



**JSW Energy Limited**

**Regd. Office:** JSW Centre  
Bandra Kurla Complex  
Bandra (East), Mumbai - 400 051  
CIN: L74999MH1994PLC077041  
Phone : 022-4286 1000  
Fax : 022-4286 3000  
Website: [www.jsw.in](http://www.jsw.in)

SEC/ JSWEL  
20<sup>th</sup> July, 2019

<p>The Secretary <b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400001</p> <p><b>Scrip Code: 533148</b> <b>Fax No.: 022 - 2272 2037 / 39</b></p>	<p>The Secretary <b>National Stock Exchange of India Limited</b> "Exchange Plaza" Bandra - Kurla Complex, Bandra (E) Mumbai - 400 051</p> <p><b>Scrip Code: JSWENERGY- EQ</b> <b>Fax No.: 022 - 2659 8237 / 38</b></p>
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Dear Sirs,

**Sub: Annual Report of the Company for the Financial Year 2018-19**

**Ref: Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')**

Pursuant to Regulation 34(1) of the Listing Regulations, we hereby submit the Annual Report of the Company for the Financial Year 2018-19 along with the Notice of the 25<sup>th</sup> Annual General Meeting of the Company.

You are kindly requested to take note of the above.

Yours faithfully,

For JSW Energy Limited

Monica Chopra  
Company Secretary



Encl: As above

**Powering India's Future.**

**Better Everyday.**



A close-up portrait of Shri O. P. Jindal, an elderly man with short, dark hair, wearing glasses and a white shirt. He is looking directly at the camera with a slight smile. The background is softly blurred, showing what appears to be a framed picture or artwork.

Shri O. P. Jindal

August 7, 1930 to March 31, 2005  
Visionary and Founder - O. P. Jindal Group

**GREAT LEADERS  
INSPIRE COUNTLESS LIVES,  
LEAVE EVERLASTING MEMORIES,  
TO FOREVER GUIDE DESTINIES**

Way back in 1952, an age before the phrase entered public discourse Shri O. P. Jindal heralded 'Make in India' with a small scale manufacturing unit in his home town of Hisar in Haryana. In its ground-breaking wake came a pipe manufacturing company, the Jindal Group and an industrial folklore built with steel and power.

For more than five decades, as young India, born from colonial subjugation to democratic freedom built itself into a modern state, Shri O. P. Jindal epitomised enterprise, nationalism, innovation and social service. He sired and took his eponymous business organisation to stellar heights, strengthening at every step his commitment to social work and nation building.

On this day countless individuals in the Jindal family and beyond salute his spirit, which will forever guide our destiny.

# Inside this Report

## About this Report

The JSW Energy Integrated Annual Report (Report) FY2019 provides an extensive outline of the Company's holistic approach to developing the nation and creating value for all stakeholders by presenting its strategy, governance, performance and prospects.

## Scope

JSW Energy Limited (JSW Energy) is pleased to present its first Integrated Annual Report. In FY2019, JSW Energy adopted the Integrated Reporting (IR) framework prescribed by the International Integrated Reporting Council (IIRC). Through this Report, we aim to provide a holistic picture of our financial and non-financial performance, with respect to the six capitals of (IR), to our stakeholders. We also aim to provide an enhanced understanding of the economic, social and environmental impacts on the Company, the governance framework that regulates the conduct of the business and the Company's approach towards long-term sustainability. It includes measures of engagement with identified material stakeholder groups and outlines the organisation's governance framework, along with its risk mitigation strategy. The Report provides information covering the period from April 1, 2018 to March 31, 2019.

## Responsibility Statement

The contents of this Report have been reviewed by the Company's Senior Management, under the guidance of the Board. This has ensured the integrity, accuracy and completeness of the information disclosed in the Report.

## Reporting Framework

The financial and statutory data presented in the Report is in accordance with leading and international frameworks. These include reporting requirements under the Companies Act, 2013 and the rules made thereunder, Indian Accounting Standards (IndAS), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), the Global Reporting Initiative (GRI) Standards, the National Voluntary Guidelines (NVGs) for Business Responsibility Reporting (BRR) and UN Sustainable Development Goals (UN SDGs), among others. The non-financial data in the Report is guided by the IIRC framework.

## Reporting Boundary

The information presented in the Report is material to our stakeholders and presents an overview of our businesses and associated activities that help in creating value in the short, medium and long term. We have also presented information on our subsidiaries both within India and overseas. The Report also covers our Joint Venture and Associate Company.

## Independent Assurance

The performance by capitals section of the Report contains Key Performance Indicators (KPIs) presented under various capitals. Deloitte Haskins & Sells LLP has provided a limited assurance statement on select KPIs for FY2019 as mentioned in their assurance statement included as a part of this report. (The Report is defined earlier as the Integrated Annual Report).

## Forward-looking Statement

In this Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take investment decisions. This Report and other statements – written and oral – that we periodically make contain forward-looking statements that set out anticipated results based on the management's plans and assumptions.

We have tried, wherever possible, to identify such statements by using words such as 'anticipates', 'estimates', 'expects', 'projects', 'intends', 'plans', 'believes', and words of similar substance in connection with any discussion of future performance. We cannot guarantee that these forward-looking statements will be realised, although we believe we have been prudent in our assumptions. The achievements of results are subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialise, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected. Readers should keep this in mind. We undertake no obligation to publicly update any forward-looking statement, whether as a result of new information, future event or otherwise.

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# Powering India's Future

At JSW Energy, we aim to utilise our resources most efficiently and contribute towards making India one among the leading power players in the world. We are relentlessly striving to achieve the following:

- › A vision where every corner of the country is powered by JSW Energy
- › Reducing our carbon footprint to a bare minimum by significantly scaling up in Renewable Energy
- › Positively impacting the lives of a large strata of people through our social engagement initiatives

Nation building remains our core mission and this spirit is reflected in all our activities – in our business operations as well as in our social initiatives. Our cutting-edge operations, constantly improving plant efficiencies, high environmental consciousness and relentless social commitments form the tiny steps that propel us towards our larger intent.

At JSW Energy, we are motivated to dream big and challenge ourselves every day, have the courage to take risks, stick to our core values and show compassion towards the society. We will pursue growth relentlessly till we power up the future of our people, our society and our nation.

## Our Robust Business Performance FY2019 Highlights

**Net Power Generation**

**22.09  
Billion Units**

**EBITDA**

**₹3,221  
Crore**

**Turnover**

**₹9,506  
Crore**

**EBITDA Margin**

**34%**

## Introducing Our Capitals

# The Six Capitals that Drive Our Value Creation Story



### Financial Capital

Refers to the pool of funds and monetary resources that the Company needs to establish and operate its business. These include debt, equity, revenue, internal accruals and investments, among others. Financial capital plays a crucial role in generating, deploying and accessing other forms of capital.

#### Turnover

₹9,506  
Crore

[Read more on Page 28](#)



### Manufactured Capital

Refers to the production facilities and equipment used for power generation and transmission, mining and equipment manufacturing, including the infrastructure used in the plants. Manufactured capital depends on the flow of financial capital to allow resources to be deployed to build it.

#### Operational Capacity

4,541  
MW

[Read more on Page 30](#)



### Human Capital

Includes the skills, knowledge, experience, competencies and capabilities of employees that help in creating value for the Company and its stakeholders. It also includes the training and development programmes undertaken for the employees.

#### Employees

<b>Permanent</b>	<b>Contractual</b>
1,807	2,935

[Read more on Page 34](#)



### Intellectual Capital

Covers R&D, innovation, design, thought leadership, brand management, systems, processes, improvement initiatives and collaboration with institutions. Intellectual capital explains how the Company creates competitive advantage through its value chain positioning and the business model.

#### Ash Handling System Optimisation

[Read more on Page 38](#)



### Social and Relationship Capital

Refers to the Company's trust-based relationships with its investors, customers, vendors, regulators and the community at large to fulfil its role as a responsible corporate citizen. Social and relationship capital facilitates coordination and cooperation between the Company and its stakeholders for mutual benefit.

#### CSR Expenditure

₹25.17  
Crore

[Read more on Page 40](#)



### Natural Capital

Includes multiple natural resource based raw materials such as coal and other minerals that are required by the Company to run its operations efficiently. It also includes resources such as air, water, energy and biodiversity that are either utilised by the Company or impacted by its operations.

#### Water Consumption

31.88 Million  
KL

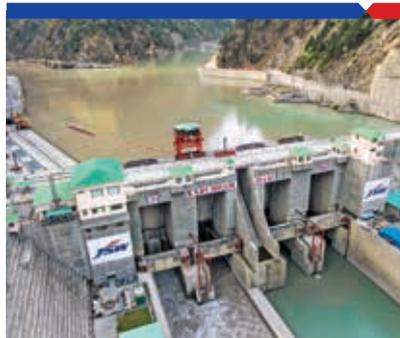
[Read more on Page 46](#)

## About JSW Energy

# JSW Energy at a Glance

JSW Energy Ltd. is one of the leading private sector power producers in India and part of the US\$ 14 billion JSW Group, which has significant presence in sectors such as Steel, Energy, Infrastructure, Cement and Sports, among others. JSW Energy has established its presence across the value chains of power sector with diversified assets in power generation, transmission and trading. With strong operations, robust corporate governance and prudent capital allocation, JSW Energy continues to deliver sustainable growth and create value for all stakeholders.

JSW Energy began its commercial operations in FY2000, with the commissioning of its 2x130 MW thermal power plant at Vijayanagar. Since then, the Company has steadily enhanced its power generation capacity from 260 MW to 4,541 MW and has a portfolio of Thermal (3,140 MW), Hydro (1,391 MW) and Solar (10 MW), ensuring diversity across geographies, fuel sources and power off-take arrangements. JSW Energy is committed to pursue growth opportunities in the power and related businesses and contribute to powering our nation.



