Walker Chandiok & Co LLP
Chartered Accountants
21st floor, DLF Square, Jacaranda Marg,
DLF Phase II, Gurugram 122002

Anil Sood & Associates
Chartered Accountants
Malwal Road, Ferozepur City,
Punjab 152002, India

Independent Auditor's Report

To the Members of SAEL Solar MHP2 Private Limited

Report on the Audit of the Financial Statements

Opinion

1. We have audited the accompanying financial statements of SAEL Solar MHP2 Private Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information.

2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2025, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('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.

Information other than the Financial Statements and Auditor's Report thereon

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

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

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

   The Director Report is not made available to us at the date of this auditor's report. We have nothing to report in this regard.

WALKER CHANDIOK & CO LLP * CHARTERED ACCOUNTANTS *

ANIL SOOD & ASSOCIATES * CHARTERED ACCOUNTANTS * FRN : 004985N FEROZEPUR CITY

Responsibilities of Management and Those Charged with Governance for the Financial Statements

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

6. In preparing the financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

7. The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

8. 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 Standards on Auditing 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.

9. As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

   - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;

   - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls;

   - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management;





- Conclude on the appropriateness of Board of Directors' 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; and

- 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.

10. 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.

Other matter

11. The financial statements of the Company for the year ended 31 March 2024 were audited by both the joint auditors, 'Varinder Mohan Singhal & Associates, Chartered Accountants' and 'Walker Chandiok & Co LLP, Chartered Accountants' who have expressed jointly an unmodified opinion on those financial statements vide their audit report dated 21 May 2024.

Report on Other Legal and Regulatory Requirements

12. Based on our audit, we report that the Company has not paid or provided for any managerial remuneration during the year. Accordingly, reporting under section 197(16) of the Act is not applicable.

13. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of section 143(11) of the Act we give in the Annexure A a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

14. Further to our comments in Annexure A, as required by section 143(3) of the Act based on our audit, we report, to the extent applicable, that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying financial statements;

b) Except for the matter stated in paragraph 14(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

c) The financial statements dealt with by this report are in agreement with the books of account;

d) In our opinion, the aforesaid financial statements comply with Ind AS specified under section 133 of the Act;

e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2025 from being appointed as a director in terms of section 164(2) of the Act;

f) The qualification relating to the maintenance of accounts and other matters connected therewith are as stated in paragraph 14(b) above on reporting under section 143(3)(b) of the Act and paragraph 14(h)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended);





g) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company as on 31 March 2025 and the operating effectiveness of such controls, refer to our separate report in Annexure B wherein we have expressed an unmodified opinion; 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 (as amended), in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigation which would impact its financial position as at 31 March 2025;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at 31 March 2025;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended 31 March 2025;

iv.

a. The management has represented that, to the best of its knowledge and belief, as disclosed in note 34(ix) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person(s) or entity(ies), including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf the Ultimate Beneficiaries;

b. The management has represented that, to the best of its knowledge and belief, as disclosed in note 34(x) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c. Based on such audit procedures performed as considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the management representations under sub-clauses (a) and (b) above contain any material misstatement.

v. The Company has not declared or paid any dividend during the year ended 31 March 2025.

vi. As stated in note 36 to the financial statements and based on our examination which included test checks, except for instance mentioned below, the Company, in respect of financial year commencing on 1 April 2024, has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with, other than the consequential impact of the exception given below. Furthermore, except for instance mentioned below, the audit trail has been preserved by the Company as per the statutory requirements for record retention.





Nature of exception noted	Details of exception
Instances of accounting software for maintaining books of account for which the feature of recording audit trail (edit log) facility was not operated throughout the year for all relevant transactions recorded in the software.	The audit trail feature was not enabled at the database level for accounting software to log any direct data changes, used for maintenance of all accounting records by the Company.

For Walker Chandiok & Co LLP

Chartered Accountants
Firm's Registration No.: 001076N/N500013

Tarun Gupta
Partner

Membership No.:507892

UDIN: 25507892BMNSMZ4612

Place: New Delhi
Date: 11 June 2025

For Anil Sood & Associates

Chartered Accountants
Firm Registration No.: 017648N

Varinder Mohan Singhal
Partner

Membership No.: 088286

UDIN: 25088286BMJKKI905

Place: New Delhi
Date: 11 June 2025

Annexure A referred to in Paragraph 13 of the Independent Auditor's Report of even date to the members of SAEL Solar MHP2 Private Limited on the financial statements for the year ended 31 March 2025

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

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, capital work-in-progress and relevant details of right of use assets.

(B) The Company does not have any intangible assets and accordingly, reporting under clause 3(i)(a)(B) of the Companies (Auditor's Report) Order, 2020 ('the Order') is not applicable to the Company.

(b) The Company has a regular programme of physical verification of its property, plant and equipment, capital work-in-progress, and relevant details of right-of-use assets under which the assets are physically verified in a phased manner over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this programme, certain property, plant and equipment, capital work-in-progress, and relevant details of right-of-use assets were verified during the year and no material discrepancies were noticed on such verification.

(c) The Company does not own any immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee). Accordingly, reporting under clause 3(i)(c) of the Order is not applicable to the Company.

(d) The Company has adopted cost model for its Property, Plant and Equipment (including right-of-use assets). Accordingly, reporting under clause 3(i)(d) of the Order is not applicable to the Company.

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

(ii) (a) The Company does not hold any inventory. Accordingly, reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

(b) As disclosed in note 16 to the financial statements, the Company has been sanctioned a working capital limit in excess of Rs. 50.00 millions, by banks on the basis of security of current assets. Pursuant to the terms of the sanction letter, the Company is not required to file any quarterly return or statement with such bank.

(iii) In our opinion, and according to the information and explanations given to us, the Company has not entered into any transaction covered under sections 185 and 186 of the Act. Accordingly, reporting under clause 3(iv) of the Order is not applicable to the Company.

(iv) In our opinion, and according to the information and explanations given to us, the Company has not entered into any transaction covered under sections 185 and 186 of the Act. Accordingly, reporting under clause 3(iv) of the Order is not applicable to the Company.

(v) The Company has not entered into any transaction covered under section 185 of the Act. As the Company is engaged in providing infrastructural facilities as specified in Schedule VI of the Act, provisions of section 186 except sub-section (1) of the Act are not applicable to the Company. However, the Company does not have any investment.

(vi) The Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's products/ services / business activities. Accordingly, reporting under clause 3(vi) of the Order is not applicable.

WALKER CHANDIOK & CO LLP * CHARTERED ACCOUNTANTS *

ANIL SOOD & ASSOCIATES * CHARTERED ACCOUNTANTS * FRN : 004985N FEROZEPUR CITY

Annexure A referred to in Paragraph 13 of the Independent Auditor's Report of even date to the members of SAEL Solar MHP2 Private Limited on the financial statements for the year ended 31 March 2025 (continued)

(vii)(a) In our opinion, and according to the information and explanations given to us, undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, cess and other material statutory dues, as applicable, have generally been regularly deposited with the appropriate authorities by the Company, though there have been slight delays in a few cases. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, we report that there are no statutory dues referred to in subclause (a) above that have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanations given to us, we report that no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961) which have not been previously recorded in the books of accounts.

(ix) (a) In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of its loans or borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or government or any government authority.

(c) In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained, though idle/surplus funds which were not required for immediate utilisation have been invested in readily realisable liquid investments.

(d) In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have, prima facie, not been utilised for long term purposes.

(e) According to the information and explanations given to us, we report that the Company does not have any subsidiaries, associates or joint ventures. Accordingly, reporting under clause 3(ix)(e) and clause 3(ix)(f) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us, we report that the Company does not have any subsidiaries, associates or joint ventures. Accordingly, reporting under clause 3(ix)(e) and clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments), during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or (fully, partially or optionally) convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or no fraud on the Company has been noticed or reported during the period covered by our audit.





Annexure A referred to in Paragraph 13 of the Independent Auditor's Report of even date to the members of SAEL Solar MHP2 Private Limited on the financial statements for the year ended 31 March 2025 (continued)

(b) According to the information and explanations given to us including the representation made to us by the management of the Company, no report under sub-section 12 of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014, with the Central Government for the period covered by our audit.

(c) According to the information and explanations given to us including the representation made to us by the management of the Company, there are no whistle-blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, all transactions entered into by the Company, with the related parties are in compliance with section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements etc., as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act. Further, according to the information and explanations given to us, the Company is not required to constitute an audit committee under section 177 of the Act.

(xiv) According to the information and explanations given to us, the Company is not required to and consequently, does not have an internal audit system as per the provisions of section 138 of the Act. Accordingly, reporting under clause 3(xiv) of the Order is not applicable to the Company.

(xv) According to the information and explanation given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and accordingly, reporting under clause 3(xv) of the Order with respect to compliance with the provisions of section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clauses 3(xvi)(a), (b) and (c) of the Order are not applicable to the Company.

(d) Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) does not have any Core investment Company (CIC).

(xvii) The Company has not incurred any cash losses in the current financial year as well as the immediately preceding financial year.

