

TORRENT POWER LIMITED

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CIN: L31200GJ2004PLC044068; Website: www.torrentpower.com; E-mail: cs@torrentpower.com

Part I

(₹ in Crore except per share data)

STATEMENT OF STAND-ALONE UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED 30TH JUNE, 2015

Particulars	For the quarter ended			For the year ended
	30.06.2015	31.03.2015	30.06.2014	31.03.2015
	Un-audited	Un-audited	Un-audited	Audited
Income from operations				
(a) Net sales / income from operations	2,784.52	2,304.35	2,492.90	9,839.22
(b) Other operating income	139.61	266.88	38.78	434.68
Total income from operations	2,924.13	2,571.23	2,531.68	10,273.90
Expenses				
(a) Power purchase	1,270.14	1,025.80	1,280.07	4,649.66
(b) Fuel cost	693.99	554.52	604.25	2,488.76
(c) Employee benefits expense	87.57	91.90	76.40	338.15
(d) Depreciation and amortisation expense	138.82	137.52	137.25	547.98
(e) Other expenses	172.62	191.47	171.05	734.17
Total expenses	2,363.14	2,001.21	2,269.02	8,758.72
Profit from operations before other income, finance costs & exceptional items	560.99	570.02	262.66	1,515.18
Other income	55.09	123.40	62.18	323.02
Profit from ordinary activities before finance costs & exceptional items	616.08	693.42	324.84	1,838.20
Finance costs	166.43	166.93	181.47	706.16
Profit / (Loss) from ordinary activities after finance costs but before exceptional items	449.65	526.49	143.37	1,132.04
Exceptional items	-	(7.40)	-	22.99
Profit / (Loss) from ordinary activities before tax	449.65	533.89	143.37	1,109.05
Tax expense				
- Current Tax	96.70	105.84	30.42	227.91
- Deferred tax	43.77	58.67	32.67	139.13
- Short / (-) excess provisions for current tax of earlier years	-	(0.05)	-	(0.05)
Net Profit / (Loss) from ordinary activities after tax	309.18	369.43	80.28	742.06
Extraordinary items	-	-	-	-
Net Profit / (Loss) for the period	309.18	369.43	80.28	742.06
Paid up equity share capital (F.V. ₹ 10/- per share)	472.45	472.45	472.45	472.45
Reserves excluding revaluation reserves as per balance sheet				6,436.21
Earnings per share (before and after extraordinary items) (of ₹ 10/- each) (not annualised)				
(a) Basic (₹)	6.54	7.82	1.70	15.71
(b) Diluted (₹)	6.54	7.82	1.70	15.71

Part II				
Select information for the quarter ended 30th June 2015				
Particulars	For the quarter ended			For the year ended
	30.06.2015	31.03.2015	30.06.2014	31.03.2015
PARTICULARS OF SHAREHOLDING				
1. Public Shareholding				
Number of Shares (in Lacs)	2,199.88	2,199.88	2,199.88	2,199.88
Percentage of Shareholding	46.56%	46.56%	46.56%	46.56%
2. Promoters and Promoter Group Shareholding				
a) Pledged / Encumbered				
- Number of shares (in Lacs)	-	-	-	-
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	-	-	-	-
- Percentage of shares (as a % of the total share capital of the company)	-	-	-	-
b. Non-encumbered				
- Number of shares (in Lacs)	2,524.60	2,524.60	2,524.60	2,524.60
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%
- Percentage of shares (as a % of the total share capital of the company)	53.44%	53.44%	53.44%	53.44%

Particulars	Quarter ended 30.06.2015
INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	NIL
Received during the quarter	2
Disposed of during the quarter	2
Remaining unresolved at the end of the quarter	NIL

Notes:

- The Board of Directors has approved on 12th May, 2014, the draft Composite Scheme of Amalgamation of Torrent Energy Limited (TEL) and Torrent Cables Limited (TCL) with Torrent Power Limited (TPL) and their respective shareholders and creditors ("the Scheme") under Sections 391 to 394 and other applicable provisions of the Companies Act, 1956. The Appointed Date of the scheme is 1st April, 2014.

TPL has already obtained necessary approval of the Scheme from National Stock Exchange of India Limited and BSE Limited vide their letters dated 26th & 27th August, 2014 respectively. Hon'ble Central Electricity Regulatory Commission (CERC) has also granted its approval to TEL under Section 17 (1) (b) of the Electricity Act, 2003 for its amalgamation with TPL subject to certain procedural conditions vide its order dated 7th January, 2015. TEL has also received the approval from Hon'ble Gujarat Electricity Regulatory Commission (GERC) under section 17 of Electricity Act, 2003 for amalgamation with TPL vide its order dated 1st April, 2015. Such approval is subject to the decision of Hon'ble High Court of Gujarat. As per the directions of the Hon'ble High Court of Gujarat, the meeting of the equity shareholders of TPL & TCL and unsecured creditors of TCL & TEL were held on 30th April, 2015. Further, court convened meeting of the secured creditors of TCL & TEL were held on 1st May, 2015. Equity shareholders of TPL & TCL and Secured and Unsecured creditors of TCL & TEL have approved the scheme in their respective meetings. In accordance with SEBI circular CIR/CFD/DIL/5/2013 dated 4th February, 2013 and CIR/CFD/DIL/8/2013 dated 21st May, 2013, the public shareholders has approved the said amalgamation. The Company has filed the petition for approval of the amalgamation with Hon'ble High Court of Gujarat on 17th June, 2015 which is pending.

Pending other requisite approvals, including approval of High Court of Gujarat / National Company Law Tribunal as applicable, fulfilment of conditions precedent as mentioned in the Scheme and further actions, the effect of the Scheme has not been considered in the financial statements.

- In the context of change in Central Electricity Regulatory Commission (CERC) Regulations emphasizing Plant Load Factor (PLF) as against Plant Availability Factor (PAF) for performance incentive which has impacted the financial results, the Company has accordingly changed the basis similarly for charging balance operational and maintenance expenses for supply and service agreements till the end of the contract period w.e.f. 1st April 2014 and consequently excess amount of Rs. 103.47 Crore accounted in FY 2014-15 is reversed and credited under the head "Other operating income."

- 3 The Company operates only in one business segment viz. Generation and Distribution of Electricity.
- 4 The figures for the previous periods have been regrouped / reclassified, wherever necessary, to make them comparable with the figures for the current periods.
- 5 The Audit Committee has reviewed the above results and the same have been subsequently approved by the Board of Directors in their respective meetings held on 4th August, 2015. The statutory auditors of the Company have carried out a Limited Review of the financial results for the quarter ended on 30th June, 2015.

For, **TORRENT POWER LIMITED**

Place : Ahmedabad
Date : 4th August, 2015

Samir Mehta
Vice Chairman