Rs)

| Particulars | Year ended March 31, 2018 | Year ended March 31, 2017 |
|---|------------------------------|------------------------------|
| CASH FLOW FROM OPERATING ACTIVITIES | | |
| Profit before tax | - | - |
| Operating profit before working capital changes | - | - |
| Adjustment For Increase/Decrease in: | | |
| Other Current Assets | (60,03,796) | (64,55,113) |
| Short term loans and advances | 8,61,387 | 9,25,230 |
| Other Current Liabilities | 51,53,590 | 55,28,986 |
| Cash Inflow/Outflow from Operations before tax | 11,181 | (897) |
| Net cash flow from Operating Activities | 11,181 | (897) |
| CASH FLOW FROM INVESTING ACTIVITIES | | |
| Net cash used in investing activities | - | - |
| CASH FLOW FROM FINANCING ACTIVITIES | | |
| Net cash flow from financing activities | - | - |
| Net increase/(decrease) in cash and cash equivalents | 11,181 | (897) |
| Add: Cash and cash equivalents at beginning of the year | 14,710 | 15,607 |
| Cash and cash equivalents at end of the year | 25,891 | 14,710 |
| Balance with bank | 25,891 | 14,710 |

For and on behalf of the Board of Directors


Yogesh Juneja
 Director
 DIN:02913155


Alok Singhal
 Director
 DIN:00795955


Chinmoy Gangopadhyay
 Chairman
 DIN:02271398

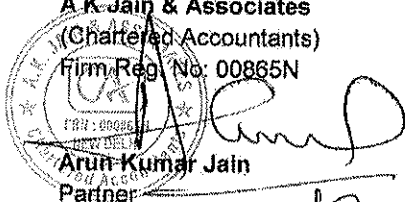
As per our report of even date

For & on behalf of

A K Jain & Associates

(Chartered Accountants)

Firm Reg. No: 00865N



Arun Kumar Jain

Partner

(M No. 080666)

Place : New Delhi

Date : 17th May, 2018

1 Corporate Information

The Company was incorporated on April 17, 2009 under the Companies Act, 1956 as a wholly owned subsidiary of Power Finance Corporation Ltd (PFC), a Govt. of India Undertaking. Certificate for Commencement of Business was issued on February 19, 2010. During the financial year 2009-10 PFCCL transferred the company (TAMPL) to PFC Limited as per decision of Ministry of Power and presently it is wholly owned subsidiary of PFC Limited. The Company is a special purpose vehicle incorporated to facilitate the acquisition of the land and complete the preliminary works viz the statutory clearances including that of environment, forest, etc. for the purpose of establishing ultra mega power project for 4000 MW in the state of Andhra Pradesh (Project). However, Ministry of Power vide its Letter No. 12/9/2008-UMPP dated January 2, 2014 informed its decision to close the project in view of the decision of the Government of Andhra Pradesh not to proceed further with the said project informed to the Ministry vide its letter No. 9072/PR.IV/2010-1 dated 03.12.2013 and requested PFC Limited to take necessary action in this regard. The Board of Directors of Power Finance Corporation Limited in its meeting held on 14.08.2014 has approved the proposal of winding up of TAMPL in accordance with the provision of section 560 and other applicable provisions, if any, of the Companies Act 1956 including any statutory notifications on reattachment thereof, for the time being in force and any other applicable laws subject to approval of Ministry of Power (MoP) and accordingly Ministry of Power has been requested for approving the same. MoP vide its OM dated 21st June, 2016 has conveyed its approval for the wound up of TAMPL. Accordingly TAMPL has taken up certain issues with GoAP. Once those issues are settled, TAMPL shall undergo the process of wound up."

2 Significant Accounting Policies

a. Basis of Preparation

The financial statements are prepared under historical cost convention on accrual basis in accordance with Generally Accepted Accounting (GAAP) and Accounting Standards specified under section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and other applicable provisions of the Companies Act, 2013.

b. Use of Estimate

The preparation of financial statements requires management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities), revenues and expenses of the reporting period. The difference between the actual results and estimates are recognized in the period in which the results are known and/or materialized.

c. Loans

Expenditure incurred by the company for the Project is financed by the Procurers and is grouped under Other current liabilities. Interest on unutilized portion of funds is payable to Procurers.

d. Loans and Advances

Surplus funds parked by the company with the Holding company (PFC Limited) is grouped under Short term loans and advances and interest is claimed on such funds from Holding company.

e. Borrowing Cost

Borrowing cost is charged to the statement of profit & loss except for interest on borrowings for capital assets is capitalized till the date of commercial use of the assets.

f. Preliminary Expenses

Preliminary expenses were written off in the year in which such expenses were incurred.

g. Contingent Liability

Contingent liabilities are not provided for and are disclosed by way of notes. A provision is recognized when the company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimate. Contingent liabilities are disclosed in the notes.



