



**15TH ANNUAL REPORT
FY 2020-21**

**BHUBANESHWAR POWER
PRIVATE LIMITED**



BOARD OF DIRECTORS



Mr. Avneesh Gupta
Chairman
Non-Independent,
Non-Executive Director



Mr. Sumitra Saha
Managing Director



Mr. VSN Murty
Non-Independent,
Non-Executive Director



Mr. Bibhu Dutta Nanda
Non-Independent,
Non-Executive Director

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CORPORATE INFORMATION



BOARD OF DIRECTORS

Mr. Avneesh Gupta
Chairman
Non- Executive Non-Independent

Mr. VSN Murty
Director
Non- Executive Non-Independent

Mr. Bibhu Dutta Nanda
Director
Non- Executive Non-Independent

Mr. Roopendra Narayan Roy
Independent Director
[Upto 14th May 2021]

Ms. Ramya Hariharan
Independent Director
[Upto 14th May 2021]

Mr. Sumitra Saha
Managing Director
[W.e.f 15th May 2020]

CHIEF FINANCIAL OFFICER

Mr. Amit Bhartia

COMPANY SECRETARY

Ms. Jyoti Srivastva
[Upto 31st January 2021]

Ms. Susovita Tripathy
[W.e.f. 1st February 2021]

FINANCIAL INSTITUTIONS/BANKERS

HDFC Bank Limited
The Kotak Mahindra Bank Limited
The Federal Bank Limited
Axis Bank Limited

REGISTERED OFFICE

Golden Edifice, 1st Floor, Opp:
Visweswarayya Statue, Khairatabad
Circle, Hyderabad – 500004, Telangana

CORPORATE OFFICE

IPICOL House (Main Building), 4th
Floor, Janpath, Bhubaneswar-751022,
Odisha

PLANT

Anantapur, PO – Dhurusia, Athagarh
District, Cuttack, Odisha

STATUTORY AUDITOR

Price Waterhouse & Co Chartered
Accountants LLP, Kolkata

SECRETARIAL AUDITOR

Aditi Jhunjhunwala, Practising
Company Secretary

INTERNAL AUDITORS

Tata Steel Corporate Audit Team

REGISTRAR AND SHARE TRANSFER AGENT

Karvy Computershare Private Limited



Notice of 15th Annual General Meeting





BHUBANESHWAR POWER PRIVATE LIMITED |

NOTICE

NOTICE is hereby given that the Fifteenth(15th) Annual General Meeting of the Members of Bhubaneswar Power Private Limited (CIN: U40109TG2006PTC050759) will be held on Tuesday, 20th day of July 2021 at 5:00 PM (IST) through video conferencing('VC')/Other Audiovisual Means('OAVM'), to transact the following business:

ORDINARY BUSINESS:

1. ITEM NO.1 – ADOPTION OF AUDITED FINANCIAL STATEMENTS:

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2021 together with the Reports of the Board of Directors and the Auditors thereon.

2. ITEM NO.2 – RE-APPOINTMENT OF A DIRECTOR:

To appoint a Director in place of Mr. Vuppala Satyanarayan Murty (DIN-00092348), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and Articles of Association, being eligible, seeks re-appointment.

By the Order of the Board of Directors
For **Bhubaneswar Power Private Limited**

Place: Bhubaneswar
Date: 28th June 2021

Susovita Tripathy

Susovita Tripathy
Company Secretary

Registered Office:

Golden Edifice, 1st Floor,
Opp: Visweswarayya Statue,
Khairatabad Circle,
Hyderabad – 500 004
Telangana



NOTES

1. In view of the global outbreak of the COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its General Circular No. 20/2020 dated May 5, 2020 in relation to 'Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM) read with General Circular No. 14/2020 dated April 8, 2020 and the General Circular No. 17/2020 dated April 13, 2020, General Circular No. 33/2020 dated September 28, 2020 and General Circular No. 39/2020 dated December 31, 2020 in relation to 'Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19' (collectively referred to as 'MCA Circulars') permitted the holding of the AGM through VC or OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circulars, the 15th AGM of the Company is being held through VC/OAVM on 20th day of July 2021 at 5 PM(IST). The deemed venue for the 15th AGM will be at the registered office of the Company i.e. 4th Floor, IPICOL House (Main Building), Janpath, Bhubaneswar-751022, Odisha.
2. Pursuant to provisions of the Act, a member is entitled to attend and vote at the Annual General Meeting (the "Meeting") and is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself. Since this AGM is being held pursuant to the MCA circulars through VC/OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of the MCA Circulars, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, route map and attendance slip are not annexed to this notice.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. In case of joint holders, the Member whose name appears as the first holder in the order of the names as per the Register of Members of the Company will be entitled to vote at the meeting.
6. In line with the MCA Circular dated May 5, 2020 and January 13, 2021, the Notice of the AGM along with the annual report & Annual Accounts 2020-21 will be sent only through electronic mode to those Members whose e-mail addresses are registered with the Company.
7. **Book Closure:** Pursuant to section 91 of Companies Act 2013, the register of members and the share transfer book of the Company will remain closed from Monday, 12th July 2021 till Tuesday, 20th July 2021.



BHUBANESHWAR POWER PRIVATE LIMITED |

8. Corporate members intending to appoint their authorized representatives to attend the AGM pursuant to Sections 112 and 113 of the Act, as the case maybe, to attend the AGM through VC or OAVM, are requested to send a certified copy of the Board Resolution to the Company Secretary by e-mail at susovita.tripathy@bhubaneshwarpower.com.
9. Members can post their questions in advance at the above-mentioned email, in relation to the items of business proposed to be placed at the Meeting. They can post their queries on the same email Id during the meeting as well.
10. Voting on each resolution will be done by show of hands by Members during the Meeting. If a poll is demanded under Section 109 of the Act, the designated email id of the Company viz. susovita.tripathy@bhubaneshwarpower.com will be used for voting purposes.
11. The Members who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at susovita.tripathy@bhubaneshwarpower.com. The same will be replied by the Company suitably during the AGM.
12. During the 15th AGM, Members may access the electronic copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Act by writing to the Company on insert email id
13. Members who wish to inspect the relevant documents referred to in the Notice can send an email to susovita.tripathy@bhubaneshwarpower.com up to the conclusion of this Meeting.
14. In case of any queries with respect to joining the meeting, the Members may write to the Company at susovita.tripathy@bhubaneshwarpower.com or call at +91 9778114453 (Ms. Susovita Tripathy for Support other than IT related issues) or +91 8599065280 Mr. Pramod Dey for IT support) before or during the meeting.
15. Members who would like to express their views or ask questions during the AGM may raise the same at the meeting or send them in advance (mentioning their name and folio no.), at least 3 days prior to the date of the AGM at (insert email id)
16. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.

By the Order of the Board of Directors
For **Bhubaneswar Power Private Limited**

Place: Bhubaneswar
Date: 28th June 2021

Susovita Tripathy

Susovita Tripathy
Company Secretary



Boards' Report for the Financial Year ended March 21, 2021



BOARD'S REPORT

To the Members,

The Directors present the 15th Annual Report of Bhubaneswar Power Private Limited along with audited Financial Statements for the year ended March 31, 2021. The details of the business and operations of your Company along with the summary of the Financial Statements for the year ended March 31, 2021, are given as under:

1. Financial summary and Highlights:

The financial performance of the Company for the year ended March 31, 2021 is summarized below:

(Rs. In Lakh)

PARTICULARS	YEAR ENDED 31.03.2021	YEAR ENDED 31.03.2020
I. REVENUE	48958.53	51005.90
II. EXPENDITURE		
Fuel Consumed	24677.86	28009.97
Electricity Duty	5129.63	4894.03
Employee Benefits Expense	578.78	433.68
Finance Costs	4004.9	4942.44
Depreciation and Amortization Expense	5064.83	5062.01
Other Expenses	5468.46	4907.32
TOTAL EXPENSES	44924.46	48249.45
III. PROFIT/(LOSS) BEFORE TAXATION	4034.07	2756.44
Current Tax	-	-
MAT Credit (Entitlement) / Reversal	-	362.44
Provision for Taxation – Deferred Tax	801.92	(3,827.88)
IV. PROFIT/(LOSS) AFTER TAXATION	3232.15	6221.88
V. OTHER COMPREHENSIVE INCOME	(0.28)	(2.09)
VI. TOTAL COMPREHENSIVE PROFIT	3231.87	6219.79

During the financial year 2020-21, the Company has generated profit before tax (PBT) of **4,034.07** Lakhs against the PBT of financial year 2019-20 of Rs. **2,756.44** Lakhs and Profit for the year after tax (PAT) of Rs. **3,231.15** Lakhs against the PAT of financial year 2019-20 of Rs. **6,221.88** Lakhs.

Business Operations & Performance:

The Company generates electricity through thermal power station for which it sources steam coal from Mahanadi Coal Fields (MCL), through open market and from other sources as well. During FY-21, we have sourced coal mostly from MCL as surplus coal was available. The Company had signed a Fuel Supply Agreement (FSA) with MCL for supply of steam coal which has expired on 14th February 2021.

Accordingly, the Company has signed an MoU with MCL to continue supply of existing FSA quantity from 15th Feb'21 till participation in coming linkage auction. However, pursuant to revised CIL policy (circular dated 26 & 27.02.2021), the FSA ceases to exist, and the Company will continue participating in the spot/exclusive auction of MCL for coal supply effective from March 31, 2021, in addition to participation in linkage auction, whenever that comes into force.

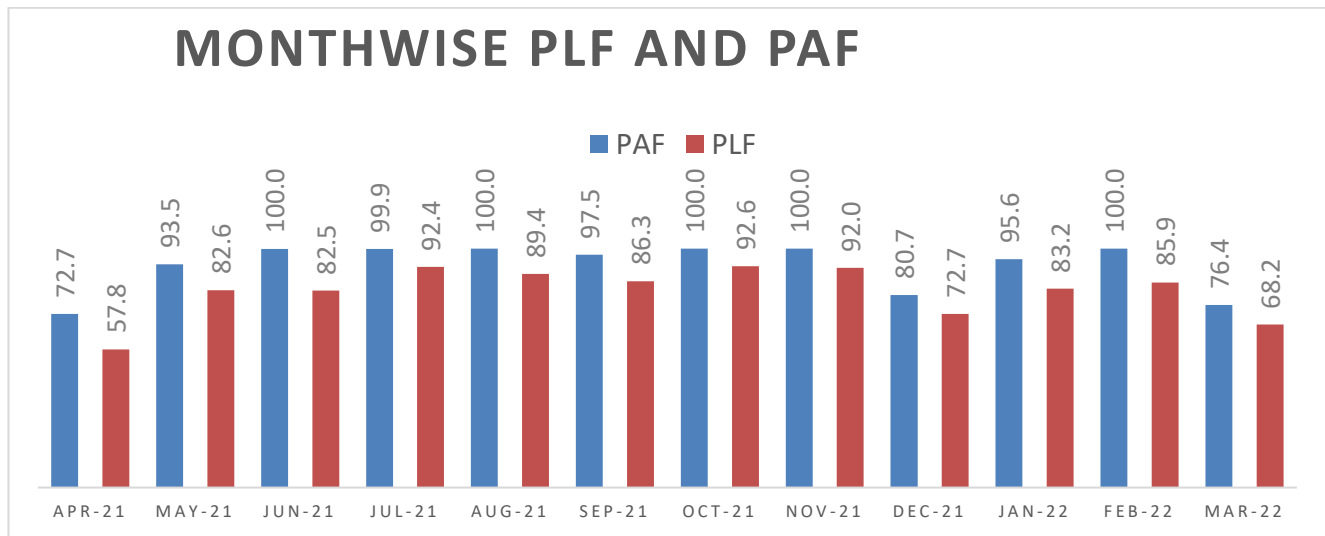
Plant Availability Factor (PAF) for the financial year 20-21 is 93.40% (FY 19-20: 94.0%) and a Plant Load Factor (PLF) for the financial year 20-21 is 82.1% (FY 19-20: 78.5%).

In the month of April-2020, the COVID-19 pandemic resulted in complete lockdown in the state causing the reduction in customer requirement. To curb the virus spread, the Govt had imposed 48 hours of complete curfew in Cuttack district which forced us to stop both Units even after resuming operation. The Plant was operating on a very low load due to less customer requirement. Further, the Company had followed the government guidelines for pandemic and operated its plant with minimum manpower till June-2020. Due to the restriction of man and material movement, the annual shutdown of Unit-1 was postponed to December-2020 which was earlier planned in the month of August 2020. During Q-1 FY'21, ash evacuation was a major concern as all brick plants, cement plants, NH construction and empty quarry filling were stopped. With ease in restrictions, the evacuation of Ash was restored in Q-2 FY'21.

The Company has undertaken and implemented various measures to improve plant reliability and functionality such as:

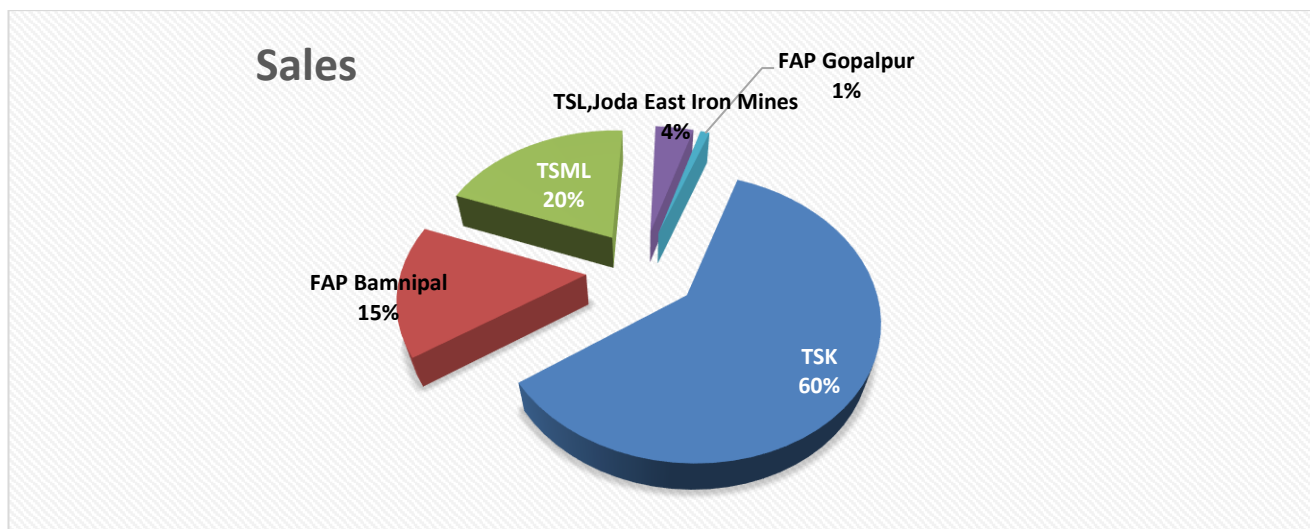
- a) Construction of Covered Coal shed with capacity around 20,000 MT to store dry coal which will mostly benefit during the Monsoon season.
- b) Installation of Coal Pulverizer with higher capacity which will increase the sampling rate for better monitoring of incoming coal quality.
- c) Development of Internal Concrete road upto 4 km which will help the man and material movement.
- d) Construction of Integrated First Aid center and Fire station inside the plant premises to facilitate emergency preparedness.

The graphical presentation of month-wise PLF and the PAF of the Company for the FY 2020-21 is given as under:



During the year under review, the Company has produced 971.4 million units of electricity by consuming 7.98 lakhs tons of coal and 860.7 million units of electricity had been sold.

The chart depicting the sale to customers during FY 2020-21 is presented below:



Safety: In BPPL, safety of workmen and plant operations is given the highest priority. The Company works towards achieving benchmarking parameters through continuous adherence to best safety practices followed across industries. The best safety practices adhered include adoption of advanced technology, creation of better workplace ergonomics, effective communication/ awareness, provision of advanced & superior quality personal protections etc.

Financial Year 20-21 has been a “Zero Reportable Incident Year” for the company. Cumulatively, the company has achieved 1.49 million LTI (Loss Time Injury) free man-hours as on 31.03.2021. The Company has also received several awards & accolades during FY 20-21 for displaying good HSE performance viz. 03 / 05 Star Rated SHE Award by Confederation of Indian Industry (CII) for the year 2019-20 and Kalinga Safety Excellence Award (Bronze) at Odisha State Safety Conclave 2020.

Environment: In order to address the environmental degradation, the Company is undertaking several measures to mitigate environmental risks. In order to bring efficiency in waste management, water and energy conservation, stack and fugitive emission, along with reduction in noise pollution, the Company has adopted modern technology in its Plant operation.

The Company has undertaken certain new initiatives during the Financial Year 2020-21 which are given as under:

- a) Installation of Multiline Digital Display Board for displaying the Env. monitored parameters.
- b) Effluent Quality monitoring station to monitor the waste water quality.

Ash utilization: Fly ash utilization since Commercial Operation Date (COD) in 1st year (FY 16-17) of Plant operation is 46.3% (Generation-290569 Tons & Utilization-134433 Tons), 56 % during 2nd year i.e. FY 17-18 (Generation-355707 Tons & Utilization-200508 Tons), 119% during 3rd year i.e. FY 18-19 (Generation-334040.5 Tons & Utilization 398676 Tons), 102% during 4th year i.e. FY 2019-20 (Generation 365934 Tons & Utilization 373219 Tons) and 139% in 5th year i.e. FY 20-21 (Generation 322477.5 Tons & 448580.1 Tons). The Company has signed a MoU with Cement Plants of M/s. JK Laxmi Cement Ltd. & M/s. Shree Cement Ltd. for more ash utilization and the uptake has already started. Further, the Company has obtained CTO from OSPCB for reclamation of abandoned laterite quarry with fly ash at Sauria over an area of Ac. 10.0.

