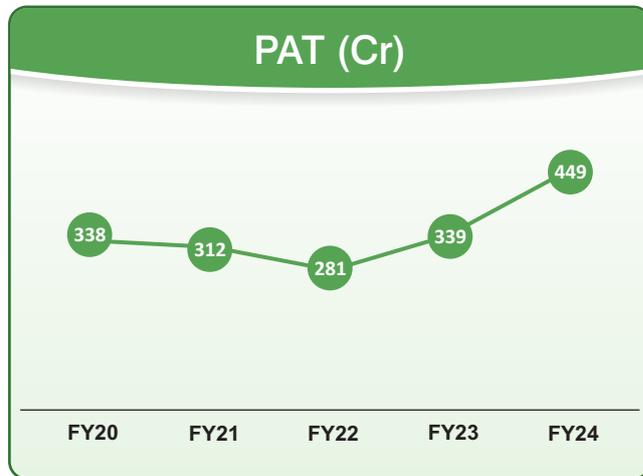
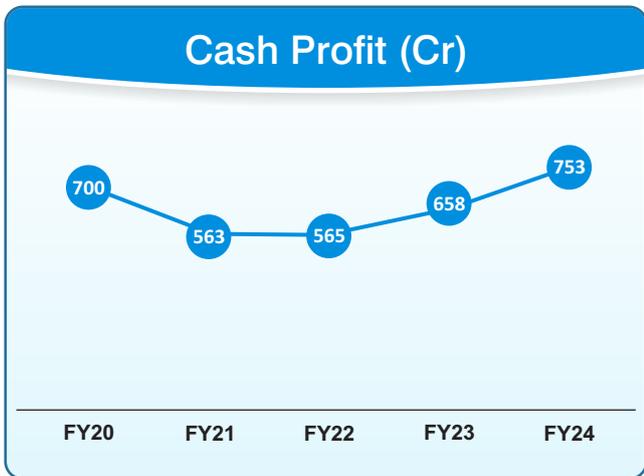
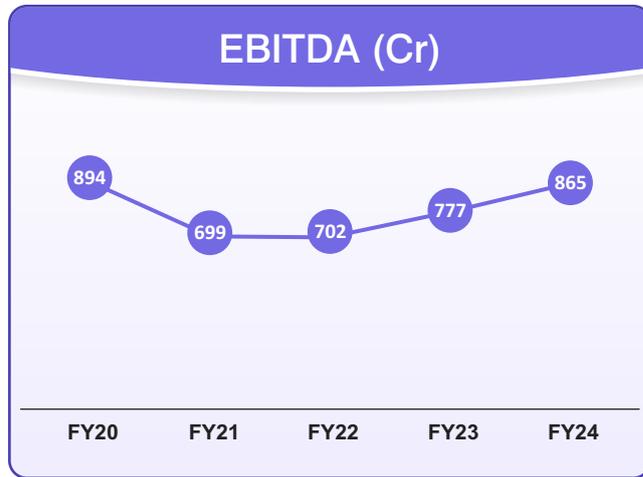
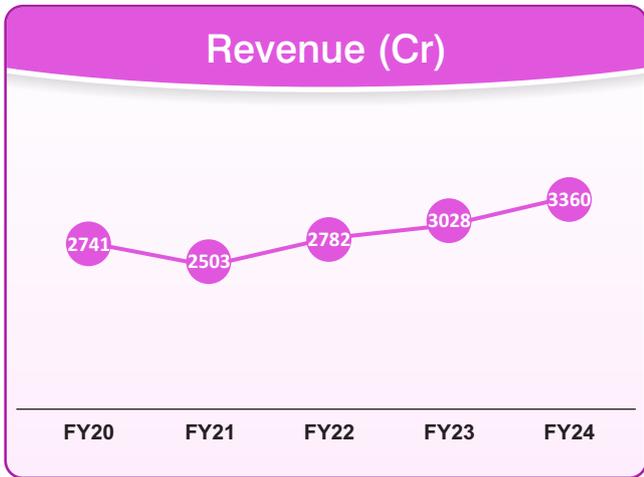
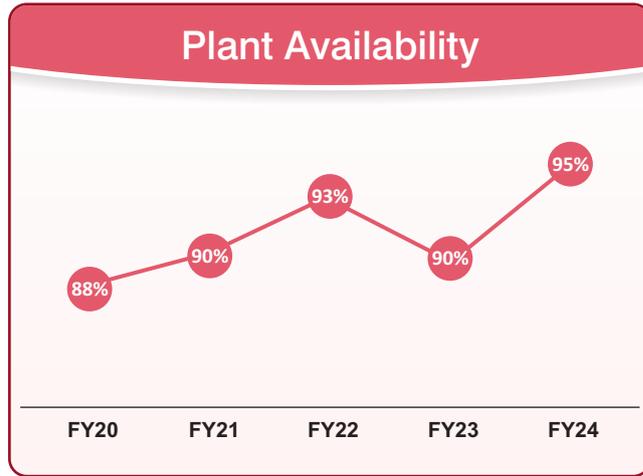
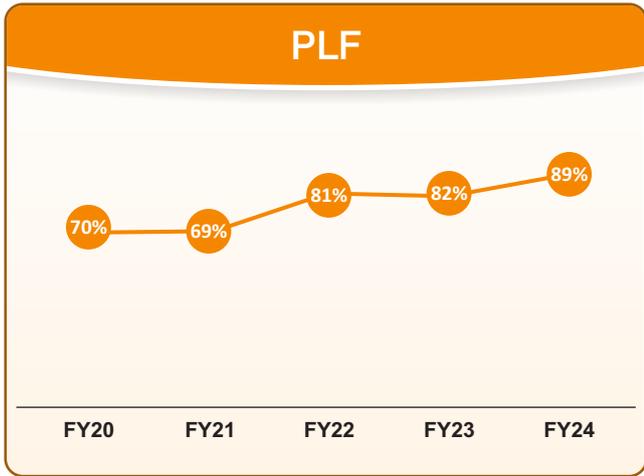


# MAITHON POWER LIMITED

(a Joint venture of Tata Power & DVC)



24<sup>th</sup> Annual Report 2023-24



# CSR Activities

## Community Initiatives



Empowering the differently abled

Tiger grass handicrafts



Poultry Farming



Pisciculture

# Achievements and Awards



## Certifications and Awards:

- Certifications for Occupational Health & Safety Management Systems (OHSMS ISO 45001:2018), Business Continuity Management System (ISO 22301:2012), and Information Security Management System (ISO 27001:2013).
- Honoured with the “Vishwa Mitra Award 2023” by Tata Power as the best Environment Performing Division across Tata Power.
- Environment Excellence Award 2023” in Platinum Category by the Indian Chamber of Commerce (ICC), Kolkata, on January 11, 2024.
- Environment Award (Gold Category-Four Star for Outstanding Performance)” from the World Safety Organization India (State Level) OHSE Award in August 2023.
- Five-Star Rating in October 2023 by Jharkhand Pollution Control Board for quality and quantity of online environment monitoring data, making it the top industry performer in Jharkhand.



5 golden star award by National Safety Council



Economic Times Energy Leadership Award 2023



# Achievements and Awards

## Plant Availability and PLF:

- Highest-ever plant availability of 95% and a plant load factor (PLF) of 89% during the year.
- Positioned among the top 10 power stations in India based on PLF rankings due to highest ever PLF earning of ₹35 Crore



## Excellence in Infrastructure and Best Practices:

- American Society for Quality (ASQ) awarded the Company with the South Asia Team Excellence Award (SATEA) (Silver award in the Infrastructure category) for the project "Improvement of Turbine First stage pressure."
- The Indian Society for Quality awarded the Company a Silver medal at the TOPS CONVENTION 2023 for the project "Improvement and sustenance of first stage press from 167 kg/cm<sup>2</sup> to 163 kg/cm<sup>2</sup>."
- Secured the 2nd Runner's up prize in the Best Deployment of K-circle project for the initiative "Improvement of condenser vacuum by installation of temp sensor in vacuum pump suction line."



## Best SBU Award and Innovation Council Recognition:

- Won the prestigious BEST SBU AWARD for the second time in the Tata Power Annual Awards ceremony, recognizing its overall outstanding performance in FY22-23.
- The Generation cluster of Tata Power acknowledged the company's excellence in the project "Performance Improvement through digital analytics."

## Recognitions in Automation and Six Sigma:

The Company won several awards at the 9th CII National Competition on Low-Cost Automation

- Gold award for Coal mill and Feeder Auto Sequential Logic for Flexible Operation Readiness
- Platinum award for Combustion Optimization tool using AI/Machine Learning
- Silver award for DSM Optimization mechanism
- Platinum Award in the CII National Six Sigma Competition 2023 for the project Improvement of Turbine first stage pressure from 167 kg/cm<sup>2</sup> to 163 kg/cm<sup>2</sup>."

## Board of Directors



**MR. ASHISH KHANNA**

Non Executive Non Independent  
Chairperson



**MR. AMARJIT CHOPRA**

Non Executive Independent



**MR. P R RAVI MOHAN**

Non Executive Independent



**MR. NARENDRA NATH MISRA**

Non Executive Independent



**MR. JOYDEEP MUKHERJEE**

Non Executive Non Independent



**MS. NITA JHA**

Non Executive Non Independent

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## Key Managerial Personnel

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**MR. VIJAYANT RANJAN**

Chief Executive Officer



**MR. KAJAL KUMAR SINGH**

Chief Financial Officer



**MS. MONA PURANDARE**

Company Secretary

## CORPORATE INFORMATION

<b>Corporate Identity Number (CIN)</b>	U74899MH2000PLC267297
<b>Statutory Auditors</b>	M/s. S.R. Batliboi & Co. LLP
<b>Cost Auditors</b>	M/s. Sanjay Gupta & Associates
<b>Debenture Trustees</b>	SBI CAP Trustee Company Limited 6 <sup>th</sup> Floor, Apeejay House, 3, Dinshaw Wachha Road, Churchgate, Mumbai. Tel. No. : +91 22 4302 5555 Fax No. : +91 22 2204 0465 E-mail : <a href="mailto:DT@sbicaptrustee.com">DT@sbicaptrustee.com</a>
<b>Registrar and Transfer Agent</b>	Link Intime India Pvt. Ltd (Formally known as TSR Consultants Private Limited Now merged with Link Intime India Pvt. Ltd) C-101, 1 <sup>st</sup> Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400083. Tel No. : 022 6656 8484 Fax No. : 022 6656 8494 E-mail: <a href="mailto:csg-unit@linkintime.co.in">csg-unit@linkintime.co.in</a> Web: <a href="http://www.linkintime.co.in">www.linkintime.co.in</a>  3i Infotech Limited Tower # 5, 3rd Floor, International Infotech Park Vashi Railway Station Complex Vashi, Navi Mumbai – 400 703 Tel No. +91 71238024 Website: <a href="https://www.3i-infotech.com">https://www.3i-infotech.com</a> Email: <a href="mailto:vijaysingh.chauhan@3i-infotech.com">vijaysingh.chauhan@3i-infotech.com</a>
<b>Bankers</b>	HDFC Bank Limited State Bank of India Kotak Mahindra Bank Limited Axis Bank Limited Union Bank of India ICICI bank
<b>Registered Office</b>	Corporate Center, 34 Sant Tukaram Road, Carnac Bunder, Mumbai - 400 009, Maharashtra, India. Tel No.: (022) 6717 1174 E-mail : <a href="mailto:cs-mpl@tatapower.com">cs-mpl@tatapower.com</a> Website: <a href="http://www.tatapower.com/mpl">www.tatapower.com/mpl</a>
<b>Plant</b>	Village Dambhui, P.O. Barbindia, P.S. Nirsa, District Dhanbad - 828 205, Jharkhand, India. Tel No.: +91 70336 99446

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**Annual General Meeting**

Date : Friday the 12<sup>th</sup> day of July 2024  
Time : 10:30 a.m  
Venue : through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"),

## NOTICE

**NOTICE IS HEREBY GIVEN THAT THE TWENTY FOURTH ANNUAL GENERAL MEETING OF MAITHON POWER LIMITED** will be held on Friday the 12<sup>th</sup> day of July 2024 at 10.30 a.m through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), to transact the following business:-

**Ordinary Business:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors and the Auditors thereon.
2. To confirm the payment of Interim dividend on Equity Shares for the financial year ended March 31, 2024.
3. To declare dividend on Equity Shares for the financial year ended March 31, 2024.
4. To appoint a director in place of Ms Nita Jha (DIN 10066247), who retires by rotation and being eligible, offers herself for re-appointment.

**NOTES:**

- (a) Pursuant to General Circulars No.14/2020 dated April 8, 2020, No.17/2020 dated April 13, 2020, No.20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021, No. 2/2022 dated May 5, 2022 No. 10/2022 dated December 28, 2022 No.09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars'), the Company is convening the 24th Annual General Meeting (AGM) through Video Conferencing (VC)/Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue.

Further, the Securities and Exchange Board of India (SEBI), vide its Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023, October 7, 2023 and other applicable circulars issued in this regard (collectively SEBI Circulars), have provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

- (b) In compliance with the applicable provisions of the Companies Act, 2013 (the Act), the Listing Regulations and MCA Circulars, the AGM of the Company is being held through VC/OAVM on the Friday, July 12, 2024 at 10.30 a.m. (IST). The proceedings of the AGM will be deemed to be conducted at the Office of The Tata Power Company Limited at Bombay House, 24, Homi Mody Street, Mumbai 400 001 which shall be deemed venue of the AGM.
- (c) The relevant details of the Director seeking re-appointment as set out in Item No. 4 above as required under Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India, is annexed hereto and forms part of the notice of the Meeting.
- (d) PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. 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 AND THE SEBI CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.
- (e) Corporate members intending to appoint their authorized representatives to attend the AGM are requested to send a certified copy of the Board resolution, Authorisation etc authorizing their representative to attend the AGM through VC/OAVM and vote on their behalf at the AGM.
- (f) In line with the MCA Circular dated May 5, 2020, Notice of the AGM along with Annual Report 2023-24 is being sent only through electronic mode to those Members whose email address are registered with the Company.
- (g) The Notice will also be available on the Company's website at [www.tatapower.com/mpl](http://www.tatapower.com/mpl)
- (h) In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- (i) 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 Companies Act, 2013. The Members will be allowed to pose questions during the course of the Meeting. The queries can also be given in advance at [mona.purandare@tatapower.com](mailto:mona.purandare@tatapower.com).
- (j) Record Date and Dividend: The Record Date for the purpose of payment of dividend for FY24 is Friday June 28, 2024. The dividend of ₹ 1.66 per equity share of ₹ 10 each (16.57%), if approved by the Members at the AGM, will be paid subject to deduction of tax at source ('TDS'), on or after Monday, July 15, 2024 by way of electronic mode.

**(k) INSTRUCTIONS FOR MEMBERS ATTENDING THE AGM THROUGH VC/OAVM FACILITY ARE AS UNDER:**

- The Members will be provided with a facility to attend the AGM through VC/OAVM through the Microsoft Team platform and they may access the same from the link sent on their e-mail. On clicking this link, the Members will be able to attend and participate in the proceedings of the AGM and pose questions.
  - The Members may join the AGM through Laptops, Smartphones, Tablets and iPads for better experience. Further, Members will be required to allow camera and to use Internet with a good speed to avoid any disturbance during the AGM. Please note that the participants connecting from the Mobile Devices or Tablets or through Laptops connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore, recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.
  - The Chairman shall, at the AGM, at the end of the discussion on the resolutions on which voting is to be held, allow voting, for all those Members who are present during the AGM through VC/OAVM.
  - Only those Members who will be present at the AGM through VC/OAVM facility and are otherwise not barred from doing so, shall be eligible to vote at the AGM.
  - Members who need assistance before or during the AGM may contact Ms. Mona Purandare, Company Secretary by e-mailing at [mona.purandare@tatapower.com](mailto:mona.purandare@tatapower.com)
  - The AGM shall be conducted through Microsoft Teams platform and as the number of members is less than 50, the Chairman may decide to conduct the voting by show of hands, unless demand for a poll is made by any member in accordance with Section 109 of the Act. In case of a poll on any resolution at the AGM, Members are requested to convey their vote at [mona.purandare@tatapower.com](mailto:mona.purandare@tatapower.com)
- (l) Members desiring inspection of statutory registers during the AGM may send their request in writing to the Company at [mona.purandare@tatapower.com](mailto:mona.purandare@tatapower.com)
- (m) All the documents referred to in this Notice along with statutory records and registers/returns including 'Register of Directors and Key Managerial Personnel and their shareholding' as maintained under Section 170 of the Act, shall be available for inspection electronically during business hours except Saturday, Sunday and National Holiday from the date hereof up to the date of this AGM and during the AGM. Members seeking inspection of such documents may send their request in writing in advance to the Company at [mona.purandare@tatapower.com](mailto:mona.purandare@tatapower.com)

Mumbai, April 16, 2024

By Order of the Board of Directors,  
For **Maithon Power Limited**

**Registered Office:**

Corporate Center, 34 Sant Tukaram Road,  
Carnac Bunder, Mumbai 400 009.  
CIN: U74899MH2000PLC267297  
Tel: 91 22 6717 186  
Email: at [mona.purandare@tatapower.com](mailto:mona.purandare@tatapower.com)  
Website: [www.tatapower.com/mpl](http://www.tatapower.com/mpl)

Mona Purandare  
Company Secretary  
ACS No: 11327

**Details of the Directors seeking appointment/re-appointment at the forthcoming Annual General Meeting  
(In pursuance of Secretarial Standard - 2 on General Meetings)**

<b>Name of Director and DIN</b>	<b>Ms. Nita Jha</b> (DIN: 10066247)
<b>Designation/Category of Directorship</b>	Non- Independent Non-Executive
<b>Date of Birth (Age)</b>	June 28, 1981 (43 years)
<b>Date of First Appointment on the Board</b>	March 23, 2023
<b>Expertise in specific functional areas</b>	Ms. Nita Jha has approx.16 years of professional experience in the field of Finance & Accounts and Regulation. She has been associated with Powerlinks Transmission Limited a joint venture Company, between The Tata Power Company Limited and Power Grid Corporation of India Limited (PGCIL) since 2007 and during her tenure, she has handled Regulatory, Revenue & Collection, MIS, and Statutory Audit of the Company. She also has experience in handling term loans from banks & financial institutions, as well as the issuance and listing of debentures in the Company. She has extensive experience in transmission business. Ms Jha was the Chief Financial Officer (CFO) and Key Managerial Personnel of Powerlinks Transmission Limited (PTL) from March 2021 to March 2023. She is currently CFO of South East UP Power Transmission Company Limited (SEUPPTCL).
<b>Qualifications</b>	Chartered Accountant
<b>Terms and Conditions of appointment</b>	Re-appointment in terms of Section 152(6) of the Companies Act, 2013
<b>Directorships held in other Companies (excluding foreign companies)</b>	<ul style="list-style-type: none"> <li>• Jalpura Khurja Power Transmission Limited</li> <li>• TP Bikaner III Neemrana II Transmission Limited</li> </ul>
<b>Committee positions held in other companies</b>	Nil
<b>Remuneration</b>	Sitting Fees will be paid to Ms. Jha for attending Board/ Committee meetings.
<b>Remuneration last drawn*</b>	Sitting Fees ₹30000/-*
<b>No. of meetings of the Board attended during the year</b>	5
<b>No. of shares held:</b> (a) Own (b) For other persons on a beneficial basis	Nil Nil
<b>Relationship with Other Directors, Manager and other Key Managerial Personnel of the Company</b>	Nil
<b>Name of listed entities from which the person has resigned in the past three years</b>	Nil

\*Sitting fee for one committee meeting held in FY23 after her appointment on the Board of the Company.

## BOARD'S REPORT

To the Members,

The Directors are pleased to present the Twenty Fourth Annual Report on the business and operations of your Company along with the Audited Financial Statement for the year ended March 31, 2024.

## 1. FINANCIAL RESULTS

Particulars	( ₹ crore)	
	FY24	FY23
(a) Income from Operations .....	3360	3028
(b) Operating Expenditure .....	2510	2301
(c) <b>Operating Profit</b> .....	<b>850</b>	<b>727</b>
(d) Add: Other Income .....	15	50
(e) Less: Finance Cost .....	112	119
(f) <b>Profit before Depreciation and Tax</b> .....	<b>753</b>	<b>658</b>
(g) Less: Depreciation / Amortisation .....	297	287
(h) <b>Profit before Tax</b> .....	<b>456</b>	<b>371</b>
(i) Tax Expenses .....	7	32
(j) <b>Net Profit/(Loss) after Tax</b> .....	<b>449</b>	<b>339</b>
(k) Other Comprehensive Income (Net of Tax) .....	-1	-1
(l) <b>Net Comprehensive Income for the Year</b> .....	<b>448</b>	<b>338</b>

## 2. FINANCIAL PERFORMANCE AND THE STATE OF COMPANY'S AFFAIRS

### FINANCIAL PERFORMANCE

In FY24, our operational income and profit rose to ₹ 3,360 crore and ₹ 850 crore, up from ₹ 3,028 crore and ₹ 727 crore respectively in the previous year. This increase is attributed to improved operational parameters, higher PLF incentives, ancillary services compensation, favourable Heat Rate Compensation order, and resolution of an old customer dispute.

CRISIL Ratings has revised its outlook on the bank facilities and non-convertible debentures of the Company to 'Positive' from 'Stable' while reaffirming the rating at 'CRISIL AA'. The commercial paper has been reaffirmed at 'CRISIL A1+'. CARE Ratings Limited reaffirmed its "CARE AA -Stable" rating for long-term facilities. In April 2024, CRISIL has upgraded its rating on the long-term bank facilities and non-convertible debentures of the company to 'CRISIL AA+/Stable' from 'CRISIL AA/Positive' while reaffirming the short-term rating at 'CRISIL A1+'.

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of your Company.

### BUSINESS ENVIRONMENT

#### i. Fuel

The year 2023-24 was quite challenging from coal procurement perspective as our PLF remained consistently above 85% for a major part of the year. Due to better Energy Charge Rate (ECR) and Merit Order Despatch (MOD) ranking, coal demand had gone up to ~48.9 Lac MT with an annual average PLF of 88.7%.

Due to better co-ordination with coal companies, your company was able to source 127% of Annual Contracted Quantity (ACQ) under its Fuel supply Agreement (FSA) (BCCL-155% & CCL-102%) to meet the coal consumption requirements while enhancing and sustaining the average coal stock at 26 days which is in line with revised norms of the Central Electricity Authority of India (CEA). Since April 1, 2022, as a policy decision, Coal India Limited (CIL) had introduced single window e-auction in which all the sectors (Traders, Power Plants) have been allowed to participate. Through online bidding, the company secured cost competitive coal (better than procurement under FSA with 40% performance incentive - PI) of ₹1.18 Lacs MT from ECL in Q4 of FY 24 and avoided procurement of costly imported coal as mandated by the Ministry of Power (MoP) which resulted in a saving of ~₹. 43.49 crore and further translated saving of 6.0 paisa/Kwh on annual ECR. During the year the company received 465 coal rakes thus increasing its coal off take via rail to 33%. The Company closed FY 24 with an ash utilization of 105% including gainful ash utilization of 59% indicating an increase of 17.34% over previous financial year.

With the above initiatives, your Company has managed to source 48.9 Lac MT of coal against the consumption of 47.68 Lac MT and achieved the ever-highest PLF at 88.7% at an average energy charge rate (ECR) of 2.8 Rs/Kwh during the year.

**ii. Operations**

The Company has maintained highest ever plant availability of 95% and PLF of 89% was achieved during the year. PLF was high due to high demand by the customers. Your company took various measures to run the plant at maximum possible load by reducing outage hours and has achieved 100% station availability in the months of May, November, December 2023 and January 2024. Highest ever PLF incentive earning of ₹ 35 Crore earned during the current year. Your Company has featured amongst the top 10 power stations across India based on PLF rankings.

The generation details are given below:

Particulars	FY24	FY23	FY22
Generation (MUs)	8179	7555	7489
PLF (%)	88.7	82	81
Plant availability (%)	95	91	93
Aux Power (%)	5.41	5.63	5.72

During the year, your Company has supplied 8017 MUs to the Long Term (LT) beneficiaries as against 7455 MUs in the previous year.

**iii. Commercial**

Power sale for 1,050 MW had been tied up with Damodar Valley Corporation (DVC) for 150 MW, and with West Bengal State Electricity Distribution Company Limited (WBSEDCL), Tata Power Delhi Distribution Limited (TPDDL) and Kerala State Electricity Board Limited (KSEB) for 300 MW each on long term (LT) basis. The Company had a smooth cash collection pattern during the year.

**iv. Customer relationship**

Your Company takes great pride in the relationships it builds with its customers and has undertaken various initiatives for strengthening such relationships. To foster a collaborative style of working with customers, your Company has executed several structured activities like annual customer meet, sharing of best practices, capturing of customers' feedback and expectations etc. Your Company has also rolled out a customer satisfaction index (CSI) survey for gathering customers' feedback and responding to their requirements.

**PROJECTS****i. Land for Main Plant**

Land of 1109.67 acres comprising Private land (564.67 acres), Gair Mazura (GM) land (114.95 acres), Forest land (238.39 acres) and Jungle Jhaar Land (191.67 acre) was identified and acquired by Damodar Valley Corporation (DVC) exclusively for the Maithon Right Bank Thermal Power Project (MRBTPP).

The title of Private land measuring 564.67 acres, acquired for the purpose of setting up the Power Generation Plant, is in the name of DVC. As per the shareholders agreement, the title is to be transferred to your Company. Pending transfer of title as stated above, the Company had entered into an Indenture Deed with DVC on December 5, 2008, which provided, inter-alia, lease of private land for a period of 35 years (and extendable for another 35 years at the option of the Company) and provision to create security in favour of lenders and transfer this land to the Company at the cost at which it was acquired subject to approval of the Government of the State of Jharkhand. Subsequently, the Company had created security in favour of lenders on July 17, 2017, as per the terms of the CLA and accordingly the lease rent has been fixed at ₹ 1 per annum. Presently, the procedure of online Mutation of Land is in process in the name of MRBTPP, DVC.

DVC had also acquired GM Land (114.95 acres) and Forest Land (238.39 acres) from the State of Jharkhand with the right to use them for the project. As per the shareholders agreement, the lease is to be transferred to the Company. Pending transfer of lease the Company has entered into a License Agreement with DVC on January 18, 2008 for use of these lands initially for a period of five years and which is to be automatically renewed thereafter.

Subsequent to surrender of 114.95 acres GM land by DVC to the Government of Jharkhand (GoJ), the Company has applied to GoJ to lease the land in the name of the Company. The matter is being pursued with GoJ to raise a demand for payment of the requisite amount so that the process of leasing the land in favour of the Company can be initiated.

The Company has made payment against the demand for 191.67 acres of Jungle Jhaar (Forest Land) received from GoJ and the execution of lease in the name of the Company by the GoJ is in process.

## ii. Land for Railway Infrastructure

To ensure regular coal availability for sustainable operation of the plant, your Company has constructed railway infrastructure comprising of 22 km railway line on 134 acres consisting of Private land (70 acres), Gair Mazura (GM) land (28.34 acres) and Eastern Railway land (35.27 acres) which was identified exclusively for the Railway Corridor for the Maithon Right Bank Thermal Power Project.

The Company has directly purchased 3.36 acres private land in its own name.

As per the shareholders agreement, the title to 66.74 acres of private land acquired by DVC is to be transferred to the Company. Presently, the procedure of online mutation of land is in process in the name of MRBTTP, DVC.

The Company has made full payment for 10.56 acres of GM Land and the execution of lease from GoJ directly in the name of the Company is in process. An application for lease of the balance land has been made to the GOJ together with partial payment. The final demand letter from GOJ is awaited after which the lease agreement will be executed in favour of the Company.

The Company has acquired 35.27 acres through lease from Eastern Railway (ER) as required for the construction of railway infrastructure. The said land has been licensed for five years by the ER in favour of your Company with a provision of successive renewal.

## iii. Mega Power Project Status

The 1,050 MW Maithon Right Bank Thermal Power Project of the Company has not been granted Mega Power status by the Ministry of Power (MoP) on grounds that the Power Purchase Agreements (PPAs) did not conform to the National Electricity Policy 2005 and Tariff Policy 2006 of the Government of India (GoI). Pending receipt of the Mega Power status, your Company remains liable to pay excise and customs duty on the receipts of goods and materials, wherever applicable. It had claimed 'drawback' of the duty so paid under deemed export benefit chapter of Foreign Trade Policy (FTP) of the GoI. Initially, your Company received the benefit of excise duty drawback for ₹ 36 crore with respect to various project packages under non mega power status as per the FTP. Further excise duty drawback claims to the tune of ₹ 19 crore were approved by the Directorate General of Foreign Trade (DGFT), however no refunds were received by the Company.

Subsequently, DGFT issued a demand notice claiming back the said duty drawback with retrospective effect pursuant to its decision taken at Policy Interpretation Committee (PIC) meeting held in March 2011. Based on legal advice, your Company filed writ petitions before the Hon'ble Delhi High Court, inter alia, praying for quashing DGFT's demand notice. Subsequently, your Company filed transfer applications before the Supreme Court for transfer of writ petitions filed by it in the Delhi High Court to the Supreme Court as the appeal filed by GoI, in a similar matter, is pending before the Hon'ble Supreme Court. The matter is sub-judice.

## iv. Flue Gas De-Sulphurisation (FGD)

In accordance with the new environmental regulations applicable to Thermal Power Plants (TPPs) released by the Ministry of Environment Forest and Climate Change (MoEF & CC) on December 7, 2015 as amended vide a subsequent notification on June 28, 2018, the Company was directed to comply SO<sub>2</sub> norms by Q3 of year 2021 (September 30, 2021) for Unit 1 and by Q2 of year 2022 (June 30, 2022) for Unit 2. The Company received in principle approval from the Central Electricity Regulatory Commission (CERC) to incur capex to comply with MoEF directives for SO<sub>2</sub> emission. Accordingly, the Company started installation of Flue Gas De-Sulphurisation (FGD) system for Unit #1 & Unit #2 scheduling its completion by Q3 FY 22 and Q2 FY 23 respectively as part of ensuring compliances to environmental norms. Due to the onset of the Covid Pandemic, and the consequent nationwide lockdown imposed by the Government of India with effect from March 2020, site mobilization/deployment of additional manpower and resources etc were badly impacted and it was practically impossible to carry out any business activities (except activities specified as essential services) during this period.

On March 30, 2021, MoEF & CC issued revised guidelines considering Force Majeure impact of the Covid Pandemic, wherein Thermal Power Plants (TPP) were classified into three categories namely Category A, B & C. The Company falls under Category C whose revised timelines for completion of project were December 2024. These guidelines were further revised by MoEF & CC vide Notification GSR 682 (E) Dt 05/09/2022 wherein the timelines for completion of project have been shifted to December 2026. The project is likely to be commissioned in August 2024 for Unit #1 and December 2024 for Unit #2 respectively.

## v. NO<sub>x</sub> Mitigation Project

The Emission norms for NO<sub>x</sub> have been revised from 300mg/Nm<sup>3</sup> to 450mg/Nm<sup>3</sup> for unit size >500MW for Thermal power units installed between 01/01/2003 to 31/12/2016. Currently emission level of NO<sub>x</sub> at the Company's plant is in the range of approx. 800-900mg/Nm<sup>3</sup> and as such the revised standards will necessitate implementation of pre-combustion modification of Furnaces through mechanisms like low-NO<sub>x</sub> burner, staged burning, (Over Fire Air (OFA), Secondary Over Fire Air Systems (SOFA) as per the final limits fixed by the statutory bodies. Letter was sent to beneficiaries regarding additional CAPEX for installation of NO<sub>x</sub> abatement system to comply with emission norms. CEA's recommendation for installation of the De- NO<sub>x</sub>

project has been received. A petition for in-principal approval of capex for De-NOx Project has been submitted and registered with the Central Electricity Regulatory Commission (CERC). CERC has granted "in-principle" approval for implementation of 'In Combustion Technology'. In line with CERC's directives the company has completed re-bidding of the De-NOx package and the same has been awarded to M/S GE Power India Limited.

#### vi. Phase-II expansion of 2X660 MW Supercritical Capacity

Based on the in-principal approval of DVC and The Tata Power Company Limited ('Tata Power'), it has been decided to expand the Maithon Project by establishing another 1,320 MW capacity (2X660 MW) supercritical units (Phase-II). At present this proposal is on hold due to absence of PPA and coal linkage.

#### LARGE CORPORATE DISCLOSURE

As required under the SEBI circular on Ease of doing business and development of corporate bond markets dated October 19, 2023, the Company did not comply with requirement of raising 25% incremental borrowings done during FY 22, FY 23 and FY 24 by way of issuance of debt securities till March 31, 2024 and had a deficit of ₹ 116.17 crore. The Company had undrawn limits from its earlier loan sanctions and did not need to raise money from capital markets.

#### 3. DIVIDEND

During the year, your Company has paid interim dividend of ₹ 1.66 per share aggregating to ₹ 250 Crore. Based on the Company's performance, the Directors of your Company recommend a dividend of ₹ 1.66 per share of ₹ 10 each aggregating to ₹ 250 crore, subject to the approval of the Members. Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the Members w.e.f. April 1, 2020, and the Company is required to deduct tax at source (TDS) from dividend paid to the Members at prescribed rates as per the Income-tax Act, 1961. The Record date for the purpose of payment dividend for the financial year ended March 31, 2024, is June 28, 2024.

#### 4. RESERVES

Your Company proposes to retain the entire amount of ₹448 crore in the Statement of Profit and Loss without transferring any amount to the General Reserves.

#### 5. SUBSIDIARIES/JOINT VENTURES/ASSOCIATES

As on March 31, 2023, your Company did not have any subsidiary/joint venture/ associate. Hence, Rule 8(1) of the Companies (Accounts) Rules, 2014 does not apply.

#### 6. DIRECTORS' RESPONSIBILITY STATEMENT

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory, and secretarial auditors and external consultants, including audit of IFCs over financial reporting by the Statutory Auditors and the reviews performed by the Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's IFCs were adequate and effective during the financial year 2023-2024.

Pursuant to Section 134(5) of the Act, the Board of Directors, to the best of their knowledge and ability, confirm that:

- i. in the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures therefrom;
- ii. they have, selected such accounting policies, and have applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- iii. they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. they have prepared the annual accounts on a going concern basis;
- v. they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- vi. they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## 7. DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year under review, consequent to the completion of his tenure with The Tata Power Company Limited Mr. Vijay Namjoshi (DIN: 08626492) stepped down as Director and Chairman of the Company from the close of business hours on October 31, 2023. The Board has placed on record its appreciation for the valuable contribution made by Mr. Namjoshi towards the Company during his tenure of office.

Based on the nomination received from The Tata Power Company Limited, and on the recommendation of the Nomination and remuneration Committee (NRC) and subject to the approval of the members at a general meeting, Mr. Ashish Khanna (DIN 06699527) was appointed a Director and Chairman of the Board. His appointment was approved by the shareholders at the Extra-Ordinary General meeting held on January 16, 2024.

In accordance with the requirements of the Act and the Articles of Association of the Company, Ms Nita Jha (10066247), Non-Executive Director of the Company, retires by rotation and is eligible for re-appointment. Member's approval is being sought at the ensuing AGM for her re-appointment.

During the year under review, the Non-Executive Directors (NEDs) of the Company had no pecuniary relationship or transactions with the Company, other than sitting fees, as applicable, received by them.