(xviii) There has been resignation of one of the joint auditor, Varinder Mohan Singhal & Associates, Chartered Accountants during the year and based on the information and explanations given to us by the management and the response received by us pursuant to our communication with the outgoing auditors, there have been no issues, objections or concerns raised by the outgoing auditors.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information in the financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

WALKER CHANDIOK & CO LLP * CHARTERED ACCOUNTANTS *

ANIL SOOD & ASSOCIATES * FRN : 004985N FEROZEPUR CITY * CHARTERED ACCOUNTANTS *

Annexure A referred to in Paragraph 13 of the Independent Auditor's Report of even date to the members of SAEL Solar MHP2 Private Limited on the financial statements for the year ended 31 March 2025 (continued)

(xx) According to the information and explanations given to us, the Company does not meet the criteria as specified under sub-section (1) of section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014 and according, reporting under clause 3(xx) of the Order is not applicable to the Company.

(xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Tarun Gupta
Partner
Membership No.: 507892

UDIN: 25507892BMNSMZ4612

Place: New Delhi
Date: 11 June 2025

For **Anil Sood & Associates**
Chartered Accountants
Firm Registration No.: 017648N

Varinder Mohan Singhal
Partner
Membership No.: 098947

UDIN: 25088286BMJKKI9057

Place: New Delhi
Date: 11 June 2025

Annexure B to the Independent Auditor's Report of even date to the members of SAEL Solar MHP2 Private Limited on the financial statements for the year ended 31 March 2025

Independent Auditor's Report on the internal financial controls with reference to the standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

1. In conjunction with our audit of the financial statements of SAEL Solar MHP2 Private Limited ('the Company') as at and for the year ended 31 March 2025, we have audited the internal financial controls with reference to financial statements of the Company as at that date.

Responsibilities of Management and Those Charged with Governance for Internal Financial Controls

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

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

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

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

WALKER CHANDIOK & CO LLP * CHARTERED ACCOUNTANTS *

ANIL SOOD & ASSOCIATES * FRN : 004985N FEROZEPUR CITY * CHARTERED ACCOUNTANTS *

Annexure B to the Independent Auditor's Report of even date to the members of SAEL Solar MHP2 Private Limited on the financial statements for the year ended 31 March 2025 (continued)

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such controls were operating effectively as at 31 March 2025, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **Walker Chandiok & Co LLP**
Chartered Accountants
Firm's Registration No.: 001076N/N500013

Tarun

Tarun Gupta
Partner
Membership No.: 507892

UDIN: 25507892BMNSMZ4612

Place: New Delhi
Date: 11 June 2025

For **Anil Sood & Associates**
Chartered Accountants
Firm Registration No.: 004985N

FRN : 004985N FEROZEPUR CITY

Varinder Mohan Singhal
Partner
Membership No.: 088286

UDIN: 25088286BMJKKI9057

Place: New Delhi
Date: 11 June 2025

SAEL Solar MHP2 Private Limited
CIN- U35105PB2023PTC058772
Balance Sheet as at 31 March 2025
(All amounts in Rs. millions, unless otherwise stated)

Particulars	Notes	As at 31 March 2025	As at 31 March 2024
Assets			
Non current assets			
Property, plant and equipment	3	0.28	-
Right-of-use assets	3	468.49	-
Capital work-in-progress	4	5,730.71	77.00
Financial assets			
Other financial assets	5	60.28	-
Other non current assets	6	3,296.36	-
Total non current assets		**9,556.12**	**77.00**
Current assets			
Financial assets			
Cash and cash equivalents	7	6.53	3.11
Bank balances other than cash and cash equivalents above	8	101.24	52.95
Other current assets	9	13.15	6.00
Total current assets		**120.92**	**62.06**
Total assets		**9,677.04**	**139.06**
Equity and liabilities			
Equity			
Equity share capital	10	374.63	0.10
Other equity	11	2,705.07	48.57
Total equity		**3,079.70**	**48.67**
Liabilities			
Non current liabilities			
Financial liabilities			
Borrowings	12	5,394.55	87.55
Lease liabilities	13	356.88	-
Provisions	14	17.45	-
Deferred tax liabilities	13	639.67	-
Total non current liabilities		**6,408.55**	**87.55**
Current liabilities			
Financial liabilities			
Borrowings	16	89.14	-
Other financial liabilities	17	22.07	2.68
Other current liabilities	18	76.71	0.02
Current tax liabilities (net)	19	0.87	0.14
Total current liabilities		**188.79**	**2.84**
Total liabilities		**6,597.34**	**90.39**
Total equity and liabilities		**9,677.04**	**139.06**

Summary of material accounting policy information — 2
The accompanying notes are an integral part of the financial statements

As per our report of even date attached

For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration no.: 001076N/N500013

Tarun Gupta
Partner
Membership no. 507892

Place: New Delhi
Date: 11 June 2025

For Anil Sood & Associates
Chartered Accountants
Firm's Registration No.: 004985N

FRN : 004985N
FEROZEPUR CITY

Varinder Mohan Singhal
Partner
Membership no. 088286

Place: New Delhi
Date: 11 June 2025

For and on behalf of the Board of Directors
SAEL Solar MHP2 Private Limited

Jasbir Singh
Director
DIN - 01668231

Place: New Delhi
Date: 11 June 2025

Sukhbir Singh
Director
DIN - 01785240

Place: New Delhi
Date: 11 June 2025

Laxit Awla
Chief Executive Officer
PAN - BNQPA1883F

Place: New Delhi
Date: 11 June 2025

Rohit Jindal
Chief Financial Officer
PAN - ANIPR6162K

Place: New Delhi
Date: 11 June 2025

SAEL Solar MHP2 Private Limited
CIN- U35105PB2023PTC058772
Statement of Profit and Loss for the year ended 31 March 2025
(All amounts in Rs. millions, unless otherwise stated)

Particulars	Notes	For the year ended 31 March 2025	For the period from 07 June 2023 to 31 March 2024
Income			
Other income	20	5.74	0.89
Total income		**5.74**	**0.89**
Expenses			
Finance costs	21	1.27	-
Other expenses	22	1.98	0.23
Total expenses		**3.25**	**0.23**
Profit before tax for the year/ period		**2.49**	**0.66**
Tax expense	19		
Current tax		1.45	0.23
Total tax expense		**1.45**	**0.23**
Profit for the year/ period		**1.04**	**0.43**
Other comprehensive income for the year/ period			
Items that will not be reclassified to profit and loss and their related income tax effects			
Remeasurements of defined benefit plans		-	-
Income tax relating to items that will not be reclassified to profit or loss		-	-
Other comprehensive income for the year, net of tax		-	-
Total comprehensive income for the year/ period		1.04	0.43
Earnings per equity share (face value of Rs. 10 each fully paid up)	31		
Basic and diluted earning per share		0.01	42.62
Summary of material accounting policy information	2		
The accompanying notes are an integral part of the financial statements			

As per our report of even date attached

For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration no.: 001076N/N500013

Tarun Gupta
Partner
Membership no. 507892

Place: New Delhi
Date: 11 June 2025

For Anil Sood & Associates
Chartered Accountants
Firm's Registration No.: 004985N

Varinder Mohan Singhal
Partner
Membership no. 088286

Place: New Delhi
Date: 11 June 2025

For and on behalf of the Board of Directors
SAEL Solar MHP2 Private Limited

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Chief Financial Officer
PAN - ANIPR6162K

Place: New Delhi
Date: 11 June 2025

SAEL Solar MHP2 Private Limited
CIN- U35105PB2023PTC058772
Statement of Cash Flows for the year ended 31 March 2025
(All amounts in Rs. millions, unless otherwise stated)

Particulars	Notes	For the year ended 31 March 2025	For the period from 07 June 2023 to 31 March 2024
A CASH FLOW FROM OPERATING ACTIVITIES			
Profit before tax for the year/ period		2.49	0.66
Adjustments for:			
Finance costs	21	1.27	-
Interest income on bank deposits	20	(5.74)	(0.89)
Operating cash loss before working capital changes		**(1.98)**	**(0.23)**
Movement in working capital			
Decrease/ (Increase) in other current and non-current assets	6,10	5.25	(6.00)
(Increase)/ decrease in other current financial liabilities	17	(1.60)	2.68
Increase in other current liabilities	18	76.69	0.02
Cash flows generated from/ (used in) operating activities post working capital changes		**78.36**	**(3.53)**
Income tax paid (net)	19	(0.73)	(0.09)
Net cash flow generated used in operating activities	**(A)**	**77.63**	**(3.62)**
B CASH FLOW FROM INVESTING ACTIVITIES			
Payment made for property, plant and equipment (including capital work-in-progress, capital creditors and capital advances)	3,4,6	(8,786.90)	(77.00)
Interest income on bank deposits during the year/ period	20	3.72	0.89
Investment in bank deposits made during the year/ period	8	(100.81)	(52.95)
Net cash flow used in investing activities	**(B)**	**(8,883.99)**	**(129.06)**
C CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from issue of shares (including security premium)	11,12	1,123.58	0.10
Proceeds from non current borrowing	27	7,870.79	135.69
Proceeds from short term borrowing	27	89.14	-
Payment of principal lease liabilities	27	(114.48)	-
Finance costs	22,27	(159.25)	-
Net cash flow generated from financing activities	**(C)**	**8,809.78**	**135.79**
Net increase in cash and cash equivalents	**(A+B+C)**	**3.42**	**3.11**
Cash and cash equivalents at the beginning of the year/ period		3.11	-
Cash and cash equivalents at the end of the year/ period		**6.53**	**3.11**

(i) The above Cash flow statement has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".
(ii) Refer note 27 for reconciliation of movements of liabilities to cash flows arising from financing activities in accordance with Indian Accounting Standard-7.

