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INDEPENDENT AUDITOR'S REPORT

To the Members of TP Northern Odisha Distribution Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of TP Northern Odisha Distribution Limited ("the Company"), which comprise the Balance sheet as at March 31, 2026, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's Responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material



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misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements.

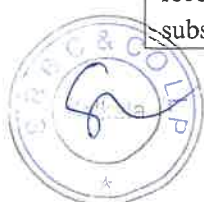
Key audit matter	How our audit addressed the key audit matter
(a) Expected credit loss on trade receivables (as described in Note 12 to the financial statements)	
<p>The Company has outstanding gross trade receivables of Rs. 316.51 crores as at March 31, 2026, including overdue / aged receivables.</p> <p>The Company supplies electricity to various types of consumers including individual consumers with wide ranging characteristics in the Northern Odisha. There exists inherent exposure to credit risk for these consumers.</p> <p>The Company has recognised Expected Credit Loss (ECL) allowance on trade receivables using its best estimate considering various factors such as segregation between government and non-government consumers, security deposit available, their most recent payment behaviour as well as the fact that electricity is an essential commodity and regulations require consumers to clear old dues to get continuous electricity etc.</p> <p>Based on the above mechanism and using its best estimate, the Company has accounted ECL provision of Rs. 206.14 crores as on the Balance sheet date.</p> <p>The appropriateness of the provision for expected credit loss is subjective due to the high degree of judgment applied by management. Due to the significance of trade receivables and the related estimation uncertainty this is considered to be a key audit matter.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> • Obtained an understanding of the Company's process and tested internal controls associated with the management's assessment of determining ECL allowance for trade receivables. • Evaluated management's assessment of recoverability of the outstanding receivables including recoverability of overdue/ aged receivables through inquiry with management, and analysis of recent collection trends in respect of receivables particularly aged receivables. • Evaluated management's assumption and judgement relating to collection considering business environment in which the Company operates and rights available with the Company to recover amount due from consumers for estimating the amount of ECL allowance. • Evaluated management's continuous assessment of the assumptions used in the credit loss provision computation. These considerations include whether there are regular receipts from the consumers and the Company's past collection history. • Verified mathematical accuracy of provision computation based on credit loss estimation model used and other factors considered by the management. • Assessed the disclosures in the financial statements. • Obtained necessary management representation.
(b) Accrual of regulatory assets/liabilities for items which are subject matter of true up in tariff/ true-up orders (as described in Note 25 to the financial statements)	
Being regulated distribution business, tariff of the Company is determined by the regulator on cost	Our audit procedures included the following:



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Key audit matter	How our audit addressed the key audit matter
<p>plus return on equity basis wherein the cost is subject to prudential norms. The Company invoices its consumers on the basis of pre-approved tariff which is subject to true up.</p> <p>The Company recognizes revenue at the amount invoiced to consumers based on pre-approved tariff rates. As the Company is entitled to a fixed return on equity and applicable incentives, the difference between the revenue recognized and entitlement as per the regulation is recognized as regulatory assets/liabilities. The Company has recognized regulatory asset of Rs. 653.40 crores as at March 31, 2026.</p> <p>Accruals are determined based on tariff regulations and past tariff/true-up orders and are subject to verification and approval by the regulators. Further the costs incurred are subject to prudential checks and prescribed norms.</p> <p>Judgements are made in determining the accruals including interpretation of tariff regulations and tariff/true-up orders.</p> <p>During the current year, in the true-up order for FY 2023-24 and FY 2024-25, the regulator allowed certain claims / expenses on provisional basis which are lower than the claim submitted by the Company under ARR for FY 2023-24 and FY 2024-25. The regulator further decided to verify these additional expenditures through a Special Audit. Consequently, the regulator has decided to issue suitable orders in accordance with the findings of the Special Audit including matter pertaining to FY 2022-23.</p> <p>The Company is taking steps considered appropriate by the management to claim lower allowances and has treated these expenses as recoverable/ pass-through to the consumers through subsequent regulatory orders.</p>	<ul style="list-style-type: none"> • Obtained an understanding of the Company's process and tested internal controls associated with the estimation and recoverability of such regulatory deferral balances. • Read the tariff regulations and tariff orders and evaluated relevant clauses to understand management's assessment on allowability of various income and expenses and consequent recognition/ measurement of regulatory deferral account balances. • Discussed with the management to understand their assessment on each qualitative and quantitative factor and reviewed consistency of the management's explanation with the underlying documentation, rules, and regulations. • Assessed management's evaluation for the likely outcome in respect of material disallowances in the true-up order made by the regulator. • Assessed impact, if any, recognized by the Company in respect of tariff orders received. • Re-calculated workings obtained from the management to check arithmetical accuracy of the calculations. • Assessed disclosures made by the Company in accordance with the requirements of Ind AS 114 "Regulatory Deferral Accounts." • Obtained necessary management representation.



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Key audit matter	How our audit addressed the key audit matter
Considering judgements involved in estimating various elements of tariff regulations and tariff/true-up orders and resulting regulatory deferral account balance, we have determined this to be a key audit matter.	

Other Information

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management for the Financial Statements

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

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

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



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Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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



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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements for the financial year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books [also refer to paragraph (h) (vi) below];
 - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended, specified under section 133 of the Act;
 - (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls with reference to these 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 for the year ended March 31, 2026 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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- (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 has disclosed the impact of pending litigations on its financial position in its financial statements – Refer note 35 and note 18.3(b) to the financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv.
 - a) The management has represented that, to the best of its knowledge and belief, as disclosed in note 45(v) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
 - b) The management has represented that, to the best of its knowledge and belief, as disclosed in note 45(iv) to the financial statements, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
 - c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.
 - v. As stated in note 16 to the financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.



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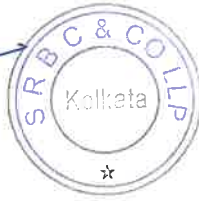
- vi. Based on our examination which included test checks, the Company has used accounting software(s) for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software as described in note 46 to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of accounting software(s). Additionally, the audit trail of relevant prior years has been preserved by the company as per the statutory requirements for record retention, to the extent it was enabled and recorded in those respective years, as stated in note 46 to the financial statements.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003

Shivam Chowdhary

per Shivam Chowdhary
Partner

Membership Number: 067077
UDIN: 26067077PAMJRC7056
Place of Signature: Kolkata
Date: April 22, 2026



For **SRB & Associates**
Chartered Accountants
ICAI Firm registration number: 310009E

R S

Per R S Sahoo
Partner

Membership Number: 053960
UDIN: 26053960PXFYIM8980
Place of Signature: Bhubaneswar
Date: April 22, 2026



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

Re: TP Northern Odisha Distribution Limited (“the Company”)

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

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangibles assets.

(b) All Property, Plant and Equipment have not been physically verified by the management during the year but there is a regular programme of verification of all the Property, Plant and Equipment over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with the planned programme, a portion of the Property, Plant and Equipment was verified during the year. No material discrepancies were noticed on such verification.

(c) The Company does not hold any land in its name. As regard the buildings, thereon, the Company retains operational rights over the buildings used for the purpose of carrying out distribution business under a license granted by the Odisha Electricity Regulatory Commission. Thus, verification of title deeds is not applicable for such buildings.

(d) The Company has not revalued its Property, Plant and Equipment or intangible assets during the year ended March 31, 2026.

(e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

- (ii) (a) Physical verification of inventory has been conducted at reasonable intervals during the year by management. In our opinion, the coverage and procedure of such verification by the management is appropriate. There were no discrepancies of 10% or more noticed, in the aggregate for each class of inventory.

(b) As disclosed in note 21 to the financial statements, the Company has been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks during the year on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of the financial statements, the quarterly returns/statements filed by the Company with such banks are in agreement with the unaudited books of accounts of the Company. The Company does not have sanctioned working capital limits in excess of Rs. five crores in aggregate



from financial institutions during the year on the basis of security of current assets of the Company.

(iii) (a) During the year, the Company has provided unsecured loans to its employees as follows:

(Amount in Rs. crores)

Particulars	Loans
Aggregate amount provided during the year	
- Employees	10.71
Balancing outstanding as at balance sheet date in respect above cases (post-acquisition of business)	
- Employees	6.21

During the year, the Company has not provided loans, advances in the nature of loans, stood guarantee and provided security to companies, firms, Limited Liability Partnerships or party other than as mentioned above.

(b) During the year, the terms and conditions of the grant of all loans and advances in the nature of loans are not prejudicial to the Company's interest. Further, during the year, the Company has not made investments, provided guarantees, provided security and granted loans and advances in the nature of loan to firms, Limited Liability Partnerships or any other party.

(c) The Company has granted loans during the year to employees where the schedule of repayment of principal has been stipulated and the repayment of receipts are regular.

(d) There are no amounts of loans and advances in the nature of loans granted to companies, firms, limited liability partnerships or any other parties which are overdue for more than ninety days.

(e) There were no loans or advance in the nature of loan granted to companies, firms, limited liability partnerships or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, limited liability partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.



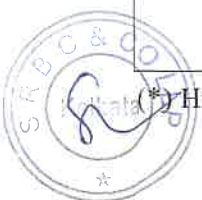
There are no loans, investments, guarantees, and security given by the Company post-acquisition of business in respect of which provisions of section 185 and 186 of the Companies Act, 2013 are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.



- (v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the service of distribution of electricity, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.
- (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable. During the year, the Company did not have any undisputed dues towards sales-tax, service tax, duty of excise, duty of customs and value added tax.
- (b) The dues of income tax and goods and service tax have not been deposited on account of any dispute, are as follows:

Name of the statute	Nature of dues	Amount (Rs in crores)	Period to which the amount relates (Financial Year)	Forum where the dispute is pending	Remarks
Income Tax Act, 1961	Income Tax	44.73	FY 2016-17 and 2017-18	Commissioner (Appeals) – Income Tax	
Income Tax Act, 1961	Income Tax	1.35	FY 2019-20	Commissioner (Appeals) – Income Tax	
SGST Act, 2017	GST	2.06	FY 2017-18	Stay grant from Hon'ble High Court, Orissa*	Rs. 0.08 crore under protest
SGST Act, 2017	GST	0.26	FY 2018-19	Stay grant from Hon'ble High Court, Orissa*	Rs. 0.01 crore under protest
SGST Act, 2017	GST	2.02	FY 2021-22	Additional Commissioner of State Tax (Appeal), CT GST Territorial range, Odisha.	Rs. 0.12 crore under protest

(*) High court has granted the stay till constitution of Appellate Tribunal

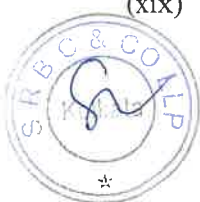


There are no dues of employees' state insurance, service tax, provident fund, sales-tax, customs duty, excise duty, value added tax, cess and other statutory dues which have not been deposited on account of any dispute.

- (viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- (ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c) Term loans were applied for the purpose for which the loans were obtained.
- (d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes by the Company.
- (e) The Company does not have any subsidiary, associate, or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.
- (f) The Company does not have any subsidiary, associate, or joint venture. Accordingly, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.
- (x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.
- (xi) (a) No fraud by the Company or no material fraud on the Company has been noticed or reported during the year.
- (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/ secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of audit procedures.



- (xii) (a) The Company is not a Nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a) of the Order is not applicable to the Company.
- (b) The Company is not a Nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(c) of the Order is not applicable to the Company.
- (xiii) Transactions with the related parties are in compliance with section 177 and 188 of the Companies Act, 2013 (as amended) where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- (xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
- (d) According to the information and explanation given to us by the management, the Group has five CICs which are registered with the Reserve Bank of India and one CIC which is not required to be registered with the Reserve Bank of India.
- (xvii) The Company has not incurred cash losses in the current year as well as in the immediately preceding financial year respectively.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
- (xix) On the basis of the financial ratios disclosed in note 39 to the financial statements, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come



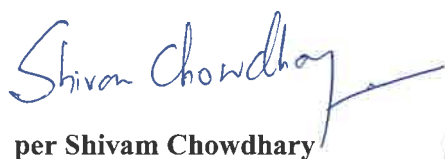
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to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 31.2 to the financial statements.
- (b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in note 31.2 to the financial statements.
- (xxi) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(xxii) of the Order is not applicable to the Company.

For **S R B C & CO LLP**
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003



per **Shivam Chowdhary**
Partner
Membership Number: 067077
UDIN: 26067077PAMJRC7056
Kolkata
April 22, 2026



For **SRB & Associates**
Chartered Accountants
ICAI Firm Registration Number: 310009E



per **R S Sahoo**
Partner
Membership Number: 053960
UDIN: 26053960PXFYIM8980
Bhubaneswar
April 22, 2026



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Annexure 2 to the Independent Auditor's Report of even date on the Financial Statements of TP Northern Odisha Distribution Limited

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

We have audited the internal financial controls with reference to financial statements of TP Northern Odisha Distribution Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to these financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness



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of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with Reference to these Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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



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Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **S R B C & CO LLP**

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003

Shivam Chowdhary

per **Shivam Chowdhary**

Partner

Membership Number: 067077

UDIN: 26067077PAMJRC7056

Kolkata

April 22, 2026



For **SRB & Associates**

Chartered Accountants

ICAI Firm Registration Number: 310009E

R S Sahoo

per **R S Sahoo**

Partner

Membership Number: 053960

UDIN: 26053960PXFYIM8980

Bhubaneswar

April 22, 2026



TP NORTHERN ODISHA DISTRIBUTION LIMITED
 CIN:U40109OR2021PLC035951
 Januganj, Balasore, Odisha, India, 756019
 Website: www.tpnodi.com

BALANCE SHEET AS AT MARCH 31, 2026

Particulars	Notes	₹ in crores	
		As at March 31, 2025	As at March 31, 2025
A. ASSETS			
(1) Non-current assets			
(a) Property, plant and equipment	4	4,347.94	3,764.36
(b) Capital work-in-progress	5	147.85	253.77
(c) Intangible assets	6	48.12	67.25
(d) Financial assets			
(i) Loans	7	3.08	-
(ii) Other financial assets	7	660.86	412.06
(e) Non-current tax assets (net)	9	27.65	27.74
(f) Other non-current assets	10	16.83	17.13
Total non-current assets (1)		5,252.33	4,542.31
(2) Current assets			
(a) Inventories	11	89.50	72.39
(b) Financial assets			
(i) Trade receivables	12	110.37	120.48
(ii) Unbilled revenue		356.50	343.16
(iii) Cash and cash equivalents	13	84.91	581.02
(iv) Bank balances other than (iii) above	13	1,576.69	1,111.74
(v) Loans	7	3.13	2.57
(vi) Other financial assets	14	28.07	16.21
(c) Other current assets	15	26.45	32.83
Total current assets (2)		2,275.52	2,280.40
(3) Total assets before regulatory deferral account (1+2)		7,527.95	6,822.71
(4) Regulatory deferral account - Asset	25	653.40	326.13
(5) Total assets (3+4)		8,181.35	7,148.84
B. EQUITY AND LIABILITIES			
(1) Equity			
(a) Equity share capital	16	852.03	719.79
(b) Other equity	17	760.28	480.16
Total equity (1)		1,612.31	1,199.95
Liabilities			
(2) Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	21	1,079.12	859.82
(ii) Other financial liabilities	21	1.61	1.54
(b) Provisions	18	518.46	398.40
(c) Capital grant and consumer contribution towards capital assets	19	2,019.28	1,743.69
(d) Deferred tax liabilities (net)	8	39.93	31.81
(e) Other non-current liabilities	20	226.09	438.69
Total non-current liabilities (2)		3,884.49	3,473.95
(3) Current liabilities			
(a) Financial liabilities			
(i) Borrowings	21	99.54	146.28
(ii) Trade payables			
Total outstanding dues of micro and small enterprises	22	49.82	46.87
Total outstanding dues of creditors other than micro and small enterprises	22	552.31	584.84
(iii) Other financial liabilities	23	1,701.27	1,504.71
(b) Provisions	18	20.78	18.40
(c) Other current liabilities	24	246.81	167.12
(d) Current tax liabilities (net)	9	14.02	6.72
Total current liabilities (3)		2,684.55	2,474.94
(4) Total liabilities (2+3)		6,569.04	5,948.89
(5) Total equity and liabilities (1+4)		8,181.35	7,148.84

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For SRBC & CO LLP
 Chartered Accountants
 ICAI FRN: 324982/E/ E300003

Shivam Chowdhary
 per Shivam Chowdhary
 Partner
 Membership Number: 067077
 Place: Kolkata
 Date: April 22, 2026



For SRB & Associates
 Chartered Accountants
 ICAI FRN: 310009E

R S Sahoo
 per R S Sahoo
 Partner
 Membership Number 053960
 Place: Bhubaneswar
 Date: April 22, 2026



For and on behalf of the Board of TP Northern Odisha Distribution Limited

Sanjay Kumar Banga
 Sanjay Kumar Banga
 Director
 DIN: 07785948
 Place: Bhubaneswar

Sanjeev Gupta

Sanjeev Gupta
 Director
 DIN: 09180029
 Place: Bhubaneswar

Gajanan Sampatrao Kale
 Gajanan Sampatrao Kale
 Chief Executive Officer (CEO)
 PAN: ABBPK8040J
 Place: Bhubaneswar

Siladitya Sengupta
 Siladitya Sengupta
 Chief Financial Officer (CFO)
 PAN: BBAPS5442J
 Place: Bhubaneswar

Devendra Prasad
 Devendra Prasad
 Company Secretary
 Membership Number A39789
 Place: Bhubaneswar



Date: April 22, 2026

TP NORTHERN ODISHA DISTRIBUTION LIMITED
CIN:U40109OR2021PLC035951
Januganj, Balasore, Odisha, India, 756019
Website: www.tpnodl.com

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

Particulars	Notes	₹ in crores	
		Year Ended March 31, 2026	Year Ended March 31, 2025
I. Revenue from operations	26	4,472.28	4,148.15
II. Other income	27	169.07	141.47
III. Total income (I+II)		<u>4,641.35</u>	<u>4,289.62</u>
IV. Expenses			
Cost of power purchased and transmission charges	28	2,956.75	2,734.83
Employee benefits expense (net)	29	559.23	520.85
Finance costs	30	152.02	133.11
Depreciation and amortisation expense	4 & 6	306.27	249.59
Other expenses	31	587.62	604.02
Total expenses (IV)		<u>4,561.89</u>	<u>4,242.40</u>
V. Profit before movement in regulatory deferral balance and tax (III-IV)		79.46	47.22
Add: Net movement in regulatory deferral balances	25	288.88	152.65
Add: Deferred tax recoverable		8.12	12.27
VI. Profit before tax		<u>376.46</u>	<u>212.14</u>
VII. Tax expenses			
(1) Current tax	32	86.84	42.54
(2) Adjustment of tax relating to earlier year	32	1.38	(0.27)
(3) Deferred tax	32	9.32	12.09
(4) Deferred tax in respect of earlier year	32	(1.20)	0.18
		<u>96.34</u>	<u>54.54</u>
VIII. Profit for the year (VI-VII)		<u>280.12</u>	<u>157.60</u>
IX. Other Comprehensive Income			
Items that will not be reclassified to profit or loss (net)	33	-	-
X. Total Comprehensive Income for the year (VIII+IX)		<u>280.12</u>	<u>157.60</u>
XI. Earnings Per Equity Share [Excluding Regulatory income/(expense) (net)]			
Basic and Diluted (in ₹)	36	0.80	0.60
Earnings Per Equity Share [Including Regulatory income/(expense) (net)]			
Basic and Diluted (in ₹)	36	3.89	2.79

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For S R B C & CO LLP
Chartered Accountants
ICAI FRN: 324982E/ E300003

Shivam Chowdhary

per Shivam Chowdhary
Partner
Membership Number: 067077
Place: Kolkata
Date: April 22, 2026



For SRB & Associates
Chartered Accountants
ICAI FRN: 310009E

R S Sahoo

per R S Sahoo
Partner
Membership Number: 053960
Place: Bhubaneswar
Date: April 22, 2026



For and on behalf of the Board of TP Northern Odisha Distribution Limited

Sanjay Kumar Banga

Sanjay Kumar Banga
Date: January 22, 2026
DIN: 07785948
Place: Bhubaneswar

Gajanan Sampatrao Kale

Gajanan Sampatrao Kale
Chief Executive Officer (CEO)
PAN: ABDPK6040Q
Place: Bhubaneswar

Siladitya Sengupta

Siladitya Sengupta
Chief Financial Officer (CFO)
PAN: BBAPS5442J
Place: Bhubaneswar

