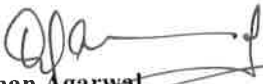


Independent Auditor's Report On Standalone Financial Results Pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors
Talwandi Sabo Power Limited

1. We have audited the accompanying statement of financial results of **Talwandi Sabo Power Limited** ('the Company') for the year ended March 31, 2019 ('the Statement') attached herewith, being submitted by the Company pursuant to the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the Regulation'), read with SEBI Circular No. CIR/IMD/DF1/69/2016 dated August 10, 2016 ('the Circular'). This Statement has been prepared on the basis of the audited financial statements for year ended March 31, 2019, which is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to express an opinion on the Statement based on our audit of the financial statements as at and for the year ended March 31, 2019, prepared in accordance with Indian Accounting Standards ('Ind AS') specified under section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India and the relevant requirements of the Regulation and the Circular.
2. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India. Those standards requires that we plan and perform the audit to obtain reasonable assurance as to whether the Statement is free of material misstatement(s).
3. An audit involves performing procedures to obtain sufficient audit evidences about the amounts and disclosures in the Statement. The procedures selected depend on the auditor's judgement including the assessment of material misstatement of the Statement, whether due to fraud or error. In making those risk assessment, the auditor considers internal controls relevant to the Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the statement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.
4. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - i. is presented in accordance with the requirements of the Regulation, read with the Circular; and
 - ii. gives a true and fair view of the net loss including other comprehensive income and other financial information of the Company for the year ended March 31, 2019
5. Further, we report that the figures for the half year ended March 31, 2019 represent the derived figures between the audited figures in respect of the financial year ended March 31, 2019 and the published figures for the half year ended September 30, 2018, which were subjected to a limited review, as required under the Regulation and the Circular.

For S.R. BATLIBOI & CO. LLP
Chartered Accountants
ICAI Firm registration number: 301003E/E300005


per **Naman Agarwal**
Partner
Membership No.: 502405
New Delhi
April 26, 2019



TALWANDI SABO POWER LIMITED

Regd. Office : Village Banawala, Mansa-Talwandi Sabo Road,
District Mansa-151302, Punjab

CIN: L40101PB2007PLC031035

Audited Statement of Assets and Liabilities as at March 31, 2019

(₹ in crores)

	Particulars	As at	As at
		March 31, 2019	March 31, 2018
		Audited	Audited
I	ASSETS		
1	Non-current assets		
	(a) Property, plant and equipment	9,941.96	10,340.23
	(b) Capital work-in-progress	9.02	8.05
	(c) Intangible assets	1.02	1.41
	(d) Financial assets		
	(i) Trade receivables	2,200.08	816.61
	(ii) Other financial assets	8.51	5.83
	(e) Other non-current assets	3.47	3.44
	Total non-current assets	12,164.06	11,175.57
2	Current assets		
	(a) Inventories	441.62	253.00
	(b) Financial Assets		
	(i) Trade receivables	337.82	1,439.81
	(ii) Cash and cash equivalents	262.18	23.41
	(iii) Other financial assets	114.52	73.89
	(c) Other current assets	42.10	69.27
	Total current assets	1,198.24	1,859.38
	Total assets	13,362.30	13,034.95
II	EQUITY AND LIABILITIES		
A	EQUITY		
	(a) Equity share capital	3,206.61	3,206.61
	(b) Other equity	(650.80)	(595.95)
	Total Equity	2,555.81	2,610.66
B	LIABILITIES		
1	Non-current liabilities		
	(a) Financial liabilities		
	(i) Borrowings	5,898.83	4,676.31
	(ii) Other financial liabilities	-	10.98
	(b) Provisions	0.42	0.53
	(c) Deferred tax liabilities (net)	234.58	180.81
	Total non-current liabilities	6,133.83	4,868.63
2	Current liabilities		
	(a) Financial liabilities		
	(i) Borrowings	1,792.28	2,525.79
	(ii) Trade payables		
	(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises	3.00	2.84
	(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	389.44	323.71
	(iii) Other financial liabilities	2,481.82	2,699.63
	(b) Other current liabilities	5.26	3.63
	(c) Provisions	0.86	0.06
	Total current liabilities	4,672.66	5,555.66
	Total liabilities	10,806.49	10,424.29
	Total equity and liabilities	13,362.30	13,034.95