1

### Power Generation

Current operational capacity of 4,541 MW

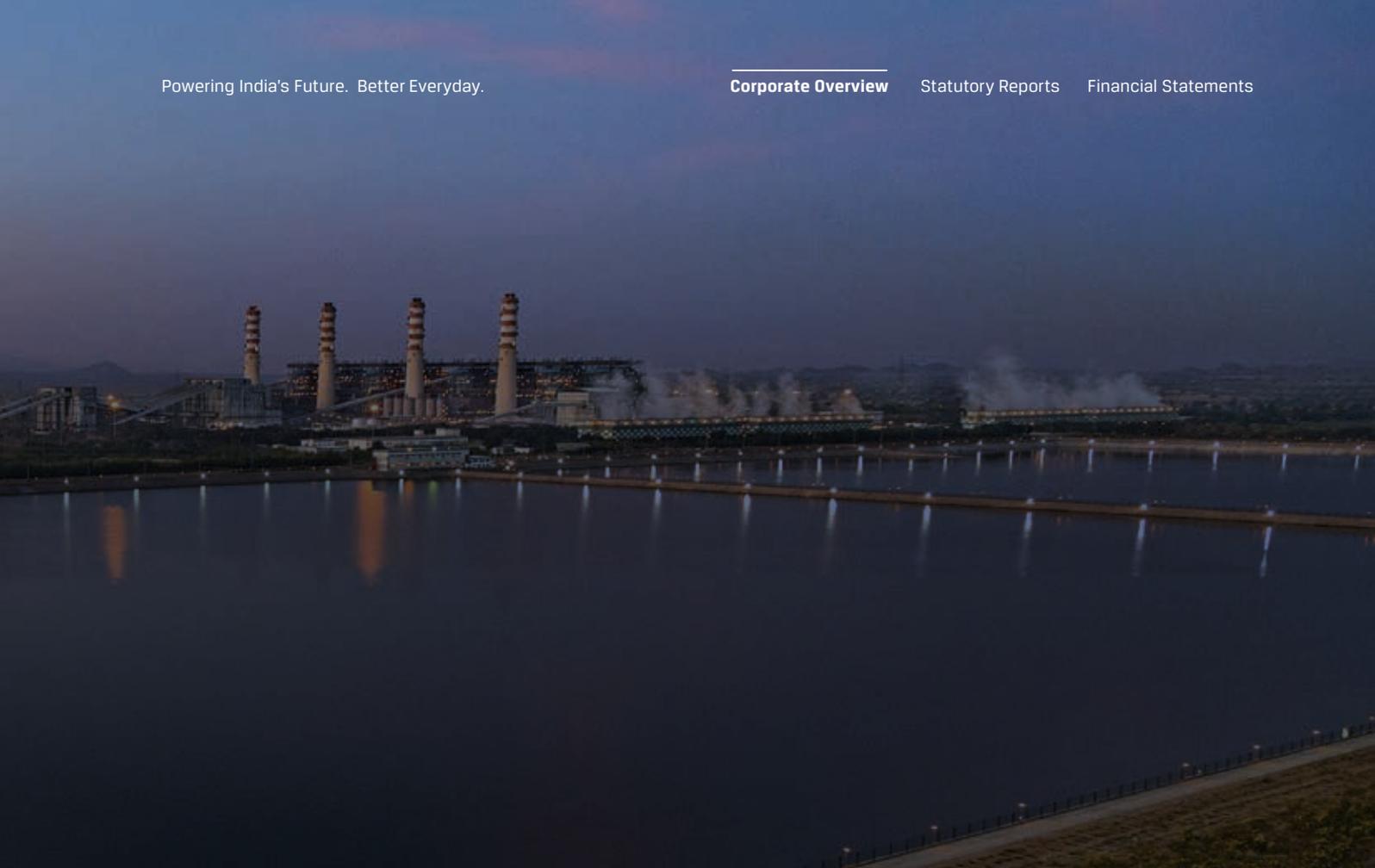


2

### Power Transmission

Two 400 KV operational transmission lines [JV with Maharashtra State Electricity Transmission Company Limited (MSETCL)]

## Our Businesses



3

### Mining

Jalipa and Kapurdi lignite mines with combined capacity of 9 MTPA are operational and capable of meeting the entire lignite requirement of 1,080 MW power plant of JSW Energy (Barmer) Limited (formerly known as Raj WestPower Limited)



4

### Power Trading

Incorporated JSW Power Trading Company Ltd. (JSWPTC) in 2006 and handled trading volumes of 2.05 Billion Units this year

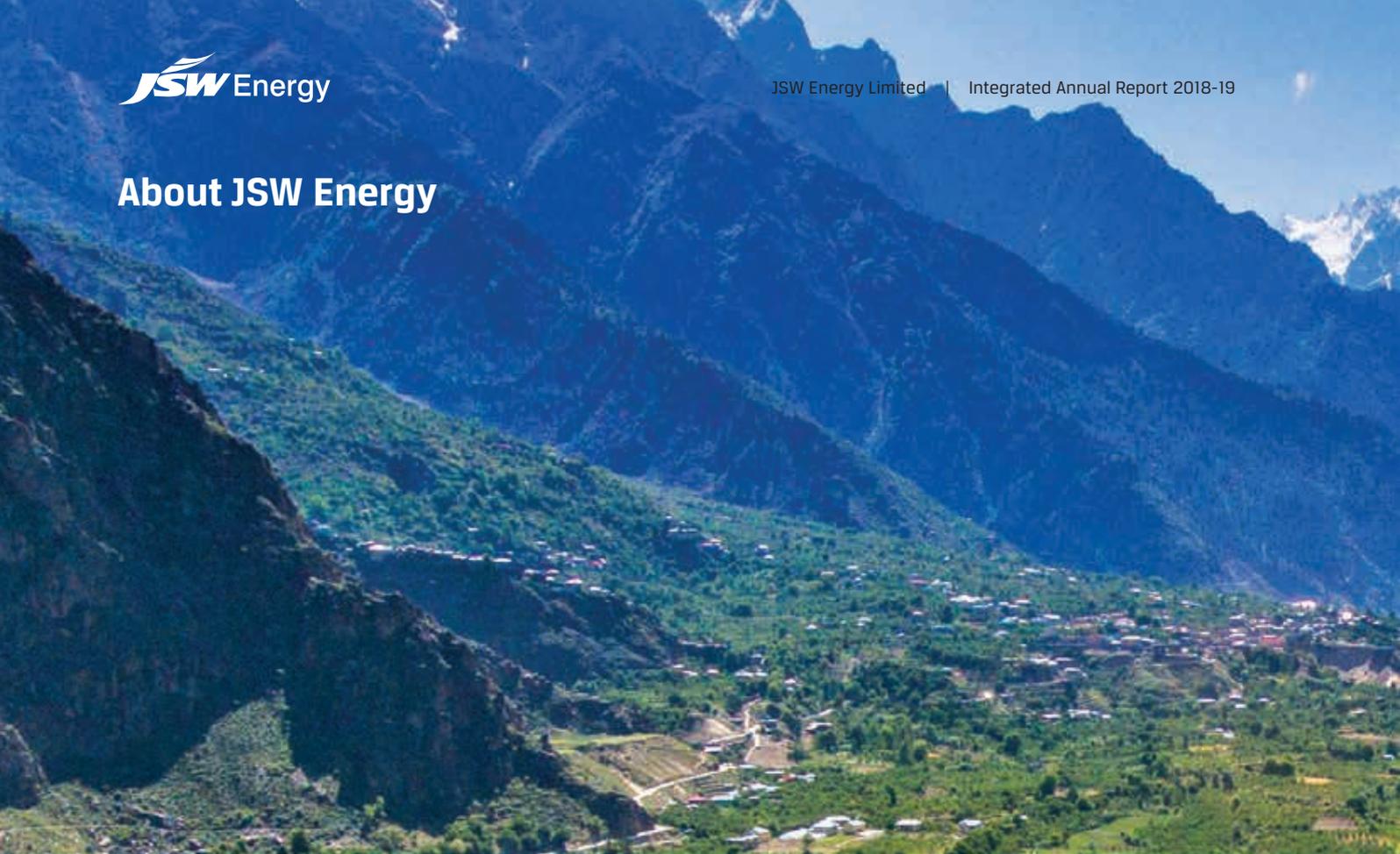


5

### Equipment Manufacturing

JSW Energy and JSW Steel entered into a JV agreement with the Toshiba Corporation of Japan to form Toshiba JSW Power Systems Private Limited in 2008 for manufacturing supercritical steam turbine generators

## About JSW Energy



## Our Enduring Presence

JSW Energy is powering India forward with its presence across Thermal, Hydro and Solar power sectors in various regions of the country.



**Barmer - Rajasthan**

**1,080 MW**

**Fuel: Lignite**  
Sourced from captive lignite mines of Barmer Lignite Mining Company Limited (BLMCL)

**Power offtake**  
Long-term PPA

**Baspa II and Karcham Wangtoo - Himachal Pradesh**

**300 MW and 1,091 MW**

**Hydro Power Plants**

**Power offtake**  
Long-term PPA

**Ratnagiri - Maharashtra**

**1,200 MW**

**Fuel: Thermal coal**

**Power offtake**  
Long-term PPA and merchant

**Vijayanagar - Karnataka**

**860 MW**

**Fuel: Gas and thermal coal**

**Power offtake**  
Long-term PPA and merchant

**Solar Power Capacities across Various Locations**

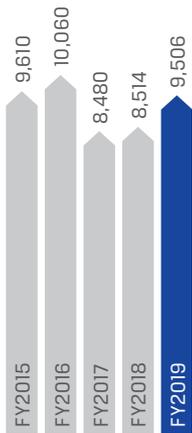
**10 MW**

## Key Performance Indicators

# Robust Financial Performance

**Turnover** (₹ in Crore)

**9,506**



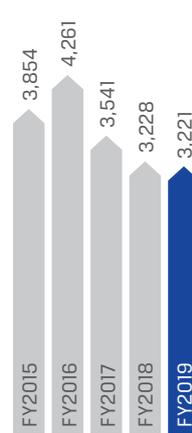
**Net Generation** (Million Units)

**22,088**



**EBITDA** (₹ in Crore)

**3,221**

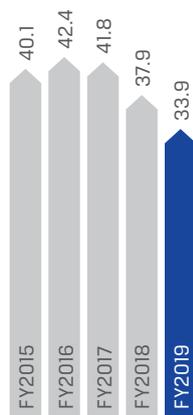


Note: All figures are at Consolidated level.



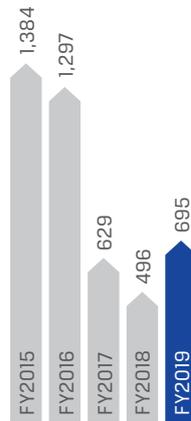
**EBITDA Margin (%)**

**33.9**



**Profit After Tax\* (₹ in Crore)**

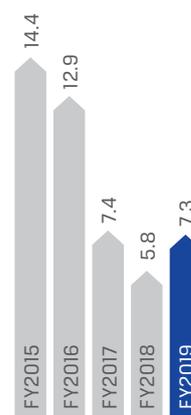
**695**



\* Before exceptional items

**Profit After Tax Margin\* (%)**

**7.3**



\* Before exceptional items



## Message from the Chairman and Managing Director

# Better Energy for an Efficient Everyday



"In FY2019, we marked our foray into the Renewable Energy segment by commissioning 10 MW of solar capacity. We believe that Renewable Energy is at the locus of India's long-term power story and we will continue to evaluate growth avenues in this segment."

**Sajjan Jindal,**  
Chairman and Managing Director

### Dear Shareholders,

FY2019 was special to all of us as it marked the 25<sup>th</sup> year of our continuous journey of business excellence. We have come a long way from being a marginal captive player to a leading Independent Power Producer (IPP) in India with a well-diversified geographic presence and fuel sources. Through our prudent capital allocation, efficient operations and cutting-edge innovation, we have left an indelible mark on the Indian power sector landscape. At the outset, I wholeheartedly thank each one of you for being with us in our journey.