Sanjeev Gupta

Sanjeev Gupta
Director
DIN: 09180029
Place: Bhubaneswar

Devendra Prasad

Devendra Prasad
Company Secretary
Membership Number: A39789
Place: Bhubaneswar



Date: April 22, 2026

TP NORTHERN ODISHA DISTRIBUTION LIMITED

CIN:U40109OR2021PLC035951

Janaganj, Balasore, Odisha, India, 756019

Website: www.tpnodi.com

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026

₹ in crores		
Particulars	Year Ended	
	March 31, 2026	March 31, 2025
Accounting Policy		
Cash flows from operating activities are reported using the indirect method, whereby profit for the year is adjusted for the effects of transactions of non-cash nature and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated and presented separately. The Company considers all highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value to be cash equivalents.		
A. Cash flow from Operating Activities		
Profit before tax	376.46	212.14
Adjustments to reconcile profit and loss before tax to net cash flows:		
Interest income from bank deposits	(121.60)	(103.58)
Amortisation of consumer contribution and grant	(170.52)	(188.89)
Income from delayed payment charge	(15.34)	(14.30)
Allowance for doubtful debts	4.13	50.69
Loss on retirement of property, plant and equipment	7.62	14.44
Non-moving/obsolete inventories written off	0.14	-
Provision for non-moving/obsolete inventories	0.52	0.34
Provisions for claims and compensation	1.44	2.21
Depreciation and amortisation expense	306.27	249.59
Finance costs (net of capitalisation)	152.02	133.11
Transfer to tariff balancing reserve	5.75	3.76
Operating profit before working capital changes	546.89	359.51
Adjustments for (increase)/decrease in operating assets:		
Inventories	(17.78)	(15.70)
Trade receivables	5.98	6.21
Unbilled revenue	(13.34)	(37.87)
Other financial assets - current (Refer Note 13)	(8.67)	26.08
Other financial assets - non current #	(3.76)	(0.00)
Regulatory deferral account	(297.00)	(164.92)
Other current assets	6.39	(9.11)
Other non-current assets #	(0.00)	0.07
Movement in operating assets	(328.18)	(195.24)
Adjustments for increase/(decrease) in operating liabilities:		
Trade payables	(29.57)	40.35
Other financial liabilities - current	(0.30)	38.25
Other financial liabilities - non current	0.07	1.27
Other current liabilities	73.93	20.45
Other non-current liabilities	(116.02)	(166.06)
Provisions - current	0.94	(0.71)
Provisions - non current	89.79	63.45
Movement in operating liability	18.84	(3.00)
Cash generated in operations	237.55	161.27
Taxes paid (net of refund)	(80.83)	(54.79)
Net Cash flows generated from Operating Activities* (A)	156.72	106.48
B. Cash flow from Investing Activities		
Capital expenditure on property, plant and equipment (including capital work in progress and capital advances net off capital creditors)	(491.31)	(510.06)
Capital expenditure on intangible asset	(18.45)	(28.10)
Delayed payment charge received	15.33	14.30
Interest received	118.41	103.88
Deposits made with banks not considered as cash and cash equivalents	(2,160.09)	(1,476.66)
Deposits matured with banks not considered as cash and cash equivalents	1,447.02	1,443.32
Net Cash flows used in Investing Activities (B)	(1,089.09)	(453.32)



TP NORTHERN ODISHA DISTRIBUTION LIMITED
CIN:U40109OR2021PLC035951
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Website: www.tpnodl.com

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026

Particulars	Year Ended	
	March 31, 2026	March 31, 2025
C. Cash flow from Financing Activities		
Proceeds from issue of equity shares	67.44	79.43
Interest paid on security deposit	(54.97)	(52.03)
Interest paid on bank loan and other borrowing cost	(100.52)	(74.10)
Proceeds from consumer security deposits (net)	169.05	71.81
Proceeds from contribution for capital works (net)	71.61	84.57
Proceeds/(Refund) from subsidies towards cost of capital assets (net)	111.09	75.20
Proceeds from long-term borrowings	347.12	409.77
Repayment of long-term borrowings	(121.34)	(43.66)
Proceeds from short term borrowings (net)	(53.22)	(0.07)
Net cash flows generated from Financing Activities (C)	436.26	550.92
D. Net (decrease)/increase in cash and cash equivalents (A+B+C)	(496.11)	204.08
E. Cash and cash equivalents at the beginning of the year	581.02	376.94
F. Cash and cash equivalents at the year end	84.91	581.02
G. Non-cash financing and investing activities:		
Issuance of equity shares for Considerations other than Cash	64.80	76.31

*Net cash flow used in operating activities includes an amount of ₹ 4.68 crores (March 31, 2025 ₹ 3.76 crores) towards corporate social responsibility

0.00 represents amount below the rounding off norm adopted by the Company

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For SRBC & CO LLP
Chartered Accountants
ICAI FRN: 324962E/ E300003

Shivam Chowdhary
per Shivam Chowdhary
Partner

Membership Number 067077
Place: Kolkata
Date: April 22, 2026



For SRB & Associates
Chartered Accountants
ICAI FRN: 310009E

R S Sahoo
per R S Sahoo
Partner

Membership Number: 053960
Place: Bhubaneswar
Date: April 22, 2026



For and on behalf of the Board of TP Northern Odisha Distribution Limited

Sanjay Kumar Banga
Sanjay Kumar Banga
Director
DIN: 07785948
Place: Bhubaneswar

Gajanan Sampatrao Kale
Gajanan Sampatrao Kale
Chief Executive Officer (CEO)
PAN: ABDPK6040Q
Place: Bhubaneswar

Date: April 22, 2026

Sanjeev Gupta
Sanjeev Gupta
Director
DIN: 09180029
Place: Bhubaneswar

Siladitya Sengupta
Siladitya Sengupta
Chief Financial Officer (CFO)
PAN: BBAPS5442J
Place: Bhubaneswar

Devendra Prasad
Devendra Prasad
Company Secretary
Membership Number A39789
Place: Bhubaneswar



TP NORTHERN ODISHA DISTRIBUTION LIMITED
CIN:U40109OR2021PLC035951
Januganj, Balasore, Odisha, India, 756019
Website: www.tpnodl.com

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

A. Equity Share Capital

Particulars	No of Shares	Amount (₹ in crores)
Balance as at April 1, 2025	71,97,88,300	719.79
Issued during the year	13,22,40,000	132.24
Balance as at March 31, 2026	85,20,28,300	852.03

Particulars	No of Shares	Amount (₹ in crores)
Balance as at April 1, 2024	56,40,48,300	564.05
Issued during the year	15,57,40,000	155.74
Balance as at March 31, 2025	71,97,88,300	719.79

B. Other Equity

Particulars	Retained Earnings	Total
	(₹ in crores)	(₹ in crores)
Balance as at April 1, 2025	480.16	480.16
Profit for the year	280.12	280.12
Other Comprehensive Income for the year	-	-
Total comprehensive income	280.12	280.12
Balance as at March 31, 2026	760.28	760.28

Particulars	Retained Earnings	Total
	(₹ in crores)	(₹ in crores)
Balance as at April 1, 2024	322.55	322.55
Profit for the year	157.60	157.60
Other Comprehensive Income for the year	-	-
Total comprehensive income	157.60	157.60
Balance as at March 31, 2025	480.16	480.16

The accompanying notes form an integral part of the financial statements
As per our report of even date attached

For S R B C & CO LLP
Chartered Accountants
ICAI FRN: 324982E/ E300003

Shivan Chowdhary
per Shivam Chowdhary
Partner
Membership Number: 067077
Place: Kolkata
Date: April 22, 2026



For SRB & Associates
Chartered Accountants
ICAI FRN: 310009E

R S Sahoo
per R S Sahoo
Partner
Membership Number: 053960
Place: Bhubaneswar
Date: April 22, 2026



For and on behalf of the Board of TP Northern Odisha Distribution Limited

Sahjay Kumar Banga
Sahjay Kumar Banga
Director
DIN: 07785948
Place: Bhubaneswar

Sanjeev Gupta
Sanjeev Gupta
Director
DIN: 09180029
Place: Bhubaneswar

Gajanan Sampatrao Kale
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Chief Executive Officer (CEO)
PAN: ABDPK6040Q
Place: Bhubaneswar

Siladitya Sengupta
Siladitya Sengupta
Chief Financial Officer (CFO)
PAN: BBAPS5442J
Place: Bhubaneswar

Date: April 22, 2026

Devendra Prasad
Devendra Prasad
Company Secretary
Membership Number: A39789
Place: Bhubaneswar



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

NOTE 1 Corporate Information

TP Northern Odisha Distribution Limited ("TPNODL" or the "Company") is a public limited company, domiciled and incorporated in India and is engaged in the business of distribution of electricity in Northern Odisha. The Company has been incorporated on March 20, 2021 under the Companies Act, 2013 (as amended). Pursuant to vesting order issued by the Odisha Electricity Regulatory Commission ('OERC') dated March 25, 2021, the Company acquired the business of distributing power in Northern Odisha ('business') from the Northern Electricity Supply Company of Odisha Limited ('NESCO') with effect from April 1, 2021 (vesting date). Accordingly, the Company is a licensee to carry out the function of distribution and retail supply of electricity covering the distribution circles of Balasore, Bhadrak, Baripada, Jajpur and Keonjhar in the state of Odisha for a period of 25 years effective from April 1, 2021, which also marked the commencement of commercial operations for the Company.

The registered office of the company is located at The Corporate Office Of NESCO, Januganj Balasore, Odisha 756019.

The Company is subsidiary of The Tata Power Company Limited (TPCL) which holds 51% equity shares and balance 49% equity shares are held by GRIDCO Ltd.

NOTE 2 Material Accounting Policies

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 (as amended) read with section 133 of the Companies Act, 2013 (as amended from time to time) including the relevant provisions of the Electricity Act, 2003 and the rules issued thereunder. The Company also applies requirement of Division II to Schedule III of the Companies Act 2013, while presenting financial statements.

2.2 Basis of preparation and presentation

The Ind AS Financial Statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value:

- certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments)
- employee benefit expenses (refer note 18 for accounting policy)

The financial statements are presented in ₹ and all values are rounded to the nearest crores (₹ '00,00,000), except when otherwise indicated.

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

NOTE 3 Other Material Accounting Policies, critical accounting estimates and judgements

Accounting policies are set out along with respective explanatory notes where it specifically relates to such transactions or balances. Other significant accounting policies are set out below:

3.1 Foreign currencies

The financial statements are presented in Indian Rupee (₹), which is the functional currency of the Company.

Transactions and balances

Transactions in foreign currencies are initially recorded by the Company at functional currency spot rates at the transaction first qualifies for recognition. 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 recognised in the Statement of Profit and Loss.

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

All other assets are classified as non-current.

A liability is current when:

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

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 realisation 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 recognised when the Company becomes a party to the contractual provisions of the instruments.

Except for trade receivables, financial assets and financial liabilities are initially measured at fair value. Trade receivables are measured at the transaction price determined in accordance with Ind AS 115. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities measured at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

3.4 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value through profit or loss or fair value through other comprehensive income, depending on the classification of the financial assets.

3.4.1 Financial assets at amortised cost

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

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

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

Financial assets at FVTPL are carried in the balance sheet at fair value with net changes in fair value recognised in the statement of profit and loss.

3.4.3 Financial assets designated at fair value through other comprehensive income (FVTOCI) (debt instruments)

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

- (a) the objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
- (b) the assets contractual cash flows represent SPPI.

3.4.4 Impairment of financial asset

The Company applies the expected credit loss (ECL) model for recognising impairment loss on financial assets measured at amortised cost, trade receivables and other contractual rights to receive cash or other financial asset not designated as at FVTPL.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115 "Revenue from Contracts with Customers", the Company always measures the loss allowance at an amount equal to lifetime expected credit losses using the simplified approach permitted under Ind AS 109 "Financial Instruments".

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

3.4.5 Derecognition of financial asset

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

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

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

3.4.6 Offsetting of financial asset

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 recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

3.5 Financial liabilities and equity instruments

3.5.1 Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loan and borrowings, payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, security deposit from electricity consumers, consumer contributions for work under progress, capital creditors etc.

Subsequent measurement

For purposes of subsequent measurement, financial liabilities are classified in two categories:

- (i) Financial liabilities at fair value through profit or loss
- (ii) Financial liabilities at amortised cost (loans and borrowings)

3.5.2 Financial Liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

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



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

3.5.3 Financial Liabilities at amortised cost (Loans and borrowings)

This is the category most relevant to the Company. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised 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 amortisation is included as finance costs in the statement of profit and loss.

This category generally applies to borrowings. For more information refer Note 21.

3.5.4 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 recognised at the proceeds received, net of direct issue costs.

Non-cash equity contributions represent assets or other economic resources contributed to the Company by its shareholder(s) without consideration in cash, in exchange for equity instruments or as a capital contribution.

Such non-cash equity contributions are recognized at fair value on the date of contribution, in accordance with Ind AS 16 Property, Plant and Equipment other relevant Ind AS standards, depending on the nature of the asset received.

3.5.5 Derogation of financial liabilities

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

3.6 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or

- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest. A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised at fair value in the financial statements on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

External valuers are involved for valuation of significant assets, such as properties and other assets/ liabilities acquired as part of business combination.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

3.7 Lease Accounting

At inception of contract, the Company assesses whether the Contract is or contains a lease. A contract is or contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. At inception or on reassessment of a contract that contains a lease component, the Company allocates consideration in the contract to each lease component on the basis of their relative standalone price.

As a Lessee

Right-of-use Assets

The Company recognises 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 recognised, 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.

Lease Liabilities

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



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

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.

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 recognised as expense on a straight-line basis over the lease term.

3.8 Dividend

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

3.9 Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

3.10 Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. Acquisition-related costs are expensed in the periods in which the costs are incurred and the services are received, with the exception of the costs of issuing debt or equity securities that are recognised in accordance with Ind AS 32 and Ind AS 109.

At the acquisition date, the identifiable assets acquired, and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities, and the liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.
- Potential tax effects of temporary differences and carry forwards of an acquiree that exist at the acquisition date or arise as a result of the acquisition are accounted in accordance with Ind AS 12.
- When the Company acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Company re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Company's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill as well as other assets, if any, is recognised in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Company reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted through goodwill during the measurement period, or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date. These adjustments are called as measurement period adjustments. The measurement period does not exceed one year from the acquisition date.

3.11 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 recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Detailed information about each of these estimates and judgements is included in relevant notes together with information about the basis of calculation for each affected line item in the financial statements.

The areas involving critical estimates or judgements are:

1. Estimates related to accrual of regulatory deferrals and revenue recognition (refer note 25 and 26)
2. Estimation of expected credit loss (refer note 12)
3. Estimation of defined benefit obligation (refer note 18)
4. Estimations of tax expense and balances (refer note 32)
5. Estimation of provision required toward litigation and other claims against the Company (refer note 35)

Estimates and judgements 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.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

3.12 New and amended standards

Amendment in Schedule III to Companies Act 2013:

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after April 01, 2025. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

(i) Amendments to Ind AS 21 - Lack of exchangeability

The Ministry of Corporate Affairs (MCA) notified the Companies (Indian Accounting Standards) Amendment Rules, 2025, which amend Ind AS 21. The Effects of Changes in Foreign Exchange Rates to specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The amendments are effective for annual reporting periods beginning on or after April 01, 2025. When applying the amendments, an entity cannot restate comparative information.

The amendments do not have a material impact on the Company's financial statements.

(ii) Amendments to Ind AS 1 - Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants

In August 2025, the MCA notified amendments to paragraphs 69 to 76 of Ind AS 1 to specify the requirements for classifying liabilities as current or non-current. The amendments clarify:

- What is meant by a right to defer settlement
- That a right to defer must exist at the end of the reporting period
- That classification is unaffected by the likelihood that an entity will exercise its deferral right
- That only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of a liability not impact its classification

In addition, a requirement has been introduced to require disclosure when a liability arising from a loan agreement is classified as non-current and the entity's right to defer settlement is contingent on compliance with future covenants within twelve months.

If there is a breach of a material covenant of a long term loan arrangement on or before the end of the reporting period, resulting in the liability becoming payable on demand as at the reporting date, and the lender agrees—after the reporting period but before the financial statements are approved for issue—not to demand repayment for at least 12 months as a consequence of the breach, this shall be treated as an adjusting event. Accordingly, the entity is not required to classify the liability as current.

The amendments are effective for annual reporting periods beginning on or after April 01, 2025 retrospectively in accordance with Ind AS 8.

The amendments do not have a material impact on the Company's financial statements.

(iii) Amendments to Ind AS 7 and Ind AS 107 - Supplier Finance Arrangements

In August 2025, the MCA notified amendments to Ind AS 7 Statement of Cash Flows and Ind AS 107 Financial Instruments: Disclosures to clarify the characteristics of supplier finance arrangements and require additional disclosure of such arrangements. The disclosure requirements in the amendments are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk.

The amendments do not have a material impact on the Company's financial statements.

(iv) International Tax Reform—Pillar Two Model Rules – Amendments to Ind AS 12

In August 2025, the MCA notified amendments to Ind AS 12 Income Taxes in response to the OECD's BEPS Pillar Two rules and include:

•A mandatory temporary exception to the recognition and disclosure of deferred taxes arising from the jurisdictional implementation of the Pillar Two model rules; and

•Disclosure requirements for affected entities to help users of the financial statements better understand an entity's exposure to Pillar Two income taxes arising from that legislation, particularly before its effective date.

The mandatory temporary exception – the use of which is required to be disclosed – applies immediately. The remaining disclosure requirements apply for annual reporting periods beginning on or after April 01, 2025, but not for any interim periods ending on or before March 31, 2026.

The amendments had no impact on the Company's financial statements as the Company is not in scope of the Pillar Two model rules.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

NOTE 4 Property, plant and equipment :
4.01 Accounting Policy :

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

Depreciation on regulated assets

Depreciation commences when an asset is ready for its intended use.

Depreciation on property, plant and equipment in respect of electricity business of the Company covered under Part B of Schedule II of the Companies Act, 2013, has been provided on the straight line method at the rates specified in vesting order and tariff regulation notified by regulatory commission. In tariff regulation, 2022 notified in December, 2022 which shall remain in force for control period FY 2023-24 to FY 2027-28, the regulatory commission has changed useful life of certain assets and has provided that depreciation shall be provided as per rates notified in these regulations for first 15 years and remaining depreciable value after a period of 15 years shall be spread over the balance useful life of the assets.

Rate of depreciation of the property, plant and equipment are as follows:

Type of asset	Rate (Assets transferred on acquisition)	Rate (New assets acquired post acquisition)
Buildings	1.80%	3.34%
Plant and equipment including transmission lines & cable network	3.80%	4.67%
Computers	9.00%	15.00%
Furniture and fixtures	4.55%	6.33%
Office equipment	9.00%	6.33%
Vehicles	12.86%	9.50%

Based on the Vesting Order/ tariff regulations, the residual value of the assets acquired post-acquisition is considered at 10% of the Original Cost or 5% of the Original Cost.

Depreciation on Non Regulated Asset

Depreciation is recognised on the cost of assets less their residual values over their estimated useful lives, using the straight line method.

Rate of depreciation of the property, plant and equipments of non-regulated assets are as follows:

Type of asset	Rate (New assets acquired post acquisition)
Smart meters	12.50%
Other meters	20.00%

Residual value of the meters is considered at Nil of the original cost.

Derecognition

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

Impairment of property, plant and equipment 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 post tax cash flows are discounted to their present value using a appropriate 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.

Impairment losses of property, plant and equipment and intangible assets are recognised in the statement of profit and loss.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

NOTE 4.03 Additional information regarding assets acquired from NESCO as on April 01, 2021

Particulars	As at April 01, 2021			As at March 31, 2026				
	Gross Block	Accumulated Depreciation	Net carrying amount/Fair value at acquisition date	Deletions from gross block	Accumulated Depreciation	Gross Block	Accumulated Depreciation	Net carrying amount/Fair value at acquisition date
(a) Buildings	5.59	2.12	3.47	-	-	5.59	2.12	3.47
(b) Plant and equipment including transmission lines and cable network	2,184.68	716.58	1,468.10	60.68	31.86	2,124.00	684.72	1,439.28
(c) Motor Vehicles	0.55	0.39	0.16	-	-	0.55	0.39	0.16
(d) Furniture and Fixtures	2.26	1.97	0.29	2.13	1.96	0.12	0.01	0.11
(e) Computer equipment	4.63	3.72	0.91	4.35	3.67	0.29	0.05	0.24
(f) Office Equipment	1.70	1.20	0.50	1.28	1.10	0.42	0.10	0.32
Total	2,199.41	725.98	1,473.43	68.44	38.59	2,130.97	687.39	1,443.58

Particulars	As at April 01, 2021			As at March 31, 2025				
	Gross Block	Accumulated Depreciation	Net carrying amount/Fair value at acquisition date	Deletions from gross block	Accumulated Depreciation	Gross Block	Accumulated Depreciation	Net carrying amount/Fair value at acquisition date
(a) Land	-	-	-	-	-	-	-	-
(b) Buildings	5.59	2.12	3.47	41.89	22.61	5.59	2.12	3.47
(c) Plant and equipment including transmission lines and cable network	2,184.68	716.58	1,468.10	-	-	2,142.79	693.97	1,448.82
(d) Motor Vehicles	0.55	0.39	0.16	-	-	0.55	0.39	0.16
(e) Furniture and Fixtures	2.26	1.97	0.29	2.01	1.93	0.25	0.04	0.21
(f) Computer equipment	4.63	3.72	0.91	4.02	3.59	0.61	0.13	0.48
(g) Office Equipment	1.70	1.20	0.50	1.19	1.08	0.51	0.12	0.39
Total	2,199.41	725.98	1,473.43	49.11	29.21	2,150.30	696.77	1,453.54



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

NOTE 4.04 Depreciation and amortization charged to Statement of Profit and Loss:

Particulars	₹ in crores	
	Year ended March 31, 2026	Year ended March 31, 2025
Depreciation of property, plant and equipment	268.69	216.07
Amortisation of Intangible assets	37.56	33.52
	306.27	249.59

NOTE 4.05 The Company does not own any land in its name. As per terms of vesting order, land has been given on lease to the Company for a nominal consideration of ₹ 1 per year, till the expiry of power distribution license. The Company has retained operational rights over these lands used for the purpose of carrying out distribution business under the license granted by OERC.

Beneficial ownership of immovable properties constructed over the above lands viz: buildings have been transferred to the Company with effect from acquisition date. As per terms of vesting order, title for the said immovable properties continues to be in the name of erstwhile administration and Companies.

NOTE 4.06 Assets created out of Government grants etc., where the concerned liability has not been transferred

The items of the property, plant and equipment include assets created out of Government Grant. As per the terms of the Vesting Order and the Carve Out Order, these assets have been transferred to the Company; however, the corresponding deferred Grant liability has not been transferred. The Vesting Order and the Carve Out Order also provides that depreciation charged on these assets will not be allowed for determination of tariff.

