

INDEPENDENT AUDITOR'S REPORT

To the Members of Walwhan Solar RJ Limited

Report on the Audit of the Ind AS Financial Statements

Opinion

We have audited the accompanying Ind AS financial statements of Walwhan Solar RJ Limited ("the Company"), which comprise the Balance sheet as at March 31, 2020, 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 significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, 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 Ind AS financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Ind AS Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Other Information

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

Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained 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.

Responsibility of Management for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, 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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS financial statements.

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

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 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 that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss including the 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 Ind AS 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, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these Ind AS financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
 - (g) In our opinion, the managerial remuneration (if any) for the year ended March 31, 2020 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;

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Walwhan Solar RJ Limited

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- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S R B C & C O L L P

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per Vishal Bansal

Partner

Membership Number: 097546

Place of Signature: Mumbai

Date: April 27, 2020

UDIN: 20097546AAAABM5362

Annexure 1 referred to in paragraph 1 under the heading 'Report on Other Legal and Regulatory Requirements' of our report of even date

Re: Walwhan Solar RJ Limited ('the Company')

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) All fixed assets were physically verified by the management in the current year in accordance with a planned programme of verifying them once in three 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) According to the information and explanations given by the management, the title deeds of immovable properties included in property, plant and equipment/ fixed assets are held in the name of the company.
- (ii) The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification. There was no inventory lying with third parties.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii) (a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities given in respect of which provisions of section 185 and 186 of the Companies Act, 2013 are applicable and hence not commented upon.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the products/services of the Company.
- (vii) a) Undisputed statutory dues including income-tax and goods and services tax have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases. The provisions of provident fund, employees' state insurance, duty of custom, duty of excise, and cess do not apply to the Company.

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- (b) According to the information and explanations given to us, no undisputed dues in respect of income-tax and goods and services tax were outstanding, at the year end, for a period of more than six months from the date they became payable. The provisions of provident fund, employees' state insurance, duty of custom, duty of excise, and cess do not apply to the Company.
- (c) According to the information and explanations given to us, there are no dues of income tax and goods and services tax which have not been deposited on account of any dispute. The provisions of provident fund, employees' state insurance, duty of custom, duty of excise, and cess do not apply to the Company.
- (viii) The Company did not have any outstanding loans or borrowings dues in respect of a financial institution or bank or to government or dues to debenture holders during the year.
- (ix) According to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments) and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no fraud on the company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) According to the information and explanations given by the management, the managerial remuneration (if any) has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.
- (xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 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. The provisions of sec 177 are not applicable to the company and accordingly reporting under clause 3(xiii) insofar as it relates to section 177 of the Act is not applicable to the Company and hence not commented upon.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the company and, not commented upon.

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Walwhan Solar RJ Limited

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- (xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.

- (xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For S R B C & C O L L P

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per Vishal Bansal

Partner

Membership Number: 097546

Place of Signature: Mumbai

Date: April 27, 2020

UDIN: 20097546AAAABM5362

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF WALWHAN SOLAR RJ LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Walwhan Solar RJ Limited ("the Company") as of March 31, 2020 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. 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 over financial reporting 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 Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these 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 over financial reporting with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting 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 internal financial controls over financial reporting with reference to these financial statements.

S R B C & COLLP

Chartered Accountants

Walwhan Solar RJ Limited

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Meaning of Internal Financial Controls Over Financial Reporting With Reference to these Financial Statements

A company's internal financial control over financial reporting with reference to these 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 control over financial reporting with reference to these 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 Over Financial Reporting With Reference to these Financial Statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these 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 over financial reporting with reference to these financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these 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 over financial reporting with reference to these financial statements and such internal financial controls over financial reporting with reference to these financial statements were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

per Vishal Bansal

Partner

Membership Number: 097546

Place of Signature: Mumbai

Date: April 27, 2020

UDIN: 20097546AAAABM5362

Walwhan Solar RJ Limited
(Formerly known as Walwhan Solar RJ Private Limited)
(Formerly known as Welspun Solar UP Private Limited)
Balance Sheet as at 31st March, 2020

	Notes	As at 31st March, 2020 ₹ Lacs	As at 31st March, 2019 ₹ Lacs
ASSETS			
Non-current Assets			
(a) Property, Plant and Equipment	6	2,334.31	2,680.25
(b) Financial Assets			
(i) Loans	7	0.88	0.88
(c) Non-current Tax Assets (Net)	8	2.01	30.97
(d) Deferred Tax Assets (Net)	9	168.84	163.85
Total Non-current Assets		2,506.04	2,875.95
Current Assets			
(a) Inventories	10	25.80	27.57
(b) Financial Assets			
(i) Investments	11	125.70	160.79
(ii) Trade Receivables	12	74.15	72.02
(iii) Unbilled Revenue		42.69	45.24
(iv) Cash and Cash Equivalents	13	3.42	1.25
(v) Loans	7	0.90	0.90
(c) Current Tax Assets (Net)	8	-	0.14
Total Current Assets		272.66	307.91
TOTAL ASSETS		2,778.70	3,183.86
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	14	750.00	750.00
(b) Other Equity	15	(400.29)	(428.66)
Total Equity		349.71	321.34
LIABILITIES			
Non-current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	16	2,183.88	2,262.35
(ii) Lease Liability	17	4.29	-
Total Non-current Liabilities		2,188.17	2,262.35
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	18	-	286.00
(ii) Trade Payables			
(a) Total outstanding dues of micro enterprises and small enterprises (Refer Note No. 30)		-	-
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		25.83	33.67
(iii) Other Financial Liabilities	19	192.27	223.43
(b) Current Tax Liabilities (Net)	20	-	31.10
(c) Other Current Liabilities	21	22.73	25.97
Total Current Liabilities		240.83	600.17
TOTAL EQUITY AND LIABILITIES		2,778.70	3,183.86

See accompanying notes to the Financial Statements

As per our report of even date.

For and on behalf of the Board of Directors,

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No: 324982E/E300003

Satish Bhat
Director
DIN 07598210

Gautam Attravanam
Director
DIN 08284326

per Vishal Bansal
Partner
Membership No. 097546

Santosh C.R.
Company Secretary

Mumbai, 27th April, 2020

Mumbai, 27th April, 2020

Walwhan Solar RJ Limited
(Formerly known as Walwhan Solar RJ Private Limited)
(Formerly known as Welspun Solar UP Private Limited)
Statement of Profit and Loss for the year ended 31st March, 2020

	Notes	For the year ended 31st March, 2020 ₹ Lacs	For the year ended 31st March, 2019 ₹ Lacs	
I	Revenue from Operations	22	461.44	474.70
II	Other Income	23	7.09	6.71
III	Total Income		468.53	481.41
IV	Expenses			
	Finance Costs	24	218.54	254.18
	Depreciation and Amortization Expenses	6	111.95	119.59
	Other Expenses	25	102.14	78.66
	Total Expenses		432.63	452.43
V	Profit Before Tax		35.90	28.98
VI	Tax Expense/(Credit)			
	Current Tax	26	12.52	13.83
	Deferred Tax	26	(4.99)	(208.59)
			7.53	(194.76)
VII	Profit after tax for the year		28.37	223.74
VIII	Other Comprehensive Income/(Expenses)		-	-
IX	Total Comprehensive Income for the Year (VII + VIII)		28.37	223.74
X	Basic and Diluted Earnings Per Equity Share (of ₹ 10/- each) (₹)	27		
	(i) Basic (in ₹)		0.38	2.98
	(ii) Diluted (in ₹)		0.38	2.98

See accompanying notes to the Financial Statements

As per our report of even date.