Environmental Compliance: The Company is operating its Power Plant with valid Environmental Clearance (EC), Consent to Operate (CTO), Authorization for handling, storage and transportation of Hazardous waste etc. as per requirement of the concerned statutes under various Environmental Acts.

Greenbelt Development: Extensive Greenbelt has been developed and maintained in the designated greenbelt areas of the plant from the year of Plant inception. As such, we have planted 42,050 nos. plants which are being maintained by engaging horticultural professional for better survival rate (> 85%). Plantation activity is in progress to cover the balance areas., which will be developed progressively.

Railway Siding project:

The Company received approval from East Coast Railway to construct a Railway Siding. Initial stage of this project requires acquisition of land from private owners, Government and Railways.

The Company has also been granted the amendment to the Environment Clearance from the Ministry of Environment, Forest and Climate Change (MoEF & CC) on June 15, 2018, for increase in land requirement from Ac.80 to Ac.160 due to implementation of Private railway siding and developing an additional greenbelt as per the clause of National Board for Wildlife (NBWL) clearance.

Acquisition of Fresh Private Land under Land Acquisition and Government Land Lease from IDCO is under process at the Government level.

2. Dividend:

The Board of Directors of your Company has decided not to recommend any Dividend for the year under review

3. Change in the nature of business:

During the year under review, your Company continues to be in the business of Thermal Power generation and hence there is no change in the nature of business of the Company.

4. Transfer to Reserves:

In the Financial year 2020-21, the Company has not transferred any amount to Reserves A/c.

5. Status of Company's Affairs and Key Developments:

The Company has signed a revised Power Purchase Agreement (PPA) with Tata Steel Limited and Tata Steel Mining Limited (Formerly known T S Alloys Limited) with effect from 1st April 2018 for sale of full capacity of the plant. To minimize the unutilized capacity, BPPL has started supplying power to other units of Tata Steel Ltd like Ferro Alloys plant Bamnipal, Ferro Alloys plant Gopalpur and Joda East mines.

Also, the Company is focusing to reduce cost and thereby ensuring benefits to the customers in supply of electricity at competitive rates.

6. Capital & Debt Structure:

a) Details of Authorized share capital:

The authorized share capital of the Company is Rs. 257.00 Crore which includes 25,70,00,000 equity shares of Rs.10 each.

b) Details of Issued/subscribed/Paid Up Capital:

There is no change in the share capital of the Company and continues to be the subsidiary of Tata Steel Limited. During the financial year under review, the Company has not performed any issue or allotment of shares. As on March 31, 2021, the paid-up share capital of the Company is Rs. 253.25 Crore which includes 25,32,51,187 equity shares of Rs.10 each.

The shareholding details of the Company as on March 31, 2021 is presented below:

Name of the Shareholders	Holding (No. of shares)	% of holding
Tata Steel Limited	23,69,86,703	93.58
Tata Steel Mining Limited (Formerly known as T S Alloys Limited)	1,62,64,484	6.42
Total	25,32,51,187	100.00

7. Directors' responsibility statement as required under section 134(3)(c) of the Companies Act, 2013

Pursuant to the requirement under Section 134 (3) (c) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, the Directors confirm that:

- a. in the preparation of the Annual Accounts for the year ended 31st March 2021, the applicable Accounting Standards have been followed along with proper explanations in case of material departures;
- b. the selected accounting policies were applied consistently, and judgments and estimates have been made 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 on March 31, 2021 and of Profit and Loss Account 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 this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the annual accounts for the period ended March 31, 2021 have been prepared 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.

8. Management:

a. Composition of Board:

At the beginning of the financial year 2020-21, the Board of the Company comprises of the following Directors:

Name of the Director	Designation	Date of Appointment	Date of cessation	Remarks
At the beginning of the financial year 2020-21:				
Mr. Avneesh Gupta	Chairman Non independent, Non-executive	01 st February 2018	-	-
Mr. Sharad Kumar	Managing Director Executive	01 st February 2018	-	-
Mr. VSN Murty	Non independent, Non-executive	6 th August 2008	-	-
Mr. Bibhu Dutta Nanda	Non independent, Non-executive	01 st February 2018	-	-
Mr. Roopendra Narayan Roy	Independent Director	01 st February 2018	-	-
Ms. Ramya Hariharan	Independent Director	01 st February 2018		

Name of the Director	Designation	Date of Appointment	Date of cessation	Remarks
Changes during the financial year 2020-21:				
Mr. Sharad Kumar	Managing Director Executive	01 st February 2018	1 st May 2020	Resigned from the Board
Mr. Sumitra Saha	Managing Director Executive	15 th May 2020	-	Appointed Managing Director of the Company

During the financial year under review:

Mr. Sharad Kumar has resigned from the Board with effect from 1st May 2020. In his place, Mr. Sumitra Saha was appointed as Managing Director of the Company with effect from 15th May 2020 for a period of 3 years. The appointment of Mr. Sumitra Saha was approved by the shareholders in the 14th Annual General Meeting of the Company which was held on 28th July 2020.

At the end of the financial year, the Board comprises of following members:

Name of the Director	Designation
Mr. Avneesh Gupta	Chairman Non independent, Non-executive
Mr. Sumitra Saha	Managing Director Executive
Mr. VSN Murty	Non independent, Non-executive
Mr. Bibhu Dutta Nanda	Non independent, Non-executive
Mr. Roopendra Narayan Roy	Independent Director
Ms. Ramya Hariharan	Independent Director

Pursuant to section 152(6) of the Companies Act, 2013, Mr. Vuppala Satyanarayan Murty (DIN-00092348) director of the Company shall retire by rotation at the ensuing annual general meeting and being eligible, offers himself for re-appointment. His re-appointment has been recommended by the Board for the consideration of shareholders.

During the year under review, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, commission and reimbursement of expenses incurred by them for the purpose of attending meetings of the Board/Committee of the Company.

a) Key Managerial Personnel:

The details of the KMP as on April 1, 2020 is given as under:

Name of the person	Designation	Date of Appointment
Mr. Sharad Kumar	Managing Director	1 st Feb 2018
Ms. Jyoti Srivastva	Company Secretary	10 th August 2018

During the financial year under review, Mr. Sharad Kumar, Managing Director and Ms. Jyoti Srivastva, Company Secretary has resigned from the Board with effect from 1st May 2020 and 1st February 2021 respectively.

The Board of Directors placed on record their appreciation towards the contributions made by them during their tenure in the Company.

The Board of Directors has appointed Mr. Sumitra Saha as Managing Director, Mr. Amit Bhartia as Chief Financial Officer with effect from 15th May 2020 and Ms. Susovita Tripathy as Company Secretary of the Company effective from 1st February 2021.

Pursuant to section 203 of Companies Act 2013, the details of the Key Managerial Personnel as on March 31, 2021 were given as under:

Name of the person	Designation	Date of Appointment
Mr. Sumitra Saha	Managing Director	15 th May 2020
Mr. Amit Bhartia	Chief Financial Officer	15 th May 2020
Ms. Susovita Tripathy	Company Secretary	1 st February 2021

b) Board Meetings:

During the Financial Year 2020-21, five (5) meetings of Board of Directors were held. The intervening gap between the meetings was within the period prescribed under the Companies Act 2013 & applicable secretarial standards. The date of the meetings is given as under:

Number of Board meeting	Meeting Dates
66 th Board Meeting	15 th May 2020
67 th Board Meeting	20 th May 2020
68 th Board Meeting	28 th July 2020
69 th Board Meeting	12 th October 2020
70 th Board Meeting	15 th January 2021

In case of special and urgent business needs, the Board's approval is taken by passing resolutions by circulation, as permitted by law.

c) Composition of Statutory Committee(s):

The Board has constituted 3 (Three) statutory Committees as per the provisions of Companies Act 2013. Each Statutory Committee is constituted with an optimum combination of Independent and Non-Independent Directors with specific terms of reference to focus on pre-defined matters. The Company Secretary acts as Secretary to all Committees. The Chairman of each Committee places the recommendation(s) of their respective Committees before the Board.

Minutes of all Committee Meetings are placed before the Board for their review and noting. The details of the Committee(s) are given as under:

1. Audit Committee;
2. Nomination & Remuneration Committee;
3. Corporate Social Responsibility Committee;

(i) Audit Committee:

The Audit Committee was initially constituted as per the Agreement entered between Power Finance Corporation Limited, Rural Electrification Corporation Limited, the Company, and the Promoters of the Company. Post-acquisition by Tata Steel Limited, the Company has become a deemed public company w.e.f. 01st February 2018 and the Audit Committee of the Board is constituted in compliance with the provisions of Section 177 of the Act.

The Audit Committee monitors and supervises the Management's financial reporting process, to ensure accurate and timely disclosures with highest levels of transparency, integrity and quality of financial reporting. Committee members are financially literate and have significant exposure in areas of finance, taxation and audit. The Committee also seeks appropriate clarification(s) from Statutory Auditors and the Management to help the Committee's decision-making process, as and when required. The Internal Auditor reports to the Audit Committee.

The committee functions as per the scope and terms of reference laid down by the Board of directors and Companies Act 2013. As on March 31, 2021, the Audit Committee comprises of following members:

Name of the Member(s)	Nature of Appointment
Mr. VSN Murty	Chairman Non-independent and non-executive
Mr. Roopendra Narayan Roy	Member Independent Director
Ms. Ramya Hariharan	Member Independent Director
The Managing Director of the Company is the permanent invitee of the Audit Committee.	

During the Financial Year 2020-21, four meetings of Audit committee were held. The intervening gap between the meetings was within the period prescribed under the Companies Act 2013 & applicable secretarial standards. The date of the meetings is given as under:

Number of meeting(s)	Meeting Dates
30 th Audit Committee Meeting	20-May-2020
31 st Audit Committee Meeting	27-Jul-2020

Number of meeting(s)	Meeting Dates
32 nd Audit Committee Meeting	12-Oct-2020
33 rd Audit Committee Meeting	15-Jan-2021

In case of special and urgent business needs, the Audit Committee's approval is taken by passing resolutions by circulation, as permitted by law.

The Board has accepted all recommendations made by the Audit Committee.

(ii) Nomination and Remuneration Committee:

The Nomination and Remuneration Committee was constituted in accordance with the requirements of the Companies Act, 2013 since the Company has become a deemed public company w.e.f. 01st February 2018. The Committee functions as per the defined terms of reference and the provisions of the Companies Act 2013.

As on March 31, 2021, the Nomination & Remuneration Committee comprises of following members:

Name of the Member(s)	Nature of Appointment
Mr. Roopendra Narayan Roy	Chairman Independent Director
Mr. Avneesh Gupta	Member Non-independent and non-executive
Ms. Ramya Hariharan	Member Independent Director

During the financial year under review, the Committee has met two (2) times. The date of the meetings is given as under:

Number of meeting(s)	Meeting Dates
6 th NR Committee Meeting	15-May-2020
7 th NR Committee Meeting	15-Jan-2021

In case of special and urgent business needs, the Nomination and remuneration Committee's approval is taken by passing resolutions by circulation, as permitted by law.

(iii) Corporate Social Responsibility Committee:

The provisions of CSR as per section 135 of Companies Act 2013, are applicable to the Company in the FY 2020-21. The Company already had a "CSR & Operational Review" Committee to oversee the CSR activities undertaken by the Company. During the financial year under review, the "CSR & Operational Review" Committee has been re-named as "CSR Committee" by the Board of Directors in their meeting held on 12th October 2020. The purpose of our Corporate Social Responsibility (CSR) Committee is to

formulate and recommend to the Board, a Corporate Social Responsibility Policy, which shall indicate the initiatives to be undertaken by the Company, recommend the amount of expenditure the Company should incur on Corporate Social Responsibility ('CSR') activities and to monitor from time to time the CSR activities and Policy of the Company.

The CSR policy of the Company is available on the website <https://bhubaneshwarpower.com/>.

As on March 31, 2021, the Committee comprises of following members:

Name of the Member(s)	Nature of Appointment
Mr. Avneesh Gupta	Chairman Non-independent and non-executive
Mr. Sumitra Saha	Member Executive
Mr. B D Nanda	Member Non-independent and non-executive
Ms. Ramya Hariharan	Member Independent Director

The Committee has met once during the financial year 2020-21, which is on 12th October 2021.

d) **Director's Attendance Records for the Board & Committee Meeting(s):**

The attendance details of the Directors for the Board & Committee Meeting(s) in FY 2020-21 is given as under:

Name of the Meeting	Board Meeting	Audit Committee	Nomination and Remuneration Committee	Corporate Social Responsibility Committee
No. of meetings held	5	4	2	1
Date of meetings	- 15-May-2020 - 20-May-2020 - 28-Jul-2020 - 12-Oct-2020 - 15-Jan-2021	- 20-May 2020 - 27-Jul-2020 - 12-Oct-2020 - 15-Jan-2021	- 15-May-2020 - 15-Jan-2021	12-Oct-2020
No. of Meetings Attended				
Avneesh Gupta	5	-	3	1
Sumitra Saha	5	-	-	1
V S N Murty	5	4	-	-
B D Nanda	5	-	-	1
Roopendra Narayan Roy	5	4	3	-
Ramya Hariharan	3	3	2	0

e) **Declaration by Independent directors:**

The Company has received necessary declarations from the Independent Directors pursuant to the provisions of Section 149(7) of the Companies Act 2013 stating that he/she meets the criteria of independence as provided in Section 149(6) of the Act along with Rules. There has been no change in the circumstances affecting their status as independent directors of the Company.

The Independent Director has also complied with the code of Independent Directors as prescribed in Schedule IV of the Act.

In the opinion of the Board, there has been no change in the circumstances which may affect their status as independent directors of the Company and the Board is satisfied of the integrity, expertise, and experience (including proficiency in terms of Section 150(1) of the Act and applicable rules thereunder) of all Independent Directors on the Board. In terms of Section 150 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Independent Directors of the Company have undertaken requisite steps towards the inclusion of their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs.

f) **Board Evaluation:**

The Board has evaluated the effectiveness of its functioning, that of the Committees and of individual The Board through Nomination & Remuneration Committee has sought feedback of Directors on various parameters such as: Degree of fulfillment of key responsibilities towards stakeholders (by way of monitoring corporate governance practices, participation in the long-term strategic planning, etc.

- a) The structure, composition and role clarity of the Board and Committees;
- b) Extent of co-ordination and cohesiveness between the Board and its Committees;
- c) Effectiveness of the deliberations and process management; Board/Committee culture and dynamics; and
- d) Quality of relationship between Board Members and the Management.

Annual Performance Evaluation questionnaires were circulated to the Directors for participating in the performance evaluation process, which contained a structured questionnaire for seeking feedback on certain predefined attributes applicable to them, including some specific ones for the Independent Directors. As per Para VII (1) of Schedule IV to the Companies Act 2013, the Independent Directors (IDs) has once met separately in the last week of March'21 to discuss on the performance of Non-Independent Directors, the Board as a whole, and the Chairman of the Company was evaluated, taking into account the views of Executive Directors and Non-Executive Directors.

In the Board meeting that followed the meeting of the independent directors and the meeting of Nomination and Remuneration Committee, the performance of the Board, its committees, and individual directors was discussed.

The evaluation process helped in attaining effectiveness for conducting Board and Committee meetings, endorsed confidence of the Board in the ethical standards and policy of the Company. Further, the evaluation process also encouraged constructive relationship between the Board and the Management.

g) Company's policy on Director's appointment and remuneration:

The Board of Directors of the Company have, on the recommendation of the Nomination and Remuneration Committee, approved a Nomination and Remuneration Policy of the Company which, inter alia, covers Policy on appointment and removal of Directors, Key Managerial Personnel (KMP) and Senior Management Personnel (SMP); remuneration for Directors, KMP and other employees and the process and criteria for annual performance evaluation of the Board, its Committees and Directors.

Payment of remuneration to the Executive/Whole-time Directors of the Company is governed by the terms and conditions of their appointment as recommended by the Nomination and Remuneration Committee and approved by the Board subject to the approval of the Shareholders.

Non-Executive/Independent Directors of the Company receive remuneration by way of fees for attending meetings of the Board or Committee thereof as approved by the Board from time to time within the prescribed limits under the Companies Act, 2013. Non-Executive Directors may also be paid commission as approved by the shareholders subject to a limit of 1% of the net profits of the Company computed under the applicable provisions of the Companies Act, 2013.

The Policy is available on the website of the Company www.bhubaneswarpower.com

- Policy on appointment and remuneration of Directors, Senior Management and Key Managerial Personnel.

Pursuant to section 178(3) of Companies Act 2013, the Board has adopted the following policies in the financial year 2018-19:

- a) Policy on appointment and removal of directors which include Board membership criteria, Board Diversity policy and criteria for determining independent directors.
- b) Policy on remuneration for directors, key management personnel and other employees.

The aforesaid policies are attached as **Annexure-1**.

h) Internal Financial Controls:

The Company has an established internal control system which commensurate with the size, scale and complexity of its operations. The internal control system has been designed to ensure orderly and efficient conduct of its business including adherence to the Company's policy by safeguarding of assets, the prevention and detection of frauds and errors, ensuring the accuracy and completeness of the accounting records and timely preparation of reliable financial information. In compliance with section 143(3) clause (i) of the Act, the Statutory Auditors have issued a report on the internal financial controls over financial reporting which forms part of

Statutory Auditors' report. The Company has appointed the Tata Steel Limited Corporate Audit Team as the Internal Auditors of the Company for the financial year 2020-21.