In the financial statements, the Company has charged depreciation as per the accounting policy as stated above. As per the vesting order and the Carve Out order, the Company is required to utilise any amount realised through depreciation toward meeting additional serviceable liabilities. If there are any shortages in realisation to meet these additional serviceable liabilities, then the OERC will allow such shortfall through Aggregate Revenue Requirement (ARR) adjustment.

Considering the above, the management has determined that lower depreciation allowed in ARR pursuant to the above requirements will not have any adverse impact on financial position and financial performance of the Company as at and for the year ended March 31, 2026.

NOTE 4.07 Physical verification of PPE

In accordance with physical verification policy adopted by the Company, an independent party has carried out physical verification in respect of a portion of PPE belonging to the Company. Based on reports issued by the independent party and after considering necessary reconciliations prepared by the third party/ management, Plant and Machinery having net written down value of ₹ 0.26 crores (Gross Carrying Amount: ₹ 0.31 crores) and Furniture & Fixture, Office Vehicle and Office Equipments having net written down value of ₹ 0.37 crores (Gross Carrying Amount: ₹ 0.82 crores) are not in existence or damaged and accordingly, have been decapitalised during the year. The corresponding adjustment has been to Regulatory Deferral Balance account and there is no impact on net worth and/or profit or loss of the Company.

NOTE 4.08 Property Plant and Equipment created out of consumer funds

Considering the provisions of the Odisha Electricity Regulatory Commission Distribution (Conditions of Supply) Code, 2019, the management believes that it has legal right and ownership over the property, plant and equipment (PPE) which are funded by the consumers and are being used to supply electricity to the consumers. Accordingly, during the year, the Company has capitalized PPE amounting to ₹ 230.00 Crores (March 31, 2025: ₹ 260.79 Crores) and recognised the corresponding liability under the head consumer contribution. Depreciation on PPE as well as amortisation of ₹ 110.57 Crores (March 31, 2025: ₹ 77.51 Crores) are being recognised in the Statement of Profit and Loss, having no net impact on profit or loss of the Company.

The management believes that the accounting adopted by the Company reflects substance of the arrangement and is also in compliance with the applicable requirements. Based on physical verification policy adopted by the Company, physical verification of these assets is being carried out along with other assets of the Company.

NOTE 4.09 Property Plant and Equipment received in lieu of shares

The items of the property, plant and equipment include assets received in lieu of shares amounting to ₹ 64.80 crores (March 31, 2025 : ₹ 76.31 crores) (refer note 16)

NOTE 4.10 Refer note 21 for charge created against borrowings.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

NOTE 5 Capital work-in-progress

Accounting Policy

Capital work in progress is stated at cost, net of accumulated impairment loss, if any

Particulars	₹ in crores		
	As at April 01, 2025	Additions	As at March 31, 2026
Capital Work in Progress (majorly pertains to Plant & Machinery and transmission lines & cable network)	253.77	546.93	147.85
Total	253.77	546.93	147.85

Particulars	₹ in crores		
	As at April 01, 2024	Additions	As at March 31, 2025
Capital Work in Progress (majorly pertains to Plant & Machinery and transmission lines & cable network)	453.77	578.80	253.77
Total	453.77	578.80	253.77

Project in progress includes setting up substations, installations of transformer and cable networks at various locations in northern part of Odisha. CWIP includes closing capital inventory of ₹ 103.44 crores as at March 31, 2026 (March 31, 2025 : ₹ 184.39 crores).

There are no projects temporarily suspended as at March 31, 2026 and March 31, 2025.

NOTE 5.01 Capital work in progress (CWIP) Ageing Schedule*

As at March 31, 2026	₹ in crores				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Capex-Government Funded	2.73	1.34	0.74	5.20	10.01
Capex-Consumer Funded	15.16	1.33	1.50	0.07	18.06
Capex-Meter	29.73	7.67	1.21	1.48	40.09
Capex-Own	58.24	7.69	7.57	6.17	79.67
Total	105.86	18.03	11.02	12.92	147.85

As at March 31, 2025	₹ in crores				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Capex-Government Funded	60.15	5.71	10.65	0.54	77.05
Capex-Consumer Funded	14.93	3.11	1.26	0.01	19.31
Capex-meter	41.03	0.72	0.68	0.12	42.55
Capex-Own	90.75	14.32	9.25	0.54	114.86
Total	206.86	23.86	21.84	1.21	253.77

* CWIP ageing schedule has been prepared from the date of acquisition of business by the Company.

NOTE 5.02

CWIP Completion Schedule whose completion is overdue or exceeding its cost compared to its original plan:

Particulars	₹ in crores			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
YAAAS Cyclone Infrastructure Development	0.48	0.01	0.22	0.71
Total	0.48	0.01	0.22	0.71

Particulars	₹ in crores			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
YAAAS Cyclone Infrastructure Development	3.73	6.02	-	-
Total	3.73	6.02	-	9.75



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NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

NOTE 6 Intangible assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Type of asset	Rate (New assets acquired post acquisition)
Software	30%

Derecognition

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

Impairment of Intangible assets (refer note 4.01)

₹ in crores

Description	Computer software	Total
Gross Block		
Balance as at April 01, 2024	98.90	98.90
Additions	28.10	28.10
Deletions	-	-
Balance as at April 01, 2025 (A)	127.00	127.00
Additions	18.45	18.45
Deletions	-	-
Balance as at March 31, 2026 (B)	145.45	145.45
Accumulated amortisation and impairment		
Balance as at April 01, 2024	26.23	26.23
Amortisation expense	33.52	33.52
Elimination on disposal	-	-
Balance as at April 01, 2025 (C)	59.75	59.75
Amortisation expense	37.58	37.58
Elimination on disposal	-	-
Balance as at March 31, 2026 (D)	97.33	97.33
Net carrying amount		
As at March 31, 2026 (B-D)	48.12	48.12
As at March 31, 2025 (A-C)	67.25	67.25



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
NOTE 7 Financial assets - non current		
7.1 Loans-Non Current	3.08	-
	<u>3.08</u>	<u>-</u>
7.2 Loans-Current	3.13	2.57
	<u>3.13</u>	<u>2.57</u>
7.3 Other Financial assets		
(Unsecured and considered good, at amortised cost)		
Deposits with banks- earmarked balances*	645.86	397.74
Other receivables	6.64	6.64
Security Deposit-to various authorities (refer note 41)	8.38	7.68
	<u>660.86</u>	<u>412.06</u>
* Earmarked balances against government grants/consumer contribution for work under progress		
NOTE 8 Deferred tax liabilities (net) (refer note no 32)		
Deferred tax liabilities (net)	39.93	31.81
	<u>39.93</u>	<u>31.81</u>
NOTE 9 Tax assets / (liabilities)		
9.1 Non-current tax assets		
Advance income tax/ tax deducted at source (net of provision) (refer note 41)	27.65	27.74
Total non-current tax assets	<u>27.65</u>	<u>27.74</u>
9.2 Current tax liabilities (net)		
Income Tax Payable	14.02	6.72
Total current tax liabilities (net)	<u>14.02</u>	<u>6.72</u>
NOTE 10 Other non-current assets		
(Unsecured and considered good at amortised cost)		
(a) Balance with Government authorities (refer note 41)	2.03	2.03
(b) Capital advances	1.95	2.25
(c) Others* (refer note 41)	12.85	12.85
	<u>16.83</u>	<u>17.13</u>
* includes amount recoverable from suppliers etc.		
NOTE 11 Inventories (At lower of cost and net realisable value)		
Accounting policy		
Inventories are stated at the lower of cost and net realisable value (NRV). 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 moving weighted average basis. NRV is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. Unserviceable/damaged stores and spares are identified and written down based on technical evaluation.		
	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
Stores and spares	90.37	72.73
Less: Provision for non-moving/obsolete inventories	0.87	0.34
Total inventories	<u>89.50</u>	<u>72.39</u>
Note: Refer note 21 for charge created against borrowings		
NOTE 12 Trade receivables-Current (At amortised cost)		
Unsecured, Considered good	67.47	68.24
Significant increase in credit risk	249.04	254.25
	316.51	322.49
Less: Allowance for doubtful debts (expected credit loss)	206.14	202.01
Total Trade receivables (net)	<u>110.37</u>	<u>120.48</u>



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

Note

- i The Company holds security deposits from consumers amounting to ₹ 1,124.33 crores (March 31, 2025 ₹ 955.28 crores)
- ii Refer Note 21 for charge created against borrowings
- iii The management has formulated a mechanism for receiving and addressing customer complaints including those related to billing and receivables outstanding. The management has identified disputed receivables basis information available with the Company.
- iv Trade receivables include amount of ₹ 249.04 crores (March 31, 2025 ₹ 254.25 crores) from consumers who are inactive/ permanently disconnected, temporarily disconnected/ were non-government/ low-paying or non-paying and/or disputed.

The Company has acquired power distribution business of NESCO w.e.f. April 01, 2021. The management believes that collection data related to pre-acquisition period is not relevant to assess expected credit loss (ECL) allowance on receivables in the post-acquisition period. In this scenario, the Company has recognised Expected Credit Loss (ECL) allowance on trade receivables using its best estimate considering among other aspects factors such as segregation between government and non-government consumers, security deposit available, outcome of the Company's effort to reach consumers, their most recent payment behaviour as well as the fact that electricity is an essential commodity and regulations will require consumers to clear old dues to get continuous electricity.

Post-acquisition of power distribution business from the NESCO, the Company's continuous endeavour has been to reduce AT&C losses, reduce provisional billing and improve collection through better reach to consumers as well as other measures. In the process, the Company had initially faced several challenges including more than one Covid waves, Cyclones and delays in appointment/ working of metering, billing and collection (MBC) agencies for reasons beyond control of the Company. The Company successfully dealt with these challenges. It is continuously working toward reducing provisional billing and improving overall collection efficiency by changing payment behaviour of consumers. The management is confident it will be able to collect most of the outstanding receivables as it increases its reach to the consumers and also considering that electricity is an essential commodity for all consumers. Accordingly, the management believes the above ECL allowance reflects best estimate and is appropriate as per Ind AS 109 – Financial Instruments.

v Trade receivables ageing schedule as at March 31, 2026

Particulars	Less than 6 Months*	6 Months - 1 Year	1-2 Years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables						
a) Considered good	33.30	16.63	3.61	2.21	11.72	67.47
b) Significant increase in credit risk	57.15	12.49	32.51	44.13	102.76	249.04
(ii) Disputed trade receivables						
a) Considered good	-	-	-	-	-	-
b) Significant increase in credit risk	-	-	-	-	-	-
Total	90.45	29.12	36.12	46.34	114.48	316.51

vi Trade receivables ageing schedule as at March 31, 2025

Particulars	Less than 6 Months*	6 Months - 1 Year	1-2 Years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables						
a) Considered good	26.42	11.89	14.11	10.91	1.88	65.21
b) Significant increase in credit risk	66.07	21.31	52.30	76.51	38.06	254.25
(ii) Disputed trade receivables						
a) Considered good	-	-	-	-	-	-
b) Significant increase in credit risk	-	-	-	3.03	-	3.03
Total	92.49	33.20	66.41	90.45	39.94	322.49

Note: Trade receivable ageing schedule has been prepared from the date of acquisition of business by the Company.

The ageing has been prepared after adjusting the collections in accordance with the Odisha Electricity Regulatory Commission Distribution (Conditions of Supply) Code, 2019.

* includes amount not due as at March 31, 2026 and March 31, 2025.

vii Movement in the allowance for doubtful trade receivables

	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
Balance at the beginning of the year	202.01	151.32
Add: ECL provision created during the year (Refer Note 31)	42.87	50.69
Less: ECL provision reversal during the year (Refer Note 31)	38.74	-
Balance at the end of the year	206.14	202.01

- viii The concentration of credit risk is limited due to the fact that the large customer are either industrial/ corporate or government entities and remaining customer base is large and widely dispersed. The Company also holds security deposits from consumers.

NOTE 13 Cash and Bank balances

Accounting policy

- 13.1 Cash and cash equivalents 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 comprise of cash at bank, cash / cheques on hand and short-term deposits, as defined above.

	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
13.2 Cash and cash equivalent		
(a) Balances with banks - on current accounts	81.10	122.40
(b) Deposits with banks with original maturity of less than three months*	-	449.79
(c) Cash on hand	3.81	8.83
Total cash and cash equivalents	84.91	581.02

*includes earmarked balances against consumer security deposits amounting to ₹ Nil as at March 31, 2026 (March 31, 2025 ₹ 298.37 crores)



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NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
13.3 Other balances with banks (At amortised cost)		
(i) Deposits with banks*	1,576.69	1,111.74

*includes earmarked balances against consumer security deposits amounting to ₹ 1,189.93 crores as at March 31, 2026 (March 31, 2025: ₹ 720.72 crores)

Short-term deposits are made for varying periods of between one day and three months, depending on the immediate cash requirements of the Company, and earn interest at the respective short-term deposit rates.

As at March 31, 2026, the Company has available ₹ 1,050.00 crores (March 31, 2025: ₹ 1,060.28 crores) of undrawn committed borrowing facilities. The Company has pledged a part of above short term deposits to fulfill collateral requirements. Refer to Note 21 for further details.

13.4 Changes in liability arising from financing activities and non-cash financing and investing activities

Particulars	As at April 1, 2025	Cash Flows		Other transactions*	As at March 31, 2026
		Proceeds	Payment		
		₹ in crores			
Security deposits from electricity consumers	955.28	169.05	-	-	1,124.33
Contribution for capital works	1,729.15	71.61	-	(116.90)	1,683.86
Subsidies towards cost of capital asset (Refer note 48)	702.20	111.09	-	(53.62)	759.67
Bank overdraft (net payment during the year)	93.23	-	(53.23)	-	40.00
Long term borrowings	912.88	347.12	(121.34)	-	1,138.66
Total	4,392.73	698.87	(174.57)	(170.52)	4,746.52

Particulars	As at April 1, 2024	Cash Flows		Other transactions*	As at March 31, 2025
		Proceeds	Payment		
		₹ in crores			
Security deposits from electricity consumers	883.47	71.81	-	-	955.28
Contribution for capital works	1,492.69	84.57	-	151.89	1,729.15
Subsidies towards cost of capital asset	707.00	75.20	-	(80.00)	702.20
Bank overdraft (net payment during the year)	93.30	-	(0.07)	-	93.23
Long term borrowings	546.77	409.77	(43.66)	-	912.88
Total	3,723.23	641.35	(43.73)	71.89	4,392.73

*Includes non-cash transactions like amortisation of upfront fees on term loan, amortisation of consumer deposit work/grant, interest payable on government grants etc

NOTE 14 Other financial assets - current

	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
(Unsecured and considered good, at amortised cost)		
(a) Loans and advance to staff (refer note 41)	2.48	1.84
(b) Income accrued but not due	5.18	1.99
(c) Other receivables (includes receivable from Collection Agencies) (refer note 41)	10.61	12.38
(d) Amount recoverable from Government Authorities (refer note 40)	9.80	-
	28.07	16.21

NOTE 15 Other current assets

	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
(Unsecured and considered good, at amortised cost)		
(a) Advances to others (includes advance to vendors and prepaid expenses) (refer note 41)	20.49	24.26
(b) Balance with Government Authorities	5.96	8.57
	26.45	32.83



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

NOTE 16 Share capital

	As at March 31, 2026		As at March 31, 2025	
	No.	₹ in crores	No.	₹ in crores
Authorised Share Capital				
Equity shares of ₹ 10/- each	1,00,00,00,000	1,000.00	1,00,00,00,000	1,000.00
	<u>1,00,00,00,000</u>	<u>1,000.00</u>	<u>1,00,00,00,000</u>	<u>1,000.00</u>

Issued, subscribed capital:

Equity shares of ₹ 10/- each (fully paid up)	85,20,28,300	852.03	71,97,88,300	719.79
Total issued, subscribed and paid-up share capital	<u>85,20,28,300</u>	<u>852.03</u>	<u>71,97,88,300</u>	<u>719.79</u>

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

	As at March 31, 2026		As at March 31, 2025	
	No.	₹ in crores	No.	₹ in crores
Equity shares				
At the beginning of the year	71,97,88,300	719.79	56,40,48,300	564.05
Issued during the year	13,22,40,000	132.24	15,57,40,000	155.74
Outstanding at the end of the year	<u>85,20,28,300</u>	<u>852.03</u>	<u>71,97,88,300</u>	<u>719.79</u>

b. Rights, preference and restrictions attached to shares including restrictions on the distribution of dividends and the repayment of capital:

Equity Shares

The Company has 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 held. The share holders are entitled to dividend declared on proportionate basis. On liquidation of the Company, the equity shareholders are eligible to receive remaining assets of the Company after distribution of all preferential amounts in proportion to their shareholding.

c. Details of share holders holding more than 5% shares in the Company

Equity shares of Rs. 10 each fully paid

Name of the Shareholder	As at March 31, 2026		As at March 31, 2025		% change in holding during the year
	No of Shares	% of Holding	No of Shares	% of Holding	
A. The Tata Power Company Ltd (Holding company)	43,45,34,433	51.00%	36,70,92,033	51.00%	0%
B. GRIDCO Ltd (Company having significant influence)	41,74,93,867	49.00%	35,26,96,267	49.00%	0%
Total	<u>85,20,28,300</u>	<u>100.00%</u>	<u>71,97,88,300</u>	<u>100.00%</u>	<u>0%</u>

d. Aggregate number and class of shares allotted as fully paid up pursuant to contract without payment being received in cash.

The Company has allotted equity shares as fully paid for considerations received in form of distribution assets, pursuant to shareholder's agreement and the Government of Odisha notifications. The value of distribution assets have been determined by an independent valuer.

Particulars	March 31, 2026	March 31, 2025
	No. of Shares	No. of Shares
Aggregate Equity shares issued in lieu of property plant and equipment	29,49,93,867	23,01,96,267

e. Shareholding of Promoters

Disclosure of shareholding of promoters as at March 31, 2026 is as follows:

Name of promoter	No. of Shares as at March 31, 2025	Change during the year	No. of Shares as at March 31, 2026	% of Total Shares	% change
A. The Tata Power Company Ltd	36,70,92,033	6,74,42,400	43,45,34,433	51%	0%
B. GRIDCO Ltd	35,26,96,267	6,47,97,600	41,74,93,867	49%	0%
Total	<u>71,97,88,300</u>	<u>13,22,40,000</u>	<u>85,20,28,300</u>	<u>100%</u>	<u>0%</u>

Disclosure of shareholding of promoters as at March 31, 2025 is as follows:

Promoters	No. of Shares as at March 31, 2024	Change during the year	No. of Shares as at March 31, 2025	% of Total Shares	% change
A. The Tata Power Company Ltd	28,76,64,633	7,94,27,400	36,70,92,033	51%	0%
B. GRIDCO Ltd	27,63,83,667	7,63,12,600	35,26,96,267	49%	0%
Total	<u>56,40,48,300</u>	<u>15,57,40,000</u>	<u>71,97,88,300</u>	<u>100%</u>	<u>0%</u>

f. For the year ended March 31, 2026, the Board of Directors at its meeting held on April 22, 2026 have proposed a final dividend of ₹ 3 per share to be paid on fully paid up equity shares. The equity dividend is subject to approval by shareholders at the ensuing Annual General Meeting and accordingly has not been disclosed as a liability in these financial statements. The proposed equity dividend is payable to all holders of fully paid equity shares. The total estimated equity dividend to be paid is ₹ 255.61 crores.

NOTE 17 Other equity

	As at March 31, 2026	As at March 31, 2025
	₹ in crores	₹ in crores
Retained earnings		
Balance at beginning of year		480.16
Add: Profit for the year		280.12
Other Comprehensive Income for the year (net)		-
Balance as at the end of the year	<u>760.28</u>	<u>480.16</u>

Nature and purpose of reserves:

Retained earnings

Retained earnings are the profits/(loss) that the Company has earned/incurred till date, less any transfers to general reserve, dividend or other distributions paid to shareholders.

Retained earnings include re-measurement loss/(gain) on defined benefit plans, net of taxes that will not be reclassified to Statement of Profit and Loss.



NOTE 18 Provisions

18.1 Accounting Policy

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material). The impact of unwinding present value determine is recognised in the statement of profit and loss.

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

Defined contribution plans

Payments to defined contribution retirement benefit plans are recognized as an expense when employees have rendered service entitling them to the benefit. If the contribution payable to the scheme for service received on or before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received on or before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

Defined Benefits plans

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

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

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

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

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

Other current and other non-current employee benefits

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

The cost of providing other long-term employee benefits, including earned leave, sick leave and other benefits, is determined using the projected unit credit method. The related expenses including remeasurement gains and losses are recognized in the statement of profit and loss.

The Company operates a scheme for Compensated absences wherein the employee is entitled to avail leave benefits as per the policy of the Company. The leave benefits are linked to the salary of the employee and the employee is entitled to either avail paid leave or encash unutilised leave either during employment or on retirement. The liability for compensated absences is provided on the basis of an actuarial valuation done by an independent actuary at the reporting period end. The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Remeasurement/ Actuarial gains and losses are recognized immediately in the statement of profit and loss.

Pre acquisition liabilities of employees transferred from erstwhile NESCO :-

The terms of the Vesting Order as modified by the Carve Out Order provide that for entire liabilities toward pension, gratuity and compensated absences of employees retired before the acquisition date and acquisition date liabilities of continuing employees on the acquisition date, the Company's responsibility is limited only to remitting fixed amount requested by the respective Trusts and the same will be allowed to be recovered from consumers for disbursement to the beneficiaries covered under the Trusts. The Company has recognized amount payable to the Trusts for the current year for onward payment of the said liabilities are charged as an expense as they fall due.