In terms of Section 149 of the Act, Mr Amarjit Chopra (DIN 00043355), Mr. P R Ravi Mohan (DIN 08534931) and Mr Narendra Nath Misra (DIN 00575501) are the Independent, Directors of the Company. In terms of Regulation 25(8) of the Listing Regulations, they have confirmed that they are not aware of any circumstances or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based upon the declarations received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and that they are independent of the management. 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. Further, in terms of Section 150 read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended, Independent Directors of the Company have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs.

In terms of Section 203 of the Act, the following are the Key Managerial Personnel (KMP) of the Company:

- Mr. Vijayant Ranjan, Chief Executive Officer
- Mr. Kajal Kumar Singh, Chief Financial Officer
- Ms Mona Purandare, Company Secretary

## 8. BOARD AND COMMITTEES OF THE BOARD

### Board meetings and dates

Five (5) Board meetings were held during FY24 on April 13, 2023, July 17, 2023, October 16, 2023, January 16, 2024 and March 13, 2024. For further details, please refer to the Report on Corporate Governance, which forms a part of this Annual Report.

### Committees of the Board

The Committees of the Board focus on certain specific areas and make informed decisions in line with the delegated authority.

The following statutory Committees constituted by the Board function according to their respective roles and defined scope:

- Audit Committee of Directors
- Nomination and Remuneration Committee
- Corporate Social Responsibility Committee
- Risk Management Committee
- Stakeholders Relationship Committee

Details of composition, terms of reference and number of meetings held for respective Committees are given in the Report on Corporate Governance, which forms a part of this Annual Report.

The Company has adopted a Code of Conduct for its employees. In addition, the Company has adopted a Code of Conduct for its Non-Executive Directors which includes Code of Conduct for Independent Directors which suitably incorporates the duties of Independent Directors as laid down in the Act. The same can be accessed using the following link: <https://www.tatapower.com/plants-projects/thermal-generation-projects/maithon/mpl-policies.aspx>. All Senior Management personnel have affirmed compliance with the Tata Code of Conduct (TCoC). The certification is enclosed as Annexure - I at the end of the Report on Corporate Governance.

## 9. BOARD DIVERSITY

The Board of the Company is highly structured to ensure a high degree of diversity by age, education/qualifications, professional background, sector expertise, special skills and geography. The Company believes that a truly diverse board will leverage differences in thought, perspective, knowledge, skill, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender, which will help your Company to retain competitive advantage. Your Board has adopted the Policy on Board Diversity and Director Attributes which sets out the approach to the diversity of the Board of Directors which is reproduced in Annexure 'A'.

## 10. REMUNERATION POLICY FOR THE DIRECTORS, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES

In terms of the provisions of Section 178(3) of the Act, the NRC is responsible for formulating the criteria for determining qualifications, positive attributes and independence of a director. The NRC is also responsible for recommending to the Board a policy relating to the remuneration for the directors, key managerial personnel and other employees. In line with this requirement, the Board has adopted a Remuneration Policy for non-executive directors, key managerial personnel and other employees of the Company which is reproduced in Annexure 'B'.

The Independent Non-Executive Directors and the Woman Director are paid remuneration by way of sitting fees. No sitting fees is paid to employees/consultants of Tata Power or DVC, except Women Directors, who are nominated on the Board of your Company, for attending meetings of the Board/Committees. No commission is paid to any Director of your Company.

## 11. PARTICULARS OF EMPLOYEES AND REMUNERATION

The information required under Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is attached as Annexure 'C'.

The information required under Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is provided in the Annexure forming part of this Report. In terms of the first proviso to Section 136 of the Act, the Report and Accounts are being sent to the Members excluding the aforesaid Annexure. Any Member interested in obtaining the same may write to the Company Secretary at the Registered Office of your Company. None of the employees listed in the said Annexure is related to any Director of your Company.

## 12. ANNUAL EVALUATION OF BOARD PERFORMANCE AND PERFORMANCE OF ITS COMMITTEES AND INDIVIDUAL DIRECTORS

The Board has carried out the annual performance evaluation of its own performance, and that of its Committees and Individual Directors for the year pursuant to the provisions of Section 134(3)(p) of the Act read with Rule 8(4) of the Companies (Accounts) Rules, 2014.

The performance of the Board was evaluated by the Board after seeking inputs from all the Directors based on criteria such as the board composition and structure, effectiveness of board processes, information and functioning, etc. The aforementioned criteria are broadly based on the Guidance note on Board Evaluation issued by the Securities and Exchange Board of India on January 5, 2017.

The performance of the Committees was evaluated by the Board after seeking inputs from the Committee members based on criteria such as the composition of Committees, effectiveness of Committee meetings, etc. In a separate meeting of Independent Directors, performance of Non-Independent Directors, the Board as a whole and the Chairman of the Company was evaluated, taking into account the views of the Non-Executive Directors. The NRC reviewed the performance of individual directors on the basis of criteria such as the contribution of the individual director to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In a subsequent Board meeting, the performance of the Board, its committees and individual Directors was also discussed. Performance evaluation of Independent Directors was done by the entire Board, excluding the Independent Director being evaluated.

## 13. REGULATORY AND LEGAL MATTERS

The Business of your Company is governed primarily by the Electricity Act, 2003 (EA, 2003) and associated regulations. There were no critical regulatory orders issued by the Central Electricity Regulatory Commission (CERC) during FY24 which impacts the "going concern" status of your Company. During FY 24 the Central Electricity Regulatory Commission has published the Terms and Conditions of Tariff Regulations 2024 which will be applicable for the upcoming five years from 1.4.2024 to 31.3.2029. In this regulation CERC has set the normative heat rate for the Company 2314.95 Kcal/Kwh which is a stringent target for the company.

## 14. DEPOSITS

During the year under review, your Company did not accept any deposit from the public and as such no amount on account of principal or interest on public deposits was outstanding as on March 31, 2024.

## 15. LOANS, GUARANTEES, SECURITIES AND INVESTMENTS

The Company being an infrastructure company, is exempt from the provisions as applicable to loans, guarantees and securities under Section 186 of the Act. No investments have been made by the Company.

## 16. RISKS AND CONCERNS

Taking into account the pervasiveness of industry risks, company's business, we have devised a robust Risk Management Policy. Our process for risk identification is consciously guided by the Company's objectives, external environment, industry reports as well as internal and external stakeholders, among others. This process ensures that the Company is adequately positioned to understand and develop mitigation measures as a response to risks that could potentially impact the execution of our strategy and ability to create value.

Your Company is faced with risks of different types, all of which need different approaches for mitigation. These are risks common to several peers in the sector.

- Risk very specific to the Company due to the way its business /operations are structured.
- Risks common to several peers in the sector.
- Disaster Management and Business continuity risks which are by nature rare but are events with catastrophic impact.

Your Company has identified the following major risks as per their Risk impact value:

- Risk of Regulatory Dis-allowances.
- Major Operational/catastrophic failures of critical equipment
- Dependence on OEM
- Risk of Fire & explosions
- Accidents due to activity in operational areas
- Risk of customers relinquishing PPA
- Un-competitiveness of tariff
- Risk of Pandemic/Epidemic
- Addressing societal concerns impacted by company's business
- Obsolescence of technology and aging of plant and equipment (asset management)

### RISK MANAGEMENT FRAMEWORK AND INTERNAL FINANCIAL CONTROLS

#### Risk Management Framework:

A standardized Risk Management Process and System has been implemented across Tata Power group of companies including your Company. The process of risk identification is guided by company objectives, external environment, industry reports as well as internal and external stakeholders, among others. The risk identification process covers the whole gamut of risks including strategic, tactical and operational risks. Once risks have been identified, we designate one person as the risk owner and risk champion. The risk owner and risk champion are responsible to devise plans outlining the mitigation actions for assigned risks. The identified risks with mitigation actions are then mapped onto our online Risk Management System with details of allocation of responsibility and timelines for targets to be achieved. This has enabled continuous tracking of status of mitigation action and monitoring of Risk Mitigation Completion Index (RMCI). The company achieved 100% RMCI in FY24.

Continual improvement in process for robust risk management is practiced judiciously. We have implemented the concept in our Risk Management System<sup>©</sup>, termed 'Risk Velocity', which measures how fast a risk exposure can impact the organization. We also ensure regular monitoring of the mitigation measures for high velocity risks. To meet the future requirement of risk management and effective monitoring of the risk, we have upgraded to RMS 2.0 which is advanced, fully automated Online Risk Management System. The system has enabled effective real time monitoring of mitigation measures and management reporting. The risk management process and system has been well recognised and received awards at industry level.

The Board has formed a Risk Management Committee to frame, implement and monitor the risk management plan for the Company. The Committee is responsible for monitoring and reviewing the risk management plan and ensuring its effectiveness. The Audit Committee of Directors has additional oversight in the area of financial risks and controls. The major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

**Internal Financial Controls and Systems:**

The Company has internal audit function which reviews the sustained effectiveness of Internal Financial Controls (IFC) by adopting a systematic approach to its work.

To fulfil the requirements of the Companies Act, 2013, the internal audit team has integrated Internal Financial Controls into Risk Control Matrix (RCMs) of enterprise processes. IFC controls were tested as part of approved annual internal audit plan.

The Company continued the Control Self-Assessment (CSA) process through an internally developed online tool, whereby responses of all process owners are used to assess the effectiveness of internal controls in each process. This supports CEO/CFO certifications for internal controls.

The Company has implemented an online Internal audit Management tool (LASER) to manage the audit life cycle. On review of the internal audit observations and actions taken on audit observations, we can state that there are no adverse observations having material impact on financials or material non-compliances which have not been acted upon.

**17. BUSINESS EXCELLENCE**

The Company remains committed to continually raising the bar on performance in all aspects of its business. The Tata Business Excellence Model ('TBEM') serves as a pivotal framework that allows the Company to gain insights into its performance and establish continuous improvement initiatives for attaining superior business results and maximizing satisfaction and value to the customers. In FY24, Your Company has conducted TBEM External Assessment in line with Tata Power Company Ltd on Malcolm Baldrige model and secured 705 points to become the 3rd Tata Group Company to surpass 700 points.

Your Company also conducted 1st Surveillance Audit in ISO 9001, ISO 14001 and ISO 45001:2018 standards. The 2nd Surveillance audit to ISO 50001:2018 standards of Energy Management system was carried out successfully. Your Company has also undergone 2nd Surveillance audit in Business Continuity Management Systems (ISO 22301:2019 standards) and is compliant to ISO 31001:2009 standards for Enterprise Risk Management. After first time certification in FY21-22, Your company has undergone 2nd Surveillance audit in Information Security Management systems (ISO 27001:2013).

Contemporary quality initiatives and techniques like 5S, Enterprise Process Management, Strategy Deployment Matrix, Sankalp, Six sigma, LASER initiatives were also deployed across the organization for continuous improvement. Your Company revisited the Strengths, Weakness, Opportunity and Threats of the organization and finalized the Strategic Key Performance Indicators and Projects during the strategy workshop. This was further cascaded to the tactical and operational level. The department level scorecards were prepared and being reviewed on monthly basis. All these scorecards were digitized and are reviewed from the Integrated Review Management System portal. Incremental improvements were being tracked through Delta format by all concerned departments. The Business Excellence initiatives in your company are being tracked through Divisional Quality Index (DQI) on monthly basis. Your company has achieved a DQI of 98% in FY24.

Your company celebrated "Quality Month" in November 2023 with the theme of "Quality: Realizing Your Competitive Potential" with whole-hearted participation of Contract workmen and employees in all categories. Your Company has brought newer initiatives in the celebrations with Treasure Hunt, Best Challenging Assignment/Activity undertaken to improve performance, Innovative Paper Publication Competition and Review Dashboard Competition. Rewards & Recognitions were given to all the concerned winners. Annual Awards on Business Excellence was also given to significant contributors in the Business Excellence (BE) journey.

Your company has bagged prizes in the Delta competitions viz First prize in Generation Cluster Delta Competition FY-24 -Q2 for "Implementation of Sequential logic for Coal Mill & Feeder Auto start and auto stop as a mitigation measure of one of Roadblock of Flexibilization" and Silver award under Restorative category in the CII kaizen competition for the project "Judicious charging of HPH-6 after charging of HPLP bypass during startup". In the 9th CII National Competition on Low-Cost Automation, your Company bagged prizes viz Gold award in the delta "Coal mill and Feeder Auto Sequential Logic for Flexible Operation Readiness, Platinum award in the delta "Combustion Optimization tool using AI/ML and Silver award in the delta "DSM Optimization mechanism".

Your Company has won first position in the Generation Cluster Sankalp Competition FY23 for the project "Improvement of Station Heat Rate from 2374 to 2340 kcal/kwh" and also Silver award in IAQ Sustainability Award competition for the project "Improvement of Station Heat rate 2514 kcal/kwh to 2485 kcal/kwh" under sustainability category.

Your Company has won a Platinum Award for the project "Improvement of Turbine first stage pressure from 167 kg/cm<sup>2</sup> to 163 kg/cm<sup>2</sup> in CII National Six Sigma Competition 2023, Silver Award (Infrastructure Category) South Asia Team Excellence Award (SATEA) by ASQ for the project "Improvement of Turbine First stage pressure" and Silver award in the TOPS CONVENTION 2023 by Indian Society for Quality under category of Advance project "Improvement and sustenance of first stage press from 167 kg/cm<sup>2</sup> to 163 kg/cm<sup>2</sup>". Your Company has won the 2nd Runner's up prize for the project "Improvement of condenser vacuum by installation of temp sensor in vacuum pump suction line" in the best practice competition of "Best Deployment of K-circle project".

Your Company received the prestigious BEST SBU AWARD for the 2nd time in the Tata Power Annual Awards ceremony for its overall outstanding performance in last financial year FY22-23.

## 18. SUSTAINABILITY

Sustainability for your Company is a key enabler for its strategy program as it enables your company to operate responsibly and effectively engage with both external and internal stakeholders

At MPL, we are convinced that sustainability is a business opportunity, especially in the sense of energy and resource efficiency and a key element for our aim to be the employer of choice. Responsible business practices are an essential part of the corporate world. We are also measuring & tracking the achievement of Sustainable Development Goals (SDGI) Index continuously, which is currently at 97%.

The strategic objective of your Company is to build a sustainable organization while generating profitable growth. Your Company adopts a business approach which is guided by sustainable development by integrating economic progress, social responsibility and environmental concerns. The sustainability agenda of your Company addresses all aspects related to resource conservation, energy efficiency, environment protection and enrichment and development of local communities in and around its area of operations.

It has always been your Company's endeavor to achieve its goal of sustainable development by addressing the issues through multi-pronged approach as per details given below:

### i. HEALTH SAFETY AND SECURITY

Occupational health and safety at the workplace is one of the prime concerns of your Company. It strives to inculcate safety awareness among the employees, the workers of contractors and sub-contractors. The station has been certified with Occupational Health & Safety Management Systems (OHSMS ISO 45001:2018) by the Indian Register Quality Systems (IRQS), Business Continuity Management System ISO: 22301:2012 and Information Security Management System ISO 27001:2013.

Internal safety audits by Company's safety officers, cross functional safety task force and external safety audits by reputed organizations are carried out. There is continuous monitoring of any unsafe working conditions at site and its rectification. For strict compliance and enforcement of safety norms and practices by the contractors, safety clauses are included in general conditions of contract.

Your Company has continued its efforts to minimize the accidents to zero level and encourage safe working practices at the plant during the year. It has been undertaking a number of initiatives on safety and security including but not limited to the following such as

- Safety Code of Conduct (SCOC) is communicated to all employees and displayed at site and reward and recognition program has been implemented to encourage reporting of unsafe incidents and near misses.
- Safety induction programs are provided to workers and engineers joining the operations and maintenance department.
- Training on critical safety standard and procedure for employees and business associates.
- Regular plant inspection, periodical review of safety issues by the top management.
- All high-risk jobs are being audited by a cross functional team on a regular basis.
- Business Continuity and Disaster Management Plan (BCDMP) in line with the National Disaster Management Authority (NDMA) guidelines is in place.
- Specific safety targets with lead and lag indicators are monitored against targets. A summary of safety results achieved (both employees and contract workforce) is given below:

Sr. No.	Safety Parameters (Employees and contractors)	FY 24	FY23	FY22
1	Fatality (Number)	Nil	Nil	Nil
2	LTIFR (Lost Time Injuries Frequency Rate) (per million-man hours)	Nil	Nil	Nil
3	Total Injuries Frequency Rate (TIFR) (Number of injuries per million-man hours)	Nil	Nil	Nil
4	First Aid cases (Number)	0	0	02

Your Company recognizes and accepts its responsibility for establishing and maintaining a secured working environment for all its installations, employees and associates. This is being taken care by deploying adequate number of security personnel at the plant. Concrete steps are being taken for upgrading surveillance systems at the plant location by installation of modern security systems.

**ii. EMPLOYEE TOWNSHIP**

Your Company has constructed a field hostel for its shift engineers within the plant premises, which can accommodate around 90 officials. Apart from this, during the shutdown we had a worker staying facility hostel available with a capacity of more than 1200 workmen, provided with all facilities like toilets, washroom, kitchen, etc.

**iii. CARE FOR COMMUNITY**

Your Company has always endeavoured to execute its social and environmental responsibilities to fulfil the need and expectations of the larger society. Integrating our business values and operations to align with stakeholder expectations is a priority for your Company, with a focus on the communities around our plant located in Maithon district of Dhanbad, Jharkhand. Your Company is committed to ensure that, the community is benefitted from its presence in their neighbourhood.

In line with the CSR policy, the Company undertook certain initiatives in following focus areas: Education (Including Financial & Digital Literacy), Employability & Employment (Skill development for Livelihood), Entrepreneurship. The overall impact of these initiatives includes improvement in skill sets, livelihood/employability, financial and social security along with overall growth in the area.

Financial Inclusivity being one of the prime thrust areas of Government, realized to be a necessity for rural population, to remain in mainstream, and garner support/benefits under various schemes as per their eligibility. This year your company has extended its reach to larger geographies and benefitted around 100000 beneficiaries from 24 locations across India, extending benefits valuing to more than 50 Crore to marginalized communities.

In alignment with our CSR vision, your Company has continued its support for youth, women, and the community through various sustainable projects, including integrated vocational training, micro-enterprise promotion, women empowerment, and livelihood enhancement. We recognize our social and environmental responsibilities and strive to meet the needs and expectations of the broader society. Our Company has been committed to enhancing employability options in 21 villages in and around our plant area, providing vocational and technical training to approximately 2000 youths. Through our micro-enterprise's initiative, around 100 women were trained on various livelihood options viz. tailoring, handicrafts & soft toys, with the products being marketed at a broader level. In line with our commitment to women empowerment, more than 1650 women from 132 self-help groups (SHGs) were provided with handholding support, including livelihood training to 800 women and integrated with the Jharkhand State Livelihood Promotion Scheme. Additionally, more than 650 rural youths were provided with sports training, with many of them displaying substantial improvements and representing in district and state level tournaments. Under its group flagship initiative Dhaaga, the Company has collaborated with various design agencies to provide handicrafts training and establish a handicraft production center for women artisans from nearby villages. This center utilizes tiger grass, a perennial grass native to the Indian subcontinent, to create hand-woven crafts. The main goal of this venture is to improve the livelihood of the community women and promote their overall development. Currently, over thirty women are involved in this initiative and are earning a sustainable income. These products are marketed through various platforms, including online platform to further empower these women and make them financially independent.

The CSR policy of the Company has been provided on the Company's website at <https://www.tatapower.com/plants-projects/thermal-generation-projects/maithon/mpl-policies.aspx>

In accordance with Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Annual Report on CSR for FY23 is attached as Annexure 'D'.

**iv. CARE FOR ENVIRONMENT**

Your Company believes in giving top priority to environmental stewardship. To ensure optimal operations and environment protection, we have implemented a robust Environment Management System (EMS) through which we strive to uphold sustainability, minimize our environmental footprint and remain dedicated to safeguarding the environment.

Environment Management Framework includes the following activities.

**A. Water Management**

- Rain water harvesting system has been implemented at site through roof top rainwater harvesting and by construction of a storage cum percolation pond. A rainwater harvesting study was undertaken to find any additional scope of water recharging.
- The Company has installed a Zero Liquid Discharge (ZLD) plant to treat and effectively reuse the major liquid effluents being blown down by the cooling tower.
- RO plant PG test has been completed successfully & continuous operation will help to reduce the specific water consumption as well as fulfill the purpose of complete ZLD. The specific water consumption in the last financial year was 2.1 m<sup>3</sup>/Mwh which is within the maximum limit of 3.5 m<sup>3</sup>/Mwh. specified by Central Pollution Control Board (CPCB).

- Piezometers are installed within plant, ash pond as well as MPL Township for measuring ground water table at various locations.
- A water audit was carried out to measure water footprint & water flow meters have been installed for optimization /water neutrality.
- The Company has set up a collection & filtration plant for recycling waste rainwater in plant processes to achieve water positivity / neutrality.
- 4 water meters have been installed for measuring domestic water consumption in compliance with the conditions of the Central Ground Water Board (CGWB) No Objection Certificate.

#### **B. Control on Air Pollution/Emissions**

- Wind screens have been installed all around the coal yard with bamboo/MS structure and green cloth to control the dispersion of fugitive emission. Bamboo saplings have been planted on a 1.6 kilometre stretch around the structure in coal yard area. Precast poles with fence have been installed in and around the ash pond and additionally creepers have also been planted alongside the fence. Wind barriers have also been fitted at the wagon ash loading area & coal feeding track hopper. These measures will act as a filter to improve the ambient air quality of the surrounding areas. A continuous ambient air quality monitoring system has been installed at site which can monitor the ambient air as well as weather parameters.
- Mobile dust suppression system has been installed at the track hopper area to continuously spray water mist in all directions and thereby suppress the dust.
- Water sprinkling / dust suppression system has been installed at ash pond and is working satisfactorily. This project was taken for controlling & reducing fugitive dust emission in the area surrounding the ash pond. The Company has put up a 450 m long SS wire mesh wind barrier at the Coal Handling Plants (CHP) wharf area to reduce dust emission in surroundings areas.
- With the commissioning of the railway line, railway operation for coal & ash transportation in the Company has resulted in reduction CO<sub>2</sub> (GHG) gas emission to a large extent.

#### **C. Waste Management.**

- The Company has been granted biomedical waste authorisation for a life time period by the Jharkhand State Pollution Control Board (JSPCB).
- E waste is being disposed of through an authorized recycler.
- The Company's maintenance departments have started using compostable plastics for covering of instruments instead of ordinary single use plastic.
- Your Company has been achieving 100% ash utilization YOY basis & having no accumulation of legacy ash.
- The Company has received pre- feasibility report from Jharkhand Urban Infrastructure Development Corporation JUIDCO regarding use of 30 MLD of treated sewage water for plant process & the Memorandum of Understanding (MOU) with JUIDCO is under finalisation.
- Setting up of a Municipal Solid Waste (MSW) processing unit has also been planned for achieving Zero land fill waste to adhering SWACH BHARAT MISSION-2
- The Company distributed 500 cloth bags to the villagers & this was a Drive for ZERO single use plastic bags.

#### **D. Regulatory Compliances and Clearances**

- Consent to Operate (CTO) for your Company has been renewed for five years and is valid upto December 31, 2024. The Company will be making an application for renewal in FY 25
- As per the Central Pollution Control (CPCB) directive, remote calibration facility for SO<sub>2</sub> and NO<sub>x</sub> of online flue gas monitoring system has been implemented.
- In accordance with the environment clearance conditions 33% of the Company's land should be under the green belt cover. Your Company is in the process of mapping the green coverage developed through GIS/remote sensing technology. A green belt has been cultivated in an area of 95 hectares with the plantation of approx. 3.70 lakh trees, in and around the plant premises which has not only contributed to increase the aesthetic of the surrounding area but also helped in carbon sequestration by serving as a "sink" for CO<sub>2</sub> release from the station thereby protecting the quality of ecology and also controlling the fugitive dust emission arising from various operational areas like CHP, Ash Pond etc. as well as to comply with the statutory requirement. The Company also participated in JAL Shakti Mission of Govt through saplings donation to local administration as well as in house plantation.

- In compliance with the National Ambient Air Quality Standards set by the CPCB the Company has implemented a system for washing wheels of vehicles as they leave the plant premises and a mechanized road cleaning system both inside the plant as well as external roads leading up to the plant to minimize accumulation of fly ash/coal.
- Environment regulations for stack emission: In keeping with the revised timelines notified by the Ministry of Environment and Forest (MoEF) in connection with compliance with environmental norms with respect to stack emissions by thermal power plants, the Company's plant has been equipped with Electrostatic Precipitators (ESP) to control the Stack emission levels. A Flue Gas Desulphurisation (FGD) plant will be installed by August 2024 and December 2024 for Unit#1 and Unit #2, respectively, to comply SO<sub>2</sub> emission limit. This within revised timelines of December 2026 notified by the MOEF&CC.
- That plant has initiated measures like installation of low NO<sub>x</sub> burners, providing Over Fire Air (OFA) etc. to achieve a progressive reduction in emission of nitrogen oxide so as to comply NO<sub>x</sub> emission limit by the year 2024 in accordance with the timelines mandated by MOEF&CC. CERC has granted "in-principle" approval for implementation of 'In Combustion Technology' by the Company. Since our proposed cost was higher as compared to other stations, the company was directed by the CERC to initiate a fresh tendering process. The Re-tendering process for De-Nox project has since been completed.

#### E. Use of Technology

The Company has installed 50 kwh solar power for managing power requirement of the technical building as a part of green building project & also set up one 10 Kwh solar power-driven pump for recycling of waste rainwater to reduce energy consumption.

#### F. Biodiversity

11200 samplings of fruit and forest species have been planted at site for additional carbon sequestration and enhancement of green coverage. An organic vegetable garden and fruit orchard were also developed. As a part of the sustainability initiatives, 100 additional bird shelters (made of bamboo frame covered with tiger grass) have been placed various locations of the Company's premises. These shelters are useful for nesting birds and protect the nests and hatchlings. 25000 fish seed within at eggs were placed in the rainwater harvesting pond and in the field hostel pond under sustainability and biodiversity conservation initiative.

#### G. Ash management

The Company generated approximately 20.66 lakh metric tonnes (MT) of ash comprising approximately 15.50 lakh MT of fly ash and 5.17 lakh MT of bottom ash, out of both the units of 525 MW each, at a PLF of 88.68% during FY24. This ash needs to be disposed of as per applicable guidelines of the Ministry of Environment, Forest and Climate Change (MoEFCC). In line with these guidelines, the Company has entered into agreements with various companies for disposal of Fly Ash/Bottom Ash by means of stowing their underground captive mines with bottom ash (0.67LMT), providing Fly Ash for brick (0.29 LMT) and cement (4.42 LMT) manufacturing. With the operationalization of the MPL Railways, the plant could dispose off 0.90 Lakh MT of Conditioned Fly Ash (CFA) and 0.23 Lakh MT in FY 24, through rake mode to cement factories located in the northeast states and towards infrastructure development in construction of railway sidings in West Bengal. Transport of ash by rail helped to curb environment pollution due to flying of dust during road transport and also resulted in reduction expenditure along with revenue generation.

To meet the MoEF stipulation of 100% ash utilization on a long-term basis, the Company is in the process of identifying other bulk users who may have perpetual use of ash in their businesses. The Company is exploring a scientific basis to develop a safe technique of back filling of abandoned mines with ash. The initial results indicate that there is a good potential in this area amidst of several challenges. The space available in such void mines is capable enough to address the issue of ash disposal of the Company through liasoning with ECL.

#### H. Awards:

MPL has been awarded "Vishwa Mitra Award 2023" which this is highest Environment Excellence Award for overall best environment performing division across Tata Power., "Environment Excellence Award 2023" Platinum Award (Highest Category) by Indian Chamber of Commerce (ICC), Kolkata on January 11, 2024. Environment Award (Gold Category-Four Star for Outstanding Performance)" by World Safety Organization India (State Level) OHSE Award 2013 on August 23, 2023. It has also been awarded a Five Star Rating by JSPCB in October 2023 for quality and quantity of online environment monitoring data. The Company ranks 1st industry in Jharkhand to achieve this acclaim.

## 19. INFORMATION TECHNOLOGY AND COMMUNICATION TECHNOLOGY

Your Company is committed towards technology driven innovation and inculcating an innovation driven culture within the organization. Most of the business processes in the Company have been IT enabled. The Company's IT infrastructure is continuously reviewed and renewed in line with the business requirements and technology enhancements. The Company continues to invest in Information Technology (IT) to enhance customer experiences, improve productivity and bolster agility by refining operational efficiency through automation and better data driven insights.

All the Board and Committee Meetings conducted are paperless with documents securely uploaded on the Board Application and accessed online. This has resulted in saving paper, reducing the cycle time to make documents available to the Board/Committee Members and increased confidentiality.

Your Company has been using SAP Enterprise Resource Planning (ERP) package, extended by Tata Power, covering maximum possible processes across the organisation. In addition to the core business, it encompasses the employee self-service functionality, procurement to pay, knowledge management, business intelligence, document management workflow, security intelligence system, vendor invoice management, billing to cash, etc. The SAP ERP system is fully managed through expertise from the process and technical group.

You Company widely uses video conferencing facility, to hold meetings in a secured manner with individuals outside the Company network location.

The Company has taken up initiatives towards ensuring a robust cyber security environment by deploying advance anti-virus features like-Crowd Strike Falcon malware scan and soft logger Z scalar, redefining & continuous upgradation of Firewall rules, blacklisting unwanted ports including physical port blocker for creating a holistic secured a safe working environment specially where there is free data traffic flow to outside environment. IT infra-architectural optimization has been done with the highest degree of secured IT-OT Integration. Various E-security related initiatives have been taken to ensure effective surveillance and strong control over IN/OUT access of plant through various biometric enabled turnstile gate technology.

## 20. HUMAN RESOURCES

The Human Resource function of your organization is actively pursuing the agenda of supporting the organization in its strategic objectives. The Company believes that employees are its most valuable resource and has implemented effective human resource management practices, which have helped in making the organization robust, progressive and dynamic.

Your Company is preparing for the future ready workforce and has focused on the capability building of its officers as well as allied workforce. During the year under review several HR initiatives were undertaken to supplement the Company's effort towards business sustainability and preparing for growth. These initiatives are aimed at developing leaders, creating bench strength for the future and skill and competency development of the Company's existing human capital. Several training programs were conducted to ensure development of the required competencies. Some of the major human resource initiatives undertaken by the Company during the period under review to supplement efforts towards organizational growth include:

### i. Manpower

Manpower (officers) stood at 216 at the close of this year, there is no enhancement of manpower in comparison to last year. In FY24, the Company has targeted delegation of multiple responsibilities along with cross functional activities to give more exposure to individuals for better understanding of business and develop multi-skilled and future ready workforce.

With focus on talent mobility, for manpower sourcing, whenever required, internal job postings (IJP) within Tata Power group companies are given priority to attract the right talent and to address the need of development and growth of internal talents. In case no suitable candidate is found than we take the help of Naukri.com job portal to source suitable trained manpower from outside. Company has also utilized TPSDI (Tata Power Skill Development Institute) to strengthen the development of their trainees through their programs.

### ii. Technical and Behavioural Training

With a target of enhancing the functional skill of the workforce various training programs were planned before hand and priority was given on utilising the experience of internal trainers, who are more accustomed to the existing systems running in the Company, thereby giving the trainees a better and practical understanding of the system and functions. External experts, wherever required, were also called to impart with their knowledge to our workforce to ensure capability development of the workforce.

Taking into consideration the overall development of the workforce, apart from technical training, the Company has also facilitated in design and execution of various behavioural training programs related to team building, stress management and emotional intelligence from time to time to help its employees understand and develop their soft skills in their journey on the path of achieving their potential. Officers are also taken through sessions facilitated by the resident company doctor to help their to maintain a better work life balance.

This year your Company has embraced digital learning platform "GYANKOSH" under the new umbrella of LinkedIn. Your Company achieved 100% adoption of this platform and employees are utilizing this for behavioural trainings.

Apart from behavioural and technical trainings identified during PMS process in respect of every officer, focused group trainings were also conducted on various topics for enhancement of a homogeneous group knowledge.

To address organizational needs S+5S drive, Health & Wellness, Care for Environment, SAP, Business Excellence and RCM drive focused on ensuring reliability, Data Analytics to enhance analysis of information and other programs were also conducted throughout the year. We have 08 Data Evangelist and 12 Data Champion as a result of these initiatives.

Safety capability building was another area on which continuous focus was kept during the year and your organization achieved highest score in safety indices. The division has crossed the mandatory plan of 450 persons to be trained in the month of February 24 itself.

For allied workforce apart from regular technical training, Tata Power Skill Development Institute (TPSDI) at Maithon, was utilized for providing the basic safety trainings (L1) to induct the safety aspects of their job in their behavioural genes. TPSDI platform was further systematically utilized for enhancing the skill set of the allied workforce in technical areas under the L2&L3 programs.

### iii. Employee Engagement

Company's employee engagement platforms are inclusive and empowering. It connects employees with leaders, their peers and Human Resource function. Forums such as Townhalls, Employee Connect meetings, Departmental connect meetings, Monthly review meetings like MPL BSC, Daily O&M and Project meetings provide interactive platforms for sharing information and feedback and also conferring rewards and recognitions. Various initiatives in the field of employee recreation have also been instrumental in sustaining the engagement levels at the highest level.

Apart from increasing the capability of our employees, the Company has continued the initiative for motivating employees to increase their educational qualification through higher education support policy to help them pursue their aspirations for higher education.

An HR thematic in-house survey was conducted to understand the happiness quotient of the officers as well as to identify the OFIs of which 95% have already been addressed.

Many engagement activities were undertaken on larger scale like Coffee with Manager, MPL day, Best SBU day, New Year Celebrations, Vishwakarma Puja, Holi, Diwali, Christmas and other events etc. wherein employees along with their families also participated. Also, various sports activities, Quiz competition were conducted for reducing the monotony of the work. Sports person won company level awards for Marathon and Cricket.

Festival centric decorations spruced up the office premises giving a festival feeling during various festive days.

Reward & Recognition system through the "Achievers portal" was strengthened with many attractive rewards and recognition. Rewards were provisioned to boost the performers as well as motivating others to be a part of their colleague's achievements. The division was recognized for the second time in the row as the best performing SBU in Tata Power.

To fuel ambitious future growth plans in all its business clusters, the organization is looking at building a steady talent pipeline across various levels of the organization. For this purpose, "Talent NXT" program is launched which focuses on growing talent through out of turn grade elevation and special development opportunities. This pipeline will be developed to generate talent which can take up responsibilities in new domains as well as existing domains with enhanced responsibilities.

Similarly, workshops were conducted involving the majority of officers in middle and junior management level for maintaining a higher level of synergy among functions and alignment to organizational goals.

### iv. Innovation

The Company emphasizes Innovation as part of its work culture. Innovation Council has been functioning properly with the review of Innovation council projects on quarterly basis. In FY23, five nos of Innovation projects has been undertaken and also projects progressed as per plan.

Your Company has received the prize for the Best Innovation Council project in the Generation cluster for the project "Performance Improvement through digital analytics":

### v. Policy on prevention of sexual harassment of women

The Company follows Tata Power's policy on prevention of sexual harassment of women to ensure a free and fair inquiry process within defined timelines. It ensures prevention and deterrence towards the commissioning of acts of sexual harassment and sets out the procedures for their resolution and settlement. All women associates (permanent, temporary, contractual and trainees) as well as any women visiting the Company's office premises or women service providers are covered under this

policy. Multipronged efforts have been made to generate awareness of the policy and redressal mechanism. Further, there is an internal module in place to apprise all employees on the provisions of the POSH and redressal mechanisms. Workshops, as a part of new-joiner inductions or in general, are conducted in plants and units to sensitize employees on the subject. No cases of sexual harassment and discriminatory employment were reported in the last financial year.