For and on behalf of the Board of Directors,

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No: 324982E/E300003

Satish Bhat
Director
DIN 07598210

Gautam Attravanam
Director
DIN 08284326

per Vishal Bansal
Partner
Membership No. 097546

Santosh C.R.
Company Secretary

Mumbai, 27th April, 2020

Mumbai, 27th April, 2020

Walwhan Solar RJ Limited
(Formerly known as Walwhan Solar RJ Private Limited)
(Formerly known as Welspun Solar UP Private Limited)
Statement of Cash Flows for the year ended 31st March, 2020

₹ Lacs

	For the year ended 31st March, 2020	For the year ended 31st March, 2019
A. Cash Flow from Operating Activities		
Profit before tax	35.90	28.98
Adjustments to reconcile Profit Before Tax to Net Cash Flows:		
Depreciation and Amortization Expense	111.95	119.59
Liability no longer payable	1.11	-
Finance Cost	218.96	254.18
Interest Income	-	(2.37)
Gain on Sale/Fair Value of Current Investments measured at FVTPL	(7.09)	(4.34)
	324.93	367.06
Working Capital Adjustments:		
Adjustments for increase/(decrease) in Operating Assets:		
Inventories	1.77	(4.08)
Trade Receivables	(2.13)	5.14
Unbilled Revenue	2.55	1.92
Other Non-current Assets	-	(0.50)
Movement in Operating Asset	2.19	2.48
Adjustments for (increase)/decrease in Operating Liabilities:		
Trade Payables	(8.96)	10.65
Other Current Liabilities	(3.24)	0.07
Movement in Operating Liability	(12.20)	10.72
Cash Flow from Operations	350.82	409.24
Income-tax Paid	(14.52)	(14.96)
Net Cash Flow from Operating Activities	336.30	394.28
B. Cash Flow from Investing Activities		
Capital expenditure on Property, Plant and Equipment (including capital advances)	(7.44)	(0.06)
Viability Gap Funding received for PPE from Government	245.60	-
Current investments - not considered as cash and cash equivalents		
- Purchase of Current Investments	1,779.01	(489.00)
- Proceeds from sale of Current Investments	(1,736.83)	332.55
Interest Received (Gross)	-	2.37
Net Cash Flow used in Investing Activities	280.34	(154.14)
C. Cash Flow from Financing Activities		
Proceeds from Non-current Borrowings	219.00	-
Repayment of Non-current Borrowings	(297.47)	-
Proceeds from Current Borrowings	-	265.00
Repayment of Current Borrowings	(286.00)	(265.00)
Payment of Lease Liabilities	(0.30)	-
Finance Cost Paid	(249.70)	(256.59)
Net Cash Flow from/(used in) Financing Activities	(614.47)	(256.59)
Net Increase in Cash and Cash Equivalents	2.17	(16.45)
Cash and Cash Equivalents as at 1st April (Opening Balance)	1.25	17.70
Cash and Cash Equivalents as at 31st March (Closing Balance)	3.42	1.25
Breakup of Cash and Cash Equivalents as at 1st April		
(i) Balances with Banks:		
In Current Accounts	1.25	17.70
	1.25	17.70
Breakup of Cash and Cash Equivalents as at 31st March		
(i) Balances with Banks:		
In Current Accounts	3.42	1.25
	3.42	1.25

As per our report of even date.

For and on behalf of the Board of Directors,

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No: 324982E/E300003

Satish Bhat Gautam Attravanam
Director Director
DIN 07598210 DIN 08284326

per Vishal Bansal
Partner
Membership No. 097546
Mumbai, 27th April, 2020

Santosh C.R.
Company Secretary
Mumbai, 27th April, 2020

Walwhan Solar RJ Limited
(Formerly known as Walwhan Solar RJ Private Limited)
(Formerly known as Welspun Solar UP Private Limited)
Statement of Changes in Equity for the year ended 31st March, 2020

A. Equity Share Capital

	No. of Shares	₹ Lacs
		Amount
Balance as at 1st April, 2018	7,500,000.00	750.00
Issued during the year	-	-
Balance as at 31st March, 2019	7,500,000.00	750.00
Issued during the year	-	-
Balance as at 31st March, 2020	7,500,000.00	750.00

B. Other Equity

Description	₹ Lacs		
	Reserve & Surplus		
	Retained Earnings	Equity Contribution- Interest free loan	Total
Balance as at 1st April, 2018	(662.67)	10.27	(652.40)
Add :			
Profit for the year	223.74	-	223.74
Total Comprehensive Income	223.74	-	223.74
Balance as at 31st March, 2019	(438.93)	10.27	(428.66)
Balance as at 1st April, 2019	(438.93)	10.27	(428.66)
Add :			
Profit for the year	28.37	-	28.37
Total Comprehensive Income	28.37	-	28.37
Balance as at 31st March, 2020	(410.56)	10.27	(400.29)

See accompanying notes to the Financial Statements

As per our report of even date.

For and on behalf of the Board of Directors,

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No: 324982E/E300003

Satish Bhat
Director
DIN 07598210

Gautam Attravanam
Director
DIN 08284326

per Vishal Bansal
Partner
Membership No. 097546

Santosh C.R.
Company Secretary

Mumbai, 27th April, 2020

Mumbai, 27th April, 2020

Walwhan Solar RJ Limited
(Formerly known as Walwhan Solar RJ Private Limited)
(Formerly known as Welspun Solar UP Private Limited)

Notes to the Financial Statements for the year ended 31st March, 2020

1. Corporate Information:

Walwhan Solar RJ Limited (formerly known as "Walwhan Solar RJ Private Limited" and "Welspun Solar UP Private Limited") (the 'Company' or 'WSRJL') was incorporated on 13th February, 2011 as subsidiary of Walwhan Renewable Energy Limited ("WREL") incorporated for setting up solar power projects in India. Company has commissioned solar power project of 5.41 MW (DC) at Village - Kolayat, Bikaner and Rajasthan on 22nd April, 2015.

The Company is a public limited company incorporated and domiciled in India and has its registered office at C/o The Tata Power Company Limited, Corporate Center B, 34 Sant Tukaram Road, Carnac Bunder Mumbai City - 400009.

The financial statements were authorized for issue in accordance with a resolution of the Directors on 27th April, 2020.

2.1 Statement of compliance

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with section 133 of the Companies Act, 2013 (the Act) (as amended from time to time).

The accounting policies adopted are consistent with those of the previous financial year except for adoption of Ind AS 116 Lease Accounting as described in note 4.1 and certain other changes to Ind AS have also become applicable to the Company from the financial year beginning 01st April, 2019. However, their application do not have any material impact on the financial statements.

2.2 Basis of preparation and presentation

The financial statements have been prepared on using accrual basis of accounting and a historical cost basis, except for the following assets and liabilities which have been measured at fair value :

- derivative financial instruments,
- certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).

3. Other Significant Accounting Policies

3.1 Foreign Currencies

The functional currency of the Company is Indian Rupee. (₹)

Income and expenses in foreign currencies are recorded at exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are translated at the exchange rate prevailing on the balance sheet date and exchange gains and losses arising on settlement and restatement are recognized in the statement of profit and loss.

Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not retranslated.

3.2 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 realized or intended to be sold or consumed in normal operating cycle,
- held primarily for the purpose of trading,
- expected to be realized within twelve months after the reporting year, or
- cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting year.

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 year, or
- there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting year.

The Company classifies all other liabilities 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 realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

3.3 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.