The Indian electorate has given a conclusive mandate to the incumbent government in the recently held general elections. This clear mandate should bring in implementation of reforms in a decisive manner, which should augur well for the economic growth of our country by ushering development at an accelerated pace. The ease of doing business is expected to improve further, thereby boosting momentum in manufacturing activities. All of this bodes well for the Indian power sector in the medium to long term.

At JSW Energy, we aim to play a pivotal role in building India's long-term energy potential while continuing to create value for all our stakeholders. We have been at the forefront of adopting the global best practices, thereby continuously improving our operational efficiencies. Going forward, we aim to pursue growth, leveraging our balance sheet strength while continuing to follow prudence in our capital allocation decisions.

### FY2019 in Perspective

FY2019 was marked by healthy power demand growth of 5.0% led by a strong GDP growth of ~6.8%. Domestic coal production grew by 7.3% to 739 MnT during FY2019, whereas coal imports grew at a much sharper pace of 12.9% to 240 MnT in the same period. Domestic coal dispatch to the power

sector increased by 7.0% in FY2019 vis-a-vis 6.4% in FY2018.

In FY2019, we further strengthened our business substantially. The Company's long-term PPA proportion increased from 75.0% at the beginning of the fiscal year to 80.4% at the end of the year, through additional PPA tie-ups at both Vijayanagar and Ratnagiri plants.

During the year, our total net generation was higher by 1.2%. Generation at our hydro plants was lower by 11.2%, adversely impacted due to lower water availability in the Sutlej basin. However, this is expected to recover during FY2020, as already visible in the first quarter. Our thermal generation was higher by 5.8% primarily attributable to higher off-take by both long-term and short-term customers at Ratnagiri.

Over the past two years, we have improved our operational efficiencies by following global best practices, embarked on organisation-wide digitisation drives, lowered our auxiliary power consumption and improved fuel efficiency. We have thus reinforced our position as one of the lowest Operations and Maintenance (O&M) cost power generators in the industry.

In FY2019, we marked our foray into the Renewable Energy segment by commissioning 10 MW of solar capacity. We believe that Renewable Energy is at the locus of India's long-term power story and we will continue to evaluate growth avenues in this segment.

We have one of the strongest balance sheets in the power sector in India. During the year, the Company's consolidated net debt to equity ratio declined from 1.02x to 0.85x, led by proactive prepayments and scheduled repayments. This improvement in the financial risk profile was acknowledged by a rating upgrade of our subsidiary JSW Energy (Barmer) Ltd. to 'AA-' from 'A+' and outlook revision of JSW Energy to 'Stable' from 'Negative'.

Given a healthy business performance in FY2019, the Board has recommended a dividend of ₹1 per equity share for the year.

### Prudent Capital Allocation

JSW Group and JSW Energy have always embarked on new business opportunities keeping a balance between growth aspirations and prudent risk management. During H1 FY2018, we had announced our plan of entering into the business of Electric Vehicle manufacturing, including associated businesses of energy storage systems and charging infrastructure. After careful evaluation of these business segments, the Company found higher than anticipated uncertainties and hence, decided to discontinue these ventures and focus on growth opportunities in the power sector and related areas.

### Outlook

During FY2012-17, power demand grew at a CAGR of 4.0% and improved further to 5.6% during FY2017-19. As per the Central Electricity Authority (CEA), power demand is expected to grow at 6.2% in FY2020, underpinned by electrification of rural households and uptick in industrial activities.

On the supply side, capacity addition is moderating and has been witnessing a gradual slowdown since FY2017. Additionally, old and inefficient thermal plants are being retired in a phased manner, thereby further balancing the supply side. As power demand is expected to grow at a robust pace, the absorption of existing excess capacity is imminent in another two years. Post this, a power deficit situation may emerge, which bodes well for existing thermal players wherein we should see the thermal Plant Load Factor (PLF) firming up.

On the stressed asset space, the Reserve Bank of India's (RBI's) new prudential framework for resolution of stressed assets is a positive development, aimed at expediting

the resolution process. The resolution of these assets is expected to result in consolidation in the sector and provides attractive growth opportunities to a well-capitalised company such as JSW Energy. We will continue to look out for such value-accretive acquisitions while balancing the risk-return dynamics.

As a growth-focused company, our strategic vision over the long term is to build a portfolio of 10,000 MW through both organic and inorganic means. We aim to further diversify our generation portfolio by expanding our footprint in the Renewable Energy segment, including both solar and wind power assets, and will carefully evaluate growth opportunities in these segments.

On the existing business, we retain our focus on increasing the long-term PPA proportion steadily, thereby further de-risking the business.

At JSW Energy, we adopt strong Environmental, Social and Governance practices and remain fully committed towards contributing to our society. Through our purposeful CSR engagements and initiatives, we continue to work towards fostering inclusive growth and empowering our communities.

I express my profound thanks to the various State Governments and the Central Government for creating an enabling business environment and would also like to thank all our stakeholders, including our investors, regulators, bankers, rating agencies, customers, suppliers, advisors and employees, for their wholehearted support in our journey of achieving business excellence. I solicit their continued support in taking our Company to greater heights.

Best wishes,

**Sajjan Jindal**

# Value-creation Model



### Outputs

### Outcomes



- Revenue: ₹9,506 Crore (y-o-y growth 11.65%)
- PAT: ₹695 Crore (y-o-y growth 791.5%)
- Net worth: ₹11,822 Crore (y-o-y growth 6.4%)
- Return on Equity: 5.88%

- Shareholder value created
- Improved balance sheet position



- Net generation (Thermal): 16,881 Million Units (MUs)
- Net generation (Hydro): 5,204 MUs
- Net generation (Solar): 4 MUs

- Generation of electricity
- Operational efficiency



- Refined process handling systems
- Standard templates and systems for data capturing

- Improved process and systems efficiency
- Better quality of data for decision-making



- Diversity of workforce
- Voluntary attrition rate: 2.4%
- Women in management councils: 36.5%
- Lost Time Injury (LTI): 6

- Provided learning and development opportunities to all members across hierarchies
- Development of long-term, mutually beneficial relationship with employees



- Total CSR Beneficiaries: 54,000
- Beneficiaries of training in organic farming and medicinal plantation: 138 farmers
- Beneficiaries of vocational training: 190 women from 14 SHGs
- Complaints filed related to unfair trade practices, irresponsible advertising or anti-competitive behaviour: Nil

- Development of long term, mutually beneficial relationship with community, suppliers, investors and other stakeholders



- Energy savings: 104 MUs
- Trees planted: 24,906
- Waste water treated
  - Barmer: 0.78 million kl
  - Vijayanagar: 0.23 million kl

- Operational excellence for resource conservation
- Clean power generation
- Environmental conservation

## Stakeholder Engagement and Materiality

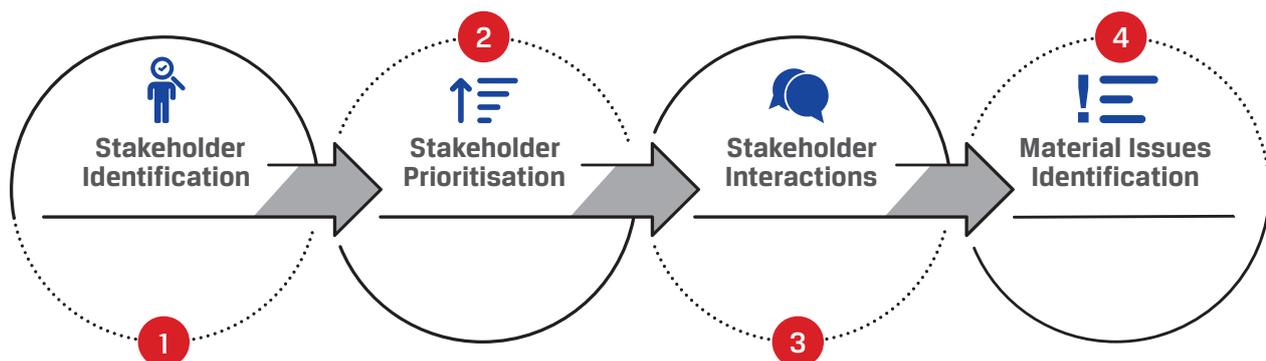
# Assessing Our Material Issues

We adopt a collaborative approach to identify our material issues. We take feedback and opinions from our key stakeholders and also look into the market trends stimulating our industry i.e. power production, transmission and trading. The materiality assessment exercise is crucial for defining our focus areas of intervention.

### Approach of Materiality Assessment

We adopt a holistic approach for identifying our material issues. In this approach, we rely on (i) stakeholder engagement and (ii) assessment of market trends. Through this approach, we safeguard the interest of all our stakeholders, while aligning our business objectives with the market trends for our business to be more sustainable.

### Stakeholder Engagement Process



1

### Stakeholder Identification

We have identified customers, employees, suppliers, community, the Government, the civil society, investors and institutions as our primary stakeholders. They have a direct and significant impact on the Company's ability to create, preserve or deplete economic, environmental and social values. Hence, it is extremely important to involve them in identifying the material issues that can impact the organisation.

2

### Stakeholder Prioritisation

While we have a list of primary stakeholders, we still need to give weightage to every stakeholder based on the value created by them for the Company and vice versa. This prioritisation also helps us to design our interaction module as more in-depth interactions maybe required from the top-priority stakeholders, while a preliminary interaction with the average priority stakeholders shall serve the purpose.

3

### Stakeholder Interactions

For finalising the material issues, we interacted with our internal and external stakeholders. For our internal stakeholders, we conducted focused interactions to understand their specific concerns, major risks and opportunities and their justification.

4

### Material Issues Identification

After we engage with our stakeholders, we compile all the issues that were raised during the interactions and then deliberate on them. Some repetitive issues identified during the interactions feature at the top of the matrix, depicting relative concerns of the stakeholders and the current/potential impact on the Company.



## Material Issues

On the basis of stakeholder engagement and market trends of the power sector, the following issues were identified as key material issues during FY2019:

### High-priority Material Issues

- > Economic performance
- > Market fluctuations
- > Health and safety
- > Operational efficiency
- > Energy management
- > Procurement practices
- > Employee engagement and talent development
- > Regulatory compliances
- > Water management and conservation
- > Effluents and waste management

### Medium-priority Material Issues

- > Grievance redressal of stakeholders
- > Community engagement

## Business Environment

# Capitalising on Growth Opportunities



## Robust Power Demand Growth

1

Over the last two years, India's power demand growth has been robust underpinned by a strong GDP growth and various Government initiatives. The peak power demand touched an all-time high of 177 GW in FY2019, an increase of 8% y-o-y.

The strong GDP growth expectations and universal household electrification, along with continuous improvements in last-mile connectivity, should help unlock latent power demand. Incrementally, we are seeing the capacity additions shedding momentum, thereby balancing the demand-supply dynamics. All these factors provide headroom for growth for strong incumbent power sector players.