The Internal Auditor conducts regular audits in various functional areas as per an audit plan approved by the Audit Committee. Audit planning and executions are oriented towards assessing the state of internal controls, making them stronger and addressing the risks in various functional areas. The internal auditor reports to the Audit Committee its findings, observations and rating of internal controls status for each area reviewed. Audit Committee meets periodically to review audit issues and ensures follow up on implementation of corrective actions.

In order to have adequate controls, the Audit Committee of the Company regularly oversees the audit plans and significant issues raised by the Internal & Statutory auditors on Company's business operations, future plans and project.

9. Auditors:

a) Statutory Auditors:

M/s. Price Waterhouse & Co Chartered Accountants (PwC) LLP, bearing Firm Registration No. 304026E/E-300009 were appointed as the Statutory Auditors commencing from the conclusion of 11th Annual General Meeting until the conclusion of 16th Annual General Meeting.

M/s. Price Waterhouse & Co Chartered Accountants LLP has audited the book of accounts of the Company for the Financial Year ended March 31, 2021 and has issued the Auditors' Report thereon. The report of the Statutory Auditors forms part of the Annual Report. The said report does not contain any qualification, reservation, adverse remarks or disclaimer.

In terms of the provisions relating to statutory auditors forming part of the Companies Amendment Act, 2017, notified on 07th May 2018, ratification of appointment of Statutory Auditors at every AGM is no more a legal requirement. Accordingly, the Notice convening the ensuing AGM does not carry any resolution on ratification of appointment of Statutory Auditors.

b) Cost Auditors:

Pursuant to section 148 of Companies Act 2013, the appointment of cost auditors was not applicable to the Company during the financial year under review.

c) Secretarial Auditors:

The provisions of section 204 of the Companies Act, 2013 became applicable to the Company since it has become a deemed public company from 01st February 2018 and the paid-up share capital of the Company is more than Rs. 50 crores. As per the provisions of section 204 of the Companies Act, 2013, the Company is required to annex with its Board's report, a Secretarial Audit Report given by a Company Secretary in practice, in the prescribed form.

Accordingly, The Board has appointed Ms. Aditi Jhunjunwala, Practicing Company Secretary(CP: 20346), as Secretarial Auditor to conduct Secretarial Audit of the Company for the Financial Year 2020-21. The Secretarial Auditors have conducted the secretarial audit of the Company for the

financial year ending March 31, 2021 and have submitted their report in the form no MR-3 which is attached to this Board's report as **Annexure-2**.

10. Explanations or comments by the board on every qualification, reservation or adverse remark or disclaimer made.

There was no qualification, reservation or adverse remark contained in the reports of Statutory Auditors and the Secretarial Auditor for the financial year under review.

Therefore, no explanation(s) or comment(s) were offered by the Board.

11. Details of Deposits:

During the financial year under review, the Company has neither accepted any deposit nor has defaulted in repayment of deposit or payment of interest thereon as under chapter V of the Act.

Therefore, as on March 31, 2021, no deposit remained unpaid or unclaimed.

12. Particulars of loans, guarantees or investments under section 186 of the Companies Act, 2013

During the year under review, no such transactions relating to loans, guarantees or investments falling under Section 186 of the Companies Act, 2013 were entered by the Company.

13. Details of contracts as per section 188 of the Companies Act, 2013

All related party transactions entered during the year were in ordinary course of business and on arm's length basis and the same have been disclosed under Note 34 of the Notes to the Financial Statements. No material related party transactions arising from contracts/arrangements with related parties referred to the Section 188(1) of the Companies Act, 2013 were entered during the year by the Company. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 is given in Form AOC-2 which is attached as **Annexure-3**.

14. Disclosure of Policies, guidelines and Control mechanism

a) Risk Management Policy:

Many factors such as geo-political environment, stringent regulatory and environment requirements have substantial impact on the operations of the Company. The Company is also exposed to inherent uncertainties owing to the sectors in which it operates. Therefore, the Board of Directors has adopted a Risk Management Policy with the objective of identifying and documenting the various possible risks associated with the business, their possible "Trigger Points" and probability of their happening, assessment of the likely implications / impact of each of these risks and mitigation strategy for each risk, which has been implemented in the organization.

The Company has mapped key risk areas which may affect business and operational objectives of your Company. These risks are periodically revisited against their respective mitigation plans. The Company has a separate Risk Management Committee chaired by the Managing Director and has

Department Heads as the Members of the Committee. The Committee meets at periodic intervals and monitors, evaluates and strengthens the effectiveness of risk management framework of the Company.

The status of critical risks and measures to be taken for mitigations are reviewed on a periodical basis. The Company also has a system of assessing risks for critical business transaction before finalization of the same. During the financial year under review, the Company has not identified any elements of risk which may threaten the existence of the Company.

b) Policy on Corporate Social Responsibility:

The Company has prepared and implemented a policy on Corporate Social Responsibility (CSR) as per section 135 of Companies Act 2013. The policy has the objective to improve the quality of life of communities through long term creation of all stakeholders. The Company has its CSR policy in place which provides the guidelines to conduct CSR activities of the Company. The Policy is available on the website of the Company <https://bhubaneshwarpower.com/Writereaddata/Downloads/CSR%20Policy.pdf>.

c) Disclosure as per Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013:

The Company has adopted and implemented a policy on prevention, prohibition and redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. The POSH policy promotes gender neutrality. The Company organizes awareness program at the workplace to promote zero tolerance towards sexual harassment.

In the financial year 2020-21, no cases of sexual harassment have been reported in the Company.

d) Constitution of Internal Complaints Committee:

In compliance to the section 4 of Sexual harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 the Company has formed a four-member team of Internal Complaints Committee which includes an external independent member from non-governmental organization (NGO). The presiding officer of the Committee is the senior most female employee. The members of the Committee meet time to time and will be responsible for redressal of grievances/complaints as and when made by the employees.

e) Vigil Mechanism System:

The Company is committed towards highest moral and ethical standards. As a part of Tata Group, the Company has adopted and follows the Tata Code of Conduct (TCoC) across the organization to implement highest standards of ethical standards.

In furtherance to prevent any unethical conduct in the organization, the Company has implemented vigil mechanism which adequate safeguards against victimization of persons who report genuine concerns such as unethical behavior, actual or suspected fraud or violation of Tata Code of Conduct (TCoC) in the Company. The Policy is available on Company's website

<https://bhubaneshwarpower.com/Writereaddata/Downloads/WHISTLE%20BLOWER%20POLICY.pdf>.

The vigil mechanism is developed and established within the organization by the “Whistle Blower Policy” which ensures a mechanism system for directors, employees of the Company to have direct and assured access to the Ethics Counsellor/Chairman of audit committee and make protective disclosures. The Company makes an effort to communicate and conduct training program for its internal as well as external stakeholders with an aim to create awareness among them. The Company has association with a third-party helpline which takes care of the ethical complaints.

In order to further strengthen the vigil mechanism of the Company, the Company has adopted the “Conflict of Interest” Policy which requires the employees of the Company to declare their interest at the beginning of every financial year and act in the best interest of the Company adhering to the ethical standards and guidelines as laid down.

f) Frauds reported by Auditor:

During the financial year under review, no fraud has been reported by both the Statutory Auditor and Secretarial Auditor.

g) Compliance with Secretarial Standards:

The Company has complied with all applicable secretarial standards during the financial year under review.

15. Details of Subsidiaries/Joint Ventures/Associate Companies

Your Company has no subsidiaries/joint ventures/associate companies.

16. Material changes and commitments

There have been no material changes and commitments, which affect the financial position of the company which have occurred between the end of the financial year to which the financial statements relate and the date of this Report.

17. Details of significant and material orders passed by the regulators / courts / tribunals impacting the going concern status and the company's operations in future

During the period under review, there are no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and company's operations in future.

18. Extract of the Annual Return

The extract of the Annual Return pursuant to Section 92 (3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is annexed to this report as **Annexure-4**.

The copy of annual return shall be placed on the website of the Company <https://bhubaneshwarpower.com/> after the convening of 15th Annual General Meeting.

19. Corporate Social Responsibility

The objective of Company's "Corporate Social Responsibility" ("CSR") initiatives is to improve the quality of life of communities through long-term value creation for all stakeholders. The Company has in place a CSR policy which provides guidelines to conduct CSR activities of the Company. The CSR policy is available on the website of the Company at <https://bhubaneshwarpower.com/Writereaddata/Downloads/CSR%20Policy.pdf>. Local communities are part of the sustainable economy, as we help each other to coexist and collaborate successfully with a good understanding of the mutual benefits that we provide to one another.

During the year under review, the Board has approved for spending of Rs. 22.67 Lakhs on CSR activities, against which the Company has spent Rs. 29.92 lakhs on CSR activities. The Annual Report on CSR activities pursuant to Section 135 of the Companies Act, 2013 (**'the Act'**) and the Rules framed thereunder, is annexed to this report (**Annexure-5**).

20. Particulars of conservation of energy, technology absorption and foreign exchange earnings and outgo

Details of the Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo is given as under:

A. Conservation of Energy:

Particulars	Initiatives planned/ taken during FY 2020-21
The steps taken or impact on conservation of energy;	As an initiative to conserve energy, the Company has taken several initiatives for reduction of auxiliary power consumption such as the Company is in process of implementing Variable Frequency Drive (VFD) system for some major critical boiler fans in the plant and modification of cooling water line which will ultimately benefit the Company in saving auxiliary power consumption.
The steps taken by the Company for utilizing alternate sources of energy;	The Company has installed and commissioned 5 KW solar panel on the First aid centre building situated inside the plant premises of the Company situated at Dhurusia, Tahsil-Athagarh, Dist: Cuttack-754027, Odisha.
The capital investment on energy conservation equipment's;	Not Applicable at present

B. Technology Absorption:

Particulars	Initiatives planned/ taken during FY 2020-21
i. The efforts made towards technology absorption;	1. The Company has been adopting the following technology to achieve best possible results towards eco-friendly environment. <ul style="list-style-type: none"> a. Installed mechanized waste converter to convert the Biological waste into manure. b. Mist canon type dust suppression automated system is being installed in Coal Stockyard area for effective dust suppression and to control the fugitive emission in surrounding areas. The requirement of spray water will also reduce due to the same. c. Fully automated mechanized wheel washing system is being installed to control the dust accumulation due to vehicular movement. 2. Technologies incorporated to improve plant reliability and performance such as: <ul style="list-style-type: none"> a. Boiler pressure parts in furnace are being coated with nano film to increase wear resistant at locations where ash abrasion rate is high. b. Optimization of water consumption by adopting latest practices in water treatment.
ii. The benefits derived like product improvement, cost reduction, product development or import substitution;	NA
iii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	NA

Particulars	Initiatives planned/ taken during FY 2020-21
a. The details of technology imported;	NA
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; and the reasons thereof; and	
iv. The expenditures incurred on Research & Development;	NA

C. Foreign Exchange Earnings and Outgo:

Particulars	Initiatives planned/ taken during FY 2020-21
Foreign Exchange earned in terms of actual inflow	NIL
Foreign Exchange outgo in terms of actual outflow	NIL

21. Secretarial Standards

The Company has in place proper systems to ensure compliance with the provisions of the applicable Secretarial Standards issued by The Institute of Company Secretaries of India and such systems are adequate and operating effectively.

22. Acknowledgments

The Directors would like to place on record their appreciation for all employees of the Company for their effort and their contribution of the Company's performance. The Directors appreciate and value the contribution made by Senior Leadership team and employees at all levels across the organization. The resilience to meet and successfully overcome several challenges was possible due to their hard work, solidarity, co-operation and support.

The Directors would also like to thank the shareholder, customers, vendors, bankers, financial institutions, Central and Government agencies and all other stakeholders for their trust and continuous support to the Company.

By order of the Board of Directors
For Bhubaneswar Power Private Limited
Sd/-

Avneesh Gupta
Chairman
DIN: 07581149

Place: Jamshedpur
Date :15-04-2021

ANNEXURE-1

POLICY ON APPOINTMENT AND REMOVAL OF DIRECTORS

1. INTRODUCTION

- 1.1. In terms of Section 178 of the Companies Act, 2013 read with rules made thereunder as amended from time to time, the Committee has formulated this Nomination and Remuneration Policy which deals with the appointment and removal of Directors, Key Managerial Personnel (KMP) and Senior Management Personnel (SMP); remuneration for Directors, KMP and other employees and the process and criteria for annual performance evaluation of the Board, its Committees and Directors.
- 1.2. The Policy has been adopted by the NRC vide its resolution dated 15th October 2018 and approved by the Board of Directors vide its resolution dated 15th October 2018.

2. OBJECTIVE OF THE POLICY

- 1.1 This policy is being framed to have a defined guideline on the principles of nomination and remuneration for the Directors, Key Managerial Personnel, senior management and other employees of the Company and how the same are implemented. The Policy lays down the criteria and terms and conditions with regards to the identification of persons who are qualified to become Directors (executive, non-executive and independent) including their qualifications, positive attributes and independence and who may be appointed as the Senior Management of the Company.

3. DEFINITIONS

- a. "Applicable laws" means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- b. "Board" means the Board of Directors of the Company.
- c. "Committee" means the Nomination and Remuneration Committee.
- d. "Company" means Bhubaneswar Power Private Limited.
- e. "Director" means the Director of the Company.
- f. "Key Managerial Personnel (KMP)" means
 - (i) the Chief Executive Officer or the managing director or the manager;
 - (ii) the Company Secretary;
 - (iii) the Whole-Time Director;
 - (iv) the Chief Financial Officer;
 - (v) such other officer, not more than one level below the directors who is in whole-time employment, designated as key managerial personnel by the Board; and
 - (vi) such other officer as may be prescribed.
- g. "Senior Management" (SMP) means personnel of the Company who are members of its core management team excluding Board of Directors comprising all members of management who are functional heads one level below the executive directors.

- h. "Parent Company" Parent Company means a person/company who has control over the affairs of the Company, directly or indirectly, as a shareholder or otherwise and in accordance with whose advice, directions or instructions, the Board of Directors of the Company is accustomed to act.
- i. "Nomination and Remuneration Policy" (NRC) implies this Policy on appointment and removal of Directors, KMPs and SMPs as framed by the Committee; Policy on remuneration for directors, key managerial personnel and other employees; Process and criteria for annual performance evaluation of the Board, its Committees and Directors, as applicable
- j. "Group Investment Management Center" or "GIM Center" Group Investment Management Center means department of Tata Steel Corporate function led by Group Director (Investments and New Ventures), Tata Steel. GIM acts as a single window among the Tata Steel Group Companies (i.e. Tata Steel, its subsidiaries, associates and JVs).

4. POLICY IMPLEMENTATION

- 1.1 The Committee is responsible for recommending this Policy to the Board.
- 1.2 The Board is responsible for approving and overseeing implementation of this Policy (with the support of the Committee)

5. DISCLOSURE

The Salient features of the Nomination and Remuneration Policy shall be disclosed in the Board's report of the Company.

6. REVIEW OF THE POLICY

This Nomination and Remuneration Policy will be reviewed and reassessed by the Committee as and when required and appropriate recommendations shall be made to the Board to update this Policy based on changes that may be brought about due to any regulatory amendments or otherwise.

7. COMPLIANCE RESPONSIBILITY

Compliance of this policy shall be the responsibility of the Company Secretary of the Company who shall have the power to ask for any information or clarifications from the management in this regard.

I. APPOINTMENT OF DIRECTORS, KMPs AND SENIOR MANAGEMENT

This policy shall act as a guideline for determining qualifications, positive attributes, independence of a Director and enumerates guidelines to be used by NRC in selecting/appointing/re-appointing and removal of a Director, KMPs and Senior Management.

For all the above stated matters, the Parent Company/GIM Center may make suggestions from time to time, to Chairman, NRC or to representative of the Parent Company, who may incorporate the same while recommending to the Board.

1.1 Assess skill-sets the Board needs given the strategies, challenges faced by the Company.

1.2 Appointment criteria and Qualifications:

- The Committee shall identify and ascertain the integrity, qualification, expertise and experience of persons for appointment as Directors, KMP or at Senior Management levels who shall uphold ethical standards of integrity and probity, act objectively and constructively, exercise his /her responsibilities in a bona-fide manner in the interest of the Company, devote sufficient time and attention to his/her professional obligations for informed and balanced decision making, and assist the Company in implementing the best corporate governance practices and recommend to the Board his / her appointment.
- A person should possess adequate qualification, expertise, skill, positive attributes and experience for the position he/she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient/satisfactory for the concerned position.
- The Committee should ensure that persons so appointed as Directors/ Independent Directors/ KMP/ Senior Management Personnel shall not be disqualified under the Companies Act, 2013, rules made there under or any other enactment for the time being in force.
- The Committee may delegate appointment and removal of Senior Management Personnel to the Managing Director of the Company (the appointing authority). Every decision of appointment and removal of Senior Management Personnel taken by the Managing Director (the appointing authority) shall be subsequently ratified by the Committee, wherein the Committee may, at its discretion, either accept or reject such appointment or removal. In case the appointment/removal is not ratified, the Committee may record the reasons for not accepting the appointment/removal. Based on the review of the Committee, the Managing Director (the appointing authority) shall identify other eligible candidates for the position.

