vedanta
transforming for good
power

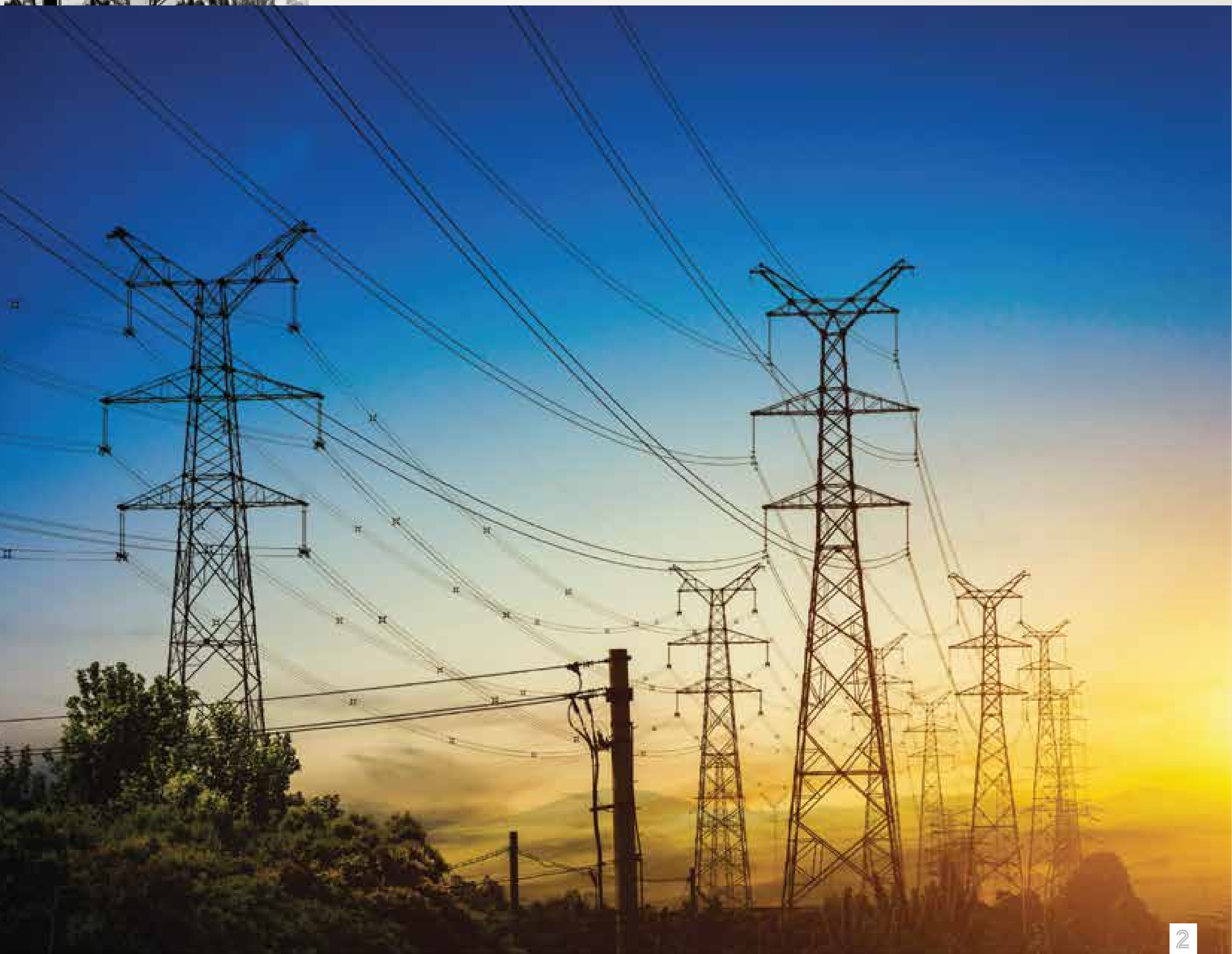
TSPL ANNUAL REPORT 2025

ENERGY THAT CARES FOR YOU

CONTENT

VISION

To become the best-performing and most competitive power plant in India, with world-class sustainability practices, aided by technology, innovation, and a strong governance framework, with the aim of partnering in the nation's progress.



MISSION

To power India's growth through sustainable technologies that efficiently utilize energy resources, while embracing Vedanta's core values.

CORE VALUES

TRUST

ENTREPRENEURSHIP

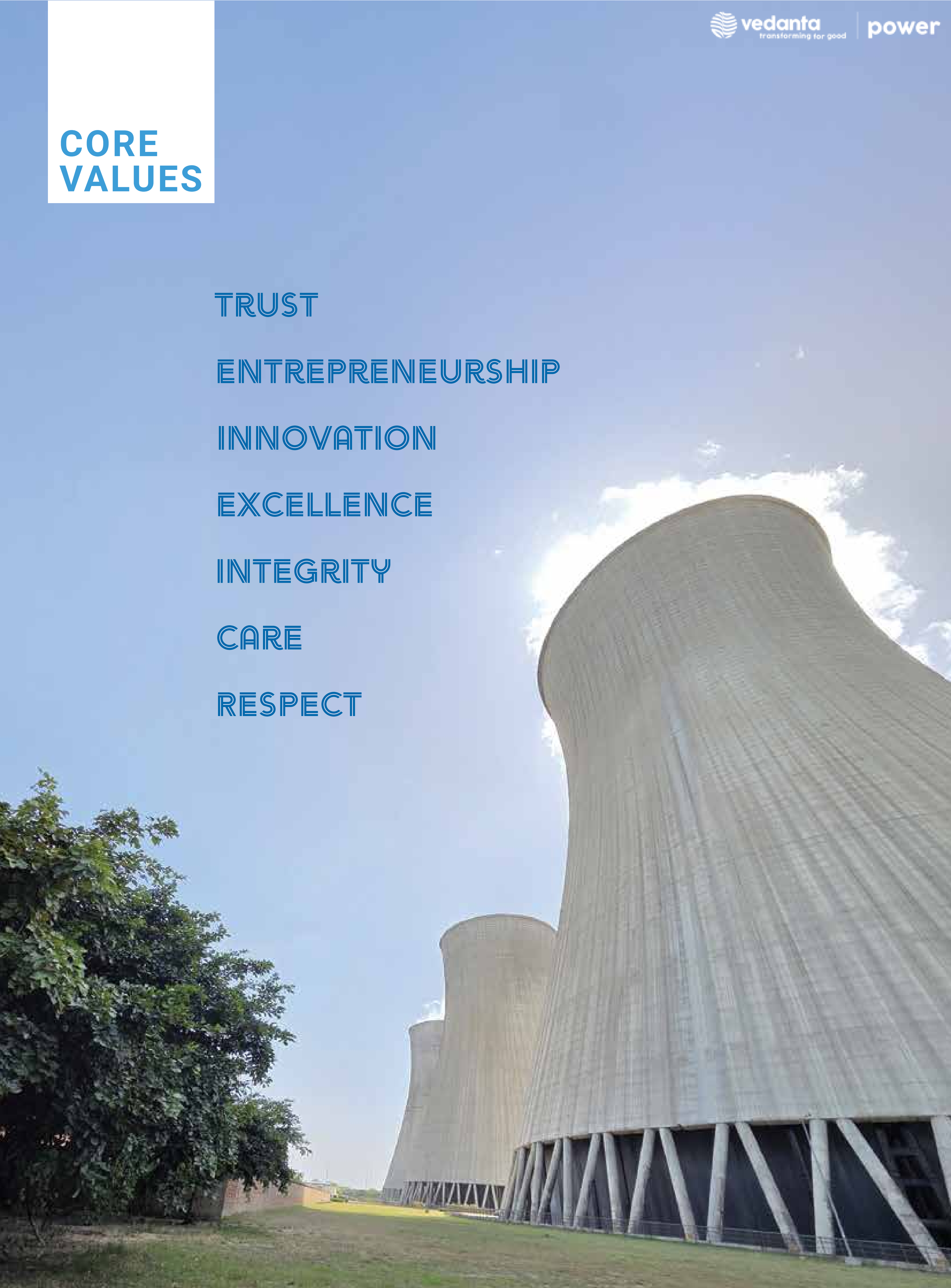
INNOVATION

EXCELLENCE

INTEGRITY

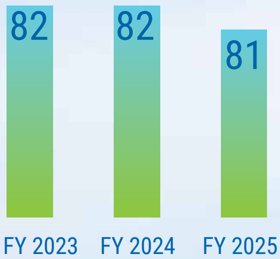
CARE

RESPECT



OPERATIONAL PERFORMANCE 2024-25

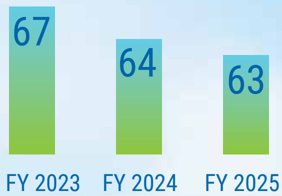
PLANT TECHNICAL AVAILABILITY (%)



Description: Yearly availability chart

Commentary: With availability of 81% in FY 25, recovered full capacity charges.

PLANT LOAD FACTOR (%)



Description: Plant Load Factor

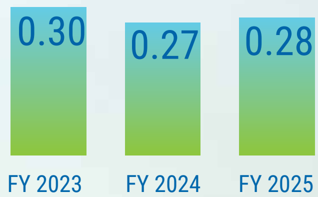
Commentary: PLF is dependent upon SLDC/PSPCL.

TOTAL ASH UTILISATION(%)

Description: Utilization of ash generated during operations

Commentary: 118% ash utilized for FY 25.

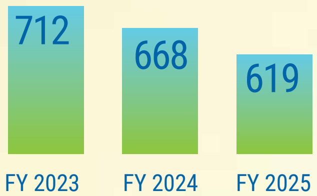
SPECIFIC OIL CONSUMPTION (ML/KWH)



Description: Oil required for start-up and shutdown of units

Commentary: Oil consumption of 0.28 for FY 25.

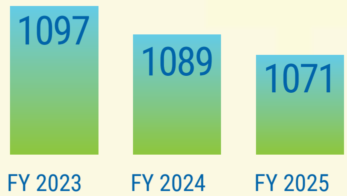
FINANCE COST (INR Cr)



Description: Finance Cost (Cost of Debt)

Commentary: Decrease in finance cost on account of reduction in borrowings during the FY 2025.

EBIDTA (INR Cr)



Description: Earnings before Interest, Depreciation Tax & Amortization

Commentary: Reduction in capacity charges per kWh as per PPA, partially set off by better operational performance.

CORPORATE INFORMATION

CIN: U40101MH2007PLC433557
Email: tspl.secretarial@vedanta.co.in
Website: www.tsplindia.co

REGISTERED OFFICE

1st Floor, C wing, Unit 103, Corporate Avenue
Atul Projects, Chakala, Andheri (East), Mumbai,
Maharashtra, 400093

SITE OFFICE

Talwandi Sabo Power Limited
Village Banawala, Mansa- Talwandi Sabo Road
Mansa, Punjab - 151302, India

AUDITORS

- **Statutory Auditors**
  M/s S. R. Batliboi & Co. LLP
- **Internal Auditors**
  KPMG Assurance and Consulting Services LLP
- **Secretarial Auditors**
  M/s SGA & Associates, Practicing Company Secretaries
- **Cost Auditors**
  M/s K G Goyal & Company

KEY MANAGERIAL PERSONNEL
As on March 31, 2025:

- Chief Executive Officer
  Rajinder Singh Ahuja
- Chief Financial Officer
  Nitesh Malani
- Company Secretary
  Shivangi Dhanuka

BOARD OF DIRECTORS ON MARCH 31, 2025

Agnivesh Agarwal, Chairman, brings extensive corporate experience with strong expertise in business operations and project management. He previously served as Chairman of Hindustan Zinc, concluding over 13 years on the Board in 2019. Currently, he is the Chairman of Fujairah Gold FZC in the UAE. Earlier in his career, he worked with a merchant bank, private bank, and housing bank before starting full-time in 1998 in the UK, joining a telecommunications firm's sourcing/ materials division in structured wiring and integrated LAN systems.

He holds a Business Studies and Administration degree from the University of Mumbai, Class of 1998. A keen sportsman, he enjoys Tennis, Athletics, expeditions, and team sports, and lives between the UAE and UK.

Pankaj Kumar Sharma, Chief Operating Officer (COO) and Whole Time Director, has over 27 years of experience driving profitable business growth and operational excellence in large-scale industries. A transformational change catalyst, he is known for challenging the status quo and pioneering future-ready strategies.

He has a strong track record of building synergy across stakeholders, departments, and teams, aligning priorities to deliver impactful results. Since joining the Vedanta Group in 1997, he has held leadership roles at MALCO, BALCO, Vedanta Aluminium Jharsuguda, and has been with TSPL since 2019.

He holds a BE in Mechanical Engineering and a Diploma in Management.

▸Audit Committee ▸Nomination & Remuneration Committee ▸Corporate Social Responsibility Committee

BOARD OF DIRECTORS ON MARCH 31, 2025

Sonal Choithani, Non-Executive Director, has over 26 years of experience in branding and communications with leading global brands such as Tata, ICICI Bank, United Technologies, and Fidelity International. She joined the Vedanta Group in 2019. She has extensive experience in strategic communication across sectors including banking, aerospace, and metals. She holds a B.Sc. in Physics, Chemistry & Math and an MBA in Marketing from Devi Ahilya University (1999), and has completed Harvard Business School's program on Entrepreneurship in Emerging Economies.

▸Audit Committee ▸Nomination & Remuneration Committee ▸Corporate Social Responsibility Committee

B. K. Sharma, Non-Executive Director has more than 42 years' of experience in diverse sectors like Telecom Cables, Power cables, H.T. Insulators, Steel & steel Wires, Paper, Mining & Metals, and Project Management. Mr. Sharma was associated with Vedanta Group for more than 16 years and worked in Leadership/ Business Head roles in the Group companies in India and abroad.

He is Science Graduate and master's in business management.

▸Audit Committee ▸Nomination & Remuneration Committee ▸Corporate Social Responsibility Committee

KEY MANAGERIAL PERSONNEL ON MARCH 31, 2025

Rajinder Singh Ahuja, Chief Executive Officer (CEO) is an Electrical engineer from MANIT Bhopal with over 27 years of rich leadership experience in Safety, ESG and Power Projects. He has been associated with Vedanta since November 2003 and has contributed significantly to erection, commissioning and operation of all captive thermal power plants, Solar power, Wind power plants at HZL. Further, he was positioned as the head- Health, Safety, Environment and Sustainability across Hindustan Zinc & Vedanta in the last 5 years.

Nitesh Malani, Chief Financial Officer (CFO) is a qualified Chartered Accountant. He has been associated with the Group since 2006 and brings with him more than 19 years of rich experience of various verticals like Power, Mining, Smelting and Reporting. He has significantly contributed to driving cost reduction initiatives, critical analytics, global benchmarking, and digital interventions through innovative approaches.

Shivangi Dhanuka, Company Secretary (CS) is a qualified Company Secretary and a Law graduate from Delhi University. She has been associated with the Group since 2022 having professional experience in corporate governance and compliance management with core competence in corporate law, legal and regulatory compliance and stakeholder management. She has done Master of Commerce in Business Policy and Corporate Governance.

FROM THE CHAIRMAN'S DESK

EBITDA OF
₹1,071
CRORE

PREVENTING
THE RELEASE OF OVER
1,168,000
METRIC TONNES OF CO_2

GREAT PLACE
TO WORK

TOP 50
COMPANIES
WITH GREAT MANAGERS
FOR FY 2025

Dear Shareholders,

India stands at the cusp of transformative growth, with its energy needs accelerating in lockstep with its economic aspirations. Thermal power continues to be a backbone of our nation's energy ecosystem, playing a vital role in ensuring energy security. Amidst this growth, Vedanta Power's expanded portfolio reflects a commitment to meeting this need sustainably and responsibly. At the forefront of this effort is Talwandi Sabo Power Limited (TSPL), the largest private thermal power plant in North India which proudly powers nearly 30% of the state's electricity needs, fueling homes, industries, and progress.
It gives me great pleasure to present the Annual Report for the FY 2025. This year has been one of exceptional progress and performance, underscored by our steadfast commitment to operational excellence, sustainability, and inclusive growth.

We are especially proud of achieving the highest ever diversity in our workforce, with close to 50% representation, a milestone that reflects our focus on equal opportunity and inclusive development. This dynamic and diverse culture continues to be one of TSPL's greatest strengths.

Financially, TSPL has delivered robust results with an EBITDA of ₹1,071 crores, driven by focused strategic initiatives and efficient cost management. Our credit rating for working capital limits was upgraded from A to A+, reaffirming our strong financial foundation and fiscal prudence.

On the operational front, TSPL maintained plant availability above 80%, demonstrating consistency and reliability. We achieved our lowest-ever Net Station Heat Rate (NSHR) in FY 2025 and recorded 118% fly-ash utilization, setting new benchmarks in efficiency and resource optimization.

FROM THE CHAIRMAN'S DESK

HIGHEST EVER DIVERSITY IN OUR WORKFORCE, WITH CLOSE TO

50%

REPRESENTATION.

CREDIT RATING FOR WORKING CAPITAL LIMIT UPGRADED FROM A TO

A+

LOWEST-EVER NSHR IN FY'2025

118%

FLY-ASH UTILIZATION

RESPONSIBLE MANAGEMENT OF

8,00,000

TONNES OF CROP STUBBLE

EFFICIENT MANAGEMENT OF FLY ASH

≥1500 MW

IN THE PRIVATE SECTOR

SINGLE-USE PLASTIC (SUP) FREE PREMISE BY CII

Sustainability continues to be a cornerstone of our strategy. TSPL made notable strides in lowering its carbon footprint this year, preventing the release of over 1,168,000 metric tonnes of CO_2 by enabling the responsible management of 8,00,000 tonnes of crop stubble, a key step toward cleaner air and a healthier Punjab and nearby states. Our successful initiation of biomass co-firing further advances Vedanta's goal of reducing reliance on conventional fuels and promoting cleaner energy practices.

Our environmental stewardship was acknowledged with the Efficient Management of Fly Ash (≥1500 MW) in the Private Sector, Northern Region award by the Mission Energy Foundation. Additionally, TSPL was certified as a Single-Use Plastic (SuP) Free premise by CII, a testament to our drive towards reducing environmental impact and promoting eco-conscious operations.

TSPL's culture of leadership and managerial excellence earned us a place among the Top 50 Companies with Great Managers for FY 2025, and we were certified as a Great Place to Work, highlighting our focus on nurturing a positive, inclusive and empowering workplace.

Looking ahead, TSPL remains steadfast in its pursuit of operational excellence, sustainability leadership, and stakeholder value. The journey ahead is filled with promises, and we are ready to seize the opportunities that lie before us with innovation, integrity, and a strong sense of purpose.

I extend my heartfelt gratitude to our shareholders, customers, partners, and employees for your continued trust and support. Together, let us power a future that is more sustainable, inclusive, and prosperous.

Warm regards,
Agnivesh Agarwal
Chairman
Talwandi Sabo Power Limited

FROM THE CEO'S DESK

Dear Shareholders,

FY 2024-25 marked a defining chapter in TSPL's journey as Vedanta Power's most established supercritical asset, driven by grit, creative problem-solving, and collective determination. Rooted in the Vedanta Group's ethos and inspired leadership of Chairman, we have pursued excellence across all facets of our business. This year, we not only delivered on our strategic objectives but also laid the foundation for transformative growth.

Our focus remained clear: nurture talent, streamline systems, and deepen community engagement. Through disciplined execution and agile responses, we created a workplace culture that thrives on accountability, performance, and purpose. We are proud to be recognised across diverse spheres, from workplace safety and environmental stewardship to inclusive people practices and sustainable resource utilization. These recognitions are more than markers of success; they reflect who we are & the standards we hold ourselves to.

Performance Highlights for FY 2025:

- EBITDA of ₹1,071 crore, affirming the strength of our operating model.
- Credit rating upgraded to A+ (from A) for working capital limits, reinforcing our financial credibility.
- Lowest-ever Net Station Heat Rate and 118% fly ash utilization, with 3.6 million tonnes repurposed for construction materials, driving efficiency and repurpose.
- 1.168 million tonnes of CO_2 emissions avoided through stubble management initiatives, which prevented the burning of 20,000 acres of farmland and enabled the procurement of 800,000 MT of crop residue, enhancing regional air quality, promoting circularity, and supporting biomass co-firing.
- 15,000+ saplings planted across our 824-acre green belt, strengthening our ecological footprint.
- 50% workforce diversity, the highest in TSPL's history
- Zero fatalities and the lowest recordable injuries in a decade, reaffirming our safety-first culture.
- Vedanta Group Chairman's Award for Best Business Performance in Q3 FY 2025.
- Named among India's Top 50 Companies with Great Managers, underscoring our leadership strength.

FROM THE CEO'S DESK

In FY 2025, over 97,000 lives were impacted through our flagship social initiatives such as Navi Disha, TARA, SEHAT, and Gram Nirman. We invested ₹1.29 crore in programs focused on healthcare, education, rural development, and youth empowerment.

Of special note is TARA (TSPL Action for Rural Ajeevika), a women-led livelihood and skilling program that also supports a circular economy by producing eco-friendly office supplies for public institutions. These initiatives exemplify our approach: locally rooted, impact-driven, and people-first.

This year, TSPL advanced from standalone green initiatives to a fully integrated ESG-first business approach. From reducing greenhouse gas emissions and freshwater usage to maximising resource circularity, our sustainability actions are embedded in every business decision. For us, growth and responsibility go hand in hand— Performance with purpose remains our North Star.

As we move forward into the next financial year, our focus is clear, i.e. Build on the momentum, strengthen operational excellence, and embed safety, sustainability, and social value creation into the fabric of our operations. The reforms and systems introduced in FY 2025 have laid a strong foundation to unlock even greater performance in FY 2026. We're also accelerating our digital transformation journey, recognizing its potential to enhance transparency, efficiency, and resilience across all functions.

With a strong reform-led foundation in place, we are positioned for even greater outcomes ahead. TSPL's 1980 MW remains our flagship plant, while Meenakshi Energy Ltd Phase 1 (300 MW) is now operational. Meenakshi Phase 2 (700 MW) and Vedanta Ltd. Chhattisgarh Thermal Power Plant Unit 1 (600 MW) are on track for commissioning in Q1 FY 2026, strengthening Vedanta Power's capacity and reinforcing our role in powering India's $7 trillion economic vision.

None of this progress would be possible without the energy and expertise of our people and partners. I extend my sincere thanks to the Board, employees, customers, government agencies, financiers, and every stakeholder who places confidence in TSPL.

Let's continue to move forward with confidence, scale innovation, prioritize safety, and remain committed to creating lasting value, for our business, our communities, and the planet.

Warm regards,
Rajinder Singh Ahuja
Chief Executive Officer, Power
Vedanta Ltd.

CSR INITIATIVES

At TSPL, Corporate Social Responsibility is not merely a compliance, but a conscious effort to catalyse positive socio-economic transformation and ensure inclusive growth in the communities we serve. Anchored in our core values and aligned with national development priorities and the United Nations Sustainable Development Goals, our initiatives are thoughtfully designed to create lasting social impact.

Our approach to CSR is centred on uplifting underserved communities by improving access to quality healthcare, promoting women's empowerment through sustainable livelihood opportunities, supporting child education, advancing sustainable agriculture practices, and developing essential community infrastructure etc.

In the financial year 2024–25 , our social interventions have positively impacted over 60,000 individuals across 26 villages. This is not just a figure—it represents thousands of stories of progress, resilience, and hope. Every project we undertake is a step towards creating empowered communities and fostering shared prosperity.

By continuously engaging with local stakeholders and understanding grassroots challenges, TSPL remains committed to being a socially responsible organization -driving change that is inclusive, sustainable, and deeply human-centric.

60,000
individuals from
26 villages

KEY THEMATIC AREA

- SUSTAINABLE LIVELIHOOD
- HEALTH CARE SERVICES
- EDUCATION & CHILDREN WELLBEING
- WOMEN EMPOWERMENT
- RURAL INFRASTRUCTURE DEVELOPMENT

CSR IMPACT

>60K beneficiaries **26** villages

2700
farmers under Sustainable Agriculture project

>2100
Women under SHG Project

~23000
beneficiaries Under Community Health Initiative

~32000
beneficiaries under community asset development

~500
students under TCLP & ISDP

2,700
farmers from
26 villages

Straw burning
prevented in
20,000
acres of land

1,800
farmers trained

NAVI DISHA - PROMOTION OF SUSTAINABLE AGRICULTURE

Fostering sustainable agriculture, edifying over 2700 farmers from 26 villages

The project aims to transform rural farming by promoting economically viable and environmentally sustainable practices. It focuses on reducing chemical use through awareness and IPM, building capacity in organic farming, and encouraging soil health, water conservation, crop diversification, and paddy straw management. By supporting modern machinery and allied income activities, the project enhances productivity, lowers input costs, and builds long-term resilience for over 2,700 farmers across 26 villages.

KEY HIGHLIGHTS - NAVI DISHA

• **Sustainable Agriculture & Environment:** Successfully prevented paddy straw burning across 20,000+ acres, promoting

eco-friendly farming and earning recognition from the District Agriculture Department, Mansa.

• **Animal Husbandry Support:** Organized 3 animal health camps, benefiting 500+ cattle with diagnostics and free medication to enhance livestock health and farmer incomes.

• **Infrastructure Development:** Established a Farmer Resource Centre in Makha village with modern agri-machinery, advanced farming literature, and essential tools.

• **Agri Input Distribution:** Supported 800+ farmers with inputs such as Trichoderma, organic kits, bio-pesticides, and vegetable, turmeric, and mushroom seed kits.

• **Capacity Building:** Conducted 50+ training and awareness sessions on improved farming techniques, organic farming, integrated pest management, crop management, and allied income activities, benefiting over 1800 farmers.

22,000
lives healed

Dental services provided to over
1,100
patients

Lab tests conducted for over
2,000
patients

SEHAT - SAFE AND EFFECTIVE HEALTH ACTION BY TSPL

Healing 22,000+ lives by supporting PHCs and doorstep healthcare services

The project focuses on strengthening the local healthcare ecosystem by supporting PHCs, offering dental care, diagnostics, and doorstep services through health camps, aligned with SDG 3.

KEY HIGHLIGHT - SEHAT PROJECT

Dental Care Access: Provided dental services at PHC Behniwal, benefiting 1,100+ patients from surrounding villages.

Essential medical care provided to
12,000
patients

4,000
patients screened by an Ophthalmologist

3,000
people educated on critical health issues

Diagnostic Support: Enabled lab testing for 2,000+ patients at Civil Hospital, Mansa through TSPL-supported technician.

General Health Camps: Organized 80 medical camps delivering free healthcare and medicines to 12,000+ individuals.

Eye Care Services: Conducted 16 eye screening camps, reaching 4,000+ patients with ophthalmologist consultations and medications.

Health Awareness: Educated ~3,000 people on preventive health topics including malaria, dengue, malnutrition, first aid, snake bite and more through targeted awareness sessions.

Lives of
2,100
rural women transformed

Skill enhancement training to
120+
women

11,00,000/-
revenue generated

PROJECT TARA - RURAL AJEEVIKA - WOMEN EMPOWERMENT

Empowering 2,100+ Women Across 20 Villages by providing livelihood opportunities in collaboration with the Punjab State Rural Livelihood Mission

KEY HIGHLIGHTS - PROJECT TARA

Micro-Enterprise Development: Established 2 new micro-enterprise centers and connected 100+ women to income-generating activities.

Skill Building: Trained 120+ Self-Help Group (SHG) women to enhance entrepreneurial skills and promote sustainable livelihoods.

Economic Impact: SHG women generated over ₹11 lakh in revenue, showcasing increased economic participation and financial independence.

Institutionalization: Registered TARA as Producer Company Limited, a women-led apex institution ensuring long-term sustainability and governance by rural women.

Quality of life of
32,000+
people improved

40
solar streetlights installed

180
concrete benches installed in 10 villages

TSPL GRAM NIRMAN PROJECT
(COMMUNITY INFRASTRUCTURE DEVELOPMENT)

Changing Contours of Rural Mansa through providing urban amenities in Rural Areas

TSPL is actively enhancing community infrastructure across villages, directly benefiting the lives of over 32,000 people by bridging the urban-rural divide.

KEY HIGHLIGHTS - GRAM NIRMAN PROJECT

Solar Streetlights: Installed 40 solar-powered streetlights across five villages, enhancing night-time visibility and public safety with eco-friendly lighting.

Community Rest Sheds: Constructed rest sheds in Raipur and

6,500
sq ft renovated

Perron villages, offering essential community spaces for social interaction.

Installation of Concrete Benches: Installed 180 concrete benches in 10 villages, improving seating access for elderly and community members in public areas.

Public Restroom & Park Revamp: Built a new public restroom and renovated the community park at Chehlanwali village, enhancing sanitation and recreational infrastructure.

