



## NOTICE

Notice is hereby given that the 25<sup>th</sup> Annual General Meeting of the members of Jhabua Power Limited will be held on Wednesday, March 03, 2021 at 11:00 a.m. through Video Conferencing, to transact the following businesses:

### ORDINARY BUSINESS

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, the Reports of the Board of Directors and Auditors thereon.
2. To re-appoint Mr. Janmejaya Mahapatra (DIN 08021971) who retires by rotation at this meeting and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

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

"Resolved That pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), appointment of Mr. Janmejaya Mahapatra as the Chief Executive Officer and Director of the Company, on the terms and conditions including remuneration as set out in the Explanatory Statement annexed to the Notice convening this meeting, be and are hereby ratified and confirmed for a period of three years i.e. upto December 10, 2021."

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

"Resolved That pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration payable to M/s Bahadur Murao & Co., Cost Accountants (Registration No. 000008), appointed by the Resolution Professional as the Cost Auditors to conduct audit of the cost records of the Company for the financial year ending on March 31, 2020, amounting to Rs.70,000/- (Rupees Seventy Thousand Only) plus applicable tax and reimbursement of out of pocket expenses, be and is hereby ratified and confirmed."

**For Jhabua Power Limited  
(Company under Corporate Insolvency Resolution Process)**

**Janmejaya Mahapatra  
Director  
DIN: 08021971**

**Place: Gurugram  
Date: February 05, 2021**

**Notes:**

1. In view of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM" or "Meeting") through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circulars, the AGM of the Company is being held through VC/OAVM.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars on AGM through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Corporate members intending to authorize their representatives to attend the Meeting are requested to send a scanned certified copy of the board resolution (pdf/jpeg format) authorizing their representative to attend and vote on their behalf at the Meeting. The said Resolution/Authorization shall be sent to the registered email address [communications@avanthapower.com](mailto:communications@avanthapower.com)
4. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company through email on [communications@avanthapower.com](mailto:communications@avanthapower.com). The same will be replied by the Company suitably. Documents referred to in this Notice will be made available for inspection as per applicable statutory requirements.
5. Jhabua Power Limited is currently under the Corporate Insolvency Resolution Process (CIRP) of the Insolvency and Bankruptcy Code 2016 ('the Code') in terms of the Order passed by the Hon'ble National Company Law Tribunal, Kolkata Bench ('NCLT') with effect from March 27, 2019. Mr. Abhilash Lal- Reg. No. IBBI/IPA-001/IP-P00344/2017-18/1064 has been appointed as the Resolution Professional ('RP') to manage the affairs of the Company. Pursuant to the Hon'ble NCLT Order and in line with the provisions of Section 17 of the Code, all powers of the Board of Directors of the Company are suspended and the same are vested on the RP.
6. Since the AGM will be held through VC / OAVM, the route map to the venue is not annexed to this Notice.
7. Pursuant to the resolution passed by the members at the AGM held on September 27, 2017, M/s DBMS & Associates, Chartered Accountants (Firm Registration No. 026573N) had been appointed as the Statutory Auditors of the Company to hold office from the conclusion of 22<sup>nd</sup> AGM until the conclusion of 27<sup>th</sup> AGM of the Company, subject to ratification by members every year, as applicable. The Companies Amendment Act, 2017 read with Notification S.O. 1833(E) dated 07<sup>th</sup> May, 2018 deletes provision of annual ratification of the appointment of auditor.
8. The Explanatory Statement for the proposed Resolutions under Item No. 3 & 4 pursuant to Section 102 of the Companies Act, 2013 setting out material facts are annexed herewith.

9. Here are some instructions to be followed while participating through Video Conferencing:

- i. The company shall keep in custody the recorded transcript of the meeting held through video conferencing.
- ii. After a resolution approval being sought, the member participants are allowed to put their questions till 5 minutes after the request.
- iii. Attendance of the members of the meeting through VC shall be counted for the purpose of reckoning the quorum as per Section 103 of the Act.
- iv. The members shall be allowed to vote by a show of hands in the meeting, unless a demand for poll is made.
- v. In case, there arises demand for poll is made in accordance with Section 109 of the Act, the votes shall be shared through email to [communications@avanthapower.com](mailto:communications@avanthapower.com)
- vi. The Confidentiality of the password and other privacy issues associated with the designated email address shall be strictly maintained by the company at all times.
- vii. In case the counting of votes requires time, the said meeting may be adjourned and called later to declare the result

10. Meeting Credentials:

Topic	25 <sup>th</sup> Annual General Meeting of Jhabua Power Limited
Date	March 3, 2021
Time	11:00 A.M.
Join Zoom Meeting	<a href="https://us02web.zoom.us/j/84892331764?pwd=Zms1TIVUcmVUb2pYQU9zRzZqS1UrUT09">https://us02web.zoom.us/j/84892331764?pwd=Zms1TIVUcmVUb2pYQU9zRzZqS1UrUT09</a>
Meeting ID	848 9233 1764
Passcode	123456

### EXPLANATORY STATEMENT

(Pursuant to the provision of Section 102 of the Companies Act, 2013)

#### **Item No. 3**

The appointment and remuneration of Mr. Janmejaya Mahapatra is proposed to be ratified for a period of three years with effect i.e. upto December 10, 2021. As per the requirements of Part II of Schedule V of the Companies Act, 2013, the required information for the shareholders is as under:

A. General Information about the Company viz. Jhabua Power Limited:

(1) Nature of Industry

Jhabua Power Ltd (JPL) - 1260 MW is a coal based thermal Power Station, located in Dist. Seoni, Madhya Pradesh (MP), with one operational unit of 600 MW (sub-critical) and one unit of 660 MW (super critical) which is in planning stage.



- (2) Date or expected date of commencement of commercial production

The Company was granted Certificate of Commencement of Business on March 1, 1995. Phase I of the Power Project of the Company commenced commercial operation (CoD) on May 3, 2016

- (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable.
- (4) Financial Performance of the Company based on given indicators for last financial year i.e. financial year ended March 31, 2018, March 31, 2019 and March 31, 2020:

Particulars	Amount (In Rs. Lacs)		
	March 31, 2018	March 31, 2019	March 31, 2020
Gross Turnover	81983.62	111169.41	139162.55
Total Expenses	149486.14	176855.87	119709.22
Profit / (Loss) before Tax	(67363.11)	(65362.98)	20039.14
Net Profit / (Loss) after Tax	(67362.18)	(65363.50)	20081.14

- (5) Foreign investments or collaborators, if any: There is no foreign investment or collaborators with the Company.

B. Information about the appointee – Mr. Janmejaya Mahapatra

- (1) Background details :

Mr. Janmejaya Mahapatra is a graduate (B.E.) in Electronics & Telecommunication engineering. He also holds a Post Graduate Diploma in Business Management (PGDBM) with specialization in Finance. He possesses close to three decades of experience in the power generation sector. He started his career as an Executive Trainee (ET) in NTPC Ltd in 1991 after graduating with Honors from VSSUT, Burla, Orissa in the same year. During his tenure in NTPC (till 2008) and subsequently in Avantha Power, he has worked in almost all areas of generation – Design & Engineering, Erection & Commissioning, O&M, Business Development & Power Sales and Regulatory Affairs.

- (2) Past remuneration received by Mr. Janmejaya Mahapatra:

Duration	Amount (in Rs.Lacs)
01.04.2018- 31.03.2019	76.34
01.04.2019-31.03.2020	87.43

- (3) Recognition or awards: N.A.

- (4) Job profile and his suitability

In capacity of Chief Executive Officer and Director of the Company, Mr. Janmejaya Mahapatra is responsible for entire operations of JPL. His total commitment towards JPL is generating good profits and his vast experience, far-sightedness, in-depth knowledge about the business,

technical and management skills shall further promote growth of business and profitability of JPL.

(5) Remuneration proposed for Mr. Janmejaya Mahapatra

The Board of Directors of the Company has approved the following remuneration payable to Mr. Mahapatra with effect from December 11, 2018:

Salary	:	Up to Rs.85.02 Lacs per annum
Perquisites and Allowances	:	Upto Rs.7.56 Lacs per annum

However, the following shall not be included in the aforesaid remuneration and perquisite limits:

- (i) Company's contribution to Provident Fund and Superannuation Fund pursuant to the Rules of the Company;
- (ii) Gratuity payable pursuant to the Rules of the Company;
- (iii) Encashment of Unavailed leave as per Rules of the Company.

Mr. Mahapatra will be eligible for annual appraisal by the Company provided total remuneration payable to Mr. Mahapatra, at any point of time, shall not exceed the limit prescribed under the Companies Act, 2013 read with the Rules, Regulation and Schedules thereunder.

In the event of loss / inadequacy of profits of the Company during the tenure of the appointment, the above mentioned remuneration will be regarded as minimum remuneration in accordance with Section 197(3) and other applicable provisions of Companies Act, 2013 and other applicable Rules and Regulations.

(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person

The proposed remuneration of Mr. Mahapatra, as detailed above, is in line with the remuneration being paid in the Industry to the Chief Executive Officers responsible for running a business unit.

In today's dynamic business environment, Companies are attracting highly competitive people. Needless to say the remuneration being paid to such top executives are commensurate with the need and size of the business.

As detailed in point 4 above, Mr. Mahapatra is responsible for overall operations of the Company. With his expertise, far-sightedness and management skills, he shall be able to promote and expand business operations of the Company for higher income and better profitability.

(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any

There is no other pecuniary relationship of Mr. Janmejaya Mahapatra directly or indirectly with the Company, or relationship with the managerial personnel.

C. Other Information :

- (1) Reasons of inadequate profits: The Company is incurring losses mainly on account of high finance and Power & Fuel cost.
- (2) Steps taken or proposed to be taken for improvement: Retention of experienced managerial personnel, with proven track record, as Chief Executive Officer will certainly ensure successful operation of JPL.
- (3) Expected increase in productivity and profits in measurable terms.

The Company is taking actions for successful operations of the project.

D. Reasons and Justification for payment of remuneration:

The proposed remuneration of Mr. Janmejaya Mahapatra is justified for the following reasons:

- The professional qualification and relevant industry experience;
- Current salary structure in the industry for such Senior positions in any private sector organization;
- Expected Business growth of the Company;

The Board considers the proposal to be in the interest of the Company and accordingly recommends the same for the approval of the shareholders by way of a special resolution.

Except for Mr. Mahapatra, none of the Directors, Key Managerial Personnel or their relatives are in any way concerned or interested in the aforesaid resolution.

**Item No. 4**

The Resolution Professional of the Company has approved the appointment of M/s Bahadur Murao & Co., Cost Accountants, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2021 at a remuneration of Rs.70,000/- (Rupees Seventy Thousand Only) plus applicable tax and reimbursement of out of pocket expenses.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company. Accordingly, consent of the members is sought to ratify the remuneration payable to the Cost Auditors.

The Resolution Professional recommends the Ordinary Resolution as set out at Item No. 4 of the Notice for approval of the members.



None of the Directors or Key Managerial Personnel and their relatives, is concerned or interested, financially or otherwise, in the resolution as set out at Item No. 4 of the Notice.

**For Jhabua Power Limited  
(Company under Corporate Insolvency Resolution Process)**

A handwritten signature in blue ink, appearing to read "Janmejaya Mahapatra".

**Janmejaya Mahapatra  
Director  
DIN: 08021971**

**Place: Gurugram  
Date: February 05, 2021**





## JHABUA POWER LIMITED

### BOARD'S REPORT

Dear Members,

Presentation on Twenty Fifth Annual Report together with the Audited Financial Statements of the Company for the year ended March 31, 2020 is hereby submitted as under:

### **CORPORATE INSOLVENCY RESOLUTION PROCESS (CIRP)**

Jhabua Power Limited ('JPL' or the 'Company') is currently under the Corporate Insolvency Resolution Process ("CIRP") of the Insolvency and Bankruptcy Code 2016 ("the Code") in terms of the Order no. C.P. (IB) No.634/KB/2017 dated March 27, 2019 passed by the Hon'ble National Company Law Tribunal, Kolkata Bench ("NCLT").

Mr. Abhilash Lal- Reg. No. IBBI/IPA-001/IP-P00344/2017-18/10645 has been appointed as the Resolution Professional ('RP') to manage the affairs of the Company. The appointment of Mr. Abhilash Lal as the RP for the Company was confirmed by the Hon'ble NCLT vide Order No. CA(IB)892/KB/19 dated July 24, 2019.

Pursuant to the Hon'ble NCLT Order and in line with the provisions of Section 17 of the Code, all powers of the Board of Directors of the Company stands suspended with effect from the date of appointment of the Interim Resolution Professional/Resolution Professional and the same are being exercised by the RP.

### **FINANCIAL HIGHLIGHTS**

The audited financial statements of the Company as on March 31, 2020 are prepared in accordance with the relevant applicable Indian Accounting Standards and provisions of the Companies Act, 2013 ("Act").

The Financial highlight is summarized below:

Particulars	Amt. in Lakhs.	
	As on 31.03.2020	As on 31.03.2019
Revenue from Operations	1,39,162.55	1,09,873.71
Other Income	585.81	323.,48
<b>Total Income</b>	<b>1,39,748.36</b>	<b>1,10,197.19</b>
Total Expenditure	1,19,709.22	1,75,560.17
<b>Profit / (Loss) before Taxation</b>	<b>20,039.14</b>	<b>(65,362.98)</b>
Total Tax Expense	(42.00)	0.52
<b>Profit/(Loss) after Tax</b>	<b>20,081.14</b>	<b>(65,363.50)</b>

Revenue from Operations for the year ended March 31, 2020 is Rs.1,39,162.55 lakhs as compared to Rs.1,09,873.71 lakhs during the previous financial year, recording an increase of 26.66%. Pending the CIRP,



the Company has not provided interest on the outstanding loans amounting to Rs. 64,215.17 lakhs for the financial year 2019-20, the period which falls within the moratorium period, due to which JPL has recorded net profit of Rs.20,081.14 lakhs compared to net loss of 65,363.50 lakhs at the end of previous year.

## **OPERATIONS**

Jhabua Power Ltd (JPL) - 1260 MW is a coal based thermal Power Station, located in Dist. Seoni, Madhya Pradesh (MP), with one operational unit of 600 MW (sub-critical) and one unit of 660 MW (super critical) which is in planning stage.

### **Silent features of the Power Plant**

- a. 532 MW out of the total installed capacity of 600 MW (88.7%) is presently tied up through Long/Medium Term Power Purchase Agreements (PPAs).
- b. Fuel Supply agreements (FSAs) covering the whole installed capacity has been executed with Coal India Ltd.(CIL)
- c. Water requirements are met through intake pump house located in the Bargi reservoir (on the Narmada River) thus providing perennial source of water.
- d. Water Supply Agreement for 16.7 MCM (adequate for 100% generation) per annum is in place with the Water Resources Department, M.P.
- e. Adequate Land (815 Acres) under possession, sufficient to install second unit of 660 MW.
- f. Power evacuation facilities available to export 1260 MW.
- g. Common facilities adequate for 1260 MW are available.

### **Key Performance Indicators**

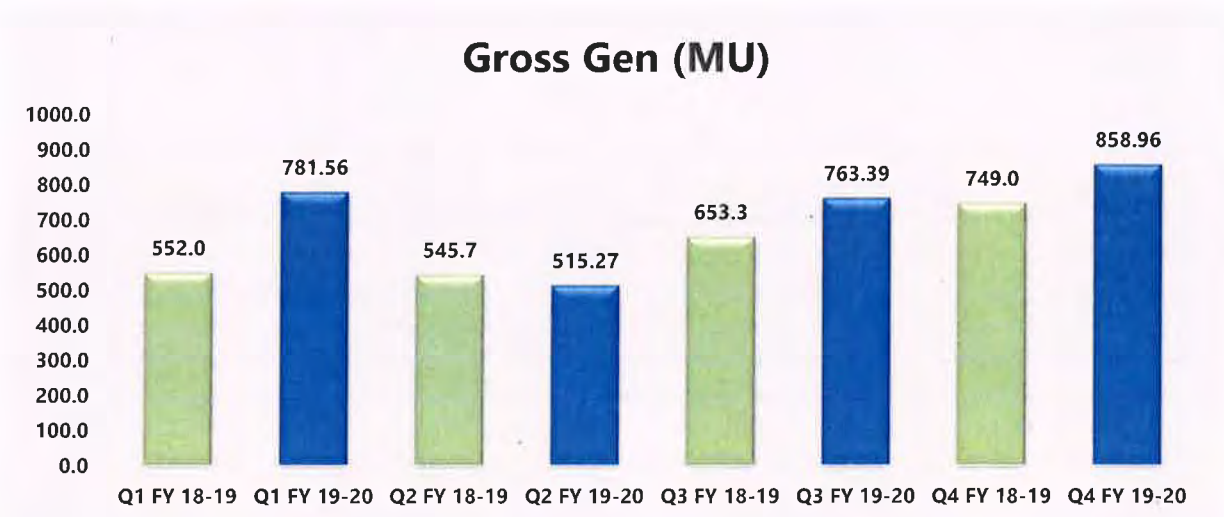
Salient operational indicators for the financial year 2019-20 are as follows:

- ❖ Plant successfully completed 7757.11 running hrs.
- ❖ Highest ever annual generation of 2919.19 Mus at an average PLF of 55.39 %.
- ❖ Plant achieved highest ever monthly generation of 315 Mus in the month of Feb'20 at an average monthly PLF of 75.47 %.
- ❖ Highest daily generation of 12.23 Mus was recorded with corresponding PLF of 84.93 % on February 18, 2020.
- ❖ Unit Plant Availability Factor (PAF) achieved was 88.31 % and Plant Load Factor (PLF) was 55.39 %.
- ❖ Lowest ever Auxiliary Power Consumption (APC) of 6.20%.

**Financial Year 2019-20 VS 2018-19**

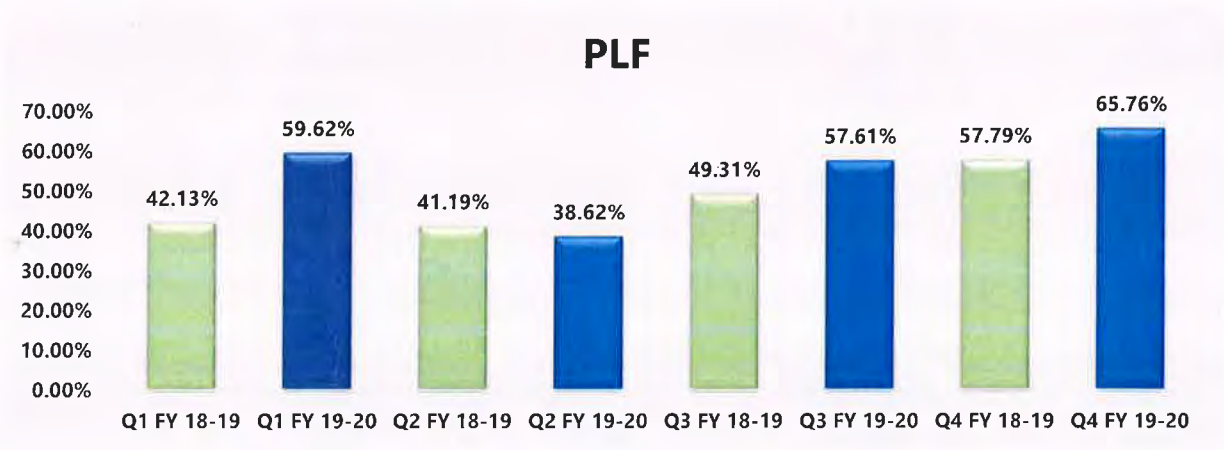
**A. Gross Generation**

FY 2019-20 : 2919.19 MUs  
 FY 2018-19 : 2499.95 Mus



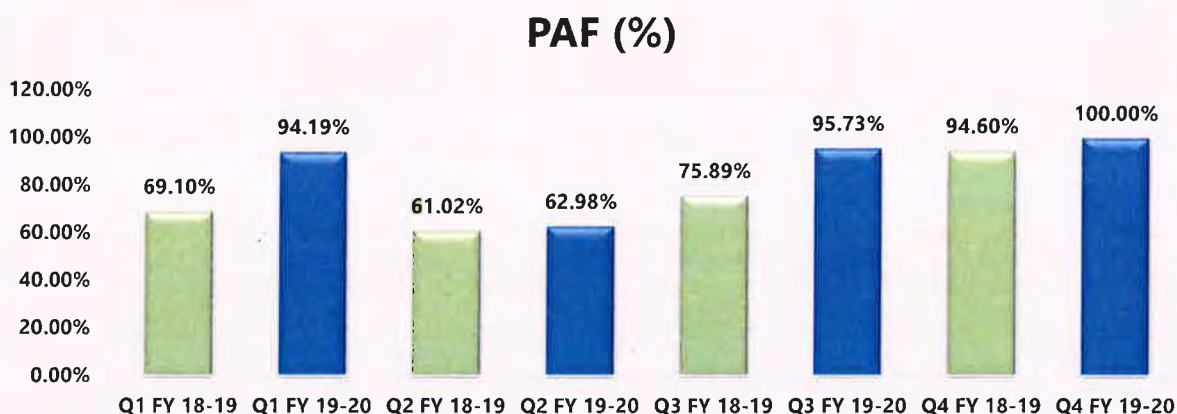
**B. Plant Load Factor (%)**

FY 2019-20 : 55.39%  
 FY 2018-19 : 47.56%



### C. Plant Availability Factor

FY 2019-20 : 88.31%  
 FY 2018-19 : 75.06%



### DIVIDEND

No dividend on the Equity Shares of the Company has been recommended during the year.

### SHARE CAPITAL

There is no change in the share capital of the Company during the year under review.

### DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Janmejaya Mahapatra (DIN 08021971) is liable to retire by rotation at the ensuing Annual General Meeting ('AGM') pursuant to the provisions of Section 152(6) of the Companies Act, 2013, read with the rules made thereunder and the Articles of Association of the Company, and being eligible, has offered himself for re-appointment.