## Government Initiatives

2

Over the years, the Government has taken the right steps to address the various challenges plaguing the sector through various structural reforms and initiatives such as Ujjwal DISCOM Assurance Yojana (UDAY), Scheme for Harnessing and Allocating Koyala (Coal) Transparently in India (SHAKTI) and Pradhan Mantri Sahaj Bijli Har Ghar Yojana (SAUBHAGYA). While UDAY addresses the stress in the Distribution Company (DISCOMS), SHAKTI addresses the fuel availability risk for the thermal players. SAUBHAGYA aims at universal household electrification, which unlocks the demand from rural India. Further, other reforms such as 'One Nation, One Grid' will ensure power availability to states at affordable rates.

Additionally, the recent pilot schemes launched by the Government to procure power based on competitive bidding has been a boost to the Independent Power Producers (IPPs) that were under stress due to the lack of PPAs.

The effective implementation of all these initiatives and reforms will tremendously aid in the well-being of the sector and pave way for exciting growth opportunities.



## Renewable Energy (RE)

3

The Indian Government has undertaken many initiatives to incentivise and encourage the generation of RE in the country. As of March 2019, total RE installed capacity in the country stood at ~78 GW, which has steadily increased from ~30 GW as on March 2014. Continuous improvements in technology has resulted in cost parity of RE and thermal power, which has further boosted the RE project economics.

The Government of India is committed to increase the use of clean energy sources and has set a target of 175 GW of RE capacity by FY2022, of which about 100 GW is planned from solar, 60 GW from wind power and the remaining from biomass and small hydro. With this kind of a strong impetus and improving project economics, RE offers significant growth opportunities, which we intend to capitalise in a calibrated and prudent manner.



## Digitalisation

4

With the advent of technology, digitalisation is playing a major role in India's energy sector landscape. Through innovative initiatives such as grid digitalisation and effective use of big data and analytics, the energy value chain is being transformed to be future-ready. Through effective technological interventions, thermal power plants are adopting automatic load setting technology, while DISCOMs are focusing on enhancing their consumer service experience. Such measures can help achieve considerable efficiency gains, aid in better decision-making and result in emergence of cost-efficient business models, which will drive future growth in the sector.

## Strategic Focus Areas and Enablers

# Preparing for the Future

At JSW Energy, we are dedicated to plan ahead, perform better and achieve greater heights. Mindful of the attractive growth opportunities in the power sector, we have identified our strategic focus areas that will broadly guide our future course of action.

**1**

### Maintain a Strong Financial Profile

**Capital Linkages:**

Financial Capital



Over the years, we have demonstrated significant prudence in our capital allocation decisions while balancing our growth aspirations. Our balance sheet is one of the strongest in the power sector, which helped us to steer through the difficult sector dynamics in the recent past. Our deleveraging efforts over the last two years have positioned us to pursue lucrative growth opportunities and enhance our asset portfolio. Maintaining a robust balance sheet remains our strategic priority.

**FY2019 Highlights:**

- › During the year, we reduced our Net Debt by ₹1,228 Crore through prepayments/scheduled repayments
- › Net Debt to Equity declined to 0.85x as on March 31, 2019 vis-à-vis 1.02x the previous fiscal

**2**

### Continue De-risking the Business

**Capital Linkages:**

Financial Capital, Social and Relationship Capital and Manufactured Capital



By tying-up our capacities through short-term, medium-term and long-term PPAs with diversified players, we will continue to de-risk our business and maximise our capacity utilisation. We also continue to devise prudent hedging strategies, thereby insulating ourselves from external risks such as foreign exchange variations and fuel price fluctuations.

**FY2019 Highlights:**

Considerable addition in the long-term PPAs in FY2019:

- › Secured 250.5 MW long-term PPA within the group, at various plant locations
- › Overall PPA proportion improved to 80.4% as on March 31, 2019 vis-a-vis 75.0% a year back

Note: All figures pertain to Consolidated Financials of FY2019.



3

## Expand Capacities and Scale up in a Calibrated Manner

### Capital Linkages:

Financial Capital, Manufactured Capital and Intellectual Capital



As a growth-focused business, we are in constant pursuit of avenues to enhance our business portfolio and create value for all our stakeholders. We are evaluating multiple opportunities across thermal, hydro and renewable segments and will pursue these in a calibrated manner.

### FY2019 Highlights:

- › During FY2019, we made our foray into the non-hydro renewable segment by commissioning 10 MW solar projects within the group

4

## Operate Efficiently with Sustainability Focus

### Capital Linkages:

Manufactured Capital, Intellectual Capital, Natural Capital, Social and Relationship Capital and Financial Capital



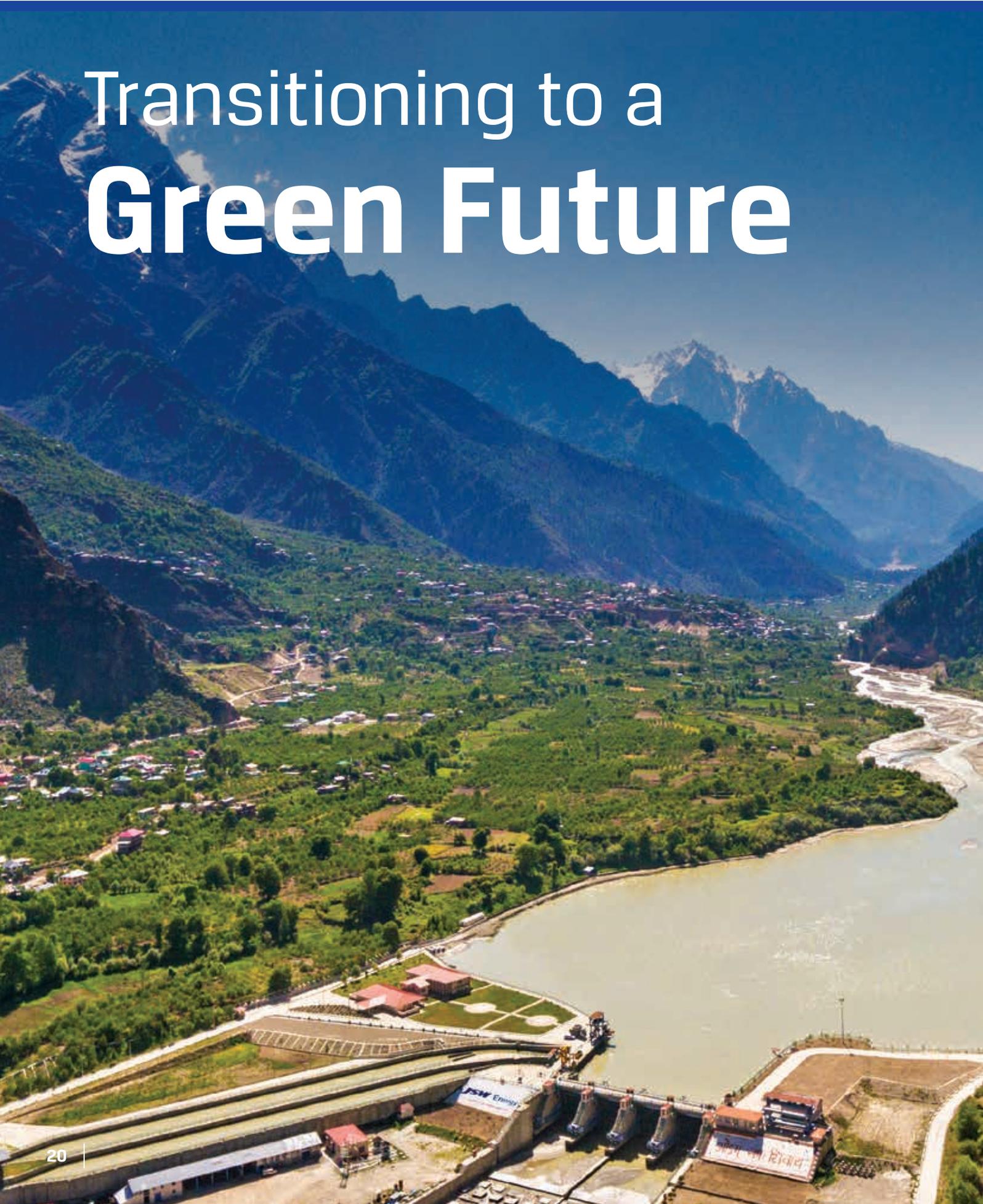
Our growth has been a function of continuously improving operating efficiencies by adopting best global industry practices and innovations. Our commitment to operating responsibly has also kept pace with our scale and we are poised to return back to the community and the environment in which we operate.

### FY2019 Highlights:

- › In FY2019, we continued to reduce our O&M costs through reducing auxiliary consumption, embarking on robust digitisation drives and improving fuel efficiency
- › Our average per MW O&M cost reduced to ₹18.7 Lakh/MW in FY2019 from ₹19.3 Lakh/MW in FY2018
- › FTSE Russell included us in the 'FTSE4 Good Index Series', which is designed to measure the performance of companies demonstrating strong Environmental, Social and Governance practices

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# Transitioning to a Green Future



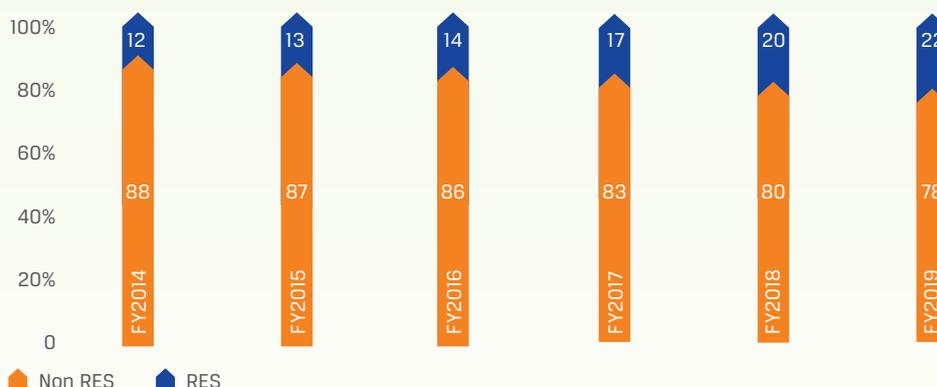
The Indian economy is growing at a rapid pace and providing thrust to India's energy consumption. The Government is geared to fulfil India's increasing power demand by bringing Renewable Energy (RE) at the centre of its current energy policy. RE will continue to dominate capacity additions in the power sector over the next few years and shape India's future energy landscape.