Sports Stadium Renovation: Renovated the sports stadium at Talwandi Aklian village, including ~6,500 sq. ft. of interlock tiling, painting of the volleyball court, and shed refurbishment.

Community Hall Renovation: Upgraded the community hall in Ullak village to provide functional space for local gatherings and events.

115
Diploma students

300
students benefitting

COMPUTER LITERACY PROGRAM

Empowering Rural Youth: 115 students successfully completed a 6-month Diploma in Computer Applications, enhancing digital literacy, employability, and bridging the rural-urban skill gap.

INTEGRATED SCHOOL DEVELOPMENT PROGRAM

School Infrastructure Upgrade: Constructed a girls' washroom and kitchen shed at Dhingar Govt. Primary School, benefiting 300+ students by improving hygiene and safety.

Hostel Facility Enhancement: Installed tube lights and geysers at the girls' hostel, Guru Kashi Campus, Punjabi University, ensuring better comfort and living conditions.

₹1,00,000
scholarship awarded

300
volunteering hours by TSPL employees

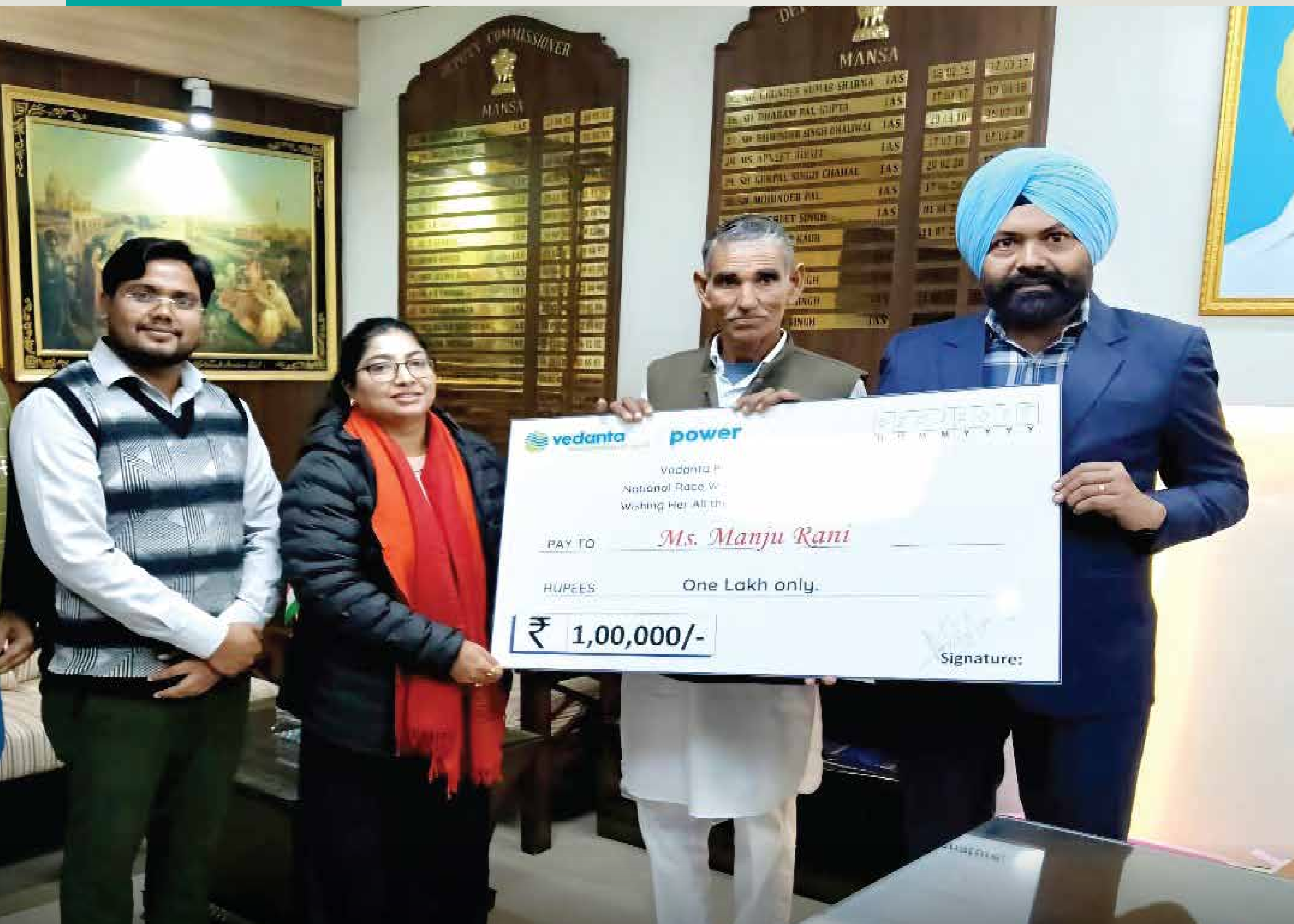
PROMOTION OF SPORTS TALENT

Sports Scholarship Support: Awarded a ₹1,00,000 scholarship to Ms. Manju Rani, a national-level race walker from Khaira Khurd village, reinforcing TSPL's commitment to grassroots sports development.

PASSION TO SERVE

Employee Volunteering Initiatives: Employees contributed ~300 hours in FY 2024–25 through activities like winter cloth donation drives, nutrition support at Anganwadis, kinnoo picking with farmers, and awareness sessions in schools.

Fostering Community Engagement: These initiatives strengthen employee-community ties, promote empathy, and align with TSPL's core values of Care and Respect.



CSR INITIATIVES

CSR MEDIA COVERAGE

गांव गहलेवाला की रमनदीप कौर जज बनी

तलवंडी साबो, 21 अक्टूबर (मुनीष): तलवंडी साबो सब-मंडल के गांव गहलेवाला के स्व. जगसीर सिंह ग्रेवाल की बहू बीबी रमनदीप कौर सुपत्नी सुखनदीप सिंह ने जज बनकर गांव और इलाके का नाम रोशन किया है।

रमनदीप कौर के पति सुखनदीप सिंह ग्रेवाल ने बताया कि रमनदीप कौर हरियाणा न्यायिक सेवा (2023-24) का पेपर 17वीं रैंक से पास कर जज बनी हैं। रमनदीप कौर ग्रेवाल का कहना है कि वह भगवान का शुक्रिया अदा करती हैं कि उन्हें यह सौभाग्य मिला न्याय की स्थिति। वह अकाल पुरख से प्रार्थना करते हैं कि जिस न्याय की कुर्सी पर वह बैठने जा रहे हैं, वहां से सभी को न्याय मिले, इसी तरह बच्चे भी मेहनत और लगन से पढ़ाई करें।

किसानों को पराली अवशेष न जलाने की हिदायत

किसानों को सम्मानित करते प्रबंधक। (मित्तल)

मानसा, 21 अक्टूबर (संदीप मित्तल): जिले के गांव बणांवाली में स्थित थर्मल प्लांट तलवंडी साबो पावर लि. द्वारा पराली न जलाने संबंधी शुरू की मुहिम के तहत आज गांव माखा में जागरूकता कैंप लगाकर किसानों को पराली के अवशेष न जलाने की हिदायत दी गई।

संस्थान के मुख्य संचालन अधिकारी पंकज शर्मा ने पर्यावरणीय स्थिरता और जैविक कृषि समाधानों के महत्व पर जोर देते कहा कि स्थायी कृषि प्रथाओं को अपनाकर और जैविक खेती की दिशा में कदम उठाकर, हम न केवल अपनी फसलों के स्वास्थ्य में सुधार कर सकते हैं, बल्कि हमारे किसानों और समुदाय की भलाई को भी बढ़ा सकते हैं। यह सभी के लिए एक हरित भविष्य की दिशा में एक महत्वपूर्ण कदम है।

कार्यक्रम में स्थानीय प्रशासन की ओर से जिला मानसा के मुख्य कृषि अधिकारी डा. हरविंदर सिंह संधू ने भी वहां मौजूद रहकर किसानों को पराली न जलाने संबंधी अपना संदेश दिया।

कार्यक्रम के दौरान इलाके के उन सभी किसानों को सम्मानित किया गया, जिन्होंने पहले से ही वैकल्पिक स्थायी विधियों को अपनाया है और जिन्होंने बीते वर्षों में अपनी पराली को नहीं जलाया, ताकि वे किसान समुदाय के अन्य किसानों को भी प्रेरित कर सकें।

इस पहल का उद्देश्य क्षेत्र में 20,000 एकड़ से अधिक कृषि भूमि को पराली के अवशेषों से संबंधित आग की घटनाओं से बचाना है।

इसके बाद पंकज शर्मा ने अन्य अतिथियों के साथ मिलकर जागरूकता अभियान की मजबूती के लिए एक रैली को भी हरी झंडी दिखाई। टी.एस.पी.एल. अपने स्थायी विकास और पर्यावरणीय संरक्षण के मिशन के लिए पूर्ण रूप से प्रतिबद्ध है और यह जागरूकता अभियान उनके प्रयासों का एक महत्वपूर्ण हिस्सा है।

ਲੋਕ ਭਲਾਈ ਦਾ ਸੁਨੇਹਾ

CSR ਖੇਤਰ ਵਿੱਚ ਟੀ.ਐਸ.ਪੀ.ਐਲ. (ਵੇਦਾਂਤਾ ਪਾਵਰ ਲਿਮਟਿਡ) ਛਾਇਆ

ਟੀਐਸਪੀਐਲ ਨੂੰ ਵਿਸ਼ੇਸ਼ ਉਪਲਬਧੀਆਂ ਕਾਰਨ ਹਾਸਿਲ ਹੋਏ ਤਿੰਨ ਵੱਡੇ ਇਨਾਮ

ਰੋਜ਼ਾਨਾ ਸਪੋਕਸਮੈਨ

RozanaSpokesman.com

दैनिक भास्कर — बठिंडा भास्कर 09-01-2025

डीसी ने खिलाड़ी मंजू रानी के पिता को एक लाख रुपये का चेक सौंपा

भास्कर न्यूज | मानसा

खिलाड़ियों की प्रतिभा को आगे लाने, उसे निखारने और उनका मनोबल बढ़ाने के लिए हर व्यक्ति को आगे आना चाहिए, ताकि खिलाड़ी खेलों में अच्छा प्रदर्शन कर अपने जिले और राज्य का नाम पूरी दुनिया में रोशन कर सकें। उक्त विचार उपायुक्त मानसा कुलवंत सिंह आईएएस ने बुधवार को पेरिस्का गेम्स की एथलेटिक्स पैदल चाल (रेस वॉक) मुकाबले में कांस्य पदक जीतने वाली एथलीट मंजू रानी के पिता जगदीश राम को एक लाख रुपये का चेक सौंपते किया। उपायुक्त कुलवंत सिंह ने बताया कि यह चेक तलवंडी साबो पावर लिमिटेड द्वारा मंजू रानी को सीएसआर अधीन खेल स्कॉलरशिप तहत प्रदान किया गया है, ताकि वे अपनी तैयारी बढ़िया ढंग से कर सकें। उन्होंने कहा कि मंजू रानी ने अपनी मेहनत से मानसा जिले के एक छोटे से गांव खैरा खुर्द से उठकर दुनिया में अपनी विलक्षण पहचान बनाते यह साबित किया है कि अगर दृढ़ निश्चय कर लिया जाए तो कोई भी बाधा आपको अपनी मंजिल तक पहुंचने से नहीं रोक सकती है। तलवंडी साबो पावर लिमिटेड के चीफ ऑपरेटिंग अफसर पंकज शर्मा ने कहा कि टीएसपीएल की ओर से खिलाड़ियों को प्रोत्साहित करने के लिए हमेशा ऐसे प्रयास किये जाते हैं। उन्होंने खिलाड़ी मंजू रानी को आगामी खेलों में बेहतर प्रदर्शन करने की शुभकामनाएं दीं। खिलाड़ी मंजू रानी ने बातचीत के दौरान बताया कि वह फिलहाल बेंगलुरु में तैयारी कर रही है और उसके बाद वह उड़ी में एशियन चैंपियनशिप 2025 की तैयारी करेंगी।

Punjab Times — PT News

TSPL organized a mega camp regarding non-burning of stubble

BaljitPal
Mansa, October 21

Punjab Times Special

Talwandi Sabo Power Limited organizes mega camp on stubble burning. TSPL's corporate social responsibility team along with its partner NGO Nabha Foundation organized a mega awareness camp for local farmers at village Makha.

On behalf of TSPL, the Chief Operating Officer of the organization Pankaj Sharma was involved in this program. Their presence in this program reflects TSPL's commitment to support the agricultural community and promote environmentally responsible practices. Dr. Chief Agriculture Officer of the district from the local administration. Harvinder Singh Sandhu shared his thoughts regarding not burning stubble to the farmers who came there.

In his address Mr. Pankaj Sharma, Chief Operating Officer emphasized the importance of environmental sustainability and organic farming, he said, "By adopting sustainable farming practices and taking steps towards organic farming, we not only improve the health of our crops, can improve, but also increase the welfare of our farmers and community. This is an important step towards a green future for all.

During the programme, all the farmers of the area who have already adopted alternative sustainable methods and who have not burnt their stubble in previous years were felicitated so that they can inspire other farmers in the farming community. The initiative aims to protect over 20,000 acres of agricultural land in the region from stubble residue-related fire incidents.

After this, to further strengthen this environmental campaign, Pankaj Sharma along with other chief guests also flagged off an awareness rally.TSPL is fully committed to its mission of sustainable development and environmental protection, and this awareness campaign is an important part of their efforts. These steps taken by Thermal are very important for a healthy and prosperous Punjab.

EMPLOYEE ENGAGEMENT

EMPLOYEE ENGAGEMENT

AWARD & RECOGNITION

PUNJAB LEADERSHIP AWARD 2025 FOR BEST CSR PRACTICES

FLY ASH UTILISATION AWARD 2025 BY MISSION ENERGY FOUNDATION

CHAIRMAN QUARTERLY AWARD FOR BEST BUSINESS PERFORMANCE IN Q3 FY'25

INDIA CSR AWARD 2024

AWARD & RECOGNITION

TOP 50 COMPANIES WITH GREAT MANAGERS - 2024

CII SINGLE USE PLASTIC FREE PREMISES

HAPPINESS AND WELLBEING AWARD 2025

Great Place To Work®

CERTIFIED AS GREAT PLACE TO WORK 2025

AWARD & RECOGNITION

GLOBAL EMPLOYEES CHOICE WORKPLACE 2024 IN THE MICRO CATEGORY

GLOBAL EMPLOYEES CHOICE WORKPLACE 2024 FOR GEN Y

8TH CSR HEALTH IMPACT AWARD 2024

CHAIRMAN AWARDEES

Q2

SHIVANGI DHANUKA
IRA GUPTA

Q3

ABDUS SATTAR

APRIL

RAVIMARAN P
SHREYAS GANGANE
CHHAVI AGARWAL
VIKAS SHARMA VASHIST
VIBHAV AGARWAL
PANKAJ KUMAR SHARMA
NITESH MALANI
SIDDHARTH RUHIL

OCT

VIBHAV AGARWAL
SOURABH RAWAT
SHREYAS GANGANE
ANKIT GUPTA
ARUN KUMAR
SHUBHAM KUMAR
GAUTAM MAHATO
ANKOOR GUPTA
PANKAJ SHARMA
CHHAVI SHARMA
MILIND KUMAR SINGH
PUSPENDRA SENGAR
SONALI RAJPUROHIT
RAVINDER THAKUR
RAKESH GAGRANI
GOPIKA NAIR
NITESH MALANI
KAMAL GUPTA
HARPREET KAUR
HARSH GUPTA
NITIN JHA

BOARD'S REPORT

Dear Members,

The Board of Directors of Talwandi Sabo Power Limited Company (hereinafter called as the 'Company' or TSPL') hereby present the Board's Report outlining governance and business performance of the Company together with the audited financial statements for the financial year ended March 31, 2025.

COMPANY OVERVIEW

TSPL was incorporated as a Special Purpose Vehicle by Punjab State Power Corporation Limited (PSPCL) [formerly known as Punjab State Electricity Board] with the purpose of constructing a 1980 (3*660) MW thermal power plant on build, own and operate (BOO) basis at Village Banawala, Mansa-Talwandi Sabo. TSPL became a wholly owned subsidiary of Vedanta Limited which was selected as the developer of the project based on the Tariff Based Competitive Bidding Process for supply of 100% power to PSPCL for 25 years as per the Power Purchase Agreement.

BOARD'S REPORT

COMPANY PERFORMANCE

Operational EBITDA Delivery of **₹1,071** Cr against1014 Cr in BP

Achieved a diversity of **50%** the highest in the group

Recorded the lowest-ever Net Specific Heat Rate outperforming the design of **2400** kCal/kWh

Attained **118%** ash utilization in compliance of MoEF guidelines

APTEL has ruled **IN FAVOUR** of TSPL on 18th March, 2025 in matter relating to Misdeclaration of Plant Availability

TSPL received the prestigious Chairman Quarterly Award for **BEST BUSINESS PERFORMANCE** in Q3 FY'25

Improved credit rating for working capital limits from A to **A+**

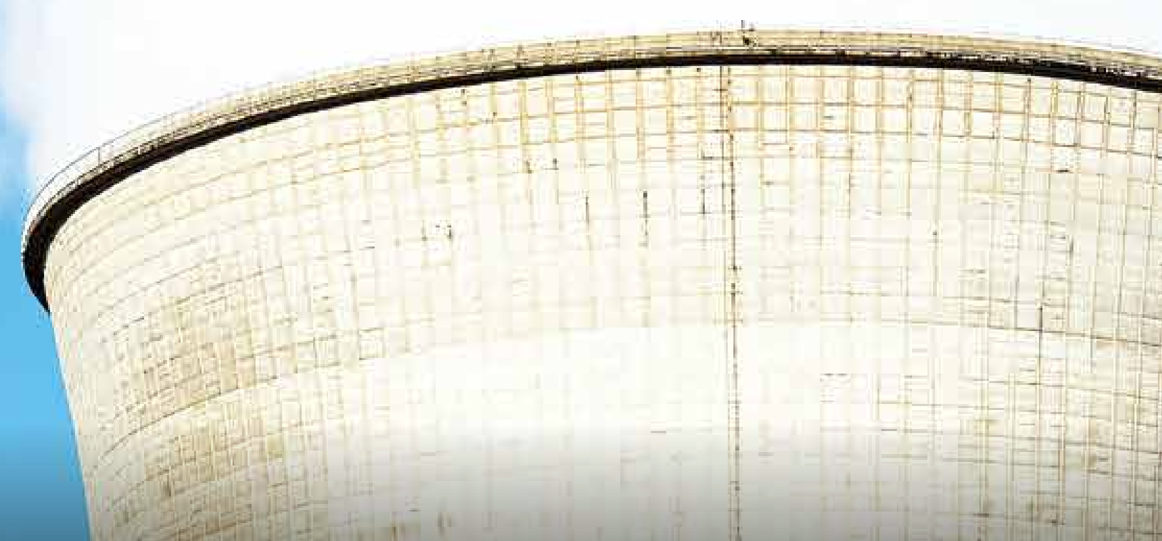
Honoured with the Punjab Leadership Award 2025 for **BEST CSR PRACTICES**

Efficient Management of Fly Ash **≥1500 MW** in the Private Sector Northern Region by the Mission Energy Foundation

TSPL **DESIGNATED** as Prohibited area by Dept of Home Affairs, Govt.

Honored & recognized among the **TOP 50** Companies with Great Managers for FY 2025,

Recipient of the **INTERNATIONAL SAFETY AWARD** from the British Safety Council



BOARD'S REPORT

THE SUMMARISED RESULT FOR THE YEAR IS GIVEN BELOW:

(₹ in Crore)

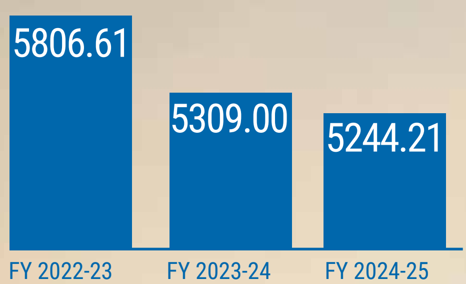
	FY 2024-25	FY 2023-24
Total Income	5244.21	5309.00
Total Expenses	5234.01	5347.47
Profit/(Loss) Before Tax	10.20	755.79**
Net Profit/(Loss)	31.83	602.42
Earnings Per Share	0.10	1.88

*Figures of the previous year are reclassified/regrouped wherever necessary, to confirm to those of the current year presentation.
**Includes exceptional gain of 794.26 Cr

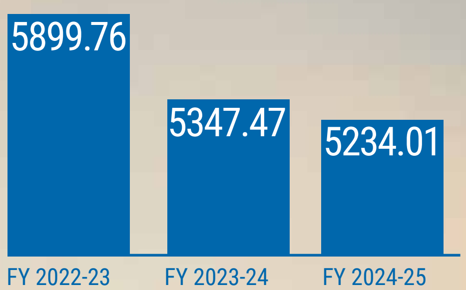
BOARD'S REPORT

THE THREE-YEAR TREND IS GIVEN BELOW:

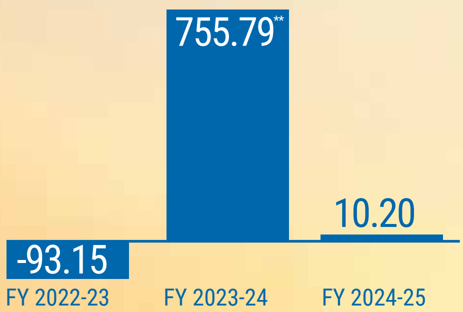
TOTAL INCOME (₹ in Crore)



TOTAL EXPENSES (₹ in Crore)

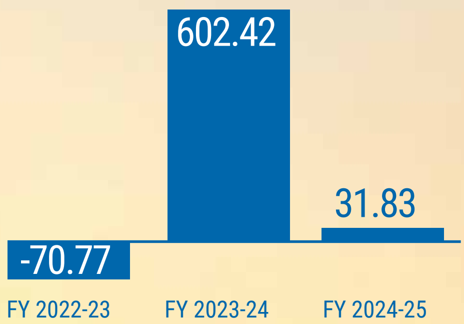


PROFIT/(LOSS) BEFORE TAXATION (₹ in Crore)



**Includes exceptional gain of 794.26 Cr

NET PROFIT/(LOSS) FOR THE YEAR (₹ in Crore)



RESERVES AND SURPLUS

The net movement in the major reserves of company for the financial year 2024-25 and 2023-24 are provided below: (₹ in Crore)

Surplus/ Deficit in statement of Profit & Loss	Year ended March 31, 2025	Year ended March 31, 2024
Balance at the beginning of the year	416.15	(186.27)
Add: Profit & (Loss) for the year	31.84	602.15
Less: Transfer to Debenture Redemption Reserve	-	-
Other Comprehensive Income	(0.01)	0.27
Closing Balance	447.98	416.15

BOARD'S REPORT

MATERIAL CHANGES AND COMMIT -MENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

No material changes in the financials or commitments during the year ended 31st March 2025.

DEPOSITS

As on March 31, 2025, the Company has not accepted any deposits from the public under the ambit of section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014.

DIVIDEND

The Board of Directors of the Company have not recommended any dividend on equity shares of the Company during the financial year 2024-25.

LOANS, GUARANTEES, SECURITIES AND INVESTMENTS

The Company, being an infrastructure company, is exempt from the provisions applicable to loans, guarantees and securities under section 186 of Companies Act, 2013.

Detail of investments are provided in schedules/ notes to the financial statements under Note 9 and 10.

FOREIGN EXCHANGE – EARNINGS AND OUTGO

During the financial year 2024-25, Foreign exchange payments (Outgo) was ₹39.64 Crores and Foreign exchange earnings was Nil.

SUBSIDIARY/ JOINT VENTURE/ ASSOCIATE COMPANIES

The Company does not have any subsidiaries, joint ventures, or associate companies.

SHARE CAPITAL

The authorized share capital of the Company is ₹ 40,00,00,00,000 (Four Thousand Crore Only) divided into 4,00,00,00,000 (Four hundred Crore) number of equity shares of ₹ 10/- (Rupees Ten) each and paid up share capital of ₹ 32,06,60,96,920 divided into 3,20,66,09,692 number of equity shares of ₹ 10/- (Rupee Ten) each.

SECRETARIAL STANDARDS

Pursuant to Section 118 of Companies Act, 2013, the Company has complied with the applicable provisions of Secretarial Standards issued by the Institute of Company Secretaries of India.

RELATED PARTY TRANSACTIONS

The Company has in place a policy on related party transactions in line with Companies Act, 2013. During the financial year, all transactions entered by the Company with the related parties were in the ordinary course of business and on an arm's length basis and were in compliance with the provisions of Companies Act.

All Related Party Transactions were subject to independent review by a reputed accounting firm to establish compliance with the requirements of Related Party Transactions under the Companies Act, 2013.

CREDIT RATING AND BORROWINGS

The Company is rated for long term Loans and Short-term banking facilities by CRISIL and India Ratings & Research Private Ltd.* During the year, CRISIL Ratings for the long-term bank facilities was 'CRISIL AA(CE)' and for the short-term bank facilities at 'CRISIL A1+ (CE)'. ICRA has rated Long-Term Issuer Rating at 'ICRA A+' and short-term Issuer Rating at ICRA A1. India Ratings and Research (Ind-Ra) has maintained Long-Term Issuer Rating at 'IND A' and short-term Issuer Rating at 'IND A1' and has simultaneously withdrawn them in January 2025. The Outlook has been recognised as "Watch with Developing Implications".

The (CE) ratings reflect an irrevocable and unconditional corporate guarantee extended by TSPL's parent, Vedanta Limited.

*ICRA

RISK MANAGEMENT FRAMEWORK

A standardized Risk Management Process and System is in place across the Vedanta Group. In line with that, the Board of Directors of the Company has also adopted risk management policy for:

• Evaluation of internal financial controls and risk management systems.

• Enhancing the risk culture through embedding a consistent and a consistent structure for review and monitoring of treatment actions.

• Ensuring that the integrity of financial information and that financial controls and the systems of risk management are robust and defensible.

• Identification of elements of risk, if any, which in the opinion of the Board may threaten the existence of the Company.

As a part of governance philosophy, the Risk Management Committee is formed to frame, implement, and monitor the risk management plan for the Company. There is continuous monitoring to ensure that all risks are identified, and immediate Mitigation plans are evaluated. The Audit Committee has additional oversight in financial risks and controls.

INTERNAL FINANCIAL CONTROLS

• As per the provisions of Section 134(5)(e) of the Companies Act, 2013, the Directors have an overall responsibility for ensuring that the Company has implemented robust systems/ framework of internal financial controls to provide them with reasonable assurance regarding the adequacy and operating effectiveness of controls with regards to reporting, operational and compliance risks. To enable the Directors to meet these responsibilities, the Board has devised systems/ frameworks which are operating within the Company.

• In line with best practice, the Board regularly reviews the internal control system to ensure that it remains effective and fit for purpose. Where weaknesses are identified because of the reviews, new procedures are put in place to strengthen controls, and these are in turn reviewed at regular intervals. The systems / frameworks include proper delegation of authority, operating philosophies, policies and procedures, effective IT systems aligned to business requirements, internal audit framework, ethics framework, risk management framework and adequate segregation of duties to ensure an acceptable level of risk.

• Management incorporates controls into financial reporting activities by establishing clear accounting policies and developing and implementing accounting procedures.

• The Company has also adopted SAP GRC (Governance, Risk and Compliance) framework to further strengthen the internal control and segregation of duties/ access. The Company also follows a half yearly process of management certification through the Control Self- Assessment framework including on financial controls / exposures. The Company has documented Standard Operating Procedures (SOPs) for its key processes like procurement, project / expansion management capex, human resources, sales and marketing, finance, treasury, compliance, safety, health, and environment (SHE) and manufacturing etc.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

Details are provided in Note 2 to the financial statements of the company for the year ended March 31, 2025.

HUMAN RESOURCES

Human Resources plays a key role in success of business by professionally managing all business processes. We are young, energetic, and vibrant team with the average age of 30. High performance culture of work force and job diversity is also capitalized. Safety and health requirements of employees and contract manpower are strictly followed.

BOARD'S REPORT

The HR philosophy ensures, a philosophy of meritocracy; commitment to ensuring that all our workplaces are free from all forms of discrimination or any kind of harassment; complying with all applicable laws of the area where our operations exist; meeting all our responsibilities and HR obligations, as both a direct and indirect employer, and ensuring human rights are not violated; having effective internal systems and processes in place for talent management and engagement; creating a high performance culture – recognizing and rewarding in a fair and equitable manner; striving to drive and achieve industry best practices in our social stewardship; engaging with employees to encourage feedback and address concerns.