The Company has received disclosure of interest from Mr. Chiranjiv Singh (DIN 08361904) intimating his appointment as whole time director in the Associate Company of JPL. Accordingly, Mr. Singh ceases to be the Independent Director of JPL with effect from July 1, 2020.

### DECLARATION BY INDEPENDENT DIRECTORS

The Company has received declaration dated April 1, 2020 from the Independent Director confirming that he meets with the criteria of Independence as prescribed under Section 149 of the Companies Act, 2013

and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with the Schedule IV to the Act.

As per disclosure dated July 1, 2020 received from Mr. Chiranjiv Singh, he ceased to be the Independent Director of JPL with effect from the date of disclosure.

### **BOARD MEETING**

As per the Order passed by the Hon'ble National Company Law Tribunal, Kolkata Bench ('NCLT'), the Corporate Insolvency Resolution Process (CIRP) of the Company has been in effect from March 27, 2019. Pursuant to the Hon'ble NCLT Order, the powers of the Board of Directors have been suspended during the CIRP period. Hence, no Meeting of the Board of Directors has been held since the date of the said Order.

### **BOARD COMMITTEES**

In accordance with the provisions of the Companies Act, 2013 and with an intent to have a more focused attention on various facets of business, better accountability and ensuring compliances, the Board had constituted Audit & Risk Management Committee, Nomination & Remuneration Committee and Corporate Social Responsibility ('CSR') Committee with specific terms of reference/scope. However, currently the Committees are not functional.

### **CORPORATE SOCIAL RESPONSIBILITY**

JPL conducts its business in a way that reflects best practices as well as the highest standards of legal and ethical conduct. As a socially responsive organization, your Company is committed to ensure well-being of the communities around it while recognizing interest of all its shareholders, consumers, employees and stakeholders at all times. JPL actively worked on five thrust areas water, health, education, women empowerment and infrastructure.

In compliance with the provisions of Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board has adopted a CSR policy to actively contribute to the social and economic development of the communities in which we operate.

Information required to be disclosed in compliance with the provisions of the Companies (Corporate Social Responsibility Policy) Rules, 2014, forms part of this report as Annexure -I.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to clause (c) of sub-section (3) and subsection (5) of Section 134 of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, state the followings:



- a) that in the preparation of the annual financial statements for the year ended March 31, 2020, the applicable Accounting Standards have been followed along with proper explanation relating to material departures, if any.
- b) that for the financial year ended March 31, 2020, such accounting policies as mentioned in the Notes to the financial statements have been applied consistently and judgments and estimates that are reasonable and prudent have been made so as to give a true and fair view of the state of affairs of the Company and of the Profit and Loss of the Company for the year ended March 31, 2020.
- c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- d) the annual financial statements have been prepared on a going concern basis.
- e) that proper internal financial controls were followed by the Company and that such internal financial controls are adequate and were operating effectively.
- f) that proper systems to ensure compliance with the provisions of all applicable laws were in place and such systems are adequate and operating effectively.

#### **PARTICULARS OF EMPLOYEES, BOARD DIVERSITY AND POLICY ON DIRECTOR'S APPOINTMENT & REMUNERATION**

Pursuant to the provisions of Section 197(12) of the Companies Act, 2013, read with the Rules made thereunder, every listed company is required to disclose certain particulars of employees and Directors in the Board's Report. JPL being an unlisted public company is not required to disclose the same in this report.

In terms of the provisions of Section 178(3) of the Companies Act, 2013, 'Board of Directors' Appointment, Remuneration & Evaluation Policy', is reproduced in Annexure-II.

The Company is currently under the Corporate Insolvency Resolution Process (CIRP) under Insolvency and Bankruptcy Code, 2016 (IBC) by the Order dated March 27, 2019 of the Hon'ble National Company Law Tribunal, Kolkata Bench ('NCLT'). As per Section 17 of the IBC, the Powers of the Board of Directors stands suspended and such powers are being exercised by the Resolution Professional.

Given the above, the annual evaluation of the Board Performance and of its Committees and Directors have not been done by the Directors.

#### **DISCLOSURES PURSUANT TO SCHEDULE V OF THE COMPANIES ACT, 2013- CORPORATE GOVERNANCE**

Details of remuneration paid to Directors during the year under review is mentioned in the extract of Annual Return enclosed as Annexure-III to this report.

## **EXTRACT OF ANNUAL RETURN**

An extract of the Annual Return in Form MGT-9, as required under Section 92(3) of the Act read with Companies (Management & Administration) Rules, 2014, is annexed as Annexure-III to this report.

## **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

JPL's internal control system is commensurate with the nature of its business and the size & complexity of its operations. The system is designed to ensure that the assets of the Company are safeguarded and protected against loss and that all the transactions are properly authorized, recorded and reported.

## **WHISTLE BLOWER/VIGIL MECHANISM POLICY**

JPL believes in the conduct of the affairs in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity and ethical behaviour. Pursuant to Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Company has formulated a Policy on the Whistle Blower/ Vigil Mechanism. No complaint has been received during the year.

## **RISK MANAGEMENT**

JPL is aware of the risks and challenges to the business of the Company and has developed and implemented a risk management policy ("policy") for identification of elements of risks in the organization. The Senior Management of the Company collectively set the risk culture by identifying the risk impacting the Company's business and documenting the process of risk identification, risk assessment and response and Monitoring & Reporting as a part of policy. The key elements of the Company's risk management framework have been also captured in the policy.

## **STAKEHOLDER ENGAGEMENT & MANAGEMENT PLAN**

The Senior Management of JPL has implemented a Stakeholder Engagement & Management Plan (SEMP) through which it aims to allow stakeholders, affected by or interested in the Project of JPL, to present their input e.g. opinions, requests, suggestions, feedback, query and grievances, for consideration and, if required, seek redressal.

Copy of SEMP enclosed as Annexure-IV

## **COMPLAINTS RELATING TO SEXUAL HARASSMENT**

With an aim to prohibit and prevent the commission of acts of sexual harassment at workplace and in order to create a safe and conducive work environment, the Company has framed a Policy on 'Prevention of Sexual Harassment (POSH) at Workplace' in line with the provisions of the "Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013" of India and existing rules framed

thereunder namely the "Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Rules, 2013".

In order to give effect to the objects of this Policy, the management of the Company has constituted "Internal Complaint Committee" to prevent sexual harassment and to receive and effectively deal with the complaints pertaining to the same.

During the financial year ended March 31, 2020, no incident of sexual harassment was reported to the Committee.

### **HEALTH, SAFETY AND ENVIRONMENT**

In JPL, health and safety is the top most priority and the Company makes all efforts to enhance the safety standards and processes in order to minimize safety risks in all our operations.

JPL is also committed to minimize the environmental impact of its operations through adoption of sustainable practices and continuous improvement in environmental performance. The Company acknowledges that industry plays an important role in protecting the environment and has to avoid disturbing the ecosystem as a result of its operations.

### **STATUTORY AUDITORS**

M/s DBMS & Associates (Firm Registration No. 026573N), were appointed as the Statutory Auditors in the 22<sup>nd</sup> Annual General Meeting ('AGM') of the Company to hold office from the conclusion of that meeting till the conclusion of 27<sup>th</sup> AGM of the Company, subject to ratification by members every year.

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. With respect to the audit qualification mentioned at sl. no. 1-6, it may be noted that:

1. Jhabua Power Limited ('JPL' or the 'Company') is currently under the Corporate Insolvency Resolution Process ("CIRP") of the Insolvency and Bankruptcy Code 2016 ("the Code") in terms of the Order no. C.P. (IB) No.634/KB/2017 dated March 27, 2019 passed by the Hon'ble National Company Law Tribunal, Kolkata Bench ("NCLT"). Hence the Company has not provided for interest amount on borrowings considering moratorium period of the Company started under IBC w.e.f. March 27, 2019.
2. The company is in the process of assessing repair and refurbishment of the replaced spares and their accurate value. The company hasn't declared scrapped or disposed-off any item so far and due treatment will be provided post such assessment of these spares. Since JPL is under CIRP, depositing of assets is prohibited under IBC law.

3. Axis Bank adjusted the matured Fixed Deposit amount against borrowings which as per the Company's opinion shouldn't be adjusted and same should be credited in current account of JPL. The matter has been informed to RP for amicable resolution with Axis bank.
4. Since Company is under CIRP, no confirmation has been directly received from the lenders and other parties. RP has recommended not to obtain balance confirmation from Operational Creditors since their claims are being evaluated under CIRP to avoid confusion and legal repercussions from creditors.
5. RP has recommended not to obtain balance confirmation from Operational Creditors since their claims are being evaluated under CIRP to avoid confusion and legal repercussions from creditors.
6. Minutes of the meeting of the Committee of Creditors (CoC) is very confidential documents, hence can't be shared and also no decisions were taken on the financial statements in the CoC meetings as informed by RP.

### **COST AUDITORS**

M/s Bahadur Murao & Co., Cost Accountants (Registration No. 000008) has been appointed as the Cost Auditor of the Company to carry out the cost audit in relation to the financial year ending March 31, 2020 on a remuneration of Rs.70,000/-. The Board recommends the ratification of remuneration payable to the Cost Auditors.

### **SECRETARIAL AUDITORS**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, M/s N. C. Khanna, Company Secretaries (Certificate of Practice Number 14979), has been appointed as the Secretarial Auditors of the Company to conduct the Secretarial Audit for financial year ended March 31, 2020. The Secretarial Audit Report is enclosed in Form MR-3 as Annexure-V.

The Directors comment on the Secretarial Audit Report for the year ended March 31, 2020 are mentioned herein below:

The Company is currently under the CIRP in pursuance of the order of the Hon'ble NCLT, Kolkata and all powers of the Board of Directors of the Company is suspended. Hence, the Board of Directors is not empowered to appoint any Director on the Board to fill the gap.

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

The information on the Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo as required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, as amended from time to time, is as under:



A. Conservation of Energy

1. Daily review of Plant heat rate and calculate factors causing high heat rate, by this we have saved around 20 Kcal/Kwh of heat rate by optimizing and correcting the process to run the system near design value.
2. 2996 nos of sodium vapour lamps have been replaced with LED lights which resulted in saving of approx. 2.70 Lac units per annum.
3. Reduction of power consumption of 3000 kwh by switching off one extra Cooling Water pump when unit running at 480 MW or less from November to March.
4. Reduction of power consumption of 30 kwh by changing of PA header from 810 mmwc to 780 mmwc.
5. Approx. 1100 no of sodium vapour lamps replaced with LED lights which resulted in saving of 268704 kwh.
6. Optimized Air to Fuel ratio from 2.10 to 1.85-1.90: Thus giving us sustainable improvement in Boiler Efficiency.

B. Technology Absorption

1. Installation of Condensate Polishing unit (CPU) has considerably reduced blowdown from the Boiler. This has resulted in reduction of DM Water consumption. % DM make-up water reduce from 0.50 % to 0.27%.
2. MPI (Magnetic Particle Inspection) Testing of free standing LP Turbine Last stage blade by coil method during Annual Overhaul.
3. Checking of Coupling runout of Turbine Generator by Digital profile Mapping during Annual Overhaul.
4. Wear debris analysis of Lube oil of APH support, guide bearing; gear box of APH & pulverisers and bearings of draft plant (ID, FD & PA fans).

C. Foreign Exchange Earnings and Outgo

During the financial year under review, foreign exchange earnings and outgo of the Company was nil.

**MATERIAL CHANGES & REGULATORY ORDERS**

No significant and/or material orders have been passed by the regulators or courts or tribunals, during the year under review, impacting the going concern status and Company's operations in future.

**DEPOSITS**

The Company has not accepted any public deposits during the year under review.



## PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The details of loans given, guarantees granted and/or investments made, if any, under Section 186 of the Companies Act, 2013, are disclosed in the notes to the Financial Statements.

## RELATED PARTY TRANSACTIONS

All transactions entered into with the related parties during the financial year were on an arm's length basis and in the ordinary course of business. The Company has not entered into any transactions with the related parties which could be considered material in terms of Section 188 of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC 2 is not applicable.

## ACKNOWLEDGEMENTS

We wish to place on record our gratitude for the valuable assistance and cooperation extended to the Company from time to time by the Central Government, State Governments, Bankers, Institutions, Promoters and all outside agencies. We also wish to thank all the employees for their contribution, support and continued cooperation throughout the year.

**For Jhabua Power Limited**  
**(Company under Corporate Insolvency Resolution Process)**

**Abhilash Lal**

Resolution Professional

Reg. No.: IBBI/IPA-001/IP-P00344/2017-18/10645

**Anil Bhargava**

Director

DIN: 00012986

**Janmejaya Mahapatra**

Director

DIN: 08021971

Place: Gurugram

Date: September 18, 2020

**ANNUAL REPORT ON CSR ACTIVITIES**

1. Brief outline of the Company's CSR Policy: We acknowledges our responsibility towards societal and environmental consciousness. Social, ethical, and environmental considerations form an integral part of the process of Company's Social Responsibility Policy. CSR policy of the group is available on the Company's website [www.avanthapower.com](http://www.avanthapower.com).
2. Composition of the CSR Committee as on March 31, 2020: Since the Company is undergoing Corporate Insolvency Resolution Process, the CSR committee is not functional.
3. Average Net Profit for the last three financial years:

<b>Financial year</b>	<b>Profit/(Loss) Before Tax</b>	<b>Profit/(Loss) After Tax</b>
2018-19	(653,62,97,860)	(653,63,49,811)
2017-18	(673,63,11,316)	(673,62,17,989)
2016-17	(583,09,19,269)	(583,11,54,918)
<b>Total</b>	<b>(1910,35,28,445)</b>	<b>(1910,37,22,718)</b>
<b>Average Net Profit/(Loss)</b>	<b>(636,78,42,815)</b>	<b>(636,79,07,573)</b>

4. Prescribed CSR Expenditure: Nil
5. Details of CSR Spent during the financial year:
  - (a) Total amount to be spent for the financial year: Nil
  - (b) Amount unspent, if any: Nil
  - (c) Total amount spent for the financial year: Rs.10,29,54,688
  - (d) Manner in which the amount spent during the financial year:

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
S. No	CSR project or activity identified	Sector in which the Project is covered	Project or programs (1) Local area or other (2) Specify the State and district where project or programs was undertaken	Date of Contribution	Amount outlay (budget) project or programs wise (Amt. in Rs.)	Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs (2) Overheads (Amt. in Rs.)	Cumulative expenditure upto to the reporting period (Amt. in Rs.)	Amount spent : Direct or through implementing agency* (Amt. in Rs.)
1.	Drinking water well construction for village	Bineki	Seoni , M.P.	2019-20	4,50,000	4,29,537	4,29,537	Through Vendor : Sakshi Construction
2.	Primary health, Primary Education & Women empowerment	Project villages	Seoni , M.P.	2019-20	39,85,000	29,16,874	29,16,874	Through Vendor : IDYWC
3.	Agro based livelihood	Project villages	Seoni , M.P.	2019-20	34,77,000	20,60,866	20,60,866	Through Vendor : BISLD (BAIF)
4.	Road construction	From Ghansore to JPL plant main gate	Seoni , M.P.	2019-20	9,80,00000	9,75,47,411	9,75,47,411	Through Vendor : Jain Stone Crusher
				Total expenses		10,29,54,688	10,29,54,688	

6. Reason for not spending the amount: NA

7. Responsibility Statement of the CSR Committee: NA

**For Jhabua Power Limited**  
**(Company under Corporate Insolvency Resolution Process)**

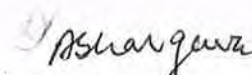
  
**Abhilash Lal**

Resolution Professional

Reg. No.: IBBI/IPA-001/IP-P00344/2017-18/10645

Place: Gurugram

Date: September 18, 2020

  
**Anil Bhargava**

Director

DIN: 00012986

  
**Janmejaya Mahapatra**

Director

DIN: 08021971





## **Annexure-II**

### **Directors' Appointment, Remuneration & Evaluation Policy of Jhabua Power Limited**

Section 178 of the Companies Act 2013 provides for setting up criteria for the appointment of Directors and their remuneration and evaluation.

In line with the generally recognized best practices and in compliance with the Companies Act, 2013, the Company has framed this Policy for the appointment, remuneration and evaluation of the Directors.

#### **Objective:**

- To ensure the appropriate composition of the Board in order to achieve the Core purpose and objectives of the Organisation while maintaining sufficient diversity.
- To ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of quality required to run the company successfully.

#### **Appointment process:**

The Board shall be mix of Executive, Non-Executive, Independent, Professional and Nominee Directors (if required). The profiles of the potential personnel's will be sent to the Nomination and Remuneration Committee ('the Committee') for evaluation and recommendation to the Board for appointment.

##### 1) Identification of Executive & Professional Directors:

The Committee shall identify:

- from a pool of high potential employees from the senior management team
- through a search process

Such selection will be based on performance, criteria and requirement of the Board.

##### 2) Identification of Non-Executive and Independent Directors:

Independent Directors' appointment shall be based on the criteria and requirement of the Board on the recommendation by the existing Directors or through a search process. They must always be persons with acknowledged expertise to fulfill the core purpose and expectations from the Board.

A director is independent when he or she has no relationship of any kind whatsoever with the Company, its group or the management of such a nature that may colour his or her judgment and also qualifies the conditions of the Companies Act, 2013 ('the Act').

Accordingly, an independent director is understood to be not only a non-executive director, i.e. one not performing management duties in the Company or the group, but also one devoid of any particular bonds of interest (significant shareholder, employee, other) with them. Non-Executive Director is deemed to be an Independent director only if he or she satisfies the conditions of Independence prescribed under the Act.

### 3) Identification of Nominee Directors:

Nominee Directors are appointed based on recommendation by the Institution(s). Some of the indicative parameters for identification and selection of the Director are as under:

- i) High Value Quotient
- ii) Qualification
- iii) Track record of achievements
- iv) Strategic thinking
- v) Demonstrate independence of mind with a strong courage of conviction and take stand when required
- vi) Strong, yet, participative leadership style and should be able to build relationship
- vii) Deals effectively with ambiguity and is able to simplify complex issues towards getting desired outcomes
- viii) Adequate exposure and experience in Corporate Governance practices
- ix) Strong motivation to dedicate adequate time to the Director role

#### **Appointment letter:**

Upon appointment, the Director shall be given an appointment letter comprising of important aspects related to the appointment, expectation and obligation along with remuneration details.

#### **Tenure of Directorship:**

The tenure of a Director will be governed by the Act and re-enactments thereto.

- Executive Directors: As may be approved from time-to-time.
- Non-executive Directors: Do not have fixed tenure and they shall retire by rotation.
- Independent Directors: Maximum tenure upto 10 years or as may be approved from time to time.
- Nominee Directors: May or may not have fixed tenure and shall be governed by the agreement of the Institution.

#### **Remuneration of Director:**

- 1) Executive Directors: The remuneration for the Executive Directors will be recommended by the Committee based on the Compensation and Reward policy of the Company. This is subject to the approval of the Board of Directors, Shareholders and such other approvals as may be statutorily required.
- 2) Other Directors: They may be entitled to Sitting Fees as may be decided by the Board. They may also be paid commission as may be approved by the Board in compliance with the applicable laws.
- 3) Non-Executive Directors may be paid/reimbursed such sums either as fixed allowance and /or actual as fair compensation for travel, boarding and lodging and incidental and /or actual out of pocket expenses incurred by such member for attending Board/Committee Meetings. The Nomination and Remuneration Committee is entrusted with the role of reviewing the compensation of NEDs.

#### **Directors' Orientation:**

It is recommended that every Director joining the Board be provided with an 'Induction Kit' which would comprise of the following:

- i) Historical timelines of evolution and Business performance
- ii) Annual reports for three previous years

iii) Organisation Structure

**Evaluation of Directors' performance:**

The performance of every Director should be evaluated annually.

1. The evaluation mechanism would comprise of the following:
  - Accountability and Contribution: with respect to the role and function assigned by the Board and the contribution towards enriching the Group through their business acumen and industry exposure.
  - Conduct and Diligence: with respect to Board meeting contribution, attendance, engagement and collaboration exhibited with Board members and other Senior Executives of the company.
  - Knowledge and Skills: with respect to understanding of Company's Risk management issues and opportunities, constructive deliberations at Board meetings and challenging issues wherever necessary.
2. Independent Directors shall submit the Annual Declaration of Independence in the beginning of the Financial Year i.e. on April month of each year.

For Executive Directors, in addition to the Annual Evaluation process, the Performance Appraisal System of the Company is applicable.

3. Basis the above parameters the evaluation of the Directors, other than members of the Committee, shall be done by the Committee. For the Committee members, the evaluation shall be done by the Board.