Notes to the Financial Statements for the year ended 31st March, 2020

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 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 the statement of profit and loss.

3.4 Financial Assets

All recognized financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

3.4.1 Financial assets at amortized cost

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

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

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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 investment which are held for trading. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognized 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 disposal of the investments.

3.4.3 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 amortized 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 and loss.

3.4.4 Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized (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; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or
- 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 recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

3.4.5 Impairment of financial assets

The Company assesses at each date of balance sheet whether a financial asset or a Company of financial assets is impaired. Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognizes lifetime expected losses for all contract assets and / or all trade receivables provided that there is no financing component. 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 life time expected credit losses dependent whether the credit risk on the financial asset has increased significantly since initial recognition.

3.5 Financial liabilities and equity instruments

3.5.1 Classification as debt or equity

Debt and equity instruments issued by a Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

3.5.2 Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognized at the proceeds received, net of direct issue costs.

Notes to the Financial Statements for the year ended 31st March, 2020

3.5.3 Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method. Gains and losses are recognized in statement of profit and loss when the liabilities are derecognized as well as through the Effective Interest Rate (EIR) amortization process. Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss.

3.5.4 Derecognition

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

3.5.5 Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognized initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognized less cumulative amortization.

3.6 Derivative financial instruments

The Company enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risks, including foreign exchange forward contracts.

Derivatives are initially recognized at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting year. The resulting gain or loss is recognized in statement profit and loss immediately.

3.7 Reclassification of financial assets and liabilities

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting year following the change in business model. The Company does not restate any previously recognized gains, losses (including impairment gains or losses) or interest.

3.8 Offsetting of financial instruments

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

3.9 Dividend distribution to equity shareholders of the Company

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

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

4 Changes in accounting policies

4.1 Ind AS 116 - Leases

Ind AS 116 Leases was notified in March 2019 and it replaces Ind AS 17 Leases. Ind AS 116 is effective for annual periods beginning on or after 01st April, 2019. The Company has applied Ind AS 116 'Leases' (Ind AS 116) with a date of initial application of 01st April, 2019 using modified retrospective approach.

Lessors accounting under Ind AS 116 is substantially unchanged from Ind AS 17. As a lessee, the Company previously classified leases as operating or finance lease based on its assessment of whether the lease transferred significantly all of the risk and rewards incidental to the ownership of the underlying asset of the Company. Under Ind AS 116, the Company being a lessee recognizes the right-of-use assets and lease liabilities for most leases as stated in the Note 06.

On adoption of Ind AS 116, the Company has recognized 'Right-of-use' assets amounting to ₹ 4.17 lacs (adjusted by the prepaid lease payments amounting to ₹ Nil.) and 'Lease liabilities' amounting to ₹ 4.17 lacs, as at 01st April, 2019. There is no impact on retained earnings as at 01st April, 2019.

The Company has applied Ind AS 116 only to the contracts that were previously identified as leases. As a practical expedient, contracts previously identified as lease under Ind AS 17 has not reassessed as to whether a contract is, or contains, a lease under Ind AS 116.

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Notes to the Financial Statements for the year ended 31st March, 2020

The Company has used the following practical expedients when applying Ind AS 116 to leases previously classified as operating leases under Ind AS 17:

- Applied a single discount rate to a portfolio of leases with similar characteristics.
- Relied on its assessment of whether leases are onerous immediately before the date of initial application.
- Applied the exemption not to recognize right-of-use asset and liabilities for leases with remaining lease term of 12 months or less.
- Excluded initial direct costs from measuring the right-of-use asset at the date of application
- Used hindsight when determining the lease term if the contract contains options to extend or terminate the lease.

The lease liabilities as at 31st March, 2019 can be reconciled to the operating lease commitments as on 01st April, 2019 as follows:

Particulars	₹ in Lacs
Operating lease commitments as at 31st March, 2019 as disclosed in the Ind AS financial statements	14.54
Less: Commitments relating to short-term leases	-
Less: Commitments relating to leases of low value assets	-
Net operating lease commitments	14.54
Weighted average incremental borrowing rate as at 01st April, 2019	10%
Discounted operating lease commitments as at 01st April, 2019	4.17
Add: Lease payments relating to renewal periods not included in operating lease	-
Add/Less: Any other Items for reconciliation	-
Lease liabilities as at 01st April, 2019	4.17

Accounting Policy for Leases till 31st March, 2019

Leasing arrangement

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

The Company as lessee

A lease is classified at the inception date as a finance lease or an operating lease. A lease that transfers substantially all the risks and rewards incidental to ownership to the Company is classified as a finance lease. Accounting policy for leases after 01st April, 2019 is given in Note no. 17

A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Company will obtain ownership by the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

5. Critical accounting estimates and judgements

In the application of the Company's accounting policies, 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 year in which the estimate is revised if the revision affects only that year, or in the year of the revision and future years if the revision affects both current and future years. 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:

Estimates used for impairment of property, plant and equipment of certain cash generating units (CGU) - Note 6

Estimation of current tax and deferred tax expense (including Minimum Alternate Tax credit) - Note 26 and 09

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.

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Notes to the Financial Statements for the year ended 31st March, 2020

6. Property, Plant and Equipment

Accounting Policy

Property, plant and equipment 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 capitalized in accordance with Ind AS 23. Capital work in progress is stated at cost, net of accumulated impairment loss, if any. Cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in statement of profit and loss as incurred.

Subsequent costs are included in the asset's carrying amount or recognized 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.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

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

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 equipment over estimated useful lives which are different from the useful life 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.

Estimated useful lives of the assets are as follows:

Type of asset	Useful lives
Buildings	25 years
Plant and Equipment	25 years
Furniture and Fixtures	10 years
Office Equipment	5 years
Vehicles	10 years

Decapitalisation

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

Impairment

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 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.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

The Company bases its impairment calculation on detailed budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. To estimate cash flow projections beyond periods covered by the most recent budgets/forecasts, the Company extrapolates cash flow projections in the budget using a steady or declining growth rate for subsequent years, unless an increasing rate can be justified. In any case, this growth rate does not exceed the long-term average growth rate for the market in which the asset is used.

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

Notes to the Financial Statements for the year ended 31st March, 2020

6. Property, Plant and Equipment (Contd.)

A. Owned Assets

Description	₹ Lacs					
	Buildings	Plant and Equipment	Furniture and Fixtures	Office Equipment	Vehicles	Total
Cost						
Balance as at 1st April, 2019	290.57	2,934.65	0.88	0.41	0.52	3,227.03
Additions	5.14	1.70	-	0.59	-	7.43
Adjustments - Viability Gap Funding	-	(245.60)	-	-	-	(245.60)
Balance as at 31st March, 2020	295.71	2,690.75	0.88	1.00	0.52	2,988.86
Accumulated depreciation and impairment						
Balance as at 1st April, 2019	42.07	503.62	0.31	0.27	0.50	546.77
Depreciation Expense	11.21	100.27	0.08	0.19	-	111.75
Balance as at 31st March, 2020	53.28	603.89	0.39	0.46	0.50	658.52
Net carrying amount						
As at 31st March, 2020	242.43	2,086.86	0.49	0.54	0.02	2,330.34
As at 31st March, 2019	248.50	2,431.03	0.57	0.14	0.02	2,680.26

Note :

1. Viability Gap Funding received on 25th July, 2019 amounting to ₹. 122.80 lacs and 01st August, 2019 amounting to ₹. 122.80 lacs.

