

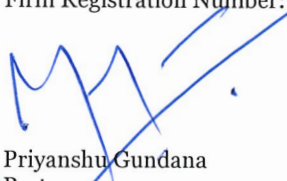
Price Waterhouse Chartered Accountants LLP

Review Report

To
The Board of Directors
Torrent Power Limited
'Samanvay', 600, Tapovan,
Ambawadi,
Ahmedabad - 380015

1. We have reviewed the standalone unaudited financial results of Torrent Power Limited (the "Company") for the quarter ended June 30, 2023, which are included in the accompanying 'Statement of Standalone financial results for the quarter ended June 30, 2023' (the "Statement"). The Statement has been prepared by the Company pursuant to Regulation 33 and Regulation 52 read with Regulation 63(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations, 2015"), which has been initialled by us for identification purposes. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement.
3. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the Statement has not been prepared in all material respects in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India and has not disclosed the information required to be disclosed in terms of Regulation 33 and Regulation 52 read with Regulation 63(2) of the Listing Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Price Waterhouse Chartered Accountants LLP
Firm Registration Number: 012754N/N500016


Priyanshu Gundana
Partner

Membership Number: 109553

UDIN: 23109553B6WNQR9665

Place: Ahmedabad

Date: August 10, 2023

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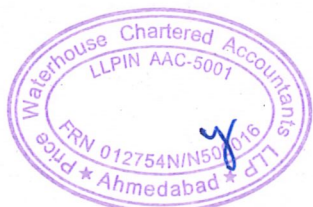
Registered office and Head office: 11-A, Vishnu Digamber Marg, Sucheta Bhawan, Gate No 2, 1st Floor, New Delhi - 110002

Price Waterhouse (a Partnership Firm) converted into Price Waterhouse Chartered Accountants LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAC-5001) with effect from July 25, 2014. Post its conversion to Price Waterhouse Chartered Accountants LLP, its ICAI registration number is 012754N/N500016 (ICAI registration number before conversion was 012754N)

Registered Office: "Samanvay", 600, Tapovan, Ambawadi, Ahmedabad - 380 015, Ph.: 079-26628000
CIN: L31200GJ2004PLC044068; Website: www.torrentpower.com; E-mail: cs@torrentpower.com

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Particulars	(₹ in Crore except per share data)			
	For the quarter ended			For the year ended
	30.06.2023	31.03.2023	30.06.2022	31.03.2023
	Un-audited	Refer note 7	Un-audited	Audited
Income				
Revenue from operations (Refer note 4)	5,383.17	4,301.12	4,651.15	18,836.22
Other income	100.37	113.51	109.69	434.64
Total income	5,483.54	4,414.63	4,760.84	19,270.86
Expenses				
Electrical energy purchased	2,191.98	1,999.13	2,249.64	8,660.97
Fuel cost	1,685.08	580.74	899.77	2,508.23
Purchase of stock-in-trade	60.56	397.72	189.29	1,879.26
Employee benefits expense	129.64	137.09	125.83	513.85
Finance costs	192.14	158.48	156.51	668.34
Depreciation and amortisation expense	274.27	270.75	260.29	1,058.88
Other expenses	310.55	280.11	239.52	1,050.04
Total expenses	4,844.22	3,824.02	4,120.85	16,339.57
Profit before tax	639.32	590.61	639.99	2,931.29
Tax expense				
- Current Tax	113.85	108.49	111.44	634.45
- Deferred tax	46.59	47.05	47.78	193.12
Total tax expense	160.44	155.54	159.22	827.57
Profit for the period	478.88	435.07	480.77	2,103.72
Other comprehensive income :				
Items that will not be reclassified to profit or loss	2.72	9.00	1.82	11.21
Tax relating to other comprehensive income	0.95	3.14	0.64	3.92
Other comprehensive income (net of tax)	1.77	5.86	1.18	7.29
Total comprehensive income	480.65	440.93	481.95	2,111.01
Paid up equity share capital (F.V. ₹ 10/- per share)	480.62	480.62	480.62	480.62
Reserves excluding revaluation reserves as per balance sheet of previous accounting year				10,539.05
Earnings per share (of ₹ 10/- each) (not annualised)				
(a) Basic (₹)	9.96	9.05	10.00	43.77
(b) Diluted (₹)	9.96	9.05	10.00	43.77