HR MISSION

To strengthen our brand equity as a preferred employer, we shall work towards the following on an ongoing basis:

- Align HR processes with global benchmarks.
- Be a strategic business partner.
- Promote gender diversity & women empowerment.
- Build competencies & provide opportunities for growth.
- Foster collaboration, creativity, innovation & entrepreneurship.
- Be a responsible corporate citizen.

OUR HR PRIORITIES

Organizational growth:

Our approach is focused on ensuring that we have the right person in the right role, along with clear succession planning, with a focus on critical positions. Learning culture is promoted to encourage and support continuous employee learning, critical thinking, and risk taking with new ideas.

Innovation and Digitalization:

Project V-Aikyam is an Initiative launched to digitalize the entire 'hire to retire' employee life cycle with harmonized HR processes along with business partner management in one single platform for entire Vedanta Group. The key objective of this initiative is to improve productivity through digitization of manual processes and enhance employee experience through mobile enabled HR Solution.

Talent development and management:

Our Company emphasizes on talent nurturing, retention and engaging in a constructive relationship with employees with focus on creating high-performance sustainable organization that meets its strategic and operational goals and objectives. ACT-UP (Accelerated Competency Tracking & Up- gradation Process) is conducted in order to identify the fast trackers or high potential in the Organization. Potential of the employees participating in the ACT-UP process is assessed by a reputed third party. The employees who are identified as the High potential at the end of the process are declared as STAR of the business. V-Build is a leadership development program with an aim to identify 5% of the employees through various structured processes like CEO workshop, ACT-UP, Internal Job Postings released within the business level and specific workshops done at the business level anchored by the Business CEO. V-Reach is a transformational Graduate Talent Development initiative to identify the high potential talents among the 5000+ Graduate hires across the Vedanta Group and provide them a fast-track value adding career path. V-Aspire is one-of-a kind initiative that harnesses global tools and techniques to identify Vedanta's most promising leaders while providing participants with unparalleled experiences and learning opportunities. It is one of the biggest ever talent search initiatives covering 13000+ employees, giving them platform to share their aspirations and leverage growth opportunities. V-Reach Tech 1.0 is one of its kind, flagship programme to identify the crème of crème amongst our young engineers and empower them right from the early stages of their career. V-Lead is a structured initiative to identify the women leaders and develop them to take further enhanced roles.

Training and Development sessions to enhance the technical, functional, and behavioural skills of our people. VRIDDHI initiative to conduct focussed training sessions on different verticals in order to make people aware of cross-functional aspects.

Diversity:
Diversity remains a strong focus. We provide equal opportunities to all our employees, irrespective of race, nationality, religion, gender or age. We are pleased with our progress on gender diversity and women now represent 50% of our total TSPL executive workforce.

New Year Celebration, Lohri, Holi, International Women's Day, Teej, Ganesh Chaturthi, Diwali, Christmas, Dandiya night and other Cultural and Festive extravaganza are some of the key features aimed at promoting cultural diversity at the workplace.

Empowerment of Women Professionals:
At TSPL, we have Internal Complaints Committee that takes care of timely redressal. To induce a friendly work environment for women, We Council is in place. We conduct workshops on Gender sensitization, Prevention of Sexual Harassment and Self Defence.
Women Council Meet is organised on a quarterly basis with the participation of entire women work force wherein their suggestions and feedbacks are solicited, and grievances are addressed.

Encouraging Work Life Balance:
To encourage Work life balance and Employee Delight we have invested and created superior quality world class infrastructure like Gym, Badminton Court, Hostel, Cafeteria etc.

Employee Engagement:
We at TSPL always believe that it is the degree to which an employee is emotionally bonded to his organization and passionate about his work that really matters. We constantly strive to provide an engaging work environment, with a spirit of common purpose. Across our operations, employees participate in a wide variety of activities to create a sense of shared ownership and participation. This ranges from the formal trainings, chairman's workshops, quarterly CEO's town hall, CHRO Connects meetings, badminton and table tennis tournament to broader cultural, sporting, social and leisure activities for employees and their families.

Prevention of Sexual Harassment at Workplace
The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder for prevention and redressal of complaints of sexual harassment at workplace.
The Company is an equal opportunity employer and believes in providing opportunity and key positions to women professionals. The Group has endeavoured to encourage women professionals by creating proper policies to tackle issues relating to safe and proper working conditions and create and maintain a healthy and conducive work environment that is free from discrimination. This includes discrimination on any basis, including gender, as well as any form of sexual harassment.
In compliance with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and rules made thereunder, the company has constituted an Internal Complaint Committee (ICC) to consider and address sexual harassment complaints in an effective manner.
During the financial year ended on March 31, 2025, the Company had received no complaint under POSH.

TECHNOLOGY AND DIGITALIZATION

The digital revolution is cascading across industries. Traditional business models are being disrupted with digital and software-based business models. By changing processes from analog to digital, geographical boundaries of the organization are expanded which further reinvent the processes, improve the quality, and promote consistency. The Company strive towards continuous improvement and optimization of business processes.
In TSPL we have successfully implemented few business process automations during FY 2024-25:

Coal and Power Automation Process:
TSPL has optimized its coal supply chain automation by shifting from manual spreadsheet management to a fully digitized tracking system (SAP). This encompasses coal purchase planning, delivery logistics, and payment processing, providing a unified and dependable data source. By leveraging SAP RISE, our end-to-end automation seamlessly integrates data from multiple partners via a Mobile App. In the Power Sales cycle, TSPL captures detailed coal purchase information, emphasizing whole quantity transactions for rail transport, and incorporates data from the state SLDC site for accurate power billing calculations and generation insights.

Biomass Process:
"The biomass data, which was previously managed manually in Excel, has now been integrated into SAP. Lab reports are updated in SAP, and prices and final values are calculated in the system without manual intervention. Additionally, power sales bills for biomass are now generated automatically in SAP.

ITMS (Integrated Traffic Management System)
Implementation of SAP-based ITMS (Integrated Traffic Management System) will cover the Gate entry to Gate exit processes of Road movement. All these processes are managed through SAP, and existing weighbridges will be converted to Manned Weighbridges with RFID Integration.
ITMS Process covers Inbound and Outbound Material Movement, Like: RGP and NRGP, Scrap, and Ash sale.

Condition Monitoring Implementation in SAP:
Condition monitoring is a tool for predictive maintenance, which is being tracked through Excel for all the equipment. Hence, to enhance the efficiency, accuracy, and timely actions for the deviated equipment, it is proposed to integrate the data into the SAP system and utilise SAP's analytics tools to monitor and analyse vibration levels.

LIMS Phase 4:
- Less man-hours
- Timely reporting, easily accessible,
- Data availability
- Dashboard
- Approval Flows
- Inward & Outward Report

SUSTAINABILITY

The Company believes in motto of zero harm, zero waste and zero discharge. It is committed towards sustainable operations, protection of human life, health, and environment, ensures social well-being, and add values to the Communities.
The TSPL Transformation office has been established in line with Vedanta's ESG Commitment & Structure pillars of Transforming Planet, Communities & Workplace. Various Community of Practice (CoP) has been working for driving and implementing sustainability.
The CoPs are Carbon & Energy, Water, Health & Safety, Waste to Wealth, Biodiversity, People, Communication, Supply Chain, Finance & CSR. Each CoP is led by the senior leader of the concerned department who drives the sustainability initiatives in their community. The actionable and implementations are presented in the group level CoP meet.
In FY 2024-25, a total of 125 projects were identified and works are in progress.
TSPL focuses on Vedanta Sustainability Assurance Program (VSAP) implementation through module SPOA & Champions, conducting training, internal audits & review of framework implementation.
In FY25 the VSAP Score for TSPL is 72 which is among highest in the group.

HEALTH, SAFETY & ENVIRONMENT

In FY 24-25, TSPL made significant strides in advancing its commitment to sustainability, risk management, and safety, reflecting its core values of environmental stewardship and operational excellence. One of the key sustainability initiatives involved addressing the

BOARD'S REPORT

issue of stubble burning, resulting in the conservation of 1.16 MM Tons of CO2 emissions by preventing the burning of 800,000 tons of stubble in more than 20000 acres of land, contributing substantially to air quality improvement. Additionally, TSPL held a 4-day workshop focused on higher-level risk assessments, where employees gained knowledge on the 14 elements of Process Safety Management (PSM), What-If Analysis, HAZID, HAZOP studies, and advanced methodologies such as LOPA, SIL, FMEA, and Bow Tie Analysis, with practical applications provided for each. As part of its ongoing environmental commitment, TSPL recertified as a No Single-Use Plastic site, further reducing its environmental footprint, and expanded its Electric Vehicle (EV) fleet to further reduce its carbon emissions. The company also completed a comprehensive HAZOP study for the entire plant, reinforcing its safety protocols. The National Safety Week 2025 was celebrated with the theme "Safety and Wellbeing for Viksit Bharat", highlighting the importance of safety in building a balanced future. Additionally, TSPL using digitization, successfully completed the Integrated Traffic Management System (ITMS) project, improving road safety across the plant area. The company achieved more than 95% compliance of infrastructure metrics, with a goal of reaching 100% compliance by FY26, and conducted inspections to assess the integrity of the handrail systems installed throughout the plant to ensure its intactness and purpose. In terms of capacity building, TSPL conducted CRM training in collaboration with reputed external agencies for BP employees, enhancing their risk perceptions and ensuring critical control. Overall, FY 24-25 marked a year of substantial progress for TSPL, reinforcing its focus on safety, sustainability, and continuous improvement. The company is well-positioned to continue leading in operational excellence and environmental responsibility along with "Safety" as core value.

KEY SAFETY PERFORMANCE

Key Parameter	FY 2024-25	FY2023-24	FY2022-23	FY2021-22	FY2020-21
Fatality	0	0	0	0	1
TRIFR as per Vedanta Management Standard MS11	6.07	7.32	0.96	1.45	1.80
LTIFR as per Vedanta Management Standard MS11	0.57	0.77	0.96	1.09	1.12
Near Miss incident Reporting	282	316	1387	793	983

Zero Waste:

• Judicious utilization of ash in various avenues is one of the major targets of TSPL and in furtherance of which it has taken various initiatives for utilization of fly ash. Fly ash generated at TSPL is used by brick manufacturers, cement companies and road construction projects. In FY24-25 TSPL achieved 118% ash utilization. TSPL's evacuated Fly Ash through 50 number of Rail Racks to be evacuated to cement industries which are far distance.

Zero discharge:

• TSPL maintains zero liquid discharge through recycling and reuse of treated wastewater. Various initiatives are taken for recycling and reuse of water such as increasing the cycle of concentration of cooling tower to 6.6 and recycle of water from ash dyke to ash handling system with solar pump.

• Effluent treatment plant (oil treatment plant, coal treatment plant, IWWS) and Sewage treatment plant installed in plant treats the wastewater generated in the plant and then treated water goes to central effluent monitoring basin where it is reused for sprinkling, horticulture, and other plant operations.

• Installed Reedbed technology i.e., natural eco-friendly sewage treatment plant to treat the sewage. This system also reduces the carbon footprints.

• Total water recycling rate of FY24-25 is at TSPL is 21.56%

Zero Harm:

• TSPL is continuously working on reduction of its emissions into the atmosphere and a year wise short-, medium- and long-term plan is prepared to achieve the goal.

• TSPL ensures availability of all environment monitoring and protection equipment in service..

• In Financial year 24-25 TSPL has lowest reportable Injuries of this decade.

Biodiversity and Green Belt

• TSPL focus on environment protection measures such as maintaining green cover of over 824 acres, continue the expansion of green cover inside plant premises and nearby communities. TSPL ensure availability of environment protection system such as ESP, Fabric Filters, water treatment plant and RO Plant.

• TSPL has developed a diversified green belt by planting more than 4.8 L saplings in 824 acres which includes more than 35 species of trees which is maintained through dedicated maintenance activities. In the FY 24-25 it had planted 15054 tree saplings inside plant premises and neighboring Communities.

• The annual total CO2 sequestration potential of all trees in the TSPL premises is around 17500.50 tons.

• Of the total increase in trees cover/TOF areas in Mansa district, 84.4 % increase has been contributed only by TSPL. The huge plantation results into ecosystem management through control over soil erosion, nutrients, water cycling and biodiversity conservation.

• Continuous awareness training is imparted among its employees and other stakeholders to enhance their knowledge and understanding on biodiversity and its conservation issues where applicable.

CORPORATE SOCIAL RESPONSIBILITY

A detailed section on CSR forms part of the earlier section of this Annual Report.

Pursuant to the provisions of Section 135 of the Companies Act 2013, the Company has CSR policy in place and available on Company's website at CSR Policy. In the given period, the Company spent ₹130 lacs on CSR activities details of which are covered in Annual Report on Corporate Social Responsibility Activities and forms part of this report as **Annexure - 1.**

Energy Conservation and Technology Absorp -tion

The information on conservation of Energy and Technology Absorption as stipulated under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8 of Companies (Accounts) Rules, 2014 is attached as **Annexure – 2.**

BOARD OF DIRECTORS

As on March 31, 2025, following are the Board of Directors of the Company:

Agnivesh Agarwal
Chairman
Non-Executive Director

Baldev Krishan Sharma
Non-Executive Director

Sonal Choithani
Non-Executive Director

Pankaj Kumar Sharma
Whole time Director

KEY MANAGERIAL PERSONNEL

As on March 31, 2025, following are the Key Managerial Personnel of the Company:

Rajinder Singh Ahuja
Chief Executive Officer

Pankaj Kumar Sharma
Whole Time Director

Nitesh Malani
Chief Financial Officer

Shivangi Dhanuka
Company Secretary

Change in Directors and KMPs during the year

1.Vibhav Agarwal resigned as CEO of the Company effective close of business hours on Feb 08, 2025.
2.Rajinder Singh Ahuja was appointed as the CEO of the Company effective Feb 09, 2025
3.The second and final tenure of M S Mehta as an Independent Director was completed on March 29, 2025.

BOARD'S REPORT

ANNUAL PERFORMANCE EVALUATION OF BOARD AS A WHOLE, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

A robust evaluation framework has been laid down by the Nomination & Remuneration Committee of the Company for annually evaluating the performance of Board as a whole, its committees and individual directors.

During the year, an evaluation was carried out through a secured online questionnaire platform to capture the views of each Director. The evaluation was carefully structured and pragmatically designed to bring about a genuine debate on issues that were relevant; check on progress against matters identified in the previous evaluation; and assist in identifying any potential for improvement in the Board's processes, as given below:

EVALUATION OF BOARD

Parameters:
Company's Health
Board structure, composition and quality
Board meetings
Board environment
Board & Committees effectiveness

EVALUATION OF COMMITTEES

Parameters:
Committee meetings
Committee composition and operation
Committee responsibilities
Progress against development areas

PEER EVALUATION

Parameters:
Preparation & participation
Personality & conduct
Quality of value added

Responses were analysed and results were discussed in the Nomination & Remuneration Committee and in the Board, meeting held on April 22, 2025, Board discussed the performance evaluation reports and took note of the suggestions/ inputs of the Independent Directors.

Overall evaluation of all the Directors, Board as a whole and its committees have remained satisfactory during the financial year 2024-25

COMPANY'S POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

In terms of the provisions of Section 178 (3) of the Companies Act, 2013, the Nomination & Remuneration Committee (NRC) is responsible for formulating the criteria for determining qualification, positive attributes, and independ -ence of a Director. NRC is also responsible for recommending to the Board a policy relating to the remuneration of the Directors, Key Manage -rial Personnel, and other employees.

In line with the above requirement, the Board has adopted the Nomination and Remuneration Policy on Board Diversity and Director Attributes, which is displayed on the website of the Company under the link: NRC Policy

AUDIT REPORTS AND AUDITORS

Audit Report

• The Auditor report is enclosed with the financial statements in this Annual Report.

• The Secretarial Auditors' Report for FY 2024-25 in form MR-3 is enclosed as **Annexure - 3** to this Board's Report.

STATUTORY AUDITORS

M/s. S. R. Batliboi & Co. LLP, Chartered Accountants (Firm Registration No: 301003E) were re-appointed as Statutory Auditors of the Company at its 14th AGM held on July 27, 2021 for a term of five consecutive years i.e. until the conclusion of 19th AGM.

The report of the Statutory Auditors along with notes to Schedules is enclosed to this Report. The observations made in their report read with notes to accounts are self-explanatory and therefore, do not call for any further comments or explanation under Section 134 (3)(f) of the Act.

Further to it, under clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, no fraud was reported by the Auditor under sub-section (12) of Section 143 in the FY 2024-25.

The Company has also received a certificate that they are not disqualified and continue to remain eligible to act as the auditors of the Company.

The auditors have also furnished a declaration confirming their independence to the Company. The Audit Committee reviews the independence and objectivity of the auditors and the effectiveness of the audit process.

COST AUDITOR

In terms with Section 148 of the Companies Act, 2013 read with rules made thereunder, the Company is required to have the audit of cost records relating to electricity generation for the financial year 2024-25 conducted by a Cost Accountant in practice.

The Board, on recommendation of Audit Committee, has appointed M/s K G Goyal & Co., Practicing Cost Accountants (Firm Registration No. 000017) as the Cost Auditor of the Company for the financial year 2024-25 at a remuneration approved by Board and ratified by Members of the Company at the 17th AGM.

The Company had received a certificate confirming their eligibility and consent to act as the Cost Auditors. The cost accounts and records of the Company are duly prepared and maintained by the company as required under Section 148(1) of the Act and rules made thereunder pertaining to cost audit.

SECRETARIAL AUDITOR

In accordance with the provisions of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed Sanjay Grover & Associates, Practicing Company Secretaries as the Secretarial Auditors of the Company to undertake the Company's Secretarial Audit for the financial year 2024-25.

The Company had received a certificate confirming their eligibility and consent to act as the Secretarial Auditor.

The Secretarial Audit Report for the financial year 2024-25 forms part of the Board Report as **Annexure – 3** and confirms that the Company has complied with the provisions of the Act, Rules, Regulations and Guidelines and that there were no deviations or non-compliances.

ANNUAL RETURN

Pursuant to Section 92 of the Companies Act, 2013 read with Rule 12 of The Companies (Management and Administration) Rules, 2014 and Section 134 (3) (a), the copy of Annual Return can be accessed on the website of the Company at https://www.tsplindia.co.

COMPLIANCE MANAGEMENT FRAMEWORK

With the effective implementation of the automated compliance management tool "Compliance Insights", the Company has remained committed to its compliance obligations. TSPL has a robust compliance framework which involves self-reporting by the process owners of respective departments on monthly/quarterly/half-yearly/annual basis. The internal compliance team/ third party verify the compliance status submitted by the process owners and observations are corrected in a time bound manner by taking mitigative/remedial measures by the respective departments. In furtherance to the same, regular audits by Internal Audit team and Third-Party Audit team are conducted by TSPL to identify the gaps and take corrective measures to strengthen compliance mechanism. All the non-compliances along with the action plan are presented to the Board on a quarterly basis. Code of Conduct, which forms an essential wing of the compliance management framework, has been ensured through continuous sessions of awareness and knowledge sharing to the stakeholders of the organization.

BOARD'S REPORT

AWARENESS SESSIONS/WORKSHOP ON COMPLIANCES AND ETHICS

The commitment to Ethics and Compliance is core to the Vedanta Group philosophy and is an integral part of all the processes. The responsibility of employees in demonstrating ethical and professional behaviour is reinforced by the awareness sessions being conducted on a regular basis. While awareness sessions on compliance cover various aspects of Electricity Laws, Industrial Laws, Labour Laws and other rules and regulations applicable to the company, the awareness sessions on Ethics & Governance cover the internal policies, procedures and reporting mechanism to ensure "Zero Tolerance" and sensitize the employees to uphold uncompromising Business Ethics at the Company.

MEETINGS CONDUCTED DURING THE FY 2024-25

Following meetings were conducted during the year:

Meeting	April-June	July-Sept	Oct-Dec	Jan-March
BOARD	Apr 19, 2024	Aug 05, 2024	Oct 17, 2024	Jan 20, 2025 Feb 08, 2025
AUDIT COMMITTEE	Apr 19, 2024	Aug 04, 2024	Oct 17, 2024	Jan 20, 2025
NRC	Apr 19, 2024	-	Oct 17, 2024	Feb 08, 2025
CSR COMMITTEE	Apr 19, 2024	-	Oct 17, 2024	-

CORPORATE GOVERNANCE

The Company ensures maintenance of highest standards of Corporate Governance & adherence to the Corporate Governance requirements set out in the Companies Act, 2013.

The Report on Corporate Governance detailing the following is attached and forms part of Statutory Report, marked as Report on Corporate Governance:

- Company Philosophy on Corporate Governance
- Meeting of Board of Directors and attendance of directors at the meetings held during financial year 2024-25.
- Meeting of Committees of Board of Directors and attendance of members of Committee held during the financial year 2024-25.
- Composition of Committees of Board
- General Body Meetings and Special Resolutions passed thereat.
- Disclosures
- Means of Communication
- General Shareholders Information

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134 of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that:

- In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures from the same.
- They had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year, i.e., March 31, 2025, and of the profit and loss of the Company for that period;
- They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

• They have prepared the annual accounts on a going concern basis.

• They have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

• They had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

DECLARATION BY INDEPENDENT DIRECTORS

All Independent Directors of the Company have submitted the requisite declarations confirming that they continue to meet the criteria of independence as provided under section 149 (6) of the Companies Act, 2013 and are in compliance with the Code for Independent Directors as specified under Schedule IV of the Act. The Independent Directors have also confirmed that they have complied with the Company's Code of Conduct.

In the opinion of the Board, Mr. MS Mehta exhibited rich veracity and diverse experience in the various areas. Further, owing to completion of his second and final tenure, Mr. Mehta ceased to be independent director of the company from the close of business hours of March 29, 2025. The Board expresses its vote of thank in favour of Mr. Mehta for his exemplary contribution during his tenure as independent director of the company. Further, since the company is exempted from the provisions relating to appointment of independent director under section 149 read with Rule 4 of The Companies (Appointment and Qualifications of Directors) Rules, 2014, no independent director has been appointed by the company after cessation of tenure of Mr. MS Mehta.

ACKNOWLEDGEMENT

The board of directors wishes to place on record their deep appreciation to the Central Government, State Government, various ministries, Central and State Electricity Regulatory Authorities, Municipal Corporation of Punjab, other regulatory authorities, and communities in the areas of operation for their continued support and assistance extended.

The Board also extends its appreciation to employees at all levels for their continuing support, unstinting efforts, and commitment towards the company in ensuring the performance of the company both financially as well as operationally.

The Directors would also like to thank our Stakeholders, Customers, Business Partners, Vendors, Bankers, Financial Institutions, Academic Institutions, Investors, and others associated with the Company.

For and on behalf of Board of Directors
Talwandi Sabo Power Limited

Agnivesh Agarwal
Chairman
DIN: 00038950
Place: Fujairah
Date: April 22, 2025

Mr. Pankaj Kumar Sharma
COO & Whole Time Director
DIN: 10277510
Date: April 22, 2025
Place: Mansa

Annexure -1

REPORT ON CSR ACTIVITIES

BRIEF OUTLINE ON CSR POLICY OF THE COMPANY

The Corporate Social Responsibility (CSR) Policy was revised by the Board of Directors on April 19, 2024 the CSR activities of the Company. The Policy is available for public on the Company's website https://www.tsplindia.co. The focus areas are identified as- Health, Education, Livelihood, Women Empowerment and Rural Development. The Company's CSR policy and initiatives delineate the vision, mission, thrust areas and key requirements aligned with the Schedule VII of Section 135 of the Companies Act.

Annexure -1

REPORT ON CSR ACTIVITIES

COMPOSITION OF CSR COMMITTEE

Following meetings were conducted during the year:

Name Of Director	Designation / Nature of Directorship	Total CSR Meeting held during the year	Total CSR Meeting attended during the year
Baldev Krishan Sharma	Chairperson, Non-Executive Director	2	2
MS Mehta*	Member, Independent Director	2	2
Sonal Choithani	Member, Non-Executive Director	2	2
Pankaj Kumar Sharma*	Member, Whole Time Director	2	NIL

*MS Mehta ceased to be member from March 30, 2025 and Pankaj Sharma was appointed in his place.

PROVIDE THE WEB-LINK WHERE COMPOSITION OF CSR COMMITTEE, CSR POLICY AND CSR PROJECTS APPROVED BY THE BOARD ARE DISCLOSED ON THE WEBSITE OF THE COMPANY

As provided in Section 1 above.

PROVIDE THE EXECUTIVE SUMMARY ALONG WITH WEB-LINK(S) OF IMPACT ASSESSMENT OF CSR PROJECTS CARRIED OUT IN PURSUANCE OF SUB-RULE (3) OF RULE 8, IF APPLICABLE.

Not Applicable

CSR REQUIREMENT

(a) Average net profit/(loss) of the company as per section 135(5)- **Rs. 1,70,80,75,753**

(b) Two percent of average net profit of the company as per section 135(5)- **Rs. 3,41,61,515**

(c) Surplus arising out of the CSR projects or programmes or activities of the previous financial years.- **NIL**

(d) Amount required to be set off for the financial year, if any- **Rs. 2,86,61,385**

(e) Total CSR obligation for the financial year (7a+7b- 7c)- **Rs. 55,00,130**

Annexure -1

REPORT ON CSR ACTIVITIES

CSR SPENT OR UNSPENT

(a) Details of CSR amount spent against ongoing projects for the financial year:

Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project.		Project duration	Amount allocated for the project (in Rs.).	Amount spent in the current financial Year (in Rs.).	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in Rs.).	Mode of Implementation (Direct) (Yes/No)	Mode of Implementation (Through Implementing Agency)	
			State	District						Name	CSR Registration number
Project SEHAT- (Health Care services)	Item (i) (iv)promoting health care including preventive health care	Yes	Punjab	Mansa	Apr'24-Mar'25	30,00,000	30,23,498	0	No	PHD Rural Development Foundation	CSR00004676S
TSPL Navi Disha- (promotion of sustainable agriculture)	Item no (ii) (iv) livelihood enhancement project Item no (iv) (iii) Animal Welfare Item no (iv) (v)Conservation of natural resource and maintaining of quality of soil, air and water	Yes	Punjab	Mansa and Bathinda	Apr'24-Mar'25	29,00,000	29,17,294	0	No	The Nabha Foundation	CSR00000802
TARA- (Women empowerment)	Item no(iii) (ii) empowering women	Yes	Punjab	Mansa	Apr'24-Mar'25	25,00,000	19,35,745	0	No	Ambuja Foundation	CSR00006913
Computer Literacy Program	Item no (ii) (i)promoting education	Yes	Punjab	Mansa	Apr'24-Mar'25	3,00,000	3,14,160	0	No	Vedanta Foundation	CSR00001617
TOTAL						87,00,000	81,90,697				

Annexure -1

REPORT ON CSR ACTIVITIES

(b) Details of CSR amount spent against other than ongoing projects for the financial year:

Name of the Project	Item from the list of activities in schedule VII to the Act	Local area (Yes/ No)	Location of the project.		Amount spent for the project (in Rs.)	Mode of implementation		
						Direct (Yes/No)	Through Implementing Agency	
			State	District			Name	CSR Registration number
TSPL Gram Nirman Project (Community Asset Development)	Item no (x) (i)Rural development project	Yes	Punjab	Mansa	35,98,110	Yes	-	NA
Integrated School Development program	Item no (ii) (i)promoting education	Yes	Punjab	Mansa	4,60,317	Yes	-	NA
Sports and Culture	Item no (vii)	Yes	Punjab	Mansa	1,05,000	No	The Nabha Founda-tion	CSR00000802
TOTAL					41,63,427			

(c) Amount spent in Administrative Overheads- ₹6,08,663

(d) Amount spent on Impact Assessment, if applicable- Not Applicable

(e) Total amount spent for the Financial Year (8a+8b+8c+8d)- ₹1,29,62,787

(f) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6) (ongoing project amount)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
1,29,62,787	NIL	NA	NA	NIL	NA

Annexure -1

REPORT ON CSR ACTIVITIES

(g) Excess amount for set off, if any:

No.	Particular	Amount (in Rs.)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135*	55,00,130
(ii)	Total amount spent for the Financial Year	1,29,62,787
(iii)	Excess amount spent for the Financial Year [(ii)-(i)]	74,62,657
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	NIL
(vi)	**Amount available for set off in succeeding Financial Years [(iii)-(iv)]**	**74,62,657**

*The amount has been calculated after adjusting for the set off amount available from the last two financial years.