Description	₹ Lacs					
	Buildings	Plant and Equipment	Furniture and Fixtures	Office Equipment	Vehicles	Total
Cost						
Balance as at 1st April, 2018	290.57	2,934.65	0.88	0.35	0.52	3,226.97
Additions	-	-	-	0.06	-	0.06
Balance as at 31st March, 2019	290.57	2,934.65	0.88	0.41	0.52	3,227.03
Accumulated depreciation and impairment						
Balance as at 1st April, 2018	30.92	395.39	0.23	0.20	0.44	427.18
Depreciation Expense	11.15	108.23	0.08	0.07	0.06	119.59
Balance as at 31st March, 2019	42.07	503.62	0.31	0.27	0.50	546.77
Net carrying amount						
As at 31st March, 2019	248.50	2,431.03	0.57	0.14	0.02	2,680.25
As at 31st March, 2018	259.65	2,539.26	0.65	0.15	0.08	2,799.79

B. Right of Use Assets

Description	₹ Lacs
	Land
Cost	
Balance as at 1st April, 2019	-
Transition impact of Ind AS 116 (Refer Note 4)	4.17
Balance as at 31st March, 2020	4.17
Accumulated depreciation and impairment	
Balance as at 1st April, 2019	-
Depreciation Expense	0.20
Balance as at 31st March, 2020	0.20
Net carrying amount	
As at 31st March, 2020	3.97
As at 1st April, 2019	-

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Notes to the Financial Statements for the year ended 31st March, 2020

7. Loans

(Unsecured unless otherwise stated)

Non-current

(At amortized Cost)

(i) Security Deposits

Considered Good - Unsecured
Credit Impaired

Less: Impairment Allowance for bad and doubtful deposits

	As at 31st March, 2020 ₹ Lacs	As at 31st March, 2019 ₹ Lacs
	0.88	0.88
	0.17	0.17
	1.05	1.05
	0.17	0.17
	0.88	0.88
	0.88	0.88

Current

(At amortized Cost)

(i) Security Deposits

Considered Good - Unsecured

(ii) Other Loans

Considered Good - Unsecured
Site Imprest

	0.50	0.50
	0.40	0.40
	0.90	0.90

8. Tax Assets

Non-current Tax Assets

Advance Income-tax (Net)

Current Tax Assets

Advance Income-tax (Net)

	As at 31st March, 2020 ₹ Lacs	As at 31st March, 2019 ₹ Lacs
	2.01	30.97
	2.01	30.97
	-	0.14
	-	0.14

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Notes to the Financial Statements for the year ended 31st March, 2020

9. Deferred Tax Balance

Accounting Policy (Refer Note No. 25)

	As at 31st March, 2020	As at 31st March, 2019
	₹ Lacs	₹ Lacs
Deferred Tax Assets	250.20	210.49
Deferred Tax Liabilities	81.36	46.64
Total - Net Deferred Tax Assets	168.84	163.85

31st March, 2020	Opening Balance	Recognized in Profit or Loss	Closing Balance
Deferred Tax Assets in relation to:			
Carry Forward Losses	179.81	27.20	207.01
MAT Credit Entitlement	30.68	12.51	43.19
	210.49	39.71	250.20
Deferred Tax Liabilities in relation to:			
Property, Plant and Equipment	46.64	34.72	81.36
	46.64	34.72	81.36
Net Deferred Tax Assets	163.85	4.99	168.84
31st March, 2019	Opening Balance	Recognized in Profit or Loss	Closing Balance
Deferred Tax Assets in relation to:			
Brought Forward Losses	152.07	27.74	179.81
MAT Credit Entitlement	16.57	14.11	30.68
	168.64	41.85	210.49
Deferred Tax Liabilities in relation to:			
Property, Plant and Equipment	213.38	(166.74)	46.64
	213.38	(166.74)	46.64
Net Deferred Tax Assets	(44.74)	208.59	163.85

Reconciliation of Deferred Tax Expense/(Credit) amount recognized in profit or loss

	Recognized in profit or loss	
	For the year ended 31st March, 2020	For the year ended 31st March, 2019
	₹ lacs	₹ lacs
Deferred Tax Assets (Net)		
Net (increase)/decrease in Deferred Tax Assets	(39.71)	(41.85)
Deferred Tax Liabilities (Net)		
Net increase/(decrease) in Deferred Tax Liabilities	34.72	(166.74)
Deferred Tax Expense/(Credit) (Net)	(4.99)	(208.59)

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Notes to the Financial Statements for the year ended 31st March, 2020

10. Inventories

Accounting Policy

Inventories are stated at the lower of cost and net realizable value.

Costs incurred in bringing each product to its present location and condition are accounted for as follows:

- 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.
- Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity, but excluding borrowing costs.

Net realizable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

Unserviceable/damaged stores and spares are identified and written down based on technical evaluation.

	As at 31st March, 2020 ₹ Lacs	As at 31st March, 2019 ₹ Lacs
Inventories valued at (lower of cost and net realizable value)		
(a) Stores and Spares		
Stores and Spare Parts	25.56	27.57
(b) Loose Tools	0.24	-
	25.80	27.57

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Notes to the Financial Statements for the year ended 31st March, 2020

11. Current Investments

	As at 31st March, 2020 Quantity	As at 31st March, 2019 Quantity	As at 31st March, 2020 ₹ Lacs	As at 31st March, 2019 ₹ Lacs
Investments carried at Fair Value through Profit and Loss				
(a) Investment in Mutual Funds (quoted)				
DSP Blackrock Liquidity Fund - Direct - Growth	-	2,714.13	-	72.57
Inveso India Liquidity Fund - Direct-Growth	-	3,429.86	-	88.22
Tata Liquid Fund Direct Plan- Growth	4,013.52	-	125.70	-
Total			125.70	160.79

Notes:

1. Aggregate Market Value of Quoted Investments	125.70	160.79
2. Aggregate Carrying Value of Quoted Investments	125.70	160.79
3. Aggregate Carrying Value of Unquoted Investments	-	-

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Notes to the Financial Statements for the year ended 31st March, 2020

12. Trade Receivables

(Unsecured unless otherwise stated)
(At amortized Cost)

	As at 31st March, 2020 ₹ Lacs	As at 31st March, 2019 ₹ Lacs
Trade Receivables [Refer note 12.1]	74.15	72.02
	74.15	72.02
Break-up for security details		
Trade receivables		
Unsecured, considered good	74.15	72.02
	74.15	72.02
Impairment Allowance (allowance for bad and doubtful debts)		
Trade Receivables - credit impaired	-	-
	74.15	72.02

12.1 Age of receivables

	As at 31st March, 2020 ₹ Lacs	As at 31st March, 2019 ₹ Lacs
Within the credit period	74.15	72.02
	74.15	72.02

Movement in the allowance for doubtful trade receivables

	As at 31st March, 2020 ₹ Lacs	As at 31st March, 2019 ₹ Lacs
Balance at the beginning of the year	-	-
Add: Expected credit losses for the year	-	-
Add/(Less): Specific allowance on trade receivables for the year*	-	-
Balance at the end of the year	-	-

*The concentration of credit risk is very limited due to the fact that the customers are government entities.