**For Jhabua Power Limited  
(Company under Corporate Insolvency Resolution Process)**



**Abhilash Lal**

Resolution Professional

Reg. No.: IBBI/IPA-001/IP-P00344/2017-18/10645



**Anil Bhargava**

Director

DIN: 00012986



**Janmejaya Mahapatra**

Director

DIN: 08021971





Annexure-III

Form No. MGT-9

**EXTRACT OF ANNUAL RETURN**

As on the financial year ended on March 31, 2020  
 [Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of  
 the Companies (Management and Administration) Rules, 2014]

**I. Registration & Other Details:**

S No.	Particulars	Details
1	CIN	U40105WB1995PLC068616
2	Registration Date	23/02/1995
3	Name of the Company	Jhabua Power Limited
4	Category/Sub-category of the Company	Public Limited Company
5	Address of the Registered office & contact details	Macmet House, 7 <sup>th</sup> Floor, 10B, O C Ganguly Sarani, Kolkata, West Bengal 700020, India
6	Whether Listed Company	Unlisted
7	Name, Address & contact details of the Registrar & Transfer Agent	RCMC Share Registry (P) Ltd., B-25/1, First Floor, Okhla Phase - II, New Delhi – 110020

**II. Principal Business Activities of the Company**

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated	Coal based thermal power plants and equipment (ITC/NPCS 99532622)
--	---

**III. Particulars of Holding, Subsidiary and Associate Companies:**

S. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1.	Avantha Holdings Ltd. Thapar House, 24, Janpath, New Delhi-01	U67120DL1998PLC198627	Associate	-	2(6)
2.	Avantha Power & Infrastructure Ltd. Ground Floor, Tower C First India Place, M G Road, Gururgam 122002	U40101HR2005PLC084411	Associate	18.51%	2(6)
3.	Jhabua Power Investments Limited Ground Floor, Tower C First India Place, M G Road, Gururgam 122002	U74999HR2005PLC084204	Associate	8.14%	2(6)

**IV. Shareholding Pattern (Equity Share Capital Breakup as percentage of Total Equity)**

**(i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held as at 31-March-2019				No. of Shares held as at 31-March-2020				% Change during the year
	Demat	Phys-ical	Total	% of Total Shares	Demat	Phys-ical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									



Category of Shareholders	No. of Shares held as at 31-March-2019				No. of Shares held as at 31-March-2020				% Change during the year
	Demat	Phys-ical	Total	% of Total Shares	Demat	Phys-ical	Total	% of Total Shares	
a) Individual/ H.U.F	-	-	-	-	-	-	-	-	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	385128906	30	385128936	26.65	385128906	30	385128936	26.65	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
<b>Sub Total (A)(1):</b>	<b>385128906</b>	<b>30</b>	<b>385128936</b>	<b>26.65</b>	<b>385128906</b>	<b>30</b>	<b>385128936</b>	<b>26.65</b>	<b>-</b>
<b>(2) Foreign</b>									
a) NRIs- Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/ FI	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub-Total (A)(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Shareholding of Promoter (A)= (A)(1)+ (A)(2)</b>	<b>385128906</b>	<b>30</b>	<b>385128936</b>	<b>26.65</b>	<b>385128906</b>	<b>30</b>	<b>385128936</b>	<b>26.65</b>	<b>-</b>
<b>B. Public Shareholding</b>									
<b>1) Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	1010193180	-	1010193180	69.89	945193180	-	945193180	65.40	(4.49)
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	<b>1010193180</b>	<b>-</b>	<b>1010193180</b>	<b>69.89</b>	<b>945193180</b>	<b>-</b>	<b>945193180</b>	<b>65.40</b>	<b>(4.49)</b>
<b>2) Non-Institutions</b>									
<b>a) Bodies Corporate</b>									
i) Indian	50000000	-	50000000	3.46	115000000	-	115000000	7.95	+4.49
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-

Category of Shareholders	No. of Shares held as at 31-March-2019				No. of Shares held as at 31-March-2020				% Change during the year
	Demat	Phys-ical	Total	% of Total Shares	Demat	Phys-ical	Total	% of Total Shares	
i) Individual shareholders holding nominal share capital up to Rs. 1 lakh	-	30	30	0.00	-	30	30	0.00	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians/ Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies-DR	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2):-</b>	<b>50000000</b>	<b>30</b>	<b>50000030</b>	<b>3.46</b>	<b>115000000</b>	<b>30</b>	<b>115000030</b>	<b>7.95</b>	<b>+4.49</b>
<b>Total Public Shareholding (B) (B)(1)+ (B)(2)</b>	<b>1060193180</b>	<b>30</b>	<b>1060193210</b>	<b>73.35</b>	<b>1060193180</b>	<b>30</b>	<b>1060193210</b>	<b>73.35</b>	<b>-</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Grand Total (A+B+C)</b>	<b>1445322086</b>	<b>60</b>	<b>1445322146</b>	<b>100.00</b>	<b>1445322086</b>	<b>60</b>	<b>1445322146</b>	<b>100.00</b>	<b>0.00</b>

**(ii) Shareholding of Promoter (including Promoter Group)**

S. No.	Shareholder's Name	No. of Shares held						% change in shareholding during the year
		As at 01-April-2019			As at 31-March-2020			
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Avantha Power & Infrastructure Ltd.	267485126	18.51	18.49	267485126	18.51	18.49	-
2	Jhabua Power Investments Ltd*	117643810	8.14	8.14	117643810	8.14	8.14	-

\*Including 30 equity shares held through Nominees



**(iii) Change In Promoter's Shareholding: NIL**

**(iv) Shareholding Pattern of top ten Shareholders (Other than Directors, Promoters & Holders of GDRs & ADRs):**

S. No.	Shareholder's Name	No. of Shares held						% change in shareholding during the year
		As at 01-April-2019			As at 31-March-2020			
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1.	Axis Bank Ltd.	867193180	60.00	-	867193180	60.00	-	-
2.	IndusInd Bank Ltd.	143000000	9.89	-	78000000	5.40	-	-4.49
3.	Parvati Estates LLP	50000000	3.46	-	-	-	-	-3.46
4.	Blue Garden Estates Pvt. Ltd.	-	-	-	65000000	4.49	-	+4.49
5.	DMS Exports Pvt. Ltd.	-	-	-	50000000	3.46	-	+3.46
6.	Manju Devi Kedia	10	0.00	-	10	0.00	-	-
7.	Tulika Kedia	10	0.00	-	10	0.00	-	-
8.	Naveen Kedia	10	0.00	-	10	0.00	-	-

**(v) Shareholding of Directors and Key Managerial Personnel:**

Name of the Directors and Key Managerial Personnel	As at 01-April-2019		As at 31-March-2020		% Change in Shareholding during the year
	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company	
Mr. Janmejaya Mahapatra	10	0.00	10	0.00	-
Mrs. Deepika Tarun Sati	2	0.00	2	0.00	-

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

Amt. In Rs.

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	3396,47,75,000	-	-	3396,47,75,000
ii) Interest due but not paid	1111,27,43,261	-	-	1111,27,43,261
iii) Interest accrued but not due	-	-	-	-



Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Total (i+ii+iii)	4507,75,18,261	-	-	4507,75,18,261
Change in Indebtedness during the financial year		-	-	
<b>Addition/Reduction</b>		-	-	
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Indebtedness at the end of the financial year		-	-	
i) Principal Amount	3396,47,75,000	-	-	3396,47,75,000
ii) Interest due but not paid	1111,27,43,261	-	-	1111,27,43,261
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>4507,75,18,261</b>	<b>-</b>	<b>-</b>	<b>4507,75,18,261</b>

#### VI. Remuneration of Directors and Key Managerial Personnel:

- a) Remuneration to Key Managerial Personnel i.e. Managing Director, Whole-time Directors, Manager, Chief Financial Officer, Company Secretary:

Rs. In Lakhs				
S. No.	Particulars of Remuneration (Gross Salary)	Mr. Janmejaya Mahapatra (CEO)	Mr. R. Rajagopal (CFO)	Ms. Deepika Sati (CS)
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	8743269	-	1335209
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
(d)	Others, if any	-	-	-

- b) Remuneration to Non-Executive and Independent Directors: Nil

#### VII. Penalties/Punishment/Compounding Of Offence: Nil

**For Jhabua Power Limited  
(Company under Corporate Insolvency Resolution Process)**

*Abhilash Lal*

**Abhilash Lal**

Resolution Professional

Reg. No.: IBBI/IPA-001/IP-P00344/2017-18/10645

*Anil Bhargava*

**Anil Bhargava**

Director

DIN: 00012986

*Janmejaya Mahapatra*

**Janmejaya Mahapatra**

Director

DIN: 08021971



## **Stakeholder Engagement & Management Plan (S E M P)**

### **1. Introduction**

#### **1.1. Purpose and Scope**

Jhabua Power Ltd (JPL) - 1260 MW is a coal based thermal Power Station, located in Dist. Seoni, Madhya Pradesh (MP), with one operational unit of 600 MW (sub-critical) and one unit of 660 MW (super critical) which is in planning stage.

A few salient points of the power plant are:

- a. 532 MW out of the total installed capacity of 600 MW (88.7%) is presently tied up through Long/Medium Term Power Purchase Agreements (PPAs).
- b. Fuel Supply agreements (FSAs) covering the whole installed capacity has been executed with Coal India Ltd.(CIL)
- c. Water requirements are met through intake pump house located in the Bargi reservoir (on the Narmada River) thus providing perennial source of water.
- d. Water Supply Agreement for 16.7 MCM (adequate for 100% generation) per annum is in place with the Water Resources Department, M.P.
- e. Adequate Land (815 Acres) under possession, sufficient to install second unit of 660 MW.
- f. Power evacuation facilities available to export 1260 MW.
- g. Common facilities adequate for 1260 MW are available.

This Stakeholder Engagement & Management Plan (SEMP) describes how stakeholders, including interested organizations and individuals, are being engaged as part of the various business processes of Jhabua Power Ltd. and the engagement activities that are planned to be implemented.

Stakeholder engagement refers to a process of sharing information and knowledge, seeking to understand the concerns of others and building relationships based on trust and collaboration. Stakeholder engagement is an essential element for the successful business operations.

#### **1.2. Objectives of Stakeholder Engagement & Management Process**

This Stakeholder Engagement & Management Plan (SEMP) provides a framework for stakeholder engagement throughout the life of the Project operation.

It has been designed so that the Project can demonstrate engagement that is effective, meaningful, consistent, comprehensive, coordinated and culturally appropriate, in line with all the relevant legal and regulatory commitments and good international industry practice.



Stakeholder engagement is an ongoing process throughout the Projects' life and as such, this SEMP is a 'living document' that will be updated and adjusted as the Project progresses.

## 2. Project Description

Jhabua Power Limited (JPL), a Special Purpose Vehicle (SPV) promoted by Avantha Power & Infrastructure Limited (APIL - part of Avantha Group), has set up Phase – I: 1 x 600 MW Coal Based Thermal Power Plant at village Barela-Gorakhpur in Seoni District of Madhya Pradesh.

### 2.1. Project Background

JPL has set up the Thermal Power Plant as a green-field Project. The 600 MW Plant consists of a coal fired Steam Generator with single reheat arrangement, connected to a tandem compound, condensing Steam Turbine & Generator with all other required auxiliaries.

All of the land required for project (~800 acres) and railway siding (~25 acres) has been acquired and is under possession of the Company. The land is sufficient for further expansion also.

The Project was supplied, erected and commissioned through the package route. Contract for the Main Plant was executed by BHEL while the Contracts for other packages were executed by other reputed vendors as per the requirement of the Project.

Coal, the primary fuel is brought in BOX-N Wagons from coal mines of Mahanadi Coal Field Ltd. (MCL) and South Eastern Coal Fields Ltd. (SECL). The coal is high ash, low sulfur type. Coal Handling System consists of wagon unloading system, conveying, crushing/ screening system, bunker feeding system, crushed coal stacking & reclaiming system, tipper trolleys for bunker coal feeding and overall coal handling central control system.

Power is evacuated through 400 kV double circuit transmission lines connected to 765 kV/ 400 kV/ 220 kV New Jabalpur Pooling Substation of PGCIL at Jabalpur. Connectivity for the same was approved by PGCIL dated 5<sup>th</sup> August 2011.

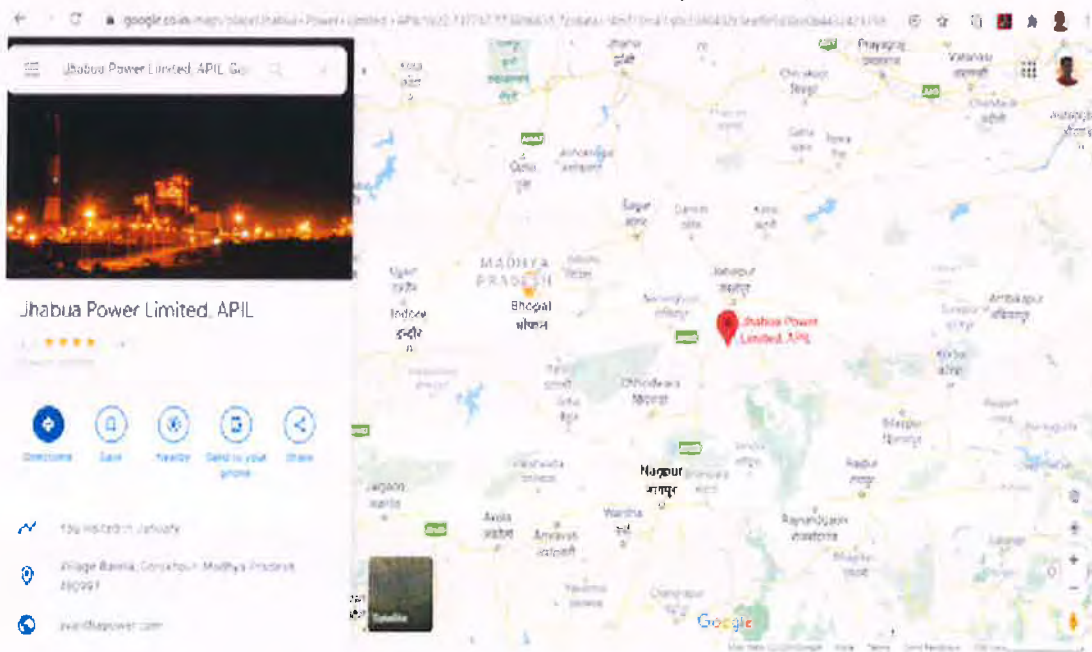
The key features of the project are given below:-

<b>Station Status</b>	The plant has successfully completed 72 hour full load trial run and Commercial operation was declared w.e.f. 3 <sup>rd</sup> May 2016.
<b>Off-take Arrangements</b>	<ul style="list-style-type: none"> <li>• PPA for long term sale of power to the extent of 71% has been executed with Govt. of MP (20 Years / Life of project) and Kerala State Electricity Board (25 Years) on regulated / Case-1 basis.</li> <li>• A medium term PPA of 100 MW (~17%) for 3 years has been signed with PTC which has been operationalized from 15<sup>th</sup> Mar'19.</li> <li>• The Total tied up capacity is 532 MW.</li> </ul>
<b>Fuel Security</b>	Fuel Supply Agreements for 2.45 MTPA have been executed with SECL / MCL. ACQ (Annual Contracted Qty.) of 2.35 MTPA has been unlocked based on the operational PPAs.

<p><b>Commercial Operations</b></p>	<p>Power generated from the station is being sold to the following:</p> <ul style="list-style-type: none"> <li>(a) To MPPMCL- Under regulated tariff PPA. The total capacity contracted for off-take by GoMP / MPPMCL is 210 MW.</li> <li>(b) To KSEB - as per the Long Term PPA for 215 MW signed with them based on Sec-63 Case – I bidding and,</li> <li>(c) To PTC (back to back with West Bengal) - as per the Medium Term PPA of 100 MW Ex-bus (107 MW capacity).</li> </ul> <p>The company also sells the balance uncontracted power through Power exchange as well as through short term bilateral contracts.</p>
<p><b>Equipment</b></p>	<p>The Boiler Turbine Generator (BTG) equipment has been supplied &amp; commissioned by BHEL, which is India's leading supplier for power generation equipment and is well-known for technical and qualitative credentials.</p> <p>BOP facilities have also been sourced from well know and reputed suppliers like Paharpur Cooling Towers Ltd for Cooling Towers, FL Smidth for Coal Handling Plant, Thermax for Water Treatment Plant, McNally Bharat for Ash Handling Plant, L&amp;T for Transmission line, Crompton Greaves for switchgears and switchyard, Sunil Hitech for Civil works etc.</p>
<p><b>Evacuation</b></p>	<p>Project is seamlessly connected to Central grid through a 65 km long dedicated transmission line built and owned by the company. Necessary LTOA/MTOA arrangements are also in place to meet the requirements of PPA with MP, KSEB and West Bengal (PTC).</p>

**2.2. Project Location**

The Project is located in Seoni district of the state of Madhya Pradesh.





### 3. Project Stakeholders

Prior to undertaking engagement activities, stakeholders were identified and subsequently categorised according to their interests and interaction with the Project. This analysis was used to ensure that engagement activities were tailored appropriately to the needs and interests of different stakeholder groups.

The stakeholder groups identified to date are indicated below, but stakeholder identification is an on-going process, requiring review and update as the Project progresses.

#### 3.1. Stakeholder Identification and Analysis

Stakeholder identification is the main part of the stakeholder engagement process to identify the stakeholders and then to categorize them.

Key objectives of stakeholder identification are to:

- a. Establish which organizations, groups and individuals may be directly or indirectly affected (positively and/or negatively), or have an interest in the Project; and
- b. Understand their needs and expectations for engagement.

Stakeholder analysis enables engagement to be tailored appropriately to the needs and interests of different stakeholder groups to ensure their views and concerns are addressed in a suitable manner. In order to ensure that the engagement process is inclusive, it is important to identify individuals and groups who may find it more difficult to participate and those who may be differentially or disproportionately affected by the Project because of their marginalized or vulnerable status.

A diverse range of Project stakeholders was identified. Details of these stakeholders was compiled to enable the Project to readily communicate with them.

Details of individual stakeholders was compiled in a stakeholder register. This was periodically updated.

The stakeholder groups and stakeholders identified are summarized in the Table below.

<i>Stakeholders Group</i>	<i>Project Stakeholders</i>
<i>Central Government Stakeholders</i>	<i>Ministry of Power (MoP)</i>
	<i>Central Electricity Authority (CEA)</i>
	<i>Central Electricity Regulatory Commission (CERC)</i>
	<i>Ministry of Environment, Forest and Climate Change (MoEF &amp; CC)</i>
	<i>Central Pollution Control Board (CPCB)</i>
	<i>Power System Operation Company Ltd. (POSOCO) &amp; National Load Dispatch Centre (NLDC)</i>
	<i>Ministry of Coal, Coal India Ltd. (CIL)</i>



<b>Stakeholders Group</b>	<b>Project Stakeholders</b>
	South Eastern Coal Fields Ltd. (SECL)
	Mahanadi Coal Field Ltd. (MCL)
	Other Coal subsidiaries of CIL
	India Energy Exchange (IEX)
	Indian Railways – South East Central Railways, West Central Railways
Local / State Government Stakeholders	Government of Madhya Pradesh (GoMP)
	MP Power Management Company Ltd. (MPPMCL)
	MP Pollution Control Board (MP PCB)
	MP Electricity Regulatory Commission (MPERC)
	Kerala State Electricity Board (KSEB)
	West Bengal State Electricity Development Company Ltd. (WBSEDCL)
Community Stakeholders	Surrounding neighborhood villages viz. Barela, Gorakhpur, Banaiki
	Site Affected Persons (SAPs)
	Village Panchayats and office bearers
	Vulnerable groups like Scheduled Tribes
NGOs, Associations and Other Organizations & Individuals	JPL Employees
	Employees of Associates
	Investors of JPL e.g. Equity Shareholders, Preference Shareholders, Debenture Holders etc.
	Local Political Affiliates / Persons
	Local Media
	Labour Unions

### 3.2. Central Government Stakeholders

Central Government Stakeholders and their relevance to the Project are listed in Table below.

<b>Project Stakeholders</b>	<b>Relevance / Importance of Stakeholder</b>
<b>Central Government Stakeholders</b>	
Ministry of Power (MoP)	The Ministry of Power is primarily responsible for the development of electrical energy in the country. The Ministry is concerned with perspective planning, policy formulation, processing of projects for investment decision, monitoring of the implementation of power projects, training and manpower development and the administration and enactment of legislation in regard to thermal, hydro power generation, transmission and distribution. It is responsible for the Administration of the Electricity Act, 2003, the Energy Conservation Act, 2001 and to undertake such amendments to these Acts, as may be necessary from time to time, in conformity

Project Stakeholders	Relevance / Importance of Stakeholder
	<p>with the Government's policy objectives.</p> <p>The Project is dependent on the various policies and directives of the Ministry and therefore MoP is an important stakeholder.</p>
<p>Central Electricity Authority (CEA)</p>	<p>Central Electricity Authority provides technical support base to all stakeholders in the power sector and supports Ministry of Power for forming policies in the power sector, makes technical standards &amp; regulations, carries out project monitoring to disseminate power sector information and works for upgrading of skills of human resources in the power sector of the country.</p> <p>The Project is influenced by the technical standards and regulations of CEA and therefore CEA is an important stakeholder.</p>
<p>Central Electricity Regulatory Commission (CERC)</p>	<p>As entrusted by the Electricity Act, 2003 the Central Commission has the responsibility to discharge the functions like regulation of the tariff of generating companies, regulation of the inter-State transmission of electricity, specifying the Grid Code having regard to Grid Standards. It also advises the Central Government for formulation of National Electricity Policy and Tariff Policy and for promotion of competition, efficiency and economy in the activities of the electricity industry.</p> <p>CERC is the Central Electricity Tribunal which not only forms the Grid Code and other Regulations but also adjudicates the various matters arising out of the transactions. A number of matters are under the consideration of the CERC and therefore it is an important stakeholder.</p>
<p>Ministry of Environment, Forest and Climate Change (MoEF &amp; CC)</p>	<p>The Ministry of Environment, Forest and Climate Change (MoEF &amp; CC) is the nodal agency in the administrative structure of the Central Government for the planning, promotion, co-ordination and overseeing the implementation of India's environmental and forestry policies and programmes. The Ministry is guided by the principle of sustainable development and enhancement of human well-being.</p> <p>The Project is influenced by the environmental standards and regulations of MoEF &amp; CC and therefore it is an important stakeholder.</p>
<p>Central Pollution Control Board (CPCB)</p>	<p>The CPCB advises the Central Government on any matter concerning prevention and control of water and air pollution and improvement of the quality of air. It also co-ordinates the activities of the State Pollution Control Boards.</p>