Summary of material accounting policy information 2
The accompanying notes are an integral part of the financial statements

As per our report of even date attached

For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration no.: 001076N/N500013

Tarun Gupta
Partner
Membership no. 507892

Place: New Delhi
Date: 11 June 2025

For Anil Sood & Associates
Chartered Accountants
Firm's Registration No.: 004985N

Varinder Mohan Singhal
Partner
Membership no. 088286

Place: New Delhi
Date: 11 June 2025

For and on behalf of the Board of Director
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Director
DIN - 01668231

Place: New Delhi
Date: 11 June 2025

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Place: New Delhi
Date: 11 June 2025

SAEL Solar MHP2 Private Limited
CIN- U35105PB2023PTC058772
Statement of Changes in Equity for the year ended 31 March 2025
(All amounts in Rs. millions, unless otherwise stated)

A Equity share capital (refer note 10)

Particulars	Balance as at 07 June 2023	Issue of equity share capital during the period	Balance as at 01 April 2024	Issue of equity share capital during the year	Balance as at 31 March 2025
Equity share capital	-	0.10	0.10	374.63	374.73

B Other equity (refer note 11)

Particulars	Reserve and surplus			Total
	Retained earnings	Contribution from Holding Company	Securities premium	
Balance as at 07 June 2023	-	-	-	-
Profit for the period	0.43	-	-	0.43
Contribution received during the period	-	48.14	-	48.14
Balance as at 31 March 2024	**0.43**	**48.14**	-	**48.57**
Profit for the year	1.04	-	-	1.04
Contribution received during the year	-	1,906.41	-	1,906.41
Addition during the year	-	-	749.05	749.05
Balance as at 31 March 2025	**1.47**	**1,954.55**	**749.05**	**2,705.07**

Summary of material accounting policy information 2
The accompanying notes are an integral part of the financial statements

As per our report of even date attached

For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration no.: 001076N/N500013

Tarun Gupta
Partner
Membership no. 507892

Place: New Delhi
Date: 11 June 2025

For Anil Sood & Associates
Chartered Accountants
Firm's Registration No. 004985N

FRN : 004985N FEROZEPUR CITY

Varinder Mohan Singhal
Partner
Membership no. 088286

Place: New Delhi
Date: 11 June 2025

For and on behalf of the Board of Directors
SAEL Solar MHP2 Private Limited

Jasbir Singh
Director
DIN - 01668231

Place: New Delhi
Date: 11 June 2025

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Place: New Delhi
Date: 11 June 2025

SAEL Solar MHP2 Private Limited
CIN- U35105PB2023PTC058772
Notes to financial statements for the year ended 31 March 2025

1 i) Corporate information

The Company SAEL Solar MHP2 Private Limited was incorporated as of 07 June 2023 under the Companies Act, 2013. The Company is domiciled in India with its registered office situated at Faridkot Road, Guruharsahai, Distt. Ferozepur, Punjab, 152022. The Company are domiciled in India primarily involved in renewable power generation and having a 300 MW under construction Solar power generation plant at Village Thollamadugu, District Karnool , Andhra Pradesh The project is intend to sell the power generated under long term Power Purchase Agreement with Solar Energy Corporation Of India.
The financial statements have been authorised for issue by the Board of Directors on 11 June 2025.

2 Material accounting policy information

2.01 Statement of compliance

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 and other relevant provisions of the Companies Act, 2013 (the "Act") (as amended from time to time).

Basis of preparation

The financial statements have been prepared on an accrual basis and under the historical cost convention. Monetary amounts are expressed in Indian Rupees (Rs.) and are rounded to the nearest millions with two decimals, except for earnings per share.
These financial statements have been prepared in accordance with the accounting policies, set out below and were consistently applied to all periods presented unless otherwise stated. They have been prepared under the assumption that the Company operates on a going concern basis, which assumes the Company will be able to discharge its liabilities as and when they fall due.

2.02 Use of estimates

The preparation of financial statement in conformity with Ind AS requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.
The estimates and assumptions that have significant risk of causing a material adjustment to the carrying amount of assets and liabilities are disclosed below:

i) Provisions and liabilities

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability requires the application of judgement to existing facts and circumstances, which can be subject to change.

ii) Classification of leases

The Company enters into leasing arrangements for various land. The assessment (including measurement) of the lease is based on several factors, including, but not limited to, transfer of ownership of leased asset at end of lease term, lessee's option to extend/terminate etc. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to extend or to terminate.

2.03 Borrowing costs

Borrowing costs directly attributable to the acquisitions, construction or production of a qualifying asset are capitalised during the period of time that is necessary to complete and prepare the asset for its intended use or sale. Other borrowing costs are expensed in the period in which they are incurred and reported in finance costs.

2.04 Property, plant and equipment

Property, plant and equipments are carried at cost less accumulated depreciation. The cost of items of the property, plant and equipment comprises its purchase price net of any trade discount and rebate, any import duties and other taxes (other than those subsequently recoverable from tax authorities), any directly attributable expenditure on making the asset ready for its intended use, other incidental expenses and interest on borrowings attributable to acquisition of qualifying property, plant and equipment upto the date the asset is ready for its intended use.

Whenever significant parts of the property, plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. All other repair and maintenance costs are recognised in statement of Profit and Loss as incurred.

Based on technical assessment made by technical expert and management estimate, the Company have assessed the estimated useful lives of certain property, plant and equipment that are different from the useful life prescribed in Schedule II to the Companies Act, 2013. The management believes that these estimated useful lives are realistic and reflect fair approximation of the period over which the assets are likely to be used.

Depreciation on assets provided as follows:-

Estimated useful life

Asset category	Estimated useful life (in years)
Office equipments	5
Computer equipments	3

Method of depreciation

- Depreciation is provided on straight method (SLM) for all class of assets of the Company

Management reveiews its estimate of the useful lives of depreciable assets at each reporting date, based on the expected utility of the assets.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets and the cost of assets not put to use before such date are disclosed under 'capital work-in-progress.

WALKER CHANDIOK & CO LLP CHARTERED ACCOUNTANTS

ANIL SOOD & ASSOCIATES FRN : 004985N FEROZEPUR CITY CHARTERED ACCOUNTANTS

SAEL SOLAR MHP2 PRIVATE LIMITED

2.05 Capital work-in-progress

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non-current assets and the cost of assets not put to use before such date are disclosed under 'capital work-in-progress

2.06 Impairment of non-financial assets

An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount, which is the higher of fair value less costs of disposal and value-in-use. To determine the value-in-use, management estimates expected future cash flows and determines a suitable discount rate in order to calculate the present value of those cash flows. The date used for impairment testing procedures are directly linked to the Company's latest approved budget, adjusted as necessary to exclude the effects of future reorganisations and asset enhancements. Discount factors reflect current market assessments of the time value of money and asset-specific risk factors.

Impairment losses are charged in the Statement of Profit and Loss. Further, impairment loss is reversed if the asset's recoverable amount exceeds its carrying amount. The reversal is limited so that the carrying of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior period.

2.07 Financial instruments

Recognition, initial measurement and derecognition

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument, and which do not contain a significant financing component, these are measured initially at:

a) fair value, in case of financial instruments subsequently carried at fair value through Profit and Loss (FVTPL);
b) fair value adjusted for transaction costs, in case of all other financial instruments.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and substantially all the risks and rewards are transferred. A financial liability is derecognised when the underlying obligation specified in the contract is discharged, cancelled or expires.

Classification and subsequent measurement of financial assets

Different criteria to determine impairment are applied for each category of financial assets, which are described below.

For purposes of subsequent measurement, financial assets are classified in three categories:

- Financial assets at amortised cost
- Financial assets at fair value through other comprehensive income (FVOCI)
- Financial assets, derivatives and equity instruments at FVTPL

(1) Financial assets at amortised cost

Classification and subsequent measurement of financial assets

Financial assets

The financial assets is measured at the amortised cost if both the following conditions are met:

(a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and

(b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. 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 in finance income in the Profit and Loss. When the financial asset is derecognised or impaired, the gain or loss is recognised in the statement of Profit and Loss.

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 for financial assets carried at amortised cost.