DETAILS OF CSR AMOUNT FOR THE PRECEDING THREE FINANCIAL YEARS

(a) Details of Unspent CSR amount for the preceding three financial years:

Sr. No	Preceding Financial Year(s)	Amount transferred to to Unspent CSR Account under sub- section (6) of section 135 (in Rs.)	Balance Amount in Unspent CSR Account under sub- section (6) of section 135 (in Rs.)	Amount Spent in the Financial Year (in Rs)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to sub- section (5) of section 135, if any	Amount remaining to be spent in succeeding Financial Years (in Rs)	Deficiency, if any
1	FY 2023-24	0.00	0.00	0.00	0.00	0.00	0.00
2	FY 2022-23	0.00	0.00	0.00	0.00	0.00	0.00
3	FY 2021-22	0.00	1182531.69	1182531.69	0.00	0.00	0.00

WHETHER ANY CAPITAL ASSETS HAVE BEEN CREATED OR ACQUIRED THROUGH CORPORATE SOCIAL RESPONSIBILITY AMOUNT SPENT IN THE FINANCIAL YEAR:

Nil

SPECIFY THE REASON(S), IF THE COMPANY HAS FAILED TO SPEND TWO PER CENT OF THE AVERAGE NET PROFIT AS PER SECTION 135(5)

The Company has met the requirement as specified under Section 135 of the Companies Act read with rules (as amended) made thereunder.

For and on behalf of Board of Directors
Talwandi Sabo Power Limited

Mr. Baldev Kishan Sharma
Chairperson – CSR Committee
Non-Executive Director
DIN: 02332983

Date: April 22, 2025
Place: Faridabad

Mr. Pankaj Kumar Sharma
COO & Whole Time Director
DIN: 10277510

Date: April 22, 2025
Place: Mansa

Annexure -2

ENERGY CONSERVATION & TECHNOLOGY ABSORPTION

vedanta transforming for good | power

CONSERVATION OF ENERGY

Conservation of natural resources continues to be the key focus area of our Company. Some of the important steps taken in this direction are as follows:

The steps taken or impact on conservation of energy:

• Achieved lowest ever NSHR of 2388 Kcal/Kwh.
• Specific water consumption at 1.78 against the design of 2.6.
• New drier installed at compressor common header discharge to improve purging pressure.
• Mill reliability enhanced by overhauling of 09 mills and liner replacement of 03 mills.
• Successfully Completed the Capital Over -hauling of Unit-3.
• MSV Seat drain TOP-BOTTOM (Pneumatic drain valve) replaced to reduce DM water consumption.
• IPCV/MSV/HPCV Complete Dismantling & repairing work completed including removal of scaling, main cause for valve stuck ups during operations & shutdown.
• HP Heater parting plate Inspection and welding work done to improve efficiency.
• Condenser LP turbine extraction bellows (20 nos.) replaced.
• Replaced HIP intermediate gland seals to avoid high pressure steam loss.
• HIP outer casing & cross over pipe steam leakage arrested.
• 400 sqm Air-sealing and 50 MT Refractory Installation done.
• Replacement of approx. 35000 fills & rectification of distribution header & nozzles in NDCT.
• In ESP 2000 Nos. emitting electrode (spiral type) and 90 Nos. collecting plate replacement done.
• New design sleeve type 20 pair Economizer coil replaced with shields.
• Economizer 1st & 2nd bank Hanger Tube L plate installation and SS wire mesh installation done.
• CEP A & B Pump Over hauling done.

Projects for reduction of Belt Utilization Factor (BUF) and specific energy consumption of Coal Handling Plant

• Replaced 15 chutes along the stacking route.
• Completed Comprehensive overhauling of all four crushers and 3 roller screens.

Replaced all press clamp and lean clamp cables of wagon tippler-4.

• Modified the wagon tippler grizzly and added a ramp for the mechanized removal of oversized boulders.

Fuel sourcing with higher GCV and Biomass blending.

a. Received coal with increased GCV of 3328 kcal/KG.
b. Commenced supplies of coal from SECL post signing of FSA under linkage rationalization.
c. Biomass cofiring started in boiler. 0.36% of total coal consumed.

THE STEPS TAKEN BY THE COMPANY FOR UTILIZING ALTERNATE SOURCES OF ENERGY:

The company is deliberating on various opportunity for renewable energy generation.

The capital investment on energy conservation equipment (in rupees):

- Eco Coil replacement in U#3 – 3.1 Cr
- Air seal- 26 Lakh
- Plastic refractory- 37 Lakh
- Mill liners and Ball- 8 Cr
- ID fan OGV-66 Lakh
- Screw conveyor- 40 Lakh
- LDO pump-15 Lakh
- Boiler tube, bends and shield- 2 Cr
- U#3 Turbine bend repair- 2 Cr

Technology absorption

Effort in brief made towards technology absorption, adaptation, and innovation:

- Implemented ITMS to reduce truck TAT.
- 11 KV panels Back DOOR Interlock Protection Implemented.
- Automation of Biomass Process
- Coal and Power process Automation
- Enhancement of Laboratory Information Management System
- Wirless integration of service air compressors with ash handling control room

Any benefit(s) derived like product improve -ment, cost reduction, product development, Linkage Rationalization:

- Reduced costs and transactions through consolidation
- 100% procurement automation with Ariba 2.0
- Effective inventory management through SAP enhancement (PI, Warranty, and Shelf life)

In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year), the following information may be furnished:

N.A.

The expenditure incurred on Research and Development:

N.A

Annexure 3

SECRETARIAL AUDIT REPORT

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2025

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Board of Directors,
Talwandi Sabo Power Limited
(CIN: U40101MH2007PLC433557)
C-103, Atul Projects-Corporate Avenue,
New Link Road, Chakala, Andheri, (E), Mumbai,
Maharashtra, India, 400093

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Talwandi Sabo Power Limited** (hereinafter called the **"Company"**) **which is an Unlisted Company**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended March 31, 2025 (**"Audit Period"**) generally complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended March 31, 2025 according to the provisions of:

(i) The Companies Act, 2013 (the "Act") and the rules made thereunder;

(ii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; and

(iii) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings **{Not applicable during the audit period}.**

We have also examined compliance with the applicable clauses of the Secretarial Standard on Meetings of the Board of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, which the Company has generally complied with.

(iv) The Company was incorporated as a Special Purpose Vehicle (SPV) by Punjab State Power Corporation Limited (PSPCL), formerly known as Punjab State Electricity Board, with the objective of constructing a 1980 MW (3*660 MW) thermal power plant on a Build, Own, and Operate (BOO) basis at Village Banawala, Mansa-Talwandi Sabo. As informed by the management, the following laws are specifically applicable to the Company:

i. The Electricity Act, 2003 and rules and regulations made thereunder;
ii. The Legal Metrology Act, 2009 and rules and regulations made thereunder;
iii. The Boilers Act, 1923 and rules and regulations made thereunder;
iv. The Energy Conservation Act, 2001 and rules and regulations made thereunder;
v. The Petroleum Act, 1934 and rules and regulations made thereunder;
vi. The Explosives Act, 1884 and rules and regulations made thereunder;
vii. The Mines and Minerals (Development and Regulation) Act,1957 and rules and regulations made thereunder;
viii. The Atomic Energy Act, 1962 and rules and regulations made thereunder;

During the course of audit, the management has informed us that they have ensured compliance with the general and specific laws specifically applicable to the Company. However, we have not examined the compliances of other general and specific laws applicable to the Company.

We report that on the basis of documents and information provided to us by the management of the Company during the course of audit, the Company has complied with the provisions of the Act, Rules, Regulations and Guidelines to the extent applicable, as mentioned above.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive, Non-Executive Director and Independent Directors including Women Director. Further, the changes in the Board of Directors that took place during the audit period were carried out in compliance with the provisions of the Act.

Adequate and proper notices were given to all Directors to schedule the Board Meetings, Committee meetings, agenda and detailed notes on agenda were sent in advance other than those meetings which were held on shorter notice and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out with requisite majority and therefore, no dissenting views were noticed while reviewing the minutes.

We further report that there are systems and processes in the company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. However, we have not examined the compliances of other general and specific laws applicable to the Company.

We further report that during the audit period, the Board of Directors of the Company by passing a resolution through circulation on December 23, 2024, approved the proposal regarding the non-implementation of Part V (Demerger and Vesting of Base Metals

Undertaking) of Scheme of Arrangement between Vedanta Limited ("Demerged Company" or "Company") and Vedanta Aluminium Metal Limited ("Resulting Company 1") and Talwandi Sabo Power Limited ("Resulting Company 2") and Malco Energy Limited ("Resulting Company 3") and Vedanta Base Metals Limited ("Resulting Company 4") and Vedanta Iron and Steel Limited ("Resulting Company 5") and their respective shareholders and creditors under Sections 230-232 and other applicable provisions of the Companies Act, 2013 ("Scheme") and approval of the updated scheme in this regard.

For Sanjay Grover & Associates
Company Secretaries
Firm Registration No.: P2001DE052900
Peer Review Certificate No.: 6311/2024

Dr. Navrang Saini
Partner
M. No.: FCS 2122/ CP No. 27228
UDIN: F002122G000169619

New Delhi
April 22, 2025

ANNEXURE-A TO THE SECRETARIAL AUDIT REPORT

To,
The Board of Directors,
TALWANDI SABO POWER LIMITED
(CIN: U40101MH2007PLC433557)
C-103, Atul Projects-Corporate Avenue,
New Link Road, Chakala, Andheri, (E), Mumbai,
Maharashtra, India, 400093

Our Report of even date is to be read along with this letter

a) Maintenance of secretarial records are the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.

b) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test check basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

c) We have not verified the correctness and appropriateness of the financial statements of the Company.

d) Wherever required, we have obtained the management representation about the compliances of laws, rules and regulations and happening of events etc.

e) The compliance of the provisions of the Corporate and other applicable laws, rules, regulations and standards are the responsibility of the management. Our examination was limited to the verification of procedures on test check basis.

f) The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Sanjay Grover & Associates
Company Secretaries
Firm Registration No.: P2001DE052900
Peer Review Certificate No.: 6311/2024

Dr. Navrang Saini
Partner
M. No.: FCS 2122/ CP No. 27228
UDIN:F002122G000169619

New Delhi
April 22, 2025

REPORT ON CORPORATE GOVERNANCE

CORPORATE GOVERNANCE PHILOSOPHY

Talwandi Sabo Power Limited follows the highest standards of Corporate Governance by adopting the governance best practices. Our corporate governance reflects our value system encompassing our culture, policies, and relationships with our stakeholders at large. To ensure utmost trust and confidence of our stakeholders in us, transparency, accountability, excellence, and safety form a vital part of our operations and practices.

Corporate Governance Principles

- TRANSPARENCY AND ACCOUNTABILITY
- POLICIES & REGULATORY FRAMEWORK
- MANAGEMENT/ BOARD & COMMITTEES
- VALUES & ETHICS
- MONITORING & INTERNAL CONTROL
- EXECUTING STRATEGY & MANAGING RISK

Through effective corporate governance, your Board seeks to embed and sustain a culture that will enable TSPL to fulfil its purpose and achieve its long-term strategic objectives, by building durable partnerships and upholding its core values of safety, teamwork, excellence, respect, and integrity.

BOARD OF DIRECTORS

The Board holds a fiduciary position, empowered to ensure that all the actions and decisions are aligned with the best interests of its stakeholders at large. It exercises independent judgement and plays a pivotal role in overseeing the management, governance, performance, long-term success of business as a whole and protecting the long-term interests of all the stakeholders.

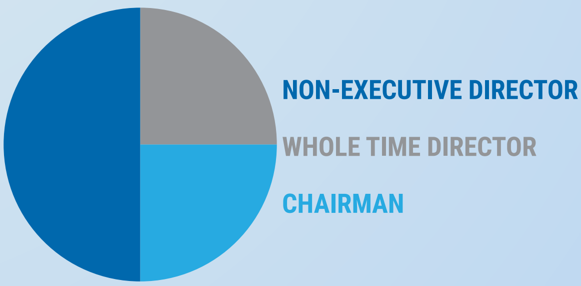
To discharge its obligations effectively, the Board has constituted various board committees. Each of the committees has a clearly laid down charter and is entrusted with discharging its duties, roles, and responsibilities. Further, the details pertaining to each of the committees have been provided in subsequent section of this report.

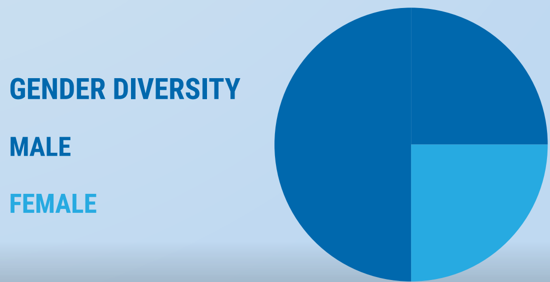
To ensure utmost governance maintain its functions of governance and management, our Board consists of an appropriate mix of executive, non-executive, and independent directors.

The Detailed profile of the Directors is given in the earlier section of this Annual Report and can also be viewed on the website at www.tsplindia.co.

COMPOSITION OF BOARD & DIVERSITY

The Board believes that it is essential to have an appropriate balance between Executive and Non Executive Director to promote shareholder interests and govern the Company effectively. Hence, the Company maintains an optimum combination of Directors in compliance with the Companies Act, 2013 ('Act'). As on March 31, 2025, the Board comprise of Four Directors which includes a Chairman (Non-Executive) and two Non-Executive Directors including one Woman Director and one Whole time Director. None of the Directors are related to each other or are the promoters of the Company.





An effective board comprises of a diverse group of individuals who possess a variety of complementary skills and a range of experiences, and our Board has the correct mix of members to provide effective oversight and insightful strategic guidance. The Nomination and Remuneration Committee and the Board reviews the Board's composition to recognise the skills required for the Company both in the near term and into the future. Together with these unique perspectives and wide variety of experiences we make our business stronger, enhancing our ability to innovate and respond to the challenges faced by the Company.

Our Board represents a tapestry of complementary skills, attributes, perspectives and includes individuals with financial experience and a diverse background.

MEETING OF THE BOARD AND ITS COMMITTEES

Schedule of meetings and agenda matters

The Board meets at regular intervals to discuss and decide on Company/business policy and strategy in addition to the statutory and other matters. The Board and Committee meetings are pre-scheduled, and an annual calendar of the meetings is circulated to the Directors well in advance to facilitate planning of their schedule and to ensure meaningful participation in the meetings. However, in case of business exigencies/urgencies resolutions are passed through circulation or additional meetings are conducted.

The Audit Committee, Nomination & Remuneration Committee and Corporate Social Responsibility Committee Meetings are mostly held on the same dates as Board Meetings. To ensure an immediate update to the Board, the Chairman of the respective committees briefs the Board about the proceedings of the respective committee meetings.

Schedule of meetings and agenda matters

The detailed agenda papers along with the supporting annexures for the meetings are provided within statutory timelines. In special and exceptional circumstances, additional or supplementary agenda item(s) are permitted to be taken up as 'any other item'.

However, to address urgent issues, resolutions are passed by way of circulation in line with the provisions of Section 175 of the Companies Act, 2013.

Information presented at meetings

The Board business generally includes consideration of important events including:

- Quarterly and annual result announcements.
- Oversight of the performance of the business.
- Development and approval of overall business strategy.
- Review of the functioning of the Committees and
- Other strategic, transactional and governance matters as required under the Companies Act, 2013, and other applicable laws.

Conduct and recording of meeting

- Facility of video conferencing/telepresence is provided to the Board members and invitees at various locations across the globe.
- All the meetings conducted through telepresence are recorded and stored as per statutory requirements. The Company Secretary records minutes of the meetings of each Board and Committees.

Post Meeting Summary / Follow Up

- Post conclusion of each of the Board/Committee meeting, the summary of the proceedings of meetings along with the action points, if any are circulated.
- Various decisions taken at Board/Committee meetings are promptly communicated to the concerned departments/divisions.
- Draft minutes and signed minutes are circulated to Board/Committee members within the timelines prescribed under Secretarial Standards.

Meetings conducted during FY 2024-25

Following meetings were conducted during the year:

Meeting	April – June	July – Sept	Oct – Dec	Jan - March
Board	Apr 19, 2024	Aug 05, 2024	Oct 17, 2024	Jan 20, 2025 Feb 08, 2025
Audit Committee	Apr 19, 2024	Aug 04, 2024	Oct 17, 2024	Jan 20, 2025
Nomination & Remuneration Committee	Apr 19, 2024	-	Oct 17, 2024	Feb 08, 2025
Corporate Social Responsibility Committee	Apr 19, 2024	-	Oct 17, 2024	-

- The Board approved 13 matters by passing resolution by circulation.
- The Audit Committee approved 3 matter by passing resolution by circulation.
- The Nomination & Remuneration Committee approved 2 matters by passing resolution by circulation.
- The maximum interval between any two board meetings did not exceed 120 days, as prescribed in the Companies Act, 2013.

Composition of Committees

Name of the Director	Board	Audit Committee	Nomination & Remuneration Committee	Corporate Social Responsibility Committee
Mr. Agnivesh Agarwal	• (Chairperson)			
Mr. Baldev Krishan Sharma	• (Member)	• (Chairperson)	• (Chairperson)	• (Chairperson)
Mr. Pankaj Kumar Sharma	• (Member)	• (Member)	• (Member)	• (Member)
Ms. Sonal Choithani	• (Member)	• (Member)	• (Member)	• (Member)
• Chairperson • Member				

Attendance for Board & Committee Meetings held during FY 2024-25

Name of the Director	Whether attended AGM on August 12, 2024	Board (Attended / Entitled)	Audit Committee (Attended / Entitled)	Nomination & Remuneration Committee (Attended / Entitled)	Corporate Social Responsibility Committee (Attended / Entitled)
Mr. Agnivesh Agarwal	No	2/5	-	-	-
Mr. Baldev Krishan Sharma	Yes	5/5	4/4	3/3	2/2
Mr. Mahendra Singh Mehta*	Yes	5/5	4/4	3/3	2/2
Ms. Sonal Choithani	Yes	4/5	-	3/3	2/2
Mr. Pankaj Kumar Sharma	Yes	5/5	4/4	-	-

*Mr. Mahendra Singh Mehta ceases to be the independent director of the company effective close of business hours on March 29, 2025

Selection/ Appointment Procedure

As per the Company's Nomination and Remuneration Policy, following steps are carried out for selection of new Board Members:

• The Nomination and Remuneration Committee (NRC) takes into consideration the knowledge, professional & functional expertise and background, industry orientation, diverse academic, professional, or technical qualification and more before recommending a new member to the Board for their approval for appointment.

• In case of appointment of Independent Directors, the NRC additionally satisfies itself regarding the independence of the Directors.

• In case of re-appointment, performance evaluation and engagement level are considered by the NRC and recommended to the Board for approval.

Code of Business Conduct and Ethics

The Company has in place a comprehensive Code of Conduct (COC) applicable to all Board Members, Senior Management, and other employees of the Company. The COC provides guidance and support required for conducting the business in an ethical manner. The declaration by the director on code of business conduct and ethics of the Company is enclosed to this report.

Independent Directors

The provisions relating to appointment of Independent Director is not applicable in our company. However, during the year Board consisted of One Independent Directors in compliance with the Section 149 (6) of the Companies Act, 2013 whose tenure was completed on March 29, 2025 and therefore as on March 31, 2025 there is no independent director in the company. So, no separate meeting of independent directors was held during the year.

At the time of appointment and thereafter at the beginning of each financial year, the Independent Directors submit a self-declaration confirming their independence and that he/she meets the eligibility criteria. The declaration is also placed before the Board for information.

BOARD COMMITTEES

Audit Committee

The prime objective of the Audit Committee is to monitor and provide effective supervision of the financial reporting; the effectiveness of the system of risk management and robustness of internal financial controls and risk management framework, adequacy and effectiveness of the Company's legal, regulatory and ethical compliance & governance programmes, monitoring the qualifications, expertise, resources and independence of both the internal and external auditors; and assessing the auditors' performance and effectiveness each year.

Pursuant to Section 177 of the Companies Act, 2013 ('Act') the Audit Committee acts in accordance with the Terms of Reference (TOR) as specified by the Board.

Terms of Reference

- Recommend the appointment, remuneration and term of appointment of Auditors of the Company.
- Review and monitor the auditor's independence and performance, and effectiveness of audit process.
- Examination of the financial statement and auditor's report thereon.
- Approve or subsequently modify transactions of the Company with related parties.
- Scrutinize inter-corporate loans and investments.
- Undertake valuation of undertakings or assets of the Company, wherever it is necessary.
- Evaluate internal financial controls and risk management systems.
- Monitor the end use of funds and related matters.
- Discuss with the auditors periodically about internal control systems, the scope of audit including observations of the auditors.
- To issue certification under applicable laws and regulations applicable to the Company and / or its holding companies.

Powers of the Audit Committee

- Investigate any activity within its terms of reference.
- Seek any information that it requires from any employee of the Company, and all employees are directed to cooperate with any request made by the Committee.
- Obtain outside legal or other professional advice.
- Secure attendance of outsiders with relevant expertise
- Access sufficient resources to carry out its duties.

The Company has systems and procedures in place to ensure that the Audit Committee mandatorily reviews

- Management Discussion and Analysis of financial condition and results of operations.
- Statement of significant related party transactions (as defined by the Audit Committee) submitted by the management.
- Management letters/letters of internal control weaknesses issued by the statutory auditors.
- Internal audit reports relating to internal control weaknesses; and
- Appointment, removal, and terms of remuneration of the Chief Internal Auditor shall be subject to review by the Audit Committee.

Composition and Meetings of Audit Committee

Pursuant to Section 177 read with Rule 4 (2) (b) (Appointment and Qualification of Directors) Rules, 2014 the provisions as to constitution of Audit Committee is not applicable to our company. However, as a good governance practice we have constituted an Audit Committee. The details of the composition and meetings have been given in the earlier section of this report. All the members of the Audit Committee are financially literate.

The Company Secretary is the Secretary to the Committee. The CFO, CEO, MAS team and Statutory Auditors are the permanent invitees to the Audit Committee Meetings.

Nomination & Remuneration Committee

The Nomination & Remuneration Committee (NRC) is responsible for overseeing key processes through which it can make recommendations to the Board on the structure, size, composition and remuneration of the Board, Key Managerial Personnel (KMP) and Senior Management, ensure that the appropriate mix of skills, experience, diversity, and independence is present on the Board and senior level for it to function effectively.

Terms of Reference

- Assist the Board in identifying, interviewing, and recruiting candidates including criteria for the independence evaluation of the Board of Directors.
- Formulate the criteria for determining qualifications, positive attributes, and independence of a director, and recommend to the Board a policy, relating to the remuneration for the Directors, key managerial personnel, and other employees.
- Annually evaluate and report to the Board on the performance and effectiveness of the Board to facilitate the directors fulfilling their responsibilities in a manner that serves the interests of members of the Company.
- Review, at least once a year, the independence of the members of the Board of Directors.
- Obtain or perform an annual evaluation of the Committee's performance and make applicable recommendations.
- Review the framework and processes for motivating and rewarding performance at all levels of the Company and make appropriate proposals for Board approval.
- Recommend all forms of compensation to be granted to Directors, senior management, and other employees of the company.
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment, or modification, as may be applicable.
- Regularly review and make recommendations about changes to the charter of NRC.

Composition and Meetings of Nomination & Remuneration Committee

Pursuant to Section 178 read with Rule 4 (2) (b) (Appointment and Qualification of Directors) Rules, 2014 the company is not required to constitute a Nomination and Remuneration Committee. However, as a good governance practice we have constituted the committee in compliance with the requirements of Section 178 of the Companies Act, 2013. The details of composition and meetings have been given in the earlier section of this report.

The Company Secretary is the Secretary to the Committee. The CFO, CEO and other directors are the permanent invitees to the NRC Meetings.

Remuneration Policy for Directors

Nomination & Remuneration Policy has been framed and adopted by the NRC for determining and recommending the remuneration of the Directors, KMPs and Senior Management to the Board.

The Non-Executive Directors of the Company are paid remuneration by way of sitting fees and commission as well. The appointment letter covering the terms and conditions of appointment of Independent Directors is available on the Company's website at https://www.tsplindia.co.

No stock options were issued to the Non-Executive Independent Directors of the Company during the financial year 2024-25.

Corporate Social Responsibility Committee

Corporate Social Responsibility (CSR) Committee is formed to fulfil the social responsibility of the Company that positively impacts the society at large in an ethical and environment friendly manner and ensures the Company operates on a consistent and compliant basis.

As a responsible corporate citizen, we believe that those who reside in our operational areas are our partners, and we seek to foster a mutually benefitting relationship with all our stakeholders. It is this integration of business and CSR which provides us the social licence to operate and ushers in a different developmental paradigm towards sustainable change in society. The role of CSR Committee is to formulate and monitor the CSR Policy of the Company along with recommending the CSR Budget.

Terms of Reference

- To formulate and recommend to the Board, a CSR Policy which shall indicate the activities to be undertaken by the Company in line with the provisions of Companies Act, 2013.
- Recommend the amount of expenditure to be incurred on the activities referred to in the Policy.
- Monitor the CSR Policy of the Company from time to time.
- To institute transparent monitoring mechanism for implementation of the Corporate Social Responsibility projects or programs or activities undertaken by the Company.
- To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification as may be applicable or as may be necessary or appropriate for performance of its duties.

Composition and Meetings of Corporate Social Responsibility Committee

The composition of the Corporate Social Responsibility (CSR) Committee meets the requirements of Section 135 of the Companies Act, 2013. The details of composition and meetings have been given in the earlier section of this report.

The Company Secretary is the Secretary to the Committee. The CFO, CEO and other directors are the permanent invitees to the Corporate Social Responsibility Committee Meetings.

Committee of Directors

To cater various day to day requirements and to facilitate seamless operations, the Company has formed a committee known as Committee of Directors. The Committee meets as and when deem necessary to cater to the Company's Day to day requirements of the company.

The Committee comprise of one Whole-time Director and two Non-Executive Directors.

The Company Secretary is the Secretary to the Committee. The CFO, CEO are the permanent invitees to the Committee Meetings.

During the financial year 2024-25, the committee conducted a meeting on April 18, 2024 and October 22, 2024

GENERAL BODY MEETING

Details of last three Annual General Meetings

Year	AGM	Day, Date & Time	Venue	Special Resolutions passed
2023-24	17th AGM	Monday, August , 12, 2024, 3:30 PM	Mansa, Punjab	• Re-appointment of Mr. B.K. Sharma (DIN: 02332983) as a Non-Executive Director of the Company. • Re-appointment of Mr.Sonal Choithani as a Non-Executive Director of the Company • Appointment of Mr. Pankaj Kumar Sharma as Whole Time Director of the company.
2022-23	16th AGM	Tuesday, July 11, 2023, 5:30 PM	Through video conferencing	• Re-appointment of Mahendra Singh Mehta (DIN: 00019566) as an Independent Director. • Payment of remuneration to Whole Time Director & CEO • Payment of remuneration to Independent / Non – Executive Directors.
2021-22	15th AGM	Friday, July 29, 2022, 4:10 PM	Through video conferencing	• Re-appointment of Mr. Vikas Sharma (DIN: 00761202) as Whole-Time Director and CEO and payment of remuneration. • Re-appointment of Mr. B.K. Sharma (DIN: 02332983) as a Non-Executive Director of the Company • Re-appointment of Mr. R Kannan (DIN: 00227980) as an Independent Director of the Company. • Appointment of Mr. Vibhav Agarwal (DIN: 03174271) as a Whole-Time Director and CEO of the company.

REPORT ON CORPORATE GOVERNANCE

Special Resolution by Postal Ballot

During the financial year 2024-25, no special resolution has been passed through the exercise of postal ballot.

Details of Extra – Ordinary General Meeting held during the financial year 2024-25

During the financial year no Extra-Ordinary General Meeting were held .

DISCLOSURES

The Board has received disclosures from senior management relating to material, financial and commercial transactions where they and/or their relatives have personal interest. There are no materially significant related party transactions which have potential conflict with the interest of the Company at large.

The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism for Employees and Directors to report concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The said policy has been posted on the Company's website: www.tsplindia.co.

- Company affirms that no personnel have been denied access to the Chairman of the Audit Committee.
- The Company follows Accounting Standards laid down by The Institute of Chartered Accountants of India in the preparation of its financial statements.

The Company follows all the mandatory requirements of the Companies Act, 2013. The provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 are not applicable to the company. However, as a Good Governance Practice company has voluntarily adopted few provisions of the regulation.