Project Stakeholders	Relevance / Importance of Stakeholder
	<p>The Project is influenced by the directives and stipulations of CPCB and therefore it is an important stakeholder.</p>
<p>Power System Operation Company Ltd. (POSOCO) &amp; National Load Dispatch Centre (NLDC)</p>	<p><i>POSOCO discharges the functions of ensuring Integrated Operation of the Indian Power System to facilitate transfer of electric power within and across the regions and trans-national exchange of power with Reliability, Economy and Sustainability. It also facilitates competitive and efficient wholesale electricity markets and administer settlement systems.</i></p> <p>The project evacuates power to the Grid System of the Central Transmission Utility and therefore POSOCO being the system operator influences the generation behavior of the project. Therefore, POSOCO, operating through NLDC is an important stake holder.</p>
<p>Ministry of Coal, Coal India Ltd. (CIL)</p>	<p><i>Coal India Limited (CIL) is the state owned coal mining corporate and operates through its subsidiaries in 84 mining areas spread over eight (8) states of India. Coal India Limited has 352 mines (as on 1st April, 2020) of which 158 are underground, 174 opencast and 20 mixed mines. CIL further operates 12 coal washeries. CIL has seven producing subsidiaries namely Eastern Coalfields Limited (ECL), Bharat Coking Coal Limited (BCCL), Central Coalfields Limited (CCL), Western Coalfields Limited (WCL), South Eastern Coalfields Limited (SECL), Northern Coalfields Limited (NCL) and Mahanadi Coalfields Limited (MCL) and One mine planning and consultancy company that is Central Mine Planning &amp; Design Institute Limited (CMPDIL).</i></p> <p>The Project is dependent on the indigenous coal supplied by CIL, which is under the Ministry of Coal. Coal being the most important raw material consuming about 60 to 65% of the revenue, the project financials are strongly dependent upon the policies of Ministry of Coal and the mining efficiency of CIL. Therefore, both are important stakeholders.</p>
<p>South Eastern Coal Fields Ltd. (SECL)</p>	<p><i>South Eastern Coalfields Limited is the largest coal producing company in the country. The coal reserves of South Eastern Coalfields Limited are spread over two States, namely, Chhattisgarh and Madhya Pradesh and the Company is operating 89 mines with 35 Mines in the State of Madhya Pradesh and 54 Mines in the State of Chhattisgarh. For effective administrative control and operation, the mines have been grouped in three Coalfields, namely, Central India Coalfields (CIC), Korba Coalfields and Mand-Raigarh Coalfields with 13 operating Areas.</i></p>

Project Stakeholders	Relevance / Importance of Stakeholder
	<p>Project has executed Fuel Supply Agreement (FSA) with SECL for supply of about 1.85 Million Ton per Annum of linkage coal which is 76% of the total FSA coal. Therefore, it is an important stakeholder.</p>
<p>Mahanadi Coal Field Ltd. (MCL)</p>	<p><i>Operations of Mahanadi Coalfields Limited are spread over mines in Odisha. Odisha state has two coalfields with a share of 24.76% of total inventory of the country. With two Gondwana coalfields namely Talcher coalfield and Ib River coalfield, Odisha is second largest state with coal inventory of 80.840 BT. Talcher coalfield, Odisha, is having highest geological reserve of 51.220 BT in the country, whereas Ib River coalfield has the third highest geological reserve of 29.620BT.</i></p> <p>Project has executed Fuel Supply Agreement (FSA) with MCL for supply of about 0.60 Million Ton per Annum of linkage coal which is 24% of the total FSA coal. Therefore, it is an important stakeholder.</p>
<p>Other Coal subsidiaries of CIL</p>	<p><i>Central Coalfields Limited (CCL), Western Coalfields Limited (WCL), and Northern Coalfields Limited (NCL) from where coal is sourced through auction route to bridge the shortage.</i></p> <p>The Project is participating in various Special Forward and Spot Auctions of CCL, NCL &amp; WCL to bridge the short supply quantity as well as the balance requirement of coal. Sustainable supply of good quality coal from these coal companies is important to maintain low landed cost of coal. They therefore are important stakeholders.</p>
<p>Indian Railways – South East Central Railways, West Central Railways</p>	<p><i>SECR is situated in the heartland of Central India &amp; serving the states of Chhattisgarh, Orissa, Madhya Pradesh and Maharashtra, with proud privilege. This Railway plays a paramount role in the transportation of Minerals and Coals to different Power Plants &amp; Industrial Units all over the country. It is headquartered at Bilaspur, C.G.</i></p> <p><i>The West Central Railway with its headquarters at Jabalpur comprises of <b>Jabalpur</b> and <b>Bhopal</b> divisions of erstwhile Central Railway and <b>Kota</b> division of erstwhile Western Railway.</i></p> <p>The Project is dependent continuously on SECR &amp; WCR to transport the coal from the mines to the plant site. Any bottleneck can seriously affect the continuous operation of the plant and therefore they are important stakeholders.</p>
<p>India Energy Exchange (IEX)</p>	<p><i>IEX is the first and largest energy exchange in India providing a nationwide, automated trading platform for physical delivery of electricity. The exchange platform enables efficient price</i></p>



<b>Project Stakeholders</b>	<b>Relevance / Importance of Stakeholder</b>
	<p>discovery and increases the accessibility and transparency of the power market in India while also enhancing the speed and efficiency of trade execution.</p> <p>The project is dependent on IEX for transacting the surplus and untied capacity available through various market products. It has effect on the liquidity position of the Project and therefore is an important stakeholder.</p>

### 3.3. Local / State Government Stakeholders

Local / State Government Stakeholders and their relevance to the Project are listed in Table below.

<b>Project Stakeholders</b>	<b>Relevance / Importance of Stakeholder</b>
<b>Local / Provincial Government Stakeholders</b>	
Government of Madhya Pradesh (GoMP)	<p>The Project is located in the State of Madhya Pradesh and has also executed a long term agreement (25 years) to supply 5% power at variable charges.</p> <p>It is dependent on the local administration of the GoMP as well as the various other departments like Energy, Industry, Labour, Environment and Water Resources etc. and therefore is an important stakeholder.</p>
MP Power Management Company Ltd. (MPPMCL)	<p>MPPMCL is the nodal authority of all the discoms of the state of Madhya Pradesh to enter into PPAs and source power for the state. The Project has executed long term PPA (20 years) of 30% of the installed capacity (180 MW) with MPPMCL.</p> <p>The Project is critically dependent on MPPMCL for providing sufficient schedule as per the norms of PPA and reimburse the Capacity Charges to maintain its viability. MPPMCL is a very important stakeholder.</p>
MP Pollution Control Board (MP PCB)	<p>The main objective of M.P. Pollution Control Board is to maintain water, air and soil in healthy and usable condition for various purposes. There are 6 Zonal Offices (Bhopal, Indore, Jabalpur, Gwalior, Ujjain, Rewa), 17 Regional Offices, 2 Sub Regional offices.</p> <p>The Project is critically dependent on MP PCB for getting Consent to Operate (CTO). MP PCB is a very important stakeholder.</p>
MP Electricity Regulatory Commission (MPERC)	<p>As entrusted by the Electricity Act, 2003 the State Commission has the responsibility to discharge the functions like regulation of the</p>

<b>Project Stakeholders</b>	<b>Relevance / Importance of Stakeholder</b>
	<p><i>tariff of generating companies, regulation of the inter-State transmission of electricity, specifying the Grid Code having regard to Grid Standards.</i></p> <p>MP ERC is the State Level Electricity Tribunal which not only forms the MP State Grid Code and other Regulations but also adjudicates the various matters arising out of the PA with M.P. including the determination of annual tariff. A number of other matters are under the consideration of MPERC and therefore it is an important stakeholder.</p>
<i>Kerala State Electricity Board (KSEB)</i>	<p><i>The Project has executed long term PPA (25 years) of about 36% of the installed capacity (215 MW) with KSEB, through two PPAs.</i></p> <p>The Project is critically dependent on KSEB for providing sufficient schedule as per the norms of PPA. KSEB is a very important stakeholder.</p>
<i>West Bengal State Electricity Development Company Ltd. (WBSEDCL)</i>	<p><i>The Project has executed a medium term PPA (3 years till March 2022) of about 18% of the installed capacity (107 MW) with WBSEDCL, through an arrangement with Power Trading Corporation (PTC).</i></p> <p>The Project is critically dependent on sustained scheduling from WBSEDCL as per the norms of PPA. WBSEDCL is an important stakeholder.</p>

### 3.4. Community Stakeholders

Community Stakeholders and their relevance to the Project are listed in Table below.

<b>Project Stakeholders</b>	<b>Relevance / Importance of Stakeholder</b>
<b>Community Stakeholders</b>	
<i>Surrounding neighborhood villages viz. Barela, Gorakhpur, Banaiki</i>	<p><i>Surrounding neighborhoods villages viz. Barela, Gorakhpur, Banaiki experience impacts related to plant operations in the form of increased pollution, traffic and noise and may also face other impacts relating to health, safety and security.</i></p> <p>Residents (villagers) are engaged through focus group discussions. Participants in focus group discussions are made aware of the various possible hazards due to proximity to the Project and actions taken in this regard.</p> <p>They form a very important section of stakeholder.</p>



<b>Project Stakeholders</b>	<b>Relevance / Importance of Stakeholder</b>
Site Affected Persons (SAPs)	<p>Land was acquired from the residents of the surrounding neighborhoods villages viz. Barela, Gorakhpur, Banaiki and therefore these are Site Affected Persons (SAP). The Project is committed to providing livelihood to suitable family members of the SAPs.</p> <p>Due to their proximity to the project site, they form a very important section of stakeholder.</p>
Village Panchayats and office bearers	<p>Elected representatives of the village panchayats are the democratically elected representatives of the villagers and are normally the interface points of the Project officials.</p> <p>Elected representatives of the Village Panchayats have been identified and are continuously engaged during the site visits. Due to their close proximity to the project site, they form a very important section of stakeholder.</p>
Vulnerable groups like Scheduled Tribes	<p>A majority of the villagers living in the surrounding villages of Barela, Gorakhpur and Banaiki belong to the Scheduled Tribes category as per the Government notification and therefore enjoy special privileges.</p> <p>The Project has identified the SAPs belonging to the Scheduled Tribes and give preference in providing livelihoods to them.</p> <p>They also form an important stakeholder group.</p>
Other Surrounding neighborhood areas viz. Ghansore, Villages nearby to Plant Make up System	<p>The Project is also dependent on the relatively far off areas like Ghansore and the villages near the Plant Make up Pump house.</p> <p>These villages also are important stakeholders.</p>

### 3.5. NGOs, Associations and Other Organizations & Individuals

NGOs, Associations and Other Organisation and Individuals and their relevance to the Project are listed in Table below.

<b>Project Stakeholders</b>	<b>Relevance / Importance of Stakeholder</b>
<b>NGOs, Associations and Others</b>	
JPL Employees	<p>Project staff have an interest in the management of the Project, particularly with respect to occupational health and safety and security issues.</p> <p>They form an important stakeholder.</p>



<b>Project Stakeholders</b>	<b>Relevance / Importance of Stakeholder</b>
<i>Employees of Associates</i>	<p><i>Contractual staff have an interest in the management of the Project, particularly with respect to occupational health and safety and security issues.</i></p> <p>They form an important stakeholder.</p>
<i>Investors</i>	<p><i>Investors allocates their capital in the Company for the profit in the future. Investment by them enables the operations of the Company to run smoothly and uninterruptedly.</i></p> <p><i>They play a major and vital role in the success and growth of the Company</i></p>
<i>Local Political Affiliates / Persons</i>	<p><i>People belonging or having affiliation to various political outfits / parties try to gain leverage from the incidents / happening of the project. More often than not, such maneuvers take place through labor unions.</i></p> <p>Keeping in view the possible adverse effect on the project operations, they are considered an important stakeholder.</p>
<i>NGOs / Local Media</i>	<p><i>NGOs and other interest groups like local media play a vital role in building a favorable / unfavorable corporate image.</i></p> <p>Keeping in view the possible adverse effect on the project operations, they are considered an important stakeholder.</p>
<i>Labour Unions</i>	<p><i>The Labour Union of Employees work for protecting the interests of the employees.</i></p> <p>Since strained relationships can unnecessarily create problems for the sustained operations of the plant, special care needs to be taken to maintain close communication to avoid rumors affecting the relationships.</p> <p>It is an important stakeholder.</p>

#### **4. Stakeholder Engagement & Management**

The mechanisms for engagement with various stakeholders consist of the following:

##### **4.1. Information Desk, Compliant Box, Mail**

An information / reception desk with a Complaint Box has been installed in the main entrance of the Admin Block of the Site Office. Visitors and other stakeholders will be able to provide comments through the reception desk using Complaint boxes.

A common mail ID – [communications@avanthapower.com](mailto:communications@avanthapower.com) is available to which all complaints / suggestions can be sent regarding any issue with regard to the project. The mail is accessed

daily by the Company Secretary who has the responsibility of ensuring that the mails are forwarded to the concerned departments / officials of JPL and are responded in a time bound manner of within 15 working days.

#### 4.2. Other Ongoing Stakeholder Engagement

Stakeholders Group	Project Stakeholders	Engagement & Management Initiative
Central Government Stakeholders	Ministry of Power (MoP)	<ul style="list-style-type: none"> <li>Keep close watch on the various circulars / notices published in the official website of the ministry – powermin.gov.in.</li> <li>Promptly reply / respond to queries sent by ministry.</li> </ul>
	Central Electricity Authority (CEA)	<ul style="list-style-type: none"> <li>Keep close watch on the various circulars / notices published in the official website of CEA – cea.nic.in.</li> <li>Promptly reply / respond to queries sent by any department.</li> </ul>
	Central Electricity Regulatory Commission (CERC)	<ul style="list-style-type: none"> <li>Keep close watch on the various Regulations / Orders / Staff Papers / notices published in the official website of the Commission – cercind.gov.in.</li> <li>Promptly reply / respond to queries / clarifications sought by the Commission.</li> </ul>
	Ministry of Environment, Forest and Climate Change (MoEF & CC)	<ul style="list-style-type: none"> <li>Keep close watch on the various circulars / notices published in the official website of the ministry – moef.gov.in.</li> <li>Promptly reply / respond to queries sent by ministry.</li> </ul>
	Central Pollution Control Board (CPCB)	<ul style="list-style-type: none"> <li>Keep close watch on the various circulars / notices published in the official website of CPCB – cpcb.nic.in.</li> <li>Promptly reply / respond to queries sent by any department.</li> </ul>
	Power System Operation Company Ltd. (POSOCO) & National Load Dispatch Centre (NLDC)	<ul style="list-style-type: none"> <li>Keep close watch on the various circulars / notices published in the official website of NLDC – posoco.in &amp; nldc.in.</li> <li>Promptly reply / respond to queries sent by any department.</li> </ul>
	Ministry of Coal,	<ul style="list-style-type: none"> <li>Keep close watch on the various circulars /</li> </ul>

Stakeholders Group	Project Stakeholders	Engagement & Management Initiative
	Coal India Ltd. (CIL)	notices published in the official website of the ministry – coal.nic.in. <ul style="list-style-type: none"> <li>Promptly reply / respond to queries sent by ministry.</li> </ul>
	South Eastern Coal Fields Ltd. (SECL)	<ul style="list-style-type: none"> <li>Keep close watch on the various circulars / notices published in the official website of SECL – secl-cil.in</li> <li>Promptly reply / respond to queries sent by any department.</li> </ul>
	Mahanadi Coal Field Ltd. (MCL)	<ul style="list-style-type: none"> <li>Keep close watch on the various circulars / notices published in the official website of SECL – mahanadicoal.in</li> <li>Promptly reply / respond to queries sent by any department.</li> </ul>
	Other Coal subsidiaries of CIL	<ul style="list-style-type: none"> <li>Keep close watch on the various circulars / notices published in the official website of subsidiaries - WCL – westerncoal.in, CCL centralcoalfields.in, NCL – nlcil.in</li> <li>Promptly reply / respond to queries sent by any department.</li> </ul>
	India Energy Exchange (IEX)	<ul style="list-style-type: none"> <li>Keep close watch on the various circulars / notices published in the official website of IEX – iexindia.com</li> <li>Remain aware of any change in market transaction procedures.</li> </ul>
	Indian Railways – South East Central Railways, West Central Railways	<ul style="list-style-type: none"> <li>Keep close watch on the various circulars / notices published in the official website of subsidiaries of the Indian Railways : SECR – secr.indianrailways.gov.in, WCR - - wcr.indianrailways.gov.in,</li> <li>Promptly reply / respond to queries sent by any department.</li> </ul>
Local / State Government Stakeholders	Government of Madhya Pradesh (GoMP)	<ul style="list-style-type: none"> <li>Keep close watch on the various developments in the Secretariat regarding important bureaucrats and political leaders</li> <li>Keep close watch on circulars / notices published in the official website of energy department– energy.mp.gov.in,</li> </ul>



Stakeholders Group	Project Stakeholders	Engagement & Management Initiative
		<ul style="list-style-type: none"> <li>Promptly reply / respond to queries sent by any department.</li> </ul>
	<i>MP Power Management Company Ltd. (MPPMCL)</i>	<ul style="list-style-type: none"> <li>Keep close watch on the various developments in the Shakti Bhavan, Jabalpur &amp; Regional Offgice, Bhopal regarding important bureaucrats and officers</li> <li>Keep close watch on circulars / notices published in the official website of MPPMCL – mppmcl.com</li> <li>Promptly reply / respond to queries sent by any department.</li> </ul>
	<i>MP Pollution Control Board (MP PCB)</i>	<ul style="list-style-type: none"> <li>Keep close watch on the various circulars / notices published in the official website of MP PCB – mppcb.nic.in.</li> <li>Promptly reply / respond to queries sent by any department.</li> </ul>
	<i>MP Electricity Regulatory Commission (MPERC)</i>	<ul style="list-style-type: none"> <li>Keep close watch on the various Regulations / Orders / Staff Papers / notices published in the official website of the Commission – mperc.in.</li> <li>Promptly reply / respond to queries / clarifications sought by the Commission.</li> </ul>
	<i>Kerala State Electricity Board (KSEB)</i>	<ul style="list-style-type: none"> <li>Keep close watch on the various developments in the Vidyuthi Bhavan, Thiruvanthapuram regarding important bureaucrats and officers</li> <li>Keep close watch on circulars / notices published in the official website of KSEB – kseb.in</li> <li>Promptly reply / respond to queries sent by any department.</li> </ul>
	<i>West Bengal State Electricity Development Company Ltd. (WBSEDCL)</i>	<ul style="list-style-type: none"> <li>Keep close watch on the various developments in the Vidyuth Bhavan, Kolkata &amp; PTC, New Delhi regarding important bureaucrats and officers</li> <li>Keep close watch on circulars / notices published in the official website of WBSEDCL – ebsedcl.in &amp; PTC – ptcindia.com</li> <li>Promptly reply / respond to queries sent by any department.</li> </ul>

Stakeholders Group	Project Stakeholders	Engagement & Management Initiative
Community Stakeholders	<i>Surrounding neighborhood villages viz. Barela, Gorakhpur, Banaiki</i>	<ul style="list-style-type: none"> <li>• Keep close watch on developments and rumors</li> <li>• Promptly clarify / respond to queries received from any resident.</li> </ul>
	<i>Site Affected Persons (SAPs)</i>	<ul style="list-style-type: none"> <li>• Show extreme sensitivity to the SAPs</li> <li>• Promptly clarify / respond to queries received from any SAP.</li> </ul>
	<i>Village Panchayats and office bearers</i>	<ul style="list-style-type: none"> <li>• Keep close watch on the various developments in the local panchayat bureaucrats and officer bearers</li> <li>• Hold quarterly "Meet the Sarpanch &amp; Up-Sarpanch" meets</li> <li>• Keep close watch on circulars / notices issued</li> <li>• Promptly reply / respond to queries received.</li> </ul>
	<i>Vulnerable groups like Scheduled Tribes</i>	<ul style="list-style-type: none"> <li>• Show extreme sensitivity to the persons belonging to vulnerable groups</li> <li>• Promptly clarify / respond to queries received from any person belonging to vulnerable groups.</li> </ul>
NGOs, Associations and Other Organizations & Individuals	<i>JPL Employees</i>	<ul style="list-style-type: none"> <li>• Keep close watch on developments and rumors</li> <li>• Promptly clarify / respond to queries received from any employee.</li> </ul>
	<i>Employees of Associates</i>	<ul style="list-style-type: none"> <li>• Keep close watch on developments and rumors</li> <li>• Promptly clarify / respond to queries received from any employee.</li> </ul>
	<i>Investors</i>	<ul style="list-style-type: none"> <li>• Keep the investors informed about the business growth, financial and annual report</li> <li>• Keep the investors informed about any major development in the Company</li> <li>• Maintain separate register for each investor</li> <li>• Promptly clarify / respond to queries received from any investor.</li> </ul>
	<i>Local Political Affiliates / Persons</i>	<ul style="list-style-type: none"> <li>• Keep close watch on developments and rumors</li> <li>• Promptly clarify / respond to queries received from any such person.</li> </ul>

Stakeholders Group	Project Stakeholders	Engagement & Management Initiative
	Local Media	<ul style="list-style-type: none"> <li>Keep the media informed and in loop of the project related developments</li> <li>Hold quarterly "Meet the Press" meets</li> <li>Promptly clarify / respond to queries received from correspondents.</li> </ul>
	Labour Unions	<ul style="list-style-type: none"> <li>Keep the Labour Unions informed and in loop of the project related developments</li> <li>Promptly clarify / respond to queries received from the Union representatives.</li> </ul>

## 5. Feedback and Grievance Mechanism

Stakeholder engagement is a two-way process. It is therefore important to ensure that there is a grievance mechanism to allow stakeholders affected by or interested in the Project to present their input (e.g. opinions, requests, suggestions, feedback and grievances) for consideration and, if required, seek redress. It should be noted that, even where not all feedback or grievances are deemed 'valid' or applicable to the context of the Project, the grievance mechanism needs to function in a non-judgmental manner and record all feedback received.

In the case of JPL Project, there is a need for both a grievance and feedback mechanism. The grievance mechanism allows stakeholders to provide feedback with their comments and concerns. Stakeholders have been able to do this through attendance at meetings and by sending comment.

### 5.1. Contact Details

The following feedback channels have been available to stakeholders to allow them to submit any questions, concerns or grievances:

- Focus group discussions:
  - Quarterly "Meet the Sarpanch & Up-Sarpanch"
  - Quarterly "Meet the Press"
- Telephone to Company Public Relation (PR) Officer: Shri Mukund Singh, Senior Manager (HR) - +91 96691 51555
- In writing to the Project Head at the following address: Shri Ashok Singh Yadav, Plant Head, JPL, Village – Barela Gorakhpur, Tehsil – Ghansore, Dist. – Seoni, M.P.
- E-mail to [communications@avnathapower.com](mailto:communications@avnathapower.com)

These communication channels are continuously available to all the stakeholders.