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Notes to the Financial Statements for the year ended 31st March, 2020

13. Cash and Cash Equivalents

Accounting Policy

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value. Cash and cash equivalents include balances with banks which are unrestricted for withdrawal and usage.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

	As at 31st March, 2020	As at 31st March, 2019
	₹ Lacs	₹ Lacs
(i) Balances with Banks:		
In Current Accounts	3.42	1.25
Cash and Cash Equivalents as per Balance Sheet	3.42	1.25
Cash and Cash Equivalents as per Statement of Cash Flows	3.42	1.25

Reconciliation of liabilities from Financing Activities

Particulars	As at 01st April, 2019	Cash flows		Non - Cash Transactions	As at 31st March, 2020
		Proceeds	Repayment		
	₹ lacs	₹ lacs	₹ lacs	₹ lacs	₹ lacs
Non-current Borrowings (including Current Maturity of Non-current Borrowings)	2,262.35	219.00	297.47	-	2,183.88
Current Borrowings (excluding Bank Overdraft)	286.00	-	286.00	-	-
Lease Liability	-	-	0.30	4.60	4.29
Total	2,548.35	219.00	583.77	4.60	2,188.18

Particulars	As at 01st April, 2018	Cash flows		Non - Cash Transactions	As at 31st March, 2019
		Proceeds	Repayment		
	₹ lacs	₹ lacs	₹ lacs	₹ lacs	₹ lacs
Non-current Borrowings (including Current Maturity of Non-current Borrowings)	2,262.35	-	-	-	2,262.35
Current Borrowings (excluding Bank Overdraft)	286.00	265.00	265.00	-	286.00
Total	2,548.35	265.00	265.00	-	2,548.35

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Notes to the Financial Statements for the year ended 31st March, 2020

14. Share Capital

	As at 31st March, 2020		As at 31st March, 2019	
	Number	₹ Lacs	Number	₹ Lacs
Authorized				
Equity Shares of ₹ 10/- each	7,500,000	750.00	7,500,000	750.00
		750.00		750.00
Issued				
Equity shares of ₹ 10 each	7,500,000	750.00	7,500,000	750.00
Subscribed and Paid-up				
Equity shares of ₹ 10 each	7,500,000	750.00	7,500,000	750.00
Total Issued, Subscribed and fully Paid-up Share Capital		750.00		750.00

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

	As at 31st March, 2020		As at 31st March, 2019	
	Number	₹ Lacs	Number	₹ Lacs
Equity Shares				
At the beginning of the year	7,500,000	750.00	7,500,000	750.00
Issued during the year	-	-	-	-
Outstanding at the end of the year	7,500,000	750.00	7,500,000	750.00

(ii) 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 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.

(iii) Details of shareholders holding more than 5% shares in the Company

	As at 31st March, 2020		As at 31st March, 2019	
	Number	% Holding	Number	% Holding
Equity Shares of ₹ 10/- each fully paid				
Walwhan Renewable Energy Limited "WREL" "The Holding Company" *	7,500,000	100.00	7,500,000	100.00

* Including 6 equity shares held by nominee shareholders on behalf of Walwhan Renewable Energy Limited (WREL)

(iv) Details of share held by the holding company & its subsidiaries

	As at 31st March, 2020	As at 31st March, 2019
	Number	Number
Equity Shares of ₹ 10/- each fully paid		
Walwhan Renewable Energy Limited "WREL" "The Holding Company" *	7,500,000	7,500,000

* Including 6 equity shares held by nominee shareholders on behalf of Walwhan Renewable Energy Limited (WREL)

Walwhan Solar RJ Limited
(Formerly known as Walwhan Solar RJ Private Limited)
(Formerly known as Welspun Solar UP Private Limited)

Notes to the Financial Statements for the year ended 31st March, 2020

15. Other Equity

	As at 31st March, 2020 ₹ Lacs	As at 31st March, 2019 ₹ Lacs
Retained Earnings		
Opening balance	(438.93)	(662.67)
Add: Profit for the year	28.37	223.74
Closing Balance	(410.56)	(438.93)
Equity component of interest free loan from related parties		
Opening Balance	10.27	10.27
Add: Addition during the year	-	-
Closing Balance	10.27	10.27
Total	(400.29)	(428.66)

Nature and purpose of reserves

Retained Earnings

Retained Earnings are the profits of the Company earned till date net of appropriations.

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16. Non-current Borrowings

	As at 31st March, 2020		As at 31st March, 2019	
	Non-current ₹ Lacs	Current Maturities* ₹ Lacs	Non-current ₹ Lacs	Current Maturities* ₹ Lacs
(i) Unsecured - At amortized Cost				
Loans from Related Parties	2,183.88	-	2,262.35	-
	2,183.88	-	2,262.35	-

Security and terms of repayment

Unsecured - at amortized cost

(a) Loans from Related Parties - Non Current Borrowings

Loan from Related Parties includes loan taken from Walwhan Renewable Energy Limited (Holding Company). The Company entered into an amended Inter Corporate Deposit ('ICD') agreement with Walwhan Renewable Energy Limited for an amount of ₹ 2,700 lacs on 11th April, 2017 ('ICD'). This agreement was in supersession of the earlier ICD Agreement. As per amended agreement loan is repayable as a bullet repayment at the end of 10 years from the date of disbursement of loan, loan is unsecured and carry interest @10% p.a. Also as per agreement terms, the Company can prepay a part or entire amount of loan without any prepayment premium.

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Notes to the Financial Statements for the year ended 31st March, 2020

17. Leased Liabilities

Accounting Policy for Leases from 01st April, 2019

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 stand alone price.

As a lessee

i) Right-of-use assets

The Company recognizes right-of-use assets at the commencement date of the lease. 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 - 25 years.

The Company presents right-to-use assets that do not meet the definition of investment property in 'Property, Plant and Equipment'.

ii) Lease liabilities

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. 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.

The Company presents lease liabilities in 'Non Current Liabilities and Current Liabilities in the Balance Sheet.

iii) Short term leases and leases of low value of assets

The Company applies the short-term lease recognition exemption to its short-term leases. 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 recognized as expense on a straight-line basis over the lease term.

Lessee

The Company has lease contracts for land used in its operations. Leases of land have lease terms for 30 years. Generally, the Company is restricted from assigning and subleasing the leased assets.

₹ lacs	
Amount recognized in the Statement of Profit and Loss	For the year ended 31st
Depreciation of Right-of-use assets	0.20
Interest on lease liabilities	0.42
Expenses related to short term leases	1.20
Expenses related to leases of low value assets, excluding short term leases of low value assets	-
Variable lease payments not included in measurement of lease liabilities	-

Refer Note 06 for additions to Right-Of-Use Assets and the carrying amount of Right-Of-Use Assets as at 31st March, 2020.

₹ lacs	
Amount recognized in the Statement of Cash Flows	For the year ended 31st March, 2020
Total cash outflow of leases	1.50

	As at	As at
	31st March, 2020	31st March, 2019
	₹ lacs	₹ lacs

Non-current

- (i) Leased Liabilities

	4.29	-
	4.29	-

Walwhan Solar RJ Limited
(Formerly known as Walwhan Solar RJ Private Limited)
(Formerly known as Welspun Solar UP Private Limited)

Notes to the Financial Statements for the year ended 31st March, 2020

18. Current Borrowings

	As at 31st March, 2020 ₹ Lacs	As at 31st March, 2019 ₹ Lacs
(i) Unsecured - At Amortised Cost From Others		
(a) From Related Parties	-	286.00
Total	-	286.00

Security and terms of repayment

(a) Loans from Related Parties - Current Borrowings

Loan from Related Parties includes loan taken from Walwhan Renewable Energy Limited (Holding Company). The Company entered into an amended Inter Corporate Deposit ('ICD') agreement with Walwhan Renewable Energy Limited for an amount of ₹ 286 lacs on 31st March, 2018 ('ICD'). As per agreement loan is repayable as a bullet repayment at the end of 90 days from the date of disbursement of loan, loan is unsecured and carry interest @7.70% p.a. Also as per agreement terms, the Company can prepay a part or entire amount of loan without any prepayment premium. As per the earlier agreement, the loan was interest free and repayable on demand, accordingly the same was classified as current borrowing in previous year. The said loan was repaid during the year 2019 - 2020.