h. Cash Flow Statement

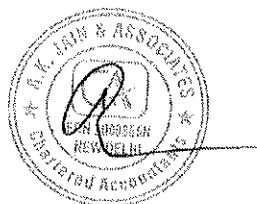
Cash flow Statement is prepared in accordance with the indirect method prescribed in Accounting Standard-3 on Cash Flow Statement.

i. Cash & Cash Equivalent

Cash comprises cash on hand, demand deposits with banks, imprest with postal authorities and cheques /drafts/pay orders in hand. The Company considers cash equivalents as all short term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

j. Taxes

Provision for taxation includes provision for Income Tax and Deferred Tax. Current Income tax is provided at the rates in force in accordance with the provisions of Income Tax Act 1961. Deferred tax is recognised, on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods using the tax rates and laws that are enacted and are substantively enacted as on the Balance Sheet date. Where there is unabsorbed depreciation or carried forward losses, deferred tax assets are recognised only if there is virtual certainty of realisation of such assets. Other deferred tax assets are recognised only to the extent there is reasonable certainty of realisation in future.



TATIYA ANDHRA MEGA POWER LIMITED
CIN:U40200DL2009GOI189476
Notes to the Financial Statements for the Year ended March 31, 2018

NOTE NO. 3 - SHARE CAPITAL

| Particulars | (Amount in | |
|--|----------------------|----------------------|
| | As at March 31, 2018 | As at March 31, 2017 |
| Authorised : | | |
| 50,000 Equity shares of Rs.10/- each (Previous year 50,000 Equity shares of Rs.10/- each) | 5,00,000 | 5,00,000 |
| Issued, subscribed and fully paid up: | | |
| 50,000 Equity shares of Rs.10/- each (Previous year 50,000 Equity shares of Rs.10/-) | 5,00,000 | 5,00,000 |
| Total issued, subscribed and fully paid up share capital | 5,00,000 | 5,00,000 |

a. Reconciliation of the shares outstanding as at the beginning and as at the end of the reporting year

Equity Shares

| Particulars | As at March 31, 2018 | | As at March 31, 2017 | |
|--|----------------------|-----------------|----------------------|-----------------|
| | No. of Shares | (Amount in Rs) | No. of Shares | (Amount in Rs) |
| Balance as at the beginning of the year | 50,000 | 5,00,000 | 50,000 | 5,00,000 |
| Add: Shares issued during the year | - | - | - | - |
| Balance as at the end of the year | 50,000 | 5,00,000 | 50,000 | 5,00,000 |

b. Terms/ rights attached to equity shares

The Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c. Shares held by holding company

Out of 50,000 equity shares issued by the company, shares held by its Holding Company are as below:

| Particulars | (Amount in Rs) | |
|--|----------------------|----------------------|
| | As at March 31, 2018 | As at March 31, 2017 |
| Power Finance Corporation Limited, the Holding Company * | 5,00,000 | 5,00,000 |
| 50,000 (Previous Year: 50,000) equity shares of Rs. 10 each fully paid | | |

d. Details of shares held by shareholders holding more than 5% of the aggregate shares in the company

| Particulars | As at March 31, 2018 | | As at March 31, 2017 | |
|--|----------------------|------------------------|----------------------|------------------------|
| | No. of Shares | % holding in the class | No. of Shares | % holding in the class |
| Equity Shares of Rs. 10 each fully paid | | | | |
| Power Finance Corporation Limited, the Holding Company * | 50,000 | 100% | 50,000 | 100% |
| | 50,000 | 100% | 50,000 | 100% |

* Equity shares are held by Power Finance Corporation Limited & through its nominees.



Notes to the Financial Statements for the Year ended March 31, 2018

NOTE NO. 4 - RESERVES AND SURPLUS

(Amount in Rs)

| Particulars | As at March 31, 2018 | As at March 31, 2017 |
|--|----------------------|----------------------|
| Surplus/ (Deficit) in Statement of Profit and Loss | | |
| Balance as at the beginning of the year | (14,972) | (14,972) |
| Profit for the year | - | - |
| Balance as at the end of the year | (14,972) | (14,972) |
| TOTAL | (14,972) | (14,972) |

NOTE NO. 5 - OTHER CURRENT LIABILITIES

(Amount in Rs)

| Particulars | As at March 31, 2018 | As at March 31, 2017 |
|--|----------------------|----------------------|
| Commitment advance (net) | 15,62,73,248 | 15,64,76,850 |
| Interest Accrued but not due on borrowings | 8,25,97,850 | 5,71,77,870 |
| Other payables | | |
| Expenses Payable | 47,250 | 45,938 |
| Statutory dues (Tax deducted at Source) | 5,40,013 | 6,03,013 |
| TOTAL | 21,94,58,261 | 21,43,05,671 |