## 5.2. Receiving the Complaint

Complaints, requests and suggestions are received via telephone, e-mail or letter by the Company Secretary and then through him / her the PR Officer.

## 5.3. Identifying the Level of Complaint and Recording

The complaint will be recorded on the same day, in written and electronic environment as "Complaint Registration" by the PR Department. The importance degree of the complaint will be determined between 3 to 5 days according to the following criteria.

- 1st degree complaint: Essential and inherent "one-time" or exceptional complaints within a specific reporting period (1 year).
- 2nd degree complaint: Common and repetitive complaints. (For example: Dust from the coal transportation vehicles.)
- 3rd degree complaint: They can be one-time, common, repetitive complaints or other negative comments from key stakeholders which may create a serious violation of Local Laws and may have potential negative consequences that arouses the attention of Local / National / International Media. (For Example: Insensitive to environment)

## 5.4. Evaluation and Approval of Requests, Suggestions and Complaints

"Request, Suggestion and Complaint Forms" and other comments received via telephone, e-mail or from Team Member Representatives are classified according to importance level and approved within 3 to 5 working days. If the name is not stated on the forms, complaint boxes will be opened and team member representatives will provide feedback via WhatsApp groups and Team Member Representatives Meetings.

Complaints, Requests and Suggestions will be approved in a personal meeting, via telephone or letter. If the complaint is not well understood or additional information is required, the complainant will be contacted to request further clarification.

1st and 2nd degree complaints are approved by;

1. Concerned Head of the Department (HoD)
2. PR Officer
3. Head - HR

3rd degree complaints are approved by;

1. Concerned Head of the Department (HoD)
2. PR Officer
3. Head - HR
4. Plant Head

The senior management assists the authorized officer, by providing additional support in determining the person to handle the complaint and the response period.



### **5.5. Conveying Complaints to the Relevant Department**

Company Secretary / PR Officer transfers the complaint via e-mail to the relevant department or person that can provide an effective response, within 3 to 5 days. (For Example: Human Resources, Related Departments, Sub-Contractors.)

### **5.6. Generating the Response**

The response is generated within 14 days by the responsible department, HR and with the contributions of top management if necessary.

### **5.7. Approval and Communication of the Response**

Response is approved within 14 days by the Plant Head for the 3rd degree complaints and by the Support Services Departments for the 1st and 2nd degree complaints. Confirmation will be made by a signed complaint record or by an e-mail, from the Officer, which includes a reconciliation. The communication of the response is coordinated delicately. The authorized officer ensures that the proper approach is implemented in line with the agreed response.

### **5.8. Recording the Response of Complainant**

The responses of complainants are recorded in order to assess whether the complaint is closed or if another action is required. PR Officer will use the appropriate communication channels, preferably face to face or over the phone, to verify that the complainant understands the response and is satisfied with the response. The response of the complainant is recorded in the complaint records.

### **5.9. Closing the Complaint Case**

PR Officer closes the process with an approval. Evaluation is made whether to close the process or if any further investigation is needed. If necessary, complaint is reevaluated by returning to step 5.4 "Identifying the Level of Complaint and Recording".

When the PR Officer is convinced that the case can be closed, confirms the closing or requests the approval of Plant Head for the 3rd degree complaints. Confirmation will be made by a signed complaint record or by an e-mail, from the PR Officer, which includes a reconciliation.

### **5.10. Continuous Control of Retaliation and Compliance**

The complainant shall not be subjected to any material or moral damage or a retaliation by the employer or sub-contractor. Any potential individual or company to be able to retaliate will be checked every 3 (three) months and the same shall be noted in "Retaliation and Compliance Control Follow- up Chart".

## 6. Monitoring and Reporting

To ensure that the desired outcomes are being achieved, stakeholder engagement is monitored continuously.

In assessing the performance, the following will be considered:

- materials disseminated: types, frequency, and location;
- place and time of formal engagement events and level of participation by specific stakeholder groups (e.g. women, youth);
- number of comments received, type of stakeholder and details of feedback provided;
- numbers and type of stakeholders who come into contact with the Project team by mail, phone call or any other means of communication;
- meeting minutes, attendance registers and photographic evidence;
- comments received by government authorities, Sarpanches and other parties and passed on to the Project; and
- Numbers and types of feedback and / or grievances and the nature and timing of their resolution.



**B G N A & ASSOCIATES**  
Chartered Accountants

INDEPENDENT AUDITORS' REPORT

To the Members of Jhabua Power Limited

Report on the Audit of the Financial Statement

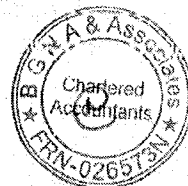
Qualified Opinion

We have audited the accompanying financial statements of M/s Jhabua Power Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2020, and the Statement of Profit and Loss (including other comprehensive loss), Statement of Changes in Equity and Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information (herein after referred to as "financial statements").

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion section below, the aforesaid financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020 and profit (including other comprehensive loss), changes in equity and its cash flows for the year then ended on that date.

*Basis for Qualified Opinion*

- 1. Pursuant to the admission of the company under IBC, with view to reflecting fairly the position for the purpose of presentation in respect of the Company's obligation for interest and principal amount in respect of all the borrowings, the company has not provided for interest amount of ₹ 64,215.17 Lakhs on borrowings since March 27, 2019 considering moratorium period of the Company started under IBC w.e.f. March 27, 2019.*
- 2. Certain capital spares of ₹ 505.38 lakhs (approx.) have been replaced and not appropriately adjusted from the block of Property, Plant and Equipment and depreciation and amortization is still being charged on such replaced assets. The company is in the process of assessing repair and refurbishment of these replaced spares and their accurate value. As confirmed by the management, the company hasn't scrapped or disposed-off any item so far and has represented that due treatment will be provided post such assessment of these spares therefore we are unable to comment upon the impact of adjustment on the Property, Plant and Equipment, current assets, depreciation and amortization and profit for the year, if any, arising out of the same.*
- 3. Fixed Deposits with Axis Bank for value Rs.1,886.85 lakhs, kept as 100% margin money for issuing of Bank Guarantees on behalf of the Company have been adjusted by the Bank with the cash credit / working loan outstanding following the cancellation / return of Bank Guarantees. The Company however has shown the same as Fixed Deposit receivable from Axis Bank and continue to show its cash credit / working loan outstanding without adjusting the same in the Financial Statements. Considering that the Bank has already crystallized the Fixed Deposit and it no longer exist, both the Current Assets and Current Liabilities are overstated to the same extent.*



4. *Certain balances of trade receivable, advance to supplier, other receivables and other financial liabilities have not been confirmed. Hence, we could not obtain external confirmations from Bank, security deposit, other financial assets, trade receivables, other current & non-current assets, Trade payables, other financial liabilities and other current liabilities including related parties as required in SA-505 Standards on Auditing and are unable to comment on adjustments or disclosures if any that may arise. Consequential impact on confirmation/reconciliation/adjustment of such balances is not ascertainable.*
5. *Resolution Professional (RP) has recommended not obtaining balance confirmation from Operational Creditors since their claims are being evaluated under Corporate Insolvency Resolution Process (CIRP) to avoid confusion and legal repercussions from creditors. Consequential impact on confirmation/reconciliation/adjustment of such balances is not ascertainable.*
6. *The auditors have not been provided access to the minutes of the meeting of the committee of creditors (CoC) and therefore, we are unable to comment on the financial implications arising out of any decisions in these meetings. However, we have been informed by the Resolution Professional that no such decisions were taken on the financial statements in the CoC meetings.*

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013. 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 (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Emphasis of Matter**

*As a part of Corporate Insolvency Resolution Process (CIRP), creditors were called upon to submit their claims. The process of submitting claims is still going on and it is also under reconciliations with amounts as appearing in the books of accounts. Pending reconciliation and final outcome of the CIRP, no accounting impact in the books of accounts has been made in respect of excess, short, or non-receipt of claims for operational and financial creditors. Hence, it is not practicable to quantify the financial effects of the same, if any, on the financial statement, (refer Note No. 38 to the financial statement).*

#### **Material uncertainty Related to Going Concern**

*We draw attention to Note no. 2.2 to the financial statements, which indicates that as at March 31, 2020, the company has accumulated losses of ₹ 1,71,310.66 Lakhs (Previous year ₹ 1,90,723.30 Lakhs) due to which its net worth has been fully eroded, as of that date. The company's current liabilities exceeded its current assets by ₹ 4 45,212.85 Lakhs. These events or conditions indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. However the financial statements have been prepared on a going concern for the reasons stated in the said Note.*

Our Opinion is not modified in respect of this matter.



#### Other information

The Company's Board of Directors/RP is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon. The other information is expected to be made available to us after the date of this report.

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

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

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate action as applicable under the relevant laws and regulations.

#### Responsibilities of management and those charged with governance for the financial statements

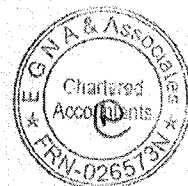
In accordance with the applicable provisions of the Insolvency and Bankruptcy Code 2016, (Code) the Corporate Insolvency Resolution Process (CIRP) of Jhabua Power Limited was initiated by the Operational Creditors of the Company. The Kolkata bench of National Law Tribunal (NCLT) has admitted petition application filed by the Operational Creditors and CIRP was initiated on March 27, 2019 against the Company. Ms. Sonu Jain was appointed as the Interim Resolution Professional to manage the affairs of the Company. Subsequently Mr. Abhilash Lal was confirmed as the Resolution Professional by the committee of creditors (CoC). On appointment of the RP under the Code, the powers of the Board of Directors of the Company were suspended.

The Company's Board of Directors/ Management/RP is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows and of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under Section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management/RP 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.

The Board of Directors/RP is also responsible for overseeing the company's financial reporting process.





### Auditor's responsibilities for the audit of the financial statements

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

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

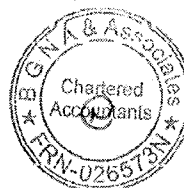
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting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

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


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

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order.



2. As required by section 143(3) of the Act, we report that:
- a. We have sought and except for the matters described in the Basis for Qualified opinion, obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b. Except for the possible effects of the matter described in the Basis for Qualified opinion, paragraph above, in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
  - c. The Balance Sheet, Statement of Profit and Loss (including Other Comprehensive Loss), the Statement of changes in equity and the Cash Flow Statement dealt with by this Report are in agreement with the books of account except for the matters as described to in Basis for Qualified Opinion;
  - d. Except for the effects of the matters described in the Basis of Qualified Opinion paragraph above, in our opinion the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act read with Companies (Indian Accounting Standards) rules, 2015 as amended;
  - e. On the basis of the written representations received from the directors as on March 31, 2020, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164(2) of the Act. However, this was not taken on record by the Board of Directors as Corporate Insolvency Resolution process (CIRP) is initiated against the Company and the powers of the Board are suspended during the CIRP;
  - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
  - g. According to the information and explanations given to us and based on our examination of the records, the Company has paid/provided total managerial remuneration amounting to ₹ 87.43 Lakhs to the managerial person of the company for which the company is in the process of getting requisite approval of shareholders in ensuing annual general meeting; and
  - 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, 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 -31 to the financial statements.
    - ii) The company did not have any long-term contracts including derivative contracts for which there were any foreseeable losses; and
    - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

  
NAMITA AGGARWAL  
Membership No. 535704  
Partner  
For and on Behalf of  
B G N A & ASSOCIATES  
Chartered Accountants  
FRN - 026573N

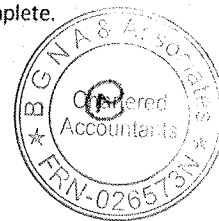


UDIN: 20535704 AAAABA 8687  
New Delhi; 18<sup>th</sup> Sept., 2020

**Annexure- "A" to the Independent Auditors' Report**

The Annexure referred to in paragraph 1 under "Report on Other Legal and Regulatory Requirements" section of our report of even date:

- (i) a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
  - b) The fixed assets were physically verified during the year by the Management. No material discrepancies were noticed on such physical verification. In our opinion, the frequency of verification of fixed assets is reasonable having regard to the size of the company and nature of its assets.
  - c) According to the information and explanations given by the management, the title deeds of immovable properties included in property, plant and equipment are pledged with the banks and not available with the Company. The same has not been independently confirmed by the bank. However, we have been provided the confirmation received by the management from the bank.
- (ii) According to the information and explanations given to us, the physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed on physical verification during the year.
  - (iii) According to information and explanations given to us, the company has not granted loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act 2013.
  - (iv) The Company has not granted any loans or made any investments, or provide any guarantees or security to the parties covered under Section 185 and 186. Therefore, the provisions of Clause 3(iv) of the said Order are not applicable to the Company.
  - (v) According to information and explanations given to us the company has not accepted any deposits from the public within the meaning of Section 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified during the year.
  - (vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules 2014 prescribed by the Central Government under section 148(1) of the Companies Act, 2013 in respect of the company's products/ services to which the said rule are made applicable and are of the opinion that prima facie the prescribed cost records have been made and maintained. However, we have not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.





(vii) According to the information and explanations given to us, in respect of statutory dues:

- a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, income tax, duty of customs, goods and service tax, cess, and other material statutory dues, as applicable, with the appropriate authorities though there has been slight delay in few cases. The extent of the arrears of statutory dues outstanding as at March 31, 2020 for a period of more than six months from the date they become payable are as follows:

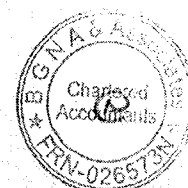
Name of the statute	Nature of dues	Amount (₹) lakhs	Period to which the amount relates	Due date	Date of payment
The Madhay Pradesh Upkar (Sansodhan) Adhinyam 2012	Energy development cess	1,392.06	May 2016 to March 2019	Before the expiry of the following month	Not yet paid
The Madhay Pradesh Vidyut Sulk Adhinyam 2012	Electricity duty	2,116.34	May 2016 to March 2019	Before the expiry of the following month	Not yet paid
	<b>Total</b>	<b>3,508.39</b>			

Note: The company is currently in paying all duties and taxes pertaining to CIRP period. As per the IBC, no pre-CIRP dues can be paid after commencement of CIRP process including statutory dues and the creditors are expected to submit their claims for all pre-CIRP dues including statutory dues to RP under the IBC.

- b) According to the information and explanations given to us, there are no dues of income tax, duty of customs, goods and service tax, cess, which have not been deposited with the appropriate authorities on account of disputes except as given below:-

Name of the Statute	Nature of dues	Amount (₹) lakhs	Period for which the amount related	Forum where dispute is pending
Entry Tax Act, 1976	Entry tax demand	102.25*	F.Y. 2010-11, F.Y. 2011-12, F.Y. 2012-13, F.Y. 2013-14, F.Y. 2014-15, F.Y. 2015-16	Appellate Authority
	<b>Total</b>	<b>102.25</b>		

\*Net of protest payment




- (viii) According to the information and explanations given to us, the Company has not taken any loans from the Government. The Company has defaulted in repayment of borrowings to the banks and financial institution during the year. Corporate insolvency resolution process ("CIRP") under the The Insolvency and Bankruptcy Code, 2016 ('IBC') was initiated against the Company vide an order of Kolkata bench of National Law Tribunal (NCLT) dated March 27, 2019. The details of outstanding amounts (excluding interest) as on March 27, 2019 is as follows:

S.No.	Particulars	Amount outstanding as on March 27, 2019 (₹ in lakhs)
i)	<b>Name of Lenders</b>	
a)	<b>In case of Banks:</b>	
1.	Axis Bank Limited	19,500.00
2.	Axis Bank Limited	4,983.33
3.	Axis Bank Limited	7,475.00
4.	Bank of India	21,593.00
5.	Corporation Bank	17,062.50
6.	Oriental Bank of Commerce	6,825.00
7.	Punjab National Bank	17,062.50
8.	State Bank of Bikaner	6,825.00
9.	State Bank of Hyderabad	6,825.00
10.	State Bank of India	6,650.00
11.	State Bank of Mysore	6,825.00
12.	State Bank of Patiala	13,650.00
13.	State Bank of Travancore	6,825.00
14.	UCO Bank	20,962.50
15.	Union Bank of India	33,436.00
16.	United Bank of India	17,062.50
b)	<b>Financial Institutions</b>	
1.	LIC of India	17,550.00
2.	Power Finance corporation	76,431.67
3.	Rural Electrification	32,103.75
	<b>Total (a+b)</b>	<b>3,39,647.75</b>

- (ix) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provision of Clause 3(ix) of the Order is not applicable to the Company.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations given to us and based on our examination of the records, the Company has paid/provided total managerial remuneration amounting to ₹ 87.43 Lakhs to the managerial person of the company for which the company is in the process of getting requisite approval of shareholders in ensuing annual general meeting.
- (xii) As the Company is not a Nidhi Company, accordingly the provision of clause 3(xii) of the Order is not applicable to the Company.



- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, all transactions with the related parties are in compliance with section 188 of Companies Act, 2013 where ever applicable and the details have been disclosed in the Ind AS financial statements etc., as required by the applicable accounting standards. Further, the Company is required to constitute an Audit Committee under Section 177 of the Act but not constituted during the year in the absence of board which is not in compliance with the provisions of section 177, Since the Company is under CIRP. As at March 27, 2019, Resolution Professional (RP) was appointed and on appointment of the RP under the Code, the powers of the Board of Directors of the Company were suspended.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence, accordingly the provision of clause 3(xiv) of the order is not applicable to the Company.
- (xv) According to the information and explanations given to us and based on our examination of therecords of the Company, the Company has not entered into non-cash transactions with directorsor persons connected with him. Accordingly, the provision of clause 3(xv) of the Order is not applicable to the company.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

  
NAMITA AGGARWAL  
Membership No. 535704  
Partner  
For and on Behalf of  
B G N A & ASSOCIATES  
Chartered Accountants  
FRN - 026573N



UDIN: 20535704 AAAABA8687  
New Delhi; 18<sup>th</sup> Sept, 2020



## **Annexure- "B" to the Independent Auditors' Report**

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

We have audited the internal financial controls over financial reporting of M/s. Jhabua Power Limited ("the Company") as of March 31, 2020 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

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

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

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS 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 qualified audit opinion.



### Meaning of Internal Financial Controls over Financial Reporting

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

### Inherent Limitations of Internal Financial Controls over Financial Reporting

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

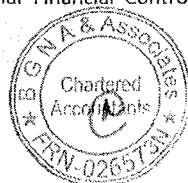
### Qualified Opinion

According to the information and explanations given to us and based on our audit, the following material weakness has been identified as at March 31, 2020:

- a) The matters described in the Basis for Qualified Opinion paragraphs of our Audit Report on the financial Statements for the year ended March 31, 2020.
- b) The Company's internal financial control over periodic reconciliation of amount due to/ from parties was not operating effectively.
- c) Consequent to the commencement of the Corporate Insolvency Resolution Process (CIRP) in March 2019, the financials affairs of the Company are completely managed by the Resolution Professional (RP) under the provisions of Insolvency & Bankruptcy Code (IBC). The Company has not laid down any separate IFC Framework of its own apart from the limited executive responsibility w.r.t. the preparation of the financial statements.

A 'material weakness' is a deficiency, or a combination of deficiencies, in internal financial control over financial reporting, such that there is a reasonable possibility that a material misstatement of the company's annual or interim financial statements will not be prevented or detected on a timely basis.

In our opinion, except for the possible effects of the material weakness described above on the achievement of the objectives of the control criteria, the Company has maintained, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as of 31 March 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.