- 1.3 In selecting individuals for appointment/re-appointment/removal of directors, the NRC to refer to the following guidelines/policies:
 - 1.3.1 Board Membership Criteria (Refer **Schedule A**)
 - 1.3.2 Board Diversity Policy, if any, framed as per the requirement of law (Refer **Schedule B**)
 - 1.3.3 Criteria for determining independence of directors (in case of appointment of Independent Directors (Refer **Schedule C**))
- 1.4 Request candidature from the database maintained by Parent Company/GIM Center
- 1.5 NRC members (either jointly/individually, as delegated) shall meet the potential candidate and assess his/her suitability for the role.
- 1.6 NRC to recommend the appointment of shortlisted candidate to the Board for its consideration.
- 1.7 Emergency Succession: If position of a Director suddenly become vacant by reason of death or other unanticipated occurrence, the NRC shall convene a special meeting at the earliest opportunity to fill such vacancy.

Schedule A

BOARD MEMBERSHIP CRITERIA

The Nominations and Remuneration Committee works with the Board to determine the appropriate characteristics, skills, and experience for the Board as a whole and its individual members with the objective of having a Board with diverse backgrounds and experience in business, government, education, and public service. Characteristics expected of all directors include independence, integrity, high personal and professional ethics, sound business judgment, ability to participate constructively in deliberations and willingness to exercise authority in a collective manner.

In evaluating the suitability of individual Board members, the Committee considers many factors, including general understanding of marketing, finance, operations management, public policy, international relations, legal, governance and other disciplines relevant to the success of the Company in today's business environment; understanding of the Company's business; experience in dealing with strategic issues and long-term perspectives; maintaining an independent familiarity with the external environment in which the company operates and especially in the directors particular field of expertise; educational and professional background; personal accomplishment; and geographic, gender, age, and ethnic diversity.

The Board evaluates each individual in the context of the Board as a whole, with the objective of having a group that can best perpetuate the success of the Company's business and represent stakeholders' interests through the exercise of sound judgment, using its diversity of experience.

In determining whether to recommend a director for re-election, the Committee, also considers the director's past attendance at meetings, participation in meetings and contributions to the activities of the Board, and the results of the most recent Board self-evaluation.

Board members are expected to rigorously prepare for, attend and participate in all Board and applicable committee meetings. Each member is expected to ensure that their other current and planned future commitments do not materially interfere with the responsibilities at the Company.

Schedule B

Board Diversity Policy

The Company recognizes the importance of diversity in its success. It is essential that the Company has as diverse a Board as possible.

A diverse Board will bring in different set of expertise and perspectives. The combination of Board having different skill set, industry experience, varied cultural and geographical background and belonging to different race and gender will bring a variety of experience and viewpoints which will add to the strength of the Company.

While all appointments to the Board are made on merit, the diversity of Board in aggregate will be of immense strength to the Board in guiding the Company successfully through various geographies.

The Committee reviews and recommends appointments of new directors to the Board. In reviewing and determining the Board composition, the Committee will consider the merit, skill, experience, race, gender and other diversity of the Board.

To meet the objectives of driving diversity and an optimum skill mix, the Committee may seek the support of Parent company/GIM Centre.

Schedule C

CRITERIA FOR DETERMINING INDEPENDENCE OF DIRECTORS

1. Purpose

The purpose of this policy is to define guidelines that will be used by the Board to assess the independence of Directors of the Company.

2. Independence Guidelines

A Director is considered independent if the Board makes an affirmative determination after a review of all relevant information. An Independent Director will be termed as Independent and treated as satisfying the criteria of independence if he/she satisfies the criteria of independence as specified under section 149 (6) of the Companies Act 2013 read with relevant rules framed thereunder.

Explanations:

Consecutive Terms: He/ she shall be eligible for appointment as Independent Director after the expiration of three years of ceasing to be a Director on the Board of the Company provided that he / she shall not during the said period of three years, be appointed in or associated with Bhubaneswar Power Private Limited in any other category, either directly or indirectly.

REMUNERATION POLICY OF DIRECTORS, KMPs AND OTHER EMPLOYEES

The philosophy for remuneration of directors, Key Managerial Personnel (“**KMP**”) and all other employees of Bhubaneswar Power Private Limited (“**Company**”) is based on the commitment of fostering a culture of leadership with trust. The remuneration policy is aligned to this philosophy.

This remuneration policy has been prepared pursuant to the provisions of Section 178(3) of the Companies Act, 2013 (“**Act**”). In case of any inconsistency between the provisions of law and this remuneration policy, the provisions of the law shall prevail and the Company shall abide by the applicable law. While formulating this policy, the Nomination and Remuneration Committee (“**NRC**”) has considered the factors laid down under Section 178(4) of the Act, which are as under:

“(a) the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;

(b) relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

(c) remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals”

For all matters related to remuneration to directors, the Parent Company/GIM Center may make suggestions from time to time, to Chairman, NRC or to representative of the Parent Company, who may incorporate the same while recommending to the Board.

Key principles governing this remuneration policy are as follows:

1. Remuneration for independent directors and non-independent non-executive directors

- 1.0. Overall remuneration should be reflective of the size of the company, complexity of the sector/ industry/ company's operations and the company's capacity to pay the remuneration.
- 1.1. Independent Directors (“**ID**”) and non-independent non-executive directors (“**NED**”) may be paid sitting fees (for attending the meetings of the Board and of committees of which they may be members). Quantum of sitting fees and NED Commission may be subject to review on a periodic basis, as required.
- 1.2. Within the parameters prescribed by law, the payment of sitting fees and commission will be recommended by the NRC and approved by the Board.
- 1.3. Overall remuneration (sitting fees and commission) should be reasonable and sufficient to attract, retain and motivate directors aligned to the requirements of the Company (taking into consideration the challenges faced by the Company and its future growth imperatives).
- 1.4. Overall remuneration practices should be consistent with recognized best practices.

- 1.5. The aggregate commission payable to all the NEDs and IDs will be recommended by the NRC to the Board, based on Company's performance, profits, return to investors, shareholder value creation and any other significant qualitative parameters as may be decided by the Board.
- 1.6. The NRC will recommend to the Board, the quantum of commission for each director based upon the outcome of the evaluation process which is driven by various factors including attendance and time spent in the Board and committee meetings, individual contributions at the meetings and contributions made by directors other than in meetings.
- 1.7. In addition to the sitting fees and commission, the Company may pay to any director such fair and reasonable expenditure, as may have been incurred by the director while performing his/ her role as a director of the Company. This could include reasonable expenditure incurred by the director for attending Board/ Board committee meetings, general meetings, court convened meetings, meetings with shareholders/ creditors/ management, site visits, induction and training (organized by the Company for directors) and in obtaining professional advice from independent advisors in the furtherance of his/ her duties as a director.

2. Remuneration for managing director ("MD")/ executive directors ("EDs")/ KMP/ rest of the employees:

- 2.0. The extent of overall remuneration should be sufficient to attract and retain talented and qualified individuals suitable for every role. Hence remuneration should be
 - 2.0.1. Market competitive (market for every role is defined as companies from which the Company attracts talent or companies to which the Company loses talent)
 - 2.0.2. Driven by the role played by the individual,
 - 2.0.3. Reflective of size of the Company, complexity of the sector/ industry/ Company's operations and the Company's capacity to pay,
 - 2.0.4. Consistent with recognized best practices and
 - 2.0.5. Aligned to any regulatory requirements.
- 2.1. In terms of remuneration mix or composition,
 - 2.1.1. The remuneration mix for the MD/ EDs is as per the contract approved by the shareholders. In case of any change, the same would require the approval of the shareholders.
 - 2.1.2. Basic/ fixed salary is provided to all employees to ensure that there is a steady income in line with their skills and experience.
 - 2.1.3. In addition to the basic/ fixed salary, the Company may provide employees with certain perquisites, allowances and benefits to enable a certain level of lifestyle and to offer scope for savings and tax optimization, where possible. The Company may also provide all employees with a social security net (subject to limits) by covering medical expenses and hospitalization through re-imbursing or insurance cover and accidental death and dismemberment through personal accident insurance.
 - 2.1.4. The Company provides retirement benefits as applicable.
 - 2.1.5. In addition to the basic/ fixed salary, benefits, perquisites and allowances as provided above, the Company may provide MD/ EDs such remuneration by way of

bonus/performance linked incentive and/or commission calculated with reference to the net profits of the Company in a particular financial year, as may be determined by the Board, subject to the overall ceilings stipulated in Section 197 of the Act. The specific amount payable to the MD/ EDs would be based on performance as evaluated by the Board or the NRC and approved by the Board.

- 2.1.6. The Company may provide the rest of the employees a performance linked bonus and/or performance linked incentive. The performance linked bonus/performance linked incentive would be driven by the outcome of the performance appraisal process and the performance of the Company.

3. Remuneration payable to Director for services rendered in other capacity

The remuneration payable to the Directors shall be inclusive of any remuneration payable for services rendered by such director in any other capacity unless:

- The services rendered are of a professional nature; and
- The NRC is of the opinion that the director possesses requisite qualification for the practice of the profession.

4. Premium on Insurance policy

4.0. Where any insurance is taken by the Parent Company or by the Company on behalf of the Company's NEDs, for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration.

4.1. Where any insurance is taken by the Parent Company or by the company on behalf of the Company's MD/EDs, KMP and any other employees for indemnifying them against any liability in respect of any negligence, default, misfeasance, breach of duty or breach of trust for which they may be guilty in relation to the Company, the premium paid on such insurance shall not be treated as part of the remuneration. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

ANNEXURE-2

Secretarial Audit Report in form MR-3 for the financial year 2020-21
*[Pursuant to section 204(1) of Companies Act, 2013 and Rule 9 of Companies
(Appointment and Remuneration of Managerial Personnel) Rules 2014]*

Aditi Jhunjunwala
Practising Company Secretary
219, Chittaranjan Avenue, Kolkata - 700006
Mobile: 9874590012; Email : aditijhunjunwala23@gmail.com

Form No. MR-3
SECRETARIAL AUDIT REPORT

FOR THE PERIOD FROM APRIL 1, 2020 TO MARCH 31, 2021 ('AUDIT PERIOD')
[Pursuant to section 204(1) of the Companies Act, 2013 and Rule no.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Bhubaneshwar Power Private Limited
CIN: U40109TG2006PTC050759
Hyderabad

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Bhubaneshwar Power Private Limited (hereinafter referred to as the "Company"). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the statutory compliances and expressing my opinion thereon, if any. This report is subject to limitations in view of the consequences arising due to lockdown situation due to outbreak of Covid-19.

Based on my electronic verification of the Company's minute and returns filed and other records maintained and provided by the Company on sample basis or otherwise and also the information provided by the officers of the Company during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the Audit Period, 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.

I have examined the books, papers, minute books, forms and returns filed and other records including internal audit report and compliance certificate maintained and as made available over email by the Company, for the Audit Period according to the provisions of:

1. The Companies Act, 2013 ("the Act") and the rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder- The same was not applicable during the Audit Period;
3. The Depositories Act, 1996 and the regulations and bye-laws framed thereunder;
4. 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: The same was not applicable during the Audit Period;
5. Secretarial Standards 1 and 2 as issued by the Institute of Company Secretaries of India.

Aditi Jhunjhunwala
Practising Company Secretary
219, Chittaranjan Avenue, Kolkata - 700006
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The laws specifically applicable to the industry to which the Company belongs, as identified by the management are:

1. The Factories Act, 1948 and Odisha Factories Rules, 1950;
2. The Contract Labour (R & A) Act, 1970 and Odisha Contract Labour Rules (R & A), 1975
3. Employees Provident Fund & Miscellaneous Provisions Act, 1952
4. The Minimum Wages Act, 1948 & Odisha Rules, 1954;
5. Payment of Wages Act, 1936 & Odisha Rules, 1936;
6. Workmen Compensation Act, 1923 & Rules, 1924 & Odisha Workmen Compensation Rules, 1923
7. Employees State Insurance Act, 1948 and Rules thereto;
8. Odisha Shops and Commercial Establishment Act & Rules, 1958;
9. Food Safety and Standards Act, 2006;
10. Goods and Services Tax Act, 2016;
11. The Indian Boilers Act, 1923;
12. The Legal Metrology Act, 2009;
13. The Income Tax Act, 1961;
14. Environment (Protection) Act, 1986 and the Rules thereunder, as may be applicable;
15. Water (Prevention and Control of Pollution) Act, 1974;
16. Bio diversity and Eco-Conservation Act, 1999.

I report that, the Managing Director, Chief Financial Officer (CFO) and the Company Secretary of the Company provide a certificate of statutory compliances on a quarterly basis wherein the said officers confirm about compliance of the laws applicable to the Company, both general and specific. Accordingly, as per the management, there have been no fines or penalties or show cause received under the above stated specific laws. While on the subject, the following may be noted:

Aditi Jhunjhunwala

Practising Company Secretary

219, Chittaranjan Avenue, Kolkata - 700006

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- a. The Board of Directors had given an approval for construction of fire station and first aid centre at the plant at their meeting on 11.04.2019 under the Factories Act, 1948. The said fire station and first aid centre is now completed and is operational.
- b. The Company has during the Audit Period sent a letter to the District Labour Commissioner with the estimated liability for claim assessment under the Building & Construction Workers Welfares Cess Act, 1966 and the Company is yet to receive any letter from the District Labour Commissioner.
- c. There are litigation cases filed against the Company which the Company is contesting as *malafide* as per the documents and explanations provided by the officer of the Company.

Management Responsibility:

1. Maintenance of secretarial record is the responsibility of the management of the Company. My responsibility is to express an opinion on the secretarial records based on my audit;
2. I have followed the audit practices and the 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. I believe that the processes and practices I followed provide a reasonable basis for my opinion;
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company;
4. I have not carried out the physical verification of any records due to prevailing pandemic Covid-19 in the Country and have relied on the signed and/or unsigned records as made available by the Company through digital mode. Wherever required, I have obtained the Management Representation about the compliance of laws, rules and regulation and happening of events etc;
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedure on test basis;
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Recommendations as a matter of best practice

In the course of my audit, I have made certain recommendations for good corporate practices and to ensure compliance of applicable laws, and the same is provided below:

- a) The minutes of the meeting of board/committee are deemed to have signed and are physically signed by the Chairman at a later date due to the meetings held vide video

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- conferencing in view of Covid-19. As a general practice across corporates, the minutes may be signed digitally upon the confirmation of the same in the board meetings.
- b) As per paragraph 3.5 of the Secretarial Standard 1, the Board shall specify for the quorum of committee meeting unless otherwise stipulated in the Act or the Articles or under any other law. In case there is no such quorum, the presence of all the members of any such Committee is necessary to form the Quorum. It is therefore recommended that the Company should consider to adopt the same while constituting/reconstituting committees.
 - c) Rule 13 (2) of the Companies (Accounts) Rules, 2014 provide that the Audit Committee of the company or the Board shall, in consultation with the Internal Auditor, formulate the scope, functioning, periodicity and methodology for conducting the internal audit. While the other terms of appointment are mentioned in the minutes, it is recommended to also mention regarding the scope of internal audit amongst others.
 - d) With respect to the certificates obtained for compliance of other laws as placed before the board, the certificates obtained may be more exhaustive in terms of specifying the relevant laws and their compliances.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors and Key Managerial Personnel that took place during the financial year were carried out in compliance with the provisions of the Act.

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 as also at shorter notice, 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.

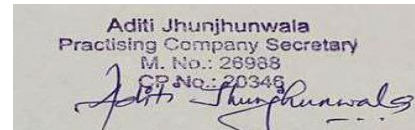
Resolutions have been approved by majority while there were no dissenting views of the members. However, views of the Board members, if any, on any agenda item are recorded as part of the minutes.

I further report that based on the compliance mechanism established by the Company and on the basis of compliance certificate issued by the Managing Director, Chief Financial Officer and the Company Secretary and taken on record by the Board of Directors at their meeting(s), I am of the opinion that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Aditi Jhunjunwala
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I further report that during the Audit Period, the Company has not incurred any specific event/action that can have a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Place: Kolkata
Date: 17.06.2021



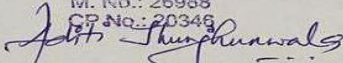
Aditi Jhunjunwala
Practising Company Secretary
Membership No: 26988
C.P. No.: 20346
UDIN: **A026988C000475766**

Aditi Jhunjunwala
Practising Company Secretary
219, Chittaranjan Avenue, Kolkata - 700006
Mobile: 9874590012; Email : aditijhunjunwala23@gmail.com

Annexure

List of Documents provided over e-mail

1. Minutes of the following:
 - 1.1 Board Meeting
 - 1.2 Audit Committee
 - 1.3 Nomination and Remuneration Committee
 - 1.4 14th General Meeting
2. Register of directors and KMPs, Register of members and Register of Contracts;
3. Draft Directors' Report 2020-2021;
4. Internal Audit Report on sample basis for Quarter Ended March, 2021;
5. Compliance Certificate on sample basis as placed before the Board Meeting;
6. List of e-forms filed by the Company during the Audit Period;
7. Consent Order of State Pollution Control Board dated 12.03.2021.

Aditi Jhunjunwala
Practising Company Secretary
M. No.: 28968
CP No.: 20348


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

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:

There were no contract(s) or arrangement(s) or transaction(s) entered into during the year March 31, 2021 which were not at arms-length basis.