Post-acquisition date liabilities of employees who were in service employees on the acquisition date are accounted for either as defined benefit plan or other long term employee benefit basis nature of the benefit.

18.2 Defined contribution plans

Erstwhile NESCO Employees

Provident Fund Plan

The Company's contributions toward provident fund of the eligible employees is deposited under the Employees Provident Fund and Miscellaneous Provisions Act, 1952. The provident fund is operated by the regional provident fund commissioner. Under the scheme, the Company is required to contribute a specified percentage of payroll cost to the retirement benefit scheme to fund the benefits. The Company does not have any further obligation under the plan.

Other than Erstwhile NESCO utility Employees

Provident Fund Plan

The Company makes contributions toward Provident Fund of qualifying employees which is a defined contribution plan. The Company's contribution to the Employees Provident Fund is deposited under the Employees Provident Fund and Miscellaneous Provisions Act, 1952 which is recognized by the Income Tax Authorities and operated by the Regional Provident Fund Commissioner. Under the scheme, the Company is required to contribute a specified percentage of payroll cost to the retirement benefit scheme to fund the benefits. The Company does not have any further obligation under the plan.

The Company has recognized a total of Rs 18.77 crores (March 31, 2025: Rs 17.90 crores) as contribution towards provident fund in the Statement of Profit or Loss.

Employee State Insurance

The Company makes Employee State Insurance ('ESI') scheme contributions to defined contribution plans for eligible employees. Under the scheme, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions as specified are paid to the Employee State Insurance Corporation ('ESIC') set under the ESI Act, 1948. The Company is generally liable for annual contributions. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognised as a liability. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognised as an asset to the extent that the pre-payment will lead to a reduction in future payment or a cash refund.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

18.3 Defined Benefits plans

Erstwhile NESCO Employees

i) Gratuity

The Company has a defined benefit gratuity plan. The gratuity plan is primarily governed by the Odisha Civil Services (Pension) Rules 1992. Employees who are in continuous service for a period of five years are eligible for gratuity. The level of benefits provided depends on the member's length of service and salary at the retirement date. The gratuity plan is partly funded plan. The fund has the form of a trust and is governed by Trustees appointed by the Company. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognized insurer managed funds in India.

ii) Pension

The Company has a defined benefit pension plan. The pension plan is primarily governed by the Odisha Civil Services (Pension) Rules 1992. Employees who had joined NESCO on or before 31st December 2004 are eligible for pension. The level of benefits provided depends on the member's length of service and salary at the retirement date. The pension plan is partly funded plan. The fund has the form of a trust and is governed by Trustees appointed by the Company. The Trustees are responsible for the administration of the plan assets and for the definition of the investment strategy in accordance with the regulations. The funds are deployed in recognized insurer managed funds in India.

The terms of the vesting order as modified by the Carve Out order provide that for entire liabilities toward pension, gratuity and leave encashment of employees retired before the acquisition date and acquisition date liabilities of continuing employees on the acquisition date, the Company's responsibility is limited only to remitting fixed amount requested by the respective Trusts and the same will be allowed to be recovered from consumers for disbursement to the beneficiaries covered under the Trusts. Based on specific clarifications provided in the carve out and the vesting order, the Company has recognized amount payable to the Trusts for the current year for onward payment of the said liabilities in the statement of profit and loss as they fall due.

Post-acquisition date liabilities of employees who were in service employees on the acquisition date are accounted for either as defined benefit plan or other long term employee benefit basis nature of the benefit.

Refer note 18.6 for further details.

Other than Erstwhile NESCO Employees (Unfunded)

i) Gratuity

The Company operates a gratuity plan covering qualifying employee. The benefit payable is calculated as per the Payment of Gratuity Act, 1972. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. The gratuity benefits payable to the employees are based on the employee's service and last drawn salary at the time of leaving. The employees do not contribute towards this plan and the full cost of providing these benefits are met by the Company. In case of death while in service, the gratuity is payable irrespective of vesting.

ii) Pension

The Company has a defined benefit pension plan granting a pre-determined sum as pension after completing vesting period.

iii) Post Employment Medical Benefit

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

iv) Ex-Gratia Death Benefits

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

v) Retirement Gift

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

(a) Provision for Employee Benefits	As at	As at
	March 31, 2026	March 31, 2025
	₹ in crores	₹ in crores
Non-Current		
Gratuity (Refer Note 18.6c)	89.82	56.92
Pension Fund (Refer Note 18.6c)	310.35	248.01
Leave Encashment and Sick Leave	110.47	88.06
Rehabilitation	1.02	1.26
Other Defined Benefit Plans (Refer Note 18.6c)	6.80	4.15
Total Non-current provisions	518.46	398.40
Current		
Gratuity (Refer Note 18.6c)	0.36	0.30
Leave Encashment and Sick Leave	6.95	5.48
Other Defined Benefit Plans (Refer Note 18.6c)	0.24	0.24
	7.56	6.02
(b) Other provisions		
Provisions for claims & compensation	13.22	12.38
	13.22	12.38
Total current provisions	20.78	18.40

18.4 Pre-acquisition liabilities of employees transferred from erstwhile NESCO

The Company has acquired the electricity distribution business of NESCO with effect from April 01, 2021. As a part of Business transfer, all the employees of the undertaking were transferred to the Company effective April 01, 2021, on a continuity of service conditions. Previously retired employees as well as continuing employees of NESCO transferred to the Company are entitled to pension and/or gratuity plan which are managed by separate trusts who are responsible for the disbursement of pension and gratuity to the beneficiaries. Liabilities of these trusts determined on an actuarial basis exceed assets available with them. Based on terms of the Vesting Order as modified by the Carve Out Order, these liabilities are treated in two parts.

Liabilities for past employees and acquisition date liabilities of existing employees

The Vesting Order as modified by the Carve Out order states that for entire liabilities toward pension, gratuity and leave encashment of past employees and acquisition date liabilities of existing employees, the Company's responsibility is limited only to remitting fixed amount requested by the respective Trusts and recovered by it from consumers as a part of ARR for disbursement to the beneficiaries covered under the Trusts. Given below are details of Trusts' total accrued liabilities in respect of these of obligations not transferred to the Company at this stage.

As at March 31, 2026	₹ in crores			
Particulars	Pension	Gratuity	Leave	Total
Total liability of all employees	1,299.64	91.83	130.14	1,521.61
Total liabilities in respect of obligation not transferred to the company				
Total liabilities of past employees	825.50	-	-	825.50
Acquisition date liabilities of existing employees	163.80	16.55	67.59	247.94
Total	989.30	16.55	67.59	1,073.44



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

As at March 31, 2025				₹ in crores	
Particulars	Pension	Gratuity	Leave	Total	
Total liability of all employees	1,253.41	61.61	115.75	1,430.77	
Total liabilities in respect of obligation not transferred to the company				833.43	
Total liabilities of past employees	833.43	-	-	833.43	
Acquisition date liabilities of existing employees	171.96	17.75	69.21	189.71	
Total	1,005.39	17.75	69.21	1,023.14	

As per the Vesting and the Carve Out Order, below amounts paid / payable is given below for the current year towards the liabilities in respect of obligation not transferred to Company and have been recognised as expense in the statement of profit and loss and towards liabilities in respect of obligation transferred to Company & have been recognised in liability

As at March 31, 2025				₹ in crores	
Particulars	Pension	Gratuity	Leave	Total	
Amount paid/payable towards liabilities in respect of obligation not transferred to the Company	116.77	1.20	1.62	119.59	
Amount paid/payable towards liabilities in respect of obligation transferred to the Company	2.38	2.96	1.09	6.43	
Total	119.15	4.16	2.71	126.02	

As at March 31, 2025				₹ in crores	
Particulars	Pension	Gratuity	Leave	Total	
Amount paid/payable towards liabilities in respect of obligation not transferred to the Company	113.86	1.55	2.46	117.87	
Amount paid/payable towards liabilities in respect of obligation transferred to the Company	1.19	2.69	1.04	4.92	
Total	115.05	4.24	3.50	122.79	

Post-acquisition date liabilities of existing employees:

The Company has assessed that post transfer of business, these plans as defined benefit plans and has accordingly recognized incremental liability in respect of existing employees on the acquisition date in the financial statements. Given below are necessary disclosures in respect of these liabilities, along with other defined benefit plans of the Company

- 18.5 Risk associated with the plan provisions are actuarial risk. These risk are interest rate risk, demographic risk and salary escalation risk.

Interest risk

A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.

Longevity risk

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary Escalation risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

- 18.6 The following tables set out the funded status of gratuity plan and amount recognized in the Company's financial statements as at March 31, 2026. The valuation has been carried out using the "Project Unit Credit Method" as per Ind AS 19 "Employee Benefits" to determine the present value of defined benefit obligations and related current service cost.

a. Present Value of obligations

₹ in crores				
Particulars	Gratuity (Unfunded)	Other Defined Benefit (Funded and Unfunded)	Gratuity (Funded)	Pension (Funded)
a. Present Value of obligations as at April 01, 2025 as per Actuarial Valuation (including obligation not transferred to the company) (Refer Note 18.3)	8.92	5.49	85.01	364.55
b. Interest Cost	0.61	0.37	5.78	25.10
c. Current Service Cost	1.90	1.28	2.88	11.08
d. Past Service Cost	-	0.00	-	-
e. Acquisition (Credit)/Cost	0.54	0.00	-	-
f. Actuarial loss / (gain)-Demographic	-	0.03	0.00	-
g. Actuarial loss / (gain)-Financial	0.39	0.12	3.51	20.07
h. Actuarial loss / (gain)-Experience	1.48	(0.08)	3.06	50.93
i. Benefits Paid	(0.48)	(0.58)	(4.83)	(12.01)
j. Immediate recognition of (gains)/Losses-other long term employee benefit plans	-	0.66	-	-
k. Present Value of obligations as at March 31, 2025 as per Actuarial Valuation (including obligation not transferred to the company) (Refer Note 18.3)	13.36	7.29	95.41	459.72
l. Interest Cost	0.97	0.48	6.32	30.37
m. Current Service Cost	2.52	1.68	2.16	12.16
n. Past Service Cost	0.26	-	20.94	-
o. Acquisition (Credit)/Cost	0.21	-	-	-
p. Actuarial loss / (gain)-Demographic	-	-	-	-
q. Actuarial loss / (gain)-Financial	0.17	0.17	1.52	8.08
r. Actuarial loss / (gain)-Experience	(2.11)	0.74	5.36	17.16
s. Benefits Paid	(0.48)	(0.26)	(5.87)	(12.83)
t. Immediate recognition of (gains)/Losses-other long term employee benefit plans	-	-	-	-
u. Present value of obligation at the end of the March 31, 2026 (including obligation not transferred to the company) (Refer Note 18.3)	14.90	10.10	125.84	514.66



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

b. Fair value of plan assets

Particulars	₹ in crores			
	Gratuity (Unfunded)	Other Defined Benefit (Funded and Unfunded)	Gratuity (Funded)	Pension (Funded)
a. Fair value of plan asset as at April 1, 2024 (including plan assets not transferred to the Company)	-	2.88	32.12	38.95
b. Acquisition (Credit)/Cost	-	-	-	-
c. Estimated return on plan asset	-	0.20	2.22	2.65
d. Employer contribution	-	0.37	4.24	1.19
e. Benefits Paid	-	(0.58)	(4.83)	(3.45)
f. Excess of actual over estimated return	-	0.03	0.05	0.41
g. Others	-	-	-	-
h. Fair value of plan asset as at March 31, 2025 (including plan assets not transferred to the Company)	-	2.90	33.80	39.75
i. Acquisition (Credit)/Cost	-	-	-	-
j. Estimated return on plan asset	-	0.20	2.21	2.59
k. Employer contribution	-	0.25	4.16	2.37
l. Benefits Paid	-	(0.25)	(5.87)	(4.68)
m. Excess of actual over estimated return	-	0.19	(0.29)	0.48
n. Others	-	-	-	-
o. Fair value of plan asset as at March 31, 2026 (including plan assets not transferred to the Company)	-	3.29	34.01	40.51

c. Amount to be recognized in the balance sheet

Particulars	₹ in crores			
	Gratuity (Unfunded)	Other Defined Benefit (Funded and Unfunded)	Gratuity (Funded)	Pension (Funded)
1. Present Value of obligations as at the end of the year as per Actuarial Valuation (including obligation not transferred to the company)	14.90	10.10	125.84	514.66
2. Fair value of Assets at the end of the year (including obligation not transferred to the company)	-	3.29	34.01	40.51
3. Net liability	14.90	6.81	91.83	474.15
4. Liability not transferred to the Company as per vesting order	-	(1.35)	16.55	163.80
5. Net Liability recognized in balance sheet	14.90	8.16	75.28	310.35
6. Net Current Liability recognized in balance sheet	0.36	0.23	-	-
7. Net Non Current Liability recognized in balance sheet	14.54	7.93	75.28	310.35

Particulars	₹ in crores			
	Gratuity (Unfunded)	Other Defined Benefit (Funded and Unfunded)	Gratuity (Funded)	Pension (Funded)
1. Present Value of obligations as at the end of the year as per Actuarial Valuation (including obligation not transferred to the company)	13.36	7.29	95.41	459.72
2. Fair value of Assets at the end of the year (including obligation not transferred to the company)	-	2.90	33.80	39.75
3. Net liability	13.36	4.39	61.61	419.97
4. Liability not transferred to the Company as per vesting order	-	(1.35)	17.75	171.96
5. Net Liability recognized in balance sheet	13.36	5.74	43.86	248.01
6. Net Current Liability recognized in balance sheet	0.30	0.24	-	-
7. Net Non Current Liability recognized in balance sheet	13.06	5.50	43.86	248.01

d. Expenses Recognised in the Statement of Profit & Loss

Particulars	₹ in crores			
	Gratuity (Unfunded)	Other Defined Benefit (Funded and Unfunded)	Gratuity (Funded)	Pension (Funded)
1. Current Service Cost	2.52	1.68	2.16	12.16
2. Past Service Cost	0.26	-	20.94	-
3. Interest Cost	0.97	0.48	6.32	27.78
4. Expected return on Plan Assets	-	(0.19)	(2.21)	-
5. Immediate Recognition of (Gains)/ Losses - Other Long Term Benefits	-	0.43	-	-
6. Net Actuarial (Gain)/Loss recognized in the year	-	-	-	-
7. Others	-	-	-	-
8. Others (payment to trust)	-	-	1.20	116.77
9. Expenses recognized in statement of Profit & Loss	3.75	2.40	28.41	156.71

Particulars	₹ in crores			
	Gratuity (Unfunded)	Other Defined Benefit (Funded and Unfunded)	Gratuity (Funded)	Pension (Funded)
1. Current Service costs	1.90	1.28	2.88	11.08
2. Past Service costs	-	-	-	-
3. Interest costs	0.61	0.36	5.79	25.10
4. Expected return on Plan Assets	-	(0.19)	(2.23)	(2.65)
5. Immediate Recognition of (Gains)/ Losses - Other Long Term Benefits	-	0.63	-	-
6. Net Actuarial (Gain)/Loss recognized in the year	-	-	-	-
7. Others	-	-	-	-
8. Others (payment to trust)	-	-	1.55	113.86
9. Expenses recognized in statement of Profit & Loss	2.51	2.08	7.99	147.39



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

e. Amount recognised in other comprehensive income (remeasurements)

Particulars	For the Year Ended March 31, 2026			
	Gratuity (Unfunded)	Other Defined Benefit (Funded and Unfunded)	Gratuity (Funded)	Pension (Funded)
Actuarial (gains)/losses arising from:				
- changes in demographic assumptions	-	-	-	-
- changes in financial assumptions	0.17	0.09	1.52	8.08
- experience adjustments	(2.11)	0.19	5.35	17.16
Return on plan assets (greater)/less than discount rate	-	-	0.29	(0.48)
Total	(1.94)	0.28	7.16	24.76

Particulars	For the Year Ended March 31, 2025			
	Gratuity (Unfunded)	Other Defined Benefit (Funded and Unfunded)	Gratuity (Funded)	Pension (Funded)
Actuarial (gains)/losses arising from:				
- changes in demographic assumptions	-	-	-	-
- changes in financial assumptions	0.39	0.16	3.51	20.07
- experience adjustments	1.48	(0.08)	3.05	50.93
Return on plan assets (greater)/less than discount rate	-	-	(0.05)	(0.41)
Total	1.87	0.08	6.51	70.59

f. Principal assumptions

Particulars	As at March 31, 2026		As at March 31, 2025	
	Gratuity (Unfunded)	Gratuity (funded)	Gratuity (Unfunded)	Gratuity (funded)
1. Discount rate	6.60%	6.60%	6.70%	6.70%
2. Salary escalation	7.00%	6.00%	7.00%	6.00%
3. Mortality rate	Indian Assured Lives Mortality (2006-08) Ult	Indian Assured Lives Mortality (2006-08) Ult	Indian Assured Lives Mortality (2006-08) Ult	Indian Assured Lives Mortality (2012-14) Ult

Particulars	As at March 31, 2026		As at March 31, 2025	
	Pension (Unfunded)	Pension (funded)	Pension (Unfunded)	Pension (funded)
1. Discount rate	6.60%	6.60%	6.70%	6.70%
2. Salary escalation				
- Management	NA	6.00%	NA	6.00%
- Non Management	NA	6.00%	NA	6.00%
3. Mortality rate	Indian Assured Lives Mortality (2006-08) Ult	Indian Assured Lives Mortality (2006-08) Ult	Indian Assured Lives Mortality (2006-08) Ult	Indian Assured Lives Mortality (2006-08) Ult

g. Category wise plan assets

Particulars	As at March 31, 2026	As at March 31, 2026	As at March 31, 2025	As at March 31, 2025
	Gratuity (Funded)	Pension (Funded)	Gratuity (Funded)	Pension (Funded)
Cash & Cash Equivalents	5%	1%	20%	3%
State Government Securities	49%	49%	50%	49%
Corporate Bonds	46%	50%	30%	51%
Total	100%	100%	100%	100%

h. Sensitivity analysis

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

Increase/ (decrease) in defined benefit liability	For the Year Ended March 31, 2026			
	Gratuity (Unfunded)	Other Defined Benefit (Unfunded)	Gratuity (Funded)	Pension (Funded)
Impact on defined benefit obligation due to 0.5% increase in salary escalation rate	0.87	0.06	3.81	19.28
Impact on defined benefit obligation due to 0.5% decrease in salary escalation rate	(0.81)	(0.06)	(4.62)	(18.16)
Impact on defined benefit obligation due to 0.5% increase in discount rate	(0.81)	(0.78)	(7.38)	(38.61)
Impact on defined benefit obligation due to 0.5% decrease in discount rate	0.88	0.90	7.99	43.35

Increase/ (decrease) in defined benefit liability	For the Year Ended March 31, 2025			
	Gratuity (Unfunded)	Other Defined Benefit (Unfunded)	Gratuity (Funded)	Pension (Funded)
Impact on defined benefit obligation due to 0.5% increase in salary escalation rate	0.69	0.19	2.11	15.12
Impact on defined benefit obligation due to 0.5% decrease in salary escalation rate	(0.64)	(0.17)	(2.75)	(14.21)
Impact on defined benefit obligation due to 0.5% increase in discount rate	(0.64)	(0.41)	(5.76)	(32.71)
Impact on defined benefit obligation due to 0.5% decrease in discount rate	0.70	0.46	6.25	36.68

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of reporting period. The sensitivity are based on a change in a significant assumption, keeping all other assumptions constant.