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive. When estimating the cash flows, the Company is required to consider :

- All contractual terms of the financial assets (including prepayment and extension) over the expected life of the assets.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

Other financial assets

For recognition of impairment loss on other financial assets and risk exposure, the Company determines whether there has been a significant increase in the credit risk since initial recognition and if credit risk has increased significantly, life time impairment loss is provided otherwise provides for 12 month expected credit losses.

(2) Financial assets at fair value through other comprehensive income (FVOCI)

Financial assets at fair value through other comprehensive income (FVOCI). Financial assets that meet the following conditions are measured initially as well as at the end of each reporting date at fair value, recognised in other comprehensive income (OCI).

a) The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
b) The contractual terms of the asset give rise on specified dates to cash flows that represent solely payment of principal and interest

(3) Financial assets at fair value through Profit and Loss (FVTPL)

Financial assets at fair value through profit or loss (FVTPL). Financial assets that do not meet the amortised cost criteria or FVTOCI criteria are measured at FVTPL. Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset.

(4) Financial liability

The Company's financial liabilities include borrowings and other payables.

Financial liabilities are measured subsequently at amortised cost using the effective interest method except for financial liabilities designated at FVTPL, which are carried subsequently at fair value with gains or losses recognised in Profit and Loss. For other payables maturing with in one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity os these instruments.

WALKER CHANDIOK & CO LLP * CHARTERED ACCOUNTANTS *

ANIL SOOD & ASSOCIATES * CHARTERED ACCOUNTANTS * FRN : 004985N FEROZEPUR CITY

SAEL SOLAR MHP2 PRIVATE LIMITED

Offsetting of financial assets and financial liabilities

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

2.08 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ noncurrent classification.

An entity shall classify an asset as current when-

(a) it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;

(b) it holds the asset primarily for the purpose of trading;

(c) it expects to realise the asset within twelve months after the reporting period; or

(d) the asset is cash or a cash equivalent unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

An entity shall classify all other assets as non-current.

An entity shall classify a liability as current when-

(a) it expects to settle the liability in its normal operating cycle;

(b) it holds the liability primarily for the purpose of trading;

(c) the liability is due to be settled within twelve months after the reporting period; or

(d) it does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in it settlement by the issue of equity instruments do not affect its classification.

An entity shall classify all other liabilities as non-current.

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

Operating cycle

Based on the nature of the operations and the time between the acquisition of assets for processing and their realisation in cash or cash equivalents, the Company has ascertained its operating cycle as twelve months for the purpose of current/non-current classification of assets and liabilities.

2.09 Income taxes

Tax expense comprises current and deferred tax. Tax expense is recognised in profit or loss except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised in equity or in other comprehensive income.

Current tax

Current tax comprises the expected tax payable on the taxable income for the year. The amount of current tax payable is the best estimate of the tax amount expected to be paid that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax assets and liabilities are offset only if certain criteria is met. Current Income tax related to items recognised in other comprehensive income or directly in equity is recognised in other comprehensive income or in equity as the case may be.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and tax base i.e. amounts used for taxation purposes.

A deferred tax asset is recognised for unused tax losses, unabsorbed depreciation, deductible temporary differences, to the extent that it is probable that future taxable profits will be available against which they can be utilized. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised. A deferred tax liability is recognised in respect of taxable temporary differences.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets and they relate to income taxes levied by the same tax authority on the same taxable entity or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

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

2.10 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short-term, highly liquid investments maturing within 90 days from the date of acquisition. Cash and cash equivalent are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value.

2.11 Provisions and contingent liabilities

Provisions are recognized only when there is a present obligation, as a result of past events, and measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligations as a whole.

No liability is recognised if an outflow of economic resources as a result of present obligations is not probable. Such situations are disclosed as contingent liabilities unless the outflow of resource is remote.

Contingent liabilities are disclosed by way of note unless the possibility of outflow is remote.

WALKER CHANDIOK & CO LLP * CHARTERED ACCOUNTANTS *

ANIL SOOD & ASSOCIATES * CHARTERED ACCOUNTANTS * FRN : 004985N FEROZEPUR CITY

SAEL SOLAR MHP2 PRIVATE LIMITED

2.12 Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest is accrued on time proportion basis, by reference to the principle outstanding at the effective interest rate.

Other operating income/other income

All other operating income/income is recognized on accrual basis when no significant uncertainty exists on their receipt.

2.13 Recognition of interest expense

Interest expense is recognised using the effective interest method. The 'effective interest rate' is the rate that exactly discounts estimated future cash payment or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability.

2.14 Significant material management judgement in applying accounting policies

When preparing the financial statement, management makes a number of judgements, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses.

Income tax and deferred tax assets

The Company uses estimates and judgements based on the relevant rulings in the areas of allocation of revenue, costs, allowances and disallowances which is exercised while determining the provision for income tax. A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. Accordingly, the Company exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

Impairment of non-financial assets

In assessing impairment, management estimates the recoverable amount of each asset based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate.

2.15 Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

2.16 Amendment to Accounting Standards (Ind AS) issued but not yet effective

(1)The Ministry of Corporate Affairs notifies new standard or amendments to the existing standards. There is amendment to Ind AS 21 "Effects of Changes in Foreign Exchange Rates" such amendments would have been applicable from 01 April 2025.

The Effects of Changes in Foreign Exchange Rates specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. The amendments also require disclosure of information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

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

The Company has reviewed the new pronouncement and based on its evaluation has determined that these amendments do not have a significant impact on the Company's Financial Statements.

(B) Standards issued/amended and became effective

The Ministry of Corporate Affairs notified new standards or amendment to existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. The Company has applied following amendments for the first-time during the current year which are effective from 1 April 2024.

Amendments to Ind AS 116 - Lease liability in a sale and leaseback

The amendments require an entity to recognise lease liability including variable lease payments which are not linked to index or a rate in a way it does not result into gain on Right of Use asset it retains.

The amendment does not have a material impact on the Company's financial statements.

Introduction of Ind AS 117

MCA notified Ind AS 117, a comprehensive standard that prescribe, recognition, measurement and disclosure requirements, to avoid diversities in practice for accounting insurance contracts and it applies to all companies i.e., to all 'insurance contracts' regardless of the issuer. However, Ind AS 117 is not applicable to the entities which are insurance companies registered with IRDAI.

The amendment does not have a material impact on the Company's financial statements.

WALKER CHANDIOK CHARTERED ACCOUNTANTS

ANIL SOOD & ASSOCIATES FRN : 004985N FEROZEPUR CITY CHARTERED ACCOUNTANTS

SAEL SOLAR MHP2 PRIVATE LIMITED

3 Property, plant and equipment and right of use assets

Details of Company's property, plant and equipment and right of use assets and their carrying amounts are as follows:

Particulars	Office Equipments	Computer equipments	Total	Right of use assets (Land)
Gross carrying value				
Balance as at 07 June 2023	-	-	-	-
Addition during the period	-	-	-	-
Disposal during the period	-	-	-	-
Balance as at 31 March 2024	-	-	-	-
Addition during the year	0.11	0.18	0.29	480.87
Disposal during the year	-	-	-	-
Balance as at 31 March 2025	**0.11**	**0.18**	**0.29**	**480.87**
Accumulated depreciation				
Balance as at 07 June 2023	-	-	-	-
Addition during the period	-	-	-	-
Disposal during the period	-	-	-	-
Balance as at 31 March 2024	-	-	-	-
Addition during the year	0.01	-	0.01	12.38
Disposal during the year	-	-	-	-
Balance as at 31 March 2025	**0.01**	-	**0.01**	**12.38**
Net carrying value				
Balance as at 31 March 2024	-	-	-	-
Balance as at 31 March 2025	**0.10**	**0.18**	**0.28**	**468.49**

(i) Refer note 25 for details of assets pledged as security by the company for securing financial facilities from lenders.
(ii) Refer note 28 for details relating to capital commitment.
(iii) The cost that are directly attributable to the acquisition or construction of property, plant and equipment has been capitalised during the year, refer note 26.
(iv) Refer note 30 for details related to right of use assets and lease liability.

4 Capital work-in-progress

Particulars	As at 31 March 2025	As at 31 March 2024
Balance at the beginning of the year /period	77.00	-
Add: Addition during the year/ period	5,653.71	77.00
Balance at the end of the year/ period	**5,730.71**	**77.00**

Capital work-in-progress ageing schedule as at 31 March 2025 and 31 March 2024 is as follows

Particular	Amount in capital work in progress for a period of				
	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total
31 March 2025	5,653.71	77.00	-	-	5,730.71
31 March 2024	77.00	-	-	-	77.00

(i) Refer note 25 for details of assets pledged as security by the company for securing financial facilities from lenders.
(ii) Refer note 28 for details relating to capital commitment.
(iii) The cost that are directly attributable to the acquisition or construction of property, plant and equipment has been capitalised during the year, refer note 26.

(iv) There are no such project in progress, whose completion is overdue or has exceeded its cost compared to its original plan as of 31 March 2025 and 31 March 2024.