**JHABUA POWER LIMITED**  
**BALANCE SHEET AS AT MARCH 31, 2020**  
 All amounts are in ₹ Lakh, unless otherwise stated

Particulars	Note	As at 31-03-20	As at 31-03-19
<b>ASSETS</b>			
(1) Non-current Assets	3	4,10,801.02	4,25,666.82
(a) Property, Plant and Equipment	4	6,888.65	5,035.89
(b) Capital work-in-progress	5	5.19	9.23
(c) Other intangible assets			
(d) Financial Assets	6	592.64	16.25
(i) Others	7	315.28	440.34
(e) Other non-current Assets			
(2) Current assets	8	8,658.99	1,579.19
(a) Inventories			
(b) Financial assets	9	26,247.49	17,080.15
(i) Trade receivables	10	267.22	378.86
(ii) Cash and cash equivalents	11	9,297.19	2,162.07
(iii) Bank Balances other than (ii) above	12	14,084.20	13,323.97
(iv) Other	13	18,253.38	9,947.51
(c) Other current assets			
<b>Total Assets</b>		<b>4,95,411.25</b>	<b>4,76,580.24</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	14	1,44,532.21	1,44,532.21
(b) Other Equity	15	(1,71,310.66)	(1,80,723.00)
<b>Reserves</b>			
(1) Non-current liabilities			
(a) Financial liabilities	16		3,24,213.41
(i) Borrowings	17	168.38	130.07
(b) Provisions			
(2) Current liabilities			
(a) Financial liabilities	18	33,441.47	33,441.49
(i) Borrowings	19		561.55
(ii) Trade payables		331.84	9,239.44
- Total outstanding dues of micro enterprises and small enterprises		9,305.60	
- Total outstanding dues of creditors other than micro enterprises and small enterprises	20	4,65,598.14	1,40,740.33
(iii) Other financial liabilities			
(b) Other current liabilities	21	13,339.47	13,440.76
(c) Provisions	22	4.80	4.28
<b>Total Equity and Liabilities</b>		<b>4,95,411.25</b>	<b>4,76,580.24</b>
Significant accounting policies and notes to Ind AS financial statements	1-40		

As per our report attached

*Namita Aggarwal*  
 NAMITA AGGARWAL  
 Membership No. 535704  
 Partner  
 For and on Behalf of  
**B G N A & ASSOCIATES**  
 Chartered Accountants  
 FRN - 026573N  
 UDIN - 10523047AAAABAB683  
 New Delhi, 18<sup>th</sup> Sept, 2020



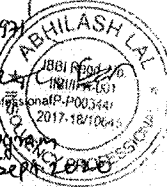
For Jhabua Power Limited

*Abhilash Lal*  
 Director  
 DIN 0802192

*Abhan gaur*  
 Director  
 DIN 00012986

*Abhilash Lal*  
 Resolution Professional  
 P-000344  
 2017-18/10643

Place *Gurgaon*  
 Date *18th Sept 2020*





**JHABUA POWER LIMITED**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2020**  
 All amounts are in ₹ Lakh, unless otherwise stated

Particulars	Note No.	For the year ended 31 March, 2020	For the year ended 31 March, 2019
I Revenue from operations	23	1,39,162.55	1,09,873.71
II Other income	24	585.81	323.48
III Total income (I+II)		1,39,748.36	1,10,197.19
IV Expenses			
Power & Fuel	25	93,747.30	82,887.83
Employee benefits expense	26	2,448.52	2,536.13
Finance costs	27	42.29	64,308.37
Depreciation	28	16,708.58	16,742.06
Other expenses	29	5,762.53	9,085.78
Total expenses (IV)		1,19,709.22	1,75,560.17
V Profit (loss) before exceptional items and tax (III-IV)		20,039.14	(65,362.98)
VI Exceptional items			
VII Profit (loss) before tax (V-VI)		20,039.14	(65,362.98)
VIII Tax expense			
a) Current tax			0.52
b) Deferred tax		(42.00)	0.52
c) Tax related with previous year		(42.00)	
Total Tax Expense (VIII)		20,081.14	(65,363.50)
IX Profit (loss) for the year (VII-VIII)			
X Other Comprehensive Income			
Items that will not be reclassified to profit and loss			
(i) Re-measurement gains (losses) on defined benefit plans		(24.10)	(3.79)
(ii) Income tax effect on above			(3.79)
Total Other comprehensive income		(24.10)	(3.79)
XI Total Comprehensive income for the year (IX+X)		20,067.04	(65,367.29)
(Comprising profit and other comprehensive income for the year)			
XII Earnings per equity share	30		
(1) Basic (₹)		1.39	(4.52)
(2) Diluted (₹)		1.26	(4.52)

Significant accounting policies and notes to Ind AS financial statements 1-40

As per our report attached

*Namita Aggarwal*  
 NAMITA AGGARWAL  
 Membership No. 535704  
 Partner  
 For and on Behalf of  
 B G N A & ASSOCIATES  
 Chartered Accountants  
 FRN - 026573N  
 UDIN - 20512744AAAABA8684  
 New Delhi: 18<sup>th</sup> Sept, 2020

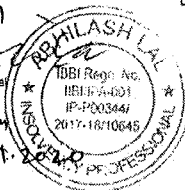


For Jhabua Power Limited

*Blangarva*  
 Director  
 DIN 08021971

*Ashish*  
 Resolution professional

Place: Gurugram  
 Date: 18<sup>th</sup> Sept, 2020



**JHABUA POWER LIMITED**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2020**  
 All amounts are in ₹ Lakh, unless otherwise stated

Particulars	For the year ended	For the year ended
	31 March, 2020	31 March, 2019
<b>Cash flows from operating activities</b>		
Profit/(loss) before taxation	20,039.14	(65,362.98)
Adjustments for		
Depreciation	16,708.58	16,742.06
Finance costs	42.29	64,308.36
Interest income	(267.42)	(79.37)
Interest from others	(314.95)	(167.53)
Doubtful debts	-	3,077.13
Balance written off	23.06	
Adjustments for working capital changes:		
(Increase)/Decrease in Inventories	(7,079.84)	1,993.37
(Increase)/Decrease in Trade receivable	(9,167.34)	(7,425.84)
(Increase)/(Decrease) in loans & advances and other assets	(9,083.59)	(5,120.91)
Increase/(decrease) in liabilities and provisions	154.75	2,781.47
Total	11,054.88	10,745.76
Income Tax (paid)/refund	(34.40)	75.49
<b>Net cash from operating activities (A)</b>	<b>11,020.28</b>	<b>10,821.25</b>
<b>Cash flows from investing activities</b>		
Purchase of fixed assets (including Capital Work in Progress)	(3,900.50)	(6,030.82)
Interest received	565.51	40.25
Investment in bank deposits	(7,754.84)	(1,093.50)
<b>Net cash from investing activities (B)</b>	<b>(11,089.63)</b>	<b>(7,078.07)</b>
<b>Cash flows from financing activities</b>		
Proceeds from issue of equity shares	-	(29.97)
Proceeds/(Repayment) of long term borrowings	(42.29)	2,581.58
Interest paid	(42.29)	(6,963.04)
<b>Net cash from financing activities (C)</b>	<b>(42.29)</b>	<b>(4,411.43)</b>
<b>Net increase/(decrease) in cash and cash equivalents (A+B+C)</b>	<b>(111.64)</b>	<b>(666.26)</b>
Cash and cash equivalents at beginning of reporting year	378.86	1,045.11
Cash and cash equivalents at end of reporting year	267.22	378.86
<b>Cash &amp; Cash equivalents:</b>		
Cash and cash equivalents consist of cash on hand and balances with banks, and investments in money market instruments. Cash and cash equivalents included in the statement of cash flows comprise the following amounts in the balance sheet:		
Cash and bank balances	0.00	0.00
Cash on hand	267.22	378.86
Bank balances- in current accounts	267.22	378.86
<b>Cash and cash equivalents as restated</b>	<b>267.22</b>	<b>378.86</b>

Significant accounting policies and notes to Ind AS financial statements 1-40

The above referred notes form an integral part of the Ind AS financial statements.

As per our report attached

**NAMITA AGGARWAL**  
 Membership No. 535704  
 Partner  
 For and on Behalf of  
**B G N A & ASSOCIATES**  
 Chartered Accountants  
 FRN - 026573N  
 UDIN 20535704AAAABA8087  
 New Delhi: 18<sup>th</sup> Sept, 2020

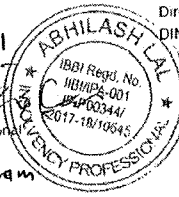


For Jhabua Power Limited

Director  
 DIN: 08021971

Director  
 DIN: 00012986

**ABHILASH LAL**  
 Resolution professional  
 Place Gurugram  
 Date 18<sup>th</sup> Sept, 2020



JHABUA POWER LIMITED  
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2020  
All amounts are in ₹ Lakh, unless otherwise stated

(A) EQUITY SHARE CAPITAL

For the year ended 31st March, 2019

Balance as at 1-04-2018	Changes in equity share capital during the year	Balance as at 31-03-2019
1,44,532.21	-	1,44,532.21

For the year ended 31st March, 2020

Balance as at 1-04-2019	Changes in equity share capital during the year	Balance as at 31-03-2020
1,44,532.21	-	1,44,532.21

(B) OTHER EQUITY

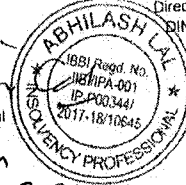
Particulars	Reserves and Surplus	Equity Component of CCD	Items of Other Comprehensive Income	Total
	Retained Earnings		Items that will not be reclassified to profit and loss Re-measurement of the net defined benefit Plans	
Balance as at April 1, 2018	(1,25,942.95)	644.40	(27.49)	(1,25,326.04)
Profit / (loss) for the year	(65,363.50)	-	-	(65,363.50)
Share issue expenses	(29.07)	-	-	(29.07)
Other Comprehensive Income / (loss) for the year	-	-	(3.79)	(3.79)
-Re-measurements gain / (loss) on the net defined benefit Plans	-	-	(31.28)	(31.28)
Balance as at March 31, 2019	(1,91,336.42)	644.40	-	(1,90,723.30)
Profit / (loss) for the year	20,081.14	-	-	20,081.14
Other Comprehensive Income / (loss) for the year	-	-	(24.10)	(24.10)
-Re-measurements gain / (loss) on the net defined benefit Plans	-	(644.40)	-	(644.40)
- Transfer to Current maturity of borrowings (Refer- note- 20)	-	-	(55.38)	(55.38)
Balance as at March 31, 2020	(1,71,255.28)	-	-	(1,71,310.66)

For Jhabua Power Limited

*Wak*  
NAMITA AGGARWAL  
Membership No. 535704  
Partner  
For and on Behalf of  
B G N A & ASSOCIATES  
Chartered Accountants  
FRN - 026573N  
UDIN: 20052744AAABAB8689  
New Delhi, 18 Sept, 2020



*Abhilash Lal*  
Director  
DIN: 08021921  
Resolution Professional



Place: Gurugram  
Date: 18th Sept. 2020

*Bhargava*  
Director  
DIN: 00012986

## JHABUA POWER LIMITED

### 1. COMPANY OVERVIEW

Jhabua Power Limited is engaged primarily in the business of Generation of power through its thermal power project

The financial statements for the year ended March 31, 2020 were taken on record by the Resolution professional while discharging the powers of Board of Directors of the Company which was conferred by the NCLT order.

### 2. SIGNIFICANT ACCOUNTING POLICIES

#### 2.1 BASIS OF PREPARATION

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) read with section 133 of Companies Act, 2013 and presentation requirements of Division II of schedule III to the Companies Act, 2013, on the historical cost basis except for certain financial instruments that are measured at fair values, as explained in the accounting policies below.

Accounting policies are consistently applied except for the changes adopted as referred in note 2.3 below. The financial statements are presented in INR and all values are rounded to the nearest Lakhs, except when otherwise indicated.

2.1A Pursuant to the order of National Company Law Tribunal, Kolkata bench (NCLT), corporate insolvency resolution process ("CIRP") under the Insolvency and Bankruptcy Code, 2016 was initiated against the Company on 27th March 2019. Pending the CIRP process, the Company has not provided interest on the outstanding loans for the financial year FY19-20, the period which falls within the moratorium period amounting to ₹ 64,215.17 Lakhs in this financial statement.

2.2 As at March 31, 2020 the company has accumulated losses of ₹ 1, 71,310.66 Lakhs (Previous year ₹ 1,90,723.30 Lakhs) due to which its net worth has been fully eroded, as of that date. The company's current liabilities exceeded its current assets by ₹ 4 45,212.85 Lakhs. In view of the Company's future operation of plans, the financial position of the Company will improve upon implementation of resolution statements of the Company have been prepared on going concern basis.

#### 2.3 Significant accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

#### 2.3.1 CURRENT VERSUS NON-CURRENT CLASSIFICATION

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

- Expected to be realised or intended to sold or consumed in normal operating cycle
  - 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.

### 2.3.2 FAIR VALUE MEASUREMENT

Fair value is the price that would be received to sell an asset or settle a liability in an ordinary transaction between market participants at the measurement date. The fair value of an asset or a liability is measured using the assumption that market participants would use when pricing an asset or liability acting in their best economic interest. The fair value of plants and equipment's as at transition date have been taken based on valuation performed by an independent technical expert. The Company used valuation techniques, which were appropriate in circumstances and for which sufficient data were available considering the expected loss/ profit in case of financial assets or liabilities.

### 2.3.3 PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment are stated at original cost grossed of tax / duty credit availed, less accumulated depreciation and accumulated impairment losses, if any. When significant parts of property, plant and equipment are required to be replaced at intervals, the Company derecognises the replaced part, and recognises the new part with its own associated useful life and it is depreciated accordingly. 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. The present value of the expected cost for the decommissioning of the asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Capital work-in-progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

Capital expenditure on tangible assets for research and development is classified under property, plant and equipment and is depreciated on the same basis as other property, plant and equipment.

Property, plant and equipment are eliminated from financial statement, either on disposal or when retired from active use. Losses arising in the case of retirement of property, plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognised in the statement of profit and loss in the year of occurrence.

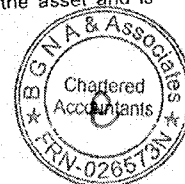
#### Depreciation

Assets are depreciated to the residual values on a straight line basis over the estimated useful lives based on technical estimates which are different from one specified in Schedule II of the Companies Act, 2013. Asset's depreciation methods, residual values and useful lives are reviewed at each financial year end considering the physical condition of the assets and benchmarking analysis or whenever there are indicators for review of residual value and useful life. Estimated useful lives of the assets are as follows:

Categories of Assets	Estimated of useful life in years
Leasehold Land	30
Building	25-30
Plant & Machinery	5-25
Other equipment, operating and office equipment	
Computer equipment	1-5
Office furniture and equipment	1-10
Vehicles	1-8

It is believed that the useful lives as given above represents the period over which management expects to use these assets.

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss on the date of disposal or retirement.



#### 2.3.4 INTANGIBLE ASSETS

Assets identified as intangible assets are stated at cost including incidental expenses thereto and are amortised over a predetermined period.

#### 2.3.5 IMPAIRMENT OF NON-FINANCIAL ASSETS

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment and additionally whenever there is a triggering event for impairment. Assets that are subject to amortisation and depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of fair value less cost of disposal and value in use. For the purposes of assessing impairment, assets are Company at the lowest levels for which there are separately identifiable cash flows (cash-generating Company) largely independent of cash flows of other cash-generating Company. Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

#### 2.3.6 IMPAIRMENT OF ASSETS

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged for when an asset is identified as impaired. The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount.

#### 2.3.7 INVENTORIES

Inventories are stated at the lower of weighted average cost or net realisable value. Costs include all non-refundable duties and all incurred in bringing the goods to their present location and condition. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

#### 2.3.8 FOREIGN CURRENCIES

The Company's financial statements are presented in INR. For each entity the Company determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. The Company uses the direct method of consolidation and on disposal of a foreign operation the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method.

##### *Transactions and balances*

Transactions in foreign currencies are initially recorded by the Company's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Differences arising on settlement or translation of monetary items are recognised in profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

#### 2.3.9 FINANCIAL INSTRUMENTS – INITIAL RECOGNITION, SUBSEQUENT MEASUREMENT AND IMPAIRMENT

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

(i) **Initial recognition and measurement:**

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

(ii) **Classification:**

The Company classifies financial assets as subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of its business model for managing the financial assets and the contractual cash flows characteristics of the financial asset.

(iii) **Financial Assets measured at amortised cost:**

Financial assets are measured at amortised cost when asset is held within a business model, whose objective is to hold assets for collecting contractual cash flows and contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest. Such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. The losses arising from impairment are recognised in the Statement of profit and loss. This category generally applies to trade and other receivables.

(iv) **Financial Assets measured at fair value through other comprehensive income (FVTOCI):**

Financial assets under this category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income.

(v) **Financial Assets measured at fair value through profit or loss (FVTPL):**

Financial assets under this category are measured initially as well as at each reporting date at fair value with all changes recognised in profit or loss.

(vi) **Investment in Equity Instruments:**

Equity instruments which are held for trading are classified as at FVTPL. All other equity instruments are classified as FVTOCI. Fair value changes on the instrument, excluding dividends, are recognized in the other comprehensive income. There is no recycling of the amounts from other comprehensive income to profit or loss.

(vii) **Investment in Debt Instruments:**

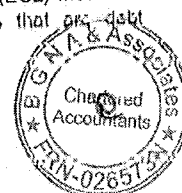
A debt instrument is measured at amortised cost or at FVTPL. Any debt instrument, which does not meet the criteria for categorization as at amortised cost or as FVOCI, is classified as at FVTPL. Debt instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of profit and loss.

(viii) **Derecognition of Financial Assets:**

A financial asset is primarily derecognised when the rights to receive cash flows from the asset have expired or the Company has transferred its rights to receive cash flows from the asset.

(ix) **Impairment of Financial Assets:**

In accordance with Ind - AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the financial assets that are debt instruments and trade receivables.



## FINANCIAL LIABILITIES

(i) **Initial recognition and measurement:**

All financial liabilities are recognised initially at fair value, in the case of loans, borrowings and payables, net of directly attributable transaction costs. Financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

(ii) **Classification:**

The Company classifies all financial liabilities as subsequently measured at amortised cost, except for financial liabilities at fair value through profit or loss. Such liabilities, including derivatives that are liabilities, shall be subsequently measured at fair value.

(iii) **Subsequent measurement:**

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 are classified as held for trading, if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments that are not designated as hedging instruments in hedge relationships as defined by Ind - AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

(iv) **Loans and Borrowings:**

Interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through 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.

(v) **Derecognition of Financial Liabilities:**

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

(vi) **Derivative Financial Instrument:**

The Company uses derivative financial instruments, such as interest rate swaps, to hedge its interest rate risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

**Offsetting financial instruments:**

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.





### 2.3.10 CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise cash and cash on deposit with banks and corporations. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

### 2.3.11 PROVISIONS

(i) **General**

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using equivalent period government securities interest rate. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

(ii) **Contingencies**

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are not recognised, but are disclosed in the notes. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

### 2.3.12 SHARE CAPITAL AND SHARE PREMIUM

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Par value of the equity share is recorded as share capital and the amount received in excess of the par value is classified as share premium.

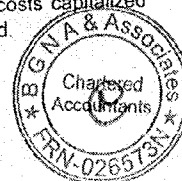
Instruments which have no contractual obligations towards principal redemption and interest distributions and meets the definition of equity instrument are also classified as Equity.

### 2.3.13 BORROWING COSTS

Borrowing costs specifically relating to the acquisition or construction of qualifying assets that necessarily takes a substantial period of time to get ready for its intended use are capitalized (net of income on temporarily deployment of funds) as part of the cost of such assets. Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds.

For general borrowing used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalization is determined by applying a capitalization rate to the expenditures on that asset. The capitalization rate is the weighted average of the borrowing costs applicable to the borrowings of the Company that are outstanding during the period, other than borrowings made specifically for the purpose of obtaining a qualifying asset. The amount of borrowing costs capitalized during a period does not exceed the amount of borrowing cost incurred during that period.

All other borrowing costs are expensed in the period in which they occur.



#### 2.3.14 CONTRACT BALANCES

##### Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

##### Trade receivables

A receivable represents the Company's right to an amount of consideration that is unconditional i.e. only the passage of time is required before payment of consideration is due and the amount is billable.

##### 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. Contract liabilities are recognised as revenue when the Company performs obligations under the contract.

#### 2.3.15 REVENUE RECOGNITION

##### Revenue from contract with customers

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.

Revenue is measured based on the transaction price, which is the consideration, adjusted for discounts and other incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes or other amounts collected from customers.

##### a) Sale of power

The Company's contracts with customers for the sale of electricity generally include one performance obligation. The Company has concluded that revenue from sale of electricity should be recognised at the point in time when electricity is transferred to the customer.

##### b) Interest income

Interest income is recognised on a time proportion basis using the effective interest method. When a receivable is impaired, the Company reduces the carrying amount to its recoverable amount, being the estimated future cash flows discounted at the original effective interest rate of the instrument and continues unwinding the discount as interest income. Interest income on impaired loans is recognised using the original effective interest rate.

#### 2.3.16 EMPLOYEE BENEFITS

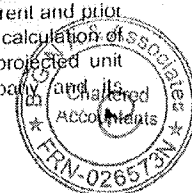
##### (i) Short term employee benefits:

*Short term employee benefits are charged off at the undiscounted amount in the year in which the related service is rendered.*

Short - term employee benefits are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably

##### (ii) Defined benefit plans:

The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets. The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company and its



subsidiaries, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements. Remeasurement of the net defined benefit liability, which comprises actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognized immediately in other comprehensive income. Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset), to the net defined liability (asset) at the start of the financial year after taking into account any changes as a result of contribution and benefit payments during the year. Net interest expense and other expenses related to defined benefit plans are recognised in Statement of Profit and Loss.

**(iii) Other long-term employee benefits:**

The Company's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Remeasurement is recognised in Statement of Profit and Loss in the period in which they arise.

**(iv) Post-employment benefits - Defined contribution plans:**

Post-employment and other long term employee benefits are charged off in the year in which the employee has rendered services. The amount charged off is recognised at the present value of the amounts payable determined using actuarial valuation techniques. Actuarial gain and losses in respect of post-employment and other long term benefits are charged to statement of Profit and Loss.

### 2.3.17 LEASES

**(i) Lease payments:**

Payments made under operating leases are recognized in Statement of Profit and Loss. Lease incentives received are recognized as an integral part of the total lease expense, over the term of the lease. Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

**(ii) Lease assets:**

Assets held by the Company under leases that transfer to the Company substantially all of the risks and rewards of ownership are classified as finance leases. The leased assets are measured initially at an amount equal to the lower of their fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the assets are accounted for in accordance with the accounting policy applicable to that asset.

### 2.3.18 TAXES

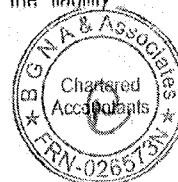
**(i) Current income tax**

Income tax expense comprises current and deferred tax. It is recognised in statement of profit and loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and liabilities are offset only if, the Company:

- has a legally enforceable right to set off the recognised amounts; and
- intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously



(ii) *Deferred tax*

Deferred tax is recognized for the future tax consequences of deductible temporary differences between the carrying values of assets and liabilities and their respective tax bases at the reporting date, using the tax rates and laws that are enacted or substantively enacted as on reporting date. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses and credits can be utilised. Deferred tax relating to items recognised in other comprehensive income and directly in equity is recognised in correlation to the underlying transaction.

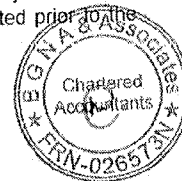
Deferred tax assets and liabilities are offset only if:

- entity has a legally enforceable right to set off current tax assets against current tax liabilities; and
- deferred tax assets and the deferred tax liabilities relate to the income taxes levied by the same taxation authority.

2.3.19 **EARNING PER SHARE**

Basic earnings per share are computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as of the beginning of the year, unless issued at a later date. Dilutive potential equity shares are determined independently for each year presented.

The number of shares and potentially dilutive equity shares are adjusted retrospectively for all years presented for any share splits and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.