19. Other Financial Liabilities

	As at 31st March, 2020 ₹ Lacs	As at 31st March, 2019 ₹ Lacs
(At amortized Cost)		
(a) Interest accrued but not due on Borrowings-Related Party	192.27	223.43
	192.27	223.43

20. Tax Liabilities

	As at 31st March, 2020 ₹ Lacs	As at 31st March, 2019 ₹ Lacs
Current Tax Liabilities		
Income-tax Payable	-	31.10
Total	-	31.10

21. Other Liabilities

	As at 31st March, 2020 ₹ Lacs	As at 31st March, 2019 ₹ Lacs
Current		
Statutory Liabilities	22.73	25.97
Total	22.73	25.97

Walwhan Solar RJ Limited
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Notes to the Financial Statements for the year ended 31st March, 2020

22. Revenue from Operations

Revenue recognition

Accounting Policy

- A.** Revenue from contracts with customers is recognized when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Description of performance obligations are as follows :

- (i) Sale of Power - Generation - Solar**
Revenue from sale of power is recognized net of estimated rebates and other similar allowances when the units of electricity is delivered.
- B. Delayed payment charges**
Delayed payment charges and interest on delayed payments leviable as per the relevant contracts are recognized on actual realization or accrued based on an assessment of certainty of realization supported by either an acknowledgement from customers or on receipt of favorable order from regulator / authorities. The management has assessed that the company will meet Ind AS 115 criteria for revenue recognition in respect of delay payment charge only at his stage.
- C. Unbilled revenue**
Unbilled revenue represents services rendered by the Company but not invoiced as at balance sheet date. The Company presents such unbilled revenue as financial asset if it has unconditional right to receive and billing is dependent only on the passage of time. If unconditional right to receive does not exist, then amount is presented as non-financial asset.
- D.** The transaction price for long term power purchase agreements is determined based on the expected plant load factor at the per unit rate of electricity for each year over the contract period. The transaction price is adjusted for significant financing component, if any and the adjustment is accounted as finance cost.

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Notes to the Financial Statements for the year ended 31st March, 2020

22. Revenue from Operations (Contd.)

	For the year ended 31st March, 2020 ₹ Lacs	For the year ended 31st March, 2019 ₹ Lacs
(a) Sale of Electricity	460.33	474.70
Less: Rebate/ Discount	-	-
	<u>460.33</u>	<u>474.70</u>
 (b) Other Operating Income		
Miscellaneous Revenue and Sundry Credits	1.11	-
	<u>1.11</u>	<u>-</u>
	<u>461.44</u>	<u>474.70</u>

Details of Revenue from contract with customers

	For the year ended 31st March, 2020 ₹ Lacs	For the year ended 31st March, 2019 ₹ Lacs
Revenue from power supply (net of cash discount)	460.33	474.70
Add : Rebate/ Discount	-	-
Total revenue as per contracted price	<u>460.33</u>	<u>474.70</u>

Contract balances

	As at 31st March, 2020 ₹ lacs	As at 31st March, 2019 ₹ lacs
Contract assets		
Deferred revenue to customers	-	-
Total Contract assets	<u>-</u>	<u>-</u>
Contract liabilities		
Deferred revenue from customers	-	-
Total Contract Liabilities	<u>-</u>	<u>-</u>
Receivables		
Trade receivables (Gross)	74.15	72.02
Unbilled revenue	42.69	45.24
Less : Allowances for doubtful trade receivable	-	-
Net receivables	<u>116.84</u>	<u>117.26</u>

The Company has enters into long term agreement for sale of power to Discom at a fixed rate per unit. The management has assessed and determined that amount invoiced / to be invoiced as the agreement reflects appropriate revenue for the period. Contract asset is the right to consideration in exchange for goods or services transferred to the customer. Contract liability is the entity's obligation to transfer goods or services to a customer for which the entity has received consideration from the customer in advance. Contract assets are transferred to unbilled revenue / receivables when the rights become unconditional and contract liabilities are recognized as and when the performance obligation is satisfied. The Company does not have any contract assets/liabilities at the reporting date.

Disaggregation of Revenue

The Company has a single stream of revenue i.e. sale of power

Notes to the Financial Statements for the year ended 31st March, 2020

23. Other Income

Accounting Policy

Dividend and Interest Income

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

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 life of the financial asset to that asset's net carrying amount on initial recognition.

	For the year ended 31st March, 2020 ₹ Lacs	For the year ended 31st March, 2019 ₹ Lacs
(a) Interest Income		
(i) Financial Assets held at amortized Cost		
Interest on Loans to related party	-	2.37
	-	2.37
(b) Gain/(Loss) on Investments		
(i) Gain on Sale of Current Investment measured at FVTPL	7.09	4.34
Total	7.09	6.71

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Walwhan Solar RJ Limited
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Notes to the Financial Statements for the year ended 31st March, 2020

24. Finance Costs
Accounting Policy

Borrowing Costs

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.

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

All other borrowing costs are recognized in statement of profit and loss in the period in which they are incurred.

	For the year ended 31st March, 2020 ₹ Lacs	For the year ended 31st March, 2019 ₹ Lacs
(a) Interest Expense:		
On Borrowings (Carried at amortized Cost)		
Interest on borrowings from related parties	218.01	254.06
Others		
Interest on Lease Liability	0.42	-
	<u>218.43</u>	<u>254.06</u>
(b) Other Borrowing Cost:		
Other Finance Costs	0.11	0.12
	<u>0.11</u>	<u>0.12</u>
	<u>218.54</u>	<u>254.18</u>

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Walwhan Solar RJ Limited
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Notes to the Financial Statements for the year ended 31st March, 2020

25. Other Expenses

	For the year ended 31st March, 2020 ₹ Lacs	For the year ended 31st March, 2019 ₹ Lacs
Consumption of Stores, Oil, etc.	0.27	0.41
Rental of Buildings and Plant and Equipment	-	0.25
Repairs and Maintenance -		
(i) To Machinery and Hydraulic Works	34.20	16.76
	<u>34.20</u>	<u>16.76</u>
Rates and Taxes	-	0.33
Insurance	0.99	0.85
Other Operation Expenses	11.38	6.97
Travelling and Conveyance Expenses	6.34	4.66
Consultants' Fees	3.85	2.05
Auditors' Remuneration [Refer note (i) below]	8.37	4.98
Cost of Services Procured	35.79	37.89
Legal Charges	-	2.80
Miscellaneous Expenses	0.95	0.71
	<u>102.14</u>	<u>78.66</u>

(i) Payment to the auditors comprises :

	For the year ended 31st March, 2020 ₹ Lacs	For the year ended 31st March, 2019 ₹ Lacs
As Auditors - Statutory Audit	2.07	1.10
For Taxation Matters	1.53	2.66
For Other Services	4.43	1.18
Reimbursement of Expenses	0.34	0.04
Total	<u>8.37</u>	<u>4.98</u>

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Notes to the Financial Statements for the year ended 31st March, 2020

26 Income taxes

Current Tax

Accounting Policy

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 respective subsidiary companies operates and generates taxable income.

Current income tax relating to items recognized outside statement of profit and loss is recognized outside statement of profit and loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in OCI 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.