Today, India has the 5<sup>th</sup> largest overall installed RE capacity in the world and occupies 4<sup>th</sup> and 5<sup>th</sup> positions for wind and solar power capacity, respectively. The Government has undertaken various initiatives to boost the RE sector such as introduction of Renewable Purchase Obligation (RPO), launch of solar parks, hybrid wind-solar

policy, formation of International Solar Alliance etc. Another positive development for the sector is the approval of new hydropower measures, which categorises all large hydropower projects (those above 25 MW) under the RE segment.

Further, technological advancement and large inflow of investments in the RE sector are helping in reduction of project costs and consequently, power tariffs. Thus, India will continue to progressively deploy renewable energy generation within its total energy generation portfolio, taking advantage of the rapid ongoing price reductions in the RE sector, and seems well positioned to meet its target of 175 GW of RE capacity by 2022.

### Increasing Share of Renewable Energy Capacity (%)



Source: CEA  
RES consists of Wind, Solar, Small Hydro, Waste and Biomass

JSW Energy strongly believes that RE will be at the core of India's future power mix. In line with this, the Company is carefully evaluating opportunities to expand its presence in solar as well as wind power segments, once the current competitive intensity in the bidding moderates and the returns fit in its risk-return dynamics. On

the back of favourable Government policies and the rising demand for green energy, JSW Energy is well poised to capitalise on the growth opportunity offered by the RE sector in India and will play an intrinsic role in India's transition to a sustainable and green energy future.

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# Robust Balance Sheet to Aid Growth





JSW Energy has one of the strongest balance sheets in the power sector. At a time when most of the power sector players have been adversely affected by volatile sector dynamics, JSW Energy has been unscathed and resilient, supported by its balance sheet strength and prudent financial policies, thereby protecting value for all its stakeholders.

Over the past two years, the Company has proactively reduced its net debt levels by ₹3,334 Crore. As on March 31, 2019, the consolidated Net Debt to Equity ratio of the Company stood at 0.85x while the consolidated Net Debt to EBITDA stood at 3.12x, both significantly lower than the industry average. In FY2019, Gross Cash Accruals^ remained healthy at ~₹1,892 Crore which significantly aided in balance sheet strengthening. This improvement in financial risk profile was acknowledged by credit rating

upgrade of our subsidiary JSW Energy (Barmer) Ltd. to 'AA-' from 'A+' and outlook revision of JSW Energy to 'Stable' from 'Negative'. With proactive refinancing and sequential improvement in the credit rating of its subsidiaries, JSW Energy's weighted average cost of debt reduced by 110bps in the last two years. Further, JSW Energy has been astutely managing its working capital, thereby ensuring a tight control on its operating cash flows.

The Company has always focused on striking a balance between growth aspirations and risk management, following sound capital allocation principles and robust balance sheet management. This has helped us in managing through down-cycles while at the same time enabling sufficient headroom to meet our long-term growth objectives.

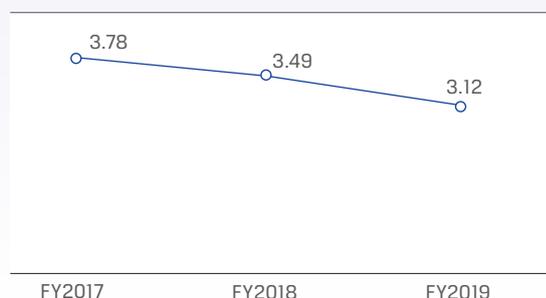
### Net Debt (₹ in Crore)



### Net Debt to Network (Ratio)



### Net Debt to EBITDA (Ratio)



Note: All figures pertain to Consolidated Financials of FY2019.  
 ^ Computed as PAT + Depreciation + Deferred Taxes

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# Steadily Improving **Operational Excellence**

At JSW Energy, it is our constant endeavour to improve the operational efficiency of our plants by innovating and adopting the global best practices.

Our operating excellence is characterised by JSW Energy having one of the lowest Operations and Maintenance (O&M) expenses in the sector. Moreover, despite inflation and wage increase, we achieved a healthy reduction in the O&M expenses to ₹18.7 Lakh/MW in FY2019 from ₹19.3 Lakh/MW in FY2018, through organisation-wide digitisation drives and reduced auxiliary power consumption.

We have been steadily improving our long-term PPA (LT PPA) proportion to ensure stability to the cash flows. Almost all our LT PPAs are under the two-part tariff scheme, thereby insulating us from any fluctuations in foreign exchange on coal imports and coal prices.

The consolidated net power generation across our plants for FY2019 stood at 22,088 MUs.

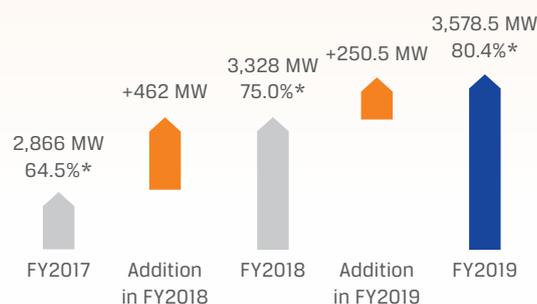
We strongly believe in sustainability and all our efforts are designed to maintain ecological balance by incorporating sustainable measures across our operating methods, systems and processes.

### O&M Expenses (₹ Lakh/MW)

18.7

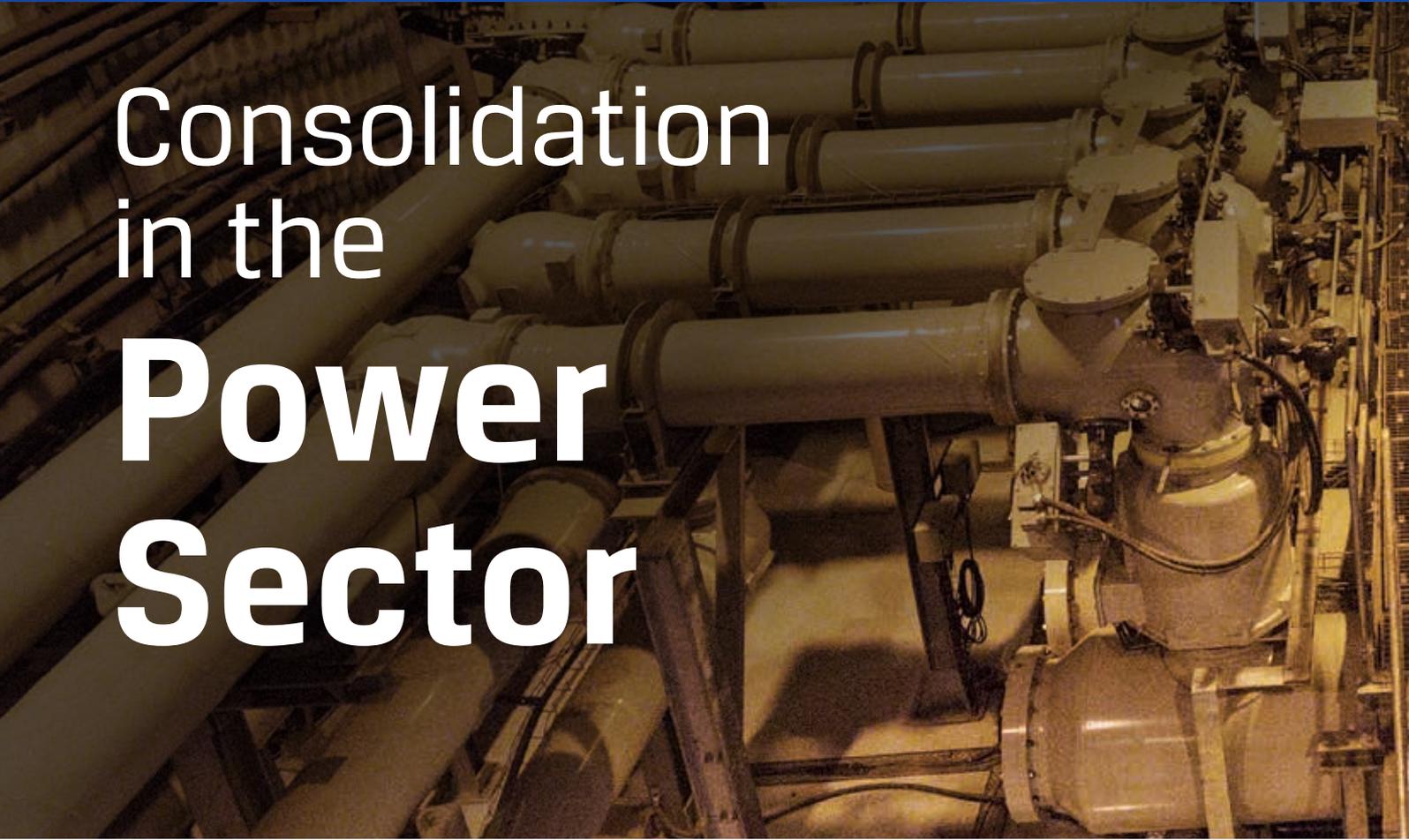


### Improving LT PPA mix



\*Proportion of long-term PPA to total capacity. Karcham Wangtoo capacity @1,000 MW as currently approved

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# Consolidation in the Power Sector