NOTE NO. 6 - CASH AND CASH EQUIVALENTS

(Amount in Rs)

| Particulars | As at March 31, 2018 | As at March 31, 2017 |
|--------------------|----------------------|----------------------|
| Balance with bank | | |
| In Current Account | 25,891 | 14,710 |
| TOTAL | 25,891 | 14,710 |

NOTE NO. 7 - SHORT-TERM LOANS AND ADVANCES

(Amount in Rs)

| Particulars | As at March 31, 2018 | As at March 31, 2017 |
|--|----------------------|----------------------|
| Unsecured , considered good | | |
| Loans and advances to related parties (Power Finance Corporation Ltd., Holding Company) | 10,68,02,674 | 10,76,64,641 |
| Others | | |
| TDS receivable | 1,679 | 1,099 |
| TOTAL | 10,68,04,353 | 10,76,65,740 |

NOTE NO. 8 - OTHER CURRENT ASSETS

(Amount in Rs)

| Particulars | As at March 31, 2018 | As at March 31, 2017 |
|---|----------------------|----------------------|
| Recoverable From Govt. of Andhra Pradesh | 4,37,26,759 | 4,35,21,157 |
| Interest receivable from related party but not due (Power Finance Corporation Ltd., Holding Company) | 6,93,87,286 | 6,35,89,092 |
| TOTAL | 11,31,14,045 | 10,71,10,249 |



- 9 (a) The Board of Directors of Power Finance Corporation Limited in its meeting held on 14.08.2014 has approved the proposal of winding up of TAMPL in accordance with the provision of section 560 and other applicable provisions, if any, of the Companies Act 1956 including any statutory notifications on re-enactment thereof, for the time being in force and any other applicable laws subject to approval of Ministry of Power (MoP) and accordingly Ministry of Power has been requested for approving the same. MoP vide its OM dated 21st June, 2016 has conveyed its approval for the wound up of TAMPL. Accordingly TAMPL has taken up certain issues with GoAP. Once those issues are settled, TAMPL shall undergo the process of wound up."
- 9 (b) Since the project is to be closed as per directions of MoP and company to be wound up, the financial statements are not prepared on going concern basis. Accordingly, assets and liabilities are recorded on the basis that the entity will be able to realise its assets and discharge its liabilities in the normal course of business.
- 9 (c) Pursuant to decision of Ministry of Power, Government of India, the Company had to receive Commitment Advance of Rs 40,00,00,000/- from the Power Procuring Utilities (Procurers), as their contribution against allotment of specified quota of power to be made on completion of the project by way of a Power Purchase Agreement with respective Procurers and successful bidder. A sum of Rs 20,00,00,000/- has been received from procurers and Rs 20,00,00,000 is yet to be received from State of Andhra Pradesh. As per the decision of the Board of the Company, the expenditure incurred for the company was shown as Capital work in progress has been charged off against the commitment advance contributed to be contributed by the utilities in proportion to their allocated share of power in the project, and any surplus/deficit after adjustment is to be refunded/called for from the respective utilities. The surplus amount of commitment advance to be refunded has been shown in the Balance Sheet under Other current liabilities and the recoverable amount against commitment advance to be called for has been shown in the Balance Sheet under Other current assets.
- 10 Pursuant to the Financing Agreement with PFC Ltd, total commitment advance of Rs. 20,00,00,000/- received from procurers was parked with the Holding Company (PFC Ltd.) to pay out expenditures for the project on behalf of the company and to invest/ retain remaining unutilized portion of commitment advance as short-term loans and advances and interest due thereon is appearing under the head Other current assets in the Balance Sheet.
- 11 As per the decision of the Board of the Company, no liability of interest is being provided on utilized portion of commitment advance from the financial year 2013-14. However, the Company is paying interest to Procurers on unutilized portion of commitment advance at rates as per the policy of the holding company. Interest on unutilized portion of funds is receivable from PFC Ltd. and the same is payable to Procurers. Interest expenses on unutilized portion amounting to Rs 57,98,774 (Previous Year Rs 64,94,539) has been accounted in the books of account for the year.
- 12 Applying the principles laid down under Accounting Standard-22 on Taxes on Income, as prescribed under the Companies Act 2013, deferred tax asset has emerged on account of carried forward losses, however in absence of reasonable and virtual certainty of future taxable profits the same has not been recognized in the accounts.
- 13 The expenses are mainly allocated by PFCL/PFCCL to SPVs as per assessment of expenditure made by these companies. Original Supporting bills in respect of such expenditure incurred by the PFCL/PFCCL are in the name of PFCL/PFCCL and retained by them of which copies are available with the Company. PFCL/PFCCL is complying with all statutory provisions relating to the 'Deduction of tax at source and Service tax etc. as applicable to these expenses.
- 14 Expenditure incurred during the year are charged from power procurers and debited to their respective recoverable account as per details below:

| Particulars | (Amount in Rs) | |
|--------------------------------------|---------------------------|---------------------------|
| | Year ended March 31, 2018 | Year ended March 31, 2017 |
| Payment to the auditor | | |
| - As auditor | 51,625 | 50,313 |
| Filing, Legal & Professional Charges | 69,410 | 68,630 |
| Consultancy Charges | 49,885 | 33,516 |
| Interest Expenses | 1,72,082 | 1,53,202 |
| Other Administration Expenses | 78,192 | 12,746 |
| Total | 4,11,204 | 3,08,307 |