Tata Power, the holding company has adopted the POSH policy and has constituted an Internal Complaints Committee (ICC) comprising of members from its divisions and additionally from its major subsidiary companies including your company. Complaints if any received will be handled by this committee.

The following is a summary of sexual harassment issues raised, attended and dispensed during FY24:

- No. of complaints received: Nil
- No. of complaints disposed off: Nil
- No. of cases pending for more than 90 days: Nil
- No. of workshops/awareness program against sexual harassment carried out: 09 Nos. (Approx 698 workforce including allied manpower)
- The POSH sessions conducted by the Divisional POSH coordinators at DVC Maithon and DVC Panchet were very well received by the units there.

#### vi. Industrial Relations -

Your Company has, since its inception, supported working collaboratively with all stakeholders to maintain a cordial industrial relationship. Continuing the trend of the last couple of years this year also your Company has managed the IR front quite well and achieved no workday loss.

Continuous engagement with the community and stakeholders was undertaken on different matters to ensure continuous dialogue with them and ensuring smooth operation of the Plant.

Various initiatives have been taken round the year for building the capability of allied workforce, ensuring welfare amenities like cold drinking water points and dedicated workers canteen. A session was organized with the Regional Director of ESIC, Government of Jharkhand, face to face with the workmen.

Initiatives have also been undertaken to increase the engagement of the allied work force by organizing Cricket Tournaments Safety March, Women's Day celebration and health awareness sessions. Reward & Recognition programs were organized throughout the year to motivate the performers. Skill upgradation of competent contractual workforce was also undertaken in this financial year. Your organization provided training to around 2370 women on various livelihood options, such as manufacturing of handicrafts, poultry farming, pisciculture, soft toys, bangles, garments, and food & beverage. Placement drive was arranged for the students/youths of the soft skill training program batch at MPL-CSR Samriddhi Centre where placement opportunity was provided for the trainees from the locality. Your organization supported business incubation and acceleration programs to help startups and entrepreneurs develop their business ideas and scale their operations. Coaching was also provided by national and state level sports persons from Volleyball, Football, Athletics, Boxing, Kabbadi to 678 youths and teens from Nirsra. This initiative is helping to promote sports among young people and create a culture of fitness and well-being.

## 21. WHISTLEBLOWER POLICY AND VIGIL MECHANISM

Your Company believes in upholding professional integrity and ethical behavior in the conduct of its business. To uphold and promote these standards, the Company has adopted a Whistleblower Policy and Vigil Mechanism to provide a formal mechanism to the Directors, employees and its stakeholders to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy without fear of reprisal.

In line with the TCoC, any actual or potential violation, howsoever insignificant or perceived as such, would be a matter of serious concern for the Company. The role of the employees in pointing out such violations of the TCoC cannot be undermined. Protected disclosures can be made by a whistleblower through several channels. The policy provides for adequate safeguards against victimisation of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee. It is affirmed that no personnel of the Company have been denied access to the Chairman of the Audit Committee of Directors.

## 22. TATA CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING AND CODE OF CORPORATE DISCLOSURE PRACTICES

In accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015, as amended from time to time, the Board of Directors of the Company has adopted the revised Tata Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure practices (the Code). All the Promoters, Directors, Employees of the Company who are Designated Persons and their immediate relatives and other Connected persons such as Auditors, consultants, bankers etc., who could have access to the unpublished price sensitive information of the Company are governed under this code.

The Chief Financial Officer of the Company is the 'Compliance Officer' in terms of this Code.

**23. RELATED PARTY TRANSACTIONS**

Your Company has formulated a Related Party Transaction (RPT) Policy and framework and guidelines. All RPTs entered into during FY 2023-24 were on an arm's length basis and in the ordinary course of business.

All transactions with related parties were reviewed and approved by the Audit Committee. The disclosure of material RPTs as required under Section 134(3)(h) read with Section 188(2) of the Act in Form No.AOC-2 is annexed herewith as Annexure 'E'. Prior omnibus approval is obtained for related party transactions which are of repetitive nature and entered in the ordinary course of business and on an arm's length basis. The transactions entered into pursuant to the omnibus approval so granted are reviewed by the internal audit team. Thereafter, a statement giving details of all related party transactions is placed before the Audit Committee on a quarterly basis for its review. There is no materially significant RPTs made by the Company with Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of your Company at large.

**24. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The information on the conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014, is annexed herewith as Annexure 'F'.

**25. CORPORATE GOVERNANCE**

Pursuant to the Listing Regulations, Report on Corporate Governance along with the certificate from a Practicing Company Secretary certifying compliance with conditions of Corporate Governance forms part of the Annual Report.

**26. STATUTORY AUDITORS**

M/s. S.R. Batliboi & Co. LLP, Chartered Accountants (ICAI Firm Registration No 301003E/E300005, were appointed as Statutory Auditors of the Company for a second term of five years in the Annual General Meeting (AGM) held in 2022 till the conclusion of the AGM to be held in 2027.

**27. STATUTORY AUDITORS' REPORT**

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013. The Statutory Auditor's Report does not contain any qualifications, reservations or adverse remarks. The Statutory Auditors of the Company have not reported any fraud to the Audit Committee as specified under Section 143(12) of the Companies Act 2013, during the year under review.

**28. COST AUDITOR AND COST AUDIT REPORT**

The cost accounts and records as required to be maintained under Section 148 of the Act are duly made and maintained by the Company. Pursuant to Section 148 of the Act, your Company carries out an annual audit of cost accounts relating to electricity. Your Board had appointed M/s. Sanjay Gupta & Associates; Cost Accountants as Cost Auditors to conduct the audit of cost records of your Company for the FY 2024. The Cost Audit Report and the Compliance Report of your Company for Company for FY23, was filed on August 8, 2023 with the Ministry of Corporate Affairs through Extensive Business Reporting Language (XBRL) by the Company before the due date of September 30, 2023.

**29. SECRETARIAL AUDIT REPORT**

Pursuant to the provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, M/s. SBR & Co LLP Company Secretary in practice have been appointed as Secretarial Auditors of the Company. The report of the Secretarial Auditors is enclosed as Annexure G to this Report. The report is self-explanatory and do not call for any further comments.

**30. SECRETARIAL STANDARDS**

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

**31. OTHER DISCLOSURES/REPORTING**

No disclosure or reporting is required in respect of the following items on account of non-applicability/non-concurrence of any of the events during the year under review:

- Issue of equity shares with differential rights as to dividend, voting or otherwise
- Issue of shares (including sweat equity shares) to employees of the Company under any Scheme
- Issue of warrants
- Details in respect of frauds reported by Auditors under sub section (12) of Section 143 other than those which are reportable to the Central Government, as there were no such frauds reported by the Auditors.

In accordance with the Companies (Prospectus and Allotment of Securities) Rules, 2014. Every person who holds securities of the Company and who intends to transfer such securities on shall get such securities dematerialised before the transfer; or every person who subscribes to any securities of the company (whether by way of private placement or bonus shares or rights offer) shall ensure that all his existing securities are held in dematerialized form before such subscription. Therefore, members holding shares in physical form are requested to consider converting their shareholding to dematerialised form.

### 32. ANNUAL RETURN

Pursuant to Section 92 of the Act and Rule 12 of the Companies (Management and Administration) Rules, 2014, Annual Return is available on the website of the Company on the following link

<https://www.tatapower.com/plants-projects/thermal-generation-projects/maithon/annual-returns.aspx>

### 33. ACKNOWLEDGEMENTS

The Board of Directors would like to place on record their deep sense of appreciation to all shareholders, customers, business partners, contractors and suppliers, auditors, bankers, financial and academic institutions.

The Directors are thankful to the Government of India and the various Ministries, the State Governments and the various Ministries, the Central and State Electricity Regulatory authorities, Corporation, Gram Panchayat and Municipal authorities of the areas where your Company operates, and the communities associated with its area of operation.

The Board of Directors take this opportunity to place on record their gratitude for the timely and valuable assistance and support received from officers and employees of DVC and Tata Power. We wish to place on record our appreciation for the tireless effort and contribution made by each employee at all levels to ensure that the Company continue to grow and excel.

On behalf of the Board of Directors,

Date: April 16, 2024  
Place: Mumbai

**Ashish Khanna**  
**Chairman**  
(DIN: 06699527)

**ANNEXURE 'A'****POLICY ON BOARD DIVERSITY & DIRECTOR ATTRIBUTES**

(Ref: Board's Report, Section 09)

**1. Objective**

- 1.1 The Policy on Board Diversity ('the Policy') sets out the approach to diversity on the board of directors ('the Board') of Maithon Power Limited (the company).
- 1.2 The company recognises that diversity at board level is a necessary requirement in ensuring an effective board. A mix of executive, independent and other non-executive directors is one important facet of diverse attributes that the company desires. Further, a diverse board representing differences in the educational qualifications, knowledge, experience, gender, age, thought and perspective results in delivering a competitive advantage and a better appreciation of the interests of stakeholders. These differences should be balanced against the need for a cohesive, effective board. All board appointments shall be made on merit having regard to this policy.

**2. Attributes of directors**

The following attributes need to be considered in considering optimum board composition:

i) Gender diversity:

Having at least one woman director on the Board with an aspiration to reach three women directors.

ii) Age

The average age of board members should be in the range of 60 - 65 years.

iii) Competency

The board should have a mix of members with different educational qualifications, knowledge and with adequate experience in finance, accounting, economics, legal and regulatory matters, the environment, green technologies, operations of the company's businesses, energy commodity markets and other disciplines related to the company's businesses.

iv) Independence

The independent directors should satisfy the requirements of the Companies Act, 2013 (the Act) and the listing agreements in respect of the 'independence' criterion.

Additional Attributes

- The directors should not have any other pecuniary relationship with the company, its subsidiaries, associates or joint ventures and the company's promoters, besides sitting fees and commission.
- The directors should not have any of their relatives (as defined in the Act and Rules made thereunder) as directors or employees or other stakeholders (other than with immaterial dealings) of the company, its subsidiaries, associates or joint ventures.
- The directors should maintain an arm's length relationship between themselves and the employees of the company, as also with the directors and employees of its subsidiaries, associates, joint ventures, promoters and stakeholders for whom the relationship with these entities is material.
- The directors should not be the subject of allegations of illegal or unethical behaviour, in their private or professional lives.
- The directors should have ability to devote sufficient time to the affairs of the Company.

**3. Role of the Nomination and Remuneration Committee**

- 3.1 The Nomination and Remuneration Committee ('the NRC') shall review and assess board composition whilst recommending the appointment or reappointment of independent directors.

**4. Review of the Policy**

- 4.1 The NRC will review this policy periodically and recommend revisions to the board for consideration

## ANNEXURE 'B'

## REMUNERATION POLICY FOR DIRECTORS, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES

(Ref: Board's Report, Section 10)

The philosophy for remuneration of directors, Key Managerial Personnel ("KMP") and all other employees of Maithon Power 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."*

Key principles governing this remuneration policy are as follows:

- Remuneration for independent directors and non-independent non-executive directors
  - Independent directors ("ID") and non-independent non-executive directors ("NED") (other than employees of other Tata companies and nominees of the Joint Venture partner) may be paid sitting fees (for attending the meetings of the Board and of committees of which they may be members) and commission within regulatory limits.
  - Within the parameters prescribed by law, the payment of sitting fees and commission will be recommended by the NRC and approved by the Board.
  - 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).
  - Overall remuneration should be reflective of size of the company, complexity of the sector/industry/company's operations and the company's capacity to pay the remuneration.
  - Overall remuneration practices should be consistent with recognized best practices.
  - Quantum of sitting fees may be subject to review on a periodic basis, as required.
  - The aggregate commission payable to all the NEDs and IDs will be recommended by the NRC to the Board based on company performance, profits, return to investors, shareholder value creation and any other significant qualitative parameters as may be decided by the Board.
  - 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.
  - 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.
- **Remuneration for managing director ("MD")/ executive directors ("ED")/ KMP/ rest of the employees<sup>1</sup>**
  - The extent of overall remuneration should be sufficient to attract and retain talented and qualified individuals suitable for every role. Hence remuneration should be:
    - Market competitive (market for every role is defined as companies from which the company attracts talent or companies to which the company loses talent).
    - Driven by the role played by the individual.

<sup>1</sup> Excludes employees covered by any long term settlements or specific term contracts. The remuneration for these employees would be driven by the respective long term settlements or contracts.

## ANNEXURE 'B' (Contd.)

- Reflective of size of the company, complexity of the sector/ industry/ company's operations and the company's capacity to pay.
- Consistent with recognized best practices.
- Aligned to any regulatory requirements.
- In terms of remuneration mix or composition:
  - 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.
  - Basic/ fixed salary is provided to all employees to ensure that there is a steady income in line with their skills and experience.
  - In addition to the basic/ fixed salary, the company provides 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 also provides all employees with a social security net (subject to limits) by covering medical expenses and hospitalization through re-imbursments or insurance cover and accidental death and dismemberment through personal accident insurance.
  - The company provides retirement benefits as applicable.
  - [In addition to the basic/ fixed salary, benefits, perquisites and allowances as provided above, the company provides MD/ EDs such remuneration by way of 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.]<sup>2</sup>
  - [In addition to the basic/ fixed salary, benefits, perquisites and allowances as provided above, the company provides MD/ EDs such remuneration by way of an annual incentive remuneration/ performance linked bonus subject to the achievement of certain performance criteria and such other parameters as may be considered appropriate from time to time by the Board. An indicative list of factors that may be considered for determination of the extent of this component are:
    - ✧ Company performance on certain defined qualitative and quantitative parameters as may be decided by the Board from time to time,
    - ✧ Industry benchmarks of remuneration,
    - ✧ Performance of the individual.]<sup>3</sup>
  - The company provides the rest of the employees a performance linked bonus. The performance linked bonus would be driven by the outcome of the performance appraisal process and the performance of the company.
- **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:

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

The NRC is responsible for recommending the remuneration policy to the Board. The Board is responsible for approving and overseeing implementation of the remuneration policy.

<sup>2</sup> To be retained if Commission is provided to MD/ EDs

<sup>3</sup> To be retained only if Commission is not provided to MD/ EDs

## ANNEXURE 'C'

## DISCLOSURE OF MANAGERIAL REMUNERATION

(Ref: Board's Report, Section 11)

- i) The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

Name of the Director	Ratio of Directors' remuneration to the median remuneration of the employees of the Company for the financial year
Mr. Vijay Namjoshi	N.A.
Mr. Joydeep Mukherjee	N.A.
Mr. Amarjit Chopra (wef 31.03.22)	0.46
Mr. P. R. Ravi Mohan (wef 20.03.23)	0.45
Mr. Narendra Nath Misra (wef 23.03.23)	0.51
Ms Nita Jha (wef 23.03.23)	0.39

- ii) The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

Name of the Director and Key Managerial Personnel	Percentage increase in remuneration in the financial year
Mr. Vijay Namjoshi	N.A.
Mr. Joydeep Mukherjee	N.A.
Mr. Amarjit Chopra (wef 31.03.22)	47.92
Mr. P.R. Ravi Mohan (wef 20.03.23)	N.A.
Mr. Narendra Nath Misra (wef 23.03.23)	N.A.
Ms Nita Jha (wef 23.03.23)	N.A.
Mr. Vijayant Ranjan, Chief Executive Officer	13.6
Mr. Kajal Kumar Singh, Chief Financial Officer	14.28
Ms Mona Purandare CS	11.00

**Note:** Mr. P. R. Ravi Mohan, Mr. Narendra Nath Misra and Ms. Nita Jha are not part of MPL FY23, so their % Inc. remuneration is not applicable.

- iii) The percentage increase in the median remuneration of employees in the financial year: 1.10%
- iv) The number of permanent employees on the rolls of the Company: 271
- v) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year, its comparison with the percentile increase in the managerial remuneration, justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.  
Average increase in remuneration of Managers (defined as CEO of the Company): 13.57%. For employees (other than CEO), the median increase was 1.10%
- vi) Affirmation that the remuneration is as per the remuneration policy of the Company: It is affirmed that remuneration is as per the 'Remuneration Policy for Directors, Key Managerial Personnel and other employees' adopted by the Company.

On behalf of the Board of Directors,

Date: April 16, 2024  
Place: Mumbai

**Ashish Khanna**  
Chairman  
(DIN: 06699527)

**ANNEXURE 'D'**  
**ANNUAL REPORT ON CSR ACTIVITIES**

(Ref: Board's Report, Section 18)

1. Brief outline on CSR Policy of the Company:

Maithon Power Limited is committed to ensuring the social wellbeing of the communities in the vicinity of its business operations through Corporate Social Responsibility initiatives (CSR) in alignment with Tata Group Focus Initiatives.

Maithon Power Limited shall engage with the community by undertaking the following principles and activities as per the following major thrust areas, which include:

- a) Education (Including financial and digital literacy)
- b) Employability and Employment (Skilling for livelihood)
- c) Entrepreneurship
- d) Essential Enablers

The Company deploys development interventions through Tata Power Community Development Trust which has internal capabilities to execute CSR programs effectively and efficiently. The objective is to empower women, community collectives, institutions and youths in line with the thematic focus areas in and around operational geographies.

The Company's interventions included:

- Capacity building and empowerment of the Women Self Help Groups (SHGs) through extensive training and mentorship helped women SHGs for entrepreneurial program.
- Initiated community-based Roshini Training centres to enhance small scale entrepreneurial initiatives to develop themselves and fulfil community needs in the villages and other areas as well.
- Financial inclusivity through linkages with different government schemes.

2. Composition of the CSR Committee:

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meeting of CSR Committee attended during the year
1	Mr. Narendra Nath Misra	Chairman	2	2
2	Mr. Ashish Khanna (Appointed w.e.f. November 8, 2023)	Member	2	1
3	Mr. Vijay Namjoshi (Resigned w.e.f. October 31, 2023)	Member	2	1
4	Mr. Joydeep Mukherjee	Member	2	2

3. 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://www.tatapower.com/pdf/mpl/CSR%20Policy%20FY23%2016102023.pdf>

4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.	Not Applicable
5. 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	Not Applicable
6. (a) Average net profit of the company as per sub-section (5) of section 135:	₹ 3,27,40,66,797
(b) Two percent of average net profit of the company as per sub-section (5) of section 135:	₹ 6,54,81,336
(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years:	Nil
(d) Amount required to be set off for the financial year, if any:	Nil
(e) Total CSR obligation for the financial year [(b)+ (c) - (d)]:	₹ 6,54,81,336

**ANNEXURE 'D' (Contd.)**

7. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project): ₹ 62,207,269  
 (b) Amount spent in Administrative Overheads: ₹32,74,067  
 (c) Amount spent on Impact Assessment, if applicable: Nil  
 (d) Total amount spent for the Financial Year [(a)+(b)+©]: ₹ 6,54,81,336  
 (e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year. (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
<b>6,54,81,336</b>	NIL	NIL	NIL	NIL	NIL

(f) Excess amount for set off, if any: Not Applicable

Sl.No.	Particulars	Amount (in ₹)
(i)	Two percent of average net profit of the company as per sub-section (5) of Section 135	6,54,81,336
(ii)	Total amount spent for the Financial Year	6,54,81,336
(iii)	Excess amount spent for the financial year [(ii)-(i)]	-
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	-

8. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years:

1	2	3	4	5	6		7	8
Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR account under section 135 (6) (in ₹)	Balance Amount in Unspent CSR Account under subsection (6) of section 135 (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135, if any		Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any
					Amount (in ₹)	Date of Transfer		
1	FY 23	2,87,87,151	10,17,349	2,77,69,802	-	-	-	-
2	FY 22	2,15,45,599	-	2,15,45,599	-	-	-	-
3	FY 21	-	-	-	-	-	-	-

## ANNEXURE 'D' (Contd.)

9. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: Yes or No: No

If Yes, enter the number of Capital assets created/ acquired: None

Details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

(1)	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR amount spent	Details of entity/ Authority/ beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
(1)	(2)	(3)	(4)	(5)	(6)		
					CSR Registration Number, if applicable	Name	Registered address

(All the fields should be captured as appearing in the revenue record, flat no, house no, Municipal Office/Municipal Corporation/ Gram panchayat are to be specified and also the area of the immovable property as well as boundaries)

10. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135.: Not Applicable

Date: April 16, 2024  
Place: Mumbai

**Vijayant Ranjan**  
(Chief Executive Officer)

**Narendra Nath Misra**  
(Chairman CSR Committee)  
(DIN 0575501)

**ANNEXURE 'E'**  
**RELATED PARTY TRANSACTIONS**

(Ref: Board's Report, Section 23)

**FORM No. AOC-2**

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

**FORM FOR DISCLOSURE OF PARTICULARS OF CONTRACTS/ARRANGEMENTS ENTERED INTO BY THE COMPANY WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188 OF THE COMPANIES ACT, 2013 INCLUDING CERTAIN ARM'S LENGTH TRANSACTIONS UNDER THIRD PROVISIO THERETO**

1) Details of contracts or arrangements or transactions not at arm's length basis:

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contract/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Justification for entering into such contracts or arrangements or transaction	Date(s) of approval by the Board	Amount paid as advances, if any	Date on which the special resolution was passed in general meeting as required under first proviso to section 188
						Nil	

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

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value, if any	Date (s) of approval by the Board, if any	Amount paid as advances, if any
Damodar Valley Corporation	Sale of Electricity	During FY 23-24	₹ 504.50 crore (As per long term Power Purchase Agreement pursuant to CERC Regulations)	NA	NA
The Tata Power Trading Company Limited	Sale of Electricity	During FY 23-24	₹ 1994.90 crore (As per long term Power Purchase Agreement pursuant to CERC Regulations)	NA	NA

On behalf of the Board of Directors,

Date: April 16, 2024  
Place: Mumbai

**Ashish Khanna**  
Chairman  
(DIN: 06699527)

## ANNEXURE 'F'

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

(Ref: Board's Report, Section 24)

## A. Conservation of energy:

(i) Energy conservation measures taken	<ul style="list-style-type: none"> <li>• Replacement of Existing 70W HPSV Light fittings with 24V AC/DC Street lights in intake area/MPL township</li> <li>• Early charging of HP heaters</li> <li>• 12 CT Cell Fills replacement in Fy24</li> <li>• Optimization of Raw water consumption by proper water management through RO, Ash water management initiatives.</li> <li>• 50 Kwh roof top solar plant installed on pilot basis.</li> </ul>
(ii) Steps taken for utilizing alternate sources of energy	NIL
(iii) Capital investment on energy conservation equipment	NIL

## B. Technology absorption:

(i) Efforts made towards technology absorption	<ul style="list-style-type: none"> <li>• <b>Foreign material ingress sealing mechanism in PA Fan</b> - Innovation help us to avoid failure of PA Fan by eliminating external material ingress inside fan and resultant Blade damage leading to failure of "A" Class equipment. Considering one time Blade failure, cost of 01 set Blade (approx. 85 Lakhs) is avoided.</li> <li>• <b>Implementation of AI &amp; VA in site supervision through CCTV monitoring</b> - This initiative is aimed at detecting unsafe acts across the site and initiate necessary steps to avoid any potential accidents. Project Drishti helps us to identify any safety violation and it is also equipped with a public announcement system to alert the violators</li> <li>• <b>Ring Granulator Hammer Design Modification</b> - This improvement has qualified as an innovation entry at Tata Power level. MTBF of A class equipment has increased from 203 days to 212 days and critical equipment availability has also increased.</li> <li>• <b>Implementation of AI based vehicle speed monitoring through security surveillance system</b> - This is an initiative aimed at detecting over speeding of coal hyvas. This has reduced overspeed cases from 0.18% to 0.15%.</li> </ul>
(ii) The benefits derived like product improvement, cost reduction, product development or import substitution	<ul style="list-style-type: none"> <li>• <b>Optimization of ADORE technology</b> to predict early detection of Boiler tube leaks- One such early detection saved ₹ 2.3 lakhs.</li> <li>• <b>Design Thinking Project</b>-Feasibility study of 2% ramp rates - Increase in Revenue by 11.3 crores envisaged post implementation (annually) along with Reduction in Carbon Footprint by 35%.</li> <li>• Digitalization of Deviation Settlement Management Tool</li> </ul>

## ANNEXURE 'F' (Contd.)

(iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- a) The details of technology imported b) The year of import c) Whether the technology been fully absorbed d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	Nil
(iv) The expenditure incurred on Research and Development	Nil

## C. Foreign exchange earnings and outgo:

(₹crore)

Particulars –Standalone	Fy24	FY23	FY22
Foreign Exchange Earnings mainly on account of interest, dividend	-	-	-
Foreign Exchange Outflow mainly on account of: Learning & Development	0.01	-	-
Fuel purchase (Freight Payment)	-	NIL	0.23
Interest on foreign currency borrowings	-	-	-
Purchase of capital equipment, components and spares and other miscellaneous expenses	-	-	-

On behalf of the Board of Directors,

Date: April 16, 2024  
Place: Mumbai**Ashish Khanna**  
Chairman  
(DIN: 06699527)

## ANNEXURE 'G'

## SECRETARIAL AUDIT REPORT

(Ref: Board's Report, Section 29)

## FORM No. MR-3

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2024

(Pursuant to Section 204 (1) of the Companies Act, 2013 and rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,

The Members,

**MAITHON POWER LIMITED**

CIN U74899MH2000PLC267297

Corporate Center, 34 Sant Tukaram Road,

Carnac Bunder Mumbai- 400009

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed, and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of the Secretarial Audit, the explanations and clarifications given to us and the representations made by the Management, we hereby report that in our opinion, the Company has generally, during the audit period covering the financial year ended on March 31, 2024:

- Complied with the statutory provisions listed hereunder, and
- Proper Board processes and compliance mechanism are in place,

to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms, and returns filed, and other records made available to us and maintained by the Company for the financial year ended on March 31, 2024 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not applicable to the Company during the audit period)**
- (v) The following Regulations and Guidelines as prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') and any amendments made from time to time:
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(Not applicable to the Company during the audit period)**
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not applicable to the Company during the audit period)**
  - (d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not applicable to the Company during the audit period)**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with the client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 and amendments from time to time; **(Not applicable to the Company during the audit period); and**
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the audit period)**
  - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (vi) Other laws applicable specifically to the Company namely:
  - (a) The Electricity Act, 2003;
  - (b) The Indian Electricity Rules, 1956;

## ANNEXURE 'G' (Contd.)

(c) The Energy Conservation Act, 2001;

(d) Rules, regulations and applicable order(s) passed by the Central and State Electricity Regulatory Commissions Authority.

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

1. Secretarial Standards issued by The Institute of Company Secretaries of India with respect to Board and General meetings.
2. Listing Agreements entered into by the Company with Stock Exchange;

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

We report that as regards the compliance of Regulations 16 to 27 of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, made applicable to the Company, effective September 7, 2021 on a comply or explain basis until March 31, 2024, the Company has been providing the necessary explanation in the Quarterly Compliance Report on Corporate Governance submitted to the Stock Exchange under Regulation 27(2)(a) of the said Regulations.

We further report that:

- The Board of Directors of the Company is duly constituted with balance of Non-Executive Directors, Independent Directors and Women Director. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notices were given to all Directors to schedule the Board Meetings, other than those held at shorter notice.
- A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority decision is carried through, while the views of the dissenting members are captured and recorded as part of the minutes.

We further report that based on the review of the compliance mechanism established by the Company and on the basis of Compliance certificate(s) issued by various departments and taken on record by the Board of Directors at their meetings, we are 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.

We further report that during the audit period, the Company had the following major events which had bearing on the Company's affairs in pursuance of the above-referred laws, rules, regulations, standards, guidelines, etc.:

- a. **The Members of the Company had at their Annual General Meeting held on June 12, 2023 approved alteration to the Articles of Association of the Company by insertion of 'Clause 86E - Debenture Director' under Section 14 of the Companies Act 2013, in accordance with Regulation 23 (6) inserted by the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) (Amendment) Regulations, 2023.**
- b. **The Company had redeemed the following debentures during the Reporting Period:**

Sl. No.	Name of Debenture holder	Number of debentures	Amount paid on redemption	Date of redemption	Whether full or partial redemption
1	HDFC Bank Limited	5,000	5,00,00,00,000	30.11.2023	Full
2	Kotak Mahindra Bank Ltd	1,990	39,80,00,000	22.12.2023	Partial through reduction in face value
3	HDFC Bank Limited	1,000	1,00,00,00,000	09.02.2024	Full

- c. **The Company had issued Commercial Papers ("CPs") amounting to ₹ 250 crore on February 2, 2024, under the ISIN INE082G14440 and listed the said CPs on the National Stock Exchange of India Limited, in terms of approval granted by the Board of Directors at its meeting held on March 13, 2023, to ICICI Bank Limited.**

For SBR & Co LLP  
Company Secretaries

**Sumant K. Bhargava**  
Designated Partner  
FCS No. 8250  
CP. No.: 15656  
UDIN: F008250F000132561  
Peer Review No. 5318/2023

Date: April 16, 2024

Place: Mumbai

*This report is to be read with our letter of even date which is annexed as "Annexure 1" and forms an integral part of this report.*

## ANNEXURE A

To,  
The Members,  
MAITHON POWER LIMITED  
CIN U74899MH2000PLC267297  
Corporate Center B, 34 Sant Tukaram Road,  
Carnac Bunder Mumbai- 400009

Based on audit, our responsibility is to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. We conducted our audit in accordance with the auditing standards CSAS 1 to CSAS 4 ("CSAS") prescribed by the Institute of Company Secretaries of India ("ICSI"). These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

Due to the inherent limitations of an audit, including internal, financial and operating controls, there is an unavoidable risk that some misstatements or material non-compliances may not be detected, even though the audit is properly planned and performed in accordance with the CSAS. Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations 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. Our examination was limited to the verification of procedures on the 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.

Date: April 16, 2024  
Place: Mumbai

For **SBR & Co LLP**  
Company Secretaries

**Sumant K. Bhargava**  
Designated Partner  
FCS No. 8250  
CP. No.: 15656  
UDIN: F008250F000132561  
Peer Review No. 5318/2023

## REPORT ON CORPORATE GOVERNANCE

### Company's Philosophy on Corporate Governance

The essence of Corporate Governance is about maintaining the right balance between economic, social, individual and community goals. At Maithon Power, good corporate governance is a way of life and the way we do our business, encompassing every day's activities and is enshrined as a part of our way of working. The Company is focused on enhancement of long-term value creation for all stakeholders without compromising on integrity, societal obligations, environment and regulatory compliances. Our actions are governed by our values and principles, which are reinforced at all levels of the organisation. These principles have been and will continue to be our guiding force in future.

For your Company, good corporate governance is a synonym for sound management, transparency and adequate disclosure, encompassing good corporate practices, procedures, standards and implicit rules which propel a company to take sound decisions. As a Company with a strong sense of values and commitment, Maithon Power believes that profitability must go hand in hand with a sense of responsibility towards all stakeholders. This is an integral part of the Company's business philosophy. The cardinal principles such as independence, accountability, responsibility, transparency, trusteeship and disclosure serve as means for implementing the philosophy of Corporate Governance.

This philosophy is reflected and practised through the Tata Code of Conduct (TCoC), the Tata Business Excellence Model (TBEM) and the Tata Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices. Further, these codes allow the Board to make decisions that are independent of the management. The Company is committed to focus its energies and resources in creating and positively leveraging shareholders' wealth and, at the same time, safeguarding the interests of all stakeholders. This is our path to sustainable and profitable existence and growth.

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), as amended from time to time, including relaxations granted by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI) from time to time.

The various material aspects of corporate governance and the Company's approach to them are discussed in the below:

### Board of Directors

i. The Board is the focal point and custodian of corporate governance for the Company. The Company recognizes and embraces the benefits of having a diverse Board and seeks increasing diversity at Board level as an essential element in maintaining a competitive advantage. A truly diverse Board will include and make good use of differences in the skills, regional and industry experience, background, gender and other distinctions between directors. These differences will be considered in determining the optimum composition of the Board and when possible, will be balanced appropriately.

### ii. The size and composition of the Board as on March 31, 2024 is as under:

As on March 31, 2024, the Company has 6 (six) Directors. Out of 6, 3 (three) (i.e. 50%) are Independent, Non-Executive); 3 (three) (i.e. 50%) are Non-Independent, Non-Executive (including a woman director). None of the Directors held directorship in more than 7 (seven) listed companies. Further, none of the Independent Directors (IDs) of the Company served as an ID in more than 7 (seven) listed companies. None of the IDs serving as a whole-time director/managing director in any listed entity, serves as an ID of more than 3 (three) listed entities. None of the Directors held directorship in more than 20 (twenty) Indian companies, with not more than 10 (ten) public limited companies. None of the Directors is a member of more than 10 (ten) committees or acted as chairperson of more than 5 (five) committees (being Audit Committee (AC) and Stakeholder Relationship Committee (SRC), as per Regulation 26(1) of the Listing Regulations) across all the public limited companies in which he/she is a Director. The necessary disclosures regarding committee positions have been made by the Directors.

All IDs of the Company have been appointed as per the provisions of the Companies Act, 2013 (the Act) and Listing Regulations. The Chairman of the Company is a Non- Executive Director (NED) and is not related to the Chief - Executive Officer (CEO).

iii. The composition of the Board is in compliance with the requirements of the Act and Regulation 17 of the Listing Regulations. The profile of the Directors can be accessed on our website at <https://www.tatapower.com/plants-projects/thermal-generation-projects/maithon/leadership.aspx>

iv. Five Board meetings were held during the year under review and the gap between two meetings did not exceed 120 days. The said meetings were held on April 13, 2023, July 17, 2023, October 16, 2023, January 16, 2024, and March 13, 2024. All Board meetings in FY24 were held through Video Conferencing.

v. There are no inter-se relationships between the Board members.

vi. None of the directors hold any shares or convertible instruments in the Company.

- vii. The details of each member of the Board as on March 31, 2024 and their attendance at Board Meetings during the year and last AGM are provided hereunder:

Sr No	Name of Director	Category of Directorship	Number of Board Meetings attended during FY24	Whether attended last AGM held on June 12, 2023	No of Other Directorships*		No of Committee positions held**		Directorships in other listed entities including debt listed entities (Category of Directorships)
					Chair-person	Member	Chair-person	Member	
1	Mr. Vijay Namjoshi (DIN 08626492) (resigned w.e.f. October 31, 2023)	Non - Independent, Non-Executive Director	3	Yes	0	2	0	0	-
2	Mr. Ashish Khanna (DIN: 06699527) (appointed w.e.f. November 8, 2023)	Non- Independent, Non- Executive Director	2	NA	1	3	0	0	-
3	Mr Amarjit Chopra (DIN: 00043355)	Independent, Non-Executive Director	5	Yes	0	4	3	1	Rico Auto Industries Limited#
4	Mr P R Ravi Mohan (DIN: 08534931)	Independent, Non-Executive Director	5	Yes	0	2	0	0	ESAF Small Finance Bank#
5	Mr Narendra Nath Misra (DIN: 0575501)	Independent, Non-Executive Director	5	Yes	0	9	1	4	Gujarat Industries Power Company Limited #
6	Mr. Joydeep Mukherjee (DIN: 08605394)	Non - Independent, Non-Executive Director	5	Yes	0	0	0	0	-
7	Ms Nita Jha (DIN: 10066247)	Non - Independent, Non-Executive Director	5	Yes	0	1	0	0	-

#### Notes

1. Category of Directorship held: @ Non-Independent, Non-Executive; # Independent, Non-Executive; ^ Nominee Director
2. \*Excludes directorship in the Company, private companies, foreign companies and companies under Section 8 of the Act.
3. \*\* Pertains to memberships/chairpersonships of the AC and SRC of Indian public companies (excluding the Company) as per Regulation 26(1)(b) of the Listing Regulations.