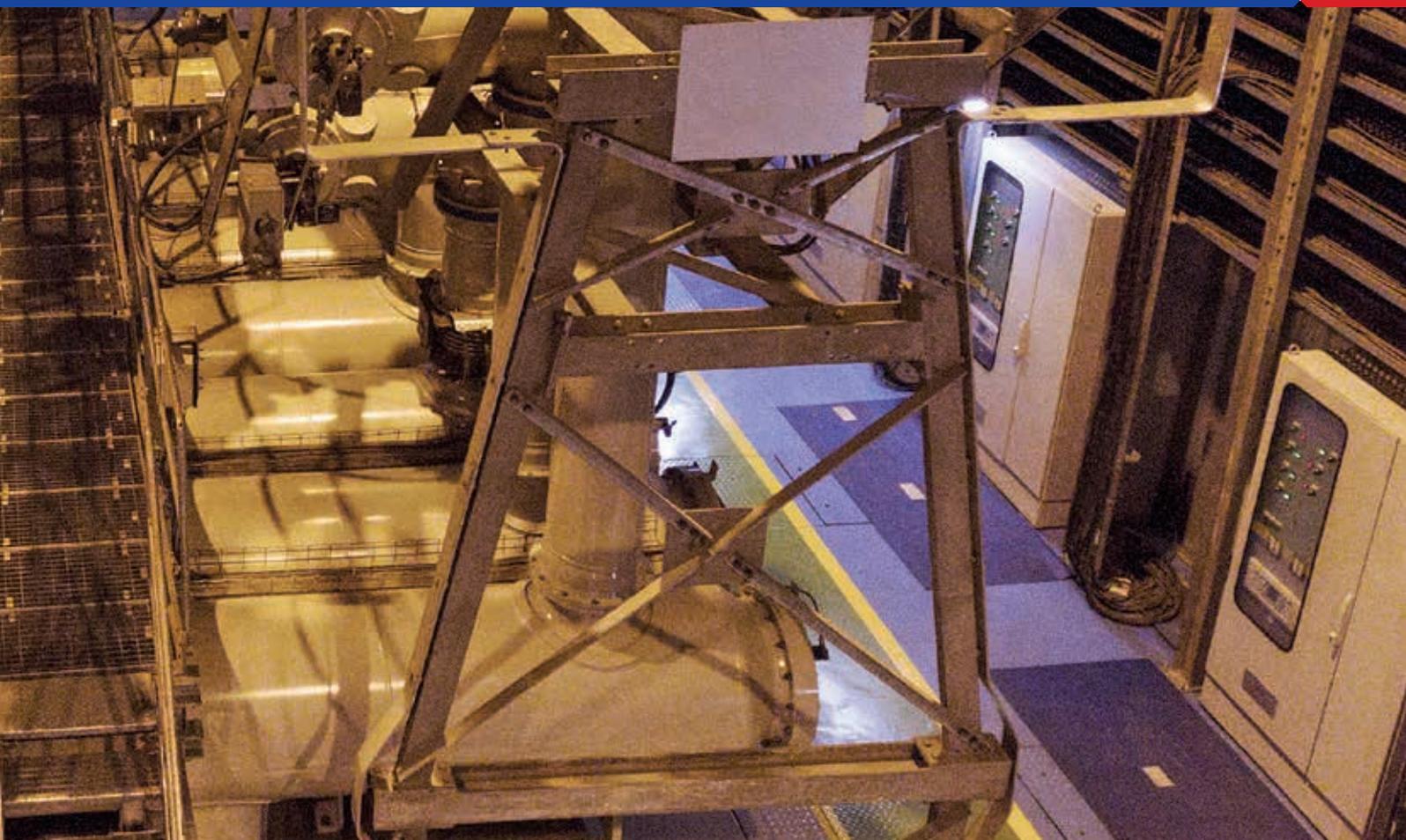
Over the past few years, the power sector in India has been one of the largest contributors to the country's stressed assets. The total outstanding debt of stressed power assets to banks amounts to around ₹1.7 trillion, largely attributable to power assets held by the private sector. Various challenges faced by the private sector power capacities include lack of power purchase agreements, stretched capital structure due to time and cost overruns in the project, non-availability/short-availability of domestic coal, constraints in coal evacuation infrastructure and weak financial health of the state distribution companies.

As per the Government reports, around 34 projects with a total capacity of ~40 GW, largely in private thermal sector were under stress.

Over the last two years, power demand growth has been robust. It grew by 6.2% and 5.0% in FY2018 and FY2019, respectively. On the supply side, the pace of capacity addition has been shedding momentum over the last two years, along with retirement of old and inefficient capacities in a phased manner. In the last two fiscal years, ~5.2 GW of thermal capacity retired, predominantly from the State sector, and this trend is likely to continue for the next few years.

With a base demand of 160 GW and an expected power demand growth of 5-6% per annum, the incremental annual adjusted demand is expected to be ~10-12 GW, which should absorb the existing excess capacities in another two years through consolidation.

Further, various sectoral reforms and initiatives for resolution of stress in the sector have been undertaken by the Government such as Insolvency and Bankruptcy Code (IBC), SHAKTI Policy, PPA Pilot Scheme, Power for All, etc. Government measures of following competitive bidding procedures for procurement of power

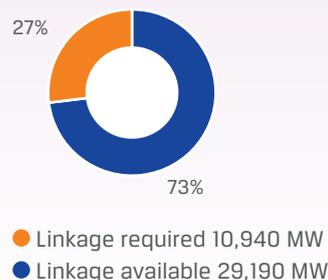
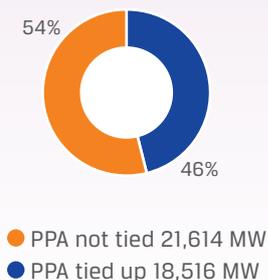
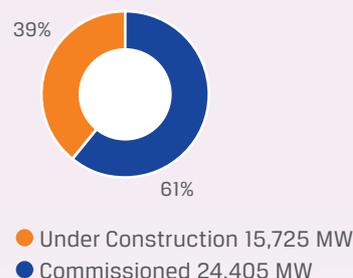


will create a level playing field for the private players. Additionally, strong production growth in the Indian domestic coal (7.3% in FY2019) is expected to moderate the fuel supply constraints, especially for the private sector players.

The stressed environment in the Indian power sector offers exciting inorganic growth opportunities to existing power sector players such as JSW Energy that has a robust balance sheet and the financial headroom to capitalise on these opportunities for meeting growth aspirations. We aim to meaningfully participate in the consolidation opportunities in a prudent and calibrated manner. We will be looking for such assets where the cost of power generation will be low and thus placed competitively in the merit order dispatch.

### Break-up of Total Stressed Capacity\*: 40,130 MW

Total No. of Projects (#)	34
Total Stressed Capacity	40,130 MW
Resolved projects (8 nos.) capacity	8,820 MW



\* Source: Report of the High Level Empowered Committee to Address the issues of Stressed Thermal Power Projects (November-18)

## Performance by Capitals – Financial



# Delivering Consistent Value on the Back of a Robust Financial Performance

At JSW Energy, the robustness of our financial capital is essential to our operational success. Over the years, we have leveraged our strong financial capital to invest in business expansion to sustain market leadership. To create sustainable value for all stakeholders, we manage our financial capital in an astute, optimum and diligent manner, thereby harnessing opportunities for long-term value creation. We are among the few power-generating companies in India with strong revenue growth that bolsters our future growth strategies. We have been able to demonstrate a progressive financial performance over the years.

Our financial capital inputs are majorly to fund our capacity expansion, operational expenses, repayment of principal and interest on debts and strategic acquisitions.

### Performance Snapshot

Our stable financial performance is the result of the business decisions we have taken over the last few years and our operational efficiency. Our consolidated Net Debt to Equity ratio substantially improved over the years from 1.29x in FY2017 to 0.85x at the close of FY2019. This was achieved through proactive prepayments, scheduled repayments and intensive working capital management.

Our debtor days slightly increased by six days over the previous year's level of 50 days and the receivables level increased by ₹276.53 Crore. Owing to increase in Marginal Cost of Funds based Lending Rate (MCLR) by the Reserve Bank of India (RBI), there was a general increase in interest rates due to which our weighted average cost of debt slightly increased by 4 bps during the reporting year.



Note: All figures pertain to Consolidated Financials of FY2019.

## Key Performance (Consolidated) Highlights and Outcomes

### Revenue (₹ in Crore)

# 9,506



During the last two financial years, JSW Energy recorded 5.87% CAGR in revenue, which has been majorly driven by revenue from sales of power.

Revenue from sale of power increased from ₹7,711 Crore in FY2018 to ₹8,794 Crore in FY2019, with y-o-y increase of 14.05%.

Revenue from sales of services increased from ₹163.23 Crore in FY2018 to ₹169.58 Crore in FY2019, with y-o-y increase of 3.89%.

Our focus for the next year is to continue the growth momentum in our core business and investments in diversified portfolio for sustainable growth.

### CAPEX (₹ in Crore)

# 233



There has been an y-o-y increase of 93.33% on cash outflows in capital expenditure (capex) for upgrading our facilities in the areas of technology, automation, safety, environment and systems.

With an aim of diversifying into cleaner energy, we expanded our portfolio in the RE segment in FY2019, with an investment of ₹43.81 Crore for setting up solar power systems.

### PAT (₹ in Crore)

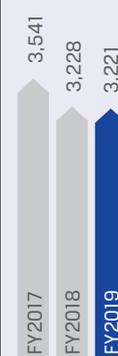
# 695



PAT in FY2018 was lower at ₹77.97 Crore owing to one-time exceptional item of ₹417.94 Crore towards the loss allowance on certain loans.

### EBITDA (₹ in Crore)

# 3,221



### Net Worth (₹ in Crore)

# 11,822

Return on Equity\* (ROE) improved substantially at 5.88% in FY2019, compared to the previous year's return of 4.46%.

Net Debt to Equity reduced to 0.85x in FY2019 from 1.29x in FY2017.

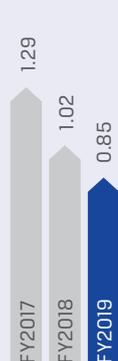
### Net Debt (₹ in Crore)

# 10,050



### Net Debt to Equity (Ratio)

# 0.85



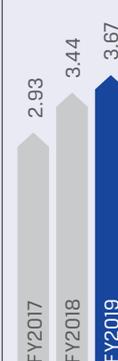
### Return on Equity\* (%)

# 5.88



### Equity to EBITDA (Ratio)

# 3.67



PAT and Equity/Net Worth wherever reported in this Report are attributable to the owners of the Company.

\* PAT before exceptional items.

## Performance by Capitals – Manufactured



# Making Optimal Use of Our Resources

Manufactured capital is the Company's tangible and intangible infrastructure used for value creation through business activities. It encompasses power generation, transmission and trading capacities, mining assets and equipment manufacturing facilities. Manufacturing capital is the backbone of our Company. It supports production, development and innovation, and assures investment for future growth. Today, JSW Energy is a leading, full-spectrum, integrated power company, with presence across the power sector value chain. Our Company believes in the efficient utilisation of all available resources throughout its value chain, which enables it to be competitive and responsive to the market dynamics and environmental needs, in turn maximising the returns for its stakeholders.

We have an operational generation capacity of 4,541 MW, which comprises 3,140 MW of thermal power, 1,391 MW of hydro power (including 91 MW capacity in approval phase) and 10 MW solar power capacities, which are spread across the states of Karnataka, Maharashtra, Rajasthan, Himachal Pradesh, West Bengal and Andhra Pradesh. Additionally, we have two 400 kV transmission lines in Maharashtra in a joint venture with Maharashtra State Electricity Transmission Company Ltd. (MSETCL) and a 9 MTPA combined capacity of lignite mines in Rajasthan in a joint venture with Rajasthan State Mines and Minerals Limited (RSMML). We also have a joint venture with Toshiba Corporation for manufacturing supercritical steam engines. Apart from these operational assets, we are also engaged in power trading since June 2006.

Through our strategic approach for operational excellence, we aim to be present across multiple geographic locations, adopt energy-efficient technologies, diversify fuel sources, engage in prudent power off-take arrangements with a resolute commitment to sustainable business practices and strive for inclusive growth through organic and inorganic opportunities.

We lay great emphasis on quality, occupational health and safety, and environmental parameters through our production process. Our plants are certified to the following management systems:

- › **JSW Energy Limited-Vijayanagar (860 MW):** ISO 9001-2015, ISO 14001-2015, OHSAS 18001-2015 and ISO 50001-2011
- › **JSW Energy Limited-Ratnagiri (1,200 MW):** ISO 9001-2015, ISO 14001-2004, OHSAS 18001-2007 and ISO 50001-2011
- › **JSW Energy (Barmer) Limited (1,080 MW):** ISO 9001-2015, ISO 14001-2015, OHSAS 18001-2007 and ISO 50001-2011
- › **JSW Hydro Energy Limited (1,300 MW):** ISO 9001-2015, ISO 14001-2015 and OHSAS 18001-2007

JSW Energy's commitment towards minimising its environmental impact is reflected in its selection of coal. The Company's prime focus is on the type that has a relatively less impact on the environment post combustion. Also, the coal rejects from the pulveriser are being reused in thermal power plant.