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SAEL SOLAR MHP2 PRIVATE LIMITED

Particulars	As at 31 March 2025	As at 31 March 2024
5 Other financial assets (non current)		
(unsecured, considered good unless otherwise stated)		
Bank deposits with banks having maturity more than 12 months*	60.28	-
	60.28	-

*Fixed deposits of Rs. 60.28 million (31 March 2024 : Nil) is pledged with banks/financial institution.
(i) Refer note 25 for details of assets pledged as security by the company for securing financial facilities from lenders.

6 Other non current assets		
Capital advances*	3,296.36	-
	3,296.36	-

*Refer note 23 for related party disclosure.
i) Refer note 25 for details of assets pledged as security by the company for securing financial facilities from lenders.

7 Cash and cash equivalents		
Balances with bank		
- on current accounts	6.53	3.11
	6.53	**3.11**

i) Refer note 25 for details of assets pledged as security by the company for securing financial facilities from lenders.

8 Bank balances other than cash and cash equivalents		
Bank deposits with maturity more than 3 months and less than 12 months*	101.24	52.95
	101.24	**52.95**

*Fixed deposits of Rs. 101.24 million (31 March 2024 : Nil) is pledged with banks/financial institution.
i) Refer note 25 for details of assets pledged as security by the company for securing financial facilities from lenders.

9 Other current assets		
(unsecured, considered good unless otherwise stated)		
Deposits with government authorities	-	6.00
Prepaid expenses	12.40	-
Other receiavbles	0.75	-
	13.15	**6.00**

i) Refer note 25 for details of assets pledged as security by the company for securing financial facilities from lenders.

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SAEL SOLAR MHP2 PRIVATE LIMITED

SAEL Solar MHP2 Private Limited
CIN- U35105PB2023PTC058772
Notes to financial statements for the year ended 31 March 2025
(All amounts in Rs. millions, unless otherwise stated)

10 Equity share capital

Particulars	As at 31 March 2025		As at 31 March 2024	
	Number of shares	Amount	Number of shares	Amount
Authorised equity share capital of Rs. 10/-each (31 March 2024: Rs 10/-each)				
Equity share at the beginning of the year/ period	10,000	0.10	-	-
Movement during the year/ period	37,990,000	379.90	10,000	0.10
Authorised equity share capital at the end of the year/ period	38,000,000	380.00	**10,000**	**0.10**
Issued and subscribed and fully paid up equity share capital of Rs 10/- each (31 March 2024: Rs 10/-each)	37,462,500	374.63	10,000	0.10
Total	**37,462,500**	**374.63**	**10,000**	**0.10**

Pursuant to the ordinary resolution passed at extra ordinary general meeting held on 10 December 2024, the members approved to increase the authorised share capital of the Company from Rs. 0.10 million divided into 10,000 equity shares of Rs 10/- each to Rs. 150.00 million divided into 15,000,000 equity shares of Rs 10/- each.
Pursuant to the ordinary resolution passed at extra ordinary general meeting held on 18 December 2024, the members approved to increase the authorised share capital of the Company from Rs.150.00 million divided into 15,000,000 equity shares of Rs 10/- each to Rs. 380.00 million divided into 38,000,000 equity shares of Rs 10/- each.

1. Reconciliation of equity share capital outstanding at the beginning and at the end of the year

Particulars	As at 31 March 2025		As at 31 March 2024	
	Number of shares	Amount	Number of shares	Amount
At the beginning of the year/ period	10,000	0.10	-	-
Issued during the year/ period	37,452,500	374.53	10,000	0.10
Outstanding at the end of the year/ period	**37,462,500**	**374.63**	**10,000**	**0.10**

Pursuant to the resolution passed at board meeting held on 24 December 2024, members have approved the allotment of 37,452,500 equity shares of Rs 30/- each having face value of Rs. 10/- and premium of Rs. 20/- per share aggregating to Rs. 749.05 millions to the existing shareholders on conversion of loan

2. Shares held by Holding Company

Particulars	As at 31 March 2025		As at 31 March 2024	
	Number of shares	Amount	Number of shares	Amount
SAEL Industries Limited*	37,462,500	374.63	10,000	0.10

**including share held by nominee shareholder*

3. Number of shares held by each shareholder holding more than 5% Shares in the Company

Particulars	As at 31 March 2025		As at 31 March 2024	
	Number of shares	% of shareholding	Number of shares	% of shareholding
SAEL Industries Limited*	37,462,500	100.00	10,000	100.00
Total	**37,462,500**	**100.00**	**10,000**	**100.00**

**including share held by nominee shareholder*

4. Disclosure of shareholdings of promoters as follows

Particulars	As at 31 March 2025		As at 31 March 2024		% change in shareholding pattern during the year
	Number of shares	% of shareholding	Number of shares	% of shareholding	
SAEL Industries Limited*	37,462,500	100.00	10,000	100.00	-
Total	**37,462,500**	**100.00**	**10,000**	**100.00**	-

***** Included shares held by nominee shareholders

(i) Promoter for the purpose of this disclosure should be considered as per the Companies Act, 2013.
(ii) The above information is furnished as per shareholder register of the Company as at the year ended 31 March 2025 and 31 March 2024.
(iii) As the Company was incorporated during the previous period. Therefore, disclosure of percentage change in shareholding pattern of promoters is not disclosed for previous period.

5. The rights, preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and the repayment of capital
The Company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. If declared, the Company will pay dividends in Indian rupees.
In the event of liquidation of Company, the holders of equity shares are entitled to receive remaining assets of the Company (after distribution of all preferential amounts) in proportion to the number of equity shares held by the shareholders of the Company.

6. Details of shares issued pursuant to contract without payment being received in cash, allotted as fully paid up by way of bonus issues and brought back.
The Company has not issued any shares pursuant to a contract without payment being received in cash, allotted as fully paid up by way of bonus shares nor has there been any buy-back of shares since the inception of the Company.

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Particulars	As at 31 March 2025	As at 31 March 2024
11 Other equity		
a. Securities premium		
Balances at the beginning of the year/ period	-	-
Addition during the year/ period	749.05	-
Balances at the end of the year/ period	**749.05**	**-**
b. Retained earnings		
Balances at the beginning of the year/ period	0.43	-
Profit during the year/ period	1.04	0.43
Balances at the end of the year/ period	**1.47**	**0.43**
c. Contribution from Holding Company		
Balances at the beginning of the year/ period	48.14	-
Addition during the year/ period	1,906.41	48.14
Balances at the end of the year/ period	**1,954.55**	**48.14**
Total other equity (a+b+c)	**2,705.07**	**48.57**

Nature and purpose of reserves

Securities premium
Securities premium reserve is used to record the premium on issue of shares. The reserves is utilised in accordance with the provisions of the Companies Act, 2013

Retained earnings
All the profits and losses made by the Company are transferred to retained earnings from the statement of profit and loss. Retained earning is a free reserve available to the Company and eligible for distribution to shareholders.

Contribution from Holding Company
Contribution from the Holding Company represents the excess of discounted value of the interest-free borrowings obtained by the Company from its Holding Company (refer note 12).

12 Borrowings (non current)		
(measured at amortized cost)		
Secured*		
Term loan from financials institutions	4,437.66	-
Unsecured#		
Loan from related party	956.89	87.55
	5,394.55	**87.55**

* Refer note 24 for terms and security of borrowings.
\# i) Refer note 23 for related party disclosure.

ii) During the year, the Company has obtained non-current borrowings from its Holding and Group Company amounting to Rs. 3,370.80 million (31 March 2024: Rs. 127.81 million) which is repayable after the expiry of 5 and 10 years of respective loan.

iii) These are interest-free loans and have been accounted at fair value as per Ind AS 109 "Financial Instruments". Pursuant to this accounting, the difference between gross proceeds and fair value has been shown as a "Contribution from the Holding Company" in other equity.

13 Deferred tax assets/ (liabilities)		
Deferred tax liabilities arising on account of:		
Compound financial instruments	(639.67)	-
Deferred tax liabilities	**(639.67)**	**-**

As at 31 March 2025

Particulars	As at 01 April 2024	(Expenses)/ benefit recognised in statement of profit and loss	Recognised on account of other equity/capital work-in progress	As at 31 March 2025
Liabilities				
Compound financial instruments	-	-	(639.67)	**(639.67)**
Total	-	-	**(639.67)**	**(639.67)**

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Particulars	As at 31 March 2025	As at 31 March 2024
14 Lease liabilities		
Non current	356.88	-
	356.88	-

(i) Refer note 30 for details related to lease liability disclosure.

15 Provisions (non current)		
Provision for asset retirement obilgation	17.45	-
	17.45	-

Note:

Provision for asset retirement obligation

The Company is required to incur the land restoration cost at the end of project period and hand over the land to the owners as per the terms specified in lease agreement. For this purpose, the Company has performed a cost estimation of the land restoration cost for the future decommissioning of solar power plant at the end project life. Accordingly based on technical estimates, a provision for land restoration cost is reviewed and is provided for in the accounts on periodical basis.

Movement in asset retirement obligation during the financial year:

Balance at the beginning of the year	-	-
Additions during the year	16.34	-
Net interest costs	1.10	-
Balance at the end of the year	**17.44**	-

16 Current Borrowings		
(measured at amortized cost)		
Secured		
Bank overdraft facility	89.14	-
	89.14	-

i) Refer note 24 for terms and security of borrowings.