REPORT ON CORPORATE GOVERNANCE

Particulars	Section / Chapter	Compliance Status Yes/No/N. A.	Compliance observed
Board of Directors and Key Managerial Personnel	Chapter XI, XII, XIII	Yes	• Composition • Meetings and Quorum for meetings • Duties of Directors • Disclosure of Interest by directors and KMP • Fees to Non-Executive / Independent Directors • Performance evaluation of Independent Directors • Related Party Transactions • Appointment and Remuneration of KMPs. • Appointment and regularisation of additional directors • Register of Directors and KMPs. • Restrictions on powers of Board. • Powers of Board under section 179 • Board Evaluation • Appointment of Company Secretary • Functions of Company Secretary • Secretarial Audit
Annual General Meeting	Sec. 96 - 121	Yes	• Notice along with Explanatory Statement • Corporate Representative • Transaction of Special Business and passing Special Resolution • Recording of Minutes and Reporting of AGM • Filing of Resolution & Agreements
Audit Committee	Sec. 177	Yes	• Composition • Meetings • Powers of the Committee • Role of the Committee and review of information by the Committee
Nomination and Remuneration Committee	Sec. 178	Yes	• Composition • Chairperson • Role of the Committee • Performance Evaluation of Directors
Corporate Social Responsibility Committee	Sec. 135	Yes	• Composition • Chairperson • Role of the Committee • Approval and Reporting of CSR Budget and Activities
Vigil Mechanism	Sec. 177	Yes	• Formulation of Vigil Mechanism • Direct access to Chairperson of Audit Committee
Related Party Transactions	Sec. 188	Yes	• Policy on Related Party Transactions and dealing with Related Party Transactions • Approval including omnibus approval of Audit Committee • Review of Related Party Transactions • There were no material Related Party Transactions
Obligations with respect to Directors and KMPs	Chapter XI & XIII	Yes	• Disclosure & Declaration by Directors & KMPs respectively • Memberships / Chairmanships in Committees • Affirmation on compliance of Code of Conduct by Directors, KMPs
Obligations with respect to audits.	Chapter X, Sec. 138 & 204	Yes	• Appointment of Internal auditor, Statutory auditor, Cost auditor and Secretarial Auditor.
Other Corporate Governance Requirements		Yes	• Filing of Forms & Returns • Maintenance of Registers & Records • Intimations to Investors

MEANS OF COMMUNICATION

Financial Results
The detailed financial results of the Company are intimated to the stakeholders through annual reports which is uploaded on the website of the company.

Website
The Company's website https://www.tsplindia.co has a separate section of "Investor Relations" which contains all the information for the investors like financial results, policies & codes, stock exchange filings, press releases, annual reports etc. enabling the investors to remain informed and updated.

GENERAL SHAREHOLDERS INFORMATION

Annual General Meeting for the FY 2024-25

It is scheduled to be held in the month of July through video conferencing.

Registrar and Transfer Agent

KFin Technologies Limited (formerly known as KFin Technologies Private Limited) Selenium Building, Tower-B, Plot No 31 & 32, Gachibowli, Financial District Nanakramguda, Serilingampally, Hyderabad Rangareddi - 500032, Telangana.

Tel: +91 40 6716 2222;
Toll Free No.: 1800 425 8998
Fax: +91 40 2311 4087;
Website: www.kfintech.com

Shareholding pattern as on March 31, 2025

S. No.	Name of Natural persons/ Directors/ Beneficiaries	Number of Shares held
1	Vedanta Limited	3,20,66,09,686
2	Mr. Shyam Chaudhari	1
3	Mr. Rajinder Singh Ahuja	1
4	Mr. Ravinder Singh Thakur	1
5	Mr. Pankaj Kumar Sharma	1
6	Mr. Nitesh Malani	1
7	Mr. Himanshu Agarwal	1
	Total	3,20,66,09,692

Note: *From S. No. 2 to 7, shareholders are the Nominee Shareholders only, who do not hold any beneficial interest in these shares. Vedanta Limited is the 100% shareholder of the Company

DECLARATION BY DIRECTOR ON CODE OF BUSINESS CONDUCT AND ETHICS OF THE COMPANY
As the Director of Talwandi Sabo Power Limited, I, Pankaj Kumar Sharma, hereby declare that all the Members of Board and Key Managerial Personnel of the Company have affirmed compliance with the Company's Code of Business Conduct and Ethics for the financial year 2024-25.

For Talwandi Sabo Power Limited

Pankaj Kumar Sharma
Director
DIN: 10277510
Place: Mansa
Date: April 22, 2025

STATUTORY AUDIT REPORT

INDEPENDENT AUDITOR'S REPORT

To the Members of Talwandi Sabo Power Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Talwandi Sabo Power Limited ("the Company"), which comprise the Balance sheet as at March 31 2025, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

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, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs), as 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 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 audit opinion on the financial statements.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report but does not include the financial statements and our auditor's report thereon. 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 such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. 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

STATUTORY AUDIT REPORT

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 the 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 & are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

We also:

• Identify and assess the risks of material misst -atement 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 management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

• Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

STATUTORY AUDIT REPORT

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other Legal and Regulatory Requirements
1.As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of Sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, we report 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 purposes of our audit;

(b) 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 except for the matters stated in the paragraph below on reporting under Rule 11(g);

(c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

(d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

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

(f) The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(b) above on reporting under Section 143(3)(b) and paragraph h(vi) below on reporting under Rule 11(g):

(g) With respect to the adequacy of the internal financial controls with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

(h) In our opinion, the managerial remuneration for the year ended March 31, 2025 has been paid / provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act.

(i) 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 has disclosed the impact of pending litigations on its financial position in its financial statements – Refer note 33 to the financial statements;

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

iii. There has been no delay in transferring amounts required to be transferred to the Investor Education and Protection Fund by the Company;

iv. (a) The management has represented that, to the best of its knowledge and belief, as disclosed in the note 46 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("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 ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, as disclosed in the note 46 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("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 that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. No dividend has been declared or paid during the year by the Company.

vi. Based on our examination which included test checks, the Company has used one accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that audit trail feature for direct changes to data in certain database tables was enabled for part of the year from 3rd March 2025, as described in note 51 to the financial statements. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with in respect of the accounting software where audit trail has been enabled. Additionally, the audit trail of relevant prior year has been preserved by the Company as per the statutory requirements for record retention, to the extent it was enabled and recorded in the respective year, as stated in note 51 to the financial statements.

For S.R. Batliboi & Co LLP
Chartered Accountants
ICAI Firm Registration Number:
301003E/E300005

per Amit Kumar Jain
Partner
Membership Number: 097214
UDIN: 25097214BMNSIS8639
Place of Signature: New Delhi
Date: April 22, 2025

ANNEXURE 1 REFFERED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS OF OUR REPORT ON EVEN DATE

Re: Talwandi Sabo Power Limited ('the Company')

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(B) The Company has maintained proper records showing full particulars of intangibles assets.

(b) Property, Plant and Equipment have been physically verified by the management during the year and no material discrepancies were identified on such verification.

(c) The Title deeds in respect of freehold land having gross and net book value of Rs. 390 crores are in the name of the Company but are not physically available with the Company. The same has been pledged with Vistra ITCL (India) Limited.

(d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2025.

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

(ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year. In our opinion the coverage and the procedure of such verification by the management is appropriate. There was no inventory lying with third parties. There were no discrepancies of 10% or more noticed, in the aggregate for each class of inventory.

(b) As disclosed in Note 15 to the financial statements, the Company has been sanctioned working capital limits in excess of Rs. 5 crores in aggregate from banks during the year on the basis of security of current assets of the Company. The quarterly returns/statements filed by the Company with such banks are in agreement with the books of accounts of the Company.

(iii) (a) During the year, the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(a) of the Order is not applicable to the Company.

(b) During the year, the Company has not made investments, provided guarantees, provided security and granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(b) of the Order is not applicable to the Company.

(c) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c) of the Order is not applicable to the Company.

(d) The Company has not granted loans or advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(d) of the Order is not applicable to the Company.

STATUTORY AUDIT REPORT

(e) There were no loans or advances in the nature of loans granted to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(e) of the Order is not applicable to the Company.

(f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

(iv) There are no loans, investments, guarantees, and securities given in respect of which provisions of Sections 185 and 186 of the Companies Act, 2013 are applicable and accordingly, the requirement to report on clause 3(iv) of the Order is not applicable to the Company.

(v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of Sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

(vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under Section 148(1) of the Act, related to the generation of power, and are of the opinion that prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.

(vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and other statutory dues applicable to it. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

(b) The dues of goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess, and other statutory dues have not been deposited on account of any dispute, are as follows:

Name of the statute	Nature of dues	Amount (Rs. in crore)	Financial year to which it relates	Forum where dispute is pending
Income tax Act, 1961	Income tax	0.91	Assessment year 2012-2013	Income tax Appellate Tribunal
Income tax Act, 1961	Income tax	0.68	Assessment year 2012-2013	Deputy Commissioner of Income Tax
Income tax Act, 1961	Income tax	1.65	Assessment year 2014-2015	Commissioner of Income Tax (Appeals)
Income tax Act, 1961	Income tax	0.04	Assessment year 2017-2018	Commissioner of Income Tax (Appeals)
Income tax Act, 1961	Income tax	0.10	Assessment year 2015-2016	Deputy Commissioner of Income Tax
Goods and Services Act	Indirect tax	3.63	Assessment Year 17-18, Assessment Year 18-19	CGST (Appeals)

STATUTORY AUDIT REPORT

During the previous years, the Company has deposited INR 2.14 Crore under protest in connection with a dispute with authorities for the assessment year 2012-13, 2014-15, 2017-18 and 2018-19.

(viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) The Company has not defaulted in repayment of loans or other borrowing or in the payment of interest thereon to any lender.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) Term loans were applied for the purpose for which the loans were obtained.

(d) The Company did not raise any funds during the year hence, the requirement to report on clause (ix)(d) of the Order is not applicable to the Company.

(e) On an overall examination of the Ind AS financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.

(x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments). Hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) No fraud/ material fraud by the Company or no fraud / material fraud on the Company has been noticed or reported during the year.

(b) During the year, no report under Sub-section (12) of Section 143 of the Companies Act, 2013 has been filed by secretarial auditor, cost auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a) to (c) of the Order is not applicable to the Company.

(xiii) Transactions with the related parties are in compliance with Sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the Ind AS financial statements, as required by the applicable accounting standards.

(xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business.

(b)The internal audit reports of the Company issued till the date of audit report, for the period under audit have been considered by us.

(xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) The provisions of Section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.

(c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.

(d) There are no other companies as part of the Group. Hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.

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

(xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

(xix) On the basis of the financial ratios disclosed in Note 45 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans 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 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 & 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 & when they fall due.

(xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to Sub-section 5 of Section 135 of the Act. This matter has been disclosed in Note 32 to the financial statements.

(b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of Sub-section 6 of Section 135 of Companies Act. This matter has been disclosed in Note 32 to the financial statements.

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number:
301003E/E300005

per Amit Kumar Jain
Partner
Membership Number: 097214
UDIN: 25097214BMNSIS8639
Place of Signature: New Delhi
Date: April 22, 2025

STATUTORY AUDIT REPORT

ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF Talwandi Sabo Power Limited

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

We have audited the internal financial controls with reference to financial statements of Talwandi Sabo Power Limited ("the Company") as of March 31, 2025 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI")}. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to 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 Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, as specified under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by 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 these financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to these financial statements, 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.

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 these financial statements.

Meaning of Internal Financial Controls With Reference to Financial Statements

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 includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with 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

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 control 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

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

For S.R. Batliboi & Co LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Amit Kumar Jain
Partner
Membership Number: 097214
UDIN: 25097214BMNSIS8639
Place of Signature: New Delhi
Date: April 22, 2025

FY 2024-25

Talwandi Sabo Power Limited
CIN - U40101MH2007PLC433557
Balance Sheet as at March 31, 2025

(₹ in Crore)

	Particulars	Notes	As at March 31, 2025	As at March 31, 2024
I	**ASSETS**			
1	**Non-current assets**			
	(a) Property, plant and Equipment	3	7,120.20	7,489.23
	(b) Capital work-in-progress	3	1.03	3.05
	(c) Intangible assets	3	2.63	2.76
	(d) Financial assets			
	(i) Trade receivables	4	1,691.35	1,619.79
	(ii) Other financial assets	5	45.85	7.59
	(e) Deferred tax assets (Net)	43	128.20	106.57
	(f) Other non-current assets	6	6.02	1.77
	(g) Income tax assets		2.23	2.45
	Total non-current assets		**8,997.51**	**9,233.21**
2	**Current assets**			
	(a) Inventories	7	248.77	292.49
	(b) Financial Assets			
	(i) Trade receivables	8	959.58	547.10
	(ii) Cash and cash equivalents	9	33.52	168.01
	(iii) Other bank balances	10	-	38.27
	(iv) Other financial assets	11	1.11	0.65
	(c) Other current assets	12	39.13	15.41
	(d) Income tax assets		9.59	5.03
	Total current assets		**1,291.70**	**1,066.96**
	Total Assets		**10,289.21**	**10,300.17**
II	**EQUITY AND LIABILITIES**			
A	**Equity**			
	(a) Equity share capital	13	3,206.61	3,206.61
	(b) Other equity	14	447.98	416.15
	Total Equity		**3,654.59**	**3,622.76**
B	**LIABILITIES**			
1	**Non-current liabilities**			
	(a) Financial liabilities			
	(i) Borrowings	15	4,333.66	4,871.57
	(ii) Lease Liability	16	38.89	2.14
	(b) Provisions	17	0.96	1.06
	Total non-current liabilities		**4,373.51**	**4,874.77**
2	**Current liabilities**			
	(a) Financial liabilities			
	(i) Borrowings	18	1,444.89	1,178.75
	(ii) Lease Liability	16	8.30	1.36
	(iii) Trade finance	19	450.78	375.13
	(iv) Trade payables	20		
	(a) Total Outstanding dues of Micro Enterprises and Small Enterprises		8.98	1.56
	(b) Total Outstanding dues of creditors other than Micro Enterprises and Small Enterprises		116.12	36.35
	(v) Derivatives	40	0.04	-
	(vi) Other financial liabilities	21	228.19	203.24
	(b) Other current liabilities	22	3.72	6.14
	(c) Provisions	23	0.09	0.11
	Total current liabilities		**2,261.11**	**1,802.64**
	Total Liabilities		**6,634.62**	**6,677.41**
	Total Equity and Liabilities		**10,289.21**	**10,300.17**

See accompanying notes forming part of financial statements

In terms of our report attached
For S. R. Batliboi & Co. LLP
ICAI Firm Registration No. : 301003E/E300005
Chartered Accountants

per Amit Kumar Jain
Partner
Membership No.: 097214

Place: New Delhi
Date: April 22, 2025

For and on behalf of Board of Directors

Agnivesh Agarwal
Chairman
DIN: 00038950
Place: Fujairah

Rajinder Singh Ahuja
Chief Executive Officer
Place: New Delhi

Pankaj Kumar Sharma
Whole Time Director
DIN: 10277510
Place: Mansa

Nitesh Malani
Chief Financial Officer
Place: Mansa
Date: April 22, 2025

Shivangi Dhanuka
Company Secretary
ICSI Mem No. A70586
Place: Mansa

Talwandi Sabo Power Limited
CIN - U40101MH2007PLC433557

Statement of Profit and Loss for the period ended March 31, 2025

(₹ in Crore)

	Particulars	Notes	Year ended March 31, 2025	Year ended March 31, 2024
I	Revenue from operations	24	5,223.40	5,256.05
II	Other Operating Income	25	17.11	36.81
III	Other income	26	3.70	16.14
IV	**Total Income (I+II+III)**		**5,244.21**	**5,309.00**
V	**Expenses:**			
	Power and fuel charges		3,835.83	3,875.28
	Employee benefits expense	27	24.05	25.51
	Finance costs	28	619.08	667.70
	Depreciation and amortisation expense	29	441.99	456.46
	Other expenses	30	313.06	322.52
	Total expenses		**5,234.01**	**5,347.47**
VI	**Profit before tax (IV-V)**		**10.20**	**(38.47)**
VII	Exceptional Items	50	-	794.26
VIII	**Profit before tax (VI+VII)**		**10.20**	**755.79**
IX	**Tax expense/(benefit):**	43		
	On other than exceptional items			
	Deferred tax		2.90	(46.26)
	Deferred tax adjustment for previous years		(24.54)	-
	On Exceptional items			
	Deferred tax		-	199.90
	Net Tax (credit)/charge:		**(21.64)**	**153.64**
X	**Net Profit for the year (VIII-IX)**		**31.84**	**602.15**
XI	**Other Comprehensive Income (net of taxes)**			
A	(i) Items that will not be reclassified to profit or loss: Re-measurement gain/(loss) on defined benefit obligation (net of taxes)		(0.01)	0.27
XII	**Total Comprehensive Income for the year (X+XI)**		**31.83**	**602.42**
XIII	**Earnings per equity share (in ₹):**	35		
	- Basic and Diluted		0.10	1.88

See accompanying notes forming part of financial statements

In terms of our report attached
For S. R. Batliboi & Co. LLP
ICAI Firm Registration No. : 301003E/E300005
Chartered Accountants

per Amit Kumar Jain
Partner
Membership No.: 097214

Place: New Delhi
Date: April 22, 2025

For and on behalf of Board of Directors

Agnivesh Agarwal
Chairman
DIN: 00038950
Place: Fujairah

Rajinder Singh Ahuja
Chief Executive Officer
Place: New Delhi

Pankaj Kumar Sharma
Whole Time Director
DIN: 10277510
Place: Mansa

Nitesh Malani
Chief Financial Officer
Place: Mansa
Date: April 22, 2025

Shivangi Dhanuka
Company Secretary
ICSI Mem No. A70586
Place: Mansa

Talwandi Sabo Power Limited
CIN - U40101MH2007PLC433557
Cash Flow Statement for the year ended March 31, 2025

(₹ in Crore)

	Particulars	Year ended March 31, 2025	Year ended March 31, 2024
A	**Cash flows from operating activities**		
	Net Profit before tax	10.20	755.79
	Adjusted for:		
	Unrealised exchange (gain) / loss	-	4.38
	Depreciation and amortisation expense	441.99	456.46
	Interest Expenses	619.08	667.70
	Exceptional (Gain)/ Loss	-	(794.26)
	Income on lease modification	-	(0.81)
	Interest and Dividend Income	(3.66)	(3.02)
	Realised gain from investments measured at FVTPL	(0.04)	(0.25)
	Loss on sale of property, plant and equipment written off	4.78	0.00
	Sundry Balances written back	-	(0.84)
	Operating profit before working capital changes	**1,072.35**	**1,085.15**
	Adjustments for change in assets and liabilities		
	(Increase) / Decrease in inventories	43.72	(67.80)
	(Increase) / Decrease in trade receivables	(484.04)	121.56
	(Increase) / Decrease in other financial and other assets	(28.43)	21.93
	Increase / (Decrease) in payables and provisions	168.31	(56.76)
	Cash generated from operations	**771.91**	**1,104.08**
	Income taxes paid	(4.34)	16.79
	Net cash from operating activities (i)	**767.57**	**1,120.87**
B	**Cash flows from investing activities**		
	Purchases of property, plant and equipment (including intangibles)	(29.97)	(22.87)
	Sale of property, plant and equipment (including intangibles)	0.28	0.05
	Proceeds from maturity / redemption of short term bank deposits	38.27	0.02
	Investment in bank deposits	(38.26)	(0.01)
	Purchase of short term Investment (Mutual Funds)	(110.00)	(515.97)
	Proceeds from sale of short term Investments (Mutual Funds)	110.04	516.23
	Interest received	3.66	2.67
	Net cash used in investing activities (ii)	**(25.98)**	**(19.88)**
C	**Cash flows from financing activities**		
	Proceeds from short term loan	548.53	324.00
	Repayment of short term loan	(77.00)	(100.00)
	Proceeds from long term borrowings	-	1,498.91
	Repayment of long term borrowings	(748.45)	(2,059.25)
	Repayment of lease liability	(4.24)	(0.10)
	Interest paid	(594.92)	(636.44)
	Net cash used in financing activities (iii)	**(876.08)**	**(972.88)**
	Net (decrease) / increase in cash and cash equivalents (i+ii+iii)	**(134.49)**	**128.11**
	Cash and cash equivalents at beginning of the year	**168.01**	**39.90**
	Cash and cash equivalents at close of the year (Refer note 9)	**33.52**	**168.01**

Notes:
1.The figures in bracket indicates outflows.
2.The above cash flow has been prepared under the "Indirect Method" as set out in Ind AS 7 - Statement of Cash Flows.
3.Refer Note 15 for Change in liabilities arising from financing activities and for non-cash financing and investing activities.

See accompanying notes forming part of financial statements

In terms of our report attached
For S. R. Batliboi & Co. LLP
ICAI Firm Registration No. : 301003E/E300005
Chartered Accountants

per Amit Kumar Jain
Partner
Membership No.: 097214

Place: New Delhi
Date: April 22, 2025

For and on behalf of Board of Directors

Agnivesh Agarwal
Chairman
DIN: 00038950
Place: Fujairah

Rajinder Singh Ahuja
Chief Executive Officer
Place: New Delhi

Pankaj Kumar Sharma
Whole Time Director
DIN: 10277510
Place: Mansa

Nitesh Malani
Chief Financial Officer
Place: Mansa
Date: April 22, 2025

Shivangi Dhanuka
Company Secretary
ICSI Mem No. A70586
Place: Mansa

Talwandi Sabo Power Limited
CIN - U40101MH2007PLC433557

Statement of Changes in Equity for the year ended March 31, 2025

a. Equity share capital

(₹ in Crore)

Equity shares of ₹ 10 each issued, subscribed & fully paid	No. of Shares	Amount
As at March 31, 2025 and March 31, 2024	3,206,609,692	3,206.61

Note: There has been no change in the equity share capital either during the year or previous year.

b. Other equity

(₹ in Crore)

Particulars	Reserves and Surplus
Balance as on 31st March 2023	(186.27)
Profit for the year	602.15
Other Comprehensive Income	0.27
Balance as on 31st March 2024	416.15
Profit for the year	31.84
Other Comprehensive Income	(0.01)
Balance as on 31st March 2025	447.98

See accompanying notes forming part of financial statements

In terms of our report attached
For S. R. Batliboi & Co. LLP
ICAI Firm Registration No. : 301003E/E300005
Chartered Accountants

per Amit Kumar Jain
Partner
Membership No.: 097214

Place: New Delhi
Date: April 22, 2025

For and on behalf of Board of Directors

Agnivesh Agarwal
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Chief Financial Officer
Place: Mansa
Date: April 22, 2025

Shivangi Dhanuka
Company Secretary
ICSI Mem No. A70586
Place: Mansa

1. COMPANY'S OVERVIEW:

Talwandi Sabo Power Limited (herein after referred as "TSPL" or "the Company") was incorporated as a Special Purpose Vehicle by Punjab State Power Corporation Limited (herein after referred as "PSPCL") [formerly known as Punjab State Electricity Board (PSEB)] to construct a 3*660 MW coal based thermal power plant (The Plant) on Build, Own and Operate (BOO) basis. TSPL became a wholly owned subsidiary of Vedanta Limited (herein after referred as "VL") [formerly known as Sesa Sterlite Limited (SSL)] pursuant to the selection of VL as the successful bidder after going through a tariff based International Competitive Bidding (ICB) process. The Share Purchase Agreement (SPA), Power Purchase Agreement (herein after referred as "PPA") for sale of power from the Plant to PSEB for a period of 25 years and other necessary documents were signed between VL, TSPL and PSPCL on September 01, 2008. The address of the registered office is 1st floor, C wing, Unit 103, Corporate Avenue Atul Projects, Chakala, Andheri (East), Mumbai, Maharashtra, 400093 and principal place of business is in village Banawala, Mansa - Talwandi Sabo Road, Mansa, Punjab - 151302

The Financial Statements were approved for issuance by the Board of Directors on April 22, 2025.

2. BASIS OF PREPARATION AND MATERIAL ACCOUNTING POLICIES:

2.A. Basis of preparation

(a) Basis of Preparation and Compliance with Ind AS

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

(ii) Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

(iii) Certain Comparative figures appearing in these Financial statements have been regrouped and/ or reclassified to better reflect the nature of those items.

(b) Basis of Measurement

(i) The financial statements have been prepared on a going concern basis using historical cost convention, except for certain financial assets and liabilities which are measured at fair value/amortised cost {Refer note 2.B.(g)}.

2.B. MATERIAL ACCOUNTING POLICIES

The Company has applied the following Accounting policies to all periods presented in the Financial Statements:

(a) Functional and presentation Currency

The Financial Statements are prepared in Indian Rupees (₹), which is the Company's functional currency. All financial information presented in Indian Rupee has been rounded to the nearest Crore with two decimals.

(b) Revenue from Contract with Customer

Ind AS 115 outlines a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. The core principle of the standard is for companies to recognize revenue when the control of the goods and services is transferred to the customer as against the transfer of risk and rewards. The amount of revenue recognised reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

Revenue from sale of power is recognised when delivered and measured based on rates as per bilateral contractual agreement with its sole customer i.e. PSPCL. Late Payment Surcharge Cess ("LPSC") if any received by the Company from PSPCL as per the contract is recorded as revenue from sale of power. Revenues from sale of by-products are included in revenue.

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company transfers goods or services to a customer even before the customer pays consideration or payment is due, a contract asset is recognised for the earned consideration when that right is conditional on the Company's future performance.
A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

The Company does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a result, the Company does not adjust any of the transaction prices for the time value of money.

Lease Income

Where the Company is a lessor, lease income from operating leases (excluding amount for services on maintenance, etc. and contingent rentals) is recognised in income on a straight-line basis over the lease term unless the receipts are structured to increase in line with expected general inflation to compensate for the expected inflationary cost increases and another systematic basis is more representative of the time pattern in which user's benefit derived from the leased asset is diminished. Contingent rent is recognised in the period when earned. The respective leased assets are included in the balance sheet according to the nature of the asset.

Interest Income

Interest income from debt instruments is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts throughout the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses.

(c) Property, Plant and Equipment

(i) Property, Plant and Equipment

The initial cost of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, and any directly attributable costs of bringing an asset to working condition and location for its intended use. It also includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. Machinery spare parts are capitalised when they meet the definition of property, plant and equipment.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment. Likewise, expenditure towards major inspections and overhauls are identified as a separate component and depreciated over the expected period till the next overhaul expenditure.

Subsequent costs and disposal:

Subsequent expenditure related to an item of property, plant and equipment is added to its book value only if it increases the future economic benefits from the existing asset beyond its previously assessed standard of performance/life. All other expenses on existing property, plant and equipment, including routine repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised net within other income/other expenses in Statement of Profit and Loss.

(ii) Capital Work in Progress

Assets during construction are capitalised in capital work in progress account. All costs attributable to construction of project or incurred in relation to the project under construction, net of incidental income during the construction/pre-production period, are aggregated under 'Expenditure during Construction Period' to be allocated to individual identified assets on completion. At the point when an asset is capable of operating in the manner intended by the management, the cost of construction is transferred to the appropriate category of property, plant and equipment. Costs associated with the commissioning of an asset are capitalised until the period of commissioning has been completed and the asset is ready for its intended use.

(iii) Depreciation

Assets during development or construction and freehold land are not depreciated. Property plant and equipment are stated at cost less accumulated depreciation and any provision for impairment. Depreciation commences when the assets are ready for their intended use. Depreciation is calculated over the depreciable amount, which is the cost of an asset less its residual value. Depreciation is provided at rates calculated to write off the cost, less estimated residual value, of each asset on a straight-line method over its expected useful lifes.

The estimated useful lives of assets are as follows:

• Buildings	3-25 years
• Roads	5-10 years
• Plant and machinery	5-25 years
• Furniture and fixtures	5-10 years
• Vehicles*	4-8 years
• Railway siding	15 years
• Office equipment	5 years
• Computers and data processing un	3-6 years
• Laboratory equipment	10 years

The Company, based on technical assessment made by technical expert and management estimate, depreciates certain items of building, plant and equipment and furniture and fixtures over estimated useful lives which 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 methods, useful lives and residual values of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

*Useful life of vehicles is taken as per the tenure of Finance Lease.

(d) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any.

Intangible assets are amortised over their estimated useful life on a straight-line basis. Software is amortised over the estimated useful life of software of 3-6 years. The amortisation period and the amortisation method are reviewed at least at each financial year end. If the expected useful life of the asset is different from previous estimates, the change is accounted for prospectively as a change in accounting estimate.

(e) Lease

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.
The right-of-use assets are also subject to impairment. Refer to the accounting policies in section (j) Impairment of non-financial assets.

(ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

(iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the recognition exemption of low-value assets to leases of office equipment that are of low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

Company as a Lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

(f) Current and Non Current Classification

The Company presents assets and liabilities in the balance sheet based on current and non-current classification.