- viii. The Company has not issued any convertible instruments.
- ix. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2024 have been made by the Directors.
- x. IDs are NEDs as defined under Regulation 16(1)(b) of the Listing Regulations read with Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of the Listing Regulations, IDs have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations received from the IDs, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Regulation 16(1)(b) of the Listing Regulations and that they are independent of the management. Further, in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the IDs of the Company have included their names in the data bank of IDs maintained with the Indian Institute of Corporate Affairs. None of the IDs have resigned at any time during the year, before completion of his tenure with the Company.

xi. **Skills/expertise/competencies of the Board of Directors**

The Board is satisfied that the current composition reflects an appropriate mix of knowledge, skills, experience, diversity and independence. The Board provides leadership, strategic guidance, objective and an independent view to the Company's management while discharging its fiduciary responsibilities, thereby ensuring that the management adheres to high standards of ethics, transparency and disclosure.

The Board has identified the following skills/expertise/ competencies fundamental for the effective functioning of the Company, which are currently available with the Board:

Name of the Director	Area of Skills/expertise /competence							
	Strategy	Finance	Leadership	Technical	HR	Governance	M&A	Government/Regulatory
Mr Vijay Namjoshi#	✓	✓	✓	✓	✓	✓	✓	✓
Mr Ashish Khanna @	✓	✓	✓	✓	✓	✓	✓	✓
Mr Amarjit Chopra	✓	✓	✓			✓		✓
Mr P R Ravi Mohan	✓	✓	✓	✓	✓	✓		✓
Mr Narendra Nath Misra	✓		✓	✓	✓	✓		✓
Mr. Joydeep Mukherjee	✓	✓	✓		✓		✓	✓
Ms Nita Jha	✓	✓	✓		✓			✓

# Mr Namjoshi ceased to be Chairman and director of the company with effect from the close of business hours on October 31, 2023

@Mr Ashish Khanna was appointed Chairman and director of the company with effect from November 8, 2023

xii. **Changes in Board Composition**

At the Annual General meeting of the Company held on June 12, 2023, the members approved the appointment of Ms Nita Jha (DIN: 10066247), an Additional Director, as Director of the Company, liable to retire by rotation. The shareholders also approved the reappointment of Joydeep Mukherji who retired by rotation and being eligible offered himself for reappointment.

Pursuant to the requirements of Regulation 17(1)(b) and subject to Regulation 17 (1C) of the SEBI LODR Sixth Amendment Regulations and other applicable provisions of the Companies Act 2013, Mr P R Ravi Mohan (DIN:08534931) and Mr Narendra Nath Misra (DIN:00575501), were appointed Additional Directors and Independent Directors with effect from March 20, 2023 and March 23, 2023 respectively. At the Annual General Meeting meeting of the Company held on June 12, 2023, the members approved their appointment as Independent Directors of the Company, with effect from March 20, 2023 upto March 19, 2026 and March 23, 2023 upto March 22, 2026 respectively.

Consequent to completion of his tenure with The Tata Power Company Limited (holding company) Mr Vijay Namjoshi, ceased to be a Director and Chairman of the Company with effect from the close of business hours on October 31, 2023,

The Board of Directors approved the appointment of Mr. Ashish Khanna (DIN 06699527) as an Additional Director effective November 8, 2023 subject to the approval of the members at a General Meeting. At the Extra-ordinary General meeting of the Company held on January 16, 2024, the shareholders approved his appointment as Chairman and Director of the Company liable to retire by rotation.

xiii. **Selection and appointment of new directors**

The Board is responsible for the appointment of new directors. The Board has delegated the screening and selection process for new directors to the NRC. Considering the existing composition of the Board and requirement of new domain expertise, if any, the NRC reviews potential candidates. The assessment of candidates to the Board is based on a combination of criteria that include ethics, personal and professional stature, domain expertise, gender diversity and specific qualification required for the position. For appointment of an ID, the NRC evaluates the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepares a description of the role and capabilities required of an ID. The potential ID is also assessed on the basis of independence criteria defined in Section 149(6) of the Act read with rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations. If the Board approves, the person is appointed as an Additional Director whose appointment is subject to the approval of the Members at the Company's general meeting.

**xiv. Letter of appointment issued to Independent Directors**

The IDs on the Board of the Company are given a formal appointment letter inter alia containing the term of appointment, role, duties and responsibilities, time commitment, remuneration, insurance, code of conduct, training and development, performance evaluation process, disclosure, confidentiality, etc. The terms and conditions of appointment of IDs are available on the Company's website at <https://www.tatapower.com/plants-projects/thermal-generation-projects/maithon/mpl-policies.aspx>

**xv. Information provided to the Board**

During FY24, information as mentioned in Part A of Schedule II of the Listing Regulations as maybe applicable, has been placed before the Board for its consideration. The Company being a high value debt listed entity requires compliance on a 'comply or explain' basis till March 31, 2025.

**xvi. Meeting of Independent Directors**

During the year under review, one separate meeting of the IDs was held on March 13, 2024. At the said meeting, the IDs reviewed the performance of the NEDs, of the Board as a whole and the Chairman, after considering the view of the Non-Executive Directors.

**xvii. Details of familiarization programs for Directors including Independent Directors**

All Board members of the Company are accorded every opportunity to familiarize themselves with the Company, its management, its operations and above all, the industry perspective and issues. They are made to interact with senior management personnel and proactively provided with relevant news, views and updates on the Company and sector. All the information/documents sought by them are also shared with them for enabling a good understanding of the Company, its various operations and the industry of which it is a part. Details of the familiarization program on cumulative basis are available on the Company's website at <https://www.tatapower.com/plants-projects/thermal-generation-projects/maithon/mpl-policies.aspx>

**xviii. Code of Conduct**

The Company has adopted a Code of Conduct for its employees. All Board members and senior management personnel have affirmed compliance with their respective Code of Conduct. The Chief Executive Officer(CEO) has also confirmed and declared the same. The declaration is reproduced at the end of this report and marked as Annexure I.

**xix. Tata Code of Conduct for Prevention of Insider Trading & Code of Corporate Disclosure Practices**

In accordance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time, the Board of Directors of the Company has adopted the Tata Code of Conduct for Prevention of Insider Trading and Code of Corporate Disclosure Practices (the Code). The Chief Financial Officer (CFO) of the Company is the 'Compliance Officer' in terms of this Code.

**xx. Remuneration to Directors**

Details of remuneration to NEDs during and for FY24:

(Gross Amount in ₹)

Sr No	Name of the Director	Sitting Fees paid during FY 24
1.	Mr. Amarjit Chopra	7,10,000
2.	Mr P R Ravi Mohan	7,00,000
3.	Mr. Narendra Nath Misra	7,90,000
4.	Ms. Nita Jha	6,05,000

Independent Directors and the Woman Director are paid Sitting Fees for attending meetings of the Board and its committees of which they are members. None of the other directors is paid any remuneration by the Company. None of the NEDs had any pecuniary relationship or transactions with the Company other than the Directors' sitting fees, as applicable, received by them. The Company reimburses the out-of-pocket expenses, if any, incurred by the Directors for attending meetings.

**Board Committees**

To enable better and more focused attention on the affairs of the Company, the Board has delegated particular matters to the Committees of the Board set up for the purpose. These Committees focus on specific areas and take informed decisions within the framework designed by the Board and make specific recommendations to the Board on matters in their areas or purview. All decisions and recommendations of the Committees are placed before the Board for information or for approval, if required.

The Board has six committees as on March 31, 2024, comprising five statutory committees and one non-statutory committee that has been formed considering the needs of the Company. Details of the statutory and non-statutory committees are as follows:

### • Statutory Committees

The Board has the following statutory committees as on March 31, 2024:

- (i) Audit Committee
- (ii) Nomination and Remuneration Committee
- (iii) Corporate Social Responsibility Committee
- (iv) Risk Management Committee
- (v) Stakeholders Relationship Committee

### Audit Committee of Directors

The composition of the Committee as on March 31, 2024 and details of attendance at meetings during FY24, are as follows:

Sr. No.	Name of the Director	Category	No. of meetings held during FY24	No. of meetings attended
1.	Mr Amarjit Chopra, Chairman	Independent, Non-Executive Director	4	4
2.	Mr. P R Ravi Mohan		4	4
3.	Mr. Narendra Nath Misra		4	4
4.	Ms Nita Jha*	Non-Independent, Non-Executive Director	4	4

Mr. Joydeep Mukherjee, Director is a permanent invitee to the meetings of the Audit Committee.

Audit Committee meetings were held on April 13, 2023, July 17, 2023, October 16, 2023, and January 16, 2024.

All members are financially literate and bring in expertise in the fields of finance, accounting, development, strategy and management. The Audit Committee invites such of the executives, as it considers appropriate to be present at its meetings. The Chief Executive Officer, the Chief Financial Officer, Chief O & M, Chief O&M (Services), Statutory Auditors and Internal Auditors are also generally invited to the meetings. The Company Secretary acts as the Secretary to the Committee.

The Internal Auditors and Statutory Auditors of the Company discuss their audit findings and updates with the Committee and submit their views directly to the Committee. Separate discussions are held with the Internal Auditors to focus on compliance issues and to conduct detailed reviews of the processes and internal controls in the Company. The permissible non-audit related services undertaken by the Statutory Auditors are also preapproved by the Committee.

The Board of Directors of your Company has adopted a Charter of the Audit Committee to bring the terms of reference, role and scope in conformity with the provisions of the Act. The Charter specifies the composition, meetings, quorum, powers, roles and responsibilities, etc. of the Committee.

The terms of the Charter broadly include:

- Oversee the processes that ensure the integrity of financial statements.
- Oversee the adequacy and effectiveness of the processes and controls for compliance with laws and regulations.
- Oversee the adequacy and effectiveness of the process by which confidential or anonymous complaints or information regarding financial or commercial matters are received and acted upon. This includes the protection of whistle-blowers from victimization and the provision of access by whistleblowers to the Chairman of the Committee.
- Approval/modification of the transactions with related parties.
- Enquiry into reasons for any default by the Company in honouring its obligations to its creditors and members.
- Oversee the quality of internal accounting controls and other controls.
- Oversee the system for storage (including back-up).
- Oversee the quality of the financial reporting process, including the selection of the most appropriate of permitted accounting policies.
- Ensure the independence of the auditor.
- Recommend to the Board the appointment and remuneration of the auditors (including cost auditors).
- Framing of rules for the hiring of any current or former employee of the audit firm.
- Scrutinize inter-corporate loans and investments.

- Monitor the end use of funds raised through public offers.
- Conducting the valuation of any undertaking or asset of the Company.
- Oversee the internal audit function and approve the appointment of the Chief Internal Auditor.
- Bring to the notice of the Board any lacunae in the TCoC and the vigil mechanism (whistle blowing process) adopted by the Company.
- Reviewing with the CEO and the CFO of the Company the underlying process followed by them in their annual certification to the Board of Directors.
- Approving the appointment of the CFO.

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

Mr. Amarjit Chopra, Chairman of the Audit Committee, was present at the last AGM held on June 12, 2023.

#### Nomination and Remuneration Committee (NRC) of Directors

The composition of the Committee as on March 31, 2024 and details of attendance at meetings during FY24, are as follows:

Sr. No.	Name of the Director	Category	No. of meetings held during FY24	No. of meetings attended
1.	Mr. Narendra Nath Misra, Chairman	Independent, Non-Executive Director	1	1
2.	Mr. P R Ravi Mohan		1	1
3.	Mr. Vijay Namjoshi (resigned w.e.f October 31, 2023)	Non-Independent, Non-Executive Director	1	NA
4.	Mr. Ashish Khanna (appointed w.e.f November 8, 2023)		1	1

Meeting of the NRC was held on March 13, 2024.

Mr. Joydeep Mukherjee, Director is a permanent invitee to the meetings of the NRC.

In terms of the provisions of Section 178(3) of the Act and Regulation 19(4) read with Part D of Schedule II to the Listing Regulations, the Committee is responsible for inter alia formulating the criteria for determining qualification, positive attributes and independence of a Director. The Committee is also responsible for recommending to the Board a policy relating to the remuneration of the Directors, Key Managerial Personnel and other employees. The Board has adopted the Policy on Board Diversity & Director Attributes and Remuneration Policy for Directors, Key Managerial Personnel and other employees of the Company, which are attached as Annexures I and II respectively to the Board's Report. The Company does not have any Employee Stock Option Scheme

The Board of Directors of your Company has adopted the NRC Charter to bring the terms of reference, role and scope in conformity with the provisions of the Act. The Charter specifies the principle and objectives, composition, meetings, quorum, powers, roles and responsibilities etc. of the Committee.

The NRC reviews the performance of individual directors (including IDs) on the basis of criteria such as the contribution of the individual director to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc.

Mr. Narendra Nath Misra, Chairman of the Committee, was present at the last AGM held on June 12, 2023.

#### Corporate Social Responsibility (CSR) Committee of Directors

The composition of the Committee as on March 31, 2024 and details of attendance at meetings during FY24, are as follows:

Sr. No.	Name of the Director	Category	No. of meetings held during FY24	No. of meetings attended
1.	Mr. Narendra Nath Misra, Chairman	Independent, Non-Executive Director	2	2
2.	Mr. Vijay Namjoshi (resigned w.e.f October 31, 2023)	Non-Executive, Non-Independent Director	2	NA
3.	Mr. Joydeep Mukherjee		2	2
4.	Mr. Ashish Khanna (appointed w.e.f November 8, 2023)		2	1

CSR Committee meetings were held on October 13, 2023 and February 29, 2024.

The CSR Committee outlines, reviews and monitors identification of target communities, geographies thematic focus areas and resource allocation with respect to CSR action plan. The Company has adopted CSR policy which indicates the activities to be undertaken by the Company as specified in Schedule VII to the Act. The policy, including overview of projects or programs proposed to be undertaken, is provided on the Company's website at <https://www.tatapower.com/plants-projects/thermal-generation-projects/maithon/mpl-policies.aspx>

Mr. Narendra Nath Misra, Chairman of the Committee upto , was present at the last AGM held on June 12, 2023.

### Risk Management Committee (RMC)

The composition of the Committee as on March 31, 2024 and details of attendance at meetings during FY24, are as follows:

Sr. No.	Name of the Director	Category	No. of meetings held during FY24	No. of meetings attended
1.	Mr. Amarjit Chopra, Chairman (wef March 23, 2023)	Independent Director Non-Executive Director	1	1
2.	Mr. Narendra Nath Misra		1	1
3.	Mr. Vijay Namjoshi (resigned w.e.f October 31, 2023)	Non-Independent, Non-Executive Director	1	NA
4.	Mr. Ashish Khanna (appointed w.e.f November 8, 2023)		1	1
5.	Mr. Joydeep Mukherjee		1	1

RMC meeting was held on February 29, 2024.

The Board has approved the Charter of the Committee defining its composition, powers, responsibilities, etc.

The terms of the Charter broadly include:

- Overseeing the Company's risk management process and controls.
- Reviewing strategic plans and objectives for risk management, risk philosophy and risk optimisation.
- Reviewing compliance with risk management policies implemented by the Company and procedures used to implement the same.
- Reviewing risk assessment of the Company annually and exercising oversight of various risks including credit risk, financial and operational risks, technology risk, market risk, liquidity risk, investment risk, cyber security risk, forex risk, commodity risk, etc.
- Exercising oversight of the Company's risk tolerance, capital liquidity and funding.

Review the adequacy of the charter at least once in two years and make appropriate recommendations to the Board to update the Charter based on the changes that may be brought about due to any regulatory amendments or otherwise.

### Stakeholders Relationship Committee:

The composition of the Committee as on March 31, 2024 and details of attendance at meetings during FY24, are as follows

Sr. No.	Name of the Director	Category	No. of meetings held during FY24	No. of meetings attended
1.	Mr. Amarjit Chopra, Chairman	Independent Non-Executive Director	1	1
2.	Mr. Joydeep Mukherjee	Non Independent Non-Executive Director	1	1
3.	Ms Nita Jha		1	1

SRC meeting was held on March 29, 2024.

The Committee specifically discharges duties of servicing and protecting the various aspects of interest of shareholders, debenture holders and other security holders.

**Name and designation and address of the Compliance Officer:**

Ms Mona Purandare, Company Secretary  
Bombay House, 24, Homi Mody Street, Mumbai 400 001  
Tel: 022 6665 7543

**Shareholders Complaints:** There were no shareholder complaints received during the year

Number of Complaints received during the financial year	Number of Complaints not solved to the satisfaction of the shareholders	Number of pending complaints
NIL	NIL	NIL

**Non Statutory Committee:**

The Board has constituted a non-statutory Committee of Directors for exercising the powers of the Committee under Schedule of Authorities of the Company adopted in the Board Meeting held on July 14, 2020. The Committee comprised of the following members as of March 31, 2024:

Sr. No.	Name of the Director	Category
1.	Mr. Ashish Khanna Chairman	Non - Independent, Non - Executive Director
2	Ms. Nita Jha	
3	Mr. Joydeep Mukherjee	

**Senior Management:**

Following are the Senior Management personnel of the Company as on March 31, 2024:

Name	Designation	Changes since close of the previous financial year
Mr Vijayant Ranjan	Chief Executive Officer	No
Mr. Kajal Kumar Singh	Chief Financial Officer	No
Ms. Mona Purandare	Company Secretary	No
Mr. Sudhakar Tandon	Chief O&M	No
Mr. Dinesh Gangwal	Chief O& M (Services)	No
Mr. Gopal Barnwal	Resident Manager Corporate Affairs	No
Mr. Mritunjai Ray	Head CSR, R and R, Legal and Estate, Corp Affairs (w.e.f October 1, 2023)	Yes
Mr. Sandeep Khedwal	Head Liaison (w.e.f October 1, 2023)	Yes
Mr. Sudip Dash	Head Commercial & Regulation	No
Mr. Sunil Singh	Group Head - Security	No
Mr. Supratik Mukherji	Head Business HR	No
Mr. Umesh Gautam	Head Safety and Fire (w.e.f June 5, 2023)	Yes

**General Body Meetings The details of the last three AGMs of the Company:**

Year ended	Day Date & Time	Venue	Special Resolutions passed
March 31, 2023	Monday, June 12, 2023 At 11:00 a.m.	Virtual Meeting through Video Conferencing/ Other Audio Visual means	1. Appointment of Mr P R Ravi Mohan and Mr Narendra Nath Misra as an Independent Directors 2. Alteration of Articles of Association
March 31, 2022	Wednesday, September 28, 2022 at 11.15 a.m.	Virtual Meeting through Video Conferencing/ Other Audio Visual means	NIL
March 31, 2021	Monday, September 20, 2021 at 10.30 a.m. (IST)	Virtual Meeting through Video Conferencing/ Other Audio Visual means	NIL

**a) Extraordinary General Meeting:**

An Extraordinary General Meeting of the Members was held on January 16, 2024

**b) Details of the meeting convened in pursuance of the order passed by the National Company Law Tribunal (NCLT):**

Not applicable

**c) Postal Ballot:**

(i) Details of special resolutions passed by postal ballot: During the year under review, there were no resolutions passed by postal ballot.

(ii) Whether any special resolution is proposed to be conducted through postal ballot: No special resolution is currently proposed to be conducted through postal ballot

**Means of Communication to the shareholders**

Information about the Company, its operations and investor information can be viewed at the Company's website <http://www.tatapower.com/mp> NSE has provided an online platform NEAPS wherein the Company submits all the compliances/disclosures to the Stock Exchanges in the SEBI prescribed format. Quarterly, half-yearly and annual financial results of the Company are published in widely circulated national newspapers, as per the details given below and are also uploaded on the Company's website:

Name of the Newspaper	Region	Language
Indian Express	Ahmedabad Delhi Jaipur Kolkata Lucknow Mumbai Pune Chandigarh	English

The Annual Reports are emailed to Members and others entitled to receive them. The Annual Report is also available on the Company's website at <https://www.tatapower.com/plants-projects/thermal-generation-projects/maithon/annual-report.aspx>. The contact details of compliance officer and person responsible for addressing investor grievances are also placed on website.

**General Shareholder Information**

a)	<b>Details of AGM:</b>	Monday, July 12, 2024 at 10.30 am IST The AGM will be held through Video Conferencing (VC) / Other Audio Visual Means (OAVM) only.
b)	<b>Financial Year :</b>	April 01, 2023 to March 31, 2024.
c)	<b>Dividend :</b>	The Directors approved payment of interim dividend of ₹ 1.66 per share vide resolution passed on January 29, 2024 and recommend a dividend of ₹ 1.66 per share for the financial year 2023-24 to the members for their approval. If approved by the members, payment will be made on and from July 17, 2024.
d)	<b>Record date :</b>	June 28, 2024
e)	<b>International Securities Identification Number (ISIN) (for equity shares):</b>	INE082G01017
f)	<b>Corporate Identity Number (CIN):</b>	U74899MH2000PLC267297

g) **Listing on Stock Exchanges:**

The Company's Equity Shares are not listed on any Stock Exchange. The Company has not issued any Global Depository Receipts (GDRs) or American Depository Receipts (ADRs). However, the Non-Convertible Debentures issued by the Company (mentioned below) are listed with National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai 400 051. The applicable listing fee for FY 24-25 has been paid to the Stock Exchange. None of the Company's securities have been suspended from trading.

The various series of Debentures issued by the Company listed with NSE are listed as under

Sr No	Series	Amount Outstanding as on March 31, 2024 (₹ in crore)	Listed on	Name of the Debenture Trustee with Full contact details
1.	8% Secured, Listed, Rated, Taxable, Redeemable, Non-Cumulative, Non-Convertible Debentures (INE082G07048)	100	NSE	SBICAP Trustee Company Limited Apeejay House, 6th Floor, 3, Dinshaw Wachha Road, Churchgate, Mumbai 400 020 Tel: 022 4302 5555 Fax: 022 2204 0465 Email: <a href="mailto:DT@sbicaptrustee.com">DT@sbicaptrustee.com</a>
2.	8% Secured, Listed, Rated, Taxable, Redeemable, Non-Cumulative, Non-Convertible Debentures (INE082G07055)	100	NSE	
3.	8% Secured, Listed, Rated, Taxable, Redeemable, Non-Cumulative, Non-Convertible Debentures (INE082G07063)	100	NSE	
4.	6.25% Secured, listed, rated, redeemable, non-convertible debentures (INE082G07071)	199	NSE	

h) **Stock Code:** Not Applicable

i) **Market Price Data:** Not Applicable

j) **Performance in comparison to broad-based indices such as BSE/NSE or CRISIL Index etc.:** Not Applicable

k) **Securities Trading suspension details:** Not Applicable

**Registrars and Transfer Agents:** Link Intime Private Limited (for ISIN no INE082G07048, INE082G07055, INE082G07063) and 3i Infotech Limited (for INE082G07071).

Pursuant to the Order passed by National Company Law Tribunal dated December 18, 2023, TSR Consultants Private Limited has merged with Link Intime India Private Limited with effect from December 22, 2023. Accordingly, the name of the Registrar and Transfer Agent ('RTA') of the Company is changed from 'TSR Consultants Private Limited' to 'Link Intime India Private Limited'.

l) **Share transfer system:**

The Company has 14 Fourteen Corporate shareholders currently holding shares in physical form. However any transfer of shares will only happen once the shares are dematerialised.

**Compliance of Share Transfer formalities:**

As per the requirement of Regulation 61(4) read with Regulation 40(9) of the Listing Regulations, the Company has obtained certificates from the Company Secretary in practice for due compliance of share transfer formalities.

m) **Shareholding details of the Company:**

**Shareholding pattern of the Company as on March 31, 2022:**

Particulars	No of Equity shares of ₹ 10/- each	Percentage shares held
Damodar Valley Corporation (DVC)	39,23,18,009	25.99
Damodar Valley Corporation and Mr. Achintya Debnath	100	
Damodar Valley Corporation and Mr. Alok Raychaudhuri	100	
Damodar Valley Corporation and Mr. Sourendra Coomer Dutt	100	
Damodar Valley Corporation and Mr. Pradyot Chakraborty	100	

Particulars	No of Equity shares of ₹ 10/- each	Percentage shares held
Damodar Valley Corporation and Mr. Pulak Datta	100	
Damodar Valley Corporation and Mr. D. Ghosh	100	
The Tata Power Company Limited (TPCL)	1,11,65,99,114	73.99
The Tata Power Company Limited and Mr. Anand Agarwal	1	
The Tata Power Company Limited and Mr. H.M. Mistry	1	
The Tata Power Company Limited and Mr. Prasad Bagade	1	
The Tata Power Company Limited and Mr. Pradip Roy	1	
The Tata Power Company Limited and Mr. Kasturi Soundarajan	1	
The Tata Power Company Limited and Mr. Jeraz E. Mahernosh	1	
<b>Total shares</b>	<b>1,50,89,17,729</b>	<b>100%</b>

n) **Details of shares in dematerialised form and physical form as on March 31, 2024**

The entire shareholding of the company amounting to 1508917729 shares of ₹ 10/- each are currently held in physical form.

o) **Commodity price risk or foreign exchange risk and hedging activities:**

The Company is not exposed to foreign exchange risk or commodity price risk

p) **Plant Location**

Maithon Power Limited, Village Dambhui, P.O. Barbindia, P.S. Nirsa, District Dhanbad, Jharkhand-828205

q) **Address for Correspondence**

Maithon Power Limited, Tata Power Corporate Center, 34 Sant Tukaram Road Carnac Bunder, Mumbai, 400 009 Maharashtra

r) **Credit Rating**

List of all credit ratings obtained by the entity during the Financial Year ended March 31, 2024:

Rating Agency	Facility Rated	Amount (₹ Crore)	Ratings
1. CRISIL	Long Term Rating	1,062	CRISIL AA/Positive (Outlook revised from Stable Rating Reaffirmed)
	Non-Convertible Debentures	500	CRISIL AA/ Positive (Outlook revised from Stable Rating Reaffirmed)
	Non-Convertible Debentures	199	CRISIL AA/ Positive (Outlook revised from Stable Rating Reaffirmed)
	Commercial Paper	450	CRISIL A1+ (Reaffirmed)
2. CARE	Long-Term Bank Facilities	555.54 (Reduced from 725.00)	CARE AA; Stable (Reaffirmed)
	Non-convertible debentures	400.00 (Reduced from 500.00)	CARE AA; Stable (Reaffirmed )

**Other Information**

Particulars	Regulation/Schedule of Listing Regulations	Details and Web link
Web link where policy for determining material subsidiaries is disclosed	Regulation 16 (1)(c) and Schedule V (C) 10(e)	The Company does not have any subsidiaries as of date.
Code of Conduct	Regulation 17	The members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them. A certificate by the CEO on the compliance of same, is reproduced at the end of this report and marked as Annexure I.

Particulars	Regulation/Schedule of Listing Regulations	Details and Web link
Details of establishment of Vigil Mechanism, Whistle Blower policy, and affirmation that no personnel has been denied access to the Audit Committee	Regulation 22 and Schedule V (C) 10(c)	The Company has adopted a Whistle Blower Policy & Vigil Mechanism for directors, employees and stakeholders to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct. The said policy has been posted on the Company's website. The Company affirms that no personnel have been denied access to the Chairman of the Audit Committee. <a href="https://www.tatapower.com/pdf/mpl/WhistleblowerPolicyandVigilMechanism_161019.pdf">https://www.tatapower.com/pdf/mpl/WhistleblowerPolicyandVigilMechanism_161019.pdf</a>
Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large and Web link for policy on dealing with related party transactions	Regulation 23 and Schedule V (C) 10(f)	There are no material related party transactions during the year under review that have conflict with the interest of the Company. Transactions entered into with related parties during the financial year were in the ordinary course of business and at arm's length basis and were approved by the Audit Committee. Certain transactions, which were repetitive in nature, were approved through omnibus route. The policy on dealing with related party transactions, adopted by the Company, is uploaded on the Company's website. <a href="https://www.tatapower.com/pdf/mpl/directors-familiarisation-program.pdf">https://www.tatapower.com/pdf/mpl/directors-familiarisation-program.pdf</a>
Governance Requirements with respect to Subsidiary Companies	Regulation 24	The Company does not have any subsidiaries as of date.
Familiarisation Program	Regulation 25(7) read with Regulation 62	Details of familiarization program imparted to IDs are available on the Company's website. <a href="https://www.tatapower.com/plants-projects/thermal-generation-projects/maithon/mplpolicies.aspx">https://www.tatapower.com/plants-projects/thermal-generation-projects/maithon/mplpolicies.aspx</a>
Archival Policy and Policy on Preservation of Documents	Regulation 9	The Archival Policy on Preservation of Documents, adopted by the Board, are uploaded on the Company's website. <a href="https://www.tatapower.com/pdf/mpl/preservation-policy.pdf">https://www.tatapower.com/pdf/mpl/preservation-policy.pdf</a>
Details of mandatory requirements and adoption of the non-mandatory requirements	Schedule II Part E	All mandatory requirements of the Listing Regulations specified in Regulation 17 to 27 of the SEBI Listing regulations which have become applicable to the Company as a high value debt listed entity on a comply or explain basis until March 31, 2025 have been complied with by the Company. The Company has provided the necessary explanation in the quarterly compliance report on Corporate governance submitted to the Stock Exchange under regulation 27(2)(a) of the SEBI Listing Regulations for the quarters ended June 30, 2023, September 30, 2023, December 31, 2023 and March 31 2024. The status of compliance with the discretionary requirements, as stated under Part E of Schedule II to the Listing Regulations, is as under: <ul style="list-style-type: none"> <li>Shareholder Rights: The quarterly financial results of the Company are posted on the Company's website. And published in the newspaper</li> <li>Modified opinion(s) in Audit Report: The auditors have expressed an unmodified opinion in their report on the financial statements of the Company.</li> <li>Reporting of Internal Auditor: The Internal Auditor reports to the AC.</li> <li>Separate posts of Chairperson and the Managing Director or the Chief Executive Officer: Posts of the Chairperson and CEO are separate and the Chairperson is a non-executive director; and not related to the Managing Director or the Chief Executive Officer as per the definition of the term "relative" defined under the Companies Act, 2013.</li> </ul>

Particulars	Regulation/Schedule of Listing Regulations	Details and Web link
Details of non - compliance by the Company, penalty, strictures imposed on the Company by the Stock Exchange or SEBI or any statutory authority on any matter related to capital markets	Schedule V(C) 10(b)	There were no instances of non-compliance, penalties, strictures imposed on the Company by the Stock Exchanges, SEBI or any statutory authority, on any matter related to capital markets, during the last 3 years except fine ₹ 50,000/- and ₹ 5000 respectively for delay in compliance with Regulation 60(2) and Regulation 50(1)(c) imposed by the National Stock exchange during FY 2022-23 in accordance with SEBI Circular No SEBI/ HO/DDHS /Div2/ CIR /2021 /699 dated December 29, 2021, and circular No SEBI/HO/DDHS/DDHS/ CIR/P/2020/231 dated November 13, 2020, specifying Standard Operating Procedure for imposing fines and other action in case of delay in compliance with the Listing Regulations
Disclosures of commodity price risks and commodity hedging activities	Schedule V(C) 10(g)	The Company has not undertaken any hedging activities.
Details of utilisation of funds raised through preferential allotment or qualified institutional placement as specified under Regulation 32(7A)	Schedule V(C) 10(h)	Not Applicable
A certificate from Company Secretary in practice for non - debarment / disqualification	A certificate from Company Secretary in practice for non-debarment/disqualification	A certificate from the Practising Company Secretaries has been received stating that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by SEBI/MCA or any such statutory authority and the same is reproduced at the end of this report and marked as Annexure IV.
Disclosure with respect to non-acceptance of any recommendation of any Committee of the Board which is mandatorily required, along with reasons thereof	Schedule V(C) 10(j)	All the recommendations of the various mandatory committees were accepted by the Board.
CEO and CFO certification	Regulation 17(8)	The CEO and the CFO made a certification to the Board of Directors in the prescribed format for the year under review, which has been reviewed by the Audit Committee and taken on record by the Board. The same is reproduced at the end of this report and marked as Annexure II.
Compliance certificate from the Practising Company Secretaries on corporate governance.	Schedule V(E)	The Company has obtained compliance certificate from the Practising Company Secretaries on corporate governance. The same is reproduced at the end of this report and marked as Annexure III.

**Other Disclosures:**

1. Details of fees paid/payable to the Statutory Auditors and all entities in the network firm/ network entity of which the Statutory Auditor is a part, by the Company, during the year, are given below:

(₹ in crore)

Particulars	Total Amount paid by the Company
Statutory Audit	0.41
Other Services	0.03
Tax Audit	0.02
Out-of-pocket expenses	0.06
<b>Total</b>	<b>0.51</b>

2. The Company has always believed in providing a safe and harassment-free workplace for every individual working in the Company. The Company took many initiatives for spreading awareness like POSH awareness sessions, POSH Posters, POSH films, caricature series, different competitions regarding POSH, POSH stories in English and local languages.

The status of complaints as of March 31, 2024

Particulars	Number of complaints
No. of complaints filed during the year	NIL
Number of complaints disposed off during the financial year	NIL
Number of complaints pending at the end of the financial year	NIL

3. Disclosure by listed entity and its subsidiaries of 'Loans and advances in the nature of loans to Firms/companies in which directors are interested by name and amount': NIL
4. There is no non-compliance of any requirement of corporate governance, except to the extent of disclosures made in the quarterly corporate governance report submitted to the stock exchange under Regulation 27(2)(a), on 'comply or explain' basis until March 31, 2025.
5. **Directors and Officers Liability Insurance:**

As per the provisions of the Act and in compliance with Regulation 25(10) of the Listing Regulations, the Company has taken a Directors and Officers Liability Insurance (D&O) on behalf of all Directors including Independent Directors and Officers of the Company for indemnifying any of 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.

Annexure I

**DECLARATION**

As required by the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, I affirm that Board Members and the Senior Management Personnel have confirmed compliance with the Codes of Conduct, as applicable to them, for the year ended March 31, 2024.

For **Maithon Power Limited**

**Vijayan Ranjan**  
CEO

Mumbai, April 16, 2024

**Chief Executive Officer (CEO) & Chief Financial Officer (CFO) Certification**

To  
The Board of Directors  
**Maithon Power Limited**

We, the undersigned, in our respective capacities as Chief Executive Officer and Chief Financial Officer of Maithon Power Limited ("the Company"), to the best of our knowledge and belief certify that:

- (a) We have reviewed the financial statements and the cash flow statement for the financial year ended March 31, 2024 and to the best of our knowledge and belief, we state that:
  - (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
- (b) There are no transactions entered into by the Company during the financial year, which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We are responsible for establishing and maintaining internal controls and for evaluating the effectiveness of the same over the financial reporting of the Company and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and Audit Committee:
  - (i) Significant changes, if any, in the internal control over financial reporting during the year;
  - (ii) significant changes, if any, in the accounting policies made during the year and that the same has been disclosed in the notes to the financial statements; and
  - (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Mumbai, April 16, 2024

**Vijayant Ranjan**  
Chief Executive Officer

**Kajal Singh**  
Chief Financial Officer

**Practicing Company Secretaries' Certificate on Corporate Governance****CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members of  
**Maithon Power Limited**  
Corporate Center,  
34 Sant Tukaram Road,  
Carnac Bunder,  
Mumbai - 400009, Maharashtra

We have examined the compliance of Corporate Governance by **Maithon Power Limited** having **CIN: U74899MH2000PLC267297** and having registered office at Corporate Center, 34 Sant Tukaram Road, Carnac Bunder, Mumbai - 400009, Maharashtra (hereinafter referred to as '**the Company**') for the financial year ending on March 31, 2024, as stipulated in Regulations 15 to 27, Clauses (a) to (i) of Sub-regulation (1A) of Regulation 62 and Para C, D & E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") applicable on a 'comply or explain' basis to the Company until March 31, 2025, being a 'high value debt listed entity, on the basis of examination of documents produced to us by the Company.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations.