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Particulars	As at 31 March 2025	As at 31 March 2024
17 Other financial liabilities (current)		
(measured at amortized cost)		
Security deposits	-	2.50
Payable for expenses	22.07	0.18
	22.07	**2.68**
18 Other current liabilities		
Payable to statutory authorities	76.71	0.02
	76.71	**0.02**
19 Current tax liabilities (net)		
Provision for tax (net of income tax receivables Rs. 0.57 millions (31 March 2024: 0.09 millions)	0.87	0.14
	0.87	**0.14**

Effective tax reconciliation

Particulars	For the year ended 31 March 2025	For the period from 07 June 2023 to 31 March 2024
Profit before tax	2.49	0.66
Applicable tax rate*	26.00%	26.00%
Expected tax expense [A]	**0.65**	**0.17**
Expenses not considered in determining taxable profit	0.80	0.06
Total adjustments [B]#	**0.80**	**0.06**
Actual tax expense [C=A+B]	**1.45**	**0.23**
Total tax incidence	1.45	0.23
Tax expense recognized in statement of profit and loss [D]	**1.45**	**0.23**

The applicable tax rate is the domestic tax rate applicable to the Company - 31 March 2025 : 26% (31 March 2024 : 26%)

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Particulars	For the year ended 31 March 2025	For the period from 07 June 2023 to 31 March 2024
20 Other income		
Interest income		
- on bank deposits	5.74	0.89
	5.74	**0.89**
21 Finance costs		
Interest costs on:		
- Interest on overdraft facility	1.27	-
	1.27	-
22 Other expenses		
Rates and taxes	1.51	0.03
Payment to auditors (refer note (a) below)	0.47	0.20
	1.98	**0.23**
Notes:-		
a) payment to auditors		
- as auditors	0.35	0.20
- as out of pocket expense	0.12	-
	0.47	0.20

b) The cost that are directly attributable to the acquisition or construction of property, plant and equipment has been capitalised during the year, refer note 26.

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SAEL SOLAR MHP2 PRIVATE LIMITED

23 Related party transaction

In accordance with Ind AS-24 on related party disclosures where control exists andwhere transactions have taken place during the year and description of relationship as identified by the management are as follows:

23.1 List of related parties

Name of the related party	Nature of relationship
(a) Entity holding control over the company	
SAEL Industries Limited	Holding Company
(b) Directors and key managerial personnel	
Jasbir Singh	Director (w.e.f. 07 June 2023)
Sukhbir Singh	Director (w.e.f. 07 June 2023)
Laxit Awla (KMP)	Chief Executive Officer (w.e.f. 23 April 2025)
Rohit Jindal (KMP)	Chief Financial Officer (w.e.f. 22 May 2025)
(c) Fellow subsidiaries	
SAEL Solar MHP1 Private Limited	Fellow subsidiary
Universal Biomass Energy Private Limited	Fellow subsidiary

23.2 Transactions with related parties and outstanding balances

S. No.	Particulars	For the year ended 31 March 2025	For the period from 07 June 2023 to 31 March 2024
(A)	**Transaction with related parties**		
1	**Non current borrowings taken**		
	SAEL Industries Limited	-	127.81
	Universal Biomass Energy Private Limited	3,370.80	-
2	**Finance costs**		
	SAEL Industries Limited	8.67	7.89
	Universal Biomass Energy Private Limited	53.72	-
3	**Purchase of property plant and equipment under EPC contract**		
	SAEL Industries Limited	5,274.12	-
4	**Amount paid on behalf of Company**		
	SAEL Solar MHP1 Private Limited	0.75	-
5	**Investment by Holding Company (including security premium)**		
	SAEL Industries Limited	1,123.58	-
6	**Expense incurred on behalf of Company**		
	SAEL Industries Limited	20.99	-
7	**Capital advances given for Engineering, Procurement, and Construction work**		
	SAEL Industries Limited	3,226.57	-

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S. No.	Particular	As at 31 March 2025	As at 31 March 2024
(B)	**Outstanding balances at the period/year end**		
1	**Contribution from Holding Company (net of tax)**		
	SAEL Industries Limited	36.03	48.14
	Universal Biomass Energy Private Limited	1,918.53	-
2	**Long terms borrowings**		
	SAEL Industries Limited	96.23	87.55
	Universal Biomass Energy Private Limited	860.66	-
3	**Capital advances given for Engineering, Procurement, and Construction work**		
	SAEL Industries Limited	3,226.57	-
4	**Other current financial liabilities**		
	SAEL Industries Limited	20.99	-
5	**Other current assets**		
	SAEL Solar MHP1 Private Limited	0.75	-
6	**Investment by Holding Company (including security premium)**		
	SAEL Industries Limited	1,123.68	0.10
7	**Corporate guarantee given by Holding Company***		
	SAEL Industries Limited	4,500.00	-

* refer note 33 for contingent liabilities

Note:- a) All transactions with related parties are made on the terms equivalent to those that prevail in arm's length transactions and within the ordinary course of business. Outstanding balances at respective year/period ends are unsecured and settlement is generally done in cash.
b) The above information has been determined to the extent such parties have been identified on the basis of information available with the Company and relied upon by the auditors.

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SAEL SOLAR MHP2 PRIVATE LIMITED

24 Term and security of borrowings

S. No.	Nature of loan	Borrowing from	Name of Bank/ Financial institution	Nature of security	Terms of repayment and interest rate	Amount as at 31 March 2025	Amount as at 31 March 2024
1	Term Loan	Financial Institutions	Tata Capital Limited	1. A first pari passu charge by way of mortgage on all immovable assets (freehold/leasehold) of the Borrower, both present and future. 2. A first pari passu charge by way of hypothecation over all the tangible movable assets, including moveable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles and all other moveable assets, both present and future; 3. A first pari passu charge overall Project accounts of the including the DSRA, Trust and Retention account (TRA), Escrow Account and the Sub-Accounts that may be opened in accordance with TRA, or any of the other project documents and all funds from time to time deposited therein; the receivables and all authorized investments or other securities; 4. A first pari passu charge by way of hypothecation, on all intangible assets of the borrower including but not limited to goodwill and undertaking both present and future. 5. A first pari passu charge by way of pledge of 100% fully paid-up equity shares preference shares of the Borrower and debentures/securities if any, issued by the borrower. 6. A first pari passu charge cum assignment by way of hypothecation to be created on: a) all the rights, titles, interests, benefits, claims and demands whatsoever of the company in the project documents duly acknowledged by the relevant counterparties to such Project Documents, all as amended, varied or supplemented from time to time; b) all the rights, titles, and interests, of the Company in, to and under all the government approvals; c) all the rights, titles, interests, benefits, claims and demands whatsoever of the Company in any letter of credit, guarantees including contractor guarantees, performance guarantees, bank guarantees and liquidated damages and performance bond provided by any party to the Project Documents;	Term Loan is of Rs 4,437.66 millions (31 March 2024 : Nil) @ 9.30% p.a.(31 March 2024 : Nil). Interest is payable on a quarterly basis. The loan is repayable in 74 installments starting from June 2026 and ending in September 2044.	2,453.85	-
2			Indian Renewable Energy Development Agency (IREDA)	d) all the rights, titles, interests, benefits, claims and demands whatsoever of the Company, under all Insurance Contracts and reinsurances; e) all other assets and undertaking of the project Company; and f) any other document designated as such by the borrower and the intercreditor agent; g) shareholder's rights as Lender in and the Project Company's rights under any shareholder loan agreement; 7. assignment by way of hypothecation of unsecured loans and other instruments infused by the promoter/any other person. 8. other Collateral: Corporate Guarantee of Promoter valid till creation and perfection of security and project stabilization date.		1,983.81	-
3	Bank overdraft	Bank	ICICI Bank Limited	Overdraft facility obtained from ICICI Bank Limited against the primarily security of investment in bank deposits made by the Company.	Overdraft facility from ICICI Bank Limited are secured primarily by bank deposits with rate of interest @ 1.50% plus interest rate of bank deposit. (31 March 2024: Nil).	89.14	-
Total						**4,526.80**	-

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25 Details of assets pledged

The carrying amounts of assets pledged as security for current and non-current borrowings are:

Particulars	As at 31 March 2025	As at 31 March 2024
Current		
Cash and cash equivalents (refer note 7)	6.53	-
Bank balances other than cash and cash equivalents (refer note 8)	101.24	-
Other current assets (refer note 9)	13.15	-
Total	**120.92**	-
Non-current		
Property, plant and equipment (refer note 3)	0.28	-
Capital work-in-progress (refer note 4)	5,730.71	-
Other financial assets (refer note 5)	60.28	-
Other non-current assets (refer note 6)	3,296.36	-
Total	**9,087.63**	-
Grand total	**9,208.55**	-