The sensitivity analysis may not be representative of an actual change in the defined benefit obligation as it is unlikely that changes in assumptions would occur in isolation from one another.



i. The following payments are expected contributions to the defined benefit plan in future years:*

Expected Future cashflows	For the Year Ended March 31, 2026			
	Gratuity (Unfunded)	Other Defined Benefit (Unfunded)	Gratuity (Funded)	Pension (Funded)
Year-1	0.37	0.51	3.97	14.70
Year-2	1.46	0.62	3.68	15.11
Year-3	0.71	0.57	4.93	16.34
Year-4	1.01	0.72	5.58	17.87
Year-5	2.52	0.74	4.26	16.35
Year 6-10	10.52	4.67	31.41	91.37

Expected Future cashflows	For the Year Ended March 31, 2025			
	Gratuity (Unfunded)	Other Defined Benefit (Unfunded)	Gratuity (Funded)	Pension (Funded)
Year-1	0.31	0.50	2.85	17.58
Year-2	1.03	0.49	3.53	19.06
Year-3	2.93	0.57	3.35	17.98
Year-4	0.71	0.51	4.20	18.63
Year-5	1.12	0.63	4.65	19.41
Year 6-10	9.63	3.77	23.56	95.51

*including payment for liabilities not transferred to the Company (refer note 18.4)



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NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
NOTE 19 Capital grant and consumer contribution towards Capital Assets		
Non Current (At cost less amortisation)		
Consumer Contribution towards cost of capital assets	1,625.39	1,512.28
Deferred Government Grants towards cost of capital assets (refer note 48)	393.89	231.41
Total Capital Grant and Consumer Contribution towards Capital Assets	2,019.28	1,743.69
19.01 Movement in consumer contribution towards cost of capital assets		
Opening balance	1,512.28	1,266.67
Add: Additions during the year	230.01	354.51
Less: Released to the statement of profit and loss (Refer note 26)	(116.90)	(108.90)
Closing Balance	1,625.39	1,512.28
Note: Consumer contribution towards capital cost is amortized to the Statement of Profit and Loss to match with depreciation charged on assets created out of such contribution.		
19.02 Movement in Deferred Government Grants towards cost of capital assets		
Opening balance	231.41	107.50
Add: Additions during the year	201.24	146.51
Less: Released to the statement of profit and loss (Refer note 26)	(38.76)	(22.60)
Closing Balance	393.89	231.41
Government grants have been received for the purchase of certain items of Property, Plant & Equipment. There are no unfulfilled conditions or contingencies attached to these grants.		
NOTE 20 Other non current liabilities		
	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
Government subsidies towards cost of capital asset	46.82	146.18
Advance for Government funded projects (refer note 40)	39.10	154.09
Consumers' deposits for works under progress (refer note 41)	113.95	111.16
Deposit from suppliers/vendors	26.22	27.26
	226.09	438.69
Note: As part of business combination, certain grants/ subsidies have been transferred to the Company which can be used only in accordance with the terms and conditions of the concerned scheme. Pending clarity on the terms and conditions of the Scheme, the Company has not used and continues to reflect grant/ subsidy as liability.		
20.1 Movement in subsidies towards capital asset #		
Opening	300.27	588.61
Less: Capitalised during the year	(199.49)	(230.94)
Less: Transfer to statement of profit & loss (Refer note 26)	(14.86)	(57.40)
Closing Balance	85.92	300.27
# includes advance for Government funded projects		
NOTE 21 Financial Liabilities		
A. Non Current Financial Liabilities		
Long Term Borrowings		
Secured - at amortised cost		
Term Loan from banks		
(i) Bank of Baroda	338.03	337.60
(ii) Axis Bank	595.81	-
(iii) Odisha Grameen Bank	145.28	-
(iv) Union Bank of India (UBI)	-	400.34
(v) Indian Bank	-	121.88
Total Long Term Borrowings	1,079.12	859.82



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- a** The Company has not defaulted on any loans payable. The Company has utilised the loan for the sanctioned purpose.
- b** Instalments for the term loan from Axis Bank are payable on quarterly basis and repayment has started from September 2025.
 Capex term loan from Union Bank of India has been fully repaid during the current financial year through refinancing by Axis Bank.
 Instalments for the term loan-2 from Axis Bank are payable on quarterly basis and repayment has started from September 2025.
 Instalments for the term loan from Odisha Grameen Bank are payable on quarterly basis and repayment will start from June 2027.
 Capex term loan from Indian Bank has been fully repaid during the current financial year through refinancing by Odisha Grameen Bank.
 Instalments for the term loan-2 from Odisha Grameen Bank are payable on quarterly basis and repayment has started from March 2026.
 Instalments for the term loan from Bank of Baroda are payable on quarterly basis and repayment will start from September 2026.
 Instalments for the term loan from Bank of Baroda-2 are payable on quarterly basis and repayment will start from December 2026.
- c** The rate of interest for term loan from Axis Bank is at Repo plus spread of 2.18% per annum with quarterly reset i.e. presently at 7.43%.
 The rate of interest for term loan-2 from Axis Bank is at Repo plus spread of 2.18% per annum with quarterly reset i.e. presently at 7.43%.
 The rate of interest for term loan from Odisha Grameen Bank is at 3 months MCLR per annum plus 0.05% with quarterly reset i.e. presently at 7.40%.
 The rate of interest for term loan-2 from Odisha Grameen Bank is at 3 months MCLR per annum plus 0.05% with quarterly reset i.e. presently at 7.40%.
 The rate of interest for term loan from Bank of Baroda-1 is at 1 month MCLR per annum + 0% with monthly reset i.e. presently at 7.80% (March 31, 2025: 8.35%).
 The rate of interest for term loan from UBI is at 6 months MCLR plus spread of 0% per annum with annual reset i.e. presently at NA (March 31, 2025: 8.80%).
 The rate of interest for term loan-2 from UBI is at 6 months MCLR per annum + 0% with bi-annual reset, i.e. presently at NA (March 31, 2025: 8.85%).
 The rate of interest for term loan from Indian Bank is at 3 months MCLR per annum + 0% with quarterly reset i.e. presently at NA (March 31, 2025: 8.65%).
- d** Term Loans from Axis Bank is repayable over 51 equal quarterly instalments.
 Term Loan-2 from Axis Bank is repayable over 47 equal quarterly instalments.
 Term Loan from Odisha Grameen Bank is repayable over 27 equal quarterly instalments.
 Term Loan-2 from Odisha Grameen Bank is repayable over 32 equal quarterly instalments.
 Term Loans from Bank of Baroda is repayable over 52 equal quarterly instalments.
- e** Term loans from Axis Bank, Odisha Grameen Bank and Bank of Baroda are secured against first pari passu charge on all the entire movable and immovable PPE of the Company, both present and future, excluding assets transferred to the Company from NESCO as per terms of the vesting order. Second pari passu charge on entire current assets, both present and future excluding restricted assets as per vesting order.
- f** There are no financial debt covenants prescribed in any term loan facility.

B. Other financial liabilities- Non-current (At amortised cost)

Payable towards ESOP expenses (refer note 29 and note 38)
Total Other financial liabilities- Non-current

	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
	1.61	1.54
	1.61	1.54

C. Current financial liabilities

(At amortised cost)

(a) Short term borrowings

Secured credit facilities from banks

Overdraft

(i) State Bank of India

(ii) Federal Bank of India

(iii) Axis Bank #

(iv) Bank of Baroda

Current maturities of long term loan

Total short-term borrowings

	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
	-	18.45
	-	74.77
	0.00	0.00
	40.00	-
	59.54	53.06
	99.54	146.28

represents amount below the rounding off norm adopted by the Company

(b) Secured credit facilities

The Company has availed secured credit facilities of ₹ 500 crores (March 31, 2025: ₹ 500 crores) from State Bank of India which includes fund based limit of ₹ 250 crores (March 31, 2025: ₹ 250 crores) at an interest rate applicable 6 Month MCLR plus 25 bps reset at half yearly intervals (March 31, 2025: applicable 6 Month MCLR plus 25 bps reset at half yearly intervals) and Non-fund based limit of ₹ 250 crores (March 31, 2025: ₹ 250 crores) at a commission of 0.35% per annum (March 31, 2025: at a commission of 0.35% per annum).

The Company has availed secured credit facilities of ₹ 300 crores (March 31, 2025: ₹ 300 crores) from Axis Bank which includes fund based limit of ₹ 150 crores (March 31, 2025: ₹ 150 crores) at an interest rate applicable 3 Month MCLR plus 0.10% (March 31, 2025: at an interest rate for applicable 3 Month MCLR plus 0.10%) and Non-fund based limit of ₹ 150 crores (March 31, 2025: ₹ 150 crores) at a commission of 0.35% per annum (March 31, 2025: at a commission of 0.35% per annum).



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The Company has availed secured credit facilities of ₹ Nil (March 31, 2025: ₹ 74.77 crores) from Federal Bank at an interest rate of NA (March 31, 2025: interest rate of pledged fixed deposit plus 0.35 percent per annum)

The Company has availed secured credit facilities of ₹ 250 crores from Bank of Baroda which includes fund based sub-limit of ₹ 250 crores at an interest rate for applicable Overnight MCLR or Non-fund based limit of ₹ 250 crores at a commission of 0.30% per annum.

These facilities are secured against first pari passu charge on all the current assets (other than restricted as per vesting order, including consumer security deposits and Government deposits received in the form of grant, subsidy, relief fund etc) both present and future with other lenders of the Company under Multiple Banking Arrangement (MBA) Collateral security- Second pari passu charge on entire movable PPE of the Company, excluding assets transferred to the Company from NESCO as per terms of the vesting order, with other lenders of the Company under Multiple Banking Arrangements (MBA).

(c) Current borrowings secured against current assets

The quarterly returns or statements of current assets filed by the Company with banks are in agreement with the books of account. The Company has not used any of the borrowings from banks apart for the purpose for which it was taken.

NOTE 22 Trade payables

	As at March 31, 2026	As at March 31, 2025
	₹ in crores	₹ in crores
Total outstanding dues of micro enterprises and small enterprises (Refer Note 22.2 for details of dues to micro and small enterprises)	49.82	46.87
Total outstanding dues of creditors other than micro enterprises and small enterprises	552.31	584.84
Total trade payables (refer note 41)	602.13	631.71

22.1 Trade Payables includes ₹ 463.27 crores outstanding dues of related parties as at March 31, 2026 (March 31, 2025: ₹ 406.58 crores) (refer note 38)

22.2 Post acquisition, the Company has initiated the process of identifying the micro and small enterprises. Micro and small enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) have been determined based on the information available with the Company and the required disclosures are given below:

Particulars	As at March 31, 2026	As at March 31, 2025
	₹ in crores	₹ in crores
(a) Principal amount due to micro and small enterprises	49.82	46.87
(b) Interest due on above	-	-
(c) The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	-	-
(d) The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	-	-
(e) The amount of interest accrued and remaining unpaid	-	-
(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 to the small enterprise	-	-
	49.82	46.87

22.3 Trade Payables Ageing schedule

As at March 31, 2026

Particulars	Not due*	Outstanding for following periods from due date of payment #				Total ₹ crore
		Less than 1 year*	1-2 Year	2-3 years	More than 3 years	
(i) Undisputed dues						
(a) Total outstanding dues of micro enterprises and small enterprises	13.30	12.30	-	-	-	25.60
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	331.54	210.11	3.68	3.84	3.14	552.31
(ii) Disputed dues						
(a) Total outstanding dues of micro enterprises and small enterprises	-	12.75	3.88	3.77	3.82	24.22
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
Total	344.84	235.16	7.56	7.61	6.96	602.13



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As at March 31, 2025

Particulars	Not due*	Outstanding for following periods from due date of payment #				Total ₹ crore
		Less than 1 Year	1-2 Year	2-3 years	More than 3 years	
(i) Undisputed dues						
(a) Total outstanding dues of micro enterprises and small enterprises	35.40	-	-	-	-	35.40
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	402.73	167.69	4.34	10.08	-	584.84
(ii) Disputed dues						
(a) Total outstanding dues of micro enterprises and small enterprises	-	3.88	3.77	3.82	-	11.47
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
Total	438.13	171.57	8.11	13.90	-	631.71

* Includes provision for expenses, where invoices not received till the date of Balance Sheet.

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

**NOTE 23 Other financial liabilities - current
(At amortised cost)**

	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
Payable to employees (refer note 41)	60.35	56.14
Security deposit from consumers (refer note 41)	1,124.33	955.28
Capital creditors (refer note 41)	332.22	298.19
Interest accrued but not due on security deposits from electricity consumers	51.99	55.37
Payable to residuary company	19.53	25.08
Interest accrued but not due on borrowings	-	0.11
Interest accrued on government grant funds	1.17	4.42
Consumer contribution for work under progress (refer note 41)	105.67	105.72
Deposit from suppliers/vendors (refer note 41)	4.40	4.40
Payable towards ESOP expenses (refer note 29 and note 38)	1.61	-
	1,701.27	1,504.71

Note. The security deposits from electricity consumers carry interest at 5.50% p.a (March 31, 2025: 6.50% p.a.) and is adjusted against power bill of the respective customers as per tariff regulations. The amount is refundable on surrender of electricity connection by the consumer.

NOTE 24 Other current liabilities

	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
(a) Statutory liabilities	80.86	86.99
(b) Tariff balancing reserve	13.37	7.04
(c) Advance from consumers	40.33	53.88
(d) Advance for Government funded projects (refer note 40)	25.60	-
(e) Advance received against PMSGMBY scheme (refer note 42)	86.65	19.21
	246.81	167.12



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

NOTE 25 Regulatory Deferral Account

Accounting Policy

The Company determines revenue gaps (i.e. surplus/shortfall in actual returns over returns entitled) in respect of its regulated operations in accordance with the provisions of Ind AS 114 - 'Regulatory Deferral Accounts' read with the Guidance Note on Rate Regulated Activities issued by The Institute of Chartered Accountants of India (ICAI) and based on the principles laid down under the relevant Tariff Regulations/Tariff Orders notified by the Electricity Regulator and the actual or expected actions of the regulator under the applicable regulatory framework. Appropriate adjustments in respect of such revenue gaps are made in the regulatory deferral account of the respective year for the amounts which are reasonably determinable and no significant uncertainty exists in such determination.

These adjustments/accruals representing revenue gaps are carried forward as Regulatory deferral accounts debit/credit balances (Regulatory Assets/Regulatory Liabilities) as the case may be in the financial statements, which would be recovered/refunded through future billing based on future tariff determination by the regulator in accordance with the electricity regulations.

The Company presents separate line items in the balance sheet for:

- the total of all regulatory deferral account debit balances and related deferred tax balances; and
- the total of all regulatory deferral account credit balances and related deferred tax balances.

A separate line item is presented in the Statement of Profit and Loss for the net movement in regulatory deferral account.

Rate Regulated Activities

- As per the Ind AS-114 'Regulatory Deferral Accounts', the business of electricity distribution is a Rate Regulated activity wherein OERC, the regulator determines Tariff to be charged from consumers based on prevailing regulations in place.

The Odisha Electricity Regulatory Commission (Terms and Conditions for Determination of Wheeling Tariff and Retail Supply Tariff) Regulations, 2014, is applicable. These regulations, together with the vesting order, require OERC to determine tariff in a manner wherein the Company can recover its fixed and variable costs including assured rate of return on approved equity base, from its consumers. The Company determines the Revenue, Regulatory Assets and Liabilities as per the terms and conditions specified in these Regulations and Vesting Order.

As per the vesting order, the AT&C loss trajectory which can be passed on to customers is fixed for the first ten years. Any gain/ loss arising due to lower/ higher AT&C losses vis-a-vis fixed trajectory belongs to the Company and is not passed on to the customer. The Company determines the amount of such gain/ loss based on basis power purchase cost only and treats all other expenses including operation and maintenance expenses, employee cost, finance cost and tax expense as pass through to the consumers as per prevailing regulations and tariff orders while determining 'Regulatory Deferral Account Balance'.

- In terms of the applicable regulations, the Company submits its Annual Revenue Requirements (ARR) before beginning of the year for approval of the OERC. After close of financial statements for a year, the actual income and expense incurred by the Company are reviewed and approved by the OERC in the form of True-up Order.

	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
Regulatory Deferral Account - Assets		
Regulatory Assets (Non-current)	653.40	326.13
Regulatory Assets (refer note 49)	653.40	326.13

- Movement of Regulatory Assets/Liabilities of distribution business as per Rate Regulated Activities is as follows:

Particulars

	March 31, 2026 ₹ in crores	March 31, 2025 ₹ in crores
Regulatory Income/(Expenses) during the year		
(i) Power Purchase Cost (Normative) net-off rebate	2,988.31	2,763.79
(ii) Other expenses as per the terms of Tariff Regulations including Return on Equity	1,786.29	1,526.69
(iii) Available revenue net of cash discount including non tariff income etc	(4,477.60)	(4,125.56)
Net movement in regulatory deferral balances (+ii+iii) (A)	297.00	164.92
Regulatory (expenses)/income recognised in OCI (B)	30.27	79.05
Opening regulatory assets (C)	326.13	82.16
Closing regulatory (liabilities)/assets (A+B+C)*	653.40	326.13

*excludes interest on deposits made out of retained earnings being retained by the Company for the financial year 2025-26, 2024-25 and 2023-24 amounting to ₹ 37.99 crores, ₹ 25.04 crores and ₹ 10.28 crores respectively, in accordance with the provisions of Regulation 4.3.2 and 5.9.2 of OERC (Terms and Conditions for Determination of Wheeling Tariff and Retail Supply Tariff) Regulations, 2022

True-up order

The Company determines revenue gaps (i.e. surplus/ shortfall in actual returns over returns entitled) in respect of its regulated operations in accordance with the provisions of Ind AS 114 - 'Regulatory Deferral Accounts' read with the Guidance Note on Rate Regulated Activities issued by the Institute of Chartered Accountants of India (ICAI) and based on the principles laid down under the relevant Tariff Regulations/Tariff Orders notified by the OERC and the actual or expected actions of the regulator under the applicable regulatory framework.



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The OERC (Terms and Conditions for Determination of Wheeling Tariff and Retail Supply Tariff) Regulations, 2022, regulations require the OERC to determine tariff in a manner that the Company, subject to certain specific gains and losses allowed to be retained under the Vesting Order, can recover its fixed and variable costs including assured rate of return on approved equity base, from its consumers. The Company determines the Revenue, Regulatory Assets and Liabilities as per the terms and conditions specified in these Regulations. In terms of the regulations, the Company submits its Annual Revenue Requirements (ARR) before beginning of the year for approval of the OERC. After close of financial statements for a year, the actual income and expense incurred by the Company are reviewed and approved by the OERC in the form of True-up Order.

The Company determines revenue gaps (i.e. surplus/ shortfall in actual returns over returns entitled) in respect of its regulated operations in accordance with the provisions of Ind AS 114 - 'Regulatory Deferral Accounts' read with the Guidance Note on Rate Regulated Activities issued by the Institute of Chartered Accountants of India (ICAI) and based on the principles laid down under the relevant Tariff Regulations/Tariff Orders notified by the OERC ("regulator") and the actual or expected actions of the regulator under the applicable regulatory framework.

The OERC (Terms and Conditions for Determination of Wheeling Tariff and Retail Supply Tariff) Regulations, 2022, regulations require the OERC to determine tariff in a manner that the Company, subject to certain specific gains and losses allowed to be retained under the Vesting Order, can recover its fixed and variable costs including assured rate of return on approved equity base, from its consumers. The Company determines the Revenue, Regulatory Assets and Liabilities as per the terms and conditions specified in these Regulations. In terms of the regulations, the Company submits its Annual Revenue Requirements (ARR) before beginning of the year for approval of the OERC. After close of financial statements for a year, the actual income and expense incurred by the Company are reviewed and approved by the OERC in the form of True-up Order.

During the current year, the Company has filed true-up application for FY 2023-24 and FY 2024-25 (including few pending matters pertaining to FY 2022-23) along with ARR application for FY 2026-27 as per the regulations. After going through due process, the regulator allowed certain claims/ expenses on provisional basis which are lower than the claim submitted by the Company under ARR for FY 2023-24 and FY 2024-25. The OERC further decided to verify these additional expenditures through a Special Audit. Consequently, the regulator has decided to issue suitable orders in accordance with the findings of the Special Audit including matter pertaining to FY 23.

The OERC has provisionally trued up revenue gap for FY 2023-24 and FY 2024-25, resulting in a lower revenue entitlement of ₹ 67.09 crore and ₹ 127.11 crore respectively vis-à-vis the true up arrived at using actual amount incurred by the Company.

The Management is in the process of seeking clarifications from OERC and contemplating to file review petition with respect to the aforesaid lower allowances for FY 2022-23, FY 2023-24 and FY 2024-25. The management believes that the actual expenditures claimed by the Company are within regulatory framework and in line with tariff regulations. Management strongly believes that the actual amount spent exceeding approved trued-up amount is uncontrollable in nature and all the claim/ expenses will be allowed subsequently through special audit. Accordingly, the Company continues to treat above claim made through True up petition as pass through to the consumers. The management believes that there will not be any adverse financial implications.

Further, the Company has incurred additional expenses under the following heads as compared to amount approved by the OERC for the financial year ended March 31, 2026 as below:

Operation and Maintenance expenses for FY 2025-26- ₹ 126.87 crores

Management is confident of getting approval with regard to the excess amount spent as these are in the nature of uncontrollable cost and allowable as per the OERC Regulations, 2022.

Accordingly, the Company continues to treat above additional expenditure as pass through to the consumers. The management believes that there will not be any adverse financial implications.



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NOTE 26 Revenue recognition

Accounting policy

Revenue from contracts with customers is recognised 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:

26.1 Sale of Power - Distribution

Revenue from the supply of power is recognised net of any cash rebates over time for each unit of electricity delivered at the pre-determined rate as per the tariff order, including relevant provisions of Electricity Distribution (Accounts and Additional Disclosures) Rules, 2025.

Revenue from power supply is accounted for on the basis of billings to consumers and includes unbilled revenue accrued upto the end of the reporting year.

Revenue from power supply is recognised net of the applicable taxes and other amounts which the Company collects from the customer on behalf of the government/state authorities.

The Company, as per the prevalent Regulations (referred as "Tariff Regulations") for distribution business, is required to recover its Annual Revenue Requirement (ARR) comprising of expenditure on account of power purchase costs, operations and maintenance expenses, financing cost and taxation, as per the said Tariff Regulations and an assured return on equity. As per the said Tariff Regulations, the Company determines the ARR and any excess/shortfall in recovery of ARR during the year is accounted for in "Regulatory Deferral Account Balance".

Revenue in respect of invoice raised for dishonest abstraction of power is recognised when the certainty of its collection is probable i.e. generally as and when recovered.

26.2 Contribution for capital works

Consumer's contribution towards property, plant and equipment which require an obligation to provide electricity connectivity to the consumers is treated as capital receipt and credited in other liabilities under the head 'consumer's deposit for work' until transferred to a separate account on commissioning of the assets. An amount equivalent to the depreciation charge for the year on such assets is appropriated from this account as income to the Statement of Profit and Loss.

	Year Ended March 31, 2026	Year Ended March 31, 2025
	₹ in crores	₹ in crores
26.3 Revenue from operations		
Gross revenue as per tariff	4,245.21	3,913.40
Less: Cash discount	67.09	60.33
Revenue from contract with customers	4,178.12	3,853.07
26.3.1 Other operating revenue		
Amortisation of consumer contribution	116.90	108.90
Amortisation of government grants in capital nature (Refer note 48)	38.76	22.60
Amortisation of government grants in revenue nature	14.86	57.39
Recovery of meter rent	36.41	41.93
Over drawal payment recovered	5.76	8.61
Open access cross subsidy income	68.26	42.81
Supervision charges	9.76	9.72
Miscellaneous operating income*	3.45	3.12
Total other operating revenue	294.16	295.08
Revenue from operations #	4,472.28	4,148.15

* included meter testing fees, service connection charges, Dismantle fee etc

also refer note no. 49

Disaggregation of revenue

The Company deals in a single type of product i.e. power which is sold directly to consumers, consideration in respect of which is based on energy supplied. Thus further disclosure in respect of disaggregation of revenue is not required.