Notes:

- 1 Net carrying value of Property, Plant & Equipment ("PPE") and Right-of-use assets ("ROU") as at June 30, 2023 includes ₹ 1,298.73 Crore pertaining to 1,200 MW DGEN Mega Power Project located at Dahej, Gujarat ("DGEN"). DGEN started commercial operations with effect from November 2014 and thereafter has operated only intermittently / partially due to various factors such as unavailability of domestic gas, high prices of imported gas and non-availability of power selling arrangement.

In view of the above and given the current economic environment, the Company had carried out an impairment assessment of DGEN as at March 31, 2023 by considering the recoverable amount based on value-in-use of DGEN in accordance with Indian Accounting Standard 36 'Impairment of Assets' and concluded that no further impairment provision was necessary as at March 31, 2023. The Company has reviewed the key assumptions underlying the above assessment as on June 30, 2023 and concluded that no further impairment provision is considered necessary as at June 30, 2023.

During the earlier years, the Company had provided for impairment loss of ₹ 2,300.00 Crore.

Assessment of 'value-in-use' involves several key assumptions including expected demand, future price of fuel, expected tariff rates for electricity, discount rate, exchange rate and electricity market scenario, based on past trends and the current and likely future state of the industry. Management reviews such assumptions periodically to factor updated information based on events or changes in circumstances in order to make fresh assessment of impairment, if any.

- 2 Torrent Pipavav Generation Limited ("TPGL"), a subsidiary of the Company and a joint venture between the Company and Gujarat Power Corporation Limited ("GPCL"), had made payments in nature of compensation for acquisition of private land as per the court orders in Amreli, Gujarat for the purpose of developing a coal-based power plant of 1,000+ MW. Due to non-availability of fuel linkage, Government of Gujarat ("GoG") vide its letter dated December 06, 2017, communicated that the said project may not be developed and accordingly, the joint venture is intended to be dissolved. Further, as per the said letter, the cost of land would be reimbursed after the disposal of land. Considering the above facts, assets and liabilities are reflected at their net realisable values or cost whichever is lower and the financial results of TPGI for the year ended March 31, 2023 have been prepared on a non - going concern basis. The recovery of carrying amount of equity and loan ₹ 93.65 Crore (net of impairment ₹ 18.35 Crore) is dependent on the availability of buyer for above mentioned land.
- 3 The Board at its meeting of even date, has approved the Scheme of Arrangement ("Scheme") for transfer and vesting of "the Renewable Power Undertaking" (comprises of 316.60 MW of solar and wind power) of the Company to Torrent Green Energy Private Limited, a wholly owned subsidiary (w.e.f. August 02, 2023) of the Company, on a going concern basis by way of slump sale with effect from the appointed date i.e. April 01, 2024 at book value, under sections 230 to 232 and other applicable provisions of the Companies Act, 2013. The Scheme is subject to requisite regulatory and other approvals, pending which no adjustments are required to be made in the financial results for the quarter ended June 30, 2023.
- 4 Revenue from operations for the quarter ended June 30, 2023, quarter ended June 30, 2022 and year ended March 31, 2023 includes sale of RLNG aggregating ₹ 72.08 Crore, ₹ 277.89 Crore and ₹ 3,068.65 Crore respectively.
- 5 In accordance with Ind AS 108 – 'Operating Segment' the Company has disclosed the segment information in the consolidated financial results and therefore no separate disclosure on segment information is given in the standalone financial results for the quarter ended June 30, 2023.
- 6 The immovable and movable assets of the Company, both present and future, are mortgaged and hypothecated by way of first pari passu charge in favour of holders of secured Non Convertible Debentures (NCD) along with lenders of term loans, fund-based working capital facilities and non-fund based credit facilities, availed by the Company except some assets which, in terms of respective financing documents (including Loan agreements, Debenture Trust deed), are carved out of security provided to lenders / debenture holders.
- 7 Figures for the quarter ended March 31, 2023 are the balancing figures between audited figures for the full financial year ended March 31, 2023 and the published year to date figures upto the third quarter of the said financial year.
- 8 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 August 10, 2023.
- 9 Refer Annexure I for disclosure required pursuant to Regulation 52(4), 54(3) and 63(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended).