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

**For SBR & Co. LLP**  
**Company Secretaries**

**Sumant K. Bhargava**  
Designated Partner  
FCS No. 8250  
CP. No.: 15656  
UDIN: F008250F000456885  
Peer Review No. 5318/2023

Date: May 28, 2024  
Place: Mumbai

**Practicing Company Secretaries' Certificate on Independent Directors****CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

*[Pursuant to Regulation 53 and Schedule V Para C Sub-Clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

To,  
The Members of  
**Maithon Power Limited**  
Corporate Center,  
34 Sant Tukaram Road,  
Carnac Bunder,  
Mumbai - 400009, Maharashtra

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Maithon Power Limited** having **CIN: U74899MH2000PLC267297** and having registered office at Corporate Center, 34 Sant Tukaram Road, Carnac Bunder, Mumbai - 400009, Maharashtra (hereinafter referred to as 'the Company'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 53 read with Schedule V Para-C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications as considered necessary (including Director Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on March 31, 2024, had been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority.

S. No.	Name of Directors	DIN	Date of Appointment
1.	Vijay Vinayak Namjoshi*	08626492	01/02/2020
2.	Ashish Khanna	06699527	08/11/2023
3.	Joydeep Mukherjee	08605394	08/02/2021
4.	Amarjit Chopra	00043355	31/03/2022
5.	P R Ravi Mohan	08534931	20/03/2023
6.	Narendra Nath Misra	00575501	23/03/2023
7.	Nita Jha	10066247	23/03/2023

\* Resigned w.e.f. 31/10/2023.

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

**For SBR & Co. LLP**  
**Company Secretaries**

**Sumant K. Bhargava**  
Designated Partner  
FCS No. 8250  
CP. No.: 15656  
UDIN: F008250F000456821  
Peer Review No. 5318/2023

Date: May 28, 2024  
Place: Mumbai

## INDEPENDENT AUDITOR'S REPORT

To the Members of Maithon Power Limited

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the accompanying financial statements of Maithon Power Limited ("the Company"), which comprise the Balance sheet as at March 31, 2024, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

#### Emphasis of Matter

We draw attention to Note 33 of the financial statements which describes the impact of adjustment related to enabling assets, which had led to a restatement of the financial statements for the year ended March 31, 2023. Our opinion is not modified in respect of this matter.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended March 31, 2024. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

Key audit matters	How our audit addressed the key audit matter
<b>Accrual of Recoverable from Beneficiaries/Payable to Beneficiaries for items which are subject matter of true up in tariff orders (as described in note 18 of the financial statements)</b>	
<p>The Company's revenue recognition is guided by the tariff norms prescribed by the Central Electricity Regulatory Commission (CERC) guidelines and the tariff orders passed based on these regulations.</p> <p>Consequently, Recoverable from Beneficiaries/Payable to Beneficiaries is recognized for items which are subject matter of True-up in tariff orders to be notified in future years. Judgement is exercised by management in estimating recoverability / payability of such other assets and liabilities in the books of account. As on March 31, 2024, the Company is carrying an amount of Rs. 272.83 crores as Payable to Beneficiaries (Net of Recoverable from Beneficiaries of Rs. 70.98 crores) which is material to the financial statements of the Company. Considering judgements and estimates involved in various elements of capital and operational costs used in the computation of revenue as per applicable regulations, tariff order of prior year, expected true up in future tariff order and the amount involved we have determined this to be a key audit matter.</p>	<p>Following procedures have been performed to address this key audit matter:-</p> <ol style="list-style-type: none"> <li>1. We obtained an understanding from the management, assessed and tested the design and operating effectiveness of the Company's key controls related to accrual/provision of such Recoverable from Beneficiaries/Payable to Beneficiaries.</li> <li>2. We discussed with the management on the key assumptions and estimates used for recognition of these Recoverable from Beneficiaries/Payable to Beneficiaries with reference to Tariff Regulations and the tariff orders of earlier years, on similar true up and underlying records of the Company.</li> <li>3. We discussed with management to understand their assessment of each of the qualitative factors and ensured consistency of the management's explanation with the underlying documentation, rules and regulations.</li> <li>4. We have re-calculated the workings obtained from the management to check the arithmetical accuracy of the calculations.</li> <li>5. We have also checked the adequacy of the disclosure on these matters in the financial statements of the Company.</li> <li>6. We have also obtained necessary management representations, as considered necessary.</li> </ol>

## Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual 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 such 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 for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

## Auditor's Responsibilities for the Audit of the Financial Statements

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.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the 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.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements for the financial year ended March 31, 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("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 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (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 except for the matters stated in the paragraph i(vi) below on reporting under Rule 11(g);
  - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
  - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
  - (e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act;
  - (f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph (b) above on reporting under Section 143(3)(b) and paragraph (i) vi below on reporting under Rule 11(g);
  - (g) With respect to the adequacy of the internal financial controls with reference to financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
  - (h) In our opinion, the managerial remuneration for the year ended March 31, 2024 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
  - (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
    - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 28 to the financial statements;
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
    - iv.
      - a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
      - b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

- c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
- v. The interim dividend declared and paid by the Company during the year is in accordance with section 123 of the Act.  
As stated in note 14 to the financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.
- vi. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that, audit trail feature is not enabled for direct changes to data when using certain access rights, as described in note 38 to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of the accounting software.

**For S.R. Batliboi & CO. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

**per Bhaswar Sarkar**

Partner

Membership Number: 055596

UDIN: 24055596BKFNZX9465

Place of Signature: Kolkata

Date: April 16, 2024

**Annexure '1' referred to in paragraph under the heading "Report on other legal and regulatory requirements" of our report of even date**

Re: Maithon Power Limited ("the Company")

**In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:**

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
- (B) The Company has maintained proper records showing full particulars of intangibles assets.
- (b) The Company has verified part of its property plant and equipment during the year in accordance with its regular programme of verification of these assets whereby all the assets are physically verified 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. No material discrepancies were noticed on such verification.
- (c) The title deeds of immovable properties (other than properties where the Company is the lessee and valid lease agreements are duly executed in favour of the lessee) disclosed in note 5.8 to the financial statements included in Property, Plant and Equipment are held in the name of the Company, except the following:

Description of Property	Amount in INR crores	Held in the name of	Whether promoter, director or their relative or employee	Period held - indicate range, where appropriate	Reason for not being held in the name of Company
Raiyati Land (Freehold) located at Maithon, Jharkhand.	159.80	Damodar Valley Corporation (DVC)	Promoter	December 2008	In accordance with the term of agreement dated September 2, 2005 with DVC, the title deed of the land parcel were to be executed in favour of the Company by DVC. We have been informed that such title deeds are yet to be executed in favour of the Company pending mutation in favour of DVC by Government of Jharkhand.
Railway Land (Freehold Land) located at Maithon, Jharkhand.	137.12	DVC	Promoter	October 2008 to March 2015	
Forest land (Leasehold) located at Maithon, Jharkhand	10.68	Government of Jharkhand	No	May 2008	Lease deed yet to be executed in favour of the Company by the Government of Jharkhand.
GM land- Plant (Leasehold) located at Maithon, Jharkhand	37.05	Government of Jharkhand	No	July 2010	DVC had surrendered their leasehold rights over the land parcel in favour of the Government of Jharkhand in a prior year to enable the Government of Jharkhand to lease the same land parcel in favour of the Company. The Company is yet to receive a demand from the Government of Jharkhand for execution of lease and hence the lease deed in the name of the Company is yet to be executed.
GM land- Railway (Leasehold) located at Maithon, Jharkhand	8.96	Government of Jharkhand	No	July 2010	Lease deed yet to be executed in favour of the Company by the Government of Jharkhand.
GM land- Railway (Leasehold) located at Maithon, Jharkhand	5.02	Government of Jharkhand	No	July 2010	

- (d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year.
- (e) As represented to us by the management, there are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification. In our opinion the coverage and the procedure of such verification by the management is appropriate.
- (b) As disclosed in note 19.1 to the financial statements, the Company has been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks during the year on the basis of security of current assets of the Company. The quarterly returns/statements filed by the Company with such banks are in agreement with the books of account of the Company. The Company does not have any sanctioned working capital limits from financial institutions.
- (iii) (a) During the year the Company has not provided advances in the nature of loans, stood guarantee or provided security to companies, firms, limited liability partnerships or any other parties. During the year, the Company has provided loan to a Company as follows:

Particulars	Amount in INR crores
Aggregate amount granted/ provided during the year	
- Subsidiaries - Joint Ventures - Associates - Others	150.00
Balance outstanding as at balance sheet date in respect of above cases - Subsidiaries - Joint Ventures - Associates - Others	Nil

- (b) During the year the Company has not provided any guarantee or security and has not granted advances in the nature of loans to companies, firms, limited liability partnerships or any other parties. The investments made and the terms and conditions of the loans granted are not prejudicial to the Company's interest.
- (c) The Company has not granted advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. The Company has granted loans during the year to a company where the schedule of repayment of principal and payment of interest has been stipulated and the repayment or receipts are regular.
- (d) There are no amounts of loans and advances in the nature of loans granted to companies, firms, limited liability partnerships or any other parties which are overdue for more than ninety days.
- (e) There were no loans or advances in the nature of loan granted to companies, firms, Limited Liability Partnerships or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.
- (f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company and hence not commented upon.
- (iv) There are no loans, investments, guarantees, and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable. Therefore, the requirement to report on clause 3(iv) of the Order is not applicable to the Company and hence not commented upon.
- (v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act, 2013 and the rules made thereunder, to the extent applicable. Therefore, the requirement to report on clause 3(v) of the Order is not applicable to the Company and hence not commented upon.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the generation of electricity, and are of the opinion that, prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, cess and other statutory dues applicable to it. During the year, the Company did not have any undisputed dues towards sales-tax, service tax, duty of customs, duty of excise and value added tax. No undisputed amounts payable in respect of aforesaid dues were outstanding at the year-end for a period of more than six months from dates when they became payable.
- (b) There are no dues of goods and services tax, provident fund, employees' state insurance, income tax, sales-tax, service tax, customs duty, excise duty, value added tax, cess and other applicable statutory dues which have not been deposited on account of any dispute.
- (viii) As represented to us by the management, the Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Therefore, the requirement to report on clause 3(viii) of the Order is not applicable to the Company and hence not commented upon.
- (ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) As represented to us by the management, the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) Based on an overall examination of the Balance Sheet and information, explanations and representations provided to us, term loans were applied for the purpose for which they were obtained.
- (d) Based on an overall examination of the Balance Sheet and information, explanations and representations provided to us, no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) and (f) The Company does not have any subsidiary, associate or joint venture. Therefore, the requirement to report on clause 3(ix)(e) and (f) of the Order are not applicable to the Company and hence not commented upon.
- (x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments). Therefore, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company and hence not commented upon.
- (b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit. Therefore, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company and hence not commented upon.
- (xi) (a) As represented to us by the management, no fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
- (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT - 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of audit procedures.
- (xii) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clauses 3(xii)(a), (b) and (c) of the Order is not applicable to the Company and hence not commented upon.
- (xiii) Transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company for the year under audit which were issued till date of this audit report, have been considered by us.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors. Therefore, the requirement to report on clause 3(xv) of the Order is not applicable to the Company and hence not commented upon.
- (xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. The requirement to report on clause (xvi)(a) of the Order is not applicable to the Company and hence not commented upon.
- (b) As represented to us by management, the Company has not conducted any Non-Banking Financial or Housing Finance activities without obtained a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India. The requirement to report on clause 3(xvi) of the Order is not applicable to the Company and hence not commented upon.

- (d) As represented to us by the management, the Group has five CICs which are registered with the Reserve Bank of India and two CICs which are not required to be registered with the Reserve Bank of India. However, we have not independently verified such representation.
- (xvii) The Company has not incurred cash losses in the current financial year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. The requirement to report on Clause 3(xviii) of the Order is not applicable to the Company and hence not commented upon.
- (xix) On the basis of the financial ratios disclosed in note 31 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 25(ii) to the financial statements.
- (xx) (b) All amounts that are unspent under section (5) of section 135 of Companies Act, pursuant to any ongoing project, has been transferred to special account in compliance of with provisions of sub section (6) of section 135 of the said Act. This matter has been disclosed in note 25(ii) to the financial statements.

**For S.R. Batliboi & CO. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

**per Bhaswar Sarkar**

Partner

Membership Number: 055596

UDIN: 24055596BKFNZX9465

Place of Signature: Kolkata

Date: April 16, 2024

**ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF MAITHON POWER LIMITED****Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls with reference to financial statements of ("the Company") as of March 31, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

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

**Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these 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, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by 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 these [standalone] financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to these 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 these 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.

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 with reference to these financial statements.

**Meaning of Internal Financial Controls With Reference to these Financial Statements**

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 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**

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**

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2024, 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 issued by the ICAI.

**For S.R. Batliboi & CO. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

**per Bhaswar Sarkar**

Partner

Membership Number: 055596

UDIN: 24055596BKFNZX9465

Place of Signature: Kolkata

Date: April 16, 2024

**Balance Sheet as at March 31, 2024**

Particulars	Notes	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores (Restated)
<b>Assets</b>			
<b>Non-current Assets</b>			
(a) Property, Plant and Equipment .....	5.7	2,867.31	3,096.53
(b) Capital Work-in-Progress .....	6	576.27	395.28
(c) Other Intangible Assets .....	7	0.08	0.15
(d) Right of Use Assets .....	8	90.73	60.48
(e) Financial Assets			
(i) Loans .....	9.5	0.11	0.13
(ii) Other Financial Assets .....	9.6	10.10	18.57
(f) Deferred Tax Assets (Net) .....	17	141.66	68.50
(g) Non-current Tax Assets (Net) .....	10	15.65	14.01
(h) Other Non-current Assets .....	11	24.56	56.90
<b>Total Non-current Assets</b> .....		<b>3,726.47</b>	<b>3,710.55</b>
<b>Current Assets</b>			
(a) Inventories .....	12	303.79	258.61
(b) Financial Assets			
(i) Investments .....	9.1	105.82	4.00
(ii) Trade Receivables .....	9.2	451.96	134.50
(iii) Unbilled Revenue .....	9.3	70.76	47.07
(iv) Cash and Cash Equivalents .....	9.4	21.15	180.61
(v) Loans .....	9.5	0.02	0.02
(vi) Other Financial Assets .....	9.6	0.65	0.78
(c) Other Current Assets .....	11	66.87	130.40
<b>Total Current Assets</b> .....		<b>1,021.02</b>	<b>755.99</b>
<b>Total Assets</b> .....		<b>4,747.49</b>	<b>4,466.54</b>
<b>Equity and Liabilities</b>			
<b>Equity</b>			
(a) Equity Share Capital .....	13	1,508.92	1,508.92
(b) Other Equity .....	14	878.00	680.35
<b>Total Equity</b> .....		<b>2,386.92</b>	<b>2,189.27</b>
<b>Liabilities</b>			
<b>Non-current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings .....	15.1	1,109.78	1,199.01
(ii) Lease Liabilities .....	15.2	51.03	3.43
(iii) Other Financial Liabilities .....	15.3	47.31	73.40
(b) Provisions .....	16	12.14	8.66
(c) Other Non-current Liabilities .....	18	141.66	68.50
<b>Total Non-current Liabilities</b> .....		<b>1,361.92</b>	<b>1,353.00</b>

**Balance Sheet as at March 31, 2024 (Contd.)**

Particulars	Notes	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores (Restated)
<b>Current Liabilities</b>			
(a) Financial Liabilities			
(i) Borrowings .....	19.1	490.66	416.17
(ii) Lease Liabilities .....	15.2	0.33	0.06
(iii) Trade Payables .....	19.2		
(a) Total outstanding dues of micro enterprises and small enterprises, and .....		31.99	21.42
(b) Total outstanding dues of trade payables other than micro enterprises and small enterprises .....		294.84	222.41
(iv) Other Financial Liabilities .....	15.3	41.75	63.28
(b) Provisions .....	16	1.20	0.37
(c) Current Tax Liabilities (Net) .....	10	-	3.74
(d) Other Current Liabilities .....	18	137.88	196.82
<b>Total Current Liabilities</b> .....		<b>998.65</b>	<b>924.27</b>
<b>Total Liabilities</b> .....		<b>2,360.57</b>	<b>2,277.27</b>
<b>Total Equity and Liabilities</b> .....		<b>4,747.49</b>	<b>4,466.54</b>

The accompanying notes form an integral part of the Financial Statements

As per our report of even date

**For S. R. Batliboi & Co LLP**

Chartered Accountants

ICAI Firm registration number: **301003E/E300005**

per **Bhaswar Sarkar**

Partner

Membership No: 055596

Place: Kolkata

Date: April 16, 2024

**For and on behalf of the Board,**

CIN : U74899MH2000PLC267297

**Ashish Khanna**

Chairman

DIN: 06699527

Place: Mumbai

Date: April 16, 2024

**Vijayant Ranjan**

Chief Executive Officer

Place: Dhanbad

Date: April 16, 2024

**Joydeep Mukherjee**

Director

DIN:08605394

Place: Kolkata

Date: April 16, 2024

**Kajal Kumar Singh**

Chief Financial Officer

Place: Dhanbad

Date: April 16, 2024

**Mona Purandare**

Company Secretary

Place: Mumbai

Date: April 16, 2024

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**Statement of Profit and Loss for the year ended March 31, 2024**

Particulars	Notes	For Year Ended 31 <sup>st</sup> March, 2024 ₹ Crores	For Year Ended 31 <sup>st</sup> March, 2023 ₹ Crores
(I) Revenue from Operations .....	20	3,360.32	3027.95
(II) Other Income .....	21	15.13	49.67
(III) <b>Total Income</b> .....		<b>3,375.45</b>	<b>3,077.62</b>
(IV) Expenses			
Cost of Fuel Consumed .....		2,137.75	1,943.68
Employee Benefits Expense .....	22	51.87	48.45
Depreciation and Amortisation Expense .....	23	297.30	286.83
Finance Costs .....	24	111.94	119.48
Other Expenses .....	25	320.96	308.24
<b>Total Expenses</b> .....		<b>2,919.82</b>	<b>2,706.68</b>
(V) <b>Profit before tax for the year</b> .....		<b>455.63</b>	<b>370.94</b>
(VI) <b>Tax Expense</b> .....	26		
Current Tax expenses (Including tax in respect of earlier years) .....		80.09	64.63
Deferred Tax Charge/(Credit) .....		(73.16)	(32.89)
		<b>6.93</b>	<b>31.74</b>
(VII) <b>Profit after tax for the year</b> .....		<b>448.70</b>	<b>339.20</b>
(VIII) <b>Other Comprehensive Income</b>			
Add/(Less):			
(i) Items that will not be reclassified to Profit and Loss			
(a) Remeasurement (loss) on Defined Benefit Plans .....		(1.28)	(1.00)
(ii) Tax relating to items that will not be reclassified to Profit & Loss			
(a) Current Tax on above .....		0.22	0.18
<b>Total Other Comprehensive Income (Net of taxes)</b> .....		<b>(1.06)</b>	<b>(0.82)</b>
(IX) <b>Total Comprehensive Income for the year</b> .....		<b>447.64</b>	<b>338.38</b>
(X) <b>Earnings Per Equity Share (Face Value ₹ 10/- Per Share)</b> .....	29		
Basic & Diluted (₹) .....		2.97	2.25

**The accompanying notes form an integral part of the Financial Statements**

As per our report of even date

**For S. R. Batliboi & Co LLP**

Chartered Accountants

 ICAI Firm registration number: **301003E/E300005**

 per **Bhaswar Sarkar**

Partner

Membership No: 055596

Place: Kolkata

Date: April 16, 2024

**For and on behalf of the Board,**

CIN : U74899MH2000PLC267297

**Ashish Khanna**

Chairman

DIN: 06699527

Place: Mumbai

Date: April 16, 2024

**Vijayant Ranjan**

Chief Executive Officer

Place: Dhanbad

Date: April 16, 2024

**Joydeep Mukherjee**

Director

DIN:08605394

Place: Kolkata

Date: April 16, 2024

**Kajal Kumar Singh**

Chief Financial Officer

Place: Dhanbad

Date: April 16, 2024

**Mona Purandare**

Company Secretary

Place: Mumbai

Date: April 16, 2024

## Cash Flow Statement for the year ended March 31, 2024

Particulars	For Year Ended 31 <sup>st</sup> March, 2024 ₹ Crores	For Year Ended 31 <sup>st</sup> March, 2023 ₹ Crores (Restated)
<b>A. Cash Flow from Operating Activities</b>		
Profit before Taxes for the year .....	<b>455.63</b>	<b>370.94</b>
<b>Adjustments to reconcile profit before tax to net operating cash flows</b>		
Depreciation and Amortisation Expenses .....	297.30	286.83
Finance Costs .....	111.94	119.48
Interest Income .....	(15.45)	(15.08)
Loss on disposal of Property, Plant and Equipment (Net) .....	7.12	3.95
Liabilities / provisions written back .....	-	(28.04)
Gain on sale/fair valuation of Current Investments measured at FVTPL .....	(2.17)	(3.56)
	<b>398.75</b>	<b>363.58</b>
<b>Operating profit before changes in Operating Assets &amp; Liabilities .....</b>	<b>854.38</b>	<b>734.52</b>
<b>Working Capital adjustments:</b>		
<b>Adjustments for (increase) / decrease in Assets:</b>		
Trade Receivables.....	(317.45)	(60.75)
Unbilled Revenue .....	(23.69)	(1.66)
Inventories .....	(45.18)	(45.88)
Other Current Assets .....	63.53	(3.41)
Other Non-Current Assets .....	16.74	(3.93)
Other Current Financial Assets .....	(0.03)	-
Other Non Current Financial Assets .....	8.47	(5.08)
	<b>(297.61)</b>	<b>(120.71)</b>
<b>Adjustments for increase / (decrease) in Liabilities:</b>		
Trade Payables .....	81.64	101.71
Other Non Current Liabilities .....	73.16	32.89
Other Current Liabilities .....	(58.94)	1.16
Other Current Financial liabilities .....	-	(40.28)
Other Non Current Financial liabilities .....	(0.23)	0.23
Current provisions.....	0.83	(1.12)
Non-Current provisions .....	3.50	0.58
	<b>99.96</b>	<b>95.17</b>
<b>Cash Generated from Operations .....</b>	<b>656.73</b>	<b>708.98</b>
Income taxes paid (Net of Refund) .....	(85.24)	(60.65)
<b>Net Cash flow from Operating Activities .....</b>	<b>571.49</b>	<b>648.33</b>

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## Cash Flow Statement for the year ended March 31, 2024 (Contd.)

Particulars	For Year Ended 31 <sup>st</sup> March, 2024 ₹ Crores	For Year Ended 31 <sup>st</sup> March, 2023 ₹ Crores (Restated)
<b>B. Cash Flow from Investing Activities</b>		
Capital expenditure on Property, Plant and Equipment and Other Intangible assets (including capital advances) .....	(236.02)	(145.29)
Purchase of Current Investments .....	(1,477.79)	(1,575.45)
Proceeds from sale of Current Investments .....	1,378.13	1,640.57
Interest Received .....	15.80	17.04
Loan given .....	(150.00)	(450.03)
Loan repaid.....	150.02	900.00
<b>Net Cash from/(used in) in Investing Activities .....</b>	<b>(319.86)</b>	<b>386.84</b>
<b>C. Cash Flow from Financing Activities</b>		
Proceeds from Non Current Borrowings .....	129.10	235.58
Repayment of Non Current Borrowings .....	(369.86)	(325.06)
Proceeds from Current Borrowings .....	244.57	50.68
Repayment of Current Borrowings .....	(18.35)	(61.44)
Interest Paid .....	(145.05)	(136.33)
Dividend Paid .....	(250.00)	(630.00)
Repayment of Lease Liability .....	(1.49)	-
<b>Net Cash from/(used in) Financing Activities .....</b>	<b>(411.08)</b>	<b>(866.57)</b>
<b>Net Increase/(Decrease) in Cash and Cash Equivalents .....</b>	<b>(159.45)</b>	<b>168.60</b>
Cash and Cash Equivalents as at 1st April (Opening Balance) .....	180.61	12.01
<b>Cash and Cash Equivalents as at 31st March (Closing Balance) .....</b>	<b>21.15</b>	<b>180.61</b>
<b>Cash and Cash Equivalents include:</b>	<b>As at 31<sup>st</sup> March, 2024 ₹ Crores</b>	<b>As at 31<sup>st</sup> March, 2023 ₹ Crores</b>
(i) Balances with banks		
In Current Accounts .....	6.15	180.61
In Deposit Accounts (with original maturity less than three months) .....	15.00	-
	<b>21.15</b>	<b>180.61</b>

Notes: The above cash flow has been prepared under the "Indirect Method" as set out in Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows. The accompanying notes form an integral part of the Financial Statements.

As per our report of even date

**For S. R. Batliboi & Co LLP**

Chartered Accountants

ICAI Firm registration number: **301003E/E300005**

per **Bhaswar Sarkar**

Partner

Membership No: 055596

Place: Kolkata

Date: April 16, 2024

**For and on behalf of the Board,**

CIN : U74899MH2000PLC267297

**Ashish Khanna**

Chairman

DIN: 06699527

Place: Mumbai

Date: April 16, 2024

**Vijayant Ranjan**

Chief Executive Officer

Place: Dhanbad

Date: April 16, 2024

**Joydeep Mukherjee**

Director

DIN:08605394

Place: Kolkata

Date: April 16, 2024

**Kajal Kumar Singh**

Chief Financial Officer

Place: Dhanbad

Date: April 16, 2024

**Mona Purandare**

Company Secretary

Place: Mumbai

Date: April 16, 2024

## Statement of Changes in Equity for the year ended March 31, 2024

## A. Equity Share Capital

₹ Crores

## Equity Shares of ₹ 10 each issued, subscribed and fully paid

	No. of Shares	Amount
Balance as at 1 <sup>st</sup> April, 2022	1,508,917,729	1,508.92
Balance as at 31 <sup>st</sup> March, 2023	1,508,917,729	1,508.92
Balance as at 1 <sup>st</sup> April, 2023	1,508,917,729	1,508.92
Balance as at 31 <sup>st</sup> March, 2024	1,508,917,729	1,508.92

## B. Other Equity

₹ Crores

	Debenture Redemption Reserve	Retained Earnings	Total
Balance as at 1 <sup>st</sup> April, 2022	129.05	842.92	971.97
Profit for the year (Previously reported)	-	345.32	345.32
Impact of incremental depreciation (Refer note 33)	-	(6.12)	(6.12)
Other Comprehensive Income for the year (Net of Tax)	-	(0.82)	(0.82)
<b>Total Comprehensive Income</b>	-	<b>338.38</b>	<b>338.38</b>
Dividend Paid	-	(630.00)	(630.00)
	-	<b>(630.00)</b>	<b>(630.00)</b>
<b>Balance as at 31<sup>st</sup> March, 2023 (Restated)</b>	<b>129.05</b>	<b>551.30</b>	<b>680.35</b>
<b>Balance as at 1<sup>st</sup> April, 2023 (Restated)</b>	<b>129.05</b>	<b>551.30</b>	<b>680.35</b>
Profit for the year	-	448.70	448.70
Other Comprehensive Income for the year (Net of Tax)	-	(1.06)	(1.06)
<b>Total Comprehensive Income</b>	-	<b>447.64</b>	<b>447.64</b>
Dividend Paid	-	(250.00)	(250.00)
Transfer from Debenture Redemption Reserve	(79.42)	79.42	-
	<b>(79.42)</b>	<b>(170.58)</b>	<b>(250.00)</b>
<b>Balance as at 31<sup>st</sup> March, 2024</b>	<b>49.63</b>	<b>828.37</b>	<b>878.00</b>

## The accompanying notes form an integral part of the Financial Statements

As per our report of even date

For S. R. Batliboi &amp; Co LLP

Chartered Accountants

ICAI Firm registration number: 301003E/E300005

per Bhaswar Sarkar

Partner

Membership No: 055596

Place: Kolkata

Date: April 16, 2024

For and on behalf of the Board,

CIN : U74899MH2000PLC267297

Ashish Khanna

Chairman

DIN: 06699527

Place: Mumbai

Date: April 16, 2024

Vijayant Ranjan

Chief Executive Officer

Place: Dhanbad

Date: April 16, 2024

Joydeep Mukherjee

Director

DIN:08605394

Place: Kolkata

Date: April 16, 2024

Kajal Kumar Singh

Chief Financial Officer

Place: Dhanbad

Date: April 16, 2024

Mona Purandare

Company Secretary

Place: Mumbai

Date: April 16, 2024

## Notes to the Financial Statements for the year ended March 31, 2024

### 1. Corporate Information

MAITHON POWER LIMITED ('the Company'), has been set up pursuant to an agreement entered into between The Tata Power Company Limited (TPCL) and Damodar Valley Corporation (DVC) with 74% and 26% shareholding respectively, to operate and maintain Electric power generating stations. The Company has set up a thermal power generation plant (comprising of two units of 525 MW each namely 'Unit I and Unit II') at Maithon, Jharkhand with a total capacity of 1050 MW. Unit I and Unit II of the project were commissioned on 1<sup>st</sup> September, 2011 and 24<sup>th</sup> July, 2012 respectively. The registered office of the Company is Corporate Center, 34 Sant Tukaram Road, Carnac Bunder, Mumbai 400009, Maharashtra, India.

The financial statements were approved for issue in accordance with a resolution of the directors on 16<sup>th</sup> April, 2024.

### 2. Material Accounting Policies

#### 2.1 Statement of compliance and basis of preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III).

The financial statements have been prepared on a historical cost basis except for certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).

The financial statements are presented in Indian Rupees (₹) and all amounts are in Crore unless otherwise stated.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

### 3. Other Material Accounting Policies (Other than those mentioned in respective notes)

#### 3.1 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

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

All other assets are classified as non-current.

A liability is current when:

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

All other liabilities are classified as non-current.

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

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

#### 3.2 Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

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

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 measured at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in statement of profit and loss.

### 3. Other Material Accounting Policies (Other than those mentioned in respective notes) (Continue)

#### 3.3 Financial Assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place. All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

##### 3.3.1 Financial assets at amortised cost

A 'financial asset' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate EIR (Effective interest method). The EIR (Effective interest method) amortisation is included in finance income in the statement of profit or loss.

##### 3.3.2 Financial assets at fair value through other comprehensive income (FVTOCI)

A 'financial asset' is classified as at the FVTOCI if both of the following criteria are met:

- The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- The asset's contractual cash flows represent SPPI."

On initial recognition, the Company makes an irrevocable election on an instrument-by-instrument basis to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments, other than equity instruments which are held for trading. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on sale of the investments.

##### 3.3.3 Financial assets at fair value through profit or loss (FVTPL)

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading. Other financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognized in statement of profit or loss.

##### 3.3.4 Derecognition of Financial Assets

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

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

When the Company has transferred its right to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

##### 3.3.5 Impairment of financial assets

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

### 3. Other Material Accounting Policies (Other than those mentioned in respective notes) (Continue)

#### 3.4 Financial Liabilities

All financial liabilities are recognised initially at fair value and in case of borrowings and payables, net of directly attributable transaction cost. For purposes of subsequent measurement, financial liabilities are classified in two categories:

- a) Financial liabilities at fair value through profit or loss
- b) Financial liabilities at amortised cost (borrowings)

##### 3.4.1 Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Gains or losses on liabilities held for trading are recognised in the profit or loss. The Company has not designated any financial liability as at fair value through profit or loss.

##### 3.4.2 Financial liabilities at amortised cost (borrowings)

After initial recognition, interest-bearing borrowings are subsequently measured at amortised cost using the EIR (Effective interest Rate). Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR (Effective interest Rate) amortisation process. The EIR (Effective interest Rate) amortisation is included as finance costs in the statement of profit and loss.

##### 3.4.3 Derecognition of Financial Liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

#### 3.5 Offsetting of financial instruments

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

#### 3.6 Dividend Distribution to equity shareholders of the Company

The Company recognises a liability to make dividend distributions to its equity holders when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

In case of Interim Dividend, the liability is recognised on its declaration by the Board of Directors.

#### 3.7 Cash and cash equivalents

Cash and cash equivalents in the Balance Sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, that are readily convertible to a known amount of cash and subject to an insignificant risk of changes in value. Cash and cash equivalents include balances with banks which are unrestricted for withdrawal and usage.

### 4. Significant accounting judgements, estimates and assumptions

In the application of the Company's accounting policies, the management of the Company is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgements are:

- a) Estimation of current tax and deferred tax expense (including Minimum alternate tax credit) - Note 17 and Note 26
- b) Recoverable from Beneficiaries / Payable to Beneficiaries (Net) - Note 18
- c) Estimation of defined benefit obligations - Note 16
- d) Judgement to estimate the amount of provision required or to determine required disclosure related to litigation and claims against the Company - Note 28.

Estimates and judgement are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

## 5. Property, Plant and Equipment

### 5.1 Accounting Policy

Property, plant and equipment (PPE) is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the statement of profit and loss as incurred.

Certain capital expenditures incurred by the Company, which although does not directly increase the future economic benefits of any particular existing items of property, plant and equipment (PPE), may be necessary for the Company to obtain future economic benefits from its other assets. Such capital expenditures are allocated to the major items of property, plant and equipment as enabling asset in accordance with Indian Accounting Standard (Ind AS) 16 "Property, Plant and Equipment".

### 5.2 Subsequent Cost

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 entity and the cost can be measured reliably. All other repair and maintenance costs are recognized in the statement of profit or loss as incurred.

### 5.3 Depreciation

Depreciation commences when the assets are ready for the intended use.

#### Regulatory Assets

Depreciation on property, plant and equipment in respect of electricity business of the Company is covered under Part B of Schedule II of the Companies Act, 2013, has been provided on the straight line method at the rates using the methodology required by relevant provisions of Central Electricity Regulatory Commission (CERC).

Depreciation is calculated annually based on Straight Line Method and at rates specified in Appendix-I to CERC regulations for a period of 12 years from the date of commercial operation of the station. The remaining depreciable value as on 31<sup>st</sup> March of the year closing after a period of 12 years is spread over the balance useful life of the assets.

#### Non-Regulatory Assets:

Depreciation on all other assets is recognised on the cost of assets (other than freehold land) less their residual values over their estimated useful lives, using the straight-line method.

### 5.4 Useful lives of tangible assets:

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis. The Company, based on technical assessment made by technical expert and management estimate, depreciates certain items of building, plant and equipments over estimated useful lives which are different from the useful lives prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Type of Asset	Useful Lives
Buildings-Plant	25 Years
Buildings-Others	25 Years
Plant and Equipment	25 Years
Computer	3 Years
Furniture and Fixtures	5 to 10 years
Office Equipment	5 to 10 years
Motor vehicles etc	5 Years

### 5.5 Derecognition of tangible assets

An item of Property, plant and equipment is derecognised 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 equipments is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the statement of profit and loss.