2. The details of material contracts or arrangements or transactions at arms-length basis for the year ended March 31, 2021 are as follows:

Sr no.	Name(s) of the related party and nature of relationship	Nature of Transaction(s)	Duration of transactions	Salient terms of contract	Date of approval by the Board, if any	Amount paid in advance, if any (Rs. In crores)
1	Tata Steel Limited (Holding Company of BPPL)	Availing deputation services from Tata Steel Limited	3 years	The Company avails deputation service from TSL for manpower requirement as per the rules of the Company. The Company and TSL enters into manpower contract for the same.	15 th May 2020	Nil
2	M-Junction Services Limited (a fellow subsidiary of BPPL)	Availing of service	3 years	The Company entered into the contract with M-Junction for availing e-procurement system.	17 th June 2020 (Through circular resolution)	Nil

For and on behalf of the Board of Directors

Date : 15-04-2021
Place: Jamshedpur

----Sd/----
CHAIRMAN

ANNEXURE-4

EXTRACT OF ANNUAL RETURN AS ON MARCH 31, 2021

[Pursuant to rule 12(1) of the Companies (Management and Administration) Rules, 2014]

Form No. MGT 9

I. REGISTRATION AND OTHER DETAILS		
i) CIN	:	U40109TG2006PTC050759
ii) Registration Date	:	31/07/2006
iii) Name of the Company	:	Bhubaneshwar Power Private Limited
iv) Category / Sub-Category of the Company	:	Private Limited Company having share capital
v) Address of the Registered Office and contact details	:	Golden Edifice, 1 st Floor, Opp. Visweswarayya Circle, Khairatabad, Hyderabad – 500 004, Telangana., Tel No.: 040 – 6657 2222
vi) Whether listed Company Yes / No	:	No
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	:	Karvy Computershare Private Limited, Karvy Selenium Tower – B, Plot No.31 & 32, Financial District Gachibowli, Hyderabad-32., Phone No.: 040 – 6716 1615

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 NPCS code of the Product/ Service	% to total turnover of the Company
1	Coal based Thermal Power Plants & Equipment	99532622	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. No	Name and Address of the Company	CIN/ GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Tata Steel Limited Bombay House, 24 Homi Mody Street, Fort, Mumbai, Maharashtra, 400 001	L27100MH1907PLC00 0260	Holding	93.58	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):
(a) Category-Wise Shareholding:

Category of Shareholders	No. of Shares held at the beginning of the year on 01.04.2019				No. of Shares held at the end of the year on 31.03.2020				% 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.	253,251,187	-	253,251,187	100	253,251,187	-	253,251,187	100	NIL
e) Banks / FI	-	-	-	-	-	-	-	-	-
f)Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	253,251,187	-	253,251,187	100	253,251,187	-	253,251,187	100	NIL
(2) Foreign									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e)Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	253,251,187	-	253,251,187	100	253,251,187	-	253,251,187	100	NIL
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h)Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i)Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2.Non-Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
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)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-									
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	253,251,187	-	253,251,187	100	253,251,187	-	253,251,187	100	NIL

(b) Shareholding of Promoters

SI No.	Shareholder's Name	Shareholding at the beginning of the year on 01.04.2019			Shareholding at the end of the year on 31.03.2020			% 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.	Tata Steel Limited	236,986,703	93.58	-	236,986,703	93.58	-	-
2.	Tata Steel Mining Limited (Formerly known as T S Alloys Limited)	16,264,484	6.42	-	16,264,484	6.42	-	-
	Total	253,251,187	100.00	-	253,251,187	100.00	-	-

(c) Change in Promoters' Shareholding (please specify, if there is no change): No change during the financial year 2019-2020

SI. No.	Name of the shareholder	Shareholding at the beginning (01.04.2019)/end (31.03.2020) of the year		Cumulative Shareholding during the year (01.04.2019-31.03.2020)	
		No. of shares	% of total	No. of shares	% of total

			shares of the company		shares of the company
1.	Tata Steel Limited				
	At the beginning of the year	236,986,703	93.58		
	Date wise Increase/Decrease in Promoters Shareholding during the year along with reason for increase/decrease	NIL			
	At the end of the year			236,986,703	93.58
3.	Tata Steel Mining Limited (Formerly known as TS Alloys Limited)	16,264,484	6.42		
	At the beginning of the year				
	Date wise Increase/Decrease in Promoters Shareholding during the year along with reason for increase/decrease	NIL			
	At the end of the year			16,264,484	6.42

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

Sl. No.	Name of shareholders	Shareholding at the beginning (01.04.2019)/end (31.03.2020) of the year		Cumulative Shareholding during the year (01.04.2019-31.03.2020)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year	-	-	-	-
2.	Date wise Increase/Decrease in Shareholding during the year alongwith reason for increase/decrease	-	-	-	-
3.	At the end of the year (or on the date of separation, if separated during the year)	-	-	-	-

(e) Shareholding of Directors and Key Managerial Personnel: NIL

Sl. No.	Name of Directors and KMP	Shareholding at the beginning (01.04.2019)/end (31.03.2020) of the year		Cumulative Shareholding during the year (01.04.2019-31.03.2020)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year	-	-	-	-
2.	Date wise Increase/Decrease in Shareholding during the year alongwith reason for increase/decrease	-	-	-	-
3.	At the end of the year	-	-	-	-

V. INDEBTEDNESS:

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

(Amount In Rs.)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	Amount (Rs.)			
Principal Amount				
• Term Loan	5,05,79,26,735	-	-	5,05,79,26,735
• Working Capital	28,42,40,734			28,42,40,734
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	5,34,21,67,469			5,34,21,67,469
Change in Indebtedness during the financial year				
i) Addition	-	-	-	-
ii) Reduction	75,81,93,564	-	-	75,81,93,564
Total (i+ii)	75,81,93,564	-	-	75,81,93,564
Net Change Indebtedness at the end of the financial year				
Principal Amount				
• Term Loan	4,46,30,20,155			4,46,30,20,155
• Working Capital	12,09,53,750			12,09,53,750
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	4,58,39,73,905	-	-	4,58,39,73,905

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:
(In Rs. Lakhs)

Sl. no.	Particulars of Remuneration	Sharad Kumar (MD)*	Sumitra Saha (MD)*	Total amount (Rs.)
1.	Gross salary	-	-	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	15.38	61.21	76.59
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	5.63	5.63
	(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 (A)	15.38	66.84	82.22
	Ceiling as per the Act			

* part of the remuneration

- Mr. Sharad Kumar resigned with effect from 1st May 2020
- Mr. Sumitra Saha was appointed with effect from 15th May 2020

B. Remuneration to other directors:
(In Rs. Lakhs)

Sl. No.	Particulars of Remuneration	Name of Directors			Total
		VSN Murty	Roopendra Narayan Roy	Ramya Hariharan	
1.	Independent Directors				
	• Fee for attending board / committee meeting(s)	-	1.20	0.80	2.00
	• Commission	-	2.63	1.40	4.03
	Others, please specify				
	Total (1)		3.83	2.20	6.03
2.	Other Non-Executive Directors	0.90			
	• Fee for attending board / committee meetings		-	-	-
	• Commission	2.28			
	Others-Consultancy Charges				

Total (2)	3.18	3.83	2.20	6.03
Total (B)=(1+2)	3.18	3.83	2.20	6.03
Overall Ceiling as per the Act	<ul style="list-style-type: none"> - Rs. 1 Lakh per meeting of the Board or committee thereof per Director - Overall ceiling of commission of 1% of net profit 			

C. Remuneration to the Key Managerial Personnel:
(Rs. In Lakhs)

Sr. no	Particulars of Remuneration	Key Managerial Personnel			Total Amount (In INR)
		Mr. Amit Bhartia*	Ms. Jyoti Srivastva*	Ms. Susovita Tripathy	
		Chief Financial Officer (15.05.20 to 31.03.21)	Company Secretary (01.04.20 to 31.01.21)	Company Secretary (01.02.21 to 31.03.21)	
1.	Gross Salary				
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	63.89	8.65	1.19	73.73
	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	-	-		-
5	Others (retirement benefit)	-	-		-
	Total	63.89	8.65	1.19	73.73

**part of the remuneration*
VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties/punishments/compounding offences for the year ended March 31, 2021.

-----Sd-----

Managing Director

-----Sd-----

Company Secretary

Place : Bhubaneswar

Date : 15-04-2021

ANNEXURE-5
ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

[Pursuant to Section 135 of the Companies Act, 2013 and the Companies (Corporate Social Responsibility Policy) Rules, 2014]

Sr. No.	Particulars	Remarks
1.	A Brief outline on CSR Policy of the Company	<p>a) Bhubaneswar Power Pvt. Limited (BPPL) is committed to ensure the social wellbeing of its stakeholders with an objective to improve the quality of life of the community it serves through Corporate Social Responsibility (CSR) activities.</p> <p>b) The Company views the Corporate Social Responsibility (CSR) as a way of conducting business which enables the creation and distribution of wealth for the betterment of its stakeholders, through the implementation and integration of ethical systems and sustainable management practices.</p> <p>c) The Company's CSR will be in alignment with the Tata Group focus initiatives (Skills, Water, Governance, Education) with focus on four thrust areas – Education, Health, Livelihoods and Rural and Urban infrastructure</p> <p>d) The Company shall allocate at least 2% of its average net profits before taxes of the preceding three financial years, towards CSR activities to sustain and improve a healthy and prosperous environment and to improve the quality of life of the communities it serves. The Company may also utilize its products and services as suitable for its CSR activities. Any surpluses arising out of CSR projects or programmes or activities shall be re-deployed back into CSR activities and will not form a part of the business profits of the company.</p>

2. Composition of CSR Committee (as on 31st March 2021):

SL NO	Name of the Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Avneesh Gupta	Chairman, Non-Exe, Non-Ind Director	One meeting held on 12-Oct-2020	1
2	Sumitra Saha	Member, Managing Director		1

SL NO	Name of the Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
3	B D Nanda	Member, Non-Exe, Non-Ind Director		1
4	Ramya Hariharan	Member, Independent Director		0

Sr. No.	Particulars	Remarks
3.	Provide the web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.	https://bhubaneshwarpower.com/Writereaddata/Downloads/CSR%20Policy.pdf
4.	Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social responsibility Policy) Rules, 2014, if applicable (attach the report).	Not Applicable
5.	Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any	Not Applicable
6.	Average net profit as per section 135(5) of Companies Act 2013	Rs. 1133.59 Lakhs
7.	a) Two percent of average net profit of the company as per section 135(5)	Rs. 22.67 Lakhs
	b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.	Nil
	c) Amount required to be set off for the financial year, if any	Nil
	d) Total CSR obligation for the financial year [7(a)+7(b)+7(c)]	Rs. 22.67 Lakhs

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

Total Amount Spent for the Financial Year. (Rs. in Lakhs.)	Total Amount transferred to Unspent CSR Account as per section 135(6).		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5).		
	Amount	Date of Transfer	Name of the fund	Amount	Date of Transfer
29.92	-	-	-	-	-

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

Rs. In lakhs

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
SL No	Name of the project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).		Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/No).	Project duration.	Mode of Implementation - Through Implementing Agency	
			State	District							Name	CSR Registration No
1	Construction of roads in neighborhood villages of surrounding area of Plant Site of BPPL (from Ananta Square to Jenapur)	Point X: Rural Development Projects	Odisha	Cuttack	> 1 yr	12.78	20.04	Nil	Yes	> 1 year	Nil	Nil
2	Construction of Panchayat High School Boundary wall at Dhurusia Village	Point II: Promoting Education Point X: Rural Development Projects	Odisha	Cuttack	> 1 yr	14.00	7.00	Nil	Yes	> 1 year	Nil	Nil
3	Construction of Katakiasahi Village School Boundary Wall	Point II: Promoting Education Point X: Rural Development Projects	Odisha	Cuttack	> 1 yr			Nil	Yes	> 1 year	Nil	Nil
3	Construction of drain of Nuagarh village	Point X: Rural Development Projects	Odisha	Cuttack	> 1 yr			Nil	Yes	> 1 year	Nil	Nil
4	Construction of Multipurpose	Point X: Rural Development Projects	Odisha	Cuttack	> 1 yr			Nil	Yes	> 1 year	Nil	Nil

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
SL No	Name of the project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).		Project duration.	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/No).	Project duration.	Mode of Implementation - Through Implementing Agency	
	Community Hall to cater to the community needs of the residents of Anantapur Village											
5	Construction of Multipurpose Community Hall to cater to the community needs of the residents of Kakhadi Village	Point X: rural Development Projects	Odisha	Cuttack	> 1 yr			Nil	Yes	> 1 year	Nil	Nil

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

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)	(10)	(11)	(12)	(13)
SL No	Name of the project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No).		Project duration	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation - Direct (Yes/No).	Project duration	Mode of Implementation - Through Implementing Agency	
			State	District							Name	CSR Registration No
1	Contribution PM CARES Fund	Point (viii)	-	-	1 yr	-	1.00	0.00	Yes	Nil	Nil	Nil
2	Installation of street light outside the plant premises	Point X: rural Development Projects	Odisha	Cuttack	1 yr	-	1.88	0.00	Yes	Nil	Nil	Nil

3	Providing furniture to Anantapur school	Point ii: Promoting Education	Odissha	Attagara	1 yr							
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	d) Amount spent in Administrative Overheads:	Nil
	e) Amount spent on Impact Assessment, if applicable	Nil
	f) Total amount spent for the Financial Year (8b+8c+8d+8e)	Rs. 29.92 Lakhs

(g) Excess amount for set off, if any

SL No	Particulars	Amount (Rs. In Lakhs)
(i)	Two percent of average net profit of the company as per section 135(5)	22.67
(ii)	Total amount spent during the Financial Year	29.92
(iii)	Excess amount spent during the Financial Year[(ii)-(i)]	7.25
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any.	Nil
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	7.25

Sr. No.	Particulars	Remarks
9. (a)	Details of Unspent CSR amount for the preceding three financial years:	Nil
(b)	Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):	Nil
10. (a)	In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details) .	Not Applicable
(b)	Date of creation or acquisition of the capital asset(s).	
(c)	Amount of CSR spent for creation or acquisition of capital asset.	

Sr. No.	Particulars	Remarks
(d)	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	
(e)	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).	
11.	In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the reasons for not spending the amount in its Board report.	Nil

---Sd---	---Sd---	---Sd---
Sumitra Saha (Managing Director) DIN:08742250	Avneesh Gupta (Chairman CSR Committee) DIN: 07581149	(Person specified under clause (d)of sub-section (1) of section 380 of the Act) (Where applicable)



Independent Auditors' Report for the Financial Year ended March 31, 2021



Price Waterhouse & Co Chartered Accountants LLP

Independent auditor's report

To the Members of Bhubaneswar Power Private Limited

Report on the audit of the financial statements

Opinion

1. We have audited the accompanying financial statements of Bhubaneswar Power Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2021, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity, Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.
2. 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 Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, and total comprehensive income (comprising of profit and other comprehensive income), changes in equity and its cash flows for the year then ended.

Basis for opinion

3. We conducted our audit in accordance with the Standards on Auditing (SAs) 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 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 opinion.

Other Information

4. The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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 and those charged with governance for the financial statements

5. 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 financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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

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Price Waterhouse & Co. (a Partnership Firm) converted into Price Waterhouse & Co Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAC-4362) with effect from July 7, 2014. Post its conversion to Price Waterhouse & Co Chartered Accountants LLP, its ICAI registration number is 304026E/E-300009 (ICAI registration number before conversion was 304026E/E-300009)

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.

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

Auditor's responsibilities for the audit of the financial statements

7. Our objectives are to obtain reasonable assurance about whether the 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 financial statements.
8. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
9. 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.
10. 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.

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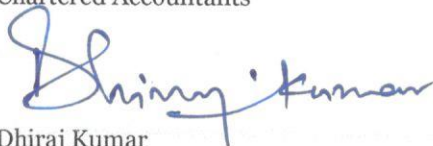
INDEPENDENT AUDITOR'S REPORT

To the Members of Bhubaneshwar Power Private Limited
Report on audit of the Financial Statements
Page 3 of 3

Report on other legal and regulatory requirements

11. 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 B a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
12. 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 other comprehensive income), the Statement of Changes in Equity and 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.
 - e. 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.
 - f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure A.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements – Refer Note 38 to the financial statements.
 - ii. The Company has long-term contracts as at March 31, 2021 for which there were no material foreseeable losses. The Company did not have any derivative contracts as at March 31, 2021.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2021.
 - iv. The reporting on disclosures relating to Specified Bank Notes is not applicable to the Company for the year ended March 31, 2021.
13. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

For Price Waterhouse & Co Chartered Accountants LLP
Firm Registration Number: 304026E/E300009
Chartered Accountants



Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 21060466AAAAW8192

Place: Kolkata
Date: April 15, 2021

Annexure A to Independent Auditors' Report

Referred to in paragraph 12(f) of the Independent Auditors' Report of even date to the members of Bhubaneswar Power Private Limited on the financial statements for the year ended March 31, 2021

Page 1 of 2

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls with reference to financial statements of Bhubaneswar Power Private Limited ("the Company") as of March 31, 2021 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

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

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements 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 deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, 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 judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. 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 with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

6. A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements 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

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Annexure A to Independent Auditors' Report

Referred to in paragraph 12(f) of the Independent Auditors' Report of even date to the members of Bhubaneswar Power Private Limited on the financial statements for the year ended March 31, 2021

Page 2 of 2

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 with reference to financial statements

7. Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Price Waterhouse & Co Chartered Accountants LLP
Firm Registration Number: 304026E/E300009
Chartered Accountants



Dhiraj Kumar
Partner
Membership Number: 060466
UDIN: 21060466AAAAAW8192

Place: Kolkata
Date: April 15, 2021

Annexure B to Independent Auditors' Report

Referred to in paragraph 11 of the Independent Auditors' Report of even date to the members of Bhubaneswar Power Private Limited on the financial statements as of and for the year ended March 31, 2021

- i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
 - (b) The fixed assets are physically verified by the Management according to a phased programme designed to cover all the items over a period of 3 years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.
 - (c) The title deeds of immovable properties, as disclosed in Note 4 on fixed assets to the financial statements, are held in the name of the Company.
- ii. The physical verification of inventory have been conducted at reasonable intervals by the Management during the year. The discrepancies noticed on physical verification of inventory as compared to book records were not material.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.
- iv. The Company has not granted any loans or made any investments, or provided any guarantees or security to the parties covered under Section 185 and 186. Therefore, the provisions of Clause 3(iv) of the said Order are not applicable to the Company.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
- vi. The Central Government of India has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues in respect of income taxes, though there has been a slight delay in one case, and is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, sales tax, service tax, duty of customs, duty of excise, value added tax, cess, goods and service tax and other material statutory dues, as applicable, with the appropriate authorities. Also refer note 33.4 to the financial statements regarding management's assessment on certain matters relating to provident fund.
 - (b) According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income-tax, sales-tax, duty of customs, duty of excise, value added tax and goods and service tax which have not been deposited on account of any dispute. The particulars of dues of service tax as at March 31, 2021 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (Rs. in lakhs)	Period to which the amount relates	Forum where the dispute is pending
Finance Act, 1994	Service Tax	32.66	April 2016 to June 2017	Commissioner of Central GST and Excise, Bhubaneswar zone

- viii. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institution or bank or Government as at the balance sheet date. The Company has not issued any debenture as at the balance sheet date.