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26.4 **Contract Balances**

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

Particulars	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
Contract liabilities		
Advance from consumers	40.33	53.88
Total contract liabilities	40.33	53.88
Receivables		
Trade receivables	316.51	322.49
Unbilled revenue depending only on passage of time	356.50	343.16
Less : Allowances for doubtful debts	(206.14)	(202.01)
Net receivables	466.87	463.64

Contract assets

Contract asset is the right to consideration in exchange for goods or services transferred to the customer. Contract assets are transferred to receivables when the rights become unconditional.

Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Company performs under the contract including advance received from customer i.e., normally within twelve months from reporting date.

Significant changes in the contract assets and the contract liabilities balances during the year are as follows:

Particulars	Contract assets	
	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
Unbilled revenue		
Opening balance as at 1 April	343.16	305.29
Add: Revenue recognised during the year	356.50	343.16
Less: Transfer from contract assets to receivables/adjustments	(343.16)	(305.29)
Closing Balance	356.50	343.16
Particulars	Contract liabilities	
	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
Advance from consumers		
Opening balance as at 1 April	53.88	48.75
Revenue recognised / adjusted during the year	(37.10)	(21.90)
Advance received during the year not recognised as revenue	23.55	27.03
Closing Balance	40.33	53.88

26.5 **Transaction Price - Remaining Performance Obligation**

The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognised as at the end of the reporting period and an explanation as to when the Company expects to recognise these amounts in revenue. Applying the practical expedient as given in Ind AS 115, the Company has not disclosed the remaining performance obligation related disclosures for contracts as the revenue recognised corresponds directly with the value to the customer of the entity's performance completed to date.



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NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

NOTE 27 Other income

Accounting Policy

- Interest income

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

- Delayed Payment Charges (DPC)

DPC is charged at the rate prescribed by the Tariff Regulations on the outstanding balance. Revenue in respect of DPC and interest on DPC leviable as per the Tariff Regulations are recognised on actual realisation or accrued based on an assessment of certainty of realisation supported by an acknowledgement from customers.

- Incentive on Past Arrears Collection

As per terms of OERC vesting order, the Company is eligible for incentive on past arrear collections pertaining to period prior to March 31, 2021. Income in respect of incentive is recognised as percentage of actual realization of past arrears.

Other income

	Year Ended March 31, 2026	Year Ended March 31, 2025
	₹ in crores	₹ in crores
Interest income on		
Bank Deposits	121.60	103.58
Other non - operating income		
Delayed payment surcharge	15.34	14.30
Incentives on arrears collection	17.48	7.87
Other income*	14.65	15.72
	169.07	141.47

* (includes scrap sale, insurance claim etc)

NOTE 28 Cost of power purchased and transmission charges

	Year Ended March 31, 2026	Year Ended March 31, 2025
	₹ in crores	₹ in crores
Power purchased	2,789.47	2,585.39
Transmission charges	197.50	176.80
SLDC charges	1.34	1.60
Gross power purchase and transmission charges	2,988.31	2,763.79
Less: Rebate on power purchased and transmission charges	(31.56)	(28.96)
Net power purchase and transmission charges	2,956.75	2,734.83

NOTE 29 Employee benefits expense (net)

	Year Ended March 31, 2026	Year Ended March 31, 2025
	₹ in crores	₹ in crores
Salaries, wages and bonus	315.80	308.60
Contribution to provident and other funds (refer note 18.2)	18.92	18.14
Staff welfare expenses	20.51	20.98
Terminal benefit expenses	219.25	188.85
Equity settled options granted by parent (refer note 29.1 and note 38)	1.68	1.27
Gross employee benefit expenses	576.16	537.84
Less: Employee cost capitalization	(16.93)	(16.99)
Net employee benefit expenses	559.23	520.85



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Note 29.1 Share Based Payments
Accounting policy

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

The cost of equity-settled transactions is determined by the fair value of holding company's share at the date when the grant is made using an appropriate valuation model. That cost is recognised over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the companies best estimate of the number of equity instruments that will ultimately vest. The expense or credit in the statement of profit and loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense. Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the companies best estimate of the number of equity instruments that will ultimately vest. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

No expense is recognised for awards that do not ultimately vest because non-market performance and/or service conditions have not been met. Where awards include a market or non-vesting condition, the transactions are treated as vested irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

When the terms of an equity-settled award are modified, the minimum expense recognised is the grant date fair value of the unmodified award, provided the original vesting terms of the award are met. An additional expense, measured as at the date of modification, is recognised for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through profit or loss.

Equity-settled share option plan

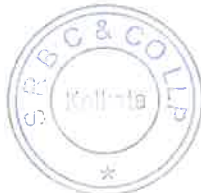
The Tata Power Company Limited – Employee Stock Option Plan 2023

The shareholders of the Holding Company approved The Tata Power Company Limited – Employee Stock Option Plan 2023 ('ESOP 2023'/Plan') during financial year 2024. Pursuant to the Plan, employee stock options were granted to eligible employees of the Holding Company, its subsidiaries and its Joint ventures, including employees of the Company, at an exercise price of ₹249.80 per option. During Financial year 2025, additional grants were made under the Plan on 30 October 2024 at an exercise price of ₹425.40 per option.

Further, during the current year, additional employee stock options were granted on 11 November 2025 at an exercise price of ₹395.85 per option. Each option granted under the Plan entitles the holder to one fully paid-up equity share of ₹1 each, subject to satisfaction of the applicable vesting conditions.

The expense recognised for employee services received during the year is shown in the following table:

	Year Ended March 31, 2026	Year Ended March 31, 2025
	₹ in crores	₹ in crores
Expense arising from equity-settled share-based payment transactions	1.68	1.27
Total expense arising from share-based payment transactions	1.68	1.27



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29.1 Employee Benefits Expense (Contd.)

Employee Stock Option Plan 2023

Movements during the year	Grant-1		Grant-2		Grant-3	
	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2026	For the year ended March 31, 2025
Option exercisable at the beginning of the year (Nos)	2,45,610	2,04,690	1,85,250	-	-	-
Granted during the year (Nos.)	-	40,920	-	1,85,250	2,29,740	-
Forfeited during the year (Nos.)	(40,920)	-	(25,110)	-	-	-
Exercised during the year (Nos.)	-	-	-	-	-	-
Expired during the year (Nos.)	-	-	-	-	-	-
Option exercisable at the end of the year (Nos.)	2,04,690	2,45,610	1,60,140	1,85,250	2,29,740	-
Market price of share on the date of grant (₹ per Share)	249.80	249.80	425.40	425.40	395.85	-
Share price for options exercised during the year (₹ per Share)	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable	Not applicable
Remaining contractual life (Years)	0.58 Years	1.58 Years	1.58 Years	2.58 Years	2.58 Years	-

The Company has estimated fair value of options using Black Scholes model. The following assumptions were used for calculation of fair value of options granted

Assumptions	For the year ended March 31, 2026	For the year ended March 31, 2025	For the year ended March 31, 2026	For the year ended March 31, 2025
Dividend Yield (%)	0.70%	0.70%	0.47%	0.57%
Risk free interest rate (%)	7.21%	7.21%	6.64%	6.05%
Expected life of share option (Years)	4 Years	4 Years	4 Years	4 Years
Expected volatility (%)	39.81%	39.81%	37.26%	31.21%
Weighted Average Exercise price (₹ per Share)	249.80	249.80	425.40	395.85
Weighted Average Fair Value at the measurement date (₹ per Share)	97.75	97.75	159.28	128.43

The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may not necessarily be the actual outcome.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

NOTE 30 Finance costs

	Year Ended March 31, 2026 ₹ in crores	Year Ended March 31, 2025 ₹ in crores
Interest on consumer security deposits at amortised cost	51.60	59.02
Interest on cash credit carried at amortised cost - banks	13.92	8.37
Interest on long term borrowing at amortised cost - banks	80.45	61.73
Other borrowing cost (commitment charges, processing fees etc)	6.05	3.99
	152.02	133.11

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets that necessarily take a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the qualifying asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

NOTE 31 Other expenses

	Year Ended March 31, 2026 ₹ in crores	Year Ended March 31, 2025 ₹ in crores
Repairs and maintenance:		
(i) Buildings and civil works	0.01	0.06
(ii) Plant and equipment	329.77	310.78
(iii) Vehicles and Office equipment	1.77	0.91
(iv) Furniture and Fixtures	0.68	0.27
Rent	3.66	3.44
Consultancy fees (refer note 31.1)	6.63	6.89
Legal charges	4.52	3.88
Advertisement and marketing expenses	2.51	2.84
Tariff balancing reserve	5.75	3.76
Electricity consumption expenses	6.38	6.15
Telephone expenses	2.47	2.44
Insurance premium	5.50	5.39
Travelling and conveyance	1.09	1.24
Office expenses	8.41	6.57
Allowance for doubtful debts	4.13	50.69
Outsourced employee expenses	15.45	16.02
Watch and ward expenses	6.34	4.58
Billing and collection expenses	167.24	156.30
Provisions for claims and compensation	1.44	2.21
Directors sitting fees	0.50	0.43
CSR expenditure (refer note: 31.2)	4.68	3.76
Non-moving/obsolete inventory written off	0.14	-
Provision for non-moving/obsolete inventory	0.52	0.34
Loss on retirement of property, plant and equipment	7.62	14.09
Miscellaneous expenses*	0.41	0.98
Total other expenses	587.62	604.02

* includes incidental store expenses, vehicle license and registration cost etc

31.1 Payments to auditors

Consultancy fees include auditor's remuneration as follows:
Particulars

	Year Ended March 31, 2026 ₹ in crores	Year Ended March 31, 2025 ₹ in crores
As auditors:		
Audit fee (including Goods and Services Tax)	0.58	0.54
Tax audit fee	0.02	0.02
Limited Review	0.27	0.26
In other capacity:		
Other services (certification fees)	0.05	0.05
Reimbursement of expenses	0.02	0.03
	0.94	0.90



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

31.2 Details of CSR expenditure

Particulars	Year Ended		
	March 31, 2026	March 31, 2025	
	₹ in crores	₹ in crores	
(a) Gross amount required to be spent by the Company during the year	4.66	3.71	
(b) Amount approved by the Board to be spent during the year	4.66	3.71	
(c) Amount spent during the year ended on March 31, 2026:	In Cash	Yet to be paid in cash	Total
i) Construction/acquisition of any asset	-	-	-
ii) On purposes other than (i) above	4.68	-	4.68
Amount spent during the year ended on March 31, 2025:	In Cash	Yet to be paid in cash	Total
i) Construction/acquisition of any asset	-	-	-
ii) On purposes other than (i) above	3.76	-	3.76
(d) Details related to spent/unspent obligations:			
Particulars	Year Ended		
	March 31, 2026	March 31, 2025	
	₹ in crores	₹ in crores	
a. Employability and Employment (Skilling for livelihoods)	1.37	0.88	
b. Education (Including Financial and Digital Literacy)	1.17	0.72	
c. Essential Services (Health and Environment)	1.90	1.40	
d. Entrepreneurship	0.24	0.76	
Unspent amount in relation to - On-going project	-	-	
Total	4.68	3.76	

NOTE 32 Tax expenses

Accounting policy

Tax expenses comprises current tax expense and deferred tax.

32.1 Current tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted at the reporting date in the country where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised 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 considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company shall reflect the effect of uncertainty for each uncertain tax treatment by using either most likely method or expected value method, depending on which method predicts better resolution of the treatment.

32.2 Deferred Tax

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

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

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity).

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



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32.3 Tax expense	Year Ended March 31, 2026	Year Ended March 31, 2025
	₹ in crores	₹ in crores
Current income tax charge	86.84	42.54
Adjustment of tax relating to earlier year	1.38	(0.27)
Deferred tax		
Relating to origination and reversal of temporary differences for current year	9.32	12.09
Relating to origination and reversal of temporary differences in respect of earlier years:	(1.20)	0.18
Total income tax expense reported in the Statement of Profit and Loss	96.34	54.54

32.4 Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for March 31, 2026 and March 31, 2025		
Particulars	Year Ended March 31, 2026	Year Ended March 31, 2025
	₹ in crores	₹ in crores
Profit from continuing operations before income tax expense	376.46	212.14
Tax at the India's statutory tax rate of 25.17%	94.75	53.40
Computed expected tax expenses		
-CSR expenses	1.18	0.94
-Others (includes interest on income tax, fines etc)	0.23	0.30
Income tax expense	96.16	54.64
Tax expenses in respect of earlier year	0.18	(0.10)
Total income tax expense	96.34	54.54

The Company has made provision for income tax at the rate of 25.17% (Tax rate 22% Plus Surcharge 10% Plus cess 4% on tax & surcharge) in accordance with normal provisions of the Income Tax Act, 1961 for the year ended March 31, 2026 and March 31, 2025.

32.5 Deferred tax (liability) / assets	As at March 31, 2026	As at March 31, 2025
Deferred tax liability on account of :	₹ in crores	₹ in crores
Accelerated depreciation for tax purposes	(152.66)	(116.98)
Provision for doubtful debts	51.88	50.85
Tariff balancing reserve	2.40	-
Post employment employee benefits	58.28	34.32
Provision for slow moving assets	0.17	-
Total	(39.93)	(31.81)

Movement in deferred tax balance for the year ended March 31, 2026

	Opening balance as at April 01, 2025	Recognised in the Statement of Profit and Loss	Closing balance as at March 31, 2026
	₹ in crores	₹ in crores	₹ in crores
Deferred tax assets			
Tax impact of expenses allowable against taxable income in future years	84.15	28.58	112.73
Total deferred tax assets	84.15	28.58	112.73
Deferred tax liabilities			
Tax impact arising out of temporary difference in depreciable assets	(115.96)	(36.70)	(152.66)
Total deferred tax liabilities	(115.96)	(36.70)	(152.66)
Total	(31.81)	(8.12)	(39.93)



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Movement in deferred tax balance for the year ended March 31, 2025			
	Opening balance as at April 01, 2024	Recognised in the Statement of Profit and Loss	Closing balance as at March 31, 2025
	₹ in crores	₹ in crores	₹ in crores
Deferred tax assets			
Tax impact of expenses allowable against taxable income in future years	53.35	30.80	84.15
Total deferred tax assets	53.35	30.80	84.15
Deferred tax liabilities			
Tax impact arising out of temporary difference in depreciable assets	(72.89)	(43.07)	(115.96)
Total deferred tax liabilities	(72.89)	(43.07)	(115.96)
Total	(19.54)	(12.27)	(31.81)

NOTE 33 Other comprehensive income/(expenses)

	Year Ended March 31, 2026	Year Ended March 31, 2025
	₹ in crores	₹ in crores
<u>Items that will not be reclassified to profit or loss</u>		
Remeasurement losses on defined benefit plans	(30.27)	(79.05)
Net Movement in regulatory deferral balances	30.27	79.05
Total other comprehensive income	-	-

Post-acquisition of business, the Company has decided to treat pension and gratuity benefits payable to erstwhile NESCO employees as defined benefit plan under Ind AS 19 "Employee Benefits". Consequently, the cost and liability of providing such benefits is determined using the projected unit credit method (PUCM). Among other matters, the application of PUCM results in recognition of remeasurement gain/ loss, comprising items such as actuarial gains and losses and effect of the asset ceiling, in the Other Comprehensive Income (OCI). The amount of remeasurement gain/ loss fluctuates period on period based on changes in actuarial assumptions including discount rate and mortality rate.

To ensure offsetting impact in the OCI and the Balance Sheet, the Company recognises equivalent amount as Regulatory Deferral Account -Income/ expense in the OCI. The amount of Regulatory Deferral Account - Income/ expense recognised in the OCI in this manner fluctuates in line with and in contrary to the Remeasurement gain/ loss. Based on the Vesting Order, the Company will be allowed to include and recover this amount as revenue from customers only when the amount is paid to the trust for onward payment to employees.



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Note 34 Commitments*

	As at March 31, 2026 ₹ in crores	As at March 31,2025 ₹ in crores
Estimated amount of Contracts remaining to be executed on capital account and not provided for:	139.98	257.81
Total	139.98	257.81

* Includes capital commitment w.r.t. project to be executed by the Company on behalf of Government of Odisha.

Note 35 Contingent liabilities*

Particulars	As at March 31, 2026 ₹ in crores	As at March 31,2025 ₹ in crores
35.1 Claims against the Company not acknowledged as debts: Legal cases filed by consumers, employees and others under litigation	7.10	7.10
35.2 Direct tax matters		
Direct tax matters related to FY 2016-17 and FY 2017-18 pending with CIT Appeals	44.73	44.73
Order u/s 147 for FY 2019-20, the Company is in process of filing CIT (A) and rectification u/s 154 against the order	1.35	1.35
35.3 Indirect tax matters		
Assessment order for FY 2014-15 to 2016-17 (up to June 30, 2017) was made by Principal Commissioner GST and Central Excise, Bhubaneswar imposing Service Tax penalty of ₹ 25.34 crores on NESCO Utility U/s 78(l) of Finance Act 1994 after dropping the demand of ₹ 1.26 crores out of total demand ₹ 26.60 crores. The Company contested the same by filing an appeal to CESTAT Kolkata and a favourable judgement has been received by the Company in current year.	-	25.34
Order for FY 2017-18 was passed by CT & GST officer, Circle Balasore, imposing total demand of ₹.2.06 crores on Administrator NESCO Utility u/s 73 of OGST Act, 2017. A writ petition has been filed against the aforesaid demand in Hon'ble High Court after rejection of appeal by 1st appellate authority and Hon'ble High Court stay the same till constitution of appellate Tribunal.	2.06	2.06
Order for FY 2018-19 was passed by Deputy Commissioner of CT & GST officer, Circle Balasore, imposing total demand of Rs.0.26 crores on Administrator NESCO Utility u/s 73 of Odisha GST Act, 2017. A writ petition has been filed against the aforesaid demand in Hon'ble High Court after rejection of appeal by 1st appellate authority and Hon'ble High Court stay the same till constitution of appellate Tribunal.	0.26	0.26
Order for FY 2021-22 was passed by Deputy Commissioner of State Tax, Circle Balasore, imposing total demand of Rs 2.02 crores on the Company u/s 73 of Odisha GST Act, 2017.	2.02	-

*No provision is considered necessary since the Company expects favourable decisions as well as past liabilities are pass through in tariff.

35.4 Before acquisition, NESCO Utility was not identifying and tracking dues payable to MSME vendors separately. Consequently, it was not tracking whether timely payments are being made to such vendors and/ or interest/ penalty, if any, payable for delay in making payment. Post acquisition, the Company has initiated a process and identified MSME vendors based on confirmations received. In the absence of adequate data, the Company is unable to determine whether any interest or penalty is payable for past default. The management will be able to identify and recognise such obligation, if any, based on claims received.

35.5 As per terms of vesting order all litigations pertaining to NESCO have been transferred to the Company. In case of any unfavourable outcome the Company will be able to recover the liability through Aggregate Revenue Requirement.

35.6 Also refer note no. 25



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Note 36 Earnings per Equity share (EPS)

36.1 EPS - Continuing operations (excluding regulatory income/expense)

Particulars	Year ended	
	March 31, 2026	March 31, 2025
a) Profit for the year	₹ in crores 280.12	157.60
b) Net movement in regulatory deferral account balance	₹ in crores 297.00	164.92
c) Income-tax attributable to regulatory deferral account balance	₹ in crores 74.75	41.51
d) Net movement in regulatory deferral account balance (net of tax) (b-c)	₹ in crores 222.25	123.41
e) Profit for the period from continuing operations attributable to equity shareholders before net movement in regulatory deferral account balance (a-d)	₹ in crores 57.87	34.19
f) Weighted average number of equity shares	Nos./crores 72.05	56.58
g) Basic and diluted earnings per equity share of ₹ 10 each (e/f)	₹ 0.80	0.60
h) Face value of equity shares	₹ 10.00	10.00

36.2 EPS - Continuing operations (including regulatory income/expense)

Particulars	Year ended	
	March 31, 2026	March 31, 2025
a) Profit for the year from continuing operations after net movement in regulatory deferral account balance attributable to equity shareholders.	₹ crores 280.12	157.60
b) Weighted average number of equity shares	Nos./crores 72.05	56.58
c) Basic and diluted earnings per equity share of ₹ 10 each (a/b)	₹ 3.89	2.79
d) Face value of equity shares	₹ 10.00	10.00



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

Note 37 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 recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in the financial statements

(i) Accounting classifications

The fair values of the financial assets and liabilities are the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale

The following methods and assumptions were used to estimate the fair values.

The carrying amounts of trade receivables, cash and cash equivalents, short term deposits, trade payables, payables for acquisition of property, plant and equipment, short term loans from banks, financial institutions and others are considered to be the same as their fair values, due to their short-term nature. Most financial assets and liabilities of the Company as at the balance sheet date are short term having fair value equal to amortised cost.