### 5.6 Impairment of tangible and intangible assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets of or Group of assets.

When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses of tangible and intangible assets are recognised in the statement of profit and loss.

### 5.7. Property, Plant and Equipment (Continue)

₹ Crores

Description	Freehold Land	Buildings - Plant	Buildings - Others	Railway Sidings	Plant and Equipment	Overhead Electrification	Furniture and Fixtures	Office Equipment	Motor Vehicles	Total
<b>Cost or Valuation (Refer note below)</b>										
<b>Balance as at 1<sup>st</sup> April, 2023</b> .....	299.91	299.79	199.83	-	4,960.42	-	13.83	7.52	3.40	<b>5,784.70</b>
Additions .....	-	3.97	3.44	-	46.81	-	0.29	0.30	1.79	<b>56.60</b>
Disposals .....	-	(0.16)	(0.03)	-	(17.05)	-	(0.55)	(1.09)	-	<b>(18.88)</b>
<b>Balance as at 31<sup>st</sup> March, 2024</b> .....	<b>299.91</b>	<b>303.60</b>	<b>203.24</b>	<b>-</b>	<b>4,990.18</b>	<b>-</b>	<b>13.57</b>	<b>6.73</b>	<b>5.19</b>	<b>5,822.42</b>
<b>Accumulated depreciation</b>										
<b>Balance as at 1<sup>st</sup> April, 2023</b> .....	-	91.28	51.63	-	2,524.17	-	12.14	6.61	2.34	<b>2,688.17</b>
Depreciation Expense (Refer Note 23)	-	5.14	7.39	-	265.35	-	0.34	0.21	0.23	<b>278.66</b>
Disposal of assets .....	-	(0.06)	(0.02)	-	(10.13)	-	(0.49)	(1.02)	-	<b>(11.72)</b>
<b>Balance as at 31<sup>st</sup> March, 2024</b> .....	<b>-</b>	<b>96.36</b>	<b>59.00</b>	<b>-</b>	<b>2,779.39</b>	<b>-</b>	<b>11.99</b>	<b>5.80</b>	<b>2.57</b>	<b>2,955.11</b>
<b>Net carrying amount</b>										
<b>As at 31<sup>st</sup> March, 2024</b> .....	<b>299.91</b>	<b>207.24</b>	<b>144.24</b>	<b>-</b>	<b>2,210.79</b>	<b>-</b>	<b>1.58</b>	<b>0.93</b>	<b>2.62</b>	<b>2,867.31</b>
<b>As at 31<sup>st</sup> March, 2023</b> .....	<b>299.91</b>	<b>208.51</b>	<b>148.20</b>	<b>-</b>	<b>2,436.25</b>	<b>-</b>	<b>1.69</b>	<b>0.91</b>	<b>1.06</b>	<b>3,096.53</b>

₹ Crores

Description	Freehold Land	Buildings - Plant	Buildings - Others	Railway Sidings	Plant and Equipment	Overhead Electrification	Furniture and Fixtures	Office Equipment	Motor Vehicles	Total
<b>Cost or Valuation (Refer note below)</b>										
<b>Balance as at 1<sup>st</sup> April, 2022</b> .....	299.91	263.98	179.46	492.84	4,425.99	47.39	13.55	7.28	2.67	<b>5,733.07</b>
Additions .....	-	15.67	1.01	0.53	42.87	-	0.28	0.35	0.98	<b>61.69</b>
Disposals/Adjustments (Refer Note 33)	-	20.14	19.36	(493.37)	491.56	(47.39)	-	(0.11)	(0.25)	<b>(10.06)</b>
<b>Balance as at 31<sup>st</sup> March, 2023</b> .....	<b>299.91</b>	<b>299.79</b>	<b>199.83</b>	<b>-</b>	<b>4,960.42</b>	<b>-</b>	<b>13.83</b>	<b>7.52</b>	<b>3.40</b>	<b>5,784.70</b>
<b>Accumulated depreciation</b>										
<b>Balance as at 1<sup>st</sup> April, 2022</b> .....	-	78.98	45.27	17.20	2,247.96	2.77	11.38	6.64	2.50	<b>2,412.70</b>
Depreciation Expense (Refer Note 23)	-	8.84	5.95	16.43	239.22	2.53	0.76	0.08	0.08	<b>273.89</b>
Disposals/Adjustments (Refer Note 33)	-	3.46	0.41	(33.63)	36.99	(5.30)	-	(0.11)	(0.24)	<b>1.58</b>
<b>Balance as at 31<sup>st</sup> March, 2023</b>	<b>-</b>	<b>91.28</b>	<b>51.63</b>	<b>-</b>	<b>2,524.17</b>	<b>-</b>	<b>12.14</b>	<b>6.61</b>	<b>2.34</b>	<b>2,688.17</b>
<b>Net carrying amount</b>										
<b>As at 31<sup>st</sup> March, 2023</b> .....	<b>299.91</b>	<b>208.51</b>	<b>148.20</b>	<b>-</b>	<b>2,436.25</b>	<b>-</b>	<b>1.69</b>	<b>0.91</b>	<b>1.06</b>	<b>3,096.53</b>
<b>As at 31<sup>st</sup> March, 2022</b> .....	<b>299.91</b>	<b>185.00</b>	<b>134.19</b>	<b>475.64</b>	<b>2,178.03</b>	<b>44.62</b>	<b>2.17</b>	<b>0.64</b>	<b>0.17</b>	<b>3,320.37</b>

**Note:** The Company has elected to fair value its freehold land and use that fair value in its opening Ind AS Balance Sheet as at 1 April, 2015 as deemed cost. Accordingly, the freehold land is carried at fair value of ₹296.22 crores and carrying amount reported under previous GAAP was ₹ 172.71 crores. Accordingly an amount of ₹ 123.51 crores has been credited to retained earnings as at 1 April, 2015 (transition date).

## 5. Property, Plant and Equipment (Continue)

## 5.8 Immovable properties whose title deeds are not in the name of the Company

As on 31<sup>st</sup> March, 2024

₹ Crores

Description	Relevant line item in the Balance Sheet	Carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter / director or employee of promoter / director	Property held since which date	Reason for not being held in the name of the company
Raiyati Land (Free hold) located at Maithon, Jharkhand.	PPE	159.80	Damodar Valley Corporation	Promoters	December 2008	Refer Note (a)
Railway Land (Freehold Land) located at Maithon, Jharkhand.	PPE	137.12	Damodar Valley Corporation	Promoters	Oct 2008 to Mar 2015	Refer Note (b)
Forest land (Leasehold) located at Maithon, Jharkhand	Right of use Assets	10.68	GOJ*	No	May 2008	Refer Note (c)
GM land - Plant (Leasehold) located at Maithon, Jharkhand	Right of use Assets	37.06	GOJ*	No	July 2010	Refer Note (d)
GM land - Railway (Leasehold) located at Maithon, Jharkhand	Right of use Assets	8.96	GOJ*	No	July 2010	Refer Note (e)
GM land - Railway (Leasehold) located at Maithon, Jharkhand	Right of use Assets	5.02	GOJ*	No	July 2010	Refer Note (f)

As on 31<sup>st</sup> March, 2023

₹ Crores

Description	Relevant line item in the Balance Sheet	Carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter / director or employee of promoter / director	Property held since which date	Reason for not being held in the name of the company
Raiyati Land (Free hold) located at Maithon, Jharkhand.	PPE	159.80	Damodar Valley Corporation	Promoters	December 2008	Refer Note (a)
Railway Land (Freehold Land) located at Maithon, Jharkhand.	PPE	137.12	Damodar Valley Corporation	Promoters	Oct 2008 to Mar 2015	Refer Note (b)
Forest land (Leasehold) located at Maithon, Jharkhand	Right of use Assets	11.54	GOJ*	No	May 2008	Refer Note (c)
GM land - Plant (Leasehold) located at Maithon, Jharkhand	Right of use Assets	18.59	GOJ*	No	July 2010	Refer Note (d)
GM land - Railway (Leasehold) located at Maithon, Jharkhand	Right of use Assets	5.56	GOJ*	No	July 2010	Refer Note (e)
GM land - Railway (Leasehold) located at Maithon, Jharkhand	Right of use Assets	5.41	GOJ*	No	July 2010	Refer Note (f)

\*Government of Jharkhand

- (a) The Land was acquired by Damodar Valley Corporation (DVC), a member of the Company exclusively for the Maithon Right Bank Thermal Power Project (MRBTTP). As per the Shareholders Agreement, the title is to be transferred to the Company. Pending transfer of title as stated above, the Company had entered into an Indenture Deed with DVC on 5 December, 2008, which provided inter-alia, lease of private land for a period of 35 years (and extendable for another 35 years at the option of the Company) and provision to create security in favour of Lenders and transfer these land to the Company at the cost at which it was acquired subject to approval of the Government of the State of Jharkhand and may be subject to such terms and conditions including financial conditions that may be applied. Mutation of Land in the name of MRBTTP, DVC is completed for 496.54 acres as on 31.03.2024 (471.20 acres as on 31.03.2023) out of 564.67 acres.

- (b) The Land was acquired by Damodar Valley Corporation (DVC), a member of the Company exclusively for the MRBTPP. As per the shareholders agreement, the title of these lands is to be transferred to the Company. DVC is in the process of transferring these land to the Company at the cost at which it was acquired subject to approval of the Government of the State of Jharkhand and may be subject to such terms and conditions including financial conditions that may be applied. Mutation of Land in the name of MRBTPP, DVC is completed for 37.78 acres as on 31.03.2024 (37.78 acres as on 31.03.2023) out of 66.74 acres.
- (c) The Company has received demand for 191.67 acres of Jungle Jhar (Forest Land) from Government of Jharkhand and has made payment of requisite amount and is in process of execution of lease from Government of Jharkhand in the name of Company.
- (d) The Land was acquired by Damodar Valley Corporation (DVC) exclusively for the MRBTPP. As per the shareholders agreement, the lease of these lands of 114.95 acres is to be transferred to the Company. Accordingly, DVC has surrendered the land to facilitate the process of transferring lease of lands in favour of the Company as per applicable laws of the State of Jharkhand. The Company is yet to receive demand from Government of Jharkhand for payment and execution of lease in the name of Company. (Refer Note 8.1)
- (e) The Company has applied lease of the land of 17.78 acres and made partial payment to GoJ. Final Demand is yet to receive from Government of Jharkhand for balance payment and execution of lease in the name of Company. (Refer Note 8.1)
- (f) The Company has applied lease of the land of 10.56 acres and has made payment of requisite amount and is in process of execution of lease from Government of Jharkhand in the name of Company.
- (g) The expenditure in connection with private land including land compensation and rehabilitation and resettlement expenses has been capitalised as freehold land and the expenditure in connection with GM land and Forest land has been included in Right of Use Assets.
- (h) Freehold land with a carrying amount of ₹299.91 crores (as at 31<sup>st</sup> March, 2023 ₹299.91 crores) has been mortgaged to secure borrowings of the Company (Refer Note 15.1 & 19.1).

## 6. Capital Work-in-Progress

### Accounting Policy

Capital work in progress is stated at cost, net of accumulated impairment loss, if any. Other Indirect Expenses incurred relating to project, net of income earned during the project development stage prior to its intended use, are considered as pre-operative expenses and disclosed under Capital Work-in-Progress.

	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores
<b>Balance at the beginning</b> .....	<b>395.28</b>	<b>206.86</b>
Additions during the year .....	237.60	250.11
Less: Capitalised during the year .....	(56.60)	(61.69)
<b>Balance at the end</b> .....	<b>576.27</b>	<b>395.28</b>

### CWIP ageing Schedule as at 31<sup>st</sup> March 2024

₹ Crores

Capital Work in Progress	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>Projects in progress</b>	181.41	205.51	124.51	64.85	<b>576.27</b>

### CWIP ageing Schedule as at 31<sup>st</sup> March 2023

₹ Crores

Capital Work in Progress	Amount in CWIP for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
<b>Projects in progress</b>	205.89	124.51	61.70	3.18	<b>395.28</b>

Note:- There is no project whose completion is overdue or its cost has exceeded the original plan as at 31<sup>st</sup> March, 2024 as well as 31<sup>st</sup> March, 2023.

## 7. Other Intangible Assets

### 7.1 Accounting Policy

#### Intangible assets acquired separately

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

### 7.2 Subsequent Cost

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 entity and the cost can be measured reliably.

### 7.3 Derecognition of intangible assets

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset is measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in profit or loss when the asset is derecognized.

### 7.4 Amortisation of intangible assets

Intangible assets with finite lives are amortised over the useful economic life on straight line basis and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life is reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

Estimated useful lives of the intangible assets are as follows:

Type of Asset	Useful Lives
Computer Software	5 years

₹ Crores		
Description	Computer software	Total
<b>Cost</b>		
Balance as at 1 <sup>st</sup> April, 2023 .....	1.27	1.27
Additions .....	-	-
<b>Balance as at 31<sup>st</sup> March, 2024 .....</b>	<b>1.27</b>	<b>1.27</b>
<b>Accumulated amortisation</b>		
Balance as at 1 <sup>st</sup> April, 2023 .....	1.12	1.12
Amortisation expense ( Refer Note 23 ) .....	0.07	0.07
<b>Balance as at 31<sup>st</sup> March, 2024 .....</b>	<b>1.19</b>	<b>1.19</b>
<b>Net Book Value</b>		
As at 31 <sup>st</sup> March, 2024 .....	0.08	0.08
As at 31 <sup>st</sup> March, 2023 .....	0.15	0.15

₹ Crores		
Description	Computer software	Total
<b>Cost</b>		
Balance as at 1 <sup>st</sup> April, 2022 .....	1.26	1.26
Additions .....	0.01	0.01
<b>Balance as at 31<sup>st</sup> March, 2023 .....</b>	<b>1.27</b>	<b>1.27</b>
<b>Accumulated amortisation</b>		
Balance as at 1 <sup>st</sup> April, 2022 .....	0.96	0.96
Amortisation expense ( Refer Note 23 ) .....	0.16	0.16
<b>Balance as at 31<sup>st</sup> March, 2023 .....</b>	<b>1.12</b>	<b>1.12</b>
<b>Net Book Value</b>		
As at 31 <sup>st</sup> March, 2023 .....	0.15	0.15
As at 31 <sup>st</sup> March, 2022 .....	0.30	0.30

## 8. Right-of-use-assets

The Company recognizes right-of-use assets at the date of commencement of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

- Land: 05 to 35 years depending upon period of lease

The right-of-use assets are also subject to impairment in accordance with Ind AS 36 "Impairment of assets".

₹ Crores

Description	ROU-Land	Total
<b>Cost</b>		
Balance as on 1 <sup>st</sup> April, 2023 .....	105.30	<b>105.30</b>
Additions .....	48.69	<b>48.69</b>
<b>Balance as at 31<sup>st</sup> March, 2024 .....</b>	<b>153.99</b>	<b>153.99</b>
<b>Accumulated depreciation</b>		
Balance as on 1 <sup>st</sup> April, 2023 .....	44.82	<b>44.82</b>
Depreciation ( Refer Note 23 ) .....	18.44	<b>18.44</b>
<b>Balance as at 31<sup>st</sup> March, 2024 .....</b>	<b>63.26</b>	<b>63.26</b>
<b>Net carrying amount</b>		
<b>As at 31<sup>st</sup> March, 2024 .....</b>	<b>90.73</b>	<b>90.73</b>
<b>As at 31<sup>st</sup> March, 2023 .....</b>	<b>60.48</b>	<b>60.48</b>

₹ Crores

Description	ROU-Land	Total
<b>Cost</b>		
Balance as at 1 <sup>st</sup> April, 2022 .....	105.30	<b>105.30</b>
Additions .....	-	-
<b>Balance as at 31<sup>st</sup> March, 2023 .....</b>	<b>105.30</b>	<b>105.30</b>
<b>Accumulated depreciation</b>		
Balance as at 1 <sup>st</sup> April, 2022 .....	39.70	<b>39.70</b>
Depreciation ( Refer Note 23 ) .....	5.12	<b>5.12</b>
<b>Balance as at 31<sup>st</sup> March, 2023 .....</b>	<b>44.82</b>	<b>44.82</b>
<b>Net carrying amount</b>		
<b>As at 31<sup>st</sup> March, 2023 .....</b>	<b>60.48</b>	<b>60.48</b>
<b>As at 1<sup>st</sup> April, 2022 .....</b>	<b>65.60</b>	<b>65.60</b>

- 8.1** The management has made an estimate of the amount payable to the government for direct leasing of land referred in Note No 5.8 (d) & (e) and recognized "Right of use" (ROU) assets and consequential lease liability of ₹30.54 Cr and ₹5.85 Cr respectively during the current year. This will be further tried up on receipt of final demand from the government.

## 9. Financial Assets

### 9.1 Investments - Current

#### Carried at fair value through profit and loss (FVTPL)

	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores
Mutual Funds (Unquoted) .....	105.82	4.00
	<b>105.82</b>	<b>4.00</b>
Notes:		
Aggregate Carrying Value of Unquoted Investments .....	105.82	4.00

### 9.2 Trade Receivables

(Considered good)

	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores
Secured* .....	420.95	134.50
Unsecured* .....	31.01	-
	<b>451.96</b>	<b>134.50</b>

\*Include receivable from related parties ₹194.81 Crore (31<sup>st</sup> March 2023: ₹ 103.30 Crore)

The average credit period for the Company's receivable from sale of power is 45 to 60 days. As per the relevant provisions of the Central Electricity Regulatory Commission Regulations, penal interest @ 18% p.a. is claimable from the customers as Late payment Surcharge (LPS) for late payments beyond due dates.

No Trade or other receivable are due from directors or other officers of the Company either severally or jointly with any other person. No Trade or Other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

#### Trade Receivables Ageing schedule:

There is no outstanding balances of Trade Receivable that have fallen due for payment as on 31<sup>st</sup> March, 2024 and as on 31<sup>st</sup> March, 2023, therefore ageing schedule has not been disclosed. Further the outstanding balance of trade receivables are undisputed as on year end.

### 9.3 Unbilled Revenue

(Considered good)

	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores
Secured* .....	2.23	47.07
Unsecured* .....	68.53	-
	<b>70.76</b>	<b>47.07</b>

\*Include receivable from related parties ₹53.45 Crore (31<sup>st</sup> March 2023: ₹ 43.97 Crore).....

#### 9.4 Cash and cash equivalents

##### Accounting Policy

For the purpose of the cash flow statement, cash and cash equivalents consist of cash at bank, cash/cheques on hand and short-term deposits, as defined above as they are considered an integral part of the Company's cash management.

	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores
Balances with Banks:		
In Current Accounts .....	6.15	2.35
In Deposit Accounts (with original maturity less than three months).....	15.00	178.26
<b>Cash and Cash Equivalents as per Balance Sheet .....</b>	<b>21.15</b>	<b>180.61</b>

##### Reconciliation of liabilities from Financing Activities

₹ Crores

Particulars	As at 31 <sup>st</sup> March, 2023	Cash flows*		Non Cash Transactions	As at 31 <sup>st</sup> March, 2024
		Proceeds	Repayment		
Non-current Borrowings (including Current Maturity of Non-current Borrowings)	1,568.87	129.10	(369.86)	1.42	1,329.54
Current Borrowings	46.31	244.57	(18.35)	(1.63)	270.90
Lease Liabilities (Refer note 15.2 and note 8.1)	3.49	-	(1.49)	49.36	51.36
<b>Total</b>	<b>1,618.67</b>	<b>373.67</b>	<b>(389.70)</b>	<b>49.15</b>	<b>1,651.80</b>

₹ Crores

Particulars	As at 31 <sup>st</sup> March, 2022	Cash flows*		Non Cash Transactions	As at 31 <sup>st</sup> March, 2023
		Proceeds	Repayment		
Non-current Borrowings (including Current Maturity of Non-current Borrowings)	1,659.79	235.58	(325.06)	(1.44)	1,568.87
Current Borrowings	57.09	50.68	(61.44)	(0.02)	46.31
Lease Liabilities (Refer note 15.2)	3.24	-	-	0.25	3.49
<b>Total</b>	<b>1,716.88</b>	<b>286.25</b>	<b>(386.50)</b>	<b>(1.46)</b>	<b>1,618.67</b>

\*Figures in brackets represents Cash outflow.

**9.5 Loans**

(Unsecured and considered good unless otherwise stated)

**Non-current**

Loans to Employees .....	0.11	0.13
[Including loans due from officers of the Company - ₹ 0.06 Crores (As at March 31, 2023 - ₹ 0.07 Crores)*]		

**Current**

Loans to Employees .....	0.02	0.02
[Including loans due from officers of the Company - ₹ 0.01 Crores* (As at March 31, 2023 - ₹ 0.01 Crores)*]		

\* Amount is lesser than the rounding off norms followed by the Company.

	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores
	<b>0.11</b>	<b>0.13</b>
	<b>0.02</b>	<b>0.02</b>

Note-There is no Loan or Advance in the nature of Loan given to specified persons without specific terms of period of repayment.

**9.6 Other Financial Assets (at amortised cost)****Non - Current**

(Considered Good)

**Security Deposit**

With Related Parties (Refer Note 30) .....	0.59	0.28
With Others .....	0.21	0.28

**Others**

With bank in deposit accounts .....	9.30	18.01
(with remaining maturity more than twelve months)		

**Current**

(Unsecured, considered good)

Receivable on sale of Fixed Assets .....	0.20	-
Interest Accrued on Bank Deposits .....	0.42	0.78
Other deposits .....	0.03	-

	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores
	<b>10.10</b>	<b>18.57</b>
	<b>0.65</b>	<b>0.78</b>

**10. Tax Assets / Liabilities****Non-current tax assets**

Advance Income Tax

[Net of provisions ₹ 298.84 Cr (31<sup>st</sup> March 2023 ₹ 219.24 Cr)] .....

15.65

14.01

**15.65****14.01****Current tax liabilities**Income Tax Payable [Net of Advance Tax Nil (31<sup>st</sup> March 2023 ₹ 59.52 Cr)]

-

3.74

-

**3.74****11. Other Assets**

(Unsecured and considered good unless otherwise stated)

**Non-current**

Capital Advances .....

4.77

20.38

Advance to Suppliers .....

19.79

36.52

**24.56****56.90****Current**

Prepaid Expenses .....

2.29

3.20

Advance to Suppliers .....

64.56

127.17

Advance to Employees .....

0.02

0.03

**66.87****130.40****12. Inventories**

Inventories are stated at the lower of cost and net realisable value. Cost of inventory includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Costs of inventories are determined on weighted average basis. Obsolete and slow moving inventories are identified at the time of physical verification and provided for, where necessary.

**(a) Raw Materials**Fuel [in transit of ₹ 19.27 Cr. (31<sup>st</sup> March 2023: ₹ 23.65 Cr)] .....

239.55

200.33

**(b) Stores and Spares**

Stores and Spare Parts .....

64.24

58.28

**303.79****258.61**

Notes:-Refer Note 15.1 &amp; 19.1 for Inventories pledged as security for borrowings.

**13. Equity - Share Capital****Authorised**

	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
	Number	₹ Crores	Number	₹ Crores
Equity Shares of ₹ 10/- each .....	2,000,000,000	2,000.00	2,000,000,000	2,000.00
		2,000.00		2,000.00

**Issued, Subscribed and Paid-up Capital**

Equity shares of ₹ 10/- each fully paid up				
	1,508,917,729	1,508.92	1,508,917,729	1,508.92

**(i) Reconciliation of the shares outstanding at the beginning and at the end of the reporting year**

	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
	Number	₹ Crores	Number	₹ Crores
<b>Equity Shares</b>				
At the beginning of the year and at the end of the year	1,508,917,729	1,508.92	1,508,917,729	1,508.92

**Terms/rights attached to Equity Shares**

The Company has issued only one class of Equity Shares having a par value of ₹ 10/- per share. Each holder of Equity Shares is entitled to one vote per share. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

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

**(ii) Details of shareholders holding more than 5% shares in the Company and shares held by holding Company**

	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
	Number	% Holding	Number	% Holding
<b>Equity shares of ₹ 10/- each fully paid up</b>				
The Tata Power Company Limited (the holding company)	1,116,599,120	74%	1,116,599,120	74%
Damodar Valley Corporation .....	392,318,609	26%	392,318,609	26%

**(ii) Shares held by promoters**

	As at 31 <sup>st</sup> March, 2024		As at 31 <sup>st</sup> March, 2023	
	No. of shares	% of total shares	No. of shares	% of total shares
The Tata Power Company Limited (TPCL) (the holding company) .....	1,116,599,114	74%	1,116,599,114	74%
Others jointly held with TPCL .....	6	0%	6	0%
Damodar Valley Corporation (DVC) .....	392,318,009	26%	392,318,009	26%
Others jointly held with DVC .....	600	0%	600	0%

**14. Other Equity****(i) Debenture Redemption Reserve (DRR)**

	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores
As at the beginning of the year .....	129.05	129.05
Less: Amount transferred to Retained Earnings .....	(79.42)	-
<b>As at the end of the year .....</b>	<b>49.63</b>	<b>129.05</b>

**(ii) Retained Earnings**

As at the beginning of the year .....	551.30	842.92
Add: Profit for the year (as reported previously) .....	448.70	345.32
Transfer from Debenture Redemption Reserve .....	79.42	-
	528.12	345.32
Less: Impact of incremental depreciation( Refer Note 33) .....	-	6.12
Remeasurement of Defined Benefit Obligation (Net of Tax) .....	1.06	0.82
Dividend Paid .....	250.00	630.00
	251.06	636.94
Profit for the year .....	277.06	(291.62)
<b>As at the end of the year *</b> .....	<b>828.37</b>	<b>551.30</b>
* restated .....	<b>878.00</b>	<b>680.35</b>

**Note:**

The Company has paid interim dividend of ₹ 250 Crore during the current year, ₹ 180 cr during the previous year and Final dividend for FY 2021-22 of ₹ 450 Crore during the previous year. The board of directors have proposed final dividend 16.57% of the face value of ₹10 per share (₹ 1.66 per equity share) after the balance sheet date which is subject to approval by the shareholders in the ensuing annual general meeting.

**Nature and purpose of reserves:****Debenture Redemption Reserve**

The Company was required to create a Debenture Redemption Reserve out of the profits which are available for payment of dividend for the purpose of redemption of debentures. Pursuant to Companies (Share Capital and Debentures) Amendment Rules, 2019 dated 16<sup>th</sup> August, 2019, the Company is not required to create Debenture Redemption Reserve (DRR). Accordingly, the Company has not created DRR during the year and DRR created till previous years will be transferred to retained earnings on redemption of debentures.

**Retained Earnings**

Retained Earnings are the profits of the Company earned till date net of adjustments/appropriation.

**15. Financial Liabilities****15.1 Non-current Borrowings (at amortised cost)****Secured**

	As at 31 <sup>st</sup> March, 2024 ₹ Crores		As at 31 <sup>st</sup> March, 2023 ₹ Crores	
	Non-current	Current Maturities*	Non-current	Current Maturities*
(i) Redeemable Non-Convertible Debentures .....	297.88	159.70	456.14	309.80
(See Note I, II & III below)				
(ii) Term Loans from Banks (See Note IV, V & VI below) .....	811.90	60.06	742.87	60.06
* (Refer Note 19.1) .....	<b>1,109.78</b>	<b>219.76</b>	<b>1,199.01</b>	<b>369.86</b>

**I. Redeemable Non-Convertible Debentures issued on 30<sup>th</sup> November 2015**

- (a) The Company had issued ₹ 500.00 crores of secured, non-cumulative and non-convertible redeemable debentures of face value ₹10.00 lakhs each on 30 November, 2015, at par. The debentures were issued for the repayment of the outstanding term loans from banks and financial institution. The debentures are listed in the wholesale debts market segment of National Stock Exchange of India Limited (NSE).
- (b) These debentures are secured in favour of the debenture trustee by a first ranking pari passu mortgage (by way of an equitable or any other mortgage) and charge over all the immovable properties including the freehold land of the plant and railway (included under property, plant and equipment as freehold land) of the issuer, both present and future as per trust deed. (Also refer note no 5.8)
- (c) These debentures carry a floating rate which is base rate of HDFC Bank Limited plus 15 basis points. Interest is payable on the 30<sup>th</sup> of November each year.
- (d) These debentures stand fully redeemed as on 31<sup>st</sup> March 2024.

**II. Redeemable Non-Convertible Debentures issued on February 9, 2017**

- (a) The Company had issued ₹ 500.00 crores of secured, non-cumulative and non-convertible redeemable debentures of face value ₹50.00 Lakhs on 9 February, 2017 at par respectively. The debentures were issued for the repayment of the outstanding term loans from banks and financial institution. The debentures are listed in the wholesale debts market segment of National Stock Exchange of India Limited (NSE).
- (b) These debentures have been secured by a first ranking pari passu mortgage (by way of an equitable or any other mortgage) and charge over all the immovable properties including the freehold land of the plant and railway (included under property, plant and equipment as freehold land), all movable properties and assets, all the bank accounts, all current assets, all intangible assets, both present and future as per trust deed. (Also refer note no 5.8)

Assignment by way of security over letter of credit, performance bonds or guarantees provided by any person, all the rights, title, interest, benefits, claims and demands, whatsoever of the Issuer in each of the Project Documents, all Insurance Contracts/proceeds under Insurance Contracts, in relation to the Project of the issuer.

The above security will at all times, rank pari-passu inter se the Existing Lenders and the Debenture holders.

- (c) These debentures carry a fixed rate of interest of 8% per annum. Interest is payable on the 9<sup>th</sup> of February each year. The Company will have to take a prior written no-objection certificate from the debenture holders in the event it intends to create a security over the above secured properties in favour of its working capital lenders over and above ₹ 1000.00 crores.

**III. Redeemable Non-Convertible Debentures issued on 24<sup>th</sup> December 2020**

- (a) The Company has issued ₹ 199.00 crores of secured, non-cumulative and non-convertible redeemable debentures of face value ₹10.00 Lakhs each on 24<sup>th</sup> December, 2020 at par respectively. The debentures have been issued for the part-repayment of the existing term loan availed from SBI. The debentures are listed in the wholesale debts market segment of National Stock Exchange of India Limited (NSE).
- (b) These Debentures have been secured by Security as mentioned in above para II-(b).
- (c) These debentures carry a fixed coupon rate of 6.25% per annum. Interest is payable on December 24, each year.

**IV. Term Loan from Axis Bank & Union Bank of India**

- (a) The Company has entered into a Loan Agreement of ₹ 500 Crore for Railway Infra with Axis Bank on January 28, 2020. Axis bank has down sell borrowings of ₹ 150 Crs to Union Bank of India with same terms & condition on January 6, 2021.
- (b) These loan have been secured by Security as mentioned in above para II-(b).
- (c) Interest rate term loan is Axis bank 12 Month MCLR plus 25 basis points, ranging from 9.05% to 9.50%.

**V. Term Loans from Axis Bank (Refinancing)**

- (a) The Company has entered into a Loan Agreement of ₹ 225 Crore with Axis Bank on 29<sup>th</sup> December, 2020 for the part-refinancing of the outstanding term loan from SBI.
- (b) These loan have been secured by Security as mentioned in above para II-(b).
- (c) Interest rate term loan is Axis Bank 12 month MCLR plus 5 basis points, ranging from 8.80% to 9.30%.

**VI. Term Loans from State Bank of India**

- (a) The Company has entered into a Loan Agreement of ₹ 537 Crore with SBI on 9<sup>th</sup> July, 2021 for FGD Project.
- (b) These loan have been secured by Security as mentioned in above para II-(b).
- (c) Interest rate term loan is SBI 6 month MCLR plus 50 basis points, ranging from 8.80% to 9.30%.

**VII. Non Current borrowings secured against current assets**

The quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts and there are no discrepancies.

**Terms of Repayment As at 31<sup>st</sup> March, 2024**
**₹ Crores**

	Particulars	Amount Outstanding	Repayments						
			FY 24-25	FY 25-26	FY 26-27	FY 27-28	FY 28-29	FY 29-30 to FY 33-34	FY 34-35 & onwards
(i)	Non-Convertible Debentures issued on 09 <sup>th</sup> Feb , 2017	300.00	100.00	100.00	100.00	-	-	-	-
(ii)	Non-Convertible Debentures issued on 24 <sup>th</sup> Dec , 2020	159.20	59.70	99.50	-	-	-	-	-
(iii)	Term Loan - Axis Bank	241.48	28.41	28.41	28.41	28.41	28.41	99.43	-
(iv)	Term Loan - Union Bank of India	106.25	12.50	12.50	12.50	12.50	12.50	43.75	-
(v)	Term Loan - Axis Bank (Refinancing)	162.77	19.15	19.15	19.15	19.15	19.15	67.02	-
(vi)	Term Loan - State Bank of India	364.68	-	30.16	40.11	40.11	40.11	196.45	17.72
	Less: Impact of recognition of borrowings at amortised cost using EIR (refer note 3.4)	4.83							
	<b>Total</b>	<b>1,329.54</b>							

**Terms of Repayment As at 31<sup>st</sup> March, 2023**
**₹ Crores**

	Particulars	Amount Outstanding	Repayments						
			FY 23-24	FY 24-25	FY 25-26	FY 26-27	FY 27-28	FY 28-29 to FY 32-33	FY 33-34 & onwards
(i)	Non-Convertible Debentures issued on 30 <sup>th</sup> Nov , 2015	170.00	170.00	-	-	-	-	-	-
(ii)	Non-Convertible Debentures issued on 09 <sup>th</sup> Feb , 2017	400.00	100.00	100.00	100.00	100.00	-	-	-
(iii)	Non-Convertible Debentures issued on 24 <sup>th</sup> Dec , 2020	199.00	39.80	59.70	99.50	-	-	-	-
(iv)	Term Loan - Axis Bank	269.89	28.41	28.41	28.41	28.41	28.41	127.84	-
(v)	Term Loan - Union Bank of India	118.75	12.50	12.50	12.50	12.50	12.50	56.25	-
(vi)	Term Loan - Axis Bank (Refinancing)	181.91	19.15	19.15	19.15	19.15	19.15	86.17	-
(vii)	Term Loan - State Bank of India	235.57	-	3.25	16.23	25.91	25.91	129.57	34.70
	Less: Impact of recognition of borrowings at amortised cost using EIR (refer note 3.4)	6.26							
	<b>Total</b>	<b>1,568.87</b>							

## 15.2 Lease Liabilities

### Accounting Policy

At inception of contract, the Company assesses whether the contract is, or contains, a lease. 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. At inception or on reassessment of a contract that contains a lease component, the Company allocates consideration in the contract to each lease component on the basis of their relative standalone price.

### As a lessee

#### i) Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. In calculating the present value of lease payments, the Company generally uses its incremental borrowing rate at the lease commencement date if the discount rate implicit in the lease is not readily determinable.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. The carrying amount is remeasured when there is a change in future lease payments arising from a change in index or rate. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

#### ii) Short term leases and leases of low value of assets

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption that are considered to be low value. Lease payments on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

#### Leasing arrangement as Lessee

The Company has lease contracts for various items of land used in its operations. Leases of land generally have lease terms between 05 and 35 years. Expenses related to leases of low value asset has been charged to statement of profit and loss account as lease rent amounting ₹ 0.51 crores during the current year (31<sup>st</sup> March 2023 - ₹0.61 crores).