Annexure B to Independent Auditors' Report

Referred to in paragraph 11 of the Independent Auditors' Report of even date to the members of Bhubaneswar Power Private Limited on the financial statements as of and for the year ended March 31, 2021

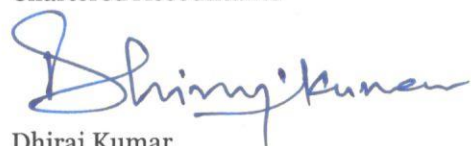
Page 2 of 2

- ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company.
- x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- xi. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
- xv. The Company has not entered into any non cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For Price Waterhouse & Co Chartered Accountants LLP

Firm Registration Number: 304026E/E300009

Chartered Accountants



Dhiraj Kumar

Partner

Membership Number: 060466

UDIN: 21060466AAAAW8192

Place: Kolkata

Date: April 15, 2021

Financial Statements for the period ended March 31, 2021



Bhubaneswar Power Private Limited

Balance Sheet

₹ in Lakhs

	Note No.	As at March 31, 2021	As at March 31, 2020
(I) ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	4	72,674.30	77,175.92
(b) Capital Work-in-Progress	5	239.17	460.98
(c) Intangible assets	6	3.72	3.06
(d) Right of use assets	7	328.26	322.19
(f) Tax Assets (Net)	8	459.13	458.63
(g) Other Non-Current Assets	9	563.16	899.16
		74,267.73	79,319.94
(2) Current assets			
(a) Inventories	10	4,264.01	3,498.85
(b) Financial assets			
(i) Trade receivables	11	3,237.92	5,564.59
(ii) Cash and Cash Equivalents	12	0.54	4.20
(iii) Other Balances with Banks	13	-	10.84
(iv) Other Financial Assets	14	19.60	15.00
(c) Other Current Assets	15	1,955.17	2,078.30
		9,477.24	11,171.78
TOTAL ASSETS		83,744.97	90,491.72
(II) EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity share capital	16	25,325.12	25,325.12
(b) Other equity	17	3,150.70	(81.17)
		28,475.82	25,243.95
(2) Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	18(a)	38,678.79	44,630.20
(ii) Lease Liabilities	18(b)	6.53	2.90
(b) Provisions	19	23.69	13.30
(C) Deferred tax liabilities (net)	20	1,019.45	217.53
		39,728.46	44,863.93
(3) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	21	1,209.54	2,842.41
(ii) Trade Payables	22	2,002.86	2,045.85
(iii) Other financial liabilities	23	6,144.05	6,401.95
(iv) Lease Liabilities	18(b)	18.65	3.20
(b) Provisions	19	1.52	0.91
(c) Other Current Liabilities	24	6,164.07	9,089.52
		15,540.69	20,383.84
TOTAL EQUITY AND LIABILITIES		83,744.97	90,491.72

See accompanying notes to the financial statements

In terms of our report attached

For Price Waterhouse & Co Chartered Accountants LLP

Firm Registration Number: 304026E / E300009

Chartered Accountants


Dhiraj Kumar

Partner

Membership Number: 060466

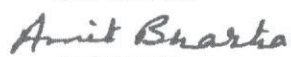
For and on behalf of the Board of Directors



Sumitra Saha

Managing Director

DIN: 08742250

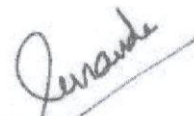


Amit Bharti

Chief Financial Officer

Place : Bhubaneswar

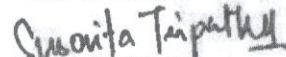
Date : April 15, 2021



B D Nanda

Director

DIN: 07531186



Susovita Tripathy

Company Secretary

ACS 48856

Place : Kolkata

Date : April 15, 2021

Bhubaneswar Power Private Limited

Statement of Profit and Loss

₹ in Lakhs

Particulars	Note No.	For the Year ended March 31, 2021	For the Year ended March 31, 2020
I Revenue from Operations	25	48,899.17	50,956.39
II Other Income	26	59.36	49.51
III Total Income (I+II)		48,958.53	51,005.90
IV Expenses			
(a) Fuel Consumed		24,677.86	28,009.97
(b) Electricity Duty		5,129.63	4,894.03
(c) Employee Benefits Expense	27	578.78	433.68
(d) Finance Costs	28	4,004.90	4,942.44
(e) Depreciation and Amortisation Expense	29	5,064.83	5,062.01
(f) Other Expenses	30	5,468.46	4,907.32
Total Expenses (IV)		44,924.46	48,249.46
V Profit before tax (III - IV)		4,034.07	2,756.44
VI Tax Expense			
a Current tax		-	-
b MAT Credit (Entitlement)/Reversal		-	362.44
c Deferred tax (refer note 20)		801.92	(3,827.88)
Total tax expense		801.92	(3,465.44)
VII Profit after tax for the year (V - VI)		3,232.15	6,221.88
VIII Other comprehensive Income			
Items that will not be reclassified to Profit or Loss			
- Remeasurements of defined employee benefit plans		(0.28)	(2.09)
IX Total Comprehensive Profit for the Year (VII+VIII)		3,231.87	6,219.79
Earnings per equity share:			
Basic and Diluted (Refer note 35)		1.28	2.46

See accompanying notes to the financial statements

This is the Statement of Profit and Loss referred to in our report of even date.

For Price Waterhouse & Co Chartered Accountants LLP

Firm Registration Number: 304026E / E300009

Chartered Accountants


Dhiraj Kumar

Partner

Membership Number: 060466

For and on behalf of the Board of Directors



Sumitra Saha

Managing Director

DIN: 08742250

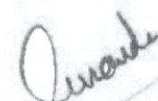


Amit Bhartia

Chief Financial Officer

Place : Bhubaneswar

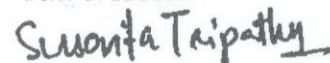
Date : April 15, 2021



B D Nanda

Director

DIN: 07531186



Susovita Tripathy

Company Secretary

ACS 48856

Place : Kolkata

Date : April 15, 2021

Bhubaneswar Power Private Limited

Cash Flow Statement

₹ in Lakhs

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
A) Cash Flow from Operating Activities		
Profit Before Tax	4,034.07	2,756.44
Adjustments for:		
Depreciation and Amortisation Expense	5,064.83	5,062.01
Finance Costs	4,002.69	4,941.19
Interest Cost on Lease Liability	2.21	1.25
Interest income on fixed deposits and Others	(49.51)	(48.20)
Profit on Sale of Mutual Funds	(4.55)	-
Loss on Discard of Fixed Assets	11.04	-
Loss on sale of Property, Plant and Equipment	1.40	5.24
Operating Profit before working capital changes	13,062.18	12,717.93
Movement in Working Capital		
(Increase) / Decrease in Inventories	(765.16)	(1,867.80)
(Increase) / Decrease in Trade Receivables	2,326.67	(781.54)
(Increase) / Decrease in Other Financial Assets	0.94	0.73
(Increase) / Decrease in Other Current Assets	123.13	1,137.83
Increase / (Decrease) in Non-Current Provisions	10.11	(6.22)
Increase / (Decrease) in Trade Payables	(42.99)	450.92
Increase / (Decrease) in Current Provisions	0.61	(0.35)
Increase / (Decrease) in Other Financial Liabilities	(67.59)	(170.33)
Increase / (Decrease) in Other Current Liabilities	(2,925.45)	16.35
Cash Generated from Operations	11,722.46	11,497.52
Income Taxes Refund or (Paid)	(0.50)	(304.43)
Net Cash Generated from Operations (A)	11,721.96	11,193.09
B) Cash Flow from Investing Activities		
Interest Received on Fixed Deposits	43.97	55.74
Sale of Property, Plant and Equipment	0.26	3.47
Purchase of Property, Plant and Equipment	(544.77)	(71.39)
Sale of Mutual Funds	2,974.52	-
Purchase of Mutual Funds	(2,969.97)	-
Movement in Other Balances with Banks	10.84	269.59
(Increase) / Decrease in Other Non-Current Assets	(25.26)	315.21
Capital Expenditure on Property, Plant and Equipment including Capital Advances	388.84	(600.17)
Net Cash (used) In Investing Activities (B)	(121.57)	(27.56)
C) Cash Flow from Financing Activities		
Repayment of Long Term Borrowings	(5,949.07)	(5,946.85)
Proceeds/ (Repayment) of Short Term Borrowings (net)	(1,632.87)	(260.87)
Proceeds/(Repayment) of Lease Liability	(17.21)	(16.37)
Finance Costs	(4,002.69)	(4,941.19)
Interest Cost on Lease Liability	(2.21)	(1.25)
Net Cash (Used) in Financing Activities (C)	(11,604.04)	(11,166.53)
Net Decrease in Cash and Cash Equivalents(A+B+C) (D)	(3.66)	(0.99)
Opening Cash and Cash Equivalents (E)	4.20	5.19
Closing Cash and Cash Equivalents (D)+(E) (F)	0.54	4.20

Notes:

a) Cash Flow Statement has been prepared under the Indirect method as set out in the Indian Accounting Standard 7 "Statement of Cash Flows". Cash and cash equivalents in the Cash Flow Statement comprise cash at bank and in hand, demand deposits and cash equivalents which are short-term and held for the purpose of meeting short-term cash commitments.

See accompanying notes to the financial statements

In terms of our report attached

For Price Waterhouse & Co Chartered Accountants LLP

Firm Registration Number: 304026E / E300009

Chartered Accountants


Dhiraj Kumar

Partner

Membership Number: 060466

Place : Kolkata

Date : April 15, 2021

For and on behalf of the Board of Directors



Sumitra Saha

Managing Director

DIN: 08742250

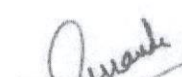


Amit Bhartia

Chief Financial Officer

Place : Bhubaneswar

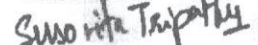
Date : April 15, 2021



B D Panda

Director

DIN: 07531186



Susovita Tripathy

Company Secretary

ACS 48856

Bhubaneswar Power Private Limited

Statement of Changes in Equity

₹ in Lakhs

Particulars	Equity Share Capital
Balance as at 1 April, 2019	23,025.12
Changes in Equity Share Capital during the Year	-
Balance as at 31 March, 2020	23,025.12
Changes in Equity Share Capital during the year	-
Balance as at 31 March, 2021	23,025.12

Other Equity

Particulars	Reserve & Surplus		Items of Other Comprehensive Income	Total
	Retained earnings	Other Equity	Defined Benefit Plans	
Balance as at 1 April, 2019	(6,288.77)	(22.58)	10.39	(6,300.96)
Profit for the year	6,221.88	-	-	6,221.88
Remeasurement gains / (losses) on defined benefit plans	-	-	(2.09)	(2.09)
Balance as at 31 March, 2020	(66.89)	(22.58)	8.30	(81.17)
Profit for the year	3,232.15	-	-	3,232.15
Remeasurement gains / (losses) on defined benefit plans	-	-	(0.28)	(0.28)
Balance as at 31 March, 2021	3,165.26	(22.58)	8.02	3,150.70

See accompanying notes to the financial statements

This is the Statement of Changes in Equity referred to in our report of even date.

For Price Waterhouse & Co Chartered Accountants LLP

Firm Registration Number: 304026E / E300009

Chartered Accountants


Dhiraj Kumar

Partner

Membership Number: 060466

Place : Kolkata

Date : April 15, 2021

For and on behalf of the Board of Directors



Sumitra Saha

Managing Director

DIN: 08742250

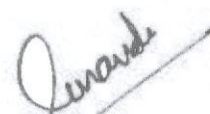


Amit Bhartia

Chief Financial Officer

Place : Bhubaneswar

Date : April 15, 2021



B D Nanda

Director

DIN: 07531186



Susovita Tripathy

Company Secretary

ACS 48856

Bhubaneswar Power Private Limited

Notes forming part of the Financial Statements

1. General Information

Bhubaneswar Power Private Limited (BPPL) was incorporated on 31 July, 2006 and is engaged in the business of generating, distributing and supplying of power through thermal power plant. The Company is a 100% subsidiary of Tata Steel Limited (TSL) including shareholding through its another subsidiary Tata Steel Mining Limited (TSML) (formerly known as T S Alloys Limited). The Company provides power to Tata Steel Limited and Tata Steel Mining Limited as per the terms of Power Purchase Agreement (PPA) with the customers.

2. Compliance with Ind AS

The Financial Statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under the Section 133 of the Companies Act, 2013 (the Act), Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Act.

3. Significant Accounting Policies

3.1 Basis of preparation and presentation

The Financial Statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

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, regardless of whether that price is directly observable or estimated using another valuation technique.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

3.2 Use of estimates and judgments

The preparation of these Financial Statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities (including contingent liabilities) as at the date of the Financial Statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimate are recognised in the period in which the estimate are revised and future period are affected.

3.3 Critical estimates and judgments

The preparation of the company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances existing when the financial statements were prepared. The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates is recognised in the year in which the estimates are revised and in any future year affected.

In the process of applying the Company's accounting policies, management has made the following judgments, estimates and assumptions which have significant effect on the amounts recognised in the financial statements:

Taxes

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

3.4 Revenue Recognition

Revenue from Sale of Energy

Revenue from sale of energy is recognised as per the power purchase agreement with the consumers to the extent that it is probable that the future economic benefits will flow to the Company and the revenue can be measured reliably, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government.

Bhubaneswar Power Private Limited

Notes forming part of the Financial Statements

Other Income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is included in other income in the statement of profit and loss.

3.5 Insurance Claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

3.6 Borrowing

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other gains/(losses).

Borrowings are classified as current liabilities unless the group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period. Where there is a breach of a material provision of a long-term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

Borrowing Costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

Other borrowing costs are expensed in the period in which they are incurred.

3.7 Employee Benefits

3.7.1 Short-term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

3.7.2 Defined benefit plans

The liability or asset recognised in the balance sheet in respect of defined benefit gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation denominated in INR is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. The estimated future payments which are denominated in a currency other than INR, are discounted using market yields determined by reference to high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Bhubaneswar Power Private Limited

Notes forming part of the Financial Statements

3.7.3 Defined contribution plans

The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due.

3.7.4 Compensated absences

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the appropriate market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

3.8 Employee Benefits

(i) Basic earnings per share

Basic earnings per share is calculated by dividing:

- The profit attributable to owners of the group
- By the weighted average number of equity shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares (Refer Note 35).

(ii) Diluted earnings per share

Diluted earnings per share adjusts the figures used in the determination of basic earnings per share to take into account:

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

3.9 Taxation

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the Income tax Act, 1961 and other applicable tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Advance taxes and provisions for current income taxes are presented in the balance sheet after off-setting advance tax paid and income tax provisions arising in the same tax jurisdiction and where the relevant tax paying units intends to settle the asset and liability on a net basis.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends to either settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

3.10 Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Bhubaneswar Power Private Limited

Notes forming part of the Financial Statements

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

3.10.1 Financial assets at amortised cost

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

3.10.2 Financial liabilities

Financial liabilities are measured at amortized cost using the effective interest method.

3.11 Property, Plant and Equipment & Intangible Assets

All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Freehold land is carried at historical cost. All other items of property, plant and equipment are stated in the Balance Sheet at Historical cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price, attributable expenditure incurred in bringing the asset to its working condition for the intended use and cost of borrowing till the date of capitalisation in the case of assets involving material investment and substantial lead time.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Depreciation methods, estimated useful lives and residual value

Relevant provisions pertaining to providing of depreciation as per the Companies Act, 2013 which came in to effect from 1 April, 2014, provide inter-alia that such industries which are governed by specific statutes, can make provision for depreciation / amortization as prescribed under the relevant statutes, instead of adopting the methodology defined in Schedule-II of the Act.

As the Company's business is that of power generation and is governed by the Electricity Act, 2003, it has been decided by the management to provide for depreciation on straight line method at the rates prescribed under the guidelines issued by the Central Electricity Regulatory Commission ("CERC") from time to time, which are as under.

• Buildings	25 years
• Buildings – temporary structures	Nil
• Plant and equipment	18.94 years
• Office equipment	15.80 years
• Furniture and fixtures	15.80 years
• Vehicles	18.94 years
• Computers	6.67 years
• Computer software	6.67 years

Individual assets costing ₹ 5,000 or less are fully depreciated in the year of capitalization.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset is recognised in Statement of Profit and Loss.

3.12 Impairment

Financial assets (other than at fair value)

The Company assesses at each date of balance sheet as per Ind AS 109 whether a financial asset or a group of financial assets is impaired and an impairment loss (if any) is recognised in the Statement of Profit and Loss.