**JHARUA POWER LIMITED**  
**3. PROPERTY, PLANT & EQUIPMENT AS AT MARCH, 2020**  
 All amounts are in Lakhs unless otherwise stated

Particulars	Freehold land	Leasehold land	Building	Plant & machinery	Furniture & fixtures	Computers	Office equipments	Vehicles	Total
Cost									
Balance as at 1st April 2018	4,001.44	146.63	1,06,847.15	3,58,742.77	481.54	271.58	280.73	18.33	4,29,737.17
Depreciation	43.21			4,000.95	9.88	4.84		9.93	4,265.81
Balance as at 31st March 2019	4,044.65	146.63	1,06,847.15	3,62,743.72	491.42	276.42	280.73	28.26	4,730,228.38
Additions			693.61	1,116.82					
Disposals					487.70	252.44	372.22	17.28	1,130.74
Balance as at 31st March 2020	4,044.65	146.63	1,07,540.76	3,63,860.54					4,739,335.72

Particulars	Freehold land	Leasehold land	Building	Plant & machinery	Furniture & fixtures	Computers	Office equipments	Vehicles	Total
Depreciation and Impairment									
Balance as at 1st April 2018			8,863.81	24,816.51	380.32	254.50	212.84	13.30	32,341.27
Depreciation charged for the year			572	13,087.22	28.37	175	16.68	1.82	16,233.89
Balance as at 31st March 2019			9,435.81	37,903.73	408.69	429.50	229.52	15.12	48,592.16
Depreciation charged for the year			4.90	13,682.69	14.22	2.74	7.19	0.12	16,794.54
Balance as at 31st March 2020			14,078.82	51,586.42	422.91	432.24	236.71	15.24	66,823.70

Particulars	Freehold land	Leasehold land	Building	Plant & machinery	Furniture & fixtures	Computers	Office equipments	Vehicles	Total
Net Block	4,044.65	110.42	96,286.21	3,25,013.99	93.22	16.17	37.34	0.90	3,25,668.82
As at 31st March 2019	5,044.85	105.53	93,451.14	3,13,067.13	14.23	20.25	35.91	2.94	3,10,804.98
As at 31st March 2020									

**4. CAPITAL WORK IN PROGRESS AS AT MARCH 31, 2020**

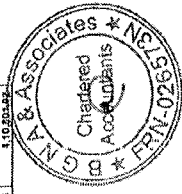
Particulars	Cost
Balance as at 1st April 2018	2,186.22
Addition during the year	2,186.57
Transferred to PPE	3,025.89
Balance as at 31st March 2019	1,346.90
Addition during the year	4,012.21
Disposals	1,012.21
Balance as at 31st March 2020	4,346.90

**JHARUA POWER LIMITED**  
**5. INTANGIBLE ASSETS AS AT MARCH 31, 2020**  
 All amounts are in Lakhs, unless otherwise stated

Particulars	Computer Software
Cost	
Balance as at 1st April 2018	572.94
Additions	
Disposals	
Balance as at 31st March 2019	572.94
Deposals	
As at 31st March 2020	572.94

Particulars	Computer Software
Depreciation and Impairment	
Balance as at 1st April 2018	555.55
Depreciation charged for the year	4.18
Disposals	
Balance as at 31st March 2019	559.73
Amortisation charged for the year	4.04
Disposals	
Balance as at 31st March 2020	563.77

Particulars	Computer Software
Net Block	
As at 31st March 2019	8.23
As at 31st March 2020	8.23



JHABUA POWER LIMITED  
Notes to Financial Statements  
All amounts are in ₹ Lakh, unless otherwise stated

6 Non-current financial assets - Others

Particulars	As at 31-03-20	As at 31-03-19
<b>Unsecured, considered good</b>		15.53
Bank Deposits (see note a)	574.18	0.72
Interest accrued on bank deposits	17.46	
Security deposit		
	<b>592.64</b>	<b>16.25</b>

a) These bank deposits are having maturities more than 12 months and have been lodged as security deposit with government departments

7 Other non current Assets

Particulars	As at 31-03-20	As at 31-03-19
<b>Unsecured, considered good</b>		195.87
Capital advances		52.90
Security deposit	70.39	
<b>Unsecured, considered good</b>		85.86
Balances with Government Authorities	62.81	105.71
TDS receivable	182.08	
	<b>315.28</b>	<b>440.34</b>

8 Inventories

Particulars	As at 31-03-20	As at 31-03-19
<b>At Lower of cost or Net realisable value</b>		
Stores and Spares	1,343.13	876.06
Coal	7,058.27	605.28
LDX	257.59	197.81
	<b>8,658.99</b>	<b>1,679.15</b>

9 Current financial assets- Trade receivables

Particulars	As at 31-03-20	As at 31-03-19
<b>Secured, considered good</b>		4,540.69
Unsecured, considered good	4,915.11	12,539.46
Trade Receivables which have significant increase in credit risk	21,332.38	6,173.75
Trade Receivables - credit impaired	6,173.75	23,253.90
	<b>32,421.24</b>	
Less: Allowance for credit Loss	6,173.75	6,173.75
<b>Total Trade receivables</b>	<b>26,247.49</b>	<b>17,080.15</b>

10 Current financial assets- Cash and cash equivalents

Particulars	As at 31-03-20	As at 31-03-19
<b>Balances with Banks</b>		378.86
In Current Accounts	267.22	0.00
Cash on hand	0.00	
<b>Total Cash and cash equivalents</b>	<b>267.22</b>	<b>378.86</b>

11 Bank Balances other than above

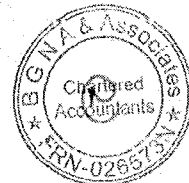
Particulars	As at 31-03-20	As at 31-03-19
<b>Fixed Deposit with more than 3 months but Less than 12 months</b>		2,054.01
Interest accrued on deposits	9,249.00	48.06
	48.19	
	<b>9,297.19</b>	<b>2,102.07</b>

12 Current financial assets- Others

Particulars	As at 31-03-20	As at 31-03-19
<b>Security deposit paid</b>		72.06
Unbilled Revenue	0.85	13,251.91
	14,083.35	
	<b>14,084.20</b>	<b>13,323.97</b>

13 Other current assets

Particulars	As at 31-03-20	As at 31-03-19
<b>Advance to employees</b>		20.07
Advance to related party	3.16	1,352.37
Advance to supplier	1,352.37	5,959.83
Prepaid Expenses	13,300.13	47.75
Others	109.76	2,567.49
	3,487.56	
	<b>16,263.34</b>	<b>9,947.61</b>



JHABUA POWER LIMITED  
 NOTES TO FINANCIAL STATEMENTS  
 All amounts are in ₹ Lakh, unless otherwise stated.

14 Share Capital	As at 31-03-20	As at 31-03-19
Particulars		
Authorised		
15,500,000,000 (Previous Year - 15,500,000,000) Equity shares of ₹10/- each	1,55,000.00	1,55,000.00
	1,55,000.00	1,55,000.00
Issued, Subscribed and Paid Up		
1,44,532,146 (Previous Year - 1,44,532,146) Equity shares of ₹ 10/- each	1,44,532.21	1,44,532.21
Total	1,44,532.21	1,44,532.21

Notes:

a) Reconciliation of Outstanding Shares

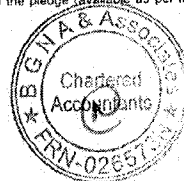
	As at 31-03-20		As at 31-03-19	
	No of Shares	Amount	No of Shares	Amount
No. of shares outstanding at the beginning of year	1,44,53,22,146	1,44,532.21	1,44,53,22,146	1,44,532.21
Add: Issued during the year				
No. of shares outstanding at the end of year	1,44,53,22,146	1,44,532.21	1,44,53,22,146	1,44,532.21

b) The Company has one class of equity shares having a par value of ₹10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation of the Company the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all the preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders. The rights of the shareholders have been suspended from 27 March, 2019, as per the provisions of Insolvency & Bankruptcy Code, 2016 when corporate insolvency resolution proceedings ("CIRP") were initiated against the Company.

c) Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Particulars	As at 31-03-20		As at 31-03-19	
	No of Equity Shares	Holding (%)	No of Equity Shares	Holding (%)
Name of Shareholders				
Axis Bank Ltd. (As a security trustee on behalf of Consortium of bank and financial institution) (See note 14a)	86,71,93,180	60.00%	86,71,93,180	60.00%
Indusind Bank Limited	7,80,00,000	5.40%	14,30,00,000	9.89%
Jhabua Power Investments Limited, the Holding Company and its nominees	11,76,43,840	8.14%	11,76,43,840	8.14%
Avantha Power & Infrastructure Limited, the Holding Company of Jhabua Power Investments Limited	26,74,85,126	18.51%	26,74,85,126	18.51%

d) Mrs Avantha Power & Infrastructure Limited (APIL) and Jhabua Power Investments Limited (JPIL) together held 100% of the paid-up capital of the Company. Out of which 60% Shares (867,193,180) was pledged to Axis Bank Ltd. (acting as the security trustee for the consortium of bank and financial institution) towards the secured loans raised by the Company for the purpose of capital expenditures. On 19th December 2017, the Axis Bank (acting as the security trustee for the consortium of bank and financial institution) has invoked the pledge (available as per the Facility Agreements) over the shares of the Company due to default in repayment of loan and interest thereon and transferred the shares in name of Axis Bank Ltd.

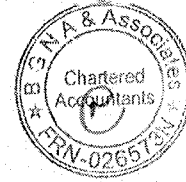


**JHABUA POWER LIMITED**  
**NOTES TO FINANCIAL STATEMENTS**  
All amounts are in ₹ Lakh, unless otherwise stated

15 Other Equity

	As at 31-03-20	As at 31-03-19
<b>15.1 Equity component of CCD</b>		
Opening Balance	644.40	644.40
Transfer to Current maturity of borrowings- (Refer note-20)	(644.40)	
<b>Total (a)</b>		<b>644.40</b>
<b>15.2 Retained Earning</b>		
Opening Balance	(1,91,367.70)	(1,25,970.44)
Add: Share issue expenses		(29.97)
Add: Profit/(Loss) for the year	20,081.14	(65,363.50)
Add: Remeasurement of defined benefit plans- net of tax	(24.10)	(3.79)
<b>Total (b)</b>	<b>(1,71,310.66)</b>	<b>(1,91,367.70)</b>
<b>Total (a+b)</b>	<b>(1,71,310.66)</b>	<b>(1,90,723.30)</b>

Note:  
i) Retained earnings represents the amount that can be distributed by the Company as dividends considering the requirements of the Companies Act, 2013. No dividends are distributed given the accumulated losses incurred by the Company.





16 (i) Borrowings

Particulars	As at 31-03-20		As at 31-03-19	
	Non-current	Current	Non-current	Current
<b>Secured Borrowings-at amortised cost</b>				
Term Loans :				
- From Banks		2,13,662.33	1,04,341.72	16,220.61
- From Financial Institutions		1,26,095.42	1,15,893.13	10,392.28
<b>Total</b>		3,39,647.75	2,20,234.85	26,612.89
<b>Unsecured borrowings-at amortised cost</b>				
-Compulsorily Convertible Debentures		14,178.56	14,178.56	
<b>Total</b>		14,178.56	14,178.56	
<b>Total</b>		3,53,826.31	2,34,413.41	26,612.89
		(3,53,826.31)		
Amount disclosed under the head other current financial liabilities				29,612.90
<b>Total</b>			(0)	3,24,213.41
				29,612.90

Notes:

- (i) Pursuant to the defaults in repayment of debt of the company, NCLT Kolkata bench has admitted the petition filed by operational creditors. Accordingly corporate insolvency process (" CIRP ") under the insolvency and Bankruptcy code, 2016 was initiated on 27th March, 2019 against the Company. Owing to the initiation of CIRP, the borrowings are considered currently payable and therefore, classified under other current financial liabilities as 'current maturities of long term borrowings'

Secured Loan

(ii) Nature of Security and terms of repayment for secured borrowings:

Nature of Security

**Terms of Repayment**  
 The above term loans are secured by way of :-

Term Loans from banks

Loan from Axis Bank Ltd. is repayable in 76 Quarterly installments of Consisting of (8 Instalment 97.50 Lakhs, 40 Instalment of 2.4375 crore, 12 Inst 2.925 Crore, 16 Inst is 3.4125 cr each) starting from 30 th June, 2017

Loan from Bank of India is repayable in 76 Quarterly installments of Consisting of (8 Instalment 97.50 Lakhs, 40 Instalment of 2.4375 crore, 12 Inst 2.925 Crore, 16 Inst is 3.4125 cr each) starting from 30 th June, 2017

Loan from Corporation Bank is repayable in 76 Quarterly installments of Consisting (8 Instalment @ 85.31250 Lakhs, 40 Instalment @ 2.1328125 Crore, 12 instalment 2.5593750 Crore, 16 instalment 2.9859375) each) starting from 30 th June, 2017.

Loan from Oriental bank of Commerces repayable in 76 Quarterly installments Consisting of (8 Instalment @ 34.12 Lakhs, 40 Instalment @ 85.31250 Lakhs, 12 instalment 1.0237500 Crore, 16 instalment 1.1943750) each starting from 30 th June, 2017.

Loan from Punjab National Bank is repayable in 76 Quarterly installments of Consisting (8 Instalment @ 85.31250 Lakhs, 40 Instalment @ 2.1328125 Crore, 12 instalment 2.5593750 Crore, 16 instalment 2.9859375) each starting from 30 th June, 2017.

Loan from State bank of Bikaner & Jaipur repayable in 76 Quarterly installments Consisting of (8 Instalment @ 34.12 Lakhs, 40 Instalment @ 85.31250 Lakhs, 12 instalment 1.0237500 Crore, 16 instalment 1.1943750) each starting from 30 th June, 2017.

Loan from State bank of Hyderabad repayable in 76 Quarterly installments Consisting of (8 Instalment @ 34.12 Lakhs, 40 Instalment @ 85.31250 Lakhs, 12 instalment 1.0237500 Crore, 16 instalment 1.1943750) each starting from 30 th June, 2017.

Loan from State bank of India repayable in 76 Quarterly installments Consisting of (8 Instalment @ 33.25 Lakhs, 40 Instalment @ 83.1250 Lakhs, 12 instalment 99.75 Lakhs, 16 Instalment 1.1637500 crore) each starting from 30 th June, 2017.

Loan from State bank of Mysore repayable in 76 Quarterly installments Consisting of (8 Instalment @ 34.12 Lakhs, 40 Instalment @ 85.31250 Lakhs, 12 instalment 1.0237500 Crore, 16 Instalment 1.1943750) each starting from 30 th June, 2017.

Loan from State bank of Patiala repayable in 76 Quarterly installments Consisting of (8 Instalment @ 68.25 Lakhs, 40 Instalment @ 1.7062500 Crore, 12 instalment 2.0475000 Crore, 16 instalment 2.3887500 Crore) each starting from 30 th June, 2017.

Loan from State bank of Travancore repayable in 76 Quarterly installments Consisting of (8 Instalment @ 34.12 Lakhs, 40 Instalment @ 85.31250 Lakhs, 12 instalment 1.0237500 Crore, 16 instalment 1.1943750) each starting from 30 th June, 2017.

Loan from UCB Bank repayable in 76 Quarterly installments Consisting of (8 Instalment @ 1.0481250 Crore, 40 Instalment @ 2.6201125 Crore, 12 instalment 3.1443750 Crore, 16 instalment 3.4443750 Crore) each starting from 30 th June, 2017

(i) First pari-passu charge by way of mortgage of all immovable properties of the Company both present & future.

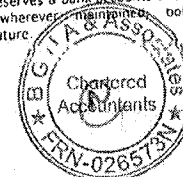
(ii) First pari-passu charge by way of hypothecation of all movable properties of the Company both present & future

(iii) First pari-passu charge on operating cash flows, book debts, receivables, commission and revenue of whatsoever natures and wherever arising of the Company both present & future.

(iv) First pari-passu charge on all intangible assets and uncalled capital of the Company both present & future.

(v) First pari-passu charge by way of assignment of all rights, title, interest, benefits, claims and demands in project documents, permits and approvals, any letter of credit, guarantee, bonds and insurance contracts of the Company.

(vi) First pari-passu charge on Letter of Credit/ Escrow account, Trust & Retention account, Debt Service Reserve account, and other reserves & bank accounts of the Company wherever maintained, both present & future.



Loan from Union Bank of India repayable in 76 Quarterly installments Consisting of (8 Instalment @ 1.4625000 Crore, 40 Instalment @ 3.6562500 Crore, 12 Instalment 4.3875000 Crore, 16 instalment 5.1187500 Crore) each starting from 30 th June, 2017.

Loan from United Bank Of India is repayable in 76 Quarterly installments of Consisting (8 Instalment @ 85.31250 Lakhs, 40 Instalment @ 7.1328125 Crore, 12 instalment 2.5593750 Crore, 16 instalment 2.9859175) each starting from 30 th June, 2017.

#### Term Loans from Financial Institutions

Loan from Oriental LIC repayable in 76 Quarterly installments Consisting of (8 Instalment @ 87.75 Lakhs, 40 instalment @ 2.1937500 Crore, 12 instalment 3.35900000 Crore, 16 instalment 3.0712500 each) starting from 30 th June, 2017.

#### Term Loans from banks

Loan from Axis Bank Ltd. is repayable in 76 Quarterly installments of Consisting of (8 instalment 24.91667 Lakhs, 40 Instalment of 62.29167 Lakhs, 12 Inst 74.75000 Lakhs, 16 Inst is 87.20833 Lakhs each) starting from 30 th June, 2017.

(vii) Pledge of share representing 51% of total paid-up Equity share capital of the Company (the quantum to be reduced to 26% post commercial operation date).

(i) First pari-passu charge by way of mortgage of all immovable properties of the Company both present & future.

(ii) First pari-passu charge by way of hypothecation of all movable properties of the Company both present & future.

(iii) First pari-passu charge on operating cash flows, book debts, receivables, commission and revenue of whatsoever natures and wherever arising of the Company both present & future.

(iv) First pari-passu charge on all intangible assets and uncalled capital of the Company both present & future.

(v) First pari-passu charge by way of assignment of all rights, title, interest, benefits, claims and demands in project documents, permits and approvals, any letter of credit, guarantee, bonds and insurance contracts of the Company.

(vi) First pari-passu charge on Letter of Credit Escrow account, Trust & Retention account, Debt Service Reserve account, and other reserves & bank accounts of the Company wherever maintained, both present & future.

(vii) Pledge of share representing 51% of total paid-up Equity share capital of the Company (the quantum to be reduced to 26% post commercial operation date).

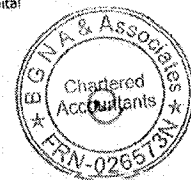
(viii) Corporate Guarantee of Avantha Power & Infrastructure Ltd.

(ix) Pledge of balance shares over and above the shares already pledged together to constitute pledge of equity shares equivalent to 60 % of the Project Equity Capital.

#### Term Loans from Financial Institutions

Loan from Power Finance Corporation is repayable in 76 Quarterly installments of Consisting of (8 Instalment 1.2445833 Crore, 40 Instalment of 3.1114583 Crore, 12 Inst 3.7337500 Crore, 16 Inst is 4.3560417 crore each) starting from 15 th July, 2017.

Loan from Rural Electrification is repayable in 76 Quarterly installments of Consisting of (8 Instalment 1.2101875 Crore, 40 Instalment of 3.0254688 Crore, 12 Inst 3.6305625 Crore, 16 Inst is 4.2356563 crore each) starting from 30 th June, 2017.



**Term Loans from banks**

Loan from Axis Bank Ltd. is repayable in 76 Quarterly installments of Consisting of (8 Instalment 27.37500 Lakhs, 40 Instalment of 93.43750 Lakhs, 12 Inst 1.1212500 Crore, 16 Inst is 1.3081250 Crore each) starting from 30 th June, 2017

Loan from Bank of India is repayable in 76 Quarterly installments of Consisting of (8 Instalment 10.46500 Lakhs, 40 Instalment of 26.16250 Lakhs, 12 Inst 31.39500 Lakhs, 16 Inst is 36.62750 Lakhs each) starting from 30 th June, 2017

Loan from Union Bank of India is repayable in 76 Quarterly installments of Consisting of (8 Instalment 20.93000 Lakhs, 40 Instalment of 52.32500 Lakhs, 12 Inst 62.79000 Lakhs, 16 Inst is 73.25500 Lakhs each) starting from 30 th June, 2017.

**Term Loans from Financial Institutions**

Loan from Power Finance Corporation is repayable in 76 Quarterly installments of Consisting of (8 Instalment 37.50000 Lakhs, 40 Instalment of 93.75000 Lakhs, 12 Inst 1.1250000 Crore, 16 Inst is 1.3125000 crore each) starting from 15 th July, 2017.

Loan from Rural Electrification is repayable in 76 Quarterly installments of Consisting of (8 Instalment 39.50000 Lakhs, 40 Instalment of 98.75000 Lakhs, 12 Inst 1.1850000 Crore, 16 Inst is 1.3825000 crore each) starting from 30th June, 2017.

**Term Loans from Financial Institutions**

Loan from Power Finance Corporation is repayable in 76 Quarterly installments of Consisting of (8 Instalment 2.2020000 Crore, 40 Instalment of 5.5050000 Crore, 12 Inst 6.6060000 Crore, 16 Inst is 7.7070000 crore each) starting from 15 th July, 2017.

b) During the year 2013-14, the Company has issued Compulsorily Convertible Debentures (CCDs) amounting to ₹ 9,000 Lakhs to Avantha Power & Infrastructure Limited on private placement basis. These CCDs carry an annual coupon rate of 13.5%, with a tenure of eighty four months from 3rd July, 2013 (issuance date). The said CDD will be convertible into equity shares of Company at a valuation as determined by mutually agreed valuer at the end of eighty four months from the issuance date or in the event of default of any payment obligations by the Company.

(i) First pari-passu charge by way of mortgage of all immovable properties of the Company both present & future.

(ii) First pari-passu charge by way of hypothecation of all movable properties of the Company both present & future.

(iii) First pari-passu charge on operating cash flows, book debts, receivables, commission and revenue of whatsoever natures and wherever arising of the Company both present & future.

(iv) First pari-passu charge on all intangible assets and uncalled capital of the Company both present & future.