	For the year ended 31 <sup>st</sup> March, 2024 ₹crores	For the year ended 31 <sup>st</sup> March, 2023 ₹crores
<b>Amount recognised in the Statement of Profit and Loss</b>		
Depreciation of Right-of-use assets .....	18.44	5.12
Interest on lease liabilities .....	0.67	0.25
Expenses related to short term leases .....	0.51	0.61
<b>Amount as per the Statement of Cash Flows</b>		
Total cash outflow of Leases .....	1.49	-
Principal payment of Lease Liability .....	0.82	-
Interest on Lease Liability .....	0.67	0.25

Refer Note (8) for additions to Right-of-Use Assets and the carrying amount of Right-of-Use Assets as at 31<sup>st</sup> March, 2024. Further, Refer Note 32.3.3 for maturity analysis of lease liabilities.

	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores
Non-current		
Lease Liabilities .....	51.03	3.43
<b>Total</b> .....	<b>51.03</b>	<b>3.43</b>
<b>Current</b>		
Lease Liabilities .....	0.33	0.06
<b>Total</b> .....	<b>0.33</b>	<b>0.06</b>

### 15.3 Other Financial Liabilities

#### Non-current

(a) Security Deposits from Customers .....	-	0.23
(b) Payables towards capital supplies and services .....	47.31	73.17

#### Current

(a) Interest accrued but not due on Borrowings .....	8.85	14.30
(b) Payables towards capital supplies and services .....	31.48	47.56
(c) Security Deposits from Others .....	1.32	1.42
(d) Other Financial Liabilities .....	0.10	-

	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores
	<b>47.31</b>	<b>73.40</b>
	<b>41.75</b>	<b>63.28</b>

### 16. Provisions

#### Accounting Policy

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of time value of money is material).

Present obligations arising under onerous contracts are recognised and measured as provisions with charge to statement of profit and loss. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

#### **Defined contribution plans**

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

#### **Defined benefits plans**

The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method. Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liabilities and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through other comprehensive income in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in the statement of profit and loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Company recognises related restructuring costs

Net interest is calculated by applying the discount rate to the net defined benefit liabilities or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the statement of profit and loss:

- Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non routine settlements; and
- Net interest expense or income.

A liability for a termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

The cost of the defined benefit gratuity plan and other post-employment medical benefits and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds. The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

#### Current and other non-current employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of current employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other non-current employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

## 16. Provisions (Continue)

### Non-Current

	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores
Compensated Absences .....	5.04	5.06
Gratuity (Net) .....	3.18	0.34
Post-Employment Medical Benefits .....	1.16	0.94
Other Defined Benefit Plans .....	1.38	1.22
Other Employee Benefits .....	1.38	1.10
	<b>12.14</b>	<b>8.66</b>

### Current

Compensated Absences .....	1.02	0.20
Other Defined Benefit Plans .....	0.16	0.14
Other Employee Benefits .....	0.02	0.03
	<b>1.20</b>	<b>0.37</b>

### Employee Benefit Plans

#### 16.1 Defined Contribution plan

##### Provident fund

The Company makes Provident Fund and Superannuation Fund contributions to defined contribution retirement benefit plans for eligible employees. The provident fund plan is operated by the Regional Provident Fund Commissioner. The Superannuation fund is managed by LIC of India. Under the schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The only obligation of the Company with respect to the retirement benefit scheme is to make the specified contributions.

The Company has recognized ₹ 1.44 crores (31<sup>st</sup> March, 2023 ₹ 1.35 crores) for provident fund contributions and ₹ 0.48 crores (31<sup>st</sup> March, 2023 ₹ 0.42 crores) for superannuation contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

## 16.2 Defined benefit plans

### (i) Unfunded

#### Post-Employment Medical Benefits

The Company provides certain post-employment health care benefits to superannuated employees at some of its locations. In terms of the plan, the retired employees can avail free medical check-up and medicines at Company's facilities.

#### Pension

The Company operates a defined benefit pension plan for employees who have completed 15 years of continuous service. The plan provides benefits to members in the form of a pre-determined lumpsum payment on retirement. Executive Director, on retirement, is entitled to pension payable for life including HRA benefit. The level of benefit is approved by the Board of Directors of the Company from time to time.

#### Ex-Gratia Death Benefit

The Company has a defined benefit plan granting ex-gratia in case of death during service. The benefit consists of a pre-determined lumpsum amount along with a sum determined based on the last drawn basic salary per month and the length of service.

#### Retirement Gift

The Company has a defined benefit plan granting a pre-determined sum as retirement gift on superannuation of an employee.

### (ii) Funded

#### Gratuity Plan

The Company has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement, withdrawal, resignation or death of an employee. The gratuity plan is funded plan. The gratuity fund is managed by Aditya Birla Sun Life Insurance Company Limited. The fund has the form of a trust and is governed by Trustees appointed by the Company. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognized insurer managed funds in India. The Company does not fully fund the liability and maintains a target level of funding to be maintained over a period of time based on estimates of expected gratuity payments.

### (iii) Risks associated with Plan Provisions

Risks associated with the plan provisions are actuarial risks. These risks are: - (i) investment risk, (ii) interest risk (discount rate risk), (iii) mortality risk and (iv) salary risk.

<b>Investment risk</b>	The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to Government Bonds Yield. If plan liability is funded and return on plan assets is below this rate, it will create a plan deficit.
<b>Interest rate risk (discount rate risk)</b>	A decrease in the bond interest rate (discount rate) will increase the plan liability; however, this will be partially offset by an increase in the return on the plan debt investments.
<b>Mortality risk</b>	The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after the employment. Indian Assured Lives Mortality (2006-08) ultimate table has been used in respect of the above. An increase in the life expectancy of the plan participants such as, an increase in the salary of the plan participants will increase the plan's liability.
<b>Salary escalation risk</b>	The present value of the defined benefit plan liability is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary used to determine the present value of obligation will have a bearing on the plan's liability.
<b>Demographic risk</b>	This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligations is not straight forward and depends upon the combination of salary increase, discount rate and vesting criterion.
<b>Medical Inflation rate risk</b>	Higher than expected increase in salary and medical cost will increase the defined benefit obligation.
<b>Change in Leave Balances</b>	This is the risk of variability of results due to a significant variation from expected accumulation of leave balances. All other aspects remaining same, higher than expected increase in the leave balances will increase the defined benefit obligation.

(iv) The principal assumptions used for the purposes of the actuarial valuations were as follows:

S. No.	Particulars	Refer note below	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023
i.	Discount rate (p.a) .....	1	7.00%	7.30%
ii.	Salary escalation rate (p.a) .....	2		
	Management .....		7.00%	7.00%
	Non-Management .....		6.00%	6.00%
iii.	Retirement Age .....		60 years	60 years
iv.	Mortality Table .....		Indian Assured Lives Mortality (2006-08) Ult	Indian Assured Lives Mortality (2006-08)Ult
v.	Withdrawal Rate			
	Management: 21-44 years .....		6.00%	6.00%
	45 years and above .....		2.00%	2.00%
	Non-Management .....		0.50%	0.50%
vi.	Rate of Gold Inflation .....		8.00%	8.00%
vii.	Rate of Medical inflation (p.a) .....		8.00%	8.00%

Note:

- The discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of obligations
- The gratuity plan is funded
- The estimates of future salary increases considered take into account the inflation, seniority, promotion and other relevant factors.

**16.3** The amounts recognized in the financial statements and the movements in the net defined benefit obligations (DBO) over the year are as follows:

**i. Amounts recognized in the Statement of Profit and Loss in respect of the funded defined benefits plans are as follows:**

Particulars	For Year ended 31 <sup>st</sup> March, 2024 ₹crores	For Year ended 31 <sup>st</sup> March, 2023 ₹crores
Current service cost .....	1.01	0.97
Net interest on net defined liability / (asset) .....	0.02	(0.13)
<b>Components of defined benefit costs recognized in profit or loss .....</b>	<b>1.02</b>	<b>0.84</b>

**ii. Remeasurement on the net defined benefit liability:**

Particulars	For Year ended 31 <sup>st</sup> March, 2023 ₹crores	For Year ended 31 <sup>st</sup> March, 2022 ₹crores
Actuarial (gain)/Loss due to DBO Experience .....	0.53	1.43
Actuarial (gain)/Loss due to assumption changes .....	0.42	(0.62)
Actuarial (gain)/loss arising during period .....	0.95	0.80
Return on plan assets (greater)/less than discounting rate .....	0.29	0.51
<b>Component of defined benefit costs recognized in Other Comprehensive Income</b>	<b>1.24</b>	<b>1.31</b>

Note:

- The current service cost and the net interest expense for the year are included in the 'Employee benefits expense' in the Statement of Profit and Loss.
- The remeasurement of the net defined benefit liability is included in the other comprehensive income.

**iii. The amount included in the Balance Sheet arising from the entity's obligation in respect of its defined benefits plans as follows:**

Particulars	For Year ended 31 <sup>st</sup> March, 2024 ₹crores	For Year ended 31 <sup>st</sup> March, 2023 ₹crores
Present value of funded defined benefit obligation .....	(17.24)	(13.70)
Fair value of plan assets .....	14.05	13.37
<b>Funded status surplus/(deficit) .....</b>	<b>(3.18)</b>	<b>(0.34)</b>

**iv. Movement in the fair value of the defined benefit obligation:**

Particulars	For Year ended 31 <sup>st</sup> March, 2024 ₹crores	For Year ended 31 <sup>st</sup> March, 2023 ₹crores
Opening defined benefit obligation .....	13.70	12.59
Current service cost .....	1.01	0.97
Interest cost on defined benefit obligation .....	0.99	0.79
Acquisitions (credit) / cost .....	0.80	0.37
Actuarial (gains) / loss arising from changes in experience .....	0.53	1.43
Actuarial (gains) / loss arising from changes in financial assumption .....	0.42	(0.62)
Benefits paid directly by the company .....	(0.22)	(1.82)
<b>Closing defined benefit obligations .....</b>	<b>17.23</b>	<b>13.70</b>

**v. Movement in the fair value of the plan assets are as follows:**

Particulars	For Year ended 31 <sup>st</sup> March, 2024 ₹crores	For Year ended 31 <sup>st</sup> March, 2023 ₹crores
Opening fair value of plan assets .....	13.37	14.17
Interest income on plan assets .....	0.98	0.92
Return on plan assets (greater)/less than discounting rate .....	(0.29)	(0.51)
Benefits paid .....	-	(1.21)
<b>Closing fair value of plan assets .....</b>	<b>14.05</b>	<b>13.37</b>

**Note:**

- 1) The plan assets are managed by Birla Sun Life Insurance (BSLI) Company Limited. The details of investments relating to these assets are not shown by BSLI. Hence, the composition of each major category of plan assets, the percentage or amount that each major category constitutes to the fair value of the total plan assets has not been disclosed.
- 2) The Company expects to make a contribution of ₹ Nil(as at 31 March, 2024: ₹ Nil) to defined benefit plan during the next financial year.

**vi. Sensitivity analysis**

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Particulars	31 <sup>st</sup> March, 2024 ₹crores		31 <sup>st</sup> March, 2023 ₹crores	
	Increase	Decrease	Increase	Decrease
Discount Rate (-/+0.5%) .....	0.75	(0.70)	0.62	(0.58)
Salary Growth Rate (+/-0.5%) .....	(0.70)	0.75	(0.58)	0.62
Withdrawal Rate (-/+ 5%) .....	-	(0.60)	-	(0.48)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit liability recognized in the Balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

**vii. The expected maturity analysis of defined benefit obligation is as follows:**

Time Period	31 <sup>st</sup> March, 2024 ₹crores	31 <sup>st</sup> March, 2023 ₹crores
Within 1 year .....	0.60	0.52
Between 1-2 years .....	2.10	0.55
Between 2-3 years .....	2.30	1.95
Between 3-4 years .....	1.21	2.05
Between 4-5 years .....	1.57	1.12
Beyond 5 years .....	11.23	9.99

**Particulars**

The weighted average duration of the defined benefit plan obligation represents average duration for active members

31 <sup>st</sup> March, 2024	31 <sup>st</sup> March, 2023
7.5 years	7.4 years

**16.4 Other Defined benefit plans**

The amounts recognized in the financial statements and the movements in the net defined benefit obligations over the year are as follows:

**i. Amounts recognized in the Statement of Profit and Loss in respect of these defined benefits plans are as follows:**

Particulars	For Year ended 31 <sup>st</sup> March, 2024 ₹crores	For Year ended 31 <sup>st</sup> March, 2023 ₹crores
Current service cost .....	0.62	0.64
Past Service Cost .....	0.01	0.01
Net interest expenses .....	0.62	0.57
Actuarial (Gain)/ Loss .....	0.73	0.22
<b>Components of defined benefit costs recognized in profit or loss .....</b>	<b>1.98</b>	<b>1.44</b>

**ii. Remeasurement on the net defined benefit liability:**

Particulars	For Year ended 31 <sup>st</sup> March, 2024 ₹crores		For Year ended 31 <sup>st</sup> March, 2023 ₹crores	
Actuarial (gain)/Loss due to DefinedBenefit Obligation Experience .....		0.45		0.12
Actuarial (gain)/Loss due to assumption Changes .....		0.31		(0.52)
		0.77		(0.40)
Return on plan assets (greater)/less than discounting rate .....		-		0.09
<b>Component of defined benefit costs recognized in Other Comprehensive Income</b>		<b>0.77</b>		<b>(0.31)</b>

**Note:**

- 1) The current service cost and the net interest expense for the year are included in the 'Employee benefits expense ' in the Statement of Profit and Loss.
- 2) The remeasurement of the net defined benefit liability is included in the other comprehensive income.

**iii.Reconciliation of Net Balance Sheet Position**

Particulars	For Year ended 31 <sup>st</sup> March, 2024 ₹crores		For Year ended 31 <sup>st</sup> March, 2023 ₹crores	
<b>Opening Net defined benefit asset/ (liability)</b> .....		<b>(8.76)</b>		<b>(8.63)</b>
Current service cost .....		(0.64)		(0.65)
Net interest on net defined benefit liability/ (asset) .....		(0.62)		(0.57)
Amount recognized in OCI .....		(0.04)		0.31
Actuarial Gains/ (Losses) .....		-0.73		0.09
Benefit paid directly by the Company .....		0.67		0.47
Acquisitions credit/ (cost) .....		-0.13		0.22
<b>Closing Net defined benefit asset/ (liability)</b> .....		<b>(10.25)</b>		<b>(8.76)</b>

**iv. Sensitivity analysis**

Particulars	31 <sup>st</sup> March, 2024 ₹crores		31 <sup>st</sup> March, 2023 ₹crores	
	Increase	Decrease	Increase	Decrease
Discount Rate (-/+0.5%) .....	(0.50)	0.55	(0.47)	0.52
Salary Growth Rate (+/-0.5%) .....	0.29	(0.28)	0.30	(0.28)
Withdrawal Rate (-/+ 5%) .....	(2.23)	-	(1.96)	-
Gold Inflation Rate (+/- 5%) .....	0.07	(0.07)	0.07	(0.07)
Medical Inflation Rate (+/- 5%) .....	0.16	(0.14)	0.13	(0.11)
MortalityRate (+/- 5%) .....	0.05	(0.05)	0.04	(0.04)

**vi. The expected maturity analysis of defined benefit obligations**

Time Period	31 <sup>st</sup> March, 2024 ₹crores		31 <sup>st</sup> March, 2023 ₹crores	
Within 1 year .....		1.24		0.38
Between 1-2 years .....		0.69		0.39
Between 2-3 years .....		0.73		0.76
Between 3-4 years .....		0.58		0.78
Between 4-5 years .....		0.65		0.64
Beyond 5 years .....		5.84		4.82
<b>Particulars</b>		<b>31<sup>st</sup> March, 2024</b>		<b>31<sup>st</sup> March, 2023</b>
The weighted average duration of the Post Retirement Medical Benefit represents average duration for active members		17 years		17 years

**17. Deferred Tax Assets / Liabilities (Net)****Accounting Policy****Deferred Tax**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

For operations carried out under tax holiday period (80IA benefits of Income Tax Act, 1961), deferred tax assets or liabilities, if any, have been established for the tax consequences of those temporary differences between the carrying values of assets and liabilities and their respective tax bases that reverse after the tax holiday ends.

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

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authority and the relevant entity intends to settle its current tax assets and liabilities on a net basis.

Deferred tax assets include credit for Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with the asset will be realised. The Company reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent that it is no longer probable that it will pay normal tax during the specified period.

In the situations where one or more units of the Company are entitled to a tax holiday under the tax law, no deferred tax (asset or liability) is recognized in respect of temporary differences which reverse during the tax holiday period, to the extent the concerned unit's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of temporary differences which reverse after the tax holiday period is recognized in the year in which the temporary differences originate. However, the Company restricts recognition of deferred tax assets to the extent it is probable that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the temporary differences which originate first are considered to reverse first.

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 judgement 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.

Minimum alternate tax (MAT) paid in a year is charged to the statement of profit and loss as current tax for the year. The deferred tax asset is recognised for MAT credit available only to the extent that it is probable that the Company will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Company recognizes MAT credit as an asset, it is created by way of credit to the statement of profit and loss and shown as part of deferred tax asset. The Company reviews the "MAT credit entitlement" asset at each reporting date.

	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores
Deferred Tax Liabilities (Net) .....	443.41	443.01
Less: MAT Credit entitlement .....	585.07	511.51
<b>Deferred Tax Assets (Net) .....</b>	<b>141.66</b>	<b>68.50</b>

**For Year ended 31<sup>st</sup> March, 2024**
**₹ Crores**

Particulars	Opening Balance	Recognised in profit or loss	Recognised in Other Comprehensive income	Closing balance
<b>MAT credit</b> .....	<b>511.51</b>	73.56	-	<b>585.07</b>
<b>Deferred Tax Assets in relation to:</b>				
Payments outstanding of MSME .....	-	7.50	-	<b>7.50</b>
Provision for compensated absences .....	<b>1.06</b>	(0.01)	-	<b>1.05</b>
Interest Accrued But not due on borrowings .....	<b>4.50</b>	(1.41)	-	<b>3.09</b>
	<b>5.56</b>	<b>6.08</b>	-	<b>11.64</b>
<b>Deferred Tax Liabilities in relation to:</b>				
Difference in WDV of PPE between books of..... accounts and for tax purpose	<b>(446.38)</b>	(7.85)	-	<b>(454.23)</b>
Effective interest rate adjustment on Borrowings .....	<b>(2.19)</b>	1.37	-	<b>(0.82)</b>
	<b>(448.57)</b>	<b>(6.48)</b>	-	<b>(455.05)</b>
<b>Net Deferred Tax Assets</b> .....	<b>68.50</b>	<b>73.16</b>	-	<b>141.66</b>

**For Year ended 31<sup>st</sup> March, 2023**
**₹ Crores**

Particulars	Opening Balance	Recognised in profit or loss	Recognised in Other Comprehensive income	Closing balance
<b>MAT credit</b> .....	<b>463.23</b>	48.28	-	<b>511.51</b>
<b>Deferred Tax Assets in relation to:</b>				
Investments .....	<b>0.04</b>	(0.04)	-	-
Provision for compensated absences .....	<b>1.66</b>	(0.60)	-	<b>1.06</b>
Interest Accrued But not due on borrowings .....	-	4.50	-	<b>4.50</b>
	<b>1.70</b>	<b>3.86</b>	-	<b>5.56</b>
<b>Deferred Tax Liabilities in relation to:</b>				
Difference in WDV of PPE between books of..... accounts and for tax purpose	<b>(427.63)</b>	(18.75)	-	<b>(446.38)</b>
Effective interest rate adjustment on Borrowings .....	<b>(1.69)</b>	(0.50)	-	<b>(2.19)</b>
	<b>(429.32)</b>	<b>(19.25)</b>	-	<b>(448.57)</b>
<b>Net Deferred Tax Assets</b> .....	<b>35.61</b>	<b>32.89</b>	-	<b>68.50</b>

**Note:**

- Deferred tax assets and liabilities are being offset as they relate to taxes on income levied by the same governing taxation laws.
- The Company is entitled for availing the tax benefit under section 80IA of the Income-tax Act, 1961, with effect from the financial year 2016-17 for 10 years. Deferred tax liabilities as at 31 March, 2024, reflect the quantum of tax liabilities accrued upto the period end but payable after the expiry of the tax holiday period.
- The Company has recognised MAT credit of ₹ 585.07 crores as at March 31, 2024 (as at March 31, 2023: ₹ 511.51 crores). Basis the existing tax laws and the projections of future profitability considering definitive Power purchase agreements which are completely tied up with the plant capacity, management is confident of earning taxable profits each year and will be able to utilise the entire amount of MAT credit entitlement recognised in the financial Statement.



**Trade Payables Ageing schedule as at 31<sup>st</sup> March , 2024**

₹ Crores

Particulars	Unbilled Dues	Outstanding for following periods from due date of payment					Total
		Not Due	Less than 1 Year	1-2 Years	2-3 years	More than 3 years	
<b>Undisputed Trade Payables</b>							
a) MSE	-	12.51	15.81	3.34	0.33	-	<b>31.99</b>
b) Others	23.20	37.25	222.98	10.25	13.89	10.47	<b>294.84</b>

# Where due date of payment is not available date of transaction has been considered

**Trade Payables Ageing schedule as at 31<sup>st</sup> March , 2023**

₹ Crores

Particulars	Unbilled Dues	Outstanding for following periods from due date of payment					Total
		Not Due	Less than 1 Year	1-2 Years	2-3 years	More than 3 years	
<b>Undisputed Trade Payables</b>							
a) MSE	-	5.37	15.64	0.35	0.06	-	<b>21.42</b>
b) Others	17.89	44.93	149.62	15.85	9.40	2.61	<b>222.41</b>

# Where due date of payment is not available date of transaction has been considered

Note : There are no disputed Trade Payables as on 31st march 2024 and 31st march 2023.

**MSE Disclosure**
**Micro and small enterprises under the Micro, Small and Medium Enterprises Development Act, 2006:**

The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year

(a) Principal amount remaining unpaid .....	31.99	21.42
(b) Interest* due thereon .....	0.04	-
(c) The amount of Interest* paid along with the amounts of the payment made to the supplier beyond the appointed day .....	-	-
(d) The amount of Interest* due and payable for the year .....	-	-
(e) The amount of Interest* accrued and remaining unpaid .....	0.04	-
(f) The amount of further interest* due and payable even in the succeeding years, until such date when the interest* dues as above are actually paid .....	-	-

	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores
	31.99	21.42
	0.04	-
	-	-
	-	-
	0.04	-
	-	-
	<b>32.03</b>	<b>21.42</b>

\* Amounts unpaid to Micro and Small Enterprises vendors on account of retention money have not been considered for the purpose of interest calculation, based on legal opinion obtained by the management

**20. Revenue from Operations****Accounting Policy****Revenue recognition**

Revenue from contracts with customers is recognised when control of the goods or services are transferred to customers for a consideration that the Company expects to be entitled in exchange for those goods & services as per terms of relevant contracts and orders of applicable regulatory authorities.

**Description of performance obligations are as follows :****Sale of Power - Generation (Thermal)**

Revenue from sale of power is recognised net of cash discount over time for each unit of electricity delivered.

**Contract price determined as per tariff regulations**

The Company as per the prevalent tariff regulations is required to recover its Annual Revenue Requirement ('ARR') comprising of expenditure on account of fuel cost, operations and maintenance expenses, financing costs, taxes and assured return on regulator approved equity with incentive for operational efficiencies. Accordingly, rate per unit of power supplied is determined using cost of inputs for generation of power based on the Company's efforts to the satisfaction of a performance obligation to deliver power. As per tariff regulations, the Company determines ARR and any surplus/shortfall in recovery of the same is accounted as revenue.

The difference between the revenue recognised and amount invoiced has been presented as deferred revenue/unbilled revenue.

**Deferred tax recoverable/payable**

The Income tax cost is pass through cost and accordingly the Company recognises Deferred tax recoverable/payable against any Deferred tax expense/ income. The same is included in Revenue from Operations.

**Late Payment Surcharge**

Late payment surcharge leviable as per CERC Regulations are recognised on accrual basis when the company considers that its realisation is probable based on customers acknowledgement or orders issued by relevant regulatory authorities.

No Late Payment Surcharge ('LPS') is charged for the initial 45 to 60 days from the date of receipt of invoice by customer. Thereafter, LPS is charged at the rate prescribed by CERC Regulations on the outstanding balance once the dues are received. Revenue in respect of late payment surcharge leviable as per the relevant contracts are recognised on actual realisation or accrued based on an assessment of certainty of realization supported by either an acknowledgement from customers or on receipt of favourable order from regulatory authorities.

**Dividend and interest income**

Dividend income from investments is recognized when the shareholder's right to receive payment has been established.

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected or contracted life of the financial asset to that asset's net carrying amount on initial recognition.

## 20. Revenue from Operations (Continue)

	For Year ended 31 <sup>st</sup> March, 2024 ₹crores	For Year ended 31 <sup>st</sup> March, 2023 ₹crores
(a) Revenue from Power Operations .....	3,431.53	3,108.70
Less: Cash Discount .....	(55.77)	(58.39)
	<b>3,375.76</b>	<b>3,050.31</b>
Less: Income to be adjusted in future tariff determination (Net)	(16.24)	(23.16)
	<b>3,359.52</b>	<b>3,027.15</b>
(b) Other Operating Revenue		
Rental of Buildings .....	0.05	0.03
Sale of Fly Ash .....	0.75	0.77
	<b>0.80</b>	<b>0.80</b>
	<b>3,360.32</b>	<b>3,027.95</b>

## Note:-

- Tariff to be charged under terms of Long term power supply agreements are determined by Central Electricity Regulatory Commission (CERC) in accordance with its notified tariff regulations or norms. The tariff consists of two parts namely, capacity charge (for recovery of fixed cost based on plant availability) and energy charges (for recovery of fuel costs). The Company has received true-up order for the control period 2014-19 and also the Tariff order for the control period 2019-24, issued by CERC on January 8, 2022. Further, the tariff order for 2019-24 has considered a provisional significant cost element that has hitherto not been considered in tariff order till date and also in the true-up order for 2014-19, in respect of which the Company has filed review petition with the relevant appellate authority, and has recognised revenue as per the tariff order, on a conservative basis. Further adjustments could arise upon disposal of company's review petition.
- Pursuant to order of the Hon'ble Central Electricity Regulatory Commission (CERC), the Company had entered into a Memorandum of Understanding on May 26, 2023 (MoU) with a customer for resolution of disputes towards supply of electricity in earlier years. As per the terms of the MoU, the Company has received an amount of ₹48.22 Cr towards full and final settlement of such disputes. The Hon'ble CERC had approved the said MOU. Accordingly, the amount of ₹48.22 Cr has been recognized as revenue from operations during the year.
- Pursuant to order of the Hon'ble CERC in respect of petition filed by the Company seeking clarification on the compensation methodology as notified in the Central Electricity Regulatory Commission (Indian Electricity Grid Code) (Fourth Amendment) Regulations, 2016, the Eastern Regional Power Committee (ERPC) on May 10, 2023 issued Beneficiary-wise Compensation statements on account of degradation of heat rate and auxiliary consumption due to part load operation for the period April 2019 to March 2022. Accordingly, the amount of ₹53.65 Cr has been received and recognized as revenue from operations during the year.

## 21. Other Income

## (a) Interest Income

## On Financial Assets held at amortised cost

	For Year ended 31 <sup>st</sup> March, 2024 ₹crores	For Year ended 31 <sup>st</sup> March, 2023 ₹crores
Interest on Banks Deposits .....	12.09	4.01
Interest on loan to related party ( Refer Note 31).....	3.35	11.06
Other Interest .....	0.01	0.01
	<b>15.45</b>	<b>15.08</b>

## (b) Gain on Investments

Gain on sale/fair valuation of Current Investments measured at FVTPL

	2.16	3.56
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## (c) Other Non Operating Income

Gain/(Loss) on Disposal of Property, Plant and Equipment (Net) .....	(7.12)	(3.95)
Miscellaneous Income (Refer note below) .....	4.64	34.98
	<b>(2.48)</b>	<b>31.03</b>
	<b>15.13</b>	<b>49.67</b>

Note:- Pursuant to order of the Hon'ble Central Electricity Regulatory Authority, New Delhi, the Company has entered into a Memorandum of Understanding on March 31, 2023 (MoU) with a former customer for resolution of disputes towards supply of electricity. As per the terms of the MoU, the Company had received an amount of ₹13.72 Cr towards full and final settlement of such disputes. Accordingly, provision of ₹14.32 Cr towards claims received from the said party and provision for doubtful receivable of ₹13.72 Cr recognised in prior years have been reversed and recognised as miscellaneous income during the previous year.

**22. Employee Benefits Expenses**

	For Year ended 31 <sup>st</sup> March, 2024 ₹crores	For Year ended 31 <sup>st</sup> March, 2023 ₹crores
Salaries and Wages .....	41.37	41.40
Contribution to Provident Fund .....	1.44	1.35
Contribution to Superannuation Fund .....	0.48	0.42
Retiring Gratuities .....	1.02	0.84
Employees Stock Option Expenses .....	0.10	-
Leave Encashment Scheme .....	1.29	0.71
Pension Scheme .....	0.84	0.75
Staff Welfare Expenses .....	8.74	7.14
	<b>55.28</b>	<b>52.61</b>
Less: Employee Cost Capitalised .....	3.41	4.16
	<b>51.87</b>	<b>48.45</b>

**Accounting Policy****Share Based Payments**

The Tata Power Company Limited ("Holding Company") has granted employee stock options to eligible employees of the Company. As per the Scheme, on fulfilling of the vesting condition the Holding Company will issue its equity shares to the eligible employees of the Company.

The cost of equity-settled transactions is determined by the fair value of holding company's share at the date of grant. That cost is recognised on straight line basis over the period during which vesting conditions are met by concerned employee and the Company. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the companies best estimate of the number of equity instruments that will ultimately vest. The expense or credit in the statement of profit and loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the companies best estimate of the number of equity instruments that will ultimately vest. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the grant date fair value of the unmodified award, provided the original vesting terms of the award are met. An additional expense, measured as at the date of modification, is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

**Equity-settled share option plan****The Tata Power Company Limited – Employee Stock Option Plan 2023**

During the year, the shareholders of the Holding Company approved 'The Tata Power Company Limited – Employee Stock Option Plan 2023' ('ESOP 2023' / 'Plan'). During this year, the Holding Company has granted employee stock options to the eligible employees of the Holding and its subsidiaries, including employees of the Company at an exercise price of ₹ 249.80 (Rupees Two Hundred Forty Nine and Eighty Paise) per option exercisable into equivalent equity shares of ₹ 1 each subject to fulfilment of vesting conditions.

The expense recognised for employee services received during the year is shown in the following table:

	For the year ended 31 <sup>st</sup> March, 2024 ₹crores	For the year ended 31 <sup>st</sup> March, 2023 ₹crores
Expense arising from equity-settled share-based payment transactions .....	0.10	Nil
<b>Total expense arising from share-based payment transactions</b>		
<b>Movements during the year</b>		
Option exercisable at the beginning of the year .....	Nil	Nil
Granted during the year .....	71630.00	Nil
Forfeited/Expired during the year .....	Nil	Nil
Exercised during the year .....	Nil	Nil
Expired during the year .....	Nil	Nil
Option exercisable at the end of the year .....	71,630.00	Nil
Share price for options exercised during the year .....	Not applicable	Nil
Remaining contractual life .....	2.58 Years	Nil
The holding company has estimated fair value of options using Black Scholes model. The following assumptions were used for calculation of fair value of options granted.		
Assumption factor		
Dividend Yield (%) .....	0.70%	Nil
Risk free interest rate (%) .....	7.21%	Nil
Expected life of share option (Years) .....	3 - 5 Years	Nil
Expected volatility (%) .....	39.81%	Nil
Weighted Average Share price .....	249.80	Nil
Weighted Average Fair Value at the measurement date .....	97.75	Nil

The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may not necessarily be the actual outcome.

### 23. Depreciation and Amortisation expenses:

	For the year ended 31 <sup>st</sup> March, 2024 ₹crores	For the year ended 31 <sup>st</sup> March, 2023 ₹crores
Depreciation on Property, Plant & Equipment (Refer Note 5.7) .....	278.66	281.55
Depreciation on Right of use Assets (Refer Note 8) .....	18.44	5.12
Amortisation on Intangible Assets (Refer Note 7) .....	0.07	0.16
	<b>297.30</b>	<b>286.83</b>

**24. Finance Costs****Accounting Policy**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognized in statement of profit and loss in the period in which they are incurred. (also refer note 3.4.2)

**(a) Interest Expense:**

	For the year ended 31 <sup>st</sup> March, 2024 ₹crores	For the year ended 31 <sup>st</sup> March, 2023 ₹crores
<b>Borrowings</b>		
Interest on Debentures .....	54.76	75.81
Interest on Loans from banks .....	79.10	54.30
Interest on Commercial Paper .....	3.37	-
<b>Others</b>		
Interest on Lease Liability - At Amortised cost .....	0.67	0.25
	<b>137.90</b>	<b>130.36</b>
Less: Interest Capitalised .....	28.10	12.51
	<b>109.80</b>	<b>117.85</b>
<b>(b) Other Borrowing Cost:</b>		
Other Finance Costs .....	2.14	1.63
	<b>111.94</b>	<b>119.48</b>

**25. Other Expenses**

	For the year ended 31 <sup>st</sup> March, 2024 ₹crores	For the year ended 31 <sup>st</sup> March, 2023 ₹crores
Consumption of Stores, Oil, etc. ....	10.21	14.43
Rental of Land, Buildings etc. ....	0.57	0.11
Repairs and Maintenance -		
(i) To Buildings and Civil Works .....	3.79	3.32
(ii) To Machinery and Hydraulic Works .....	95.70	100.43
(iii) To Furniture, Vehicles, etc. ....	2.12	3.78
Water Charges & Others Taxes .....	25.44	22.46
Insurance .....	9.34	9.82
Ash Disposal Expenses .....	59.46	43.98
Travelling and Conveyance Expenses .....	1.99	1.60
Auditor's Remuneration (Refer - i) .....	0.51	0.50
Engineering and consulting services .....	85.89	79.84
Security Expenses .....	10.40	10.57
Corporate Social Responsibility Expenses (Refer - ii) .....	6.55	7.04
Miscellaneous Expenses .....	8.99	10.36
	<b>320.96</b>	<b>308.24</b>

	For the year ended 31 <sup>st</sup> March, 2024 ₹crores	For the year ended 31 <sup>st</sup> March, 2023 ₹crores
<b>(i) Payment to the Auditors</b>		
Audit Fee & Limited Review .....	0.37	0.37
Tax Audit Fees .....	0.02	0.02
Other Services ( Certification Fees ) .....	0.07	0.04
Reimbursement of Expenses .....	0.05	0.07
	<b>0.51</b>	<b>0.50</b>
<b>(ii) Corporate Social Responsibility Expenses</b>		
(a) Amount required to be spent as per Sec 135 of the Companies Act 2013 :	6.55	7.04
(b) Amount spent during the year:		
i. Construction/acquisition of any asset .....	-	-
ii. On purposes other than (i) above .....	6.55	7.04
	<b>6.55</b>	<b>7.04</b>
(c) Details related to spent / unspent obligations:		
i. Contribution to Charitable Trust .....	6.13	3.46
ii. Unspent amount in relation to:		
-Ongoing project .....	-	2.88
-Other than ongoing project .....	-	-
(d) Details of ongoing project and other than ongoing project .....	-	-
Ongoing Project as per Sec 135(6) of the Companies Act 2013:		

	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores
Opening Balance		
With Company		-
In Separate CSR Unspent A/c	2.88	2.15

Amount required to be spent during the year	-	5.55
---	---	------

Amount spent during the year		
From Company's bank A/c	-	2.67
In Separate CSR Unspent A/c	2.78	2.15

Closing Balance		
With Company	-	-
In Separate CSR Unspent A/c	0.10	2.88

Other than ongoing Project as per Sec 135(5) of the Companies Act 2013:

Opening Balance	-	-
Amount deposited in Specified Fund of Sch. VII within 6 months	-	-
Amount required to be spent during the year	6.22	1.14
Amount spent during the year	6.22	1.14
Closing Balance	-	-

(e) Amount spent on administrative overhead	0.33	0.35
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## 26. Income taxes

**Accounting Policy****Current Tax**

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside statement of profit and loss is recognised outside statement of profit and loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

	For the year ended 31 <sup>st</sup> March, 2024 ₹crores	For the year ended 31 <sup>st</sup> March, 2023 ₹crores
<b>(i) Income tax recognised in profit and loss</b>		
<b>Current tax</b>		
For the year .....	79.61	64.63
In respect of earlier years .....	0.48	-
<b>Current Tax (Including adjustment of tax relating to earlier year) .....</b>	<b>80.09</b>	<b>64.63</b>
Deferred tax .....	0.40	15.39
MAT Credit Entitlements .....	(73.56)	(48.28)
<b>Deferred Tax (Net) .....</b>	<b>(73.16)</b>	<b>(32.89)</b>
<b>Income tax expense reported in the Statement of Profit and Loss .....</b>	<b>6.93</b>	<b>31.74</b>

**(ii) Reconciliation of tax expense as per the effective rate of tax and India's statutory rate of tax**

	For the year ended 31 <sup>st</sup> March, 2024 ₹crores	For the year ended 31 <sup>st</sup> March, 2023 ₹crores
<b>Profit before tax .....</b>	<b>455.63</b>	<b>370.94</b>
Applicable income tax rate .....	34.94%	34.94%
Income tax expense calculated at applicable rate .....	159.22	129.62
Temporary difference reversed during tax holiday period .....	45.68	40.18
On account of 80IA benefits .....	(192.02)	(146.64)
Other Adjustments .....	(5.95)	8.58
<b>Total income tax expense .....</b>	<b>6.93</b>	<b>31.74</b>

- The tax rate used for the financial years 2023-24 and 2022-23 reconciliations above is the corporate tax rate of 34.94% and 34.94% respectively payable by the corporate entities in India on taxable profits under the Indian tax law.
- The rate used for calculation of deferred tax is @34.94% for FY 2023-24 & for FY 2022-23 being statutory enacted rates at respective Balance Sheet Dates.