26 Expenditure incurred during construction period

Particulars	As at 31 March 2025	As at 31 March 2024
Opening Balance	**77.00**	-
Rates and taxes	22.83	41.29
Bank Guaruntee charges	1.01	27.02
Finance costs	177.75	7.89
Tender expenses	-	0.76
Legal and professional fees	5.34	0.04
Security services expenses	2.71	-
Deprecation and amortisation	12.41	-
Staff Welfare Expenses	0.46	-
Miscellaneous Expenses	12.15	-
Bank Charges	0.27	0.00
Total	311.93	77.00

27 Reconciliation of liabilities from financing activities pursuant to Ind AS-7 Statement of Cash Flows:

31 March 2025

Particulars	As at 31 March 2024	Cash flows		Non cash changes	As at 31 March 2025
		Additions	Payments		
Lease liabilities (including current maturities)	-	442.54	(114.48)	28.82	356.88
Non current borrowings (including current maturities)	87.55	7,870.79	-	(2,474.65)	5,483.69
Total liabilities from financing activities	**87.65**	**8,313.33**	**(114.48)**	**(2,445.83)**	**5,840.57**

31 March 2024

Particulars	As at 1 April 2023	Cash flows		Non cash changes	As at 31 March 2024
		Additions	Payments		
Proceeds from non current borrowing	-	135.69	-	(48.14)	87.55
Total liabilities from financing activities	-	**135.79**	-	**(48.14)**	**87.65**

28 Capital commitment

Particulars	As at 31 March 2025	As at 31 March 2024
Estimated amount of contracts remaining to be executed on capital account and not provided for	9,042.88	-
Total	**9,042.88**	-

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29 Financial instruments

(i) Financial instruments – by category and fair values hierarchy

The following explains the judgements and estimates made in determining the fair values of the financial instruments. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standard.

Level 1: quoted prices (unadjusted) in active markets for financial instruments.
Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
Level 3: unobservable inputs for the asset or liability.

Valuation techniques used to determine fair value

The fair value of the financial assets and liabilities are included at the amount that would be received to sell an asset and paid to transfer a liability in an orderly transaction between market participants. The following methods were used to estimate the fair values :

- Cash and cash equivalents, bank balances others than cash and cash equivalents, loans, other financial assets, borrowing and other financial liabilities: Approximate their carrying amounts largely due to the current maturities of these instruments are at fair value.
- Borrowings taken by the Company are as per the Company's credit and liquidity risk assessment and there is no comparable instrument having the similar terms and conditions with related security being pledged and hence the carrying value of the borrowings represents the best estimate of fair value.

There are no financial assets and liabilities measured at fair value in these financial statements.

(ii) Financial instruments by category

Particulars	Level of hierarchy	31 March 2025		31 March 2024	
		FVTPL*	Amortised cost	FVTPL*	Amortised cost
Financial assets					
Non-current					
Other financial assets	-	-	60.28	-	-
Current					
Cash and cash equivalents	-	-	6.53	-	3.11
Bank balances other than cash and cash equivalents above	-	-	101.24	-	52.95
Total financial assets	-	-	**168.05**	-	**56.06**
Financial liabilities					
Non-current					
Borrowings	-	-	5,394.55	-	87.55
Lease liabilities	-	-	356.88	-	-
Current					
Borrowings	-	-	89.14	-	-
Other financial liabilities	-	-	22.07	-	2.68
Total financial liabilities	-	-	**5,862.64**	-	**90.23**

*Fair value through Profit and Loss

(iii) Financial risk management

The Company activities expose it to credit risk, liquidity risk and market risk. The Company directors has overall responsibility for the establishment and oversight of the Company risk management framework. This note explains the sources of risk which the Company is exposed to and how the Company manages the risk and the related impact in the financial statements.

Risk management framework

The directors have the overall responsibility for the establishment and oversight of the Copmany's risk management framework. The directors have responsibility to establish the processes and ensure that controls risks are passed through the mechanism of properly defined framework.

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The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risks limits and controls, and to monitor risks and adherence to limits. Risk management policies are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

Risk	Exposure arising from	Measurement	Management Diversification
Credit risk	Cash and cash equivalents, bank balances other than cash and cash equivalents, loans and other financial assets	Ageing analysis	Diversification of bank deposits and credit limits and regular monitoring and follow ups
Liquidity risk	Borrowings and other financial liabilities	Cash flow forecasts	Availability of committed credit lines and borrowing facilities
Market risk – interest rate	Long-term borrowings at variable rates	Sensitivity analysis	Diversification of borrowings

(A) Credit risk

Credit risk is the risk that a counterparty fails to discharge its obligation to the Company. The Company exposure to credit risk is influenced mainly by cash and cash equivalents and financial assets measured at amortised cost. The Company continuously monitors defaults of customers and other counterparties and incorporates this information into its credit risk controls.

a) Credit risk management

i) Credit risk rating

The Company assesses and manages credit risk of financial assets based on following categories arrived on the basis of assumptions, inputs and factors specific to the class of financial assets

A: Low credit risk on financial reporting date
B: Moderate credit risk
C: High credit risk

The Company provides for expected credit loss based on the following:

Cash and cash equivalents and bank balances other than cash and cash equivalents

Credit risk related to cash and cash equivalents and bank deposits is managed by only investing in deposits with highly rated banks and diversifying bank deposits and accounts in different banks. Credit risk is considered low because the Company deals with highly rated banks.

Other financial assets

Other financial assets measured at amortized cost includes security deposits and other receivables. Credit risk related to these financial assets is managed by monitoring the recoverability of such amounts continuously, while at the same time internal control system are in place to ensure the amounts are within defined limits. Credit risk is considered low because the Company is in possession of the underlying asset (in case of security deposit). Further, the Company creates provision by assessing individual financial asset for expectation of any credit loss basis 12 month expected credit loss model.

Based on business environment in which the Company operates, there have been no defaults on financial assets of the Company by the counterparties. Loss rates reflecting defaults are based on actual credit loss experience and considering differences between current and historical economic conditions.

Credit rating	Particulars	31 March 2025	31 March 2024
A: Low credit risk	Cash and cash equivalents, bank balances other than cash and cash equivalents, and other financial assets	168.05	56.06

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SAEL SOLAR MHP2 PRIVATE LTD

b) Credit risk exposure

(i) Provision for expected credit losses

The Company provides for 12 month expected credit losses for following financial assets –

31 March 2025

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Non-current			
Other financial assets	60.28	-	60.28
Current			
Cash and cash equivalents	6.53	-	6.53
Bank balances other than cash and cash equivalents	101.24	-	101.24
Total	**168.05**	-	**168.05**

31 March 2024

Particulars	Estimated gross carrying amount at default	Expected credit losses	Carrying amount net of impairment provision
Current			
Cash and cash equivalents	3.11	-	3.11
Bank balances other than cash and cash equivalents	52.95	-	52.95
Total	**56.06**	-	**56.06**

(B) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company approach to managing liquidity is to ensure as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due.

Management monitors rolling forecasts of the Company liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which the Company operates.

Financial arrangement

The Company has excess to the followings undrawn borrowings facilities at the end of the reporting period

Particulars	31 March 2025	31 March 2024
Borrowings other than cash credit facilities	6,500.00	-

Maturities of financial liabilities

The tables below analyse the Company financial liabilities into relevant maturity groupings based on their contractual maturities.

31 March 2025	On demand	Less than 1 year	1 - 5 years	More than 5 years	Total
Borrowings (Including interest)	-	551.97	2,779.67	9,981.18	13,312.82
Lease Liabilities	-	15.57	88.33	1,163.22	1,267.12
Total	-	**567.54**	**2,868.00**	**11,144.40**	**14,579.94**

31 March 2024	On demand	Less than 1 year	1 - 5 years	More than 5 years	Total
Borrowings (Including interest)	-	-	87.55	-	**87.55**
Total	-	-	**87.55**	-	**87.55**

Note:-

(i) The gross outflows disclosed in the above table represent the contractual undiscounted cash flows relating to financial liabilities held for risk management purposes and which are not usually closed out before contractual maturity.

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(C) Market risk

a) Foreign exchange risk

The Company does not have any foreign exchange risk as there are no foreign currency transactions

b) Interest rate risk

i) Financial liabilities

The Company is exposed to changes in market interest rates through bank borrowings at fixed interest rates during the under construction period. The Company's policy is to minimise interest rate cash flow risk exposures on long-term financing.

Exposure to interest rate risk	As at 31 March 2025	As at 31 March 2024
Fixed rate instruments		
Fixed rate instruments	4,526.80	-
Variable rate instruments	-	-

c) Price risk

The Company does not have any other price risk than interest risk as disclosed above.

(D) Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a Net debt to equity ratio, which is net debt divided by total capital plus net debt. The Company's policy is to keep an optimum Net debt to equity ratio. The Company includes within net debt, interest bearing loans and borrowings less cash and cash equivalents.