An asset is treated as current when it is:

a. Expected to be realised or intended to be sold or consumed in normal operating cycle
a. Held primarily for the purpose of trading
b. Expected to be realised within twelve months after the reporting period, or
c. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when it is:

a. Expected to be settled in normal operating cycle
b. Held primarily for the purpose of trading
c. Due to be settled within twelve months after the reporting period, or
d. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current. The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.
Deferred tax assets and liabilities are classified as non-current only.

(g) Financial Instruments
A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets – recognition

Initial recognition and measurement
All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit and loss, transaction costs that are attributable to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

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

(i) Debt instruments at amortised cost

A 'Debt instrument' 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 considering 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 Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss

(ii) Debt instruments at fair value through other comprehensive income (FVTOCI)

A 'debt instrument' is classified as FVTOCI if both of the following criteria are met:
a. The objective of the business model is achieved both by collecting contractual cash flows and selling the financial assets, and
b. The asset's contractual cash flows represent SPPI.

Debt instruments included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognised in the other comprehensive income (OCI). However, the interest income, impairment losses & reversals and foreign exchange gain or loss are recognised in the statement of profit and loss. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to profit or loss. Interest earned whilst holding FVTOCI debt instrument is reported as interest income using the EIR method.

(iii) Debt instruments at fair value through profit and Loss (FVTPL)

FVTPL is a residual category for debt instruments. Any debt instrument, which does not meet the criteria for categorisation as at amortised cost or as FVTOCI, is classified as at FVTPL.

In addition, the Company may elect to designate a debt instrument, which otherwise meets amortised cost or FVTOCI criteria, as at FVTPL. However, such election is allowed only if doing so reduces or eliminates a measurement or recognition inconsistency (referred to as 'accounting mismatch'). The Company has not designated any debt instrument as at FVTPL.
Debt instruments included within the FVTPL category are measured at fair value with all changes recognised in the P&L.

Financial assets – derecognition

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred.

Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets:

1. Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits and trade receivables;
2. Financial assets that are debt instruments and are measured as at FVTOCI;
3. Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115;

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables. The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

At each reporting date, for recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

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 entity expects to receive
(i.e., all cash shortfalls), discounted at the original EIR.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income or expense in the Statement of Profit and Loss under the head 'Other Expenses'.

The balance sheet presentation for financial instruments is described below:

- **Financial assets measured at amortised cost**: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

- **Debt instruments measured at FVTOCI**: Since financial assets are already reflected at fair value, impairment allowance is not further reduced from its value. Rather, ECL amount is presented as 'accumulated impairment amount' in the OCI.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments based on shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis

Financial Liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and derivative financial instruments.

Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification, as described below:

1. Financial liabilities at amortised cost (Loans & Borrowings)

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

2. Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on financial liabilities held are recognised in profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risk are recognised in OCI. These gains/losses are not subsequently transferred to profit or loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the statement of profit or loss. The Company has not designated any financial liability as at fair value through profit and loss.

Financial Liabilities- Derecognition

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

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of any entity after deducting all its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Offsetting of financial instruments

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 off-set the recognised amounts and there is an intention to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Supplier finance arrangements

The Company has established supplier finance arrangements. The Company evaluates whether financial liabilities covered such arrangements continue to be classified within trade payables, or they need to be classified as a borrowing or as part of other financial liabilities/ as a separate line item on the face of the balance sheet. Such evaluation requires exercise of judgment basis specific terms of the arrangement.

The Company classifies financial liabilities covered under supplier finance arrangement within trade payables in the balance sheet only if (i) the obligation represents a liability to pay for goods and services, (ii) is invoiced and formally agreed with the supplier, (iii) is part of the working capital used in its normal operating cycle, (iv) the company is not legally released from its original obligation to the supplier, and has not assumed a new obligation toward the bank, and another party (iv) there is no substantial modification to the terms of the liability.

If one or more of the above criteria are met, the Company derecognises its original liability toward the supplier and recognise a new liability toward the bank which is classified as bank borrowing or other financial liability, depending on factors such as whether the Company (i) has obligation toward bank, (ii) is getting extended credit period such that obligation is no longer part of its working capital cycle, (iii) is paying interest directly or indirectly, (iv) hasprovided guarantee or security, and/or (v) is recognized as borrower in the bank books.

Cash flows related to liabilities arising from supplier finance arrangements that continue to be classified in trade payables in the standalone balance sheet are included in operating activities in the standalone statement of cash flows, when the Company finally settles the liability.

In cases, where the Company has derecognised its original liability toward the supplier and recognise a new liability toward the bank, the Company has assessed that the bank is acting as its agent in making payment to the supplier. Accordingly, the Company presents operating cash outflow and financing cash inflow, when bank made payment to the supplier. The payment made by the Company to the bank toward interest, if any, as well as on settlement is presented as financing cash outflow.

(h) Derivative Financial Instruments

Initial recognition and subsequent measurement

In order to hedge its exposure to foreign exchange risks, the Company enters into forward contracts for hedging of exposures of foreign currencies borrowings and capital vendors. The Company does not hold derivative financial instruments for speculative purposes. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative.

Any gains or losses arising from changes in the fair value of derivatives are taken directly to Statement of Profit and Loss.

(i) Fair Value Measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset considers a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.
The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1: Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2: Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3: Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For fair value disclosures, the Company has determined classes of assets and liabilities on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

(j) Borrowing Costs

Borrowing cost includes interest expense as per Effective Interest Rate (EIR) and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing costs directly relating to the acquisition, construction or production of a qualifying capital project under construction are capitalised and added to the project cost during construction until such time that the assets are substantially ready for their intended use i.e. when they are capable of commercial production. Where funds are borrowed specifically to finance a project, the amount capitalised represents the actual borrowing costs incurred. Where surplus funds are available out of money borrowed specifically to finance a project, the income generated from such short-term investments is deducted from the total capitalised borrowing cost. Where the funds used to finance a project form part of general borrowings, the amount capitalised is calculated using a weighted average of rates applicable to relevant general borrowings of the Company during the year.
Capitalisation of borrowing costs is suspended and charged to the statement of profit and loss during the extended periods when the active development on the qualifying asset is suspended.
All other borrowing costs are recognised in the Statement of Profit and Loss in the year in which they are incurred.

EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial liability or a shorter period, where appropriate, to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options).

(k) Impairment of Non- Financial Assets

Impairment charges and reversals are assessed at the level of cash-generating units. A cash-generating unit (CGU) is the smallest identifiable group of assets that generate cash inflows that are largely independent of the cash inflows from other assets or group of assets.

Impairment tests are carried out annually for all assets when there is an indication of impairment. The Company conducts an internal review of asset values annually, which is used as a source of information to assess for any indications of impairment or reversal of previously recognised impairment losses. External factors, such as changes in expected future prices, costs and other market factors are also monitored to assess for indications of impairment or reversal of previously recognised impairment losses.

If any such indication exists then an impairment review is undertaken, the recoverable amount is calculated, as the higher of fair value less costs of disposal and the asset's value in use. Fair value less costs of disposal is the price that would be received to sell the asset in an orderly transaction between market participants and does not reflect the effects of factors that may be specific to the entity and not applicable to entities in general.

Value in use is determined as the present value of the estimated future cash flows expected to arise from the continued use of the asset in its present form and its eventual disposal. The cash flows are discounted using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which estimates of future cash flows have not been adjusted. Value in use is determined by applying assumptions specific to the Company's continued use and cannot take into account future development. These assumptions are different to those used in calculating fair value and consequently the value in use calculation is likely to give a different result to a fair value calculation.

The carrying amount of the CGU is determined on a basis consistent with the way the recoverable amount of the CGU is determined. If the recoverable amount of an asset or CGU is estimated to be less than its carrying amount, the carrying amount of the asset or CGU is reduced to its recoverable amount.

An impairment loss is recognised in the Statement of Profit and Loss. Any reversal of the previously recognised impairment loss is limited to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had previously been recognised. Company has done the impairment assessment as at March 31, 2025 and concluded that no impairment indicators exist for the current year reporting.

(l) Inventories

Inventories comprising fuel, stores and spares, consumables, supplies and loose tools are valued at the lower of cost and the net realisable value after providing for obsolescence and other losses. Cost includes all charges in bringing the goods to the present location and condition, and other levies, transit insurance and receiving charges and is determined on a weighted average basis.

Net realisable value is determined based on estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

(m) Taxation

Tax expense represents the sum of current tax and deferred tax. Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the reporting date and includes any adjustment to tax payable in respect of previous years.

Subject to exceptions below, deferred tax is provided, using the balance sheet method, on all temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes, on carry forward of unutilised tax credits and unutilised tax loss;

- deferred income tax is not recognised on the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- deferred tax assets are recognised only to the extent that it is more likely than not that they will be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Tax relating to items recognised outside Statement of Profit and Loss is recognised outside Statement of Profit and Loss (either in other comprehensive income or equity).

The carrying amount of deferred tax assets is reviewed at each reporting date and is adjusted to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

(n) Retirement and other employee benefits

Retirement benefit in the form of provident fund is a defined contribution scheme. The Company has no obligation, other than the contribution payable to the provident fund. The Company recognizes contribution payable to the provident fund scheme as an expense, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre-payment will lead to, for example, a reduction in future payment or a cash refund.

The Company operates a defined benefit gratuity plan in India, which requires contributions to be made to a separately administered fund. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method.

Remeasurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss on the earlier of:

The date of the plan amendment or curtailment, and the date that the Company recognises related restructuring costs.

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation as an expense in the Standalone statement of profit and loss:
Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements; and Net interest expense or income.

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date. The Company recognizes expected cost of short-term employee benefit as an expense, when an employee renders the related service.

The Company treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the reporting date. Remeasurement gains/losses are immediately taken to the statement of profit and loss and are not deferred.

(o) Provision for liabilities and charges, contingent liabilities and contingent assets

Provisions represent liabilities of the Company for which the amount or timing is uncertain. Provisions are recognised when the Company has a present obligation (legal or constructive), as a result of past events, and it is probable that an outflow of resources, that can be reliably estimated, will be required to settle such an obligation. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows to net present value using an appropriate pre-tax discount rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Unwinding of the discount is recognised in the Statement of Profit and Loss as a finance cost. Provisions are reviewed at each reporting date and are adjusted to reflect the current best estimate.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements (Refer note 33).
Contingent assets are not recognised but disclosed in the financial statements when an inflow of economic benefits is probable.

(p) Foreign Currency Translation

The functional currency for the Company is determined as the currency of the primary economic environment in which it operates. The functional currency is the local currency of the country in which it operates which is Indian Rupee (₹).

Transactions in currencies other than the functional currency are translated into the functional currency at the exchange rates ruling at the date of the transaction. Monetary assets and liabilities denominated in other currencies are translated into the functional currency at exchange rates prevailing on the reporting date. Non-monetary assets and liabilities denominated in other currencies and measured at historical cost or fair value are translated at the exchange rates prevailing on the dates on which such values were determined.

All exchange differences are included in the Statement of Profit and Loss except any exchange differences on monetary items designated as an effective hedging instrument of the currency risk of designated forecasted sales or purchases, which are recognised in the other comprehensive income.

The Company had applied paragraph 46A of AS 11 as prescribed under the accounting standards notified pursuant to Section 133 of the Act. On transition to Ind AS, the Company had elected the option, whereby a first time adopter could continue its accounting policy for exchange differences arising from translation of long-term foreign currency monetary items recognised in the financial statements for the period ending immediately before the beginning of the first Ind AS financial reporting period. Hence, foreign exchange gain/loss on long-term foreign currency monetary liabilities recognised upto March 31, 2016 which were obtained for acquisition of property, plant and equipment, have been adjusted to the cost of PPE.

Such exchange differences arising on translation/settlement of long-term foreign currency monetary items and pertaining to the acquisition of a depreciable asset are amortised over the remaining useful life of the assets.

From accounting periods commencing on or after April 01, 2016, exchange differences arising on translation/ settlement of long-term foreign currency monetary items, acquired post April 01, 2016, pertaining to the acquisition of a depreciable asset are charged to the statement of profit and loss.

The date of the transaction for the purpose of determining the exchange rate to use on initial Ind AS 21 recognition of the related asset, expense or income (or part of it) is the date on which an entity initially recognises the non-monetary asset or non-monetary liability arising from the payment or receipt of advance consideration.
If there are multiple payments or receipts in advance, the entity shall determine a date of the transaction for each payment or receipt of advance consideration.

(q) <u>Earnings per share</u>

The Company presents basic and diluted earnings per share (“EPS”) data for its equity shares. Basic EPS is calculated by dividing the profit or loss attributable to equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to equity shareholders and the weighted average number of equity shares outstanding for the effects of all dilutive potential equity shares.

(r) <u>Cash and cash equivalents</u>

Cash and cash equivalents comprise cash at bank and on hand and demand deposits with banks with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(s) <u>Cash Flow Statement</u>

Cash flows are reported using the indirect method, whereby profit/(loss) for the year before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past and future cash receipts of payments. The cash flows from operating, investing, and financing activities of the Company are segregated based on the available information.
Cash comprises cash at bank and in hand and demand deposits with banks. Cash equivalents are short- term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

(t) <u>Segment Reporting</u>

The Company operates only in one segment namely power generation and there are no reportable segments.
Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker i.e., Board of Directors.

(u) <u>Share- based payments</u>

The Company does not have any outstanding share-based payments. Vedanta Limited (“VL”), the immediate holding company offers certain share-based incentives under the Long-Term Incentive Plan (“LTIP”) to employees and directors of the Company and its subsidiaries. VL recovers the proportionate cost (calculated based on the grant date fair value of the options granted) from the respective group companies, which is charged to the statement of profit and loss.

2.C Significant accounting estimates and judgements

The preparation of financial statement in conformity with Ind AS requires management to make estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses and disclosures of contingent assets and liabilities at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates under different assumptions and conditions.
Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, and future periods affected.
Information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are included in the following accounting policies and/or notes:

<u>Critical estimates and judgements in applying accounting policies</u>

The management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Information about estimates and judgements made in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are as follows:

Critical estimates:

- Useful life of property, plant and equipment

Useful life of depreciable/ amortisable assets (tangible and intangible) - Management reviews its estimate of the useful lives and consumption pattern of depreciable/ amortisable assets at each reporting date, based on the expected utility of the assets. The reassessment may lead to a change in depreciation and amortisation charge. Accordingly ,the Company had revised the useful life of its property, plant and equipment from 40 years to 25 years during earlier years.

Critical judgements:

- Determining whether an arrangement contains a lease and fixed rentals therein

Significant judgement is required to apply lease accounting rules under Ind AS 116 'Determining whether an arrangement contains a lease. In assessing the applicability to arrangements entered by the Company, management has exercised judgement to evaluate the right to use the underlying asset, substance of the transactions including legally enforceable agreements and other significant terms and conditions of the arrangements to conclude whether the arrangement meets the criteria under Ind AS 116.

The Company has ascertained that the Power Purchase Agreement (PPA) entered between the Company and Punjab State Power Corporation Limited (PSPCL) qualify as operating lease as per Ind AS 116 Leases. Accordingly, the consideration receivable under the PPA relating to recovery of capacity charges have been recognised as operating lease rentals and in respect of energy charges is considered as revenue from sale of products.

The Company has assessed the nature of operating lease payments received as a lessor. Management has assessed that the entire lease payments as disclosed in Note 24 are contingent in nature as the payments are based on the number of units of electricity made available by the Company. This is subject to variation on account of various factors like availability of coal, water, etc. of the plant.

- **Contingencies and commitments**

In the normal course of business, contingent liabilities may arise from litigation, taxation, and other claims against the Company. A tax provision is recognised when the Company has a present obligation as a result of a past event, it is probable that the Company will be required to settle that obligation.

Where it is management’s assessment that the outcome cannot be reliably quantified or is uncertain, the claims are disclosed as contingent liabilities unless the likelihood of an adverse outcome is remote. Such liabilities are disclosed in the notes but are not provided for in the financial statements.

When considering the classification of legal or tax cases as probable, possible or remote, there is judgement involved. This pertains to the application of the legislation, which in certain cases is based upon management's interpretation of country specific tax law, in particular India, and the likelihood of settlement. Management uses in-house and external legal professionals to confirm their decision.

Although there can be no assurance regarding the final outcome of the legal proceedings, the Company does not expect them to have a materially adverse impact on the Company's financial position or profitability. The liabilities which are assessed as possible and hence are not recognised in these financial statements are disclosed in Note 33.

- **Revenue Recognition of disputed dues:**

The Company has evaluated the provisions of Ind-AS 115, which states that revenue should be recorded If it is probable that the entity will collect the consideration to which it will be entitled in exchange for the goods or services has been transferred to the customer. Management has assessed the recognition of revenue and recoverability of disputed dues with PSPCL as disclosed in Note 47 as highly probable due to the following reasons:
- The Company has favorable legal opinions from senior advocates.
- Favourable judgement in one of the related matters.
- PSPCL being a government owned company, credit risk is low.

Climate Related Matters:

The Company considers climate-related matters in estimates and assumptions, where appropriate. This assessment includes a wide range of possible impacts on the Company due to both physical and transition risks. Even though the Company believes its business model and products will still be viable after the transition to a low-carbon economy, climate-related matters increase the uncertainty in estimates and assumptions underpinning several items in the financial statements. Even though climate-related risks might not currently have a significant impact on measurement, the Company is closely monitoring relevant changes and developments, such as new climate-related legislation. The items and considerations that are most directly impacted by climate-related matters are:

• Useful life of property, plant and equipment: When reviewing the residual values and expected useful lives of assets, the Company considers climate-related matters, such as climate-related legislation and regulations that may restrict the use of assets or require significant capital expenditures.

• Impairment of non-financial assets: The value-in-use may be impacted in several different ways by transition risk in particular, such as climate-related legislation and regulations and changes in demand for the Company's products. The Company has concluded that no climate-related assumption will have impact on FY 2024-25 test of impairment.

2.D. NEW AND AMENDED STANDARDS

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after 1 April 2024. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

(i) Ind AS 117 Insurance Contracts
The Ministry of Corporate Affairs (MCA) notified the Ind AS 117, Insurance Contracts, vide notification dated 12 August 2024, under the Companies (Indian Accounting Standards) Amendment Rules, 2024, which is effective from annual reporting periods beginning on or after 1 April 2024.

Ind AS 117 Insurance Contracts is a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Ind AS 117 replaces Ind AS 104 Insurance Contracts. Ind AS 117 applies to all types of insurance contracts, regardless of the type of entities that issue them as well as to certain guarantees and financial instruments with discretionary participation features; a few scope exceptions will apply. Ind AS 117 is based on a general model, supplemented by:
- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

The application of Ind AS 117 does not have material impact on the Company's separate financial statements as the Company has not entered any contracts in the nature of insurance contracts covered under Ind AS 117.

(ii) Amendments to Ind AS 116 Leases – Lease Liability in a Sale and Leaseback Transaction
The MCA notified the Companies (Indian Accounting Standards) Second Amendment Rules, 2024, which amended Ind AS 116, Leases, with respect to Lease Liability in a Sale and Leaseback Transaction.
The amendment specifies the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains.
The amendment is effective for annual reporting periods beginning on or after 1 April 2024 and must be applied retrospectively to sale and leaseback transactions entered into after the date of initial application of Ind AS 116.
The amendments do not have a material impact on the Company's financial statements.

2.E. STANDARDS NOTIFIED BUT YET NOT EFFECTIVE

There are no standards that are notified and not yet effective as on the date.

Talwandi Sabo Power Limited
CIN - U40101MH2007PLC433557
Notes forming part of the financial statements as at and for the year ended March 31, 2025

Note 3 Property Plant and Equipment For the year ended March 31, 2025

(₹ in Crore)

Particulars	Gross Block					Accumulated depreciation and amortisation				Net Block
a) Tangible Assets	**Balance as at March 31, 2024**	**Additions**	**Disposals/ Adjustments**	**Foreign exchange difference**	**Balance as at March 31, 2025**	**Balance as at March 31, 2024**	**Depreciation charge**	**Deductions**	**Balance as at March 31, 2025**	**Balance as at March 31, 2025**
Freehold Land	**390.60**	-	-	-	**390.60**	**-**	-	-	**-**	**390.60**
Buildings	**265.42**	-	-	-	**265.42**	**135.36**	13.44	-	**148.80**	**116.62**
Plant and Machinery	**10,565.08**	30.07	12.47	-	**10,582.68**	**3,784.84**	397.15	7.67	**4,174.32**	**6,408.36**
Furniture and Fittings	**2.84**	0.00	0.07	-	**2.77**	**2.15**	0.19	0.06	**2.28**	**0.49**
Motor Vehicles	**1.11**	0.19	0.56	-	**0.74**	**0.41**	0.22	0.33	**0.30**	**0.44**
Railway Siding and Locomotives	**418.16**	-	-	-	**418.16**	**237.85**	23.78	-	**261.63**	**156.53**
Office and Equipment	**8.61**	0.03	0.06	-	**8.58**	**7.63**	0.23	0.05	**7.81**	**0.77**
Computers and Data Processing	**7.90**	0.96	0.02	-	**8.84**	**6.35**	0.55	0.01	**6.89**	**1.95**
Laboratory Equipment	**28.29**	-	-	-	**28.29**	**24.87**	1.57	-	**26.44**	**1.85**
Total	**11,688.01**	**31.25**	**13.18**	**-**	**11,706.08**	**4,199.46**	**437.13**	**8.12**	**4,628.47**	**7,077.61**
									b) Capital work in progress	1.03
									Total	**7,078.64**

b) Intangible Assets Computer software	**3.88**	0.74	-	-	**4.62**	**3.49**	0.32	-	**3.81**	**0.81**
Total	**3.88**	**0.74**	**-**	**-**	**4.62**	**3.49**	**0.32**	**-**	**3.81**	**0.81**

c) ROU Assets (Refer note 2.B(e))										
Land	**0.86**	-	-	-	**0.86**	**0.18**	0.19	-	**0.37**	**0.49**
Plant and Machinery	-	45.90	-	-	**45.90**	-	3.80	-	**3.80**	**42.10**
Computer software	**2.73**	-	-	-	**2.73**	**0.36**	0.55	-	**0.91**	**1.82**
Total	**3.59**	**45.90**	**-**	**-**	**49.49**	**0.54**	**4.54**	**-**	**5.08**	**44.41**

Previous year ended March 31, 2024

(₹ in Crore)

a) Tangible Assets	Gross Block					Accumulated depreciation and amortisation				Net Block
	Balance as at March 31, 2023	Additions	Disposals/ Adjustments	Foreign exchange difference	Balance as at March 31, 2024	Balance as at March 31, 2023	Depreciation charge	Deductions	Balance as at March 31, 2024	Balance as at March 31, 2024
Freehold Land	**390.6**	-	-	-	**390.60**	**-**	-	-	**-**	**390.60**
Buildings	**265.34**	0.08	-	-	**265.42**	**121.85**	13.51	-	**135.36**	**130.06**
Plant and Machinery*	**10,996.91**	20.58	452.41	-	**10,565.08**	**3,369.73**	415.11	0.00	**3,784.84**	**6,780.24**
Furniture and Fittings	**2.82**	0.03	0.01	-	**2.84**	**1.97**	0.19	0.01	**2.15**	**0.69**
Motor Vehicles	**1.11**	-	-	-	**1.11**	**0.20**	0.21	-	**0.41**	**0.70**
Railway Siding and Locomotives	**418.16**	-	-	-	**418.16**	**214.07**	23.78	0.01	**237.85**	**180.31**
Office and Equipment	**8.56**	0.06	0.01	-	**8.61**	**7.40**	0.24	0.03	**7.63**	**0.98**
Computers and Data Processing	**7.37**	0.58	0.05	-	**7.90**	**5.87**	0.51	-	**6.35**	**1.55**
Laboratory Equipment	**28.29**	-	-	-	**28.29**	**22.70**	2.17	-	**24.87**	**3.42**
Total	**12,119.17**	**21.33**	**452.48**	**-**	**11,688.01**	**3,743.79**	**455.72**	**0.05**	**4,199.46**	**7,488.55**
									b) Capital work in progress	3.05
									Total	**7,491.60**

*Refer Note 50

b) Intangible Assets										
Computer software	**3.79**	0.09	-	-	**3.88**	**3.29**	0.20	-	**3.49**	**0.39**
Total	**3.79**	**0.09**	**-**	**-**	**3.88**	**3.29**	**0.20**	**-**	**3.49**	**0.39**

c) ROU Assets (Refer note 2.B(e))										
Land	**12.00**	0.54	11.68	-	**0.86**	**4.00**	0.18	4.00	**0.18**	**0.68**
Plant and Machinery	-	-	-	-	**-**	-	-	-	-	**-**
Computer software	-	2.73	-	-	**2.73**	-	0.36	-	**0.36**	**2.37**
Total	**12.00**	**3.27**	**11.68**	**-**	**3.59**	**4.00**	**0.54**	**4.00**	**0.54**	**3.05**

Note: i) Certain property, plant and equipment are pledged as collateral against borrowings, the details related to which have been described in Note 15 on "Borrowings".

Title deeds in respect of freehold land having Gross and net book value of ₹ 390.60 Crore included in plant, property and equipment are in the name of the company but are not physically available with the Company. Same has been held with Vistra ITCL (India) Limited working as trustee appointed by Banks/ Financial Institutions against charge created on borrowings taken from Banks and Financial Institutions. There is no such property wherein there is an issue with the title.

(ii) Ageing of Capital-Work-in Progress (CWIP)

Year ended March 31, 2025

(₹ in Crore)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	0.92	0.11	-	-	**1.03**

Previous year ended March 31, 2024

(₹ in Crore)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	3.05	-	-	-	**3.05**

There is no project whose completion is overdue or has exceeded its cost compared to its original plan during the financial year 2023-24.

Note 4
Trade receivables - Non-current

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Considered good - Unsecured (Refer Note 42)	1,691.35	1,619.79
Trade Receivables - Credit impaired	0.05	0.05
Less: Provision for Trade Receivables - Credit impaired (Refer Note 40)	(0.05)	(0.05)
Total	**1,691.35**	**1,619.79**

Note 5
Other financial assets - Non-current

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Bank Deposits with remaining maturity of more than 12 months (including interest accrued thereon) (Refer note below)	38.26	-
Security deposits (Unsecured, considered good)	7.59	7.59
Total	**45.85**	**7.59**

Note: Bank deposits are kept as margin money and earns interest at fixed rate based on respective deposit rate.

Note 6
Other non-current assets

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Prepaid Expenses	6.02	1.77
Total	**6.02**	**1.77**

Note 7
Inventories

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Fuel Stock	143.41	149.92
Goods-in transit	37.06	71.97
Stores and Spares	68.30	70.45
Goods-in transit	-	0.15
Total	**248.77**	**292.49**

Note: For method of valuation of inventories, refer note 2.B(l)

Note 8
Trade receivables - Current

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Considered good - Unsecured (Refer note 42)	959.58	547.10
Total	**959.58**	**547.10**

Note: The Company offers a credit period of 0-30 days to its customers.

Note 9
Cash and cash equivalents

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Balances with banks	33.52	168.01
Total	**33.52**	**168.01**

Note 10
Other Bank Balances

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Bank deposits (remaining maturity of less than 12 months including interest accrued thereon)	-	38.27
Total	**-**	**38.27**

Note: Bank deposits are kept as margin money and earns interest at fixed rate based on respective deposit rate.

Note 11
Other financial assets

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Receivables from related parties (Refer note 37)	0.01	0.14
Claims and other receivables	1.10	0.51
Total	**1.11**	**0.65**

Note 12
Other current assets

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Advance to suppliers	21.64	0.47
Advance to related parties (Refer note 37)	1.01	-
Prepaid expenses	16.48	14.94
Total	**39.13**	**15.41**

Note 13
Equity Share Capital:

Particulars	As at March 31, 2025		As at March 31, 2024	
	Number of shares	Amount (₹ in Crore)	Number of shares	Amount (₹ in Crore)
Authorised Equity Share Capital Equity Shares of ₹ 10 each, with voting rights	400,00,00,000	4,000.00	400,00,00,000	4,000.00
Issued, Subscribed and Fully Paid up Equity Shares of ₹ 10 each, with voting rights	3,206,609,692	3,206.61	320,66,09,692	3,206.61
Total	**3,206,609,692**	**3,206.61**	**320,66,09,692**	**3,206.61**

(i) Reconciliation of the number of shares and the amount outstanding as at beginning and at the end of the reporting year:

Particulars	Equity Shares as at March 31, 2025		Equity Shares as at March 31, 2024	
	Number of shares	Amount (₹ in Crore)	Number of shares	Amount (₹ in Crore)
Shares outstanding at the beginning of the year	320,66,09,692	3,206.61	320,66,09,692	3,206.61
Movement during the year	-	-	-	-
Shares outstanding at the end of the year	**3,206,609,692**	**3,206.61**	**320,66,09,692**	**3,206.61**

(ii) Details of shares held by the holding Company, the ultimate holding Company, their subsidiaries and associates:

320,66,09,692 (previous year: 320,66,09,692) Equity Shares i.e. 100% of the equity shares are held by the Holding Company, Vedanta Limited and its nominees.