Deferred Tax

Accounting Policy

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized 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 utilized. Such deferred tax assets and liabilities are not recognized 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 the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the 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 realized, 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 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 relating to items recognized outside profit or loss is recognized outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets include 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 recognized 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 realized. 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 recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

Walwhan Solar RJ Limited
(Formerly known as Walwhan Solar RJ Private Limited)
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Notes to the Financial Statements for the year ended 31st March, 2020

26 Income taxes

(i) Income taxes recognized in statement of profit and loss

	For the year ended 31st March, 2020 ₹ Lacs	For the year ended 31st March, 2019 ₹ Lacs
Current Tax		
In respect of the current year	12.51	14.10
In respect of the previous years	0.01	(0.27)
Total	12.52	13.84
Deferred Tax		
Deferred tax	7.52	(194.49)
MAT credit entitlement	(12.51)	(14.10)
	(4.99)	(208.59)
Total income tax expense/(Credit) recognized in the current period	7.53	(194.75)

The income tax expense/(Credit) for the year can be reconciled to the accounting profit as follows:

	31st March, 2020 ₹ Lacs	31st March, 2019 ₹ Lacs
Profit before tax	35.90	28.98
Profit before tax considered for tax working	35.90	7.40
Income tax expense calculated at 26% for FY 2019-20 and 25.75% for FY 2018-19	9.33	7.46
Add/(Less) tax effect on account of :		
Changes in income tax rate	(1.30)	-
Effect on deferred tax balances due to the changes in income tax rate	(0.51)	(201.95)
Other Items (including true up impact basis income tax returns)	0.01	(0.27)
Income tax expense/(Credit) recognized in statement of profit and loss	7.53	(194.75)

Notes:

- The tax rates used for the years 2019-20 and 2018-19 reconciliation above is the corporate tax rate of 26% and 25.75% as payable by corporate entities in India on taxable profits under the Indian tax law.
- The Company has to pay taxes based on the higher of Income Tax profit of the company or MAT at 15.60% and 19.24% of book profit for the year 2019-20 and 2018-19 respectively.
- The Company continues to pay income tax under the old tax regime and have not opted for lower tax rate pursuant to the Taxation Law (Amendment) Ordinance, 2019 (since replaced by the Taxation Laws (Amendment) Act, 2019) considering the accumulated MAT credit, losses and 80-IA benefits under the Income Tax Act, 1961. The Company plans not to opt for lower tax regime in foreseeable future and therefore, there is no impact on current/ deferred tax for the period.

Walwhan Solar RJ Limited
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Notes to the Financial Statements for the year ended 31st March, 2020

27. Earnings Per Share

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 (after adjustment for income in respect of dilutive potential ordinary shares) 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.

Particulars	For the year ended	For the year ended
	31st March, 2020	31st March, 2019
Profit for the period attributable to owners of the Company (in ₹ lacs)	28.37	223.74
Weighted average no. of equity shares for Basic and Diluted EPS	7,500,000	7,500,000
<u>Earnings Per Share</u>		
- Basic and Diluted (In ₹)	0.38	2.98

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Walwhan Solar RJ Limited
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Notes to the Financial Statements for the year ended 31st March, 2020

28. Related Party Disclosures:

Disclosure as required by Ind AS 24 - "Related Party Disclosures" are as follows:

Names of the related parties and description of relationship:

A. Related parties where control exists:

- (i) **Ultimate Holding Company**
The Tata Power Company Limited (TPCL)
- (ii) **Intermediate Holding Company**
Tata Power Renewable Energy Limited (TPREL)
- (iii) **Holding Company**
Walwhan Renewable Energy Limited (WREL)

B. Other related parties (where transactions have taken place during the year or previous year / balances outstanding) :

- (i) **Fellow Subsidiary companies**
Tata Power Solar System Limited (TPSSL)
- (i) **Subsidiaries of Promoter Group**
Tata AIG General Insurance Company Limited

C. Directors

Mr. Satish Bhat
Mr. Rajiv Samant
Mr. Gautam Attravanam

D. Key Managerial Persons (KMP's)

Santosh C R - Company Secretary

E. Details of Transactions:

Particulars

₹ lacs

		Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Subsidiaries of Promoter Group
		The Tata Power Company Limited	Walwhan Renewable Energy Limited	Tata Power Solar System Limited	Tata AIG General Insurance Company Limited
Finance Charges on non current borrowing from related parties	2020	-	218.01	-	-
	2019	-	254.06	-	-
Interest income on loans to related party	2020	-	-	-	-
	2019	-	-	2.37	-
Current Borrowings taken	2020	-	-	-	-
	2019	-	265.00	-	-
Current Borrowings repaid	2020	-	286.00	-	-
	2019	-	265.00	-	-
Non - Current Borrowing taken	2020	-	219.00	-	-
	2019	-	-	-	-
Non - Current Borrowing Repaid	2020	-	297.47	-	-
	2019	-	-	-	-
Business Support expenses	2020	-	1.28	-	-
	2019	-	1.54	-	-
Amount paid by others on behalf of the Company by (inclusive of taxes)	2020	-	-	-	-
	2019	-	0.19	-	-
Receiving of Services	2020	1.57	-	-	0.99
	2019	1.02	-	-	0.85

Walwhan Solar RJ Limited
(Formerly known as Walwhan Solar RJ Private Limited)
(Formerly known as Welspun Solar UP Private Limited)

Notes to the Financial Statements for the year ended 31st March, 2020

28. Related Party Disclosures (Contd.):

Details of Transactions: (Contd.) Particulars		₹ lacs			
		Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Fellow Subsidiaries
		The Tata Power Company Limited	Walwhan Renewable Energy Limited	Tata Power Solar System Limited	Tata AIG General Insurance Company Limited
F. Balances outstanding					
Non Current Borrowings	2020	-	2,183.88	-	-
	2019	-	2,262.35	-	-
Other Equity	2020	-	10.27	-	-
	2019	-	10.27	-	-
Current Borrowings	2020	-	-	-	-
	2019	-	286.00	-	-
Interest Accrued on Borrowing	2020	-	192.27	-	-
	2019	-	223.43	-	-
Trade Payables	2020	1.20	1.38	-	-
	2019	0.62	1.71	-	-

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29. 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 significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognized in respect of each class of financial asset, financial liability and equity instrument are disclosed in financial statements

29.1 Fair values

Set out below, is a comparison by class of the carrying amount and fair value of the financial instruments:

	Carrying value		Fair Value	
	31st March, 2020	31st March, 2019	31st March, 2020	31st March, 2019
	₹ lacs	₹ lacs	₹ lacs	₹ lacs
Financial assets				
Cash and Cash Equivalents *	3.42	1.25	3.42	1.25
Trade Receivables*	74.15	72.02	74.15	72.02
Unbilled Revenues*	42.69	45.24	42.69	45.24
Other Financial Assets*	1.78	1.78	1.78	1.78
FVTPL Financial Investments	125.70	160.79	125.70	160.79
Total	247.74	281.08	247.74	281.08
Financial liabilities				
Trade Payables*	25.83	33.67	25.83	33.67
Fixed rate Borrowings (including Current Maturities)*	2,183.88	2,548.35	2,183.88	2,548.35
Other Financial Liabilities*	192.27	223.43	192.27	223.43
	2,401.98	2,805.45	2,401.98	2,805.45

* At amortized Cost

Notes: The management assessed that cash and cash equivalents, other balances with bank, trade receivables, loans, finance lease receivables, 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 of the mutual funds are based on the price quotations near the reporting date.