Particulars	31 March 2025	31 March 2024
Borrowings (including current borrowings) (refer note 12 and 16)	5,483.69	87.55
Less: Cash and cash equivalents (refer note 7)	6.53	3.11
Net debt	**5,477.16**	**84.44**
Equity (refer note 10 and 11)	3,079.70	48.67
Total equity	**3,079.70**	**48.67**
Capital and net debt	**8,556.86**	**133.11**
Net debt to equity ratio	**64.01%**	**63.43%**

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SAEL SOLAR MHP2 PRIVATE LIMITED ★

30 Ind AS 116 - Leases

The Company has lease agreements for 30 years to use the land for solar projects. With the exception of short-term leases and leases of low-value underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. The Company classifies its right-of-use assets in a consistent manner to its property, plant, and equipment. Each lease generally imposes a restriction that, unless there is a contractual right for the Company to sublease the asset to another party, the right-of-use asset can only be used by the Company. The Company is prohibited from selling or pledging the underlying leased assets as security.

Set out below are the carrying amounts of lease liability recognized and movement during the year:

Particulars	Amount
Balance as at 07 June 2023	-
Additions during the period	-
Interest expenses*	-
Payment of principal lease liability	-
Balance as at 31 March 2024	-
Additions during the year	442.54
Interest expenses*	28.82
Payment of principal lease liability	(114.48)
Balance as at 31 March 2025	**356.88**

*The cost that are directly attributable to the acquisition or construction of property, plant and equipment has been capitalised during the year, refer note 26.

The following is the break-up of current and non-current lease liabilities as of 31 March 2025 and 31 March 2024:

Particulars	As at 31 March 2025	As at 31 March 2024
Non current lease liabilities	356.88	-
Current lease liabilities	-	-
Total	356.88	-

The following are the amounts recognised in Statement of Profit and Loss^:

Particulars	For the year ended 31 March 2025	For the period from 07 June 2023 to 31 March 2024
Depreciation of right-of-use assets (refer note 3)*	12.38	-
Interest expense on lease liabilities#	28.82	-
Total	**41.21**	-

^The cost that are directly attributable to the acquisition or construction of property, plant and equipment has been capitalised during the period, refer note 26.
* Includes amount of Rs. 12.38 million (31 March 2024: Nil) capitalised in capital work in progress.
# Includes amount of Rs. 28.81 million (31 March 2024: Nil) capitalised in capital work in progress.

The table below provides details regarding the contractual maturities of lease liabilities as of 31 March 2025 and 31 March 2024 on an undiscounted basis:

Particulars	As at 31 March 2025	As at 31 March 2024
Less than one year	15.57	-
After one year but not longer than five years	88.33	-
More than five years	1,163.22	-
Total	**1,267.12**	-

The table below describes the nature of Company's leasing activities by type of right-of-use asset recognised on the balance sheet:

Right-of-use assets	No of right-of-use assets leased	Range of remaining term (in years)	Average remaining lease term	No. of leases with extension options	No. of leases with terminations options
Land					
- 31 March 2025	220	29	29.00	-	-
- 31 March 2024	-	-	-	-	-

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31 Earnings per share

Both the basic and diluted earnings per share have been calculated using the profit attributable to shareholders of the Company as the numerator, i.e. no adjustments to profit were necessary.

The reconciliation of the weighted average number of shares for the purposes of diluted earnings per share to the weighted average number of ordinary shares used in the calculation of basic earnings per share is as follows:

Particulars	For the year ended 31 March 2025	For the period from 07 June 2023 to 31 March 2024
Profit attributable to owners	1.04	0.43
Number of equity shares at the beginning of the year/period	10,000	-
Add: Share issued during the year/ period	10,055,740	10,000
Total number of shares outstanding post issue	10,065,740	10,000
Weighted average number of shares used in diluted earnings per share	10,065,740	10,000
Weighted average number of shares used in basic earnings per share	10,065,740	10,000
Basic earnings per share (face value of Rs. 10 each)	0.01	42.62
Diluted earnings per share (face value of Rs. 10 each)	0.01	42.62

32 Ratio

The followings are the analytical ratio for the year ended 31 March 2025 and 31 March 2024.

Ratios	Numerator	Denominator	31 March 2025	31 March 2024	Variance
Current Ratio	Total current assets	Total current liabilities	0.64	21.84	-97.07%*
Debt Equity Ratio	Debts consist of borrowings	Total equity	1.78	Not Applicable*	Not Applicable*
Debt Service Coverage Ratio	Earning for debts service = net profit after taxes + non-cash operating expenses + interest + other non-cash adjustments	Debts service = Interest and lease payment + principal repayment	(0.01)	Not Applicable*	Not Applicable*
Return on Equity Ratio (%)	Profit for the year less preference dividend (if any)	Average total equity	0.07%	426.00%	-99.98%*
Inventory Turnover Ratio	Cost of good sold	Average inventory	Not Applicable*	Not Applicable*	Not Applicable*
Trade Receivable Turnover Ratio	Revenue from operations	Average trade receivable	Not Applicable*	Not Applicable*	Not Applicable*
Trade Payable Turnover Ratio	Total Purchases	Average trade payable	Not Applicable*	Not Applicable*	Not Applicable*
Net Capital Turnover Ratio	Revenue from operations	Average working capital (i.e. total current assets less total current liabilities	Not Applicable*	Not Applicable*	Not Applicable*
Net Profit Ratio (%)	Profit for the year	Revenue from operations	Not Applicable*	Not Applicable*	Not Applicable*
Return on Capital Employed (%)	Profit before tax and finances cost	Capital employed = Total assets - current liabilities	0.04%	0.48%	-90.91%*
Return on Investment(%)	Income generated from invested funds	Average invested funds in	Not Applicable*	Not Applicable*	Not Applicable*

Reasons for variance :

* The project is still under construction and has not been commissioned till 31 March 2025 and since there were no business operations in the current year, majority of the ratios are not applicable to the Company and the ratios which are applicable are not comparable with previous period.

33 Contingent liabilities

Contingent liability as at 31 March 2025 is Rs. 4,500.00 millions (31 March 2024: Nil) for corporate guarantee given by the Holding Company.

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SAEL SOLAR MHP2 PRIVATE LIMITED

SAEL Solar MHP2 Private Limited
CIN- U35105PB2023PTC058772
Notes to financial statements for the year ended 31 March 2025
(All amounts in Rs. millions, unless otherwise stated)

34 Other statutory disclosures

i) The Company has not been declared a 'Willful Defaulter' by any bank or financial institution (as defined under the Companies Act, 2013) or consortium thereof, in accordance with the guidelines on willful defaulter issued by the Reserve Bank of India.

ii) The Company does not have any charges or satisfaction, which is yet to be registered with Registrar of Companies, beyond the statutory period prescribed under the Companies Act, 2013 and the rules made thereunder.

iii) The Company has not entered into any transaction which has not been recorded in the books of account, that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

iv) The Company has not traded or invested in crypto currency or virtual currency during the year.

v) The Company does not have any Benami property and further, no proceedings have been initiated or are pending against the Company, in this regard.

vi) The Company has not entered into any transactions with struck off companies, as defined under the Companies Act, 2013 and rules made thereunder.

vii) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.

viii) The Company has not revalued its property, plant and equipment during the current or previous years.

ix) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

x) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,

xi) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous years.

xii) The Company has sanctioned a working capital limit by bank on the basis of security of current assets. Pursuant to the term of sanctioned letters, the company is required to file quarterly return or statement with such bank.

35 Segment reporting

The Company is engaged in the business of sale of electricity. Chief Operating Decision Maker (CODM) reviews the financial information of the Company as a whole for decision-making and accordingly the Company has a single reportable segment. All the revenue has been billed to a single customer. Further the operations of the Company are limited within one geographical segment. Hence no further disclosure is required to be made by the company.

36 Audit Trail

The Ministry of Corporate Affairs (MCA) has prescribed a requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules, 2021 requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

The Company has used accounting software for maintaining its books of account which has a feature of audit trail (edit log) facility and the same was enabled at the application level. During the year ended 31 March 2025, the Company has not enabled the feature of recording audit trail (edit log) at the database level for the said accounting software to log any direct data changes on account of storage space constraint and impacting database performance significantly.

37 Subsequent events

The Company has evaluated events and transactions, which occurred subsequent to the balance sheet date but prior to the date when financial statements were available to be issued. There were no material subsequent event which are required to be disclosed.

For Walker Chandiok & Co LLP
Chartered Accountants
Firm's Registration no.: 001076N/N500013

Tarun Gupta
Partner
Membership no. 507892

Place: New Delhi
Date: 11 June 2025

For Anil Sood & Associates
Chartered Accountants
Firm's Registration No.: 004985N

Varinder Mohan Singhal
Partner
Membership no. 088286

Place: New Delhi
Date: 11 June 2025

For and on behalf of the Board of Directors
SAEL Solar MHP2 Private Limited

Jasbir Singh
Director
DIN - 01668231

Place: New Delhi
Date: 11 June 2025

Sukhbir Singh
Director
DIN - 01785240

Place: New Delhi
Date: 11 June 2025

Laxit Awla
Chief Executive Officer
PAN - BNQPA1883F

Place: New Delhi
Date: 11 June 2025

Rohit Jindal
Chief Financial Officer
PAN - ANIPR6162K

Place: New Delhi
Date: 11 June 2025