(ii) Fair Value measurements

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique

Level 1: Unadjusted quoted prices in active markets for identical assets or liabilities

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)

Level 3: Significant unobservable inputs from assets and liability

-Fair Value

The following table summarizes the fair value hierarchy for financial assets and financial liabilities that are either measured at fair value on a recurring basis or are not measured at fair value (but fair value disclosures are required) and the carrying value of financial instruments by categories:

As at March 31, 2026:

₹ in crores

Particulars	Carrying Value	FVTPL	FVTOCI	Amortised Cost	Level 1	Level 2	Level 3
Financial Assets							
(a) Trade receivables	110.37	-	-	110.37	-	-	-
(b) Unbilled revenue	356.50	-	-	356.50	-	-	-
(c) Other financial assets (current and non-current)	688.93	-	-	688.93	-	-	-
(d) Cash and cash equivalents	84.91	-	-	84.91	-	-	-
(e) Bank balances other than (d) above	1,576.69	-	-	1,576.69	-	-	-
	2,817.40			2,817.40			
Financial Liabilities							
(a) Borrowings (Current and Non Current)	1,178.66	-	-	-	-	1,178.66	-
(b) Trade payables	602.13	-	-	602.13	-	-	-
(c) Other financial liabilities (Current and Non Current)	1,702.89	-	-	1,702.89	-	-	-
	3,483.68			2,305.02		1,178.66	

As at March 31, 2025:

₹ in crores

Particulars	Carrying Value	FVTPL	FVTOCI	Amortised Cost	Level 1	Level 2	Level 3
Financial Assets							
(a) Trade receivables	120.48	-	-	120.48	-	-	-
(b) Unbilled revenue	343.16	-	-	343.16	-	-	-
(c) Other financial assets (current and non-current)	428.27	-	-	428.27	-	-	-
(d) Cash and cash equivalents	581.02	-	-	581.02	-	-	-
(e) Bank balances other than (d) above	1,111.74	-	-	1,111.74	-	-	-
	2,584.67			2,584.67			
Financial Liabilities							
(a) Borrowings (Current and Non Current)	1,006.10	-	-	-	-	1,006.10	-
(b) Trade payables	631.71	-	-	631.71	-	-	-
(c) Other financial liabilities (Current and Non Current)	1,506.25	-	-	1,506.25	-	-	-
	3,144.06			2,137.96		1,006.10	

The carrying amounts of trade receivables, unbilled revenue, cash and cash equivalents, bank balances, other financial assets, trade payables and other financial liabilities are considered to be the same as their fair values, due to their short-term nature

(iii) Capital Management

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 Company's objectives for managing capital comprise safeguarding the business as a going concern, creating value for stakeholders and supporting the development of the Company. In particular, the Company seeks to maintain an adequate capitalisation that enables it to achieve a satisfactory return for shareholders and ensure access to external sources of financing, in part by maintaining an adequate rating.

The Company monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt.

The Company's capital structure consists of net debt and total equity. The Company includes within net debt, interest bearing borrowings, less cash and cash equivalents as detailed below. The position on reporting date is summarised in the following table:



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

Particulars	March 31, 2026 ₹ in crores	March 31, 2025 ₹ in crores
Long-term borrowings including current maturities of long term borrowings (refer note 21)	1,138.66	912.88
Short-term borrowings (refer note 21)	40.00	93.22
Interest accrued but not due on borrowings (refer note 23)	-	0.11
Total Debt (a)	1,178.66	1,006.21
Less: Cash and cash equivalents (b) (refer note 13)	84.91	581.02
Net debt ((c)=(a-b))	1,093.75	425.19
Total equity (d) (refer note 16 and note 17)	1,612.31	1,199.95
Total equity and net debt ((e)=(c+d))	2,706.06	1,625.13
Gearing ratio (%) ((f)=(c)/(e))	40.42%	26.16%

i. Debt is defined as long-term borrowings (including current maturities) and short-term borrowings and interest accrued on long-term and short-term borrowings.
ii. Equity is defined as equity share capital and other equity

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no significant breaches in the financial covenants of any interest-bearing loans and borrowings in the current year.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2026 and March 31, 2025.

(iv) Financial risk management objectives and policies

The Company's principal financial liabilities comprise borrowings, consumers' security deposit, 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 investments, loans, trade and other receivables, cash and cash equivalents, other balances with banks, unbilled revenue and other financial assets that are derived directly from its operations.

The senior management of the Company oversees these risks and are managed in accordance with the Companies policies and risk objectives.

(v) Market Risk

Market risk is the risk that changes in market prices will affect the Company's income or value of its holding of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. As at the reporting date, the Company does not have material financial assets or financial liabilities exposing it to significant market risk comprising foreign currency risk, interest rate risk and price risk.

The variable rate of borrowing will not have any impact on profit & loss of the Company as interest cost is pass-through to consumers through ARR.

(vi) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's Long term debt obligations with floating interest rates.

Interest rates on floating rate loans are linked with different benchmarks (e.g. MCLR/T-Bills etc) to distribute the risk wherever possible. Further, senior management of the Company monitors its interest rate risk regularly and may take appropriate action if needed to mitigate risk.

Any fluctuation in the floating interest rate will be allowed as pass through to the Company as part of the Annual Revenue Requirement (ARR). Hence, the Company is of the view that the interest rate sensitivity on account of interest rate fluctuation will not have any material impact of its financial position or financial performance as reflected in the financial statements.

(vii) Credit Risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk from its operating activities (primarily trade receivables and unbilled revenue) and other financial instruments.

Particulars	As at March 31, 2026 ₹ in crores	As at March 31, 2025 ₹ in crores
(a) Trade receivables	110.37	120.48
(b) Unbilled revenue	356.50	343.16
(c) Other financial assets (current and non-current)	688.93	428.27
(d) Cash and cash equivalents	84.91	581.02
(e) Bank balances other than above	1,576.69	1,111.74
Total	2,817.40	2,584.67

In case of trade receivables and unbilled revenue, senior management of the Company monitors overdue amount on regular basis and take appropriate action, including forfeiture of security deposit and/ or disconnection of electricity, to get timely dues. Refer note 12 for further details of credit risk/ loss allowance on trade receivables. Most of the cash and bank balances of the Company are with scheduled commercial banks where risk of default is low.

(viii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities that are settled by delivering cash or another financial asset. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities. The Company has access to a sufficient variety of sources of funding.

The following table details the Company's remaining contractual maturity for its financial liabilities with agreed repayment periods, ignoring the call and refinancing options available with the Company. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows. The amounts included below 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 year.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

Particulars	₹ in crores			
	Up to 1 year	1 to 5 years	5+ years	Total
As at March 31, 2025				
(a) Trade payables	602.13	-	-	602.13
(b) Short term borrowings	40.00	-	-	40.00
(c) Long term borrowings (including future interest)	150.25	703.89	851.19	1,705.33
(d) Other financial liabilities	1,701.27	-	-	1,701.27
	2,493.65	703.89	851.19	4,048.73

Particulars	₹ in crores			
	Up to 1 year	1 to 5 years	5+ years	Total
As at March 31, 2025				
(a) Trade payables	631.71	-	-	631.71
(b) Short term borrowings	93.22	-	-	93.22
(c) Long term borrowings (including future interest)	129.43	552.75	740.08	1,422.26
(d) Interest accrued but not due on borrowings	0.11	-	-	0.11
(e) Other financial liabilities	1,504.71	-	-	1,504.71
	2,359.18	552.75	740.08	3,652.01

As at the balance sheet date, the Company has cash and bank balances (including deposits classified under non-current financial assets) of ₹ 2307.46 crores (March 31, 2025: ₹ 2090.50 crores) which can be used to meet its obligation. In case of requirement, the management is confident of raising further finance as required to meet its obligations. The Company has access to financing facilities as described in note below. The Company expects to meet its obligations from operating cash flows and proceeds of maturing financial assets.

Financing facilities (short term)	₹ in crores		
	As at March 31, 2026		Total
	Fund based	Non-fund based	
Secured credit facilities, reviewed annually and payable at call			
Amount used and outstanding	40.00	561.70	601.70
Amount unused	448.30	-	448.30
Total	488.30	561.70	1,050.00

Financing facilities (short term)	₹ in crores		
	As at March 31, 2025		Total
	Fund based	Non-fund based	
Secured credit facilities, reviewed annually and payable at call			
Amount used and outstanding	93.22	510.54	603.76
Amount unused	456.52	-	456.52
Total	549.74	510.54	1,060.28



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

Note 38 Related party disclosures

Names of related parties and related party relationship-where control exists

A. Holding company

The Tata Power Company Limited (TPCL)

B. Promoters holding together with its subsidiary more than 20% in holding company

Tata Sons Private Limited (Tata Sons)

C. Company exercising significant influence

GRIDCO Limited

D. Fellow Subsidiaries (with whom the Company has transactions)

TP Southern Odisha Distribution Ltd (TPSODL)

TP Central Odisha Distribution Ltd (TPCODL)

TP Western Odisha Distribution Ltd (TPWODL)

Tata Power Delhi Distribution Ltd (TPDDL)

TP Ajmer Distribution Limited (TPADL)

Powerlinks Transmission Limited (PTL)

TP Power Plus Limited (TPPL)

E. Subsidiaries and Jointly Controlled Entities of Promoters of Holding Company - Promoter Group (with whom the Company has transactions)

Tata Capital Financial Services Limited (Amalgamated with Tata Capital Limited w.e.f. January 01, 2024)

Tata AIG General Insurance (Tata AIG)

Tata Consultancy Services Limited (TCS)

Tata Steel Limited (TSL)

Neelachal Ispat Nigam Limited (NINL)

Tata Sponge Iron Limited (TSIL)

Tata Steel Mining Limited (TSML) (Amalgamated with Tata Steel Ltd w.e.f. April 29, 2024)

Tata Services Limited

Tata Industries Limited (TIL)

Volta Limited (VL)

Tata AIA Life Insurance Company Limited (TALICL)

Mallton Power Limited

Tata Projects Limited

The Indian Hotels company Limited

Tata Power Trading Company Limited (TPTCL)

Tata Power Renewable Energy Ltd. (TPREL)

TATA 1mg Healthcare

F. Post retirement employee benefit trust

NESCO Employees Pension Trust

NESCO Employees Gratuity Trust

NESCO Employees Provident Fund Trust

NESCO Employees Rehabilitation Fund Trust

G. Key management personnel

Chief Executive Officer

Gajanan Sampatrao Kale (Appointed w.e.f. July 23, 2025)

Dwijadas Basak (Appointed w.e.f. February 24, 2024, Date of Cessation: June 5, 2025)

Chief Financial Officer

Siladiya Sengupta

Company Secretary

Devendra Prasad

H. Non-executive directors

Mrs. Anu Garg, IAS (Appointed w.e.f. January 16, 2026)

Mr. Vishal Kumar Dev, IAS (Appointed w.e.f. November 28, 2024)

Mr. Arup Ghosh

Mr. Sanjay Kumar Banga

Mr. Sanjeev Satyaprakash Gupta

Mr. Narendra Nath Misra

Prof. Monica Singhania (Appointed w.e.f. April 26, 2025)

Dr. Satya Priya Rath, IAS (Appointed w.e.f. July 17, 2025)

Mr. Kshirod Chandra Nanda (Appointed w.e.f. July 17, 2025)

Mr. Manoj Ahuja, IAS (Appointed w.e.f. July 20, 2024, Date of Cessation: 31st December 2025)

Mr. Trilochan Panda (Date of Cessation: July 9, 2025)

Mr. Umakanta Sahoo (Appointed w.e.f. October 8, 2024, Date of Cessation: June 19, 2025)

Dr. Praveer Sinha (Appointed w.e.f. April 1, 2021, Date of Cessation: April 25, 2025)

Mr. Hemant Sharma, IAS (Appointed w.e.f. October 8, 2024, Date of Cessation: November 11, 2024)

Mr. Gagan Bihari Swain (Appointed w.e.f. July 28, 2021, Date of Cessation: September 5, 2024)

Mr. Saswata Mishra, IAS (Appointed w.e.f. July 20, 2024, Date of Cessation: August 22, 2024)

Mr. Vishal Kumar Dev, IAS (Appointed w.e.f. November 21, 2023, Date of Cessation: July 15, 2024)

Mr. Pradeep Kumar Jena, IAS (Appointed w.e.f. April 11, 2023, Date of Cessation: June 30, 2024)

I. Independent Directors

Mr. Kailash Nath Shrivastava, IAS (Retd.)

Dr. Arun Kumar Panda, IAS (Retd.)

Mr. Ashok Kumar Tripathy (Date of Cessation: July 27, 2024)

Mrs. Shefali Shah (Appointed w.e.f. October 20, 2023)



Related party transactions and balances

The Company's material related party transactions and outstanding balances are with related parties with whom the Company routinely enters into transactions in the ordinary course of business

a. Particulars of transactions with the related parties:

S No.	Name of Related Party	Nature of transactions	₹ in crores	
			Year ended	
			March 31,2025	March 31,2025
			₹ in crores	₹ in crores
1	Purchase of power, receiving of services & reimbursement of expenses			
	GRIDCO Limited	Power purchase expenses (net of rebate)	2,762.39	2,560.71
		Issue of equity shares	64.80	76.31
	TP Central Odisha Distribution Ltd (TPCODL)	Power purchase expenses (net of rebate)	0.91	0.96
		Reimbursement of capex expenses and transfer of assets *	0.00	0.01
		Reimbursement of expense *	0.00	0.23
		Reimbursement of expense (Shared Services)	1.38	-
	Tata Power Delhi Distribution Ltd (TPDDL)	Reimbursement of expense	0.02	0.37
		Reimbursement of capex expenses and transfer of assets	0.17	-
		Deputation of employees, IT and Contract Expenses	-	0.01
	TP Western Odisha Distribution Ltd (TPWODL)	Reimbursement of capex expenses and transfer of assets	0.03	0.19
	Tata AIG General Insurance (Tata AIG)	Procurement of services	1.24	11.84
	TATA Capital Financial Services Limited (Tata capital)	Procurement of goods/services*	0.10	0.04
	Tata Consultancy Services Limited (TCS)	Procurement of Intangible Assets	2.44	9.36
	Tata Power Company Limited (TPCL)	Procurement of goods/PPE/services	0.72	0.82
		Reimbursement of expenses *	0.20	0.00
		Issue of equity shares	67.44	79.43
		Reimbursement of expenses (against ESOP)	1.68	1.27
	Tata Sons Private Limited	Reimbursement of expenses	0.05	-
	Tata Industries Limited	Procurement of goods/PPE/services	-	0.03
	Tata AIA Life Insurance Company Limited	Procurement of goods/PPE/services	0.68	0.69
	Volta Limited (VL)	Procurement of goods/PPE/services	-	1.33
	TP Ajmer Distribution Limited (TPADL)	Procurement of goods/PPE/services	0.14	0.02
	Tata Sons Private Limited	Procurement of goods/PPE/services	0.04	-
	Maithon Power Limited	Reimbursement of capex expenses and transfer of assets	0.11	-
	Tata Power Renewable Energy Ltd. (TPREL)	Procurement of goods/PPE/services	43.87	-
	The Indian Hotels company Limited	Procurement of goods/PPE/services	0.24	-
	Tata Power Trading Company Limited (TPTCL)	Procurement of goods/PPE/services	-	0.01
	Tata 1mg Healthcare	Procurement of goods/PPE/services	0.32	-
2	Rendering of services and energy sale & energy purchase			
	TP Western Odisha Distribution Ltd (TPWODL)	Sale of power (net of rebate)	1.46	1.61
	Tata Steel Limited (TSL)	Sale of power (includes ED and Open Access)	592.01	471.83
		Interest on Security Deposit	8.85	7.24
	Neelachal Ispat Nigam Limited (NINL)	Sale of power (includes ED and Open Access)	74.04	89.51
		Interest on Security Deposit	1.78	2.00
	Tata Sponge Iron Limited (TSIL)	Sale of power (includes ED)	-	0.16
		Interest on Security Deposit**	-	0.00
	Tata Steel Mining Limited	Sale of power (includes ED and Open Access)	78.62	115.78
		Interest on Security Deposit	1.24	1.46
3	Transactions towards gratuity and annual leave **			
	TP Central Odisha Distribution Ltd (TPCODL)	Staff related Liability/ Expenses (Gratuity and EL/UL)	0.06	1.32
	Tata Power Delhi Distribution Ltd (TPDDL)	Staff related Liability/ Expenses (Gratuity and EL/UL)	3.73	1.73
	TP Western Odisha Distribution Ltd (TPWODL)	Staff related Liability/ Expenses (Gratuity and EL/UL)	0.32	1.39
	TP Southern Odisha Distribution Ltd (TPSODL)	Staff related Liability/ Expenses (Gratuity and EL/UL)	0.05	-
	Tata Services Limited	Staff related Liability/ Expenses (Gratuity & EL/UL)	-	0.10
	TP Ajmer Distribution Limited (TPADL)	Staff related Liability/ Expenses (Gratuity & EL/UL)	0.11	0.04
	Tata Power Company Limited (TPCL)	Staff related Liability/ Expenses (Gratuity & EL/UL)	0.68	1.71
	Tata Power Trading Company Limited (TPTCL)	Staff related Liability/ Expenses (Gratuity & EL/UL)*	-	0.00
	Maithon Power Limited	Staff related Liability/ Expenses (Gratuity & EL/UL)	0.28	-
4	Transactions with trust			
	NESCO Employees Pension trust	Contribution of Pension	119.15	124.35
	NESCO Employees Gratuity trust	Contribution of Gratuity	4.16	4.24
	NESCO Employees Provident Fund trust	Contribution of Provident Fund	7.00	6.15
	NESCO Employees Rehabilitation Fund trust	Contribution of Rehabilitation Fund	0.25	0.37
5	Compensation of Key management personnel of the Company	Managerial remuneration and sitting fees #	4.40	3.29

The amounts disclosed in the table are the amounts recognised as an expense during the year related to KMP. The amounts do not include expense, if any, recognised toward post-employment benefits and other long-term benefits of key managerial personnel. Such expenses are measured based on an actuarial valuation done for the Company as a whole. Hence, amounts attributable to KMPs are not separately determinable.

* 0.00 represents amount below the rounding off norm adopted by the Company

** Represents employees transferred from the Company and to the Company.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

b. Particulars of Outstanding Payable/ Receivable with the related parties:				₹ in crores	
Sr No	Name of the Entity	Nature of transactions	As at March 31, 2026	As at March 31, 2025	
1	Share Capital				
	The Tata Power Company Limited (TPCL)	Share capital	434.53	367.09	
	GRIDCO Limited	Share capital	417.50	352.70	
2	Trade Payables				
	GRIDCO Limited	Power Purchase Cost	430.21	402.87	
	TP Central Odisha Distribution Ltd (TPCODL)	Power Purchase Cost	1.23	-	
	Tata Consultancy Services (TCS)	Procurement of Intangible Assets	0.51	2.31	
	Tata AIG General Insurance (Tata AIG)	Procurement of services	0.02	0.06	
	Tata Power Delhi Distribution Ltd (TPDDL)	Deputation, IT and Contract Expenses	0.22	0.08	
	The Tata Power Company Limited (TPCL)	Procurement of goods/services / Reimbursement of expenses	0.87	1.02	
	TP Western Odisha Distribution Ltd (TPWODL)	Procurement of Assets	0.02	-	
	Volta Limited	Procurement of goods/services	-	0.24	
	Tata Power Renewable Energy Ltd. (TPREL)	Procurement of goods/PPE/services	30.11	-	
	The Indian Hotels company Limited	Procurement of goods/PPE/services	0.04	-	
	TATA1mg Healthcare	Procurement of goods/PPE/services	0.04	-	
3	Other Payables				
	The Tata Power Company Limited (TPCL)	Reimbursement of expenses (against ESOP)	3.22	1.54	
4	Deposit Received				
	Tata Steel Mining Limited	Security Deposit received for sale of power	23.77	23.99	
	Tata Sponge Iron Limited (TSIL)	Security Deposit received for sale of power	-	0.06	
	Neelachal Ispat Nigam Limited (NINL)	Security Deposit received for sale of power	38.28	33.03	
	Tata Steel Ltd (TSL)	Security Deposit received for sale of power	176.90	126.18	
5	Trade Receivable				
	Tata Steel Mining Limited	Sale of power (includes ED)	-	3.03	
	Neelachal Ispat Nigam Limited (NINL)	Sale of power (includes ED) *	-	0.00	
	Tata Projects Ltd	Sale of power (includes ED) *	(0.00)	-	
	Tata Steel Limited (TSL)	Sale of power (includes ED) *	(0.87)	0.00	
	TP Western Odisha Distribution Ltd (TPWODL)	Sale of power (includes ED)	-	0.01	
6	Other Receivable				
	The Tata Power Company Limited (TPCL)	Procurement of goods/services	0.13	0.27	
	Tata Power Delhi Distribution Ltd (TPDDL)	Procurement of goods/services*	0.00	0.00	
	TP Power Plus Limited (TPPL)	Procurement of goods/services*	-	0.00	
	Tata AIA Life Insurance Company Limited (TALICL)	Procurement of goods/services	0.06	0.06	
7	Others				
	NESCO Employees Provident Fund Trust	Contribution of PF	0.51	0.77	

* 0.00 represents amount below the rounding off norm adopted by the Company

Terms and conditions of transactions with related parties

(a) Sales to related parties and concerned balances

Sales are made to related parties as per the approved rates by the OERC and on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business. Trade receivables outstanding balances are unsecured, interest free and require settlement in cash.

(b) Purchases and related balances

Power purchases made from related parties are as per the approved rates by the OERC. Other purchases are made from related parties on the same terms as applicable to third parties in an arm's length transaction and in the ordinary course of business. Trade payables outstanding balances are unsecured, interest free and require settlement in cash.