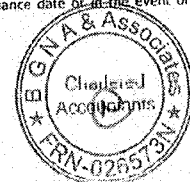
(v) First pari-passu charge by way of assignment of all rights, title, interest, benefits, claims and demands in project documents, permits and approvals, any letter of credit, guarantee, bonds and insurance contracts of the Company.

(vi) First pari-passu charge on Letter of Credit/ Escrow account, Trust & Retention account, Debt Service Reserve account, and other reserves & bank accounts of the Company wherever maintained, both present & future.

(vii) Pledge of share representing 51% of total paid-up Equity share capital of the Company (the quantum to be reduced to 26% post commercial operation date).

(viii) Corporate Guarantee of Avantha Power & Infrastructure Ltd.

(ix) Pledge of balance shares over and above the shares already pledged together to constitute pledge of equity shares equivalent to 60 % of the Project Equity Capital.



**JHABUA POWER LIMITED**  
Notes to Financial Statements  
All amounts are in ₹ Lakh, unless otherwise stated

**17 Non-current liabilities- provision**

Particulars	As at 31-03-20	As at 31-03-19
<b>Provisions for employee benefits :-</b>		
Provision for Gratuity	117.57	91.85
Provision for Leave Encashment	50.81	38.22
	<u>168.38</u>	<u>130.07</u>

**18 Current financial liabilities- Borrowings**

Particulars	As at 31-03-20	As at 31-03-19
Working Capital Loans repayable on demand from banks	33,441.47	33,441.49
	<u>33,441.47</u>	<u>33,441.49</u>

**19 Current financial liabilities- trade payables**

Particulars	As at 31-03-20	As at 31-03-19
Total outstanding dues of micro enterprises and small enterprises	331.64	561.55
Total outstanding dues of creditors other than micro enterprises and small enterprises	9,305.00	9,239.41
	<u>9,637.44</u>	<u>9,800.99</u>

**Notes:**

i) The fair value of Trade Payables is not materially different from the carrying value presented

ii) Details of dues to micro, small and medium enterprises

On the basis of the information and records available with management, details of dues to micro and small enterprises as defined under the MSMED Act, 2006 are as below

Particulars	As at 31-03-20	As at 31-03-19
Principal amount remaining unpaid to any supplier as at the year end.*	331.64	561.55

Interest due thereon

Amount of interest paid in terms of section 16 of the MSMED, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year.

Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under the MSMED

Amount of interest accrued and remaining unpaid at the end of the period.

Amount of further interest remaining due and payable even in succeeding years.

\*ii) Pursuant to the admission of the Company under IBC, with view to reflecting fairly the position for the purpose of presentation in respect of the Company's obligation for total payable and interest there on in respect of due of MSME, the Company has not provided for interest on the balance amounting of ₹ 125.12 Lakhs which was outstanding before the CIRP process initiated against the Company [ i.e 27th March 2019). Under the IBC, the treatment of creditors under the resolution plan is as per debt due as on the insolvency commencement date and therefore, no interest is accrued and payable after this date.

**20 Other current financial liabilities**

Particulars	As at 31-03-20	As at 31-03-19
Current maturities of Long term borrowings (Refer note-16)	3,54,470.71	29,612.90
Interest Accrued and due on borrowings	1,11,127.43	1,11,127.43
	<u>4,65,598.14</u>	<u>1,40,740.33</u>

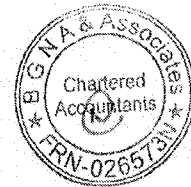
**21 Other current liabilities**

Particulars	As at 31-03-20	As at 31-03-19
Creditors for Capital Goods	5,084.00	5,488.86
Retention Monies*	8,056.83	7,689.40
Statutory liabilities	191.53	262.50
Other Liability	7.11	
	<u>13,339.47</u>	<u>13,440.76</u>

\* Retention amount of derived after considering liquidated damages (LD) of ₹ 7,150 Lakhs imposed on BHEL

**22 Current liabilities- provisions**

Particulars	As at 31-03-20	As at 31-03-19
<b>Provisions for employee benefits :</b>		
Provision for Gratuity	3.32	3.00
Provision for Leave Encashment	1.48	1.28
	<u>4.80</u>	<u>4.28</u>





**JHARUA POWER LIMITED**  
Notes to Financial Statements  
All amounts are in ₹ Lakh, unless otherwise stated

**23 Revenue from Operations**

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
Sale of Generation	1,39,162.55	1,09,873.71
	<u>1,39,162.55</u>	<u>1,09,873.71</u>

**Contract Balance**

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

Particulars	As at 31-03-20	As at 31-03-19
Trade Receivables	26,247.49	17,090.15
Contract Assets (Unbilled revenue)	14,083.35	13,251.91

Reconciliation of the amount of revenue recognised in the statement of profit and loss with the contracted price:

	For the year ended 31 March, 2020	For the year ended 31 March, 2019
Revenue as per contracted price	1,40,715.07	1,11,169.41
Adjustments	(1,552.52)	(1,295.70)
Discount on prompt payment	1,39,162.55	1,09,873.71
Revenue from contract with customers		

**24 Other income**

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
Interest on fixed deposit	267.42	79.37
Interest from others	314.95	167.53
Scrap sale*	2.87	21.58
Other miscellaneous receipts	0.57	55.00
	<u>585.81</u>	<u>323.48</u>

\*Sale of waste/used oil

**25 Power & Fuel**

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
Cost of Generation of Power	18,632.72	69,810.36
Coal consumed	760.29	1,286.68
LDO consumed	5,960.18	6,019.76
Open access charges	2,527.58	1,493.01
DSM & startup power	407.16	1,284.59
Electricity duty	3,393.09	2,985.43
Hiring of manpower		
Cost of Power	2,066.28	
Bilateral costs		
	<u>93,747.30</u>	<u>82,887.83</u>

**26 Employee benefit expenses**

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
Salaries & wages	2,364.03	2,443.65
Contribution to provident & others funds	60.93	61.37
Staff welfare	23.09	30.54
Recruitment Expenses	0.47	0.57
	<u>2,448.52</u>	<u>2,536.13</u>

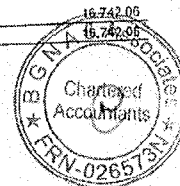
**27 Finance costs**

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
Interest Expenses*	42.29	64,215.17
Other borrowing costs	42.29	93.20
		<u>64,308.37</u>

\* Refer Note no. 2 1A

**28 Depreciation**

Particulars	For the year ended 31 March, 2020	For the year ended 31 March, 2019
Depreciation and amortisation	16,708.58	16,742.06
	<u>16,708.58</u>	<u>16,742.06</u>



29 Other expenses	For the year ended 31 March, 2020	For the year ended 31 March, 2019
Particulars		
Energy Development Cost	51.67	483.26
Consumables	1,100.82	646.91
Water Charges	709.30	905.37
Rent	50.18	140.71
Rate & Taxes	43.80	29.40
Electricity expenses	13.61	10.93
Repairs and maintenance - Office	174.95	187.21
Repairs and maintenance - Others	275.05	265.29
Travelling and conveyance	224.92	249.58
Legal and professional charges	725.29	560.94
Insurance	487.51	220.65
Telephone expenses	10.91	13.12
CSR Expenses	1,029.55	560.46
Security Expenses	298.35	269.87
Foreign Exchange Fluctuation	253.58	9.09
O&M Service Charges	1,069.36	3,077.12
Doubtful debts		324.00
Bad Debts	23.06	25.85
Balance written off	54.12	
Hiring of Equipments		8.65
Auditors Remuneration	8.85	0.22
- Statutory audit fees	4.81	0.74
- in Other Capacities	5.66	203.73
RCC & other filing fees	146.88	9,085.78
Miscellaneous expenses	6,762.53	

30 Earnings per equity share	For the year ended 31 March, 2020	For the year ended 31 March, 2019
(a) Profit/(Loss) Computation for both Basic and Diluted Earnings Per Share of ₹10/- each		
Net Profit/(Loss) for the year after tax as per Statement of Profit and Loss	20,081.14	(65,363.50)
Net Profit/(Loss) for the year after tax available to Equity Shareholders for Basic	20,081.14	(65,363.50)
Adjustment for the Purpose of Diluted EPS		
Net Profit/(Loss) for the year after tax available to Equity Shareholders for Diluted	20,081.14	(65,363.50)
(b) Weighted Average number of Equity Share for Earning Per Share		
Share Computation	1,44,53,22,146	1,44,53,22,146
i) Number of Shares for Basic Earning Per Share	14,82,29,589	1,44,53,22,146
Add Potential Equity Shares	1,59,35,51,735	
ii) Number of Shares for Diluted Earning Per Share		
(c) Earnings Per Share		
Basic*	1.39	(4.52)
Diluted**	1.26	(4.52)
* The amount of EPS shown upto two decimal only		
** The conversion effect of potential dilutive equity share as at March 31, 2019 are anti-dilutive in nature hence the effect of potential equity shares are ignored in calculating dilutive earnings per share		

31 Contingent liabilities and commitments: (to the extent not provided for)	As at 31-03-20	As at 31-03-19
Contingent liabilities:		
Guarantees	2,573.52	6,074.52
Claims against the Company not acknowledge as debts-Taxes	165.06	165.06
Claims against the Company not acknowledge as debts-Mcnaity Bharat	2,085.14	2,085.14
Others*	6,723.00	6,723.00
* Liquidated damages by M P Power Management CO Ltd		
	11,546.72	14,047.72

Commitments  
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)

394.57

1,771.97



**JHABUA POWER LIMITED**  
**NOTES TO FINANCIAL STATEMENTS**  
 All amounts are in ₹ Lakh, unless otherwise stated

**32. Employee Benefits**

As per Ind AS-19 "Employee Benefits", the disclosure of employee benefits as defined in the accounting standard are given below:

**Defined Contribution Plan**  
 Contribution to defined contribution Plan is recognized and charged off for the year, as are under :

Defined Contribution Plan:	For the year ended 31 March 2020	For the Year ended 31 March 2019
Particulars		
Employer's contribution to provident & pension fund	60.93	61.37

**Defined Benefit Plan**

**a) Gratuity**  
 In accordance with applicable Indian laws, the Company provides for gratuity, a defined benefit plan covering eligible employees. This Plan provides for a lump sum payment to vested employees on retirement, death, incapacity or termination of employment of amounts that are based on salary and tenure of employment. Liability with regard to this plan are determined by actuarial valuation.

**b) Leave Encashment**

The Company permits encashment of leave accumulated by their employees on retirement, separation and during the course of service. The liability for assessment of leave is determined and provided on the basis of actuarial valuation performed by an independent actuary at each balance sheet date. This Plan is completely unfunded.

**c) Reconciliation of opening and closing balances of the present value of the defined benefit obligations**

Defined Benefit Plan: Particulars	As at 31-03-2020		As at 31-03-2019	
	Gratuity (Unfunded)	Leave Encashment (Unfunded)	Gratuity (Unfunded)	Leave Encashment (Unfunded)
Present value of obligation as at the beginning of the year	15.42	9.36	14.34	8.29
Current service cost	7.21	3.00	6.73	2.65
Interest Expense or cost	-	-	-	-
Acquisition	-	-	-	-
Re-measurement (or Actuarial) (gain) / (loss) arising from:	(0.10)	10.04	-	-
change in demographic assumptions	14.89	6.32	1.22	0.49
change in financial assumptions	(1.78)	4.81	1.84	0.24
experience variance (i.e. Actual experience vs assumptions)	-	-	-	-
others	-	-	-	-
Past service cost	(9.60)	(10.66)	(16.66)	(6.57)
Effect of change in foreign exchange rates	-	-	-	-
Benefits paid	-	-	-	-
Effects of business combinations or disposals	-	-	-	-
Exchange differences	120.89	52.29	94.85	39.61
Present value of obligation as at the end of the year				

**d) Reconciliation of opening and closing balances of the present value of the defined benefit obligations**

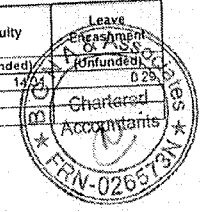
Plan Asset: Particulars	As at 31-03-2020		As at 31-03-2019	
	Gratuity (Unfunded)	Leave Encashment (Unfunded)	Gratuity (Unfunded)	Leave Encashment (Unfunded)
Fair value of plan assets as at the beginning of the year	-	-	-	-
Investment Income	-	-	-	-
Return on plan assets, excluding amount recognised in net interest expense	9.60	10.66	16.66	6.57
Actual Company contribution	-	-	-	-
Fund transferred	-	-	-	-
Employee Contribution	(9.60)	(10.66)	(16.66)	(6.57)
Benefits Paid	-	-	-	-
Fair value of plan assets as at the end of the year				

**e) Change in effects of assets ceiling**

Effects of assets ceiling Particulars	As at 31-03-2020		As at 31-03-2019	
	Gratuity (Unfunded)	Leave Encashment (Unfunded)	Gratuity (Unfunded)	Leave Encashment (Unfunded)
Effect of assets ceiling at the beginning of the year	-	-	-	-
Interest expense or Cost (to the extent not recognised in net interest expenses)	-	-	-	-
Re-measurement (or actuarial) (gain) / (loss) arising because of change in effect assets ceiling	-	-	-	-
Effect of assets ceiling at the end of the year				

**f) The Components of Amounts recognised and Charged off for the year are as under:**

Particulars	As at 31-03-2020		As at 31-03-2019	
	Gratuity (Unfunded)	Leave Encashment (Unfunded)	Gratuity (Unfunded)	Leave Encashment (Unfunded)
Current service cost	15.42	9.36	14.34	8.29
Past service cost	-	-	-	-
Loss / (Gain) on settlement	-	-	-	-



Net interest income / (cost) on the net defined benefit liability (Assets)	7.21	3.00	6.73	2.65
Less Recovered from Holding Company			21.07	10.94
<b>Net Cost recognised In Statement of Profit/Loss</b>				
<b>Other Comprehensive Income:</b>				
Actuarial (gain) / losses	(0.10)	(0.04)		
- change in demographic assumptions	14.89	6.32	1.22	0.49
- change in financial assumptions	(1.78)	4.81	1.84	0.24
- experience variance (i.e. Actual experience vs. assumptions)				
- others				
Return on plan assets, excluding amount recognised in net interest expense				
Re-measurement (or actuarial) (gain) / (loss) arising because of change in effect assets ceiling				
<b>Components of defined benefit costs recognised in other comprehensive income</b>	<b>13.01</b>	<b>11.09</b>	<b>3.06</b>	<b>0.73</b>

g) Balance Sheet Obligations

Particulars	As at 31-03-2020		As at 31-03-2019	
	Gratuity	Leave Encashment	Gratuity	Leave Encashment
	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)
Present value of obligation as at the end of the year	120.89	52.29	94.85	39.51
Fair value of plan assets as at the end of the year	120.89	52.29	94.85	39.51
<b>Liabilities/ (Assets) recognised in the Balance Sheet</b>				

h) Economic Assumptions

Particulars	As at 31-03-2020		As at 31-03-2019	
	Gratuity	Leave Encashment	Gratuity	Leave Encashment
	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)
Discount rate	6.60%	6.60%	7.60%	7.60%
Salary growth rate	5.00%	5.00%	5.00%	5.00%
Expected rate of return on plan assets				

i) Demographic assumptions

Particulars	As at 31-03-2020		As at 31-03-2019	
	Gratuity	Leave Encashment	Gratuity	Leave Encashment
	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)
Retirement age (years)	60	60	60	60
Mortality Rate (as % of ILM 05-08)	100%	100%	100%	100%
Withdrawal rate	2%	2%	2%	2%
Rate of leave availment		0.00%		0.00%

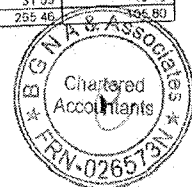
j) Sensitivity Analysis

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

Particulars	For the year ended 31-03-2020				For the year ended 31-03-2019			
	Gratuity		Leave Encashment		Gratuity		Leave Encashment	
	(Unfunded)		(Unfunded)		(Unfunded)		(Unfunded)	
Defined Benefit Obligation (Base)	120.89		52.28		94.85		39.51	
	As at 31.03.2020				As at 31.03.2019			
	Decrease	Increase	Decrease	Increase	Decrease	Increase	Decrease	Increase
Discount Rate (- / + 1%)	138.87	106.00	59.91	45.97	108.43	83.60	44.91	35.02
% change compared to base due to sensitivity	14.87%	-12.32%	14.58%	-12.08%	14.31%	-11.87%	13.66%	-11.30%
Salary Growth Rate (- / + 1%)	105.41	139.31	45.50	60.38	83.04	108.91	34.63	45.32
% change compared to base due to sensitivity	-12.81%	15.24%	-12.98%	15.49%	-12.45%	14.82%	-12.35%	14.70%
Attrition Rate (- / + 1%)	118.08	123.34	50.96	53.45	91.04	98.17	37.85	40.65
% change compared to base due to sensitivity	-2.33%	2.02%	-2.26%	2.24%	-4.02%	3.50%	-4.18%	3.60%
Mortality Rate (- / + 1%)	120.47	121.31	52.10	52.47	94.27	95.43	39.27	39.74
% change compared to base due to sensitivity	-0.35%	0.34%	-0.35%	0.35%	-0.62%	0.61%	-0.61%	0.60%

k) Maturity Profile of defined benefit obligation

Particulars	As at 31.03.2020		As at 31.03.2019	
	Gratuity	Leave Encashment	Gratuity	Leave Encashment
	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)
Weighted average duration of cash flows (years)	14	14	14	13
<b>Expected Cash Flows Over the next (Valued on undiscounted basis)</b>				
1 year	3.32	1.48	3.00	1.26
2 - 5 year	22.31	8.30	21.37	8.68
6 - 10 year	28.78	13.69	31.55	13.19
More than 10 year	293.65	125.34	255.46	105.89





**JHABUA POWER LIMITED**  
**NOTES FORMING PART OF THE IND AS FINANCIAL STATEMENTS**  
**All amounts are in ₹ Lakh, unless otherwise stated**

**33 i) Financial risk management**

**(1) Financial risk factors**

The Company's risk management activities are subject to the management direction and control under the Risk Management Framework. The Management ensures appropriate risk governance framework for the Company through appropriate policies and procedures and the risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

In the ordinary course of business, the Company is exposed to Market risk, Credit risk and Liquidity risk.

**i) Market risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and commodity risk.

**a) 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.

The company is currently undergoing Corporate Insolvency Resolution Process (CIRP) under the provision of the Insolvency and Bankruptcy Code, 2016 (Code). Accordingly, a moratorium has been declared under section 14 of the Code. The debt liabilities have been crystallised as on 27th March, 2019. Accordingly, there is no interest rate risk on the debt liabilities till the completion of CIRP.

**b) Foreign currency risk**

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates.

The company is currently undergoing Corporate Insolvency Resolution Process (CIRP) under the provision of the Insolvency and Bankruptcy Code 2016 (Code). Accordingly, a moratorium has been declared under section 14 of the Code. All the foreign currency liabilities have been crystallised into INR as on 27th March, 2019. Accordingly, there is no foreign currency risk on the related liabilities till the completion of CIRP.

**c) Commodity price risk**

The Company is affected by the price volatility of certain commodities. Its operating activities require the on-going purchase or continuous supply of coal. Therefore the Company monitors its purchases closely to optimise the price.

**ii) Credit risk**

The maximum exposure to credit risk in the event that the counterparties fail to perform their obligations as of the end of the financial year in relation to each class of recognised financial assets is the carrying amount of the those assets as stated in the statement of the financial position. The Company does not hold any collateral on the balance outstanding.

The Company extends credit to its customers based upon careful evaluation of the customer's financial condition and credit history. Receivable balances are monitored on an on-going basis.

**iii) Liquidity risk**

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's principal source of liquidity has been cash flow from operations.

The liquidity risks are dynamically managed through efficient scheduling of receipts and payments. The finance team is monitoring all the cash flows and payments are pre-vented by Resolution Professional Team appointed by the Committee of Creditors and National Company Law Tribunal in CIRP under Insolvency & Bankruptcy Code, 2016. Liquidity risks arising from excess inventory are managed through a mix of efficient supply chain management and just-in-time production schedules.

**Maturity profile of financial liabilities :**

The table below provides details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

	Less than 1 year	1 to 5 years	More than 5 years	Total
<b>As at 31st March, 2020</b>				
Borrowings (also refer note 16, 18 and 20 )	3,87,912.18	-	-	3,87,912.18
Trade Payables	9,637.44	-	-	9,637.44
Other Financial Liabilities	1,11,127.43	-	-	1,11,127.43
<b>As at 31st March, 2019</b>				
Borrowings (also refer note 16, 18 and 20 )	63,054.39	99,090.50	2,26,122.91	3,87,267.80
Trade Payables	9,800.99	-	-	9,800.99
Other Financial Liabilities	1,11,127.43	-	-	1,11,127.43

**ii) Capital Management**

Consequent upon admission of petition by NCLT on 27th March, 2019 filed by lenders, CIRP was initiated under IBC. Being power producer, the company falls in a capital intensive industry. The objective of the Company's capital management policies is to ensure its ability to continue as a going concern. During the period, the funding requirements were primarily met through internal accruals.

**34 Fair Value Measurement :**

All the financial assets and liabilities are measured at amortised cost method and hence level wise fair value hierarchy is not required to disclose. Further, the management assessed that the fair value of these financial assets and liabilities approximate to their carrying value.





JHABUA POWER LIMITED  
Notes to Financial Statements

39 In the opinion of the board, Assets other than fixed assets are realisable in the ordinary course of business at the value at which they are stated in the Financial Statements

40 Previous year's figures have been regrouped / reclassified wherever necessary to conform with the current year's classification / disclosure

Significant accounting policies and notes to Ind AS financial statements

For Jhabua Power Limited

As per our Report attached

*Namita Aggarwal*

NAMITA AGGARWAL  
Membership No. 535704  
Partner  
For and on Behalf of  
B G N A & ASSOCIATES  
Chartered Accountants  
FRN - 026573N  
UDIN 20335204AAAABA8597  
New Delhi 18<sup>th</sup> Sept, 2018



*Sharma*

Director  
DIN 08021971

*Bhargava*

Director  
DIN: 00012986