For, TORRENT POWER LIMITED



Jinal Mehta
Managing Director

Place : Ahmedabad
Date : August 10, 2023



ANNEXURE I:

Disclosures pursuant to Regulation 52(4), 54(3) & 63(2) of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirement) Regulations, 2015 (as amended) (Standalone):

Regulation No.	Particulars	For the quarter ended			For the year ended
		30.06.2023	31.03.2023	30.06.2022	31.03.2023
52(4)(c)	Debt equity ratio	NCD Series wise details given hereunder			
52(4)(f)	Debt service coverage ratio	1.21	1.99	1.64	2.33
52(4)(g)	Interest service coverage ratio	5.67	5.54	6.51	6.28
52(4)(h)	Outstanding redeemable preference shares (quantity and value)	NA	NA	NA	NA
52(4)(i)	Capital redemption reserve / Debenture redemption reserve (₹ in Crore)	21.58	21.58	108.30	21.58
52(4)(j)	Net worth (₹ in Crore)	11,500.32	11,019.67	10,447.97	11,019.67
52(4)(k)	Net Profit after tax (other than other comprehensive income) (₹ in Crore)	478.88	435.07	480.77	2,103.72
52(4)(l)	Earnings per share (₹) (not annualised)	9.96	9.05	10.00	43.77
52(4)(m)	Current ratio	1.86	1.57	1.63	1.57
52(4)(n)	Long term debt to working capital	2.50	2.84	2.39	2.84
52(4)(o)	Bad debts to account receivable (not annualised)	0.65%	-0.78%	-0.22%	-1.05%
52(4)(p)	Current liability ratio	0.24	0.25	0.30	0.25
52(4)(q)	Total debts to total assets	0.38	0.39	0.38	0.39
52(4)(r)	Debtors turnover (not annualised)	2.99	2.80	2.88	13.08
52(4)(s)	Inventory turnover (not annualised)	8.82	6.72	6.82	34.76
52(4)(t)	Operating margin (%)	18.68%	21.07%	20.36%	22.42%
52(4)(u)	Net profit margin (%)	8.90%	10.12%	10.34%	11.17%
54(3)	Security cover available	NCD Series wise details given hereunder			

Non-convertible debenture series wise debt equity ratio :

Sr No.	Particulars	For the quarter ended			For the year ended
		30.06.2023	31.03.2023	30.06.2022	31.03.2023
1	Series 1 (10.35%, 550 Secured Redeemable Non-Convertible Debentures)	NA	NA	0.84	NA
2	Series 2 (10.35%, 200 Secured Redeemable Non-Convertible Debentures)	NA	NA	0.84	NA
3	Series 3 (8.95%, 165 Secured Redeemable Non-Convertible Debentures)	NA	0.86	0.84	0.86
4	Series 4 (10.25%, 2,700 Unsecured Redeemable Non-Convertible Debentures)	0.76	0.77	0.75	0.77
5	Series 5 (7.65%, 1,000 Secured Redeemable Non-Convertible Debentures)	NA	NA	0.75	NA
6	Series 6 (7.30%, 3,000 Secured Redeemable Non-Convertible Debentures)	0.76	0.77	0.75	0.77
7	Series 7 (6.50%, 6.90%, 7.25%, 2,500 Secured Redeemable Non-Convertible Debentures)	0.76	0.77	0.75	0.77
8	Series 8 (6.20%, 6.70%, 7.10%, 7.45%, 6,000 Secured Redeemable Non-Convertible Debentures)	0.76	0.77	0.75	0.77
9	Series 9 (7.45%, 8.05%, 6,000 Secured Redeemable Non-Convertible Debentures)	0.76	0.77	0.75	0.77
10	Series 10 (8.30%, 8.35%, 8.55%, 8.65%, 2,000 Secured Redeemable Non-Convertible Debentures)	0.76	0.77	0.75	0.77
11	Series 11 (8.50%, 6,000 Secured Redeemable Non-Convertible Debentures)	0.76	NA	NA	NA