Moreover, we continually endeavour to optimise power consumption of equipment and drive process improvements. Some of the key

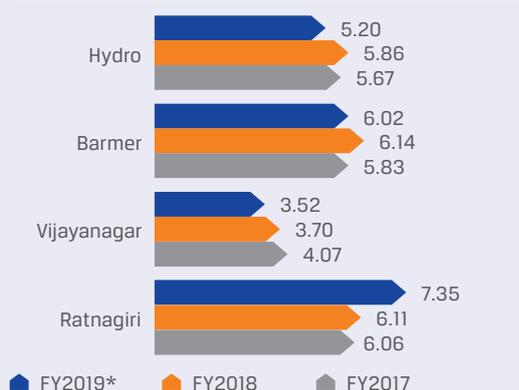
initiatives undertaken during FY2019 are:

- › Surge shaft structure was strengthened for arresting unwanted water leakage without depleting water conductor and without generation loss
- › Annual maintenance in record time of 60 days for Karcham Wangtoo Hydro Electric Project (HEP)
- › Heat pumps were installed to reduce the energy consumption for heating water
- › Replaced CFL and Tungsten carbide bulbs with LED lights
- › Insulation floor coating instead of insulating mat in front of LT panels
- › In-house repairing of runner at eroded and damage portion of Karcham Wangtoo HEP
- › Digitisation of various plant data on real-time basis
- › Optimisation of powerhouse illumination load and Heating, Ventilation and Air Conditioning (HVAC) systems
- › Reduction in auxiliary power consumption through optimisation of parameters of electrostatic precipitators
- › Reduction in coal quantity and quality losses due to stringent monitoring
- › Reduction in auxiliary power consumption by installation of variable frequency drives across LT drives
- › Reduction in auxiliary consumption due to optimisation of running equipment (such as stoppage of one Cooling Water Pump (CWP), Auxiliary Cooling Water (ACW) and Boiler Feed Pump (BFP) during partial loading

## Key Performance (Consolidated) Highlights and Outcomes

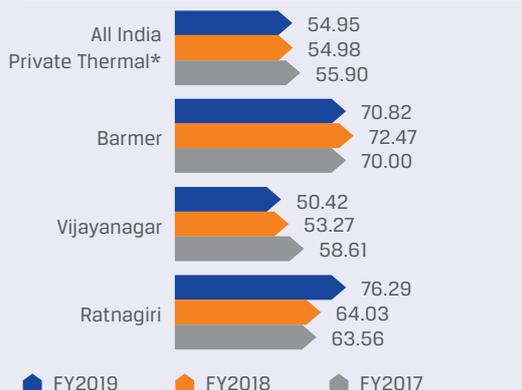
The consolidated net generation across plants was 22,088 MUs out of which 16,881 MUs was from thermal power plants, 4 MUs from solar power plants and 5,204 MUs from hydro power plants. The net generation this year improved owing to a high PLF achieved by the Ratnagiri plant. Conversely, we faced cost pressure due to rising imported coal prices, leading to rise in unit fuel cost.

### Plant-wise Net Generation (in BUs)



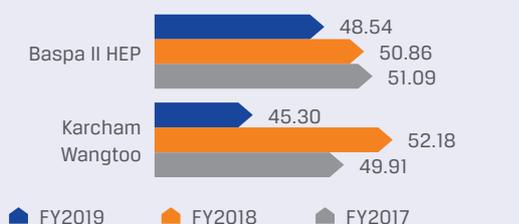
\*Excluding 0.004 BUs from solar power plants.

### Plant-wise PLF (Thermal) (%)

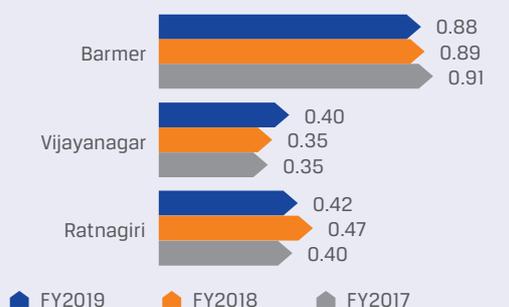


\*Source: CEA

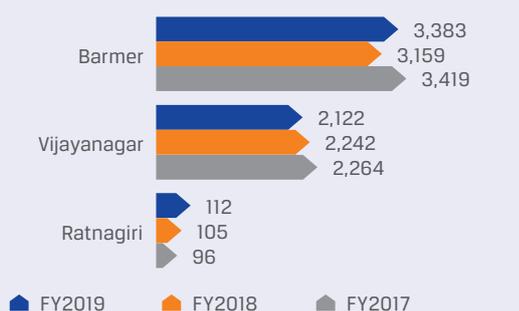
### Plant-wise PLF (Hydro)



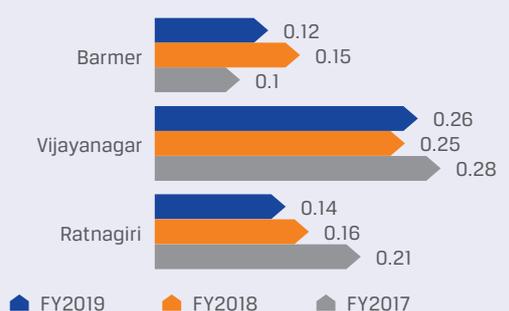
### Special Coal Consumption (kg/kWh)



### Water Consumption (m<sup>3</sup>/MU)



### Special Oil Consumption (ml/kWh)

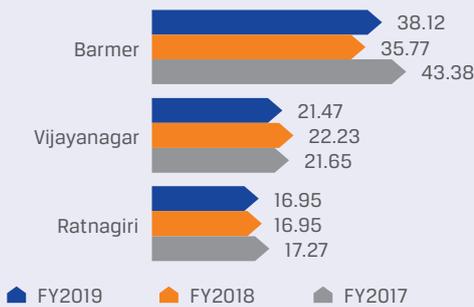


## Manufactured Capital

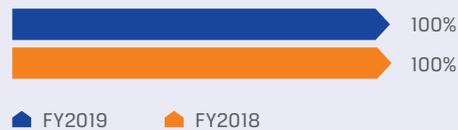


### Key Performance (Consolidated) Highlights and Outcomes (Contd.)

#### Special DM Water Consumption (m<sup>3</sup>/MU)

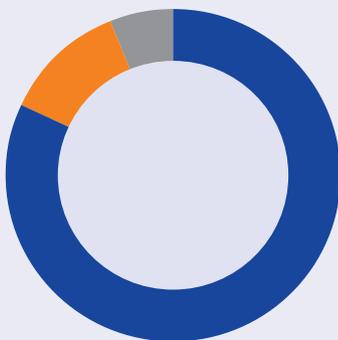


#### Fly Ash utilisation (%)



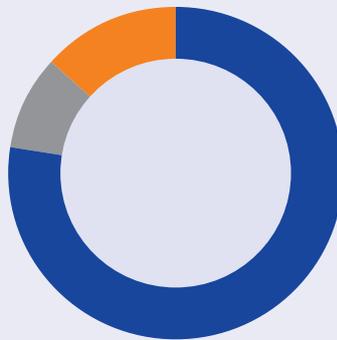
#### Fly Ash Utilisation Streams

##### Vijayanagar (JSWEL) (%)



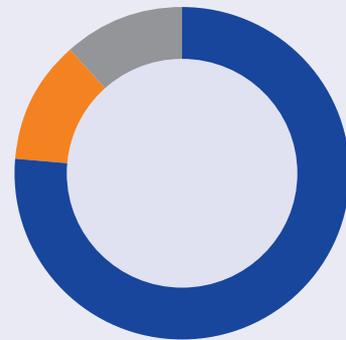
- Cement companies: 82
- Ash pond bunds: 12
- Brick making: 6

##### Ratnagiri (JSWEL) (%)



- RMC: 78
- Cement plant: 9
- Bricks/ blocks: 13

##### Barmer (JSWEBL) (%)



- Cement companies: 76
- Bricks: 12
- Mines: 12

#### Generation

Net Generation: 22,088 MUs with y-o-y increase of 1.25%

Percentage of the net generation through renewable source (hydro and solar power plants): 23.58%

The increase in net generation was a result of both higher long-term and short-term sales at Ratnagiri.

#### Plant Load Factor (PLF)

The Ratnagiri plant achieved a PLF of 76.29%, which is the highest PLF achieved by it in the last three years.

For Vijayanagar, Barmer and hydro power plants, the PLF decreased in FY2019 compared to FY2018.



## Awards

JSW Energy's continuous efforts towards managing efficient operations, enhancing social and economic benefits, minimising environmental impacts, and employing cutting-edge innovation was recognised through various awards. Some of them include:

JSWHEL - Porter Prize for leveraging unique activities

JSWHEL - Grow Care Award for outstanding achievement in safety management

JSWEBL - ET CSR Leadership Award under the Safe Drinking Water category under individual application; also selected for '100 Most Impactful CSR Leaders 2019' at World CSR Day

Karcham Wangtoo Hydroelectric project - IEX Excellence Award under the category of 'Highest Electricity Volume Generator'

JSWEL - IPPA award for innovation in energy conservation by adoption of various innovative technologies and best operational practices

## Power Purchase Agreements (PPAs)

Signed additional long-term PPAs of 250.50 MW during the year.

Increase of long-term PPA proportion to 80.4% in overall offtake mix.

## Trading Volume

Our total trading volume in FY2019 was 2,054 MUs compared to 3,546 MUs in the last reporting year.

Trading volume reduced on account of the Company's undertaking direct sale of major quantum of power from its plants to customers. Also, JSWPTC, the power trading subsidiary of the Company, has facilitated its group company's plants for supplying power directly to the utilities/industry.

## Performance by Capitals – Human



# Developing Talent for a Better India

At JSW Energy, we believe that our team is central to the growth of the organisation and to our eventual goal of creating value for all our stakeholders. The talent and expertise of our people are critical to developing and executing strategies, delivering the desired results, building trusted relationships and ensuring the good repute of our Company.

Aligned with our belief system, our human resources philosophy focuses on empowering our employees through a wide range of initiatives for their multifaceted growth. Our human resources management follows an

integrated approach that connects people, strategy and performance. Consequently, our employee engagement initiatives promote both professional success and individual well-being, which ensures an enthused workplace driving the organisational goals.