Agreed



TALWANDI SABO POWER LIMITED

Regd. Office : Village Banawala, Mansa-Talwandi Sabo Road, District Mansa-151302, Punjab

CIN: L40101PB2007PLC031035

Statement of Audited Financial Results for the period ended March 31, 2019

(₹ in crores except per share data and ratios)

Particulars	Half year ended	Half year ended	Year Ended	Year Ended
	31-Mar-19	31-Mar-18	31-Mar-19	31-Mar-18
	Unaudited	Unaudited	Audited	Audited
I Revenue from operations	2,599.39	2,612.52	5,235.60	4,171.76
II Other Operating Income	28.81	20.97	49.13	30.65
III Other income	0.71	1.58	1.68	4.32
IV Total Income (I+II+III)	2,628.91	2,635.07	5,286.41	4,206.73
V Expenses:				
(a) Power and fuel	1,822.66	1,669.07	3,699.43	2,760.25
(b) Employee benefits expense	12.71	14.64	25.71	34.13
(c) Finance costs	440.49	376.39	835.86	741.25
(d) Depreciation and amortisation expense (Refer note 5)	226.86	163.55	454.50	327.93
(e) Other expenses	147.39	130.48	271.71	256.20
Total expenses	2,650.11	2,354.13	5,287.21	4,119.76
VI Profit / (Loss) before tax (IV-V)	(21.20)	280.94	(0.80)	86.97
VII Tax expense / (benefit):				
(a) Current tax	(4.42)	-	-	-
(b) Deferred tax	49.07	364.09	53.78	180.81
Net Tax expense / (benefit)	44.65	364.09	53.78	180.81
VIII Profit / (Loss) for the year (VI-VII)	(65.85)	(83.15)	(54.58)	(93.84)
IX Other Comprehensive Income / (Loss)				
Items that will not be reclassified to the profit and loss				
Remeasurement of the net defined benefit liability / asset	(0.37)	0.25	(0.27)	0.18
X Total Other Comprehensive Income / (Loss)	(0.37)	0.25	(0.27)	0.18
XI Total Comprehensive Income / (Loss) for the year (VIII+X)	(66.22)	(82.90)	(54.85)	(93.66)
Paid-up equity share capital (Face Value of ₹ 10 each)	3,206.61	3,206.61	3,206.61	3,206.61
Paid up debt capital (Non Convertible Debentures of ₹ 10 Lacs each)	3,249.29	2,049.84	3,249.29	2,049.84
Reserves excluding revaluation reserves as per balance sheet	-	-	(650.80)	(595.95)
Earnings / (Loss) per share (not annualised except for the year ended March 31, 2019 & March 31, 2018)				
- Basic & Diluted - after exceptional items	(0.21)*	(0.26)*	(0.17)	(0.29)
- Basic & Diluted - before exceptional items	(0.21)*	(0.26)*	(0.17)	(0.29)
Debt redemption reserve (Refer note 2)	26.03	26.03	26.03	26.03
Debt Equity Ratio*	3.39	3.31	3.39	3.31
Debt Service Coverage Ratio*	1.48	2.23	1.56	1.59
Interest Service Coverage Ratio*	1.50	2.23	1.57	1.59

*Note: The ratios have been computed as

a) Debt Equity Ratio = Total Debt/Equity,

b) Debt Service Coverage Ratio = EBITDA / (Finance Cost + Principal repayment of debt during the period - Loans taken for principal repayment),

c) Interest Service Coverage Ratio = EBITDA / Finance cost

[Handwritten Signature]