- 15 i) Estimated amount of contracts remaining to be executed on capital account and not provided for Rs. Nil (Previous Year Rs. Nil)
- ii) Contingent liabilities of the company and claims against the company not acknowledged by the company as certified by the management for the period is Rs. Nil. (Previous Year Rs. Nil)
- 16 Auditors' Remuneration (excluding GST/ Service Tax) (Amount in Rs)

| S. No. | Particulars | Year Ended March 31, 2018 | Year Ended March 31, 2017 |
|--------|-------------|---------------------------|---------------------------|
| 1 | Audit Fees | 43,760 | 43,750 |

- 17 The Key Management Personnel of the Company are employees of the Power Finance Corporation Ltd (PFCL)/Holding Company & PFC Consulting Ltd (A wholly owned subsidiary of PFC Ltd.) and deployed on Part Time basis.

The details of such Key Management Personnel during the year ended March 31, 2018 are as follows:

| S.No. | Name | Designation | Date of Appointment | Date of Cessation |
|-------|---------------------------|-------------|---------------------|-------------------|
| 1 | Shri Chinmoy Gangopadhyay | Chairman | 26.02.2015 | Continuing |
| 2 | Shri Alok Singhal | Director | 21.09.2016 | Continuing |
| 3 | Shri Rizwanur Rahman | Director | 18.04.2011 | 18.10.2017 |
| 4 | Shri Yogesh Juneja | Director | 18.10.2017 | Continuing |



- 18 Since there are no employees in the company, the obligation as per Accounting Standard-15 (Revised) do not arise.
- 19 In the opinion of the Board, on realization in the ordinary course of the company's business the Short-term loans and advances and Other current assets as stated in the balance sheet are expected to produce at least the amount at which they are stated.
- 20 **Earning Per Share**
In terms of Accounting Standard 20 on "Earnings per Share" prescribed under the Companies Act 2013, Earning per share (Basic & Diluted) is worked out as follows: -


| S. No. | Particulars | Year ended March 31, 2018 | Year ended March 31, 2017 |
|--------|--|------------------------------|------------------------------|
| 1 | Nominal Value of share Rs. | 10 | 10 |
| 2 | Net Profit after tax used as numerator Rs. | - | - |
| 3 | Weighted average number of Equity shares used as denominator | 50,000 | 50,000 |
| 4 | Earning per share Rs: | - | - |


- 21 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006 (Based on the available information with the company):

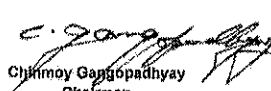
| S. No. | Particulars | For the year ended March 31, 2018 Amount (₹) | For the year ended March 31, 2017 Amount (₹) |
|--------|---|--|--|
| (i) | The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year | | |
| | - Principal amount due to micro and small enterprises | - | - |
| | - Interest due on above | - | - |
| (ii) | The amount of interest paid by the Company along with the amounts of the payment made to the supplier beyond the appointed day during the year | - | - |
| (iii) | The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act | - | - |
| (iv) | The amount of interest accrued and remaining unpaid at the end of the year | - | - |
| (v) | The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise | - | - |

- 22 Other Disclosures:
- (a) Expenditure in foreign currency - Rs. Nil (Previous Year Rs. Nil)
- (b) Income in foreign exchange - Rs. Nil (Previous Year Rs. Nil)
- 23 Figures have been rounded off to the nearest Rupee unless otherwise stated.
- 24 Corresponding figures for the previous year have been regrouped/rearranged wherever necessary to conform to Current year's classification.

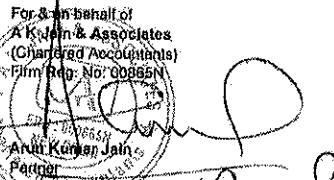
For and on behalf of the Board of Directors


Yogesh Juneja
Director
DIN:02013155


Alok Singhal
Director
DIN:00785656


Chhirmoy Gangopadhyay
Chairman
DIN:02271398

As per our report of even date

For & on behalf of
A K Jain & Associates
(Chartered Accountants)
Firm Reg. No: 00865N

Anil Kumar Jain
Partner
(M.No: 080666)
Place: New Delhi
Date: 17th May, 2018