**(iii) Income tax recognised in other comprehensive income**

	For the year ended 31 <sup>st</sup> March, 2024 ₹crores	For the year ended 31 <sup>st</sup> March, 2023 ₹crores
Arising on income and expenses reclassified in other comprehensive income:		
Remeasurement of the defined benefit plan .....	(1.28)	(1.00)
<b>Total income tax expense recognised in other comprehensive income .....</b>	<b>(1.28)</b>	<b>(1.00)</b>
Bifurcation of the income tax recognised in other comprehensive income into:		
- Items that will not be reclassified to profit or loss .....	0.22	0.18
	<b>0.22</b>	<b>0.18</b>

**27. Commitments**

	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores
Estimated amount of contracts remaining to be executed on capital account and not provided for .....	98.33	70.63

**28. Contingent liabilities**

- (a) Claims against the Company not acknowledged as debts towards demands raised by the Office of the Zonal Jt. Director General Trade for revocation of grant of deemed export benefits which has been disputed by the Company ₹ 36.41 crores (31 March, 2023 : ₹ 36.41 crores).
- (b) Demand in respect of lease rent for certain parcels of land as referred in note 5.8
- (c) The Code on Social Security 2020 has been notified in the Official Gazette on 29<sup>th</sup> September, 2020. The effective date from which the changes are applicable is yet to be notified and the rules are yet to be framed. Impact if any of the change will be assessed and accounted in the period in which said Code becomes effective and the rules framed there under are notified.

**29. Earnings per share (EPS)**
**Accounting Policy**

Basic earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. The average market value of the outstanding equity shares). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

	For the year ended 31 <sup>st</sup> March, 2024 ₹ crores	For the year ended 31 <sup>st</sup> March, 2023 ₹ crores
Basic and diluted earnings per share (face value of ₹ 10/- each) .....	2.97	2.25

The earnings and weighted average number of equity shares used in the calculation of basic and diluted earnings per share are as follows:

	For the year ended 31 <sup>st</sup> March, 2024 ₹ crores	For the year ended 31 <sup>st</sup> March, 2023 ₹ crores
<b>Profit After Tax</b> .....	448.70	339.20
The weighted average number of equity shares for Basic and Diluted EPS [nos.] .....	1,508,917,729	1,508,917,729

**Note:**

There have been no other transactions involving Equity Shares or Potential Equity Shares between the Reporting date and the date of authorisation of these financial statements.

**30. Related Party Transactions****a. List of related parties****i. Controlling Entity (CE)**

The Tata Power Company Limited (TPCL) (Holding Company)

**ii. Entity exercising significant influence (SI)**

Damodar Valley Corporation (DVC)

**iii. Subsidiaries and Jointly Controlled Entities of Promoter or Ultimate promoter - Promoter Group**

(With whom the Company has entered transaction during the year or having outstanding balances at the year-end)

Tata Power Trading Company Limited (TPTCL)

Tata Power Delhi Distribution Limited (TPDDL)

Tata Power Renewable Energy Limited (TPREL)

Tata Power Solar System Ltd (TPSSL)

TP Solapur Limited (TPSL)

Tata Steel Ltd. (TSL)

Voltas Limited (VL)

Tata Aig General Insurance Co. Ltd (TAGICL)

Tata Capital Financial Services Limited (TCFSL)

Tata Consultancy Services Ltd (TCS)

**iv. Directors & Key Managerial Personnel****Directors**

Anandakumar Prabhakaran (Non Executive Director) (Till 22<sup>nd</sup> June 2022)

Krishna Dutt (Independent Director) (Till 19<sup>th</sup> March 2023)

P R Ravi Mohan (Independent Director) (w.e.f. 20<sup>th</sup> March 2023)

Narendra Nath Misra (Independent Director) (w.e.f. 20<sup>th</sup> March 2023)

Nita Jha (Independent Director) (w.e.f. 20<sup>th</sup> March 2023)

Ashok Sinha (Independent Director) (Till 22<sup>nd</sup> March 2023)

Rita Sinha (Independent Director) (Till 22<sup>nd</sup> March 2023)

Ramesh Narayan (Non Executive Director) (Till 22<sup>nd</sup> March 2023)

Abhijit Basu (Non Executive Director) (Till 22<sup>nd</sup> March 2023)

Vijay Namjoshi (Chairman) (Till 7<sup>th</sup> November 2023)

Ashish Khanna (Chairman) (w.e.f. 8<sup>th</sup> November 2023)

Amarjit Chopra (Independent Director)

Joydeep Mukherjee (Non Executive Director)

**Key Managerial Personnel**

Vijayant Ranjan (Chief Executive Officer)

Kajal Kumar Singh (Chief Financial Officer)

Mona Purandare (Company Secretary)

**30. Related Party Transactions (Continue)**

b. Transactions/balances outstanding with related parties

 i) Transactions for the year ended 31<sup>st</sup> March, 2024

₹ Crores

Particulars	CE	SI	Fellow Subsidiaries (FS)					Subsidiaries and Jointly Controlled Entities of Promoter or Ultimate promoter - Promoter Group					KMP & Directors	Total
	TPCL	DVC	TPTCL	TPREL	TPSL	TPSSL	TCS	TPDDL	TSL	VL	TAGICL	TCFSL		
Revenue from power supply	-	504.21	1,914.90	-	-	-	-	48.22	-	-	-	-	-	2,467.33
	-	(457.74)	(1,806.46)	-	-	-	-	-	-	-	-	-	-	(2,264.20)
Cash discount on power sales	-	-	42.25	-	-	-	-	-	-	-	-	-	-	42.25
	-	-	(38.26)	-	-	-	-	-	-	-	-	-	-	(38.26)
Reimbursement of RRAS/SCED/Others refund by the company	-	0.01	0.10	-	-	-	-	-	-	-	-	-	-	0.11
	-	(0.30)	(1.91)	-	-	-	-	-	-	-	-	-	-	(2.21)
Interest income/Other Income	3.35	-	-	-	-	-	-	-	-	-	-	-	-	3.35
	(7.76)	-	-	(2.19)	(1.11)	-	-	-	-	-	-	-	-	(11.06)
Electricity Charges	-	0.44	-	-	-	-	-	-	-	-	-	-	-	0.44
	-	(0.37)	-	-	-	-	-	-	-	-	-	-	-	(0.37)
Water charges	-	25.62	-	-	-	-	-	-	-	-	-	-	-	25.62
	-	(22.51)	-	-	-	-	-	-	-	-	-	-	-	(22.51)
Rent and hire charges	-	2.28	-	-	-	-	-	-	-	-	-	-	-	2.28
	-	(0.19)	-	-	-	-	-	-	-	-	-	-	-	(0.19)
Cost of Services Procured	78.27	-	-	-	-	-	-	-	-	-	-	-	-	78.43
	(73.20)	-	-	-	-	-	-	-	-	-	-	-	-	(73.32)
Loan Novated [From]/To	-	-	-	-	-	-	-	-	-	-	-	-	-	-
	(300.34)	-	-	(222.70)	(77.64)	-	-	-	-	-	-	-	-	(600.68)
Loan Given	150.00	-	-	-	-	-	-	-	-	-	-	-	-	150.00
	(450.00)	-	-	-	-	-	-	-	-	-	-	-	-	(450.00)
Loan Repaid	150.00	-	-	-	-	-	-	-	-	-	-	-	-	150.00
	(599.66)	-	-	(222.70)	(77.64)	-	-	-	-	-	-	-	-	(900.00)
Reimbursement of expenses to the Company	-	0.29	37.65	-	-	-	-	-	-	-	-	-	-	37.94
	-	(0.17)	(0.65)	-	-	-	-	-	-	-	-	-	-	(0.82)
Reimbursement of expenses by the Company	2.98	-	-	-	-	-	-	-	-	-	-	-	-	2.98
	(3.16)	-	-	-	-	-	-	-	-	-	-	-	-	(3.16)
Service received related to CWIP	3.68	-	-	-	-	-	-	-	-	-	-	-	-	3.68
	(5.38)	-	-	-	-	-	-	-	-	-	-	-	-	(5.38)
<b>KMP Remuneration - Short term employee benefits</b>														
Mr Vijayant Ranjan	-	-	-	-	-	-	-	-	-	-	-	-	-	1.97
	-	-	-	-	-	-	-	-	-	-	-	-	-	(1.74)
Mr Kajal Kumar Singh	-	-	-	-	-	-	-	-	-	-	-	-	-	0.48
	-	-	-	-	-	-	-	-	-	-	-	-	-	(0.42)
Ms Mona Himanshu Purandare	-	-	-	-	-	-	-	-	-	-	-	-	-	0.37
	-	-	-	-	-	-	-	-	-	-	-	-	-	(0.33)
Director's sitting fees	-	-	-	-	-	-	-	-	-	-	-	-	-	0.33
	-	-	-	-	-	-	-	-	-	-	-	-	-	(0.28)
O&M-Insurance Services/Material procurement & Others	-	-	-	-	-	-	-	0.33	1.26	-	-	-	-	1.59
	-	-	-	-	-	-	(20.16)	(0.75)	(2.01)	(0.75)	-	-	-	(23.67)
Lease services	-	-	-	-	-	-	-	-	-	-	-	0.30	-	0.30
	-	-	-	-	-	-	-	-	-	-	-	(0.23)	-	(0.23)
Dividend Paid	185.00	65.00	-	-	-	-	-	-	-	-	-	-	-	250.00
	(466.20)	(163.80)	-	-	-	-	-	-	-	-	-	-	-	(630.00)
ESOP expense reimbursement by the Company	0.10	-	-	-	-	-	-	-	-	-	-	-	-	0.10
	-	-	-	-	-	-	-	-	-	-	-	-	-	-

 Figures in brackets stated pertain to the year ended 31<sup>st</sup> March, 2023.

## 30. Related Party Transactions (Continue)

ii) Balances outstanding as at 31<sup>st</sup> March, 2024

₹ Crores

Particulars	CE	SI	Fellow Subsidiaries (FS)				Subsidiaries and Jointly Controlled Entities of Promoter or Ultimate promoter - Promoter Group						KMP & Directors	Total
	TPCL	DVC	TPTCL	TPREL	TPSL	TPSSL	TCS	TPDDL	TSL	VL	TAGICL	TCFSL		
<b>Trade receivables</b>														
As at 31st March, 2024	-	<b>42.48</b>	<b>152.33</b>	-	-	-	-	-	-	-	-	-	-	<b>194.81</b>
As at 31st March, 2023	-	(26.14)	(77.16)	-	-	-	-	-	-	-	-	-	-	(103.30)
<b>Other receivables</b>														
As at 31st March, 2024							<b>0.02</b>							<b>0.06</b>
As at 31st March, 2023	-	(1.70)	-	(0.03)	-	-	(0.02)	-	-	-	-	(0.00)	-	(1.76)
<b>Unbilled revenue</b>														
As at 31st March, 2024		<b>43.52</b>	<b>9.93</b>	-	-	-	-	-	-	-	-	-	-	<b>53.45</b>
As at 31st March, 2023	-	(40.53)	(3.44)	-	-	-	-	-	-	-	-	-	-	(43.97)
<b>Security deposits</b>														
As at 31st March, 2024		<b>0.59</b>	-	-	-	-	-	-	-	-	-	-	-	<b>0.59</b>
As at 31st March, 2023	-	(0.28)	-	-	-	-	-	-	-	-	-	-	-	(0.28)
<b>Trade payables</b>														
As at 31st March, 2024	<b>8.82</b>	<b>0.38</b>	-	-	-	-	-	-	-	-	-	-	-	<b>9.22</b>
As at 31st March, 2023	(8.47)	(2.30)	-	-	-	-	-	-	-	-	-	-	-	(10.77)
<b>Other payables</b>														
As at 31st March, 2024	-	-	-	-	-	-	-	-	-	<b>0.01</b>	<b>0.02</b>	-	-	<b>0.16</b>
As at 31st March, 2023	-	-	-	-	-	(0.22)	-	-	-	(0.01)	(0.01)	-	-	(0.37)
<b>Letter of credit (LC)</b>														
As at 31st March, 2024	-	<b>39.61</b>	<b>154.72</b>	-	-	-	-	-	-	-	-	-	-	<b>194.33</b>
As at 31st March, 2023	-	(37.07)	(148.78)	-	-	-	-	-	-	-	-	-	-	(185.85)

**Notes:**

- (i) Figures in brackets stated pertain to the year ended 31<sup>st</sup> March, 2023.
- (i) Trade Receivable & Unbilled Revenue are secured to the extent of outstanding LC amount and remaining balance are unsecured.
- (ii) All transactions with the related parties have been done at arms length.
- (iv) Key Managerial Personnel are entitled to post-employment benefits and other long term employee benefits recognised as per Ind AS 19 - 'Employee Benefits' in the financial statements. As these employee benefits are lump sum amounts provided on the basis of actuarial valuation, the same is included above on payment basis.

**31. Financial Ratios**

SI No	Ratios	Numerator	Denominator	As at 31 <sup>st</sup> March, 2024	As at 31 <sup>st</sup> March, 2023	% of Variance	Reason for Variance in excess of 25 %
a)	Current Ratio	Current Assets	Current Liabilities	1.02	0.82	25.00	Due to increase in trade receivables and investment under current assests
b)	Debt-equity ratio	Total Debt	Shareholders Equity	0.68	0.78	-12.66	
c)	Debt service coverage ratio	Earnings for debt service= Net Profit After Tax + Non-cash operating expenses	Debt Service = Interest & Lease Payments + Principal Repayments	1.69	1.63	3.54	
d)	Return on equity ratio	Net Profits after taxes - Interest on Perpetual securities	Average Shareholder's Equity	19.61	14.53	35.00	Due to increase in Net profit after tax
e)	Inventory turnover ratio	Cost of goods sold	Average Inventories	9.72	10.88	-10.63	
f)	Trade receivables turnover ratio	Net credit sales = Gross credit sales - sales return	Average Trade Receivables	9.59	21.40	-55.20	Due to increase in Trade receivables
g)	Trade payables turnover ratio	Net credit purchase = Gross credit purchase - purchase return	Average Trade Payables	8.59	11.63	-26.12	Due to Increase in Trade payables
h)	Net capital turnover ratio	Net sales = Total sales - sales return	Working capital = Current assets - Current liabilities	150.20	-17.99	-934.76	Due to increase in Working Capital.
i)	Net profit ratio	Net Profit	Net sales = Total sales - sales return	13.32	11.18	19.21	
j)	Return on capital employed	Earnings before interest and taxes	Capital Employed = Tangible Net worth + Total Debt + Deferred Tax Liability	13.81	12.00	15.15	
k)	Return on investment	Interest income + Dividend income + Gain on fair value of current investment at FVTPL	Average (Investment + Fixed deposit + Loans Given)	0.12	0.05	117.40	Due to maturity of investments,

**32. Financial Instruments**

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments. The details of material accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in the financial statements.

### 32.1 Financial assets and liabilities

The carrying value and fair value of financial instruments by categories as of 31<sup>st</sup> March, 2024 is as follows:

₹ Crores

Particulars	Fair Value through P&L	Fair Value through OCI	Amortised Cost	Total Carrying value	Total Fair Value
<b>Assets</b>					
Cash and Cash Equivalents .....	-	-	21.15	21.15	21.15
Trade Receivables .....	-	-	451.96	451.96	451.96
Investments .....	105.82	-	-	105.82	105.82
Unbilled Revenues .....	-	-	70.76	70.76	70.76
Loans .....	-	-	0.13	0.13	0.13
Other financial Assets .....	-	-	10.75	10.75	10.75
<b>Total .....</b>	<b>105.82</b>	<b>-</b>	<b>554.75</b>	<b>660.57</b>	<b>660.57</b>
<b>Liabilities:</b>					
Trade Payables .....	-	-	326.83	326.83	326.83
Fixed Rate Borrowings (Includes Current Maturities) .....	-	-	459.20	459.20	459.20
Floating Rate Borrowings (Includes Current Maturities) .....	-	-	870.34	870.34	870.34
Short term borrowings- Letter of credit .....	-	-	22.55	22.55	22.55
Lease Liability .....	-	-	51.36	51.36	51.36
Other Financial Liabilities .....	-	-	89.06	89.06	89.06
<b>Total .....</b>	<b>-</b>	<b>-</b>	<b>1,819.34</b>	<b>1,819.34</b>	<b>1,819.34</b>

The carrying value and fair value of financial instruments by categories as of 31<sup>st</sup> March, 2023 is as follows:

Particulars	Fair Value through P&L	Fair Value through OCI	Amortised Cost	Total Carrying value	Total Fair Value
<b>Assets</b>					
Cash and Cash Equivalents .....	-	-	180.61	180.61	180.61
Trade Receivables .....	-	-	134.50	134.50	134.50
Investments .....	4.00	-	-	4.00	4.00
Unbilled Revenues .....	-	-	47.07	47.07	47.07
Loans .....	-	-	0.15	0.15	0.15
Other Financial Assets .....	-	-	19.35	19.35	19.35
<b>Total .....</b>	<b>4.00</b>	<b>-</b>	<b>381.68</b>	<b>385.68</b>	<b>385.68</b>
<b>Liabilities:</b>					
Trade Payables .....	-	-	243.83	243.83	243.83
Fixed Rate Borrowings (Includes Current Maturities) .....	-	-	599.00	599.00	599.00
Floating Rate Borrowings (Includes Current Maturities) .....	-	-	969.87	969.87	969.87
Short term borrowings- Letter of credit .....	-	-	46.31	46.31	46.31
Lease Liability .....	-	-	3.49	3.49	3.49
Other Financial Liabilities .....	-	-	136.68	136.68	136.68
<b>Total .....</b>	<b>-</b>	<b>-</b>	<b>1,999.18</b>	<b>1,999.18</b>	<b>1,999.18</b>

The management assessed that the fair value of cash and cash equivalents, other balances with bank, trade receivables, loans, unbilled revenues, trade payables, other financial assets and liabilities approximate their carrying amounts largely due to the short term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties. The following methods and assumptions were used to estimate the fair values.

**Fair value hierarchy**

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consists of the following three levels:

**Level 1 : Quoted prices in an active market :** Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities and net assets value of mutual funds declared by the issuer.

**Level 2 : Valuation techniques with observable inputs :** Inputs are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

**Level 3 : Valuation techniques with significant unobservable inputs :** Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities. :

		<b>Fair value hierarchy as at 31<sup>st</sup> March, 2024</b>				
<b>Date of valuation</b>		<b>(Level 1)</b>	<b>(Level 2)</b>	<b>(Level 3)</b>	<b>Total</b>	
		<b>₹ Crores</b>	<b>₹ Crores</b>	<b>₹ Crores</b>	<b>₹ Crores</b>	
<b>Asset measured at fair value</b>						
At Fair Value through Profit and Loss (FVTPL) (Unquoted Mutual Funds)						
	31 <sup>st</sup> March, 2024	-	-	105.82	105.82	
		-	-	<b>105.82</b>	<b>105.82</b>	
<b>Liabilities for which fair values are disclosed</b>						
Fixed rate borrowings .....		31 <sup>st</sup> March, 2024	-	459.20	-	459.20
Floating rate borrowings .....		31 <sup>st</sup> March, 2024	-	870.34	-	870.34
<b>Total</b> .....			-	<b>1,329.54</b>	-	<b>1,329.54</b>

		<b>Fair value hierarchy as at 31<sup>st</sup> March, 2023</b>				
<b>Date of valuation</b>		<b>(Level 1)</b>	<b>(Level 2)</b>	<b>(Level 3)</b>	<b>Total</b>	
		<b>₹ Crores</b>	<b>₹ Crores</b>	<b>₹ Crores</b>	<b>₹ Crores</b>	
<b>Asset measured at fair value</b>						
At Fair Value through Profit and Loss (FVTPL) (Unquoted Mutual Funds)						
	31 <sup>st</sup> March, 2023	-	-	4.00	4.00	
		-	-	<b>4.00</b>	<b>4.00</b>	
<b>Liabilities for which fair values are disclosed</b>						
Fixed rate borrowings .....		31 <sup>st</sup> March, 2023	-	599.00	-	599.00
Floating rate borrowings .....		31 <sup>st</sup> March, 2023	-	969.87	-	969.87
<b>Total</b> .....			-	<b>1,568.87</b>	-	<b>1,568.87</b>

There has been no transfer between level 1 and level 2 during the year.

### 32.2 Capital Management & Gearing Ratio

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximize the value for shareholders.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. From time to time, the Company reviews its policy related to dividend payment to shareholders, return capital to shareholders or fresh issue of shares. The Company monitors capital using gearing ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep the gearing ratio around 50%. The Company includes within net debt, interest bearing loans and borrowings, less cash and bank balances, excluding discontinued operations as detailed in the notes below.

The Company's capital management is intended to create value for shareholders by facilitating the meeting of its long-term and short-term goals. Its Capital structure consists of net debt (borrowings as detailed in notes below) and total equity.

#### Gearing ratio

The gearing ratio at the end of the reporting year was as follows:

	As at 31 <sup>st</sup> March, 2024 ₹ Crores	As at 31 <sup>st</sup> March, 2023 ₹ Crores
Debt (i) .....	1,600.44	1,615.18
Less: Cash and Bank balances .....	21.15	180.61
<b>Net debt</b> .....	<b>1,579.29</b>	<b>1,434.57</b>
Total Capital (ii) .....	2,386.92	2,189.27
<b>Capital and net debt</b> .....	<b>3,966.21</b>	<b>3,623.84</b>
Gearing ratio (%) .....	39.82	39.59

(i) Debt is defined as Non-current borrowings (including current maturities) and Current borrowings and interest accrued on Non-current and Current borrowings.

(ii) Equity is defined as Equity share capital and other equity including reserves and surplus.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no significant breaches in the financial covenants of any interest-bearing loans and borrowing in the current year.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31<sup>st</sup> March, 2024 and 31<sup>st</sup> March, 2023.

### 32. Financial Instruments

#### 32.3 Financial risk management objectives and policies

The Company's principal financial liabilities, comprise borrowings, trade and other payables and other financial liabilities. The main purpose of these financial liabilities is to finance the Company's operations and to provide guarantees to support its operations. The Company's principal financial assets include investments, loans, trade and other receivables, cash and cash equivalents, other bank balances, unbilled receivables and other financial assets that derive directly from its operations.

The Company is exposed to market risk, credit risk and liquidity risk. The Company's senior management oversees the management of these risks. The Company's senior management is supported by a risk committee that reviews the financial risks and the appropriate financial risk governance framework for the Company. The Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. The risk management policies is approved by the board of directors, which is summarized below.

### 32.3.1 Market risk management

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of three types of risk: currency risk, interest rate risk and equity price risk. The impact of equity price risk and currency risk is not material. Financial instruments affected by market risk are loans and borrowings.

The following sensitivity analysis relates to borrowings as at 31<sup>st</sup> March, 2024 and 31<sup>st</sup> March, 2023.

#### a) Interest rate risk management

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the company's long-term debt obligations with floating interest rates.

The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings. The exposure of the Company's borrowings to interest rate changes at the end of the reporting period are as follows:

Particulars	31 <sup>st</sup> March, 2024		31 <sup>st</sup> March, 2023	
	Balance	Percentage	Balance	Percentage
Fixed Rate Borrowings (Includes Current Maturities)	459.20	35%	599.00	38%
Floating Rate Borrowings (Includes Current Maturities)	870.34	65%	969.87	62%
<b>Total</b>	<b>1,329.54</b>		<b>1,568.87</b>	

#### Interest rate sensitivity:

The sensitivity analysis below have been determined based on exposure to interest rates for term loans and debentures at the end of the reporting period and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period in case of term loans and debentures that have floating rates.

If the interest rates had been 50 basis points higher or lower and all the other variables were held constant, the effect on Interest expense for the respective financial years and consequent effect on Company's profit in that financial year would have been as below:

Particulars	31 <sup>st</sup> March, 2024		31 <sup>st</sup> March, 2023	
	50 bps increase	50 bps decrease	50 bps increase	50 bps decrease
Interest expense on loan	(+) ₹ 2.30	(-) ₹ 2.30	(+) ₹ 3.00	(-) ₹ 3.00
Effect on profit before tax	(-) ₹ 2.30	(+) ₹ 2.30	(-) ₹ 3.00	(+) ₹ 3.00

### 32.3.2 Credit risk management

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities ( i.e. Primarily trade receivables and unbilled revenue) and from its financing activities including loans, foreign exchange transactions and other financial instruments. ₹ crore

#### Collateral held as security

The Company holds collateral i.e. letter of credit and bank guarantee to partly secure its outstanding trade receivables. Credit risk associated with receivables is mitigated because the receivables are partly secured.

₹ Crores

	31 <sup>st</sup> March, 2024	31 <sup>st</sup> March, 2023
Trade Receivables .....	451.96	134.50
Loans .....	0.13	0.15
Other Financial Assets .....	10.75	19.35
Unbilled Revenue .....	70.76	47.07
<b>Total .....</b>	<b>533.60</b>	<b>201.07</b>

Refer Note 9.2 for credit risk and other information in respect of trade receivables. Other receivables as stated above are due from the parties under normal course of the business and as such the Company believes exposure to credit risk to be minimal.

### 32.3.3 Liquidity risk management

Liquidity risk is the risk that the company will encounter difficulty in meeting obligation, associated with financial liabilities that are settled by delivering cash or another financial asset.

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities. The Company has access to a sufficient variety of sources of funding. Having regards to the nature of the business wherein the Company is able to generate fixed cash flows over a period of time and to optimize the cost of funding, the Company, from time to time, funds its long-term investment from short-term sources. The short-term borrowings can be rollforward or, if required, can be refinanced from long term borrowings.

	Up to 1 year	1 to 5 years	5+ years	Total	Carrying Amount
<b>31<sup>st</sup> March, 2024</b>					
<b>Non-Derivatives</b>					
Borrowings # .....	219.76	771.56	343.05	<b>1,334.37</b>	<b>1,338.39</b>
Trade Payables .....	288.55	38.28	-	<b>326.83</b>	<b>326.83</b>
Lease Liability .....	0.33	1.65	49.38	<b>51.36</b>	<b>51.36</b>
Other Financial Liabilities .....	32.90	47.31	-	<b>80.21</b>	<b>80.21</b>
<b>Total Non-Derivative Liabilities .....</b>	<b>541.54</b>	<b>858.80</b>	<b>392.43</b>	<b>1,792.77</b>	<b>1,796.79</b>
<b>31<sup>st</sup> March, 2023</b>					
Borrowings # .....	369.86	850.71	354.56	<b>1,575.13</b>	<b>1,583.17</b>
Trade Payables .....	215.56	28.26	-	<b>243.82</b>	<b>243.82</b>
Lease Liability .....	0.31	1.55	4.68	<b>6.54</b>	<b>3.43</b>
Other Financial Liabilities .....	48.98	73.40	-	<b>122.38</b>	<b>122.38</b>
<b>Total Non-Derivative Liabilities .....</b>	<b>634.71</b>	<b>953.92</b>	<b>359.24</b>	<b>1,947.87</b>	<b>1,952.80</b>

# The table has been drawn up based on the undiscounted contractual maturities of the financial liabilities including interest that will be paid on those liabilities upto the maturity of the instruments.

### 32.4 Commodity price risk

The operating activity of the company involves generation of power and therefore requires continuous supply of coal. The Company has entered into fuel supply agreements with Central Coalfields Limited and Bharat Coking Coal Limited and any price fluctuation is passed on to the customers.

33. In terms of the Master Circular on 'Gati Shakti Multi-modal Cargo Terminal (GCT) Policy notified on December 15, 2021, the ownership of all cargo terminals that were under approval or being construction then by eligible terminal operators at their cost shall belong to the Railways. Accordingly, the Company had given an undertaking in February 2022 to abide by all provisions of the aforesaid Master Circular. The Company's railway infrastructure related assets were under approval on the date of the Master Circular and was capitalised on being ready to be put to use during prior years. The Company has been charging depreciation on these assets based on rates and methodology specified in Central Electricity Regulatory Commission (Terms and Conditions of Tariff) Regulations, 2019 as required by Schedule II of the Companies Act, 2013. The CERC on its order dated January 20, 2024 has allowed the company to sign an agreement with the Indian Railways and transfer ownership rights of its infrastructure, including the track, signalling equipment and OHE to Indian Railways. As the Company will continue to obtain future economic benefits from cost of such transferred assets aggregating ₹626.88 crores, their carrying values have now been allocated to other major items of Property, plant and equipment as enabling asset w.e.f. April 2022 (i.e. after the above undertaking given by the Company) in accordance with Indian Accounting Standard (Ind AS) 16 "Property, Plant and Equipment". This has led to the restatement of Balance Sheet as on March 31, 2023. Consequently, the Statement of Profit and Loss for the year ended March 31, 2023 had to be restated due to additional depreciation charge arising from aforesaid allocation to other major items of Property, plant and equipment. Basic and diluted earnings per share for the prior period has also been restated. The amount of the correction for both basic and diluted earnings per share was a decrease ₹0.04 per share for the year ended March 31, 2023.

The correction of the error had no impact on previously reported cash flows from operating, investing and financing activities. The error has been corrected by restating each of the affected financial statements line items for the prior period as follows:

₹ Crores

Balance sheet	Deferred Tax Assets (Net)	Current Tax Liabilities (Net)	Property, Plant and Equipment	Other Equity	Other Non Current Liabilities
<b>Year Ended 31<sup>st</sup> March, 2023</b>					
Previously reported	67.36	5.28	3,104.19	686.47	67.36
Increase/(decrease) due to incremental depreciation	1.14	(1.54)	(7.66)	(6.12)	1.14
Restated	68.50	3.74	3,096.53	680.35	68.50

₹ Crores

Statement of profit and loss	Depreciation and Amortisation Expense	Current Tax	Deferred Tax	Revenue from Operations	Total Income	Total Expenses	Profit before tax
<b>Year Ended 31<sup>st</sup> March, 2023</b>							
Previously reported	279.17	66.17	(31.75)	3,029.09	3,078.76	2,699.02	379.74
Increase/(decrease) due to incremental depreciation	7.66	(1.54)	1.14	(1.14)	(1.14)	7.66	(8.80)
Restated	286.83	64.63	(32.89)	3,027.95	3,077.62	2,706.68	370.94

### 34. Recent Pronouncement

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On 31<sup>st</sup> March, 2023, MCA amended the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2023, as below:

#### Ind AS 1 – Disclosure of accounting policies:

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

#### Ind AS 8 – Definition of accounting estimates:

The amendments clarify the distinction between changes in accounting estimates, changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

#### Ind AS 12 – Income Taxes

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences such as leases.

### 35. Segment Reporting

The Company is mainly engaged in the business of generation and selling of power in India. Based on the information reported to the chief operating decision maker (CODM) for the purpose of resource allocation and assessment of performance, there are no other reportable segments in accordance with the requirements of Indian Accounting Standard 108-'Operating Segments', notified under the Companies (Indian Accounting Standards) Rules, 2015. Revenue from four discom on sale of electricity with which Company has entered into a Power Purchase Agreement, accounts for more than 10% of Revenue.

### 36. Significant Events after the Reporting Period

There were no significant adjusting event that occurred subsequent to the reporting period.

**37. Other Statutory Information**

- (i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
- (ii) The Company does not have any transactions with companies struck off.
- (iii) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- (v) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (vi) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (vii) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
- (viii) The Company has not been declared as wilful defaulter by any bank or financial institution or other lender.

- 38.** The Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software, except that audit trail feature was not enabled for direct changes to data for users with certain privileged access rights to the SAP ECC and BW application and/or the underlying HANA database. However stringent control procedures were implemented to effectively restrict direct changes to data throughout the financial year. These procedures included thorough reviews of logs and reconciliation of datasets and during the financial year no direct changes were made that impacted financial records. Further no instance of audit trail feature being tampered with, was noted in respect of other software.

As per our report of even date

**For S. R. Batliboi & Co LLP**

Chartered Accountants

ICAI Firm registration number: **301003E/E300005**

per **Bhaswar Sarkar**

Partner

Membership No: 055596

Place: Kolkata

Date: April 16, 2024

**For and on behalf of the Board,**

CIN : U74899MH2000PLC267297

**Ashish Khanna**

Chairman

DIN: 06699527

Place: Mumbai

Date: April 16, 2024

**Joydeep Mukherjee**

Director

DIN:08605394

Place: Kolkata

Date: April 16, 2024

**Vijayant Ranjan**

Chief Executive Officer

Place: Dhanbad

Date: April 16, 2024

**Kajal Kumar Singh**

Chief Financial Officer

Place: Dhanbad

Date: April 16, 2024

**Mona Purandare**

Company Secretary

Place: Mumbai

Date: April 16, 2024



**MAITHON POWER LIMITED**  
(a Joint venture of Tata Power & DVC)

**Registered Office**

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Corporate Identity Number (CIN): U74899MH2000PLC267297

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