TALWANDI SABO POWER LIMITED

Regd. Office : Village Banawala, Mansa-Talwandi Sabo Road, District Mansa-151302, Punjab

NOTES FORMING PART OF THE STATEMENT OF AUDITED FINANCIAL RESULTS FOR THE YEAR ENDED MARCH 31, 2019:

- 1 The Audit Committee has reviewed the above results and the Board of Directors has approved the above results and its release in their respective meetings held on April 26, 2019. The same has also been audited by the auditors of the Company.
- 2 As per section 71(4) of the Companies Act, 2013, a company shall create a debenture redemption reserve for the redemption of debenture to which adequate amount shall be created out of its profits every year until such debentures are redeemed. In the absence of profits, the Company has not created the said reserve during the year.
- 3 The Company operates only in one segment namely power generation and there are no reportable segments in accordance with IND-AS 108 on 'Operating Segments'.
- 4 Additional disclosures as per Regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirement) Regulations, 2015:

a) Previous due date of Interest/Principal repayment, payment made on respective due date:

Particulars	Previous Due Date (1st October, 2018 to 31st March, 2019)	
	Principal Due Date	Interest Due Date
NCD's- INE694L07081 bearing interest 8.20%	-	01-Dec-18
NCD's- INE694L07099 bearing interest 7.75%	-	02-Mar-19

b) Next due date of Interest/Principal repayments along with amount due are as follows:

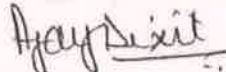
Particulars	Following Due Date and Amount due (1st April, 2019 to 30th September, 2019)			
	(₹ in Crores)			
	Principal Due Date	Amount Due	Interest due date	Amount Due
NCD's- INE694L07099 bearing interest 7.75%	20-Sep-19	250.00	20-Sep-19	10.72
NCD's- INE694L07107 bearing interest 7.85%	-	-	04-Aug-19	39.25
NCD's- INE694L07115 bearing interest 8.55%	-	-	23-Apr-19	85.50
NCD's- INE694L07123 bearing interest 9.23%	-	-	30-Jul-19	92.30

- c) During the year, CRISIL revised the credit rating of Non-Convertible Debentures (NCD) of ₹ 3,050 Crs. to CRISIL "AA (SO)/(Stable)" from CRISIL "AA(SO)/(Positive)" on February 25, 2019 and India Rating revised its rating for NCD of ₹ 200 Crs. to "IND AA(SO)/(Stable)" from "AA(SO)/(Positive)" on 19th March 2019
- d) The Listed Non-Convertible debentures of the company aggregating to face value of ₹ 3,250 Crore as on March 31, 2019 are secured by way of first pari passu charge on assets of the company and the asset cover thereof exceeds one times of the principal amount of the said debentures.
- e) Other Informations:

Particulars	(₹ in Crores)	
	31-Mar-19	31-Mar-18
a) Net Worth (Equity+Other Equity)	2,555.81	2,610.66
b) Asset Coverage Ratio (Net Fixed Assets / Long Term Borrowing)	1.45	1.69

- 5 The Company commissioned a study pursuant to which the economic useful life of its property, plant and equipments has been reassessed from 40 years to 25 years (being the term of Power Purchase Agreement) w.e.f. April 1, 2018. This has resulted in a higher depreciation charge for the year of ₹ 121.72 Crore and a lower loss after tax of ₹ 6.03 Crore.
- 6 The figures for the half year ended March 31, 2019 and March 31, 2018 are the balancing figures between audited figures in respect of full financial year ended March 31, 2019 and March 31, 2018 respectively and the unaudited published year to date figures upto September 30, 2018 and September 30, 2017 respectively, being the end of the first half year of the respective financial year, which are subject to limited review.

By order of the Board
For Talwandi Sabo Power Limited


 Ajay Kumar Dixit
 (Whole Time Director)

Place: New Delhi
Date: April 26, 2019

Approval