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Januganj, Balasore, Odisha, India, 756019
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NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

NOTE 39 Ratio Analysis and its elements

Sl No	Ratios	Numerator	Denominator	Note	March 31, 2026	March 31, 2025	% of Variance	Reason for Variance in excess of 25%
a)	Current Ratio (In times)	Current Assets	Current Liabilities	A	0.85	0.92	-8.00%	NA
b)	Debt-Equity Ratio	Total Debt	Shareholder's Equity	B	0.73	0.84	-12.81%	NA
c)	Debt Service Coverage Ratio (In Times)	Profit before tax + interest expenses + depreciation & amortisation - current tax expense	Interest expense + scheduled principal repayment of long term debt and lease liabilities during the year	C	3.57	3.07	16.27%	NA
d)	Return on equity ratio (%)	Net Profit after taxes	Average Shareholder's Equity	D	19.92%	15.11%	31.87%	The variance is due to increase in profitability during the year
e)	Trade Receivables Turnover Ratio (in number of days)	Average receivable (including unbilled revenue and regulatory balances wherever applicable) x number of days	Gross Sales		37.97	41.63	-8.80%	NA
f)	Trade Payable Turnover Ratio (in number of days)	Average trade payable x number of days	Net credit purchases	E	63.83	68.09	-6.26%	NA
g)	Net capital turnover Ratio	Revenue from operation including net movement in Regulatory deferral balances	Working capital = Current assets – Current liabilities	F	(13.65)	(30.51)	-55.26%	The variance is due to higher movement in working capital.
h)	Return on Capital Employed	Profit before tax + interest expense excluding interest on consumer security deposit	Average Capital employed (Shareholder's equity + Total Debt + Deferred tax liability)		19.25%	15.71%	22.57%	NA
i)	Net Profit Ratio (%)	Net Profit After Tax	Revenue (including net movement in regulatory deferral balances)		5.87%	3.65%	60.74%	The variance is due to increase in profitability during the year.

1 Inventory turnover ratio and return on investment ratio is not applicable to the Company

2 As explained in note related to financial instruments, the Company has access to sufficient liquidity resources to continue its operations for at least 12 months from the date of approval of financial statements.

Notes :

- A. Current Assets and Current Liabilities as per balance sheet
- B. Total Debt: Long term borrowings (including current maturities of long term borrowings), short term borrowings and interest accrued on these debts
Total Equity : Issued share capital and other equity
- C. For the purpose of computation, scheduled principal repayment of long term borrowings does not include prepayments
Interest expenses is net of interest on consumer security deposits
- D. Average Shareholders Equity: Issued share capital and other equity
- E. Net credit purchases comprise of (a) cost of power purchased; (b) transmission charges and (c) Other expenses excluding (i) Bad debts (including provision); (ii) CSR expenses and (iii) Transfer to Tariff Balancing Reserve
- F. Working capital :
i) Current Assets: as per balance sheet
ii) Current Liabilities as per balance sheet (excluding current maturities of long term debt and interest accrued on long term debts)



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NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

Note 40 Disclosure regarding details of assets created with Government Fund and used by NESCO/TPNODL

- (i) As per details provided by the Gridco Limited and Odisha Power Transmission Company Limited (OPTCL) vide letter dated December 31, 2025 and February 06, 2026 respectively, certain assets were created for NESCO/TPNODL through different schemes formed by the government and executed by OPTCL, PGCIL and NTPC. Based on details shared by Gridco Limited and OPTCL, the carrying amount of such assets as of March 31, 2025 is ₹ 2,818.32 crore for completed assets and ₹ 62.24 crore for work in progress (WIP). These are subject to detailed verification and reconciliation by various authorities.

As per the Vesting Order, the ownership of these assets has not been transferred to the Company; however, it can continue to use these assets for supply of power to the consumer. Since the Company is not able to charge any depreciation for these assets in the ARR, the fair value of these assets for the Company at the vesting date is Nil. Details are given below:

Name of Scheme	₹ in crores		
	Completed	WIP	Total
Deen Dayal Upadhyaya Gram Jyoti Yojana (DDUGJY)	363.67	-	363.67
Integrated Power Development Scheme (IPDS)	278.68	-	278.68
Integrated Power Development Scheme (IPDS-IT Phase II)	54.60	-	54.60
Odisha Distribution System Strengthening Project (ODSSP)*	400.60	62.24	462.84
Deen Dayal Upadhyaya Gram Jyoti Yojana (DDUGJY) 10th to 12th plan	1,720.77	-	1,720.77
Total	2,818.32	62.24	2,880.56

*Excluding ₹ 22.02 crore, ₹50.57 crore, ₹ 81.29 crore, ₹ 69.05 crore and ₹ 64.60 crore as it is a part of equity contribution by GRIDCO during the year ended March 31, 2022, March 31, 2023, March 31, 2024, March 31, 2025 and March 31, 2026 respectively.

- (ii) As per earlier details provided by the Odisha Power Transmission Company Limited (OPTCL) vide e-mail dated April 18, 2023, certain assets were created for NESCO/TPNODL through different schemes formed by the government and executed by OPTCL. However, assets created under these schemes has not been given in letter dated February 06, 2026. These are subject to detailed verification and reconciliation by various authorities.

As per the Vesting Order, the ownership of these assets has not been transferred to the Company; however, it can continue to use these assets for supply of power to the consumer. Since the Company is not able to charge any depreciation for these assets in the ARR, the fair value of these assets for the Company at the vesting date is Nil. Details are given below:

Name of Scheme	₹ in crores		
	Completed	WIP	Total
Rajiv Gandhi Grameen Vidyutikaran Yojana (RGGVY)	3.51	-	3.51
Odisha Dedicated Agriculture & Fishery Feeder Project (ODAFFF)	13.10	40.87	53.97
Biju Gram Jyoti Yojana (BGJY)*	27.62	-	27.62
Total	44.23	40.87	85.10

*Excluding ₹ 7.27 crore as it is a part of equity contribution by GRIDCO during the year ended March 31, 2025.

- (iii) The Company has received ₹ 473.51 crores from the Government of Odisha under the ODSSP-V, SDMF, and BGJY project schemes up to March 31, 2026 for upgradation of transformers, construction and strengthening of existing 11 KV and 33 KV lines, execution of mitigation projects, electrification of un-electrified consumers, and underground cabling. As per these schemes, ownership of these assets will lie with the Government (except for non-infrastructure expenditure incurred under the BGJY Scheme); therefore, the Company is supervising the creation of these assets.

Out of Rs 473.51 crores, the Company has spent ₹ 397.49 crores up to March 31, 2026 (₹ 138.78 crores spent during the year ended March 31, 2026), other than ₹ 13.27 crores with respect to non-infrastructure expenditure under the BGJY Scheme. Accordingly, such expenses have been adjusted against the corresponding grant liability in the financial statements as of the reporting date, and the balance unspent amount of ₹ 62.75 crores has been disclosed under Other Non-Current Liabilities amounting to ₹ 39.10 crores and Other Current Liabilities amounting to ₹ 23.65 crores. An amount of ₹ 0.58 crores has been disclosed under Other Current Financial Liabilities on account of interest refundable on the funds received under the schemes.

During the year, the Company has incurred additional costs of ₹ 9.80 crores on account of Goods and Services Tax (GST) arising on the transfer of assets to the Government of Odisha pursuant to ODSSP, BGJY and SDMF schemes. The Company is in the process of seeking reimbursement/adjustment of the said amount from the Government authorities. Accordingly, such costs have been recognised as a recoverable under "Other Current Financial Assets" in the financial statements.

As on March 31, 2026, assets amounting to ₹ 259.30 crores have been transferred to the Government.

Details are given below:

Name of Scheme	₹ in crores		
	Completed	WIP	Total
Odisha Distribution System Strengthening Project (ODSSP-V)	150.98	101.66	252.64
Biju Grama Jyoti Yojana (On grid and off grid)	45.86	42.39	88.25
SDMF Flood/Cyclone Mitigation	62.46	5.65	68.11
Total	259.30	149.70	409.00



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Januganj, Balasore, Odisha, India, 756019
Website: www.tpnodl.com

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

Note 41 Business Combinations

The Company has been incorporated on March 20, 2021 under the Companies Act, 2013 (as amended). Pursuant to vesting order issued by the OERC dated March 25, 2021 ('Vesting Order'), the Company acquired the business of distributing power in Northern Orissa ('Business') from the NESCO with effect from April 1, 2021 ('Vesting Date'). Accordingly, the Company is a licensee to carry out the function of distribution and retail supply of electricity covering the distribution circles Balasore, Bhadrak, Baripada, Jajpur and Keonjhar in the state of Odisha for a period of 25 years effective from April 1, 2021.

The OERC has issued the Carve Out order dated November 25, 2021, to specify assets and liabilities transferred to the Company. The Carve Out order so issued by the OERC acknowledges that underlying details are not available for certain assets and liabilities. In accordance with the Carve Out Order, these amounts have been transferred to the Company and will continue to be its liabilities, and the same shall be discharged by the Company subject to prudence check by the Commission. These liabilities cannot be written off without the Board and the OERC approval. Pending legal release, the Company continues to recognise these assets and liabilities at the stated amount reflecting acquisition date fair values.

As per para 52 of the Vesting order and para 26(iii) of the Carve out order, at any point of time if any additional liability pertaining to the period prior to the Effective Date accrues to TPNODL irrespective of whether it is reflected in the audited financial statements available on or before 30.09.2021, the same shall be allowed after prudence check and the ASL will be modified accordingly. Accordingly, during the current financial year, the Company has filed application ("ASL Petition") to recast the opening balance of Additional Serviceable Liabilities and for issue of suitable direction for unclaimed / unreconciled assets and liabilities out of opening balance sheet as assigned through Carve out order. The amount claimed under the ASL Petition is Rs. 199.18 crores as against (Rs. 18.73 crores) provided in the Carve out order.

Assets and liabilities appearing in the financial statement on account of unrealised / unserviceable / untraceable / unreconciled items are as follows:

₹ in crores

Particulars	As at March 31, 2026	As at March 31, 2025	Remarks
Assets			
Capital subsidy/ Grant Receivable	1.82	1.82	Refer Note 10
Other Deposits (considered good)	0.09	0.09	Refer Note-7
Loans and advances to employees	0.50	0.50	Refer Note- 14
Other non-current assets	13.05	13.05	Refer Note- 10
Financial assets - non current	11.09	11.09	Refer Note-7
Advance income tax/ tax deducted at source (net of provision)	27.65	27.74	Refer Note-9
Other financial assets – current	1.07	1.07	Refer Note- 14
Advances to others (includes advance to vendors and prepaid expenses)	17.37	17.37	Refer Note- 15
Liabilities			
Trade payables (at amortised cost)	7.67	7.67	Refer Note- 22
Other financial liabilities – current	0.10	0.10	Refer Note- 23
Deposit from suppliers/vendors	4.40	4.40	Refer Note- 20
Outstanding for supply of capital material	53.52	53.52	Refer Note- 23
Payable to employees	15.40	15.40	Refer Note- 23
Security deposit from consumers	27.99	27.99	Refer Note- 23
Advance payment/ Deposits from consumers	86.20	86.20	Refer Note- 20

As stated above, the vesting order provides that any change in the value of assets and liabilities transferred on account of reconciliation/resolution of the above matters and/or any other matter identified in future will be allowed to be recovered by the Company in the manner specified in the vesting order viz., by way of future tariff adjustment or as per the direction of the OERC. Hence, the Company believes that the reconciliation/resolution of the above matters will not have any impact on the financial position and financial performance of the Company as reflected in the financial statements.

Note 42

The Company has received ₹ 125.25 crores from the Government of Odisha under the PM Surya Ghar Muft Bijli Yojana (PMSGMBY) towards state financial assistance provided to consumers for the installation of rooftop solar systems. This assistance is extended under the Utility Led Aggregation (ULA) Model for the installation of rooftop solar systems of 1 kW capacity, which forms part of PMSGMBY.

Under this scheme, the total cost of the rooftop solar systems is financed through a combination of Central Financial Assistance, State Government funding, and contributions from consumers, in the proportions approved under the scheme guidelines. The ownership of the rooftop solar systems vests with the respective consumers. Accordingly, the Company's role is limited to supervision and facilitation of construction and installation activities, and the assets are not recognised as property, plant and equipment in the Company's books.

During the year, the Company has incurred expenditure amounting to ₹ 38.60 crores under the ULA Model up to March 31, 2026. This expenditure has been adjusted against the corresponding liability as at the reporting date.

The balance unutilised amount of ₹ 86.65 crores (March 31, 2025: ₹ Nil) has been disclosed under Other Current Liabilities in the financial statements.



NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

Note 43 Segment Information

The Company is engaged in the business of distribution of power in Northern part of Odisha. Chief Operating Decision Maker (CODM) reviews the financial information of the Company as a whole for decision making and accordingly the Company has a single reportable segment.

There is one consumer from whom the Company has earned more than 10% of revenue amounting to ₹ 592.01 crores during the year ended March 31, 2026 (March 31, 2025 ₹ 471.83 crores).

Note 44 Relationship with Struck off Companies

The Company has balance with the below-mentioned companies struck off under section 248 of Companies Act, 2013

Name of struck off Company	Nature of transactions with struck off Company	Balance outstanding		Relationship with the Struck off Company, if any, to be disclosed
		As at March 31, 2026	As at March 31, 2025	
RAHAT COMMODITIES LTD*	Sale of power	0.00	0.00	Consumer
B. COMMERCIAL PVT. LTD*	Sale of power	-	(0.00)	Consumer

* 0.00 represents amount below the rounding off norm adopted by the Company

Note 45 Other Statutory Information

- (i) No proceedings has been initiated or are pending against the Company for holding any Benami Property under the Benami Transactions(Prohibition) Act, 1988 and rules made thereunder
- (ii) There are no charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- (iii) The Company have not traded or invested in Crypto currency or Virtual Currency during the current and previous year
- (iv) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
 - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (v) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall
 - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries), or
 - (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
- (vi) The Company have not any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961
- (vii) The Company has not given any loans or advances in the nature of loans to promoters, directors, KMPs and/ or related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person, that are repayable on demand, or without specifying any terms or period of repayment
- (viii) The Company has not been declared as wilful defaulter by any bank or financial institution or other lender
- (ix) The Company is in compliance with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017 (as amended)
- (x) Quarterly returns or statements of current assets filed by the Company with the banks in connection with the working capital limit sanctioned are in agreement with the books of account.
- (xi) The title deeds of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
- (xii) The Group has five CICs which are registered with the Reserve Bank of India (RBI) and one CIC which is not required to be registered with the RBI

Note 46 Audit Trail and Back up

The Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. In the previous year:

- a) Audit trail feature was enabled in SAP application for direct changes to data in certain database tables for part of the year i.e. from June 1, 2024 onwards
- b) Audit trail feature at application level was enabled in CIS application for part of the year i.e. from November 6, 2024 onwards

Further, there are no instance of audit trail feature being tampered with. Additionally, the Company has recorded and preserved audit trail in full compliance with the requirements of section 128(5) of the Companies Act, 2013, in respect of the current financial year. Further, in respect of the financial year 2023-24 and 2024-25, the Company has preserved the requirements of recording audit trail to the extent to the extent it was enabled and recorded in respect of those years.

Note 47 New Labour Codes and Other Amendments

On November 21, 2025, the Central Government notified the implementation of four Labour Codes through separate notifications published in the Official Gazette, namely: Code on Wages, 2019; Industrial Relations Code, 2020; Code on Social Security, 2020; Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the 'New Labour Codes').

These Codes consolidate and replace 29 existing labour legislations. Subsequently, on December 31, 2025, the Central Government pre-published draft rules under the respective Labour Codes for public comments. The final rules are yet to be notified. The Ministry of Labour and Employment has also issued Frequently Asked Questions (FAQs) to facilitate smooth implementation of the Codes.

The New Labour Codes prescribe a revised and inclusive definition of "wages", which is relevant, inter alia, for the computation of post-employment benefit obligations such as gratuity and leave benefit schemes. Under the revised definition, certain specified components of remuneration are excluded from wages, subject to an overall cap of 50% of total remuneration. Any excess beyond this limit is deemed to form part of wages.

The Company's workforce comprises employees transferred from the erstwhile NESCO utility and employees engaged during the post-acquisition period. For post-acquisition employees, the gratuity obligation has been computed based on restructured salary components approved by the Parent Company. Employee communication in this regard will be undertaken following approval by the Nomination and Remuneration Committee of the Company. Based on legal opinions obtained, the proposed salary restructuring is in compliance with the provisions of the New Labour Codes.

During the year ended March 31, 2026, the Company has recognised an expense of ₹ 4.85 crore towards the impact on gratuity and leave benefit obligations arising from the changes in the labour laws. The amount has been charged under "Employee Benefits Expense" in the Statement of Profit and Loss, based on information available up to the date of authorisation of the financial statements. Given that the matter is evolving and the final Central and State Rules are yet to be notified, the Company will continue to monitor developments and will recognise any further impact as and when required, based on future notifications and clarifications.

Further, during the current financial year, the Company has also recognised an expense under "Employee Benefits Expense" in the Statement of Profit and Loss of ₹ 19.64 crores on account of the increase in the gratuity ceiling limit from ₹15 lakh to ₹20 lakh with respect to current employees which were transferred from the erstwhile NESCO utility, in accordance with the Odisha Civil Service Rules (OSCR), pursuant to OPTCL letter dated April 8, 2025.



Note 48

During the course of tariff determination exercise for FY 2025-26, the Government vide its letter dated March 21, 2025 has communicated to the hon'ble OERC that in order to reduce the tariff burden on the consumers due to proposed capex plan of Discoms for smart metering, the State Government intends to provide capital subsidy/ grant to the Discoms in a phased manner for consumers with contract demand (CD) upto and including 2kW towards installation of smart meters. Meter rent from such consumers (with CD upto 2kW) may not be recovered to encourage speedy implementation of smart metering in the state. Accordingly, w.e.f. April 1, 2025, Commission directs for waiver of meter rent for the Consumers upto 2 kW as Government will provide capital grant including unrecovered meter rent for installation of smart meters for such group of consumers.

Subsequently, the Discoms submitted a proposal to Department of Energy (DoE), Government of Odisha (GoO) seeking approval of capital grant equivalent to the WDV of smart meters (up to 2 kW) as on March 31, 2025, along with future capex requirements. DoE, GoO, through the sanction dated January 2, 2026 under MMSBY – Smart Meters Phase I (SASCI 2025-26), approved disbursement of ₹ 154 crores for installation of smart meters. The sanction specifies that the amount is to be provided as deferred equity (representing GRIDCO's 49% matching contribution) and states that legal ownership of the smart meters will vest with the Energy Department, GoO. Management understands that the sanctioned structure appears to differ from communications reflected in the Tariff Order regarding capital grant/subsidy support and recovery of unrecovered meter rent. The recent tariff order for FY 2026-27 mentioned about Smart meter installation under 2kW load in which the State Government representative has requested the Hon'ble Commission to take appropriate view on the treatment of above one-time grant.

Based on Management assessment and legal opinion obtained, Management has concluded that these one-time grant is in the nature of capital grant. Accordingly, Management accounted this as capital grant ₹ 153.15 crores wherein amount received is shown as Deferred income. The finance cost amounting to ₹ 6.91 crores for the period of nine months till the date of receipt of above grant has been treated as pass through to consumers.

Note 49

During the current financial year 2025-26, the Ministry of Power (MOP) has issued Electricity Distribution (Accounts and Additional Disclosure) Rules, 2025 ('the Notification') under the Electricity Act, 2003 which shall be applicable from April 01, 2026. It specifies Recognition of regulatory deferral account balances or income recoverable from future tariff as "for claims or sums to be recoverable through tariff, if any, the Specified Entity shall recognize regulatory deferral account balances or income recoverable from future tariff in its financial statements in accordance with applicable Accounting Standards and Guidance note on Accounting for Rate Regulated Activities". It further suggests impairment criteria basis age of RDA effective from April 01, 2026. Accordingly, the Company believes there is no impact of the said rule 4 and the proposed amendment on the accounting of RDA as at March 31, 2026.

Note 50 Significant events after the reporting period

There were no significant adjusting events after end of the reporting period which require any adjustment or disclosure in the financial statements subsequent to the reporting period other than the events disclosed in the relevant notes.

Note 51 Standards notified but not yet effective

The new and amended standards that are notified by the Ministry of Corporate Affairs (MCA); but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company will adopt these new and amended standards, when they become effective.

A. Amendments to Ind AS 1 - Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants and Ind AS 10 Events after the reporting period

Ind AS 10 has been amended to remove the previous treatment under which a lender's post reporting date waiver granted before the financial statements were approved for issue of a breach of a material covenant in a long term loan arrangement that occurred on or before the end of the reporting period, resulting in the liability becoming payable on demand at the reporting period, was regarded as an adjusting event.

For annual reporting periods beginning on or after April 01, 2026, require the related liability to be classified as current, unless the lender has granted a waiver of the breach on or before the reporting period and has agreed not to demand repayment for at least 12 months after the reporting date as a consequence of the breach. Such a waiver shall be treated as an adjusting event.

The amendments are effective for annual reporting periods beginning on or after April 01, 2026 retrospectively in accordance with Ind AS 8.

Note 52 Approval of financial statements

The financial statements were approved for issue by the board of directors on April 22, 2026.

For S R B C & CO LLP
Chartered Accountants
ICAI FRN: 324982E/ E300003

Shivan Chowdhary

per Shivan Chowdhary
Partner
Membership Number: 067077
Place: Kolkata
Date: April 22, 2026



For SRB & Associates
Chartered Accountants
ICAI FRN: 310009E

R S Sahoo

per R S Sahoo
Partner
Membership Number: 053960
Place: Bhubaneswar
Date: April 22, 2026



For and on behalf of the Board of TP Northern Odisha Distribution Limited

Sanjay Kumar Banga

Sanjay Kumar Banga
Director
DIN: 07785948
Place: Bhubaneswar

Sanjeev Gupta

Sanjeev Gupta
Director
DIN: 09180029
Place: Bhubaneswar

Gajanan Sampatrao Kale

Gajanan Sampatrao Kale
Chief Executive Officer (CEO)
PAN: ABDPK6040Q
Place: Bhubaneswar

Siladitya Sengupta

Siladitya Sengupta
Chief Financial Officer (CFO)
PAN: BBAPS5442J
Place: Bhubaneswar

Devendra Prasad

Devendra Prasad
Company Secretary
Membership Number: A39789
Place: Bhubaneswar