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

Bhubaneswar Power Private Limited

Notes forming part of the Financial Statements

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

3.13 Inventories

Inventories are valued at the lower of cost, ascertained on "weighted average method", and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale / consumption, including octroi and other levies, transit insurance and receiving charges.

3.14 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

3.15 Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment.

3.16 Trade and other payables

These amounts represent liabilities for goods and services provided to the group prior to the end of financial year which are unpaid. The amounts are unsecured and are usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

3.17 Provisions and Contingencies

A provision is recognized when Company has a present obligation as a result of past event and it is probable that an outflow of resources embodying economic benefit will be required to settle the obligation and in respect of which a reliable estimate can be made. Provisions are determined based on best estimate of the expenditure 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 estimates. Contingent liabilities are disclosed in the notes forming part of the Financial Statements.

3.18 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the group or the counterparty.

3.19 Contributed equity

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction.

3.20 Leases

The Company's lease asset classes primarily consist of leases for premises. The Company assess 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 contract involves the use of an identified asset;
- (2) The Company has substantially all 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 ("ROU") 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 includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes 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.

Bhubaneswar Power Private Limited
Notes forming part of the Financial Statements

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the balance lease term 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.

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 rates in the country of domicile of the leases. Lease liabilities are re-measured with a corresponding adjustment to the related right of use asset if the company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

3.21 Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

Bhubaneswar Power Private Limited
Notes forming part of the Financial Statements

Note 4. Property, Plant and Equipment.

							₹ in Lakhs
Particulars	Freehold Land	Buildings	Plant & Equipment	Furniture & Fixtures	Office Equipment	Vehicles	Total
Cost or Deemed Cost							
Balance as at 1 April, 2019	854.25	1,863.97	93,473.06	62.12	120.01	54.08	96,427.49
Additions	-	-	62.39	1.39	7.61	-	71.39
Disposals/Adjustments	(2.44)	-	(17.93)	(17.26)	(2.88)	-	(40.51)
Balance as at 31 March, 2020	851.81	1,863.97	93,517.52	46.25	124.74	54.08	96,458.37
Additions	7.15	377.02	140.76	2.32	16.87	0.65	544.77
Disposals/Adjustments	-	-	(1.00)	(12.62)	(20.23)	(9.01)	(42.86)
Balance as at 31 March, 2021	858.96	2,240.99	93,657.28	35.95	121.38	45.72	96,960.28
Accumulated Depreciation							
Balance as at 1 April, 2019	-	193.28	14,000.19	14.78	42.71	11.48	14,262.44
Depreciation Expense	-	61.49	4,953.52	3.51	10.39	3.45	5,032.36
Depreciation on Disposals/Adjustments	-	-	(1.67)	(9.64)	(1.04)	-	(12.35)
Balance as at 31 March, 2020	-	254.77	18,952.04	8.65	52.06	14.93	19,282.45
Depreciation Expense	-	70.42	4,945.84	4.07	10.82	2.56	5,033.71
Depreciation on Disposals/Adjustments	-	-	(0.32)	(7.20)	(15.30)	(7.36)	(30.18)
Balance as at 31 March, 2021	-	325.19	23,897.56	5.52	47.58	10.13	24,285.98
Carrying amount as at 31 March, 2020	851.81	1,609.20	74,565.48	37.60	72.68	39.15	77,175.92
Carrying amount as at 31 March, 2021	858.96	1,915.80	69,759.72	30.43	73.80	35.59	72,674.30

Note:

i) Property, Plant and Equipment of the Company have been pledged as security against the Borrowings [refer note 18].

ii) Refer note 31 for disclosure of contractual commitments for the acquisition of property, plant and equipment.

Bhubaneswar Power Private Limited

Notes forming part of the Financial Statements

₹ in Lakhs

Note 5. Capital Work-in-Progress

Particulars	As at March 31, 2021	As at March 31, 2020
Capital Work-in-Progress	239.17	460.98
Total Capital Work-in-Progress	239.17	460.98

Bhubaneswar Power Private Limited
Notes forming part of the Financial Statements

Note 6. Intangible Assets

₹ in Lakhs

Particulars	As at March 31, 2021	As at March 31, 2020
Carrying amounts :		
Software & Licenses	3.72	3.06
Total	3.72	3.06

₹ in Lakhs

Particulars	Software & Licenses
Cost or Deemed Cost	
Balance as at 1 April, 2019	5.16
Additions	1.00
Balance as at 31 March, 2020	6.16
Additions	1.56
Balance as at 31 March, 2021	7.72
Accumulated Depreciation	
Balance as at 1 April, 2019	2.39
Depreciation Expense	0.71
Balance as at 31 March, 2020	3.10
Depreciation Expense	0.90
Balance as at 31 March, 2021	4.00
Carrying amount as at 31 March, 2020	3.06
Carrying amount as at 31 March, 2021	3.72

Note:

i) Intangible assets of the Company have been pledged as security against the Borrowings [refer note 18].

Bhubaneswar Power Private Limited
Notes forming part of the Financial Statements

Note 7. Right of use assets

₹ in Lakhs

Particulars	Right of use assets Land	Right of use assets Buildings	Right of use assets IDCO Land	Right of use assets IDCO Land Prepaid Lease	Total
Balance as at 1 April, 2019	4.68	14.89	2.90	328.65	351.12
Balance as at 31 March, 2020	4.68	14.89	2.90	328.65	351.12
Additions	7.98	28.31	-	-	36.29
Balance as at 31 March, 2021	12.66	43.20	2.90	328.65	387.41
<u>Accumulated / Amortisation</u>					
As at April 01, 2019	-	-	-	-	-
Depreciation/Amortisation Expense	3.75	12.77	0.04	12.38	28.94
Balance as at 31 March, 2020	3.75	12.77	0.04	12.38	28.94
Depreciation/Amortisation Expense	3.93	13.91	0.04	12.34	30.22
Balance as at 31 March, 2021	7.68	26.68	0.08	24.72	59.16
Carrying amount as at 31 March, 2020	0.93	2.12	2.86	316.28	322.19
Carrying amount as at 31 March, 2021	4.98	16.52	2.82	303.94	328.26

Bhubaneswar Power Private Limited

Notes forming part of the Financial Statements

₹ in Lakhs

Note 8. Tax Assets (Net)

Particulars	As at March 31, 2021	As at March 31, 2020
Income Tax Assets (Net)	459.13	458.63
Total Tax Assets (Net)	459.13	458.63

Note 9. Other Non-Current Assets

Particulars	As at March 31, 2021	As at March 31, 2020
Unsecured, Considered Good		
Capital Advances	184.34	545.60
Security Deposits	369.29	352.57
Others	9.53	0.99
Total Other Non-Current Assets	563.16	899.16

Note 10. Inventories

Particulars	As at March 31, 2021	As at March 31, 2020
(Lower of cost and net realisable value)		
Raw Materials - Coal	3,454.01	2,693.72
Stores and Spares	810.00	805.13
Total Inventories	4,264.01	3,498.85

The mode of valuation of inventories has been stated in Note No. 3.4.

Note 11. Trade Receivables

Particulars	As at March 31, 2021	As at March 31, 2020
Unsecured, Considered good:		
Receivables from related parties	3,237.92	5,564.59
Total Trade Receivables	3,237.92	5,564.59

1. The credit period on sales of power is 30 days. Payments made after 30 days from the date of submission of invoice shall bear interest from such due date until paid at the rate of one (1%) percent per month and a rebate of 1% is given if the amount is paid by the customer within 2 days of invoice submission date.

2. At 31 March 2021, the Company had 2 major customers (31 March 2020: 2 customers) who owed the Company Rs. 3,237.92 lakhs [31 March 2020: Rs. 5,564.59 lakhs] and account for 100% of all the receivables outstanding.

3. The Company maintains 0% allowance for impairment of doubtful accounts for all trade receivables. The allowance is based on financial condition of the customer, ageing of the customer, account receivable and past experience of realisation of receivables.

4. The concentration of credit risk is limited due to the fact that the Company has only 2 customers.

Note 12. Cash and Cash Equivalents

Particulars	As at March 31, 2021	As at March 31, 2020
Cash and Cash equivalents		
(a) Cash on Hand	0.03	0.18
(b) Balances with Banks		
In Current Accounts	0.51	4.02
Total Cash and Cash Equivalents	0.54	4.20

Note: Cash and Cash equivalents as above meet the definition of Cash and Cash equivalents as per Indian Accounting Standard 7 "Statement of Cash Flows."

Bhubaneswar Power Private Limited

Notes forming part of the Financial Statements

₹ in Lakhs

Note 13. Other Balances with Banks

Particulars	As at March 31, 2021	As at March 31, 2020
Other Bank Balances - Margin Money Deposit	-	10.84
Total Other Balances with Banks	-	10.84

Note 14. Other Financial Assets

Particulars	As at March 31, 2021	As at March 31, 2020
Security Deposits	13.16	14.10
Interest Accrued on Fixed Deposits	6.44	0.90
Total Other Financial Assets	19.60	15.00

Note 15. Other Current Assets

Particulars	As at March 31, 2021	As at March 31, 2020
Unsecured, Considered Good		
Advance to Suppliers	1,879.43	1,918.90
Prepaid Expenses	41.06	125.06
Balances Lying with Government Authorities	34.66	33.94
Advance to Staff for Expenses	0.02	0.40
Total Other Current Assets	1,955.17	2,078.30

Bhubaneswar Power Private Limited

Notes forming part of the Financial Statements

Note 16. Equity Share Capital

₹ in Lakhs

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	Amount	No. of Shares	Amount
(a) Authorised Equity Shares of ₹ 10 each	25,70,00,000	25,700.00	25,70,00,000	25,700.00
(b) Issued, subscribed and fully paid-up Equity Shares of ₹ 10 each	25,32,51,187	25,325.12	25,32,51,187	25,325.12
Total	25,32,51,187.00	25,325.12	25,32,51,187.00	25,325.12

(c) Reconciliation of equity shares

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	Amount	No. of Shares	Amount
Equity Shares Share outstanding at the beginning of the Year	25,32,51,187	25,325.12	25,32,51,187	25,325.12
Add: Shares issued during the year	-	-	-	-
Share outstanding at the end of the Year	25,32,51,187	25,325.12	25,32,51,187	25,325.12

(d) Rights, preferences and restrictions attached to Equity Shares :

Each equity shareholder 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 number of equity shares held by the shareholders.

(e) Equity Shares held by Holding Company

Name of the Shareholder	As at March 31, 2021	As at March 31, 2020
	No. of Shares	No. of Shares
Tata Steel Limited	23,69,86,703	23,69,86,703

(f) Equity shareholders holding more than 5% of equity shares (alongwith the number of equity shares held is as given below)

Name of the Shareholder	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	%	No. of Shares	%
Tata Steel Limited	23,69,86,703	93.58%	23,69,86,703	93.58%
Tata Steel Mining Limited (TSML), Formerly known as TS Alloys Limited	1,62,64,484	6.42%	1,62,64,484	6.42%
Total	25,32,51,187	100.00%	25,32,51,187	100.00%

Bhubaneswar Power Private Limited

Notes forming part of the Financial Statements

Note 17. Other Equity

₹ in Lakhs

Particulars	As at March 31, 2021	As at March 31, 2020
Retained Earnings	3,173.28	-58.59
Other equity	-22.58	-22.58
Total	3,150.70	-81.17

Retained earnings

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the year	-58.59	-6,278.38
Profit attributable to owners of the Company	3,232.15	6,221.88
Other comprehensive income arising from remeasurement of defined benefit obligation	-0.28	-2.09
Balance at the end of the year	3,173.28	-58.59

Other equity

Particulars	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the year	-22.58	-22.58
Balance at the end of the year	-22.58	-22.58

Note 18(a). Borrowings

Particulars	As at March 31, 2021		As at March 31, 2020	
	Non-Current	Current *	Non-Current	Current *
Term Loans-Secured From Banks (at amortised cost)	38,678.79	5,951.41	44,630.20	5,949.07
Total	38,678.79	5,951.41	44,630.20	5,949.07

* Current Maturities are included in Note No. 23 - Other Financial Liabilities

Notes:

Terms of repayment and security details:

i) Payment terms: The Loan is repayable in 41 equal Quarterly Installments starting from 30th September 2018 to 30th September 2028 and carry an interest rate of one year HDFC Bank MCLR and the spread. Effective interest rate from 13th September 2019 to 12th September 2020 is 8.75%, from 13th September 2020 to 14th January 2021 is at 7.60% and from 15th January 2021 it is at 7.25%. The loan has a prepayment option without any prepayment premium if such prepayment is effected at the instance of lender or prepayment is effected after six months from the date of first disbursement by providing 15 business days prior notice, in all other cases prepayment premium is 1% on the amount so prepaid.

ii) Secured by a first ranking pari passu charge on all the movable assets (both Tangible and Intangible) of the Company including any movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles and all other movable assets, both present and future.

First ranking pari passu charge over all the immovable assets (save and except the railway sliding).

Second ranking pari passu charge on all of the existing and future inventory, receivables and other current assets of the Company.

Note 18(b): Lease Liability

Particulars	As at March 31, 2021		As at March 31, 2020	
	Non-Current	Current *	Non-Current	Current *
Lease Liability	6.53	18.65	2.90	3.20
Total	6.53	18.65	2.90	3.20

For adjustments recognised on adoption of Ind AS 116 on April 1, 2019, refer note 41.

Note 19. Provisions

Particulars	As at March 31, 2021	As at March 31, 2020
Employee Benefits	25.21	14.21
	25.21	14.21
Non-Current	23.69	13.30
Current	1.52	0.91
Total	25.21	14.21

Bhubaneswar Power Private Limited

Notes forming part of the Financial Statements

₹ in Lakhs

Note 20: Income tax

The major components of income tax expense are:

Statement of profit and loss:

	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Current tax	-	-
MAT credit reversal/(entitlement)	-	362.44
Deferred tax:	801.92	(3,827.88)
Income tax expense reported in the statement of profit or loss	801.92	(3,465.44)

Deferred Tax Liability:

Deferred tax liability comprises of temporary differences attributable to:

Balance sheet

	As at March 31, 2021	As at March 31, 2020
Accelerated depreciation for tax purposes	(6,419.39)	(5,873.40)
Deferred tax liability	(6,419.39)	(5,873.40)
Carried forward unabsorbed depreciation	5,275.99	5,544.53
Indexation benefit on freehold land	123.95	111.34
Deferred tax asset	5,399.94	5,655.87
Net deferred tax assets/(liabilities)	(1,019.45)	(217.53)

Statement of profit and loss

	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Accelerated depreciation for tax purposes	545.99	(1,023.57)
Carried forward unabsorbed depreciation	268.54	(2,796.69)
Indexation benefit on freehold land	(12.61)	(7.62)
Deferred tax expense/(income)	801.92	(3,827.88)

Reconciliation of deferred tax liabilities (net):

	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Opening balance	217.53	3,682.97
Tax expense during the period recognised in profit or loss	801.92	(3,827.88)
MAT credit reversal/(entitlement)	-	362.44
Closing balance	1,019.45	217.53

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

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Profit before income tax	4,034.07	2,756.44
Income tax rate	25.17%	25.17%
Income tax expense	1,015.29	693.74
Reversal of unutilisable MAT Credit Entitlement	-	362.44
Recognition of previously unrecognised unabsorbed depreciation	-	(3,490.43)
Others	(213.37)	-
Due to decline in income tax rate from 34.944% to 25.168%	-	(1,031.19)
Tax expense recognised in the statement of profit and loss	801.92	(3,465.44)

Bhubaneswar Power Private Limited**Notes forming part of the Financial Statements**

₹ in Lakhs

Note 21. Borrowings

Particulars	As at March 31, 2021	As at March 31, 2020
Secured		
From Banks:		
Cash Credit Facilities	1,209.54	2,842.41
Total Borrowings	1,209.54	2,842.41

Cash credit facility: From August 2020 the Company has renewed cash credit facility from Axis Bank Limited @ 7.65% and from 13th September 2020, the Company has renewed cash credit facility from HDFC bank @ 7.35% and interest is payable on monthly basis.

Security Terms:

First charge on entire current assets and Second charge on Fixed Assets (present and future) of the Company.

Note 22. Trade Payables

Particulars	As at March 31, 2021	As at March 31, 2020
Trade Payables	2,002.86	2,045.85
Total Trade Payables	2,002.86	2,045.85

*The average credit period on purchase of goods range from 1 days to 30 days.