(iii) Details of shares held by each shareholder holding more than 5% shares:

Name of Shareholder	As at March 31, 2025		As at March 31, 2024	
	Number of shares held	% of Holding	Number of shares held	% of Holding
Vedanta Limited and its nominees	320,66,09,692	100	320,66,09,692	100

Other disclosures:

(iv) The Company has one class of Equity Shares having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share held. Dividend proposed (if any) by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholding.

Note 14
Other equity (Refer Statement of changes in Equity)

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Retained earnings		
Balance at the beginning of the year	416.15	(184.92)
Add: Profit for the period	31.84	602.15
Add: Transfer from Other Comprehensive Income	(0.01)	(1.08)
Closing Balance	**447.98**	**416.15**
Other Comprehensive Income		
Remeasurement Reserve		
Balance at the beginning of the year	-	(1.35)
Add: Remeasurement gain on defined benefit obligation	(0.01)	0.27
Less: Transfer to Retained earnings	0.01	1.08
Closing Balance	-	-
Total other equity	**447.98**	**416.15**

Note 15
Non current financial liabilities - Borrowings

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Secured : At amortised cost (a) Term Loan (Refer note (iii) below) From Other than Banks (Indian currency loan)	4,871.92	5,616.32
Total Borrowings	**4,871.92**	**5,616.32**
Less: Current maturities of long-term borrowings (Refer note 18)	(538.26)	(744.75)
Total	**4,333.66**	**4,871.57**

Notes:

(i) The Company has not defaulted in the repayment of loans and interest as at balance sheet date.

(ii) Bank loans availed by the Company are subject to certain covenants relating to debt service coverage ratio and debt equity ratio. The Company has complied with the convenants as per the terms of the loan agreement.

(iii) During the previous year, the Company had entered into a Loan refinancing agreement with Power Finance Corporation Limited under which loan amount of all other existing lenders were fully repaid and entire loan was refinanced with Power Finance Corporation Limited. The refinanced loan carries an interest rate of 9.45%.

(iv) Summary of Term Loan (Carrying Value):

(₹ in Crore)

Particulars	Issued on	Security	As at March 31, 2025	As at March 31, 2024
(a) From other than banks:				
Power Finance Corporation Limited	June 2020	Secured by first pari passu charge on fixed assets and second pari passu charge on current assets of the Company, both present and future, with an unconditional and irrevocable corporate guarantee by Vedanta Limited.	2,529.63	3,250.82
Power Finance Corporation Limited	September 2023	Secured by first pari passu charge on fixed assets and second pari passu charge on current assets of the Company, both present and future, with an unconditional and irrevocable corporate guarantee by Vedanta Limited.	2,342.29	2,365.50
Total			**4,871.92**	**5,616.32**
Total Term Loan			**4,871.92**	**5,616.32**

Repayment terms of Term loan outstanding as on March 31, 2025:

Particulars	Weighted Average Interest Rate	Total Carrying Value	<1 year	1-3 years	3-5 years	>5 years	Unamortised cost/MTM
Indian Rupee term loan	9.45%	4,871.92	538.26	872.31	816.18	2,665.90	(20.73)
Total		**4,871.92**	**538.26**	**872.31**	**816.18**	**2,665.90**	**(20.73)**

Repayment terms of Term loan outstanding as on March 31, 2024:

Particulars	Weighted Average Interest Rate	Total Carrying Value	<1 year	1-3 years	3-5years	>5 years	Unamortised cost/MTM
Indian Rupee term loan	9.45%	5,616.32	744.75	1,076.52	694.12	3,122.01	(21.08)
Total		**5,616.32**	**744.75**	**1,076.52**	**694.12**	**3,122.01**	**(21.08)**

Note: (a) The maturity amount as mentioned above is based on the total principal outstanding.

(v) Change in liabilities arising from financing activities and for non-cash financing and investing activities:

(₹ in Crore)

Particulars	01-Apr-24	Cash flows	New leases	Other	31-Mar-25
Current borrowings	1178.75	(273.23)	-	539.37	**1,444.89**
Current lease liabilities (note 16)	1.36	(4.24)	-	11.18	**8.30**
Non- current borrowings	4871.57	(3.70)	-	(534.21)	**4,333.66**
Non-current lease liabilities (note 16)	2.14	-	45.90	(9.15)	**38.89**
Total liabilities from financing activities	**6053.82**	**(281.17)**	**45.90**	**7.19**	**5825.74**

(₹ in Crore)

Particulars	01-Apr-23	Cash flows	New leases	Other	31-Mar-24
Current borrowings	881.99	(336.34)	-	633.10	**1,178.75**
Current lease liabilities (note 16)	4.41	(0.10)	-	(2.95)	**1.36**
Non- current borrowings	5496.12	-	-	(624.55)	**4,871.57**
Non-current lease liabilities (note 16)	4.28	-	3.42	(5.56)	**2.14**
Total liabilities from financing activities	**6386.80**	**(336.44)**	**3.42**	**0.04**	**6053.82**

The ‘Other’ column includes the effect of reclassification of non-current portion of borrowings, including lease liabilities to current due to the passage of time, and the effect of accrued but not yet paid interest on borrowings, including lease liabilities.

Talwandi Sabo Power Limited
CIN - U40101MH2007PLC433557
Notes forming part of the financial statements as at and for the year ended March 31, 2025

Note 16
Lease Liabilities - Non-Current

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Lease liability (Refer note below)	38.89	2.14
Total	**38.89**	**2.14**

Note: The movement in lease liabilities is as follows:

Particulars	As at March 31, 2025	As at March 31, 2024
Opening balance	**3.50**	**8.69**
Additions	45.90	3.42
Reversal	0	(8.68)
Repayments	(4.24)	(0.10)
Interest	2.03	0.17
Closing Balance	**47.19**	**3.50**
Non-Current Lease Liability	38.89	2.14
Current Lease Liability	8.30	1.36

Lease liabilities carry an interest rate at 9.45% p.a.

Note 17
Provisions - Non-current

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for employee benefits:		
Gratuity (Refer Note 36)	0.22	0.15
Leave Encashment	0.74	0.91
Total	**0.96**	**1.06**

Note 18
Borrowings - Current

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
At amortised cost		
Secured		
-Working Capital Demand Loan (Refer note (i) below)	357.00	434.00
-Current maturities of long-term borrowings (Refer note 15)	538.26	744.75
Unsecured		
Short Term Loan (Refer note (ii) below)	349.63	-
Loans from Related Parties (Refer note (iii) below)	200.00	-
Total	**1,444.89**	**1,178.75**

Notes:

Loan from banks

(i) The Company meets its working capital requirement through loans from banks. These loans are secured by a first pari passu charge on all present and future inventories, book debts and all other current assets & second pari passu charge on fixed assets of the Company.

The quarterly returns/statements filed by the Company with such banks and financial institutions are in agreement with the books of accounts of the Company.

The above outstanding loans carry interest rate of 9.50% p.a. (previous year 9.05% p.a.).

(ii) The Company has been sanctioned short term loan from Power Finance Corporation and Aditya Birla Finance Limited during the year, with an unconditional and irrevocable corporate guarantee by Vedanta Limited. The loans carry an average interest rate of 10.14% and are repayable on or before 12 months.

Loans from Related Parties

The Company has obtained an inter corporate loan from its Parent company, Vedanta Limited during the year amounting to ₹ 200 Crore at an interest rate of 10.40%.

Note 19
Trade Finance

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Trade finance with bank		
- Secured (Refer note below)	414.12	375.13
- Unsecured (Refer note below)	36.66	-
Total	**450.78**	**375.13**

Note:

a) LC bills payable amounting to ₹ 414.12 Crore to bank with a discounting period of 120 days and is secured by first pari passu charge on current assets and second pari passu charge on fixed assets of the Company, both present and future.

b) Unsecured liability towards bank for bills payable under bill discounting facility availed for MSME vendors with a discounting period of 180 days.

Note 20
Trade payables

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Total Outstanding dues of Micro Enterprises and Small Enterprises (Refer note (b) below)	8.98	1.56
Total Outstanding dues of creditors other than Micro Enterprises and Small Enterprises	116.12	36.35
Total	**125.10**	**37.91**

Notes:

a) Trade payables are non-interest bearing and are normally settled upto 180 days terms.

b) Disclosure under Section 22 of the Micro, Small and Medium Enterprises Development Act 2006:

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	8.98	1.56
(ii) Interest due thereon remaining unpaid to any supplier as at the end the accounting year	-	-
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
(iv) The amount of interest due and payable for the year	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

Note 21
Other financial liabilities – Current

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Interest accrued but not due on borrowings	30.61	34.17
Other Payables:		
Retention money	15.12	8.81
Due to related parties (Refer note 37)	163.61	146.25
Earnest money deposit	12.45	10.43
Interest on Loan from Related Party (Refer note 37)	3.17	-
Other Liabilities	3.23	3.58
Total	**228.19**	**203.24**

Note 22
Other current liabilities

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2025
Advance from customers*	0.64	1.72
Other Payables:		
Statutory liabilities	3.04	3.55
Other liabilities	0.04	0.87
Total	**3.72**	**6.14**

*These are contract liabilities. Additional disclosures have not been furnished as the same are not material.

Note 23
Provisions – Current

(₹ in Crore)

Particulars	As at March 31, 2025	As at March 31, 2024
Provision for employee benefits		
Leave Encashment	0.09	0.11
Total	**0.09**	**0.11**

Note 24
Revenue from operations

(₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Revenue from Operations		
Energy Sales (Refer note below)	5,223.40	5,256.05
Total	**5,223.40**	**5,256.05**

Note: Energy sales includes operating lease rentals of ₹ 1,386.98 Crore (previous year ₹ 1,423.27 Crore) relating to recovery of Capacity charges. The balance revenue of ₹ 3,836.42 Crore (previous year ₹ 3,832.78 Crore) relates to sale of power in relation to contract with customer and is recorded at a point in time. Also, refer note 2.B(b).

Note 25
Other Operating Revenue

(₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Scrap Sales	3.34	1.65
Sale of fly ash	12.75	26.35
Miscellaneous income	1.02	8.81
Total	**17.11**	**36.81**

Talwandi Sabo Power Limited
CIN - U40101MH2007PLC433557
Notes forming part of the financial statements as at and for the year ended March 31, 2025

Note 26
Other income

(₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest income from financial assets at amortised cost		
- Bank Deposits	2.57	2.47
- Others	0.25	0.20
Realised gains from investments measured at FVTPL	0.04	0.25
Interest on income tax refunds	0.84	0.35
Miscellaneous income	0.00	12.87
Total	**3.70**	**16.14**

Note 27
Employee benefits expense

(₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Salaries and Bonus	22.20	23.69
Contribution to provident fund	0.68	0.70
Staff welfare expenses	0.48	0.35
Gratuity expenses (Refer note 36)	0.15	0.20
Contribution to superannuation	0.54	0.57
Total	**24.05**	**25.51**

Note 28
Finance cost

(₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Interest on loan	587.19	635.17
Interest on lease obligation	2.03	0.17
Other finance costs	29.86	32.36
Total	**619.08**	**667.70**

Note 29

Depreciation and amortisation expense (Refer note 3)

(₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Depreciation of tangible assets	437.13	455.72
Amortisation of intangible assets	0.32	0.20
Amortisation of ROU	4.54	0.54
Total	**441.99**	**456.46**

Note 30

Other expenses

(₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Consumption of stores and spare parts	45.72	56.76
Plant running and maintenance expenses	176.13	170.29
CSR expenses (Refer note 32)	1.30	1.45
Legal and professional fees	14.79	10.91
Electronic data processing expenses	2.52	2.97
Insurance	14.13	20.78
Rates and taxes	0.90	1.10
Security expenses	0.12	0.16
Travelling	2.68	2.84
Books and periodicals	0.32	0.13
Director sitting fees (Refer note 37)	0.45	0.66
Net loss on foreign currency transactions and translation	0.07	4.42
Loss on property plant and equipment written off	4.78	0.00
Brand Fees (Refer note 37)	46.38	46.94
Miscellaneous expenses	2.77	3.11
Total	**313.06**	**322.52**

Note 31

Commitments

(i) Capital Commitments:

Estimated amount of contracts remaining to be executed (net of advances) are ₹ 1.28 Crore (previous year ₹ 0.38 Crore).

(ii) Other Commitments:

The Company entered into Power Purchase Agreement ("PPA") with Punjab State Power Corporation Limited ("PSPCL") for twenty five years which has been identified as arrangement containing lease as per Ind AS 116. The arrangement has been classified as operating lease as per the policy of the Company. The contingent rent recognized as income during the year is ₹ 1,386.98 Crore (previous year ₹ 1,423.27 Crore).

(iii) Guarantees:

a. The Company has advanced bank guarantees to regulators of India amounting to ₹ 0.01 Crore (previous year ₹ 0.01 Crore) relating to payment of state taxes (VAT & CST).

b. The Company has given bank guarantee amounting to ₹ 38.23 Crore (previous year ₹ 38.23 Crore) to 'Punjab State Power Corporation Limited' (PSPCL) against pending litigation at Supreme Court.

Note 32
Corporate Social responsibility

(₹ in Crore)

Particulars	Year ended March 31, 2025		Year ended March 31, 2024	
Amount of expenditure incurred by the Company during the year on:	**Payment made in-Cash**	**Payment yet to be Paid in Cash**	**Payment made in-Cash**	**Payment yet to be Paid in Cash**
i) Capital work-in-progress	0.39	0.02	0.25	0.09
ii) General expenses (Refer table below)	0.41	0.43	0.84	0.21
iii) Salaries and wages	0.03	0.02	0.06	0.00
Total amount of expenditure incurred	**0.83**	**0.47**	**1.15**	**0.30**

As per the provisions of Companies Act, 2013, during the year, the Company was required to spend an amount of ₹ 3.42 Crore (previous year ₹ NIL) towards CSR expenditure. During the year, the Company has adjusted ₹ 2.87 Crore carried forward from previous years and also spent ₹ 1.30 Crore during the year and carried forward the excess spent of ₹ 0.75 Crore to subsequent years.

Balance of CSR provision/CSR expenses not yet paid in cash

(₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Opening Balance	0.30	1.04
Provision made during the year	1.30	1.45
Less: Payments made during the year	(1.13)	(2.19)
Closing Balance	**0.47**	**0.30**

Closing balance of ₹ 0.47 Crore with respect to expenses incurred during the year will be paid in the next financial year.

Nature of amount - General Expenses

(₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Health care	0.30	0.30
Agriculture & Animal Husbandry	0.29	0.31
Children's Wellbeing & Education	0.04	0.02
Women Empowerment	0.20	0.28
Rural Development	-	0.14
Others	0.01	0.00
Total	**0.84**	**1.05**

Note 33
Contingent Liabilities
Claims against the Company not acknowledged as debt

(i) As per the Punjab State Grid Code, if a power generating station fails to demonstrate its declared capacity for any time block mentioned in the demonstration notice from Punjab State Load Dispatch Centre ("PSLDC"), it amounts to a mis-declaration. During the month of January 2017, Punjab State Power Corporation Limited ("PSPCL") imposed a penalty on the Company on account of alleged mis-declaration and deducted a penalty of ₹ 77.86 Crore (previous year ₹ 77.86 Crore) from the monthly bill setting aside the clarifications submitted by TSPL.

In November 2017, TSPL filed a petition before Punjab State Electricity Regulatory Commission ("PSERC"). In February 2018, PSERC unfavourably disposed the petition and directed calculation of the penalty for four instances in January 2017 at normative availability of 80% amouting to ₹ 127.32 Crore (previous year ₹ 127.32 Crore). In February 2018, TSPL filed an appeal before Appellate Tribunal for Electricity ("APTEL"). During the year, APTEL pronounced the order in favour of the Company directing PSPCL to refund the deducted penalty along with 'Late Payment Surcharge'. Accordingly, the Company has classified the deducted penalty from non-current trade receivables to current trade receivables as at March 31, 2025.

Note 34
Auditors' Remuneration included under Legal & Professional Services

(₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Audit Fees	0.25	0.25
Limited Review	0.17	0.16
Reporting for Parent Company consolidation	0.08	0.08
Other Services	0.15	0.04
Out of Pocket Expenses	0.03	0.03
Total	**0.68**	**0.56**

Note 35
Earnings Per Share (EPS)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Net profit after tax attributable to equity shareholders for basic and diluted EPS (₹ in Crore)	31.84	602.15
Weighted average number of Equity shares for Basic and Diluted EPS	3,206,609,692	3,206,609,692
Basic and Diluted Earnings Per Share (₹)	**0.10**	**1.88**
Nominal Value Per share (₹)	**10.00**	**10.00**

Note 36
Employee Benefits

a) Defined contribution plan
During the year, the Company contributed a total of ₹ 1.22 Crore (previous year ₹ 1.27 Crore) to the following defined contribution plans:

Central provident fund
In accordance with the Employees' Provident Funds & Miscellaneous Provisions Act, 1952 employees are entitled to receive benefits under the provident fund. Both the employee and the employer make monthly contributions to the plan at a predetermined rate (12% for fiscal year 2025 and 2024) of an employee's basic salary. All employees have an option to make additional voluntary contributions. These contributions are made to the fund administered and managed by the Government of India (GOI) or to independently managed and approved funds. The Company has no further obligations under the fund managed by the GOI beyond its monthly contributions which are charged to the Statement of Profit and Loss in the period they are incurred. Where the contributions are made to independently managed and approved funds, shortfall in actual return, if any, from the return guaranteed by the State are made by the employer, these are accounted for as defined benefit plans. The benefits are paid to employees on their retirement or resignation from the Company.

Superannuation

Superannuation, another pension scheme applicable in India, is applicable only to senior executives. The Company holds a policy with Life Insurance Corporation of India ("LIC"), to which it contributes a fixed amount relating to superannuation and the pension annuity is met by LIC as required, taking into consideration the contributions made. The Company has no further obligations under the scheme beyond its monthly contributions which are charged to the Statement of Profit and Loss in the period they are incurred.

b) Defined Benefit Plan:

In accordance with the Payment of Gratuity Act of 1972, the Company operates a defined benefit plan (the "Gratuity Plan"). The Gratuity Plan provides a lump sum payment to vested employees at retirement, disability or termination of employment being an amount based on the respective employee's last drawn salary and the number of years of employment with the Company. The Gratuity plan is a funded plan and the Company makes contribution to recognised funds in India. Based on actuarial valuations conducted as at year end on the basis of Projected Unit Credit (PUC) method, a provision is recognised in full for the benefit obligation over and above the funds held in the Gratuity Plan.

The disclosure as required under Ind AS-19 "Employee Benefits" regarding the company's gratuity plan (funded) are as follows:

Actuarial assumptions

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Salary growth (p.a.)	5.50%	5.50%
Expected rate of Return on Plan Assets (p.a.)	7.11%	7.38%
Discount rate (p.a.)	7.03%	7.10%
Mortality rate	100% IALM(2012-14)	100% IALM(2012-14)

The rate of escalation in salary considered in actuarial valuation takes into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market.

Expenditure recognized during the year **(₹ in Crore)**

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Current service cost	0.15	**0.20**
Interest cost	0.01	**0.03**
Total	**0.16**	**0.23**

Amount recognized in Other Comprehensive Income during the year **(₹ in Crore)**

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Remeasurement of the net defined benefit obligation:-		
Actuarial losses / (gains) arising from changes in financial assumptions	0.01	0.05
Actuarial losses / (gains) arising from experience adjustments	(0.01)	(0.41)
Total	**0.00**	**(0.36)**

Movement in present value of defined benefit obligation **(₹ in Crore)**

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Obligation at the beginning of the year	1.77	1.86
Current service cost	0.15	0.20
Interest cost	0.13	0.13
Actuarial (gains)/losses	0.00	(0.36)
Benefits paid	(0.47)	(0.06)
Obligation at the end of the year	**1.58**	**1.77**

Talwandi Sabo Power Limited
CIN - U40101MH2007PLC433557
Notes forming part of the financial statements as at and for the year ended March 31, 2025

Movement in present value of plan assets (₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Fair value at the beginning of the year	1.62	1.40
Actual return on plan assets	0.11	0.10
Contribution	0.00	0.18
Benefits paid	(0.37)	(0.06)
Fair value at the end of the year*	**1.36**	**1.62**

*The entire amount has been invested with Life Insurance Corporation of India.

Amount Recognized in the Balance Sheet

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Present value of obligation at the end of the year	1.58	1.77
Less: Fair value of plan assets at the end of the year	(1.36)	(1.62)
Net liability recognized in the Balance Sheet	**0.22**	**0.15**

The contribution expected to be made by the Company during the financial year 2025-26 as ascertained by the management is ₹ 0.19 Crore (previous Year ₹ 0.24 Crore)

(₹ in Crore)

Sensitivity analysis	March 31, 2025	March 31, 2024
Increase / (Decrease) in defined benefit obligation		
Discount rate		
Increase by 0.50%	(0.09)	(0.09)
Decrease by 0.50%	0.10	0.10
Expected rate of increase in compensation level of covered employees		
Increase by 0.50%	0.10	0.10
Decrease by 0.50%	(0.09)	(0.10)

Maturity profile of defined benefit obligation

Year	March 31, 2025	March 31, 2024
0-1 Years	0.03	0.03
1 - 2 Years	0.03	0.03
2 - 3 Years	0.03	0.30
3 - 4 Years	0.03	0.03
4 - 5 Years	0.02	0.02
5 - 6 Years	0.02	0.02
More than 6 years	1.42	1.34
Total	**1.58**	**1.77**

Risk analysis

The Company is exposed to a number of risks in the defined benefit plans. Most significant risks pertaining to defined benefits plans, and management's estimation of the impact of these risks are as follows:

Interest risk

A decrease in the interest rate on plan assets will increase the plan liability.

Longevity risk/ Life expectancy

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and at the end of the employment. An increase in the life expectancy of the plan participants will increase the plan liability.

Salary growth risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the salary of the plan participants will increase the plan liability.

Investment risk

The Gratuity plan is funded with Life Insurance Corporation of India ("LIC"). The Company does not have any liberty to manage the fund provided to LIC. The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to Government of India bonds. If the return on plan asset is below this rate, it will create a plan deficit.

Note 37
Related Party Disclosures
List of related parties and relationships

(a) Entities controlling the company (Holding Companies):

Immediate:	Vedanta Limited
Intermediate:	Vedanta Resources Limited (formerly Vedanta Resources Plc.)
	Vedanta Resources Investment Limited (VRIL)
Ultimate:	Vedanta Incorporated (formerly Volcan Investments Limited)*

(b) Fellow subsidiaries with whom transactions have taken place:

Fellow Subsidiaries:

- Bharat Aluminium Company Limited
- ESL Steel Limited
- Hindustan Zinc Limited
- Sterlite Power Transmissions Limited
- Runaya Refining LLP
- STL Digital Limited
- Vedanta Foundation
- Meenakshi Energy Limited
- Resonia Limited
- Sterlite Technologies Limited

(c) Key Managerial Personnel:

Mr. Rajinder Singh Ahuja	: Chief Executive Officer (w.e.f. 9th February 2025)
Mr. Vibhav Agarwal	: Chief Executive Officer (CEO till close of business hours on 8th February 2025)
Mr. Nitesh Malani	: Chief Financial Officer
Mr. Agnivesh Agarwal	: Chairman, Non Executive Director
Mr. Pankaj Kumar Sharma	: Whole time Director
Ms. Sonal Choitani	: Non-Executive Director
Mr. Baldev Krishan Sharma	: Non-Executive Director
Mr. Mahendra Singh Mehta	: Independent Director (ceased to be director w.e.f. close of business hours on 29th March 2025).
Ms. Shivangi Dhanuka	: Company Secretary

* No transaction with parties during the year.

Terms and conditions of transactions with related parties:

The Company enters into transactions in the normal course of business with its related parties, including its parent Vedanta Limited. A summary of all related party transactions for the year ended March 31, 2025 and 2024 are noted below.

A) Details of transactions during the year with related parties:

(₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
1) Recovery of employee cost and other expenses		
(i) Vedanta Limited	0.08	0.23
(ii) Hindustan Zinc Limited	0.04	0.24
(iii) Bharat Aluminium Company Limited	0.11	0.19
(iv) Sterlite Power Transmissions Limited	-	0.01
(v) ESL Steel Limited	-	0.01
(vi) Runaya Refining LLP	-	0.04
(vii) Resonia Limited	0.01	-
2) Reimbursement of employee cost and other expenses		
(i) Vedanta Limited	8.61	9.61
(ii) Vedanta Foundation	0.02	0.01
(iii) STL Digital Limited	1.50	0.78
(iv) Hindustan Zinc Limited	0.05	0.01
(v) Bharat Aluminium Company Limited	0.00	0.00
(vi) ESL Steel Limited	0.02	-
(vii) Runaya Refining LLP	-	0.01
(viii) Meenakshi Energy Limited	0.01	-
3) Sale of Consumables and Capex items		
(i) Hindustan Zinc Limited	-	0.04
(ii) Vedanta Limited	0.35	-
4) Purchase of Consumables and Capex items		
(i) Vedanta Limited	-	0.05
(ii) Hindustan Zinc Limited	-	0.01
(iii) Sterlite Technologies Limited	0.71	-
5) Brand Fees paid		
(i) Vedanta Resources Limited (VRL)	-	46.94
(ii) Vedanta Resources Investment Limited (VRIL)	46.38	-
6) Interest and Guarantee Commission		
Vedanta Limited	22.95	23.95
7) Loans taken during the year		
Vedanta Limited	200.00	-

Note 37
Related Party Disclosures (Contd.)

a. Details of balances with related parties: (₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
1) Loans from Vedanta Limited	200.00	-
2) Balance Receivable as at the end of the year		
(i) Sterlite Power Transmissions Limited	-	0.01
(ii) Resonia Limited	0.01	-
3) Advances given as at the end of the year		
Vedanta Resources Investment Limited	1.01	-
4) Balance Payable as at the end of the year		
(i) Vedanta Limited	161.45	140.77
(ii) Hindustan Zinc Limited	0.00	0.00
(iii) ESL Steel Limited	0.01	-
(iv) Sterlite Technologies Limited	0.71	-
(v) STL Digital Limited	0.23	-
(vi) Meenakshi Energy Limited	0.01	-
(vii) Vedanta Resources Limited	5.34	5.34
5) Bank Guarantees/Corporate Guarantee issued on our behalf and outstanding as at the end of the year		
Vedanta Limited	5,242.70	5,637.41

b. Remuneration of key management personnel (KMP) (₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Short-term employee benefits	5.83	4.86
Post employment benefits	0.38	0.37
Share based payments	0.57	0.41
Total	**6.78**	**5.64**

Note:
a. The Company has paid ₹ 0.12 Crore (previous year ₹ 0.14 Crore) as sitting fees & has also accrued ₹ 0.34 Crore (Previous year ₹ 0.51 Crore) as commission to its directors.
b. Post employment benefits does not include the provision made for gratuity and leave benefits, as they are determined on an actuarial basis for all the employees together.

Note 38

Capital management

The Company's objectives when managing capital is to safeguard continuity, maintain a strong credit rating and healthy capital ratios in order to support its business and provide adequate return to its shareholder through continuing growth. The Company's overall strategy remains unchanged from previous year.

The Company sets the amount of capital required on the basis of annual business and long-term operating plans which include capital and other strategic investments.

The funding requirements are met through a mixture of equity, internal fund generation and borrowings from banks and financial institutions. The Company's policy is to use short term and long-term borrowings to meet anticipated funding requirements.

The Company monitors capital on the basis of the net debt to equity ratio. The Company is not subject to any externally imposed capital requirements.
Net debt are long term and short term debts as reduced by cash and cash equivalents (including restricted cash and cash equivalents) and short-term investments. Equity comprises all the components including other comprehensive income. The Company does not consider lease liabilities and trade finance as debts for this purpose.