Non-convertible debenture series wise security cover available :

Sr No.	Particulars	For the quarter ended			For the year ended
		30.06.2023	31.03.2023	30.06.2022	31.03.2023
1	Series 1 (10.35%, 550 Secured Redeemable Non-Convertible Debentures) \$	NA	NA	1.97	NA
2	Series 2 (10.35%, 200 Secured Redeemable Non-Convertible Debentures) \$	NA	NA	1.97	NA
3	Series 3 (8.95%, 165 Secured Redeemable Non-Convertible Debentures) #	NA	2.01	1.84	2.01
4	Series 4 (10.25%, 2,700 Unsecured Redeemable Non-Convertible Debentures)	NA	NA	NA	NA
5	Series 5 (7.65%, 1,000 Secured Redeemable Non-Convertible Debentures) #	NA	NA	1.69	NA
6	Series 6 (7.30%, 3,000 Secured Redeemable Non-Convertible Debentures) #	1.91	1.86	1.67	1.86
7	Series 7 (6.50%, 6.90%, 7.25%, 2,500 Secured Redeemable Non-Convertible Debentures) #	1.91	1.86	1.67	1.86
8	Series 8 (6.20%, 6.70%, 7.10%, 7.45%, 6,000 Secured Redeemable Non-Convertible Debentures) #	1.91	1.86	1.67	1.86
9	Series 9 (7.45%, 8.05%, 6,000 Secured Redeemable Non-Convertible Debentures) #	1.91	1.86	1.67	1.86
10	Series 10 (8.30%, 8.35%, 8.55%, 8.65%, 2,000 Secured Redeemable Non-Convertible Debentures) #	1.91	1.86	1.67	1.86
11	Series 11 (8.50%, 6,000 Secured Redeemable Non-Convertible Debentures) #	1.91	NA	NA	NA

\$ Fixed Asset Coverage ratio till June 30, 2022 computed based on definition as per Debenture Trust Deed and Security Cover ratio from September 30, 2022 computed based on SEBI/HO/MIRSD/MIRSD CRADT/CIR/P/2022/67 dated May 19, 2022.

Total Asset Coverage Ratio till June 30, 2022 computed based on definition as per Debenture Trust Deed and Security Cover ratio from September 30, 2022 computed based on SEBI/HO/MIRSD/MIRSD CRADT/CIR/P/2022/67 dated May 19, 2022.

Formulae for the computation of the Ratios :

- Debt equity ratio = Ratios are computed as per financial covenants provided in respective Information Memorandum.
- Debt service coverage ratio = (Total comprehensive income + Deferred tax + Depreciation and amortisation + Interest on debt) / (Principal repayment of debt (excluding voluntary prepayments if any) + Interest on debt + Lease payment)
- Interest service coverage ratio = (Total comprehensive income + Deferred tax + Depreciation and amortisation + Interest on debt) / (Interest on debt)
- Current ratio = Current assets / (Current liabilities- Security deposits from consumers - Service line deposits from consumers- Deferred revenue)
- Long term debt to working capital ratio = (All long term debt outstanding (including unamortised expense)+ contingent liability pertaining to corporate / financial guarantee given) / (Current assets- (Current Liabilities- Security deposits from consumers - Service line deposits from consumers- Deferred revenue - Current maturity of long term debt))
- Bad debts to account receivable ratio = (Bad debts written off (net of recovery) + Allowance for doubtful debts (net)) / (Average gross trade receivables)
- Current liability ratio = (Current liabilities- Security deposits from consumers - Service line deposits from consumers- Deferred revenue) / (Total liabilities)
- Total debts to Total assets ratio = (All long term debt outstanding (including unamortised expense)+ contingent liability pertaining to corporate / financial guarantee given + Short term debt) / (Total assets)
- Debtors turnover ratio = (Revenue from operations) / (Average trade receivables)
- Inventory turnover ratio = (Revenue from operations) / (Average inventories)
- Operating margin = (Profit before exceptional items and tax + Finance costs + Depreciation and amortisation - Other income) / (Revenue from operations)
- Net profit margin = (Profit after tax) / (Revenue from operations)
- Security cover available = Ratios are computed as per financial covenants provided in respective Information Memorandum.