Note 23. Other Financial Liabilities

Particulars	As at March 31, 2021	As at March 31, 2020
Current Maturities of Long-Term Borrowings (refer note 18)	5,951.41	5,949.07
Retention Money Payable	69.69	99.45
Payables on Purchase of Property, Plant and Equipment	11.43	217.02
Deferred Revenue	111.52	136.41
Total Other Financial Liabilities	6,144.05	6,401.95

Note 24. Other Current Liabilities

Particulars	As at March 31, 2021	As at March 31, 2020
Statutory Remittances	113.47	89.06
Advance Received from a Customer	6,000.00	9,000.00
Payable to Employees for Expenses	50.60	0.46
Total Other Current Liabilities	6,164.07	9,089.52

Bhubaneswar Power Private Limited**Notes forming part of the Financial Statements**

₹ in Lakhs

Note 25. Revenue from Operations**Particulars**

	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Sale of Energy	48,892.66	50,955.76
Other Operating Revenue	6.51	0.63
Total Revenue from Operations	48,899.17	50,956.39

Note 26. Other Income**Particulars**

	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Interest income:		
- on fixed deposits	31.45	29.68
- others	18.06	18.52
Total Interest Income (A)	49.51	48.20
Profit on Sale of Mutual Funds	4.55	-
Miscellaneous Income (B)	5.30	1.31
Total Other Income (A+B)	59.36	49.51

Note 27. Employee Benefits Expense**Particulars**

	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Salaries and Other Benefits	532.11	403.56
Contribution to Provident and Other Funds	29.27	18.79
Gratuity Expenses	5.52	4.59
Staff Welfare Expenses	11.88	6.74
Total Employee Benefits Expense	578.78	433.68

Note 28. Finance Costs**Particulars**

	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Interest Expense on;		
- Term Loans	3,905.82	4,812.72
- Cash Credit Facilities	12.40	49.04
Other Borrowing Costs		
- Others	84.47	79.43
- Interest Cost on Lease Liability	2.21	1.25
Total Finance Costs	4,004.90	4,942.44

Note 29. Depreciation and Amortisation Expense**Particulars**

	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Depreciation of Property, Plant and Equipment	5,033.71	5,032.36
Depreciation on Right of use Assets	30.22	28.94
Amortisation of Intangible Assets	0.90	0.71
Total Depreciation and Amortisation Expense	5,064.83	5,062.01

Bhubaneshwar Power Private Limited**Notes forming part of the Financial Statements****Note 30. Other Expenses**

Particulars	For the Year ended March 31, 2021	For the Year ended March 31, 2020
Power and Fuel	31.08	23.10
Water Charges	574.79	552.94
Transmission Charges	1,375.06	1,087.21
Operation & Maintenance Charges	1,910.87	1,768.03
Consumption of Stores and Spares	390.79	367.08
Rent	9.71	9.80
Repairs and Maintenance	3.03	6.18
Insurance	164.42	196.28
Rates and Taxes	17.59	14.83
Communication Expenses	0.35	2.51
Travelling Expenditure	11.52	22.22
Auditors' Remuneration		
- Statutory Audit	3.30	1.95
- Tax audit	1.20	0.80
- Other Services	1.50	0.75
- Reimbursements	0.09	0.83
Advertisement Expenses	1.28	0.01
Security Expenses	165.54	164.54
Directors' Sitting Fees	2.48	3.07
Consultancy Charges	280.20	446.94
Printing and Stationery	0.61	1.53
Loss on Sale of Property, Plant and Equipment	1.40	5.24
Loss on Discard of Fixed Assets	11.04	-
Ash Management Expenses	470.22	216.91
Corporate Social Responsibility Expenses	29.92	-
Miscellaneous Expenses	10.47	14.57
Total Other Expenses	5,468.46	4,907.32

Bhubaneswar Power Private Limited
Notes forming part of the Financial Statements

31. Commitments

Estimated amount of contracts remaining to be executed on capital account not provided for, net of advances ₹ 245.16 Lakhs (31 March 2020: ₹ 173.11 Lakhs).

32. Disclosures required under Section 22 of Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act")

The Company has not received intimation from "Suppliers" regarding their status under the MSMED Act and hence disclosures, if any, relating to amounts not paid as at the end of the year together with interest paid/ payable as required on the said amount have not been given.

33. Employee benefit plans:

33.1 Defined Contribution Plan

The Company has recognised in the Statement of Profit and Loss under the head Employee Benefits Expense an amount of ₹ 29.27 Lakh in expenses for the year ended 31 March, 2021 (31 March, 2020: ₹ 18.79 Lakh) towards defined contribution plans (Refer Note 27).

33.2 Defined Benefit Plans

The Company provided the following employee benefits

Plan	Funding Status
Gratuity	Funded by "New Group Gratuity Cash Accumulation Plan" with LIC
Compensated absence	Non Funded

Gratuity Plan

Reconciliation of opening and closing balances of obligation	As at 31 March 2021 (₹ in lakh)	As at 31 March 2020 (₹ in lakh)
Opening defined benefit obligation	27.69	19.47
Current service cost	6.06	4.60
Interest cost	1.82	1.42
Acquisitions Cost	16.60	-
Actuarial (gains) / losses	0.96	3.06
Benefits paid	(0.92)	(0.86)
Closing defined benefit obligation	52.21	27.69

Change in Plan Assets (Reconciliation of opening & closing balances)	As at 31 March 2021 (₹ in lakh)	As at 31 March 2020 (₹ in lakh)
Opening fair value of Plan Assets	28.67	11.70
Acquisition adjustment	16.60	-
Interest income	2.37	1.42
Contributions from the employer	14.33	15.44
Benefits paid	(0.92)	(0.86)
Return on plan assets (greater) / less than discount rate	0.69	0.97
Closing fair value of Plan Assets	61.74	28.67

Reconciliation of fair value of assets and obligations	As at 31 March 2021 (₹ in lakh)	As at 31 March 2020 (₹ in lakh)
Present value of funded defined benefit obligation	52.21	27.69
Fair value of plan assets	(61.74)	(28.67)
Amount recognised in balance sheet	(9.53)	(0.98)

Expense recognized in the year	As at 31 March 2021 (₹ in lakh)	As at 31 March 2020 (₹ in lakh)
Current service cost	6.06	4.59
Net interest expense	(0.55)	-
Components of defined benefit costs recognised in Statement of Profit and Loss	5.51	4.59
Actuarial (gains) / losses	0.28	2.09
Components of defined benefit costs recognised in other comprehensive income	0.28	2.09

Bhubaneswar Power Private Limited
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The principal assumptions used for the purposes of the actuarial valuations were as follows.

Particulars	As at 31 March 2021 (₹ in lakh)	As at 31 March 2020 (₹ in lakh)
Discount Rate(S)	6.50%	6.70%
Rate of escalation in salary (per annum)	6.00%	6.00%
Attrition rate	5.00%	5.00%
Mortality rate	Indian Assured Lives Mortality (2006-08) (modified) Ultimate	

Sensitivity analysis	As at 31 March 2021 (₹ in lakh)	As at 31 March 2020 (₹ in lakh)
Discount rate + 100 basis points	(2.92)	(2.38)
Discount rate - 100 basis points	3.33	2.73
Salary increase rate + 100 basis points	3.15	2.73
Salary increase rate - 100 basis points	(2.94)	(2.41)

33.3 Compensated Absences

The accrual for unutilized leave is determined for the entire available leave balance standing to the credit of the employees at year end. The value of such leave balance eligible for carry forward, is determined by an independent actuarial valuation and charged to the Statement of Profit and Loss in the period determined.

The key assumptions, as provided by an independent actuary, used in the computation of provision for compensated absences are as given below:

Particulars	For the year ended	
	31 March 2021 (₹ in lakh)	31 March 2020 (₹ in lakh)
Discount Rate(S)	6.50%	6.70%
Rate of escalation in salary (per annum)	6.00%	6.00%
Attrition rate	5.00%	5.00%
Mortality rate	Indian Assured Lives Mortality (2006-08) (modified) Ultimate	

33.4 The Hon'ble Supreme Court in February 2019 pronounced its judgment in relation to the non exclusion of certain allowances from the definition of the basic wages of the relevant employees for the purpose of determining the contribution to provident fund under the Employees Provident Fund and Miscellaneous Provisions Act, 1952. The Company based on its assessment concluded that the judgment doesn't have a significant impact and accordingly no provision has been considered in the financial statements.

34.

34.1 Name of the related parties and relationships:

Name of the Related Parties	Description of relationship
Tata Steel Limited	Holding Company
Tata Steel Mining Limited (formerly know as TS Alloys Limited)	Subsidiary of Holding Company
Mjunction Service Limited	Joint venture of Holding Company
Tata International Limited	Subsidiary of Holding Company
Tata AIG General Insurance Company Limited	Group Company
Key Managerial Personnel	
Sumitra Saha	Managing Director (from 15th May 2020)
Sharad Kumar	Managing Director (up to 30th April 2020)
Avneesh Gupta	Chairman
Vuppala Satyanarayana Murty	Director
Roopendra Narayan Roy	Director
Ramya Hariharan	Director
Bubhu Dutta Nanda	Director

Bhubaneswar Power Private Limited
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34.2 Transactions during the Year:

Particulars	For the year ended	
	31 March 2021 (₹ in lakh)	31 March 2020 (₹ in lakh)
Sale of Energy		
- Tata Steel Limited	39,636.61	41,308.79
- Tata Steel Mining Limited (formerly know as TS Alloys Limited)	9,229.35	9,618.05
Purchase of Coal		
- Tata Steel Limited	1,911.17	878.87
- Tata International Limited	0.09	4,515.59
Advance refunded		
- Tata Steel Limited	3,000.00	-
Reimbursements of expenses/ purchases:		
- Tata Steel Limited	5.97	1.46
- Tata Steel Mining Limited (formerly know as TS Alloys Limited)	0.47	14.75
Consultancy Charges		
- Tata Steel Limited	231.01	413.28
Other Services		
-M Junction Service Limited	3.54	9.81
Tata AIG General Insurance Company Limited	0.27	0.29
Remuneration of Key managerial personnel		
Sumitra Saha	66.84	-

34.3 Balances outstanding at the end of the Year:

Particulars	As at	
	31 March 2021 (₹ in lakh)	31 March 2020 (₹ in lakh)
Trade Receivables		
- Tata Steel Limited	2,565.58	3,266.78
- Tata Steel Mining Limited (formerly know as TS Alloys Limited)	671.33	2,297.80
Trade payables		
- Tata Steel Limited	-	415.91
- Tata International Limited	-	13.12
- M Junction Service Limited	0.28	0.54
Advance From Customers		
- Tata Steel Limited	6,000.00	9,000.00

35. Earnings/ (Loss) per share:

Particulars	For the year ended	
	31 March 2021 (₹ in lakh)	31 March 2020 (₹ in lakh)
Profit for the Year (₹ in lakhs)	3,231.87	6,219.79
Weighted average no. of equity shares of ₹ 10/- each	25,32,51,187	25,32,51,187
Nominal value per share (in ₹)	10.00	10.00
Profit per equity share : (Basic and Diluted) (in ₹)	1.28	2.46

36. Operating Segment:

The operations of the Company comprises of only one reportable segment – i.e. the business of generating, distributing and supplying of power through thermal power plant.
The Management monitors the operating results of this segment for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the financial statements.

Bhubaneswar Power Private Limited
Notes forming part of the Financial Statements

37. Financial Instruments

37.1 Capital Management:

The Company manages its capital to ensure that it will be able to continue as going concern while maximising the return to stakeholders through the optimisation of the Debt and Equity balance.

The capital structure of the Company comprises of net debt (borrowings reduced by cash and bank balances) and equity.

37.2 Gearing Ratio:

The gearing ratio at the end of the reporting period was as follows.

Particulars	As at	
	31 March 2021 (₹ in lakh)	31 March 2020 (₹ in lakh)
Debt (₹ in lakhs)	45,839.74	53,421.68
Cash and Bank Balances (₹ in lakhs)	(0.54)	(15.00)
Net Debt (₹ in lakhs)	45,839.20	53,406.68
Total Equity (Share Capital + Reserves) (₹ in lakhs)	28,163.01	25,243.95
Net Debt to equity ratio	1.63	2.12

37.3 Categories of Financial Instruments: (Carrying & Fair Value)

Particulars	Level	As at	
		31 March 2021 (₹ in lakh)	31 March 2020 (₹ in lakh)
Financial Assets- Current			
Trade Receivables	3	3,237.92	5,564.59
Cash and Cash Equivalents	1	0.54	4.20
Other Balances with Banks	1	-	10.84
Other Financial Assets	3	19.60	15.00

Particulars	Level	As at	
		31 March 2021 (₹ in lakh)	31 March 2020 (₹ in lakh)
Financial Liabilities- Non-Current			
Borrowings	3	38,678.79	44,630.20
Lease liability	3	6.53	2.90
Financial Liabilities- Current			
Borrowings	3	1,209.54	2,842.41
Trade Payables	3	2,002.86	2,045.85
Other Financial Liabilities (Including current maturities of long term borrowings)	3	6,144.05	6,401.95
Lease liability	3	18.65	3.20

37.4 Interest rate sensitivity analysis:

The sensitivity analysis below have been determined based on the exposure to interest rates for non derivative instruments at the end of the reporting period, as the Company does not transact in any derivative instruments. For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 50 basis points higher / lower and all other variables were held constant, the Company's:

- Profit for the year ended 31 March, 2021 would increase / decrease by ₹ 238.45 lakhs (31 March, 2020: ₹ 276.00 lakhs). This is mainly attributable to Company's exposure to interest rates on its variable rate borrowings; and
- There being no debt instrument passing through FVTOCI, there would not be any impact of such change in interest rate, on OCI.

Bhubaneswar Power Private Limited
Notes forming part of the Financial Statements

37.5 Financing facilities:

Particulars	As at	
	31 March 2021 (₹ in lakh)	31 March 2020 (₹ in lakh)
Secured bank Cash Credit facility:		
Amount used	1,209.54	2,842.41
Amount unused	5,490.46	3,857.59
Total	6,700.00	6,700.00

38. Contingent liabilities

Claims against the Company from vendors not acknowledged as debts	-	88.00
Goods and Service tax	32.66	-

It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above pending resolution of the respective proceedings.

39. Corporate social responsibility

During the year, as per the Companies Act, 2013, Gross amount required to be spent by the Company during the year is ₹ 29.92 Lakhs (31 March, 2020: ₹ Nil).

40. Operating leases

The company has entered into certain operating lease agreements and an amount of ₹ 9.71 (March 31, 2020 ₹ 9.80 Lakhs) paid under such agreements have been charged to the statement of Profit and loss. These leases are generally cancellable and are renewable by mutual consent on mutually agreed terms. There are no restrictions imposed by such agreements.

41. Change in Accounting policies

Effective April 1, 2019 the Company has adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on April 1, 2019 using the modified retrospective method. Consequently, the Company has recorded the lease liability at the present value of the lease payments discounted at the incremental borrowing rate on the date of initial application. Comparatives as at and for the year ended March 31, 2019 have not been retrospectively adjusted and therefore will continue to be reported under the accounting policies for the year ended March 31, 2019. The weighted average incremental borrowing rate applied to lease liabilities as at April 01, 2019 is 8.94%.

Right-of-use asset has been recognised at an amount equal to the lease liability adjusted for any prepayments/accruals recognized in the balance sheet immediately before the date of initial application.

In applying Ind AS 116 for the first time, the group has used the following practical expedients permitted by the standard:

1. Applying a single discount rate to a portfolio of leases with reasonably similar characteristics.
2. Relying on previous assessment on whether leases are onerous as an alternative to performing an impairment review -- there were no onerous contracts as at April 01, 2019.
3. Accounting for operating leases with a remaining lease term of less than 12 months as at April 01, 2019 as short-term leases.
4. Excluding initial direct costs for the measurement of the right-of-use asset at the date of initial application, and
5. Using hindsight in determining the lease term where the contract contains options to extend or terminate the lease.

The company has also elected not to reassess whether a contract is, or contains a lease at the date of initial application. Instead, for contracts entered into before the transition date the company relied on its assessment made applying Ind AS 17 and Appendix C to Ind AS 17, determining whether an arrangement contains a lease.

A). The following is the movement in lease liabilities during the year ended March 31, 2021

Particulars	As at	
	31 March 2021 (₹ in lakh)	31 March 2020 (₹ in lakh)
Recognised on account of adoption of Ind AS 116 as on April 01, 2019	-	22.47
Opening Balance	6.10	-
Additions during the year	36.29	-
Finance cost accrued during the year	2.21	1.25

Bhubaneswar Power Private Limited
Notes forming part of the Financial Statements

B). Amounts recognised in the Statement of Profit and Loss

Particulars	For the Year Ended	
	31 March 2021 (₹ in lakh)	31 March 2020 (₹ in lakh)
Depreciation charge of right of use assets	30.22	28.94
Interest expense (included in finance costs)	2.21	1.25
Total	28.01	30.19

Total cash outflow for leases for the year March 31, 2021 was ₹ 19.42 lakhs (March 31, 2020: Rs. 17.62 lakhs)

42 Management's assessment of impact of COVID 19

Basis its assessment of the impact of the outbreak of Coronavirus (COVID-19) on business operations, the Company's Management concludes that no adjustments are required in the financial statements. However, the situation with COVID-19 is still evolving and the various preventive measures taken by the Government of India are still in force, leading to a highly uncertain economic environment. Due to these circumstances, the Management's assessment of the impact on the subsequent period is dependent upon circumstances as they evolve."

43 The Code on Social Security, 2020 ('Code')

The Code on Social Security, 2020 ('Code') relating to employee benefits during employment and post-employment received Indian Parliament approval and Presidential assent in September 2020. The Code has been published in the Gazette of India and subsequently on November 13, 2020 draft rules were published and invited for stakeholders' suggestions. However, the date on which the code will come into effect has not been notified. The Company will assess the impact of the Code when it comes into effect and will record any related impact in the period the Code becomes effective.

See accompanying notes to the financial statements

In terms of our report attached

For Price Waterhouse & Co Chartered Accountants LLP

Firm Registration Number: 304026E / E300009

Chartered Accountants


Dhiraj Kumar

Partner

Membership Number: 060466

For and on behalf of the Board of Directors



Sumitra Saha
 Managing Director
 DIN: 08742250



B D Nanda
 Director
 DIN: 07531186


Amit Bhartia
 Chief Financial Officer

Place : Bhubaneswar
 Date : April 15, 2021


Susovita Tripathy
 Company Secretary
 ACS 48856

Place : Kolkata
 Date : April 15, 2021



BHUBANESHWAR POWER PRIVATE LIMITED
CIN: U40109TG2006PTC050759

CORPORATE OFFICE:

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