The following table summarizes the capital of the Company:

(₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended May 31, 2024
Equity Share Capital	3,206.61	3,206.61
Other Equity	447.98	416.15
Total Equity (a)	**3,654.59**	**3,622.76**
Cash and cash equivalents	33.52	168.01
Current investments	-	38.27
Total cash (b)	**33.52**	**206.28**
Short-term borrowings (Including current maturities)	1,444.89	1,178.75
Long-term borrowings	4,333.66	4,871.57
Total debt (c)	**5,778.55**	**6,050.32**
Net debt (d=(c-b))	**5,745.03**	**5,844.04**
Net debt to equity ratio (d/a)	1.57	1.61

Note 39
Financial instruments

Financial assets and liabilities:

The accounting classification of each category of financial instruments, their carrying amounts and fair value amounts are set out below:

(₹ in Crore)

March 31, 2025 Financial assets	Fair value through profit or loss	Amortised cost	Total carrying value	Total fair value
Trade receivables - Current	-	959.58	959.58	959.58
Trade receivables - Non Current	-	1,691.35	1,691.35	1,691.35
Other non-current financial assets	-	45.85	45.85	45.85
Other current financial assets	-	1.11	1.11	1.11
Cash and cash equivalents	-	33.52	33.52	33.52
Other bank balances	-	-	-	-
Total	-	2,731.41	2,731.41	2,731.41

March 31, 2024 Financial assets	Fair value through profit or loss	Amortised cost	Total carrying value	Total fair value
Trade receivables - Current	-	547.10	547.10	547.10
Trade receivables - Non Current	-	1,619.79	1,619.79	1,619.79
Other non-current financial assets	-	7.59	7.59	7.59
Other current financial assets	-	0.65	0.65	0.65
Cash and cash equivalents	-	168.01	168.01	168.01
Other bank balances	-	38.27	38.27	38.27
Total	-	2,381.41	2,381.41	2,381.41

March 31, 2025 Financial liabilities	Fair value through profit or loss	Amortised cost	Total carrying value	Total fair value
Long-term borrowings	-	4,333.66	4,333.66	4,333.66
Short-term borrowings	-	1,444.89	1,444.89	1,444.89
Trade finance	-	450.78	450.78	450.78
Trade payables	-	125.10	125.10	125.10
Lease Liabilty	-	47.19	47.19	47.19
Derivative liability	-	0.04	0.04	0.04
Other current financial liabilities	-	228.19	228.19	228.19
Total	-	6,629.85	6,629.85	6,629.85

March 31, 2024 Financial liabilities	Fair value through profit or loss	Amortised cost	Total carrying value	Total fair value
Long-term borrowings	-	4,871.57	4,871.57	4,871.57
Short-term borrowings	-	1,178.75	1,178.75	1,178.75
Trade finance	-	375.13	375.13	375.13
Trade payables	-	37.91	37.91	37.91
Lease Liabilty	-	3.50	3.50	3.50
Derivative liability	-	-	-	-
Other current financial liabilities	-	203.24	203.24	203.24
Total	-	7,045.22	7,045.22	7,045.22

Note 39
Financial instruments (Contd.)

- Long-term fixed-rate and variable-rate borrowings (including their current maturities): Fair value has been determined by the Company using level 2 technique, based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer and the risk characteristics of the financed project. For all other long-term fixed-rate and variable-rate borrowings, either the carrying amount approximates the fair value, or fair value have been estimated by discounting the expected future cash flows using a discount rate equivalent to the risk free rate of return adjusted for the appropriate credit spread. The changes in counterparty credit risk had no material effect on the hedge effectiveness assessment for derivatives designated in hedge relationship and the value of other financial instruments recognised at fair value.

- **Current financial assets and liabilities:** The fair value of current trade receivables, cash and bank balances, loans and other financial assets, current borrowings, trade and other payables and other current financial liabilities is likely to approximate their carrying values due to short term maturities of these instruments.

- **Non-current trade receivables**: Fair value has been determined by the Company based on interest rates and recoverability of dues from the customer. Also, refer note 40.

Note 40

Risk management

The Company's business are subject to several risks and uncertainties including financial risks. The Company's documented risk management polices act as an effective tool in mitigating the various financial risks to which the business is exposed to in the course of their daily operations. The risk management policies cover areas such as liquidity risk, foreign exchange risk, interest rate risk, counterparty and concentration of credit risk and capital management. Risks are identified through a formal risk management programme with active involvement of senior management personnel and business management. The Company has risk in place management processes which are in line with the policy of the parent Company, Vedanta Limited. Each significant risk has a designated 'owner' within the Company at an appropriate senior level. The potential financial impact of the risk and its likelihood of a negative outcome are regularly updated.

The risk management process is coordinated by the centralised Management Assurance function and is regularly reviewed by the Company's Audit Committee. The Audit Committee is aided by the Risk Management Committee of the Company comprising of senior management, which meets regularly to review risks as well as the progress against the planned actions. Key business decisions are discussed at the periodic meetings of the Board of Directors. The overall internal control environment and risk management programme including financial risk management is reviewed by the Audit Committee on behalf of the Board.

The risk management framework aims to:

- improve financial risk awareness and risk transparency
- identify, control and monitor key risks
- identify risk accumulations
- provide management with reliable information on the Company's risk situation
- improve financial returns

Treasury management

The Company's treasury function provides services to the business, co-ordinates access to domestic and international financial markets, monitors and manages the financial risks relating to the operations of the Company through internal risk reports which analyses exposures by degree and magnitude of risks. These risks include market risk (including currency risk), credit risk and liquidity risk.

Treasury management focuses on capital protection, liquidity maintenance and yield maximization. The treasury policies are approved by the Board and adherence to these policies is strictly monitored at the Finance Standing Committee. A monthly reporting system exists to inform senior management of investments, debt and currency. The Company has a strong system of internal control which enables effective monitoring of adherence to Company's policies. The internal control measures are effectively supplemented by regular internal audits.

The investment portfolio of the Company is maintained as per approved monthly policies duly approved by holding Company treasury team.

Additional Information to the Financial Statements:

Financial risk

The Company's Board approved financial risk policies comprise liquidity, currency, interest rate and counterparty risk. The Company does not engage in speculative treasury activity but seeks to manage risk and optimize foreign exchange impact through proven financial instruments.

Liquidity Risk:

The Company remains committed to maintaining a healthy liquidity, gearing ratio, deleveraging and strengthening its balance sheet. The maturity profile of the Company's financial liabilities based on the remaining period from the date of balance sheet to the contractual maturity date is given in the table below.
The figures reflect the contractual undiscounted cash obligation of the Company.

Note 40
Risk management (Contd.)

(₹ in Crore)

Financial liabilities	As on March 31, 2025				
	<1 year	1-3 Years	3-5 Years	> 5 Years	Total
Borrowings	1,444.89	872.31	816.18	2,665.90	**5,799.28**
Interest on borrowings	451.60	735.48	588.95	702.76	**2,478.79**
Trade finance	450.78	-	-	-	**450.78**
Trade payables	125.10	-	-	-	**125.10**
Other financial liabilities	228.19	-	-	-	**228.19**
Lease Liability	12.05	24.45	22.32	0.75	**59.57**
Financial Instruments-derivatives	0.04	-	-	-	**0.04**

(₹ in Crore)

Financial liabilities	As on March 31, 2024				
	<1 year	1-3 Years	3-5 Years	> 5 Years	Total
Borrowings	1,178.75	1,076.52	694.12	3,122.01	**6,071.40**
Interest on borrowings	500.68	827.51	660.71	978.16	**2,967.06**
Trade finance	375.13	-	-	-	**375.13**
Trade payables	37.91	-	-	-	**37.91**
Other financial liabilities	203.24	-	-	-	**203.24**
Lease Liability	1.37	1.42	1.01	0.81	**4.61**
Financial Instruments-derivatives	-	-	-	-	**-**

Interest rate risk:

The Company is exposed to interest rate risk on short-term and long-term floating rate instrument. Borrowings of the Company are principally denominated in Indian Rupees with mix of fixed and floating rates of interest. The Indian Rupee debt is mix of fixed interest rates and floating interest rates. These exposures are reviewed by appropriate levels of management on a monthly basis. The Company invests cash and liquid investments in short-term deposits and liquid mutual funds.

(₹ in Crore)

As at March 31, 2025				
Particulars	Floating rate financial assets	Fixed rate financial assets	Non interest bearing financial assets	Total financial assets
Financial assets-non current				
Trade Receivables*	-	-	1,691.35	**1,691.35**
Other financial assets	4.72	38.26	2.87	**45.85**
Total financial assets-non current	**4.72**	**38.26**	**1,694.22**	**1,737.20**
Financial assets-current				
Trade receivables*	-	-	959.58	**959.58**
Cash and cash equivalents	-	-	33.52	**33.52**
Bank Balances		-	-	**-**
Other financial assets	-	-	1.11	**1.11**
Total financial assets-current	**-**	**-**	**994.21**	**994.21**
Total financial assets	**4.72**	**38.26**	**2,688.43**	**2,731.41**

*The Company is entitled to interest @ 2% in excess of the applicable State Bank Lending Rate (SBLR) per annum beyond normal credit period

Note 40
Risk management (Contd.)

(₹ in Crore)

As at March 31, 2024				
Particulars	**Floating rate financial assets**	**Fixed rate financial assets**	**Non interest bearing financial assets**	**Total financial assets**
Financial assets-non current				
Trade Receivables*	-	-	1,619.79	**1,619.79**
Other financial assets	4.72	-	2.87	**7.59**
Total financial assets-non current	**4.72**	**-**	**1,622.66**	**1,627.38**
Financial assets-current				
Trade receivables*	-	-	547.10	**547.10**
Cash and cash equivalents	-	-	168.01	**168.01**
Bank Balances	-	38.27	-	**38.27**
Other financial assets	-	-	0.65	**0.65**
Total financial assets-current	**-**	**38.27**	**715.76**	**754.03**
Total financial assets	**4.72**	**38.27**	**2,338.42**	**2,381.41**

*The Company is entitled to interest @ 2% in excess of the applicable State Bank Lending Rate (SBLR) per annum beyond normal credit period.

The weighted average interest rate on the fixed rate financial assets is 7.00% p.a. (previous year 6.50% p.a.) and the weighted average period for which the rate is fixed is 1.25 years (previous year 0.48 years).

(₹ in Crore)

As at March 31, 2025				
Particulars	**Floating rate**	**Fixed rate**	**Non interest bearing**	**Total financial**
Financial liabilities-non current				
Borrowings	4,333.66	-	-	4,333.66
Lease Liability	-	38.89	-	38.89
Total financial liabilities-non current	**4,333.66**	**38.89**	**-**	**4,372.55**
Financial liabilities-current				
Borrowings	1,444.89	-	-	1,444.89
Trade finance	-	450.78	-	450.78
Trade payables	-	29.99	95.11	125.10
Other financial liabilities	-	-	228.19	228.19
Lease Liabiltiy	-	8.30	-	8.30
Derivative financial liabilities	-	-	0.04	0.04
Total financial liabilities-current	**1,444.89**	**489.07**	**323.34**	**2,257.30**
Total financial liabilities	**5,778.55**	**527.96**	**323.34**	**6,629.85**

The weighted average interest rate on the fixed rate financial liabilities is 7.35% p.a. and the weighted average period for which the rate is fixed is 0.45 years.

(₹ in Crore)

As at March 31, 2024				
Particulars	**Floating rate**	**Fixed rate**	**Non interest bearing**	**Total financial**
Financial liabilities-non current				
Borrowings	4,871.57	-	-	4,871.57
Lease Liability	-	2.14	-	2.14
Total financial liabilities-non current	**4,871.57**	**2.14**	-	**4,873.71**
Financial liabilities-current				
Borrowings	1,178.75	-	-	1,178.75
Trade finance	-	375.13	-	375.13
Trade payables	-	-	37.91	37.91
Other financial liabilities	-	-	203.24	203.24
Lease Liabiltiy	-	1.36	-	1.36
Derivative financial liabilities	-	-	-	-
Total financial liabilities-current	**1,178.75**	**376.49**	**616.27**	**2,171.51**
Total financial liabilities	**6,050.32**	**378.63**	**616.27**	**7,045.22**

The weighted average interest rate on the fixed rate financial liabilities is 7.63% p.a. and the weighted average period for which the rate is fixed is 0.19 years.

Note 40
Risk management (Contd.)

The table below illustrates the impact of a 0.5% to 2.0% movement in interest rates on interest expense on loans and borrowings for the year ended March 31, 2025. The risk estimate provided assumes that the changes occur at the reporting date and has been calculated based on risk exposure outstanding as of date. The year end balances are not necessarily representative of the average debt outstanding during the year. This analysis also assumes that all other variables remain constant.

Effect on profit before tax (₹ in Crore)

Movement in interest rates	FY 2024-25	FY 2023-24
0.50%	28.89	30.25
1.00%	57.79	60.50
2.00%	115.57	121.01

Credit Risk:
Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company is exposed to credit risk primarily on trade and other receivables and cash and cash equivalents.

Given the nature of PPA, trade receivables are from a single customer Punjab State Power Corporation Limited (PSPCL), with significant concentration of credit risk. The history of trade receivables shows a negligible provision for bad and doubtful debts. Although there are significant disputed trade receivables, classified as non-current with PSPCL, the management has assessd that the company has strong chances of getting the dispute resolved in its favour. Therefore, the Company does not expect any material risk on account of non-performance by any of the Company’s counterparties.

The carrying value of the financial assets other than cash and investments in bank deposits represents the maximum credit exposure. The Company’s maximum exposure to credit risk at March 31, 2025 is ₹ 2,659.64 Crore (previous year ₹ 2,175.13 Crore) of which ₹ 2,650.93 Crore (previous year ₹ 2,166.89 Crore) was from a single customer.
None of the Company’s cash equivalents, including time deposits with banks, are past due or impaired. Regarding trade and other receivables, and other non-current assets, there were no indications as at March 31, 2025, that defaults in payment obligations will occur, except for disputed matters.

Receivables are deemed to be past due or impaired with reference to the customer’s credit quality and prevailing market conditions. Receivables that are classified as 'past due' in the above tables are those that have not been settled within the terms and conditions of the agreement with the customer. The Company based on past experiences does not expect any material loss on its receivables. The credit quality of the Company's customer is monitored on an ongoing basis. Where receivables have been impaired, the Company actively seeks to recover the amounts in question and enforce compliance with credit terms.

Movement in allowances for Trade receivables (Current & Non-Current) is as follows: (₹ in Crore)

Particulars	Trade Receivables Current	Trade Receivables Non Current	Total
As at March 31,2024	**-**	**0.05**	**0.05**
Allowances made during the year	-	-	-
Reversal/Write off during the year	-	-	-
As at March 31,2025	**-**	**0.05**	**0.05**

As on March 31, 2025					
Particulars	**Not past due**	**Due less than 1 months**	**Due between 1-3 months**	**Due between 3-12 months**	**Due greater than 12 months**
Trade receivables - Non Current*	25.26	12.80	22.81	111.97	1,518.51
Trade receivables - Current*	881.72	-	-	-	77.86
Other Financial Assets - Non Current	45.85	-	-	-	-
Other Financial Assets - Current	0.01	-	-	-	1.10
Total	**952.84**	**12.80**	**22.81**	**111.97**	**1,597.47**

*Refer Note 42

Note 40
Risk management (Contd.)

(₹ in Crore)

As on March 31, 2024					
Particulars	**Not past due**	**Due less than 1 months**	**Due between 1-3 months**	**Due between 3-12 months**	**Due greater than 12 months**
Trade receivables - Non Current*	23.69	12.46	24.35	113.79	1,445.50
Trade receivables - Current*	547.10	-	-	-	-
Other Financial Assets - Non Current	7.59	-	-	-	-
Other Financial Assets - Current	0.14	-	-	0.51	-
Total	**578.52**	**12.46**	**24.35**	**114.30**	**1,445.50**

*Refer Note 42

Foreign exchange risk

Fluctuations in foreign currency exchange rates may have an impact on the financial statements where any transaction references more than one currency or where assets/liabilities are denominated in a currency other than the functional currency of the Company.
Exposures on foreign currency loans are managed through the Company wide hedging policy, which is reviewed periodically to ensure that the results from fluctuating currency exchange rates are appropriately managed.

As at March 31, 2025 and March 31, 2024, the Company did not have any significant exposure in foreign currency.

Note 41

As per Ministry of Environment norms, the Company had to comply with timeline of SO2 emission by December 31, 2019. Subsequently the Company received a notice on October 16, 2020 and a corrigendum on November 04, 2020 wherein CPCB extended the timeline for installing the Fuel Gas Desulfurization (FGD) to February 28, 2021 for Unit 1, December 31, 2020 for Unit 2 and October 31, 2020 for Unit 3. As per the notification issued by Ministry of Environment , Forest and Climate Change (MoEF&CC) dated September 05, 2022, the timeline for complying with the SO2 emission norms has been extended to December 31, 2026 for TSPL under category C plants. Recently, MoEF&CC issued another notice dated December 30 2024, where the timeline for SO2 emission compliance have again been extended to December 31, 2029.

Talwandi Sabo Power Limited
CIN - U40101MH2007PLC433557
Notes forming part of the financial statements as at and for the year ended March 31, 2025

Note 42
Trade Receivables ageing schedule

For the year ended March 31, 2025

(₹ in Crore)

Particulars	Not due	Outstanding for following periods from due date of payment as on March 31, 2025					
		Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Total
Non-current							
(i) Disputed Trade Receivables-considered good	25.26	74.48	85.64	151.41	251.80	1,102.76	**1,691.35**
(ii) Disputed Trade Receivables-credit impaired	-	-	-	-	0.05	-	**0.05**
Sub-Total	**25.26**	**74.48**	**85.64**	**151.41**	**251.85**	**1,102.76**	**1,691.40**
Current							
(i) Un Disputed Trade Receivables-considered good	881.72	-	-	-	-	-	**881.72**
(ii) Disputed Trade Receivables-considered good						77.86	**77.86**
Sub-Total	**881.72**	**-**	**-**	**-**	**-**	**77.86**	**959.58**
Total	**906.98**	**74.48**	**85.64**	**151.41**	**251.85**	**1,180.62**	**2,650.98**

For the year ended March 31, 2024

(₹ in Crore)

Particulars	Not due	Outstanding for following periods from due date of payment as on March 31, 2024					
		Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Total
Non-current							
(i) Disputed Trade Receivables-considered good	23.69	73.50	77.09	164.23	227.18	1,054.10	1,619.79
(ii) Disputed Trade Receivables - credit impaired	-	-	-	0.05	-	-	0.05
Sub-Total	**23.69**	**73.50**	**77.09**	**164.28**	**227.18**	**1,054.10**	**1,619.84**
Current							
(i) Un Disputed Trade Receivables-considered good	547.10	-	-	-	-	-	547.10
(ii) Disputed Trade Receivables-considered good	-	-	-	-	-	-	-
Sub-Total	**547.10**	**-**	**-**	**-**	**-**	**-**	**547.10**
Total	**570.79**	**73.50**	**77.09**	**164.28**	**227.18**	**1,054.10**	**2,166.94**

Note 43
Income tax expenses

(a) Tax charge/(credit) recognised in Statement of Profit and Loss: (₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Current tax		
Current tax on profit for the year	-	-
Total current tax	**-**	**-**
Deferred tax		
Origination and reversal of temporary differences- other than exceptional items	2.90	(46.26)
Charge in respect of exceptional item	-	199.90
Tax adjustment for previous years	(24.54)	-
Total deferred tax	**(21.64)**	**153.64**
Net tax (credit)/charge	**(21.64)**	**153.64**
Profit before tax	**10.20**	**755.79**

(b) Reconciliation of income tax expense/credit applicable to accounting profit/(loss) before tax at the statutory income tax rate to tax expense for the year:

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Accounting profit before tax	**10.20**	**755.79**
Statutory income tax rate	25.17%	25.17%
Tax at Indian statutory income tax rate	2.57	190.22
Tax rate difference		
Business losses on which Deferred tax assets not made in previous years	-	(54.85)
Forex loss adjusted u/s 43A	-	17.90
Deferred tax adjustment for previous years	(24.54)	-
CSR Expenditure Disallowed	0.33	0.37
Total	**(21.64)**	**153.64**

Note:

(i) During the year, the Company has accounted for Deferred tax Liability of ₹ 2.90 Crore and Deferred Tax Asset of ₹ 24.54 Crore in respect to adjustment of previous years.

(ii) During the previous year, the Company has accounted for Deferred tax Liability on account of exceptional gain for ₹ 199.90 Crore and a Deferred tax Asset ₹ 46.26 Crore.

(iii) Additionally, basis the Company's projections, there is a convincing evidence that there would be sufficient profits in the future years, to utilise the deferred tax assets.

(c) Deferred tax assets/liabilities

Significant components of deferred tax (assets) & liabilities in the balance sheet are as follows:

(₹ in Crore)

Particulars	Year ended March 31, 2025	Year ended March 31, 2024
Property, plant and equipment and intangible assets:		
Opening balance	**849.89**	**743.02**
Charged to profit or loss section	112.92	106.87
Closing balance	**962.81**	**849.89**
Unabsorbed depreciation		
Opening balance	**(955.78)**	**(989.71)**
Credited to profit or loss	(135.23)	33.93
Charged/(credited) to other comprehensive income (OCI)	-	-
Closing balance	**(1,091.01)**	**(955.78)**
Other temporary differences		
Opening balance	**(0.68)**	**(13.61)**
Charged to profit or loss	0.68	12.84
Charged/(credited) to other comprehensive income (OCI)	(0.00)	0.09
Closing balance	**(0.00)**	**(0.68)**
Net deferred tax assets	**(128.20)**	**(106.57)**

Note 44
Trade Payables ageing schedule

For the year ended March 31, 2025

(₹ in Crore)

Particulars	Not due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
(i) MSME	8.98	-	-	-	-	**8.98**
(ii) Others	69.28	41.59	5.24	0.01	0.00	**116.12**
(iii) Disputed dues – MSME	-	-	-	-	-	**-**
(iv) Disputed dues - Others	-	-	-	-	-	**-**
Total	**78.26**	**41.59**	**5.24**	**0.01**	**0.00**	**125.10**

For the year ended March 31, 2024

(₹ in Crore)

Particulars	Not due	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
(i) MSME	1.56	-	-	-	-	**1.56**
(ii) Others	18.18	16.73	1.16	0.27	0.01	**36.35**
(iii) Disputed dues – MSME	-	-	-	-	-	**-**
(iv) Disputed dues - Others	-	-	-	-	-	**-**
Total	**19.74**	**16.73**	**1.16**	**0.27**	**0.01**	**37.91**

Note 45
Ratios

Particulars	As at March 31, 2025	As at March 31, 2024	% Variance	Remarks (for variances more than 25%)
(a) Current Ratio	0.57	0.59	-3%	
(b) Debt-Equity Ratio	1.34	1.55	-14%	
(c) Debt Service Coverage Ratio	1.16	1.34	-13%	
(d) Return on Equity Ratio	0.01	0.17	-95%	The Return on equity ratio has significantly declined as there was an exceptional gain net of taxes of ₹ 594.36 Crore in previous year.
(e) Inventory turnover ratio	19.30	20.37	-5%	
(f) Trade Receivables turnover ratio	6.93	7.75	-11%	
(g) Trade payables turnover ratio	5.62	6.20	-9%	
(h) Net capital turnover ratio	(5.02)	(6.92)	-27%	Due to decrease in working capital during current year.
(i) Net profit ratio	0.01	0.11	-95%	Due to decrease in profits in current year as exceptional gain net of taxes of ₹ 594.36 Crore in previous year.
(j) Return on Capital employed	0.07	0.15	-55%	
(k) Return on investment	0.07	0.06	4%	

Note 46
Other Statutory Information

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

(ii) The Company has not entered in any transaction with struck off companies during the current year or previous year.

(iii) There are no charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(iv) The Company has no Cryptocurrency transactions / balances during the current year or previous year.

(v) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("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 ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(vi) No funds have been received by the company from any person(s) or entity(ies), including foreign entities ("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.

(vii) The Company does not have any transaction which is not recorded in the books of accounts 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.

(viii) The Company has not been declared as willful defaulter by any bank or financial institution or other lender.

Note 47

Disputed Trade Receivables

Punjab State Power Corporation Limited ("PSPCL"), which is the Company's sole customer has withheld payments aggregating to ₹ 1,691.35 Crore (previous year ₹ 1,619.79 Crore) which are on account of various disputes including tax benefits at the time of initial plant setup, procurement of alternate coal, and basis of computation of plant availability amongst others.

In a Mis-declaration matter, APTEL has pronounced the order in favour of the Company on March 18, 2025 directing PSPCL to refund the deducted penalty along with 'Late Payment Surcharge'. The Company has classified the deducted penalty from non-current trade receivables to current trade receivables for the year ended March 31, 2025.

The balance matters are under litigation and the Company has obtained independent legal advice which supports its claims and is thus not expecting any material losses on these balances and believes that it is highly probable that the Company's claims would be upheld. Based on the expected timing of realisation of these balances, which is in turn dependent on the settlement of legal disputes, the Company has bifurcated the receivables into current and non-current. The management has assessed the recoverability of the outstanding balances and does not believe that any material adjustment is required.

Note 48

Segment Information

The Company’s activities during the year revolved around operating 3*660 MW Thermal Power Plant at Mansa, Punjab. Considering the nature of Company’s business and operations, there are no separate reportable segments (business and/or geographical) in accordance with the requirements of Ind AS 108 - Operating Segments. All the Company's revenues, trade receivables and non-current operating assets are in India. The Company's

Note 49

Share based compensation plans

The Company offers equity-based award plans to its employees and officers through its parent (Vedanta Limited), Employee Stock Option Plan ("ESOP").

Share-based incentives under ESOP of Vedanta Limited (introduced w.e.f. September 2017) are provided to the defined management group. The maximum value of shares that can be awarded to members of the defined management group is calculated by reference to the individual fixed salary and share-based remuneration consistent with local market practice. The scheme is both tenure and performance based share schemes. The awards are indexed to and settled by parent's shares. The awards have a fixed exercise price denominated in Parent's functional currency (₹ 1 in case of Vedanta Limited), the performance period of each award is three years and is exercisable within a period of six months from the date of vesting beyond which the option will lapse.

Further, in accordance with the terms of the agreement between the Parent and the Company, the cost recognized towards the scheme is recovered by the parent from the Company.

Amount recovered by the parent and recognised by the Company in the statement of profit and loss for the financial year ended March 31, 2025 is ₹0.37 Crore (previous year ₹ 1.33 Crore). The Company considers these amounts as not material and accordingly has not provided further disclosures.

Note 50

During the previous year ended March 31, 2024, the Company had terminated its contract with one of its major capital contractors (the “Contractor”), due to its persistent failure to fulfil its contractual obligations, which adversely affected the plant’s performance since commissioning. Consequently, as of March 31, 2024, the Company had written back creditors amounting to ₹ 1,252 Crore, representing amounts assessed as no longer payable under the terminated contract. The management had assessed that the amount written back comprised of ₹ 794 Crore towards loss of profit due to plant performance in the previous and earlier years and therefore recognised the same as Exceptional gain in the Statement of Profit & Loss and adjusted the balance amount towards the cost of spares and ancillaries capitalised in Property, Plant & Equipment in earlier years.

Subsequently, the Contractor disputed the termination of the contract and claimed dues along with damages arising from the Company’s action. The Company issued a counter claim on the Contractor and also initiated arbitration proceedings to enforce its claims. Nominee arbitrators have been appointed by both the parties and on April 3, 2025, the Hon‘ble Supreme Court appointed the presiding arbitrator.

Based on its detailed evaluations, merits of the case and independent legal advice obtained, the management continues to believe that the termination of the contract is contractually enforceable. The management also believes that this position is sustainable, when this matter is finally decided by the adjudicating authority. Accordingly, no adjustments are required to be made in these financial statements in respect of the Contractor’s claims.

Talwandi Sabo Power Limited
CIN - U40101MH2007PLC433557
Notes forming part of the financial statements as at and for the year ended March 31, 2025

Note 51

The Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software except that audit trail feature was enabled in the SAP application for direct changes to data in certain database tables for part of the year, i.e., from 03 March 2025. Further, no instance of audit trail feature being tampered was noted in respect of the software. Additionally, the Company preserved audit trail in full compliance with the requirements of section 128(5) of the Companies Act, 2013 to the extent it was enabled and recorded.

In terms of our report attached
For S. R. Batliboi & Co. LLP
ICAI Firm Registration No. : 301003E/E300005
Chartered Accountants

per Amit Kumar Jain
Partner
Membership No.: 097214

Place: New Delhi
Date: April 22, 2025

For and on behalf of Board of Directors

Agnivesh Agarwal
Chairman
DIN: 00038950
Place: Fujairah

Rajinder Singh Ahuja
Chief Executive Officer
Place: New Delhi

Pankaj Kumar Sharma
Whole Time Director
DIN: 10277510
Place: Mansa

Nitesh Malani
Chief Financial Officer
Place: Mansa
Date: April 22, 2025

Shivangi Dhanuka
Company Secretary
ICSI Mem No. A70586
Place: Mansa