29.2 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 Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities. This includes quoted equity instruments, government securities, quoted borrowings (fixed and floating rate) and mutual funds that have quoted price.
- Level 2 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). This includes derivative financial instruments and unquoted borrowings (fixed and floating rate)
- Level 3 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. This includes unquoted equity shares.

29. Financial Instruments (Contd.)

The following table summarizes financial assets and liabilities measured at fair value on a recurring basis and financial assets that are not measured at fair value on a recurring basis (but fair value disclosures are required) :

Date of valuation	Fair value hierarchy as at 31st March, 2020				
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total	
	₹ lacs	₹ lacs	₹ lacs	₹ lacs	
Asset measured at fair value					
FVTPL Financial Investments	31st March, 2020	125.70	-	-	125.70
		125.70	-	-	125.70
Liabilities for which fair values are disclosed					
Fixed rate Borrowings	31st March, 2020	-	2,183.88	-	2,183.88
Total		-	2,183.88	-	2,183.88

Date of valuation	Fair value hierarchy as at 31st March, 2019				
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total	
	₹ lacs	₹ lacs	₹ lacs	₹ lacs	
Asset measured at fair value					
FVTPL Financial Investments	31st March, 2019	160.79	-	-	160.79
		160.79	-	-	160.79
Liabilities for which fair values are disclosed					
Fixed rate Borrowings	31st March, 2019	-	2,548.35	-	2,548.35
Total		-	2,548.35	-	2,548.35

There has been no transfer between level 1 and level 2 during the year.

Note :

Borrowings :

Long-term fixed-rate and floating-rate borrowings (including current maturities) are evaluated by the Company based on parameters such as interest rates, specific country risk factors, credit risk and the risk characteristics of the financed project. The fair value is determined using the discounted cash flow method. The future cash flows are based on terms of the borrowing. These Cash flows are discounted at a rate that reflects current market rate and the current credit risk

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29.3 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 shareholder value.

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. The Company monitors capital using gearing ratio, which is net debt divided by total capital plus net debt. The Company includes within net debt, interest bearing loans and borrowings, less cash and cash equivalents.

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 period was as follows:

	₹ lacs	
	31st March, 2020	31st March, 2019
Debt (i)	2,376.15	2,771.78
Less: Cash and Bank balances	3.42	1.25
Net debt	2,372.73	2,770.53
Total Capital (ii)	349.71	321.34
Capital and net debt	2,722.44	3,091.87
Net debt to Total Capital plus net debt ratio (%)	87.15	89.61

(i) Debt is defined as Non - Current borrowings (including current maturities) and current borrowings and interest accrued on Non - Current borrowings and Current borrowings.

(ii) Equity is defined as Equity share capital and other equity including reserves and surplus.

29.4 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. The Company's principal financial assets include loans, trade and other receivables, cash and cash equivalents, 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 senior management oversees the management of these risks. The Company's senior management reviews the financial risks and the appropriate financial risk governance framework for the Company. The Company 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.

29.4.1 Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of three types of risk: currency risk, interest rate risk and equity price risk. The currency risk and equity price risk is not applicable for the Company.

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a. Interest rate risk management

As the entire borrowings of the Company is at a fixed interest rate, there is no Interest rate risk for the Company at present.

29.4.2 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 (primarily trade receivables) and from its other activities including derivative contracts (if any). The Company generally deals with parties which has good credit rating/ worthiness or based on Company internal assessment as listed below:

	₹ lacs	
	31st March, 2020	31st March, 2019
Trade Receivables	74.15	72.02
Other Financial Assets	1.78	1.78
Unbilled Revenue	42.69	45.24
Total	118.62	119.04

a) Trade receivables and unbilled revenue as stated above are due from the Discom and are under normal course of the business and as such the Company believes exposure to credit risk to be minimal. (Refer Note No. 12 for Trade Receivables)

b) Other financial assets mainly include security deposits where the credit risk is envisaged to be minimal. The Company has not acquired any credit impaired asset. There was no modification in any financial assets.

29.4.3 Liquidity risk management

The Company manages liquidity risk by maintaining adequate reserves, banking 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 and debt maturing within 12 months can be rolled over with existing lenders, wherever applicable.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

					₹ lacs
	Up to 1 year	1 to 5 years	5+ years	Total	Carrying Amount
31st March, 2020					
Non-Derivatives					
Borrowings #	-	-	2,183.88	2,183.88	2,183.88
Future Interest	218.39	874.15	436.18	1,528.72	-
Trade Payables	25.83	-	-	25.83	25.83
Other Financial Liabilities	192.27	-	-	192.27	192.27
Lease Liabilities	0.32	1.45	12.47	14.24	4.29
Total Non-Derivative Liabilities	436.80	875.60	2,632.53	3,944.93	2,406.27
31st March, 2019					
Non-Derivatives					
Borrowings #	286.00	-	2,262.35	2,548.35	2,548.35
Future Interest	248.26	993.02	744.77	1,986.05	-
Trade Payables	33.67	-	-	33.67	33.67
Other Financial Liabilities	223.43	-	-	223.43	223.43
Total Non-Derivative Liabilities	791.36	993.02	3,007.12	4,791.50	2,805.45

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, ignoring the call and refinancing options available with the Company. The amounts included above for variable interest rate instruments for non-derivative liabilities is subject to change if changes in variable interest rates differ to those estimates of interest rates determined at the end of the reporting period.

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30. Micro and small enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 have been determined based on the information available with the Company and the required disclosures are given below:

	31st March, 2020 ₹ lacs	31st March, 2019 ₹ lacs
(a) Principal amount remaining unpaid as on 31st March	-	-
(b) Interest due thereon as on 31st March @	-	-
(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 as at 31st March @	-	-
(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 @	-	-

Dues to Micro and small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

@ Amounts unpaid to Micro and small enterprises vendors on account of retention money have not been considered for the purpose of interest calculation.

31. Contingent liabilities

The Company does not have any contingent liabilities as at 31st March, 2020 and as at 31st March, 2019.

32. Segment reporting

The company is engaged in a single segment i.e., the business of "Generation of power" from where it is earning its revenue and incurring expense. The operating results are regularly reviewed and performance is assessed by its Chief Operating Decision Maker (CODM). All the company's resources are dedicated to this single segment and all the discrete financial information is available for this segment. All non-current assets of the company are located in India.

The company is having all its revenue from sale of power to single customer located in India.

33. Capital Commitments**₹ Lacs**

Particular	As at	
	31st March, 2020	31st March, 2019
Estimated amount of contracts remaining to be executed on capital account and not provided for	7.76	6.82
Total	7.76	6.82

The Company does not have any long term commitment or material non-cancellable contractual commitments/ contracts which might have a material impact on the financial statements.

34. India and other global markets experienced significant disruption in operations resulting from uncertainty caused by the worldwide coronavirus pandemic. Considering that the entity is in the business of essential services, management believes that there is not much of an impact likely due to this pandemic including the utilization of installed capacity. However, the Company is closely monitoring developments, its operations, liquidity and capital resources and is actively working to minimize the impact of this unprecedented situation.

35. Significant Events after the Reporting Period

There were no significant adjusting events that occurred subsequent to the reporting period other than the events disclosed in the relevant notes.

36. Approval of Financial Statements

The financial statements were approved for issue by the Board of Directors on 27th April, 2020.

As per our report of even date.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration No: 324982E/E300003

per Vishal Bansal
Partner
Membership No. 097546
Mumbai, 27th April, 2020

For and on behalf of the Board of Directors,

Satish Bhat
Director
DIN 07598210

Gautam Attravanam
Director
DIN 08284326

Santosh C.R.
Company Secretary
Mumbai, 27th April, 2020