JSW Energy firmly believes that a safe, secure and corruption-free workplace leads to better productivity and a happy workforce. We have thus formulated and circulated a policy on Prevention of Sexual Harassment at Workplace (PoSH), Whistle-blower Policy, etc. We have also created

an email ID: [energycares@jsw.in](mailto:energycares@jsw.in) for collecting the grievances and resolving them. During the year, we received one complaint related to sexual harassment, which was redressed by the PoSH Council of JSW Energy. We ensure that all the rules and regulations related to human rights, which are applicable in our area of operations, are strictly adhered to.

## Key Initiatives

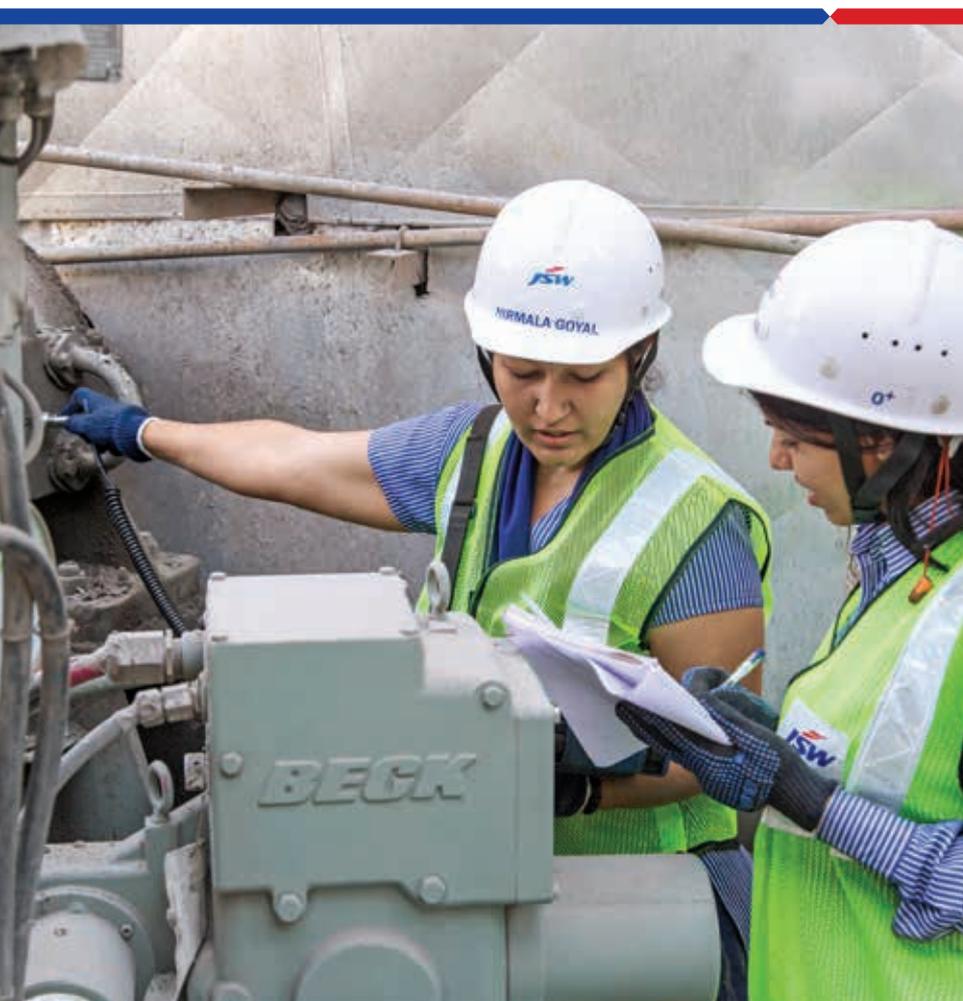
### 1. Learning and Development

We are committed to creating a high-performance work culture by building employee capabilities that deliver consistent results for the present and future through our learning and development initiatives and various domain-specific functional academies. We undertake the following initiatives to ensure that our employees are given training, both on the technical and behavioural front:

#### Future-Fit Programme

Developing and grooming leaders in-house has always been significant for JSW Energy to enable our high-potential talent to become future leaders of our organisation. Aligned with this view, the Company started its Future-Fit Programme under which it has collaborated with Cornell University; Indian School of Business (ISB), Hyderabad; and Indian Institute of Management (IIM), Ahmedabad for imparting Management Development Trainings and Programmes to these talent.

Eight executives across all levels underwent a one-year Management Programme in FY2019 to develop a strong understanding of the multi-dimensional business environment, along with enhancing their leadership aptitudes.



### JSW Energy Centre of Excellence (JSWECE)

JSWECE has been set up at the O.P. Jindal Centre, Vijayanagar, where the PC-based dynamic, high-fidelity 300 MW Thermal Power Plant Simulator is used to train the engineers to assume higher responsibilities in the power plant. The Centre also conducts open programmes for other corporate organisations. These programmes witness a high percentage of attendance and encouraging feedback.

The trained and experienced staff of JSWECE provides support to the engineers across the three locations—Barmer, Ratnagiri and Vijayanagar—with tailor-made special programmes to address their real-time issues.

- › **Total Quality Management (TQM):** Under this initiative, various TQM councils have been set up and a quality certification programme has been carried out for all the managerial employees of the Company
- › **Springboard:** This is a structured need-based development journey for high-performing female employees, which will be piloted by IIM Bangalore

## 2. Occupational Health and Safety

To provide a robust system for maintaining and continually improving our occupational health and safety performance, all our plants have been certified by OHSAS 18001-2007. Furthermore, we engage our employees in weekly safety skits, road safety marches and road safety inspections to build safety awareness and culture. Our employees actively participate in incident and accident reduction process by engaging in Sensor Observation Service (SOS) on a daily basis. The health of employees above 40 years of age is monitored by annual medical examinations and executive medical examination programmes.

In line with our objective to create a clean, green and safe work environment, we have rolled out the Chairman's Rolling Trophy initiative. It has helped in creating an energised workplace, bolstered employee engagement and enriched standards in the areas of safety, environment, housekeeping and production.

### 3. Peer Group Meet

At JSW Energy, we believe that cross-functional interactions can lead to exchange of existing proven strategies and create new ones. Hence, peer groups (from various departments) of our different plants meet at a pre-defined frequency and discuss best practices as well as seek solutions for different technical issues.

### 4. Umang

From the past eight years, JSW Energy's Umang initiative has been pivotal in encouraging employee inclusion and engagement through various celebrations such as month-end birthday celebration, picnics and social gatherings, out-bound training programmes, and sports and game activities for employees and their families.

### 5. Job Rotation and Career Opportunities for In-house Talent

As a part of building the organisation and providing opportunities to the employees for growth and development, we ensure that employees get to work in different job roles to find their interest and strength. We also provide a range of career opportunities for them. FY2019 witnessed many job rotations at different levels of employees. Internal mobility of our employees has proven valuable in two ways:

- › It has helped in spreading best practices across our different locations

- › It has provided diverse opportunities to our in-house talent

## 6. Employee Well-being Programme

The well-being of our employees in an important focus area for JSW Energy, as we firmly believe that only a happy, healthy and stress-free workforce can add prodigious value to our operational ecosystem. Some of the initiatives taken during this reporting year include:

- › Yoga sessions
- › Health sessions - cardiac and general health
- › Food and nutrition sessions
- › Weight reduction sessions and self-defence
- › Tobacco cessation programme
- › Family counselling sessions

## 7. Rewards and Recognition Programme

Recognising and appreciating the contribution of our employees in our growth is a significant part of our work culture. We ensure that the right talent is recognised and motivated through various rewards such as:

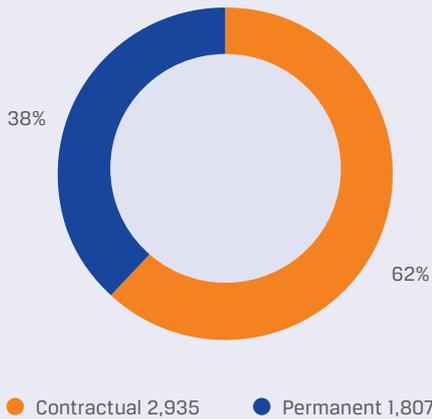
- › Special Contribution Awards – Monthly
- › Kaizen (TQM) – Monthly
- › S.O.S Awards – Monthly
- › Energy Conservation Day Awards
- › Safety Day Awards
- › Long Association of Motivation, Harmony and Excitement (LAMHE) Awards
- › Outstanding Contribution and Innovation Awards
- › Employee Contests
- › Women's Day Awards

## Human Capital

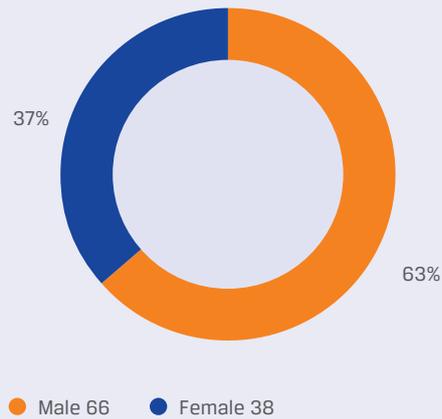


### Key Performance Highlights and Outcomes (FY2019)

#### Total Employee by Employment Category



#### Female Representation in Management Councils



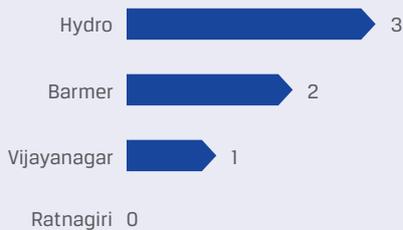
#### Man-hours Spent on EHS Training



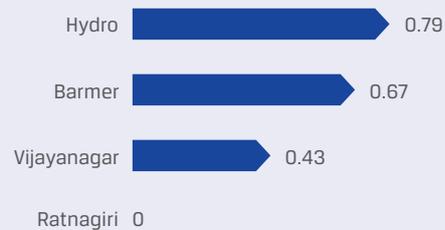
#### Average Hours of Training



#### Lost Time Injury



#### Lost Time Injury Frequency Rate



## Diversity and Inclusion

In FY2019, 36.5% of our management councils are represented by women.

65 women employees and six differently abled employees are part of our permanent workforce.

## Voluntary Attrition Rate

Our voluntary attrition rate was 2.4% in FY2019 owing to our continuous engagement with employees for their professional growth and personal wellbeing to create a conducive workplace.

## EHS Training

In FY2019, 100% of permanent and contractual workforce underwent EHS trainings. The Company provided 10,020 man-hours of EHS training to permanent employees and 12,826 man-hours of EHS training to contractual employees.

The Company lays great emphasis on training its employees on EHS matters and follows a structured approach in ensuring that all employees undergo EHS training. These trainings are conducted by internal and external subject matter experts.

## Prevention of Sexual Harassment (POSH)

In-person POSH trainings and workshops were conducted across all the plants under the name of SAMMAN.

## Communications

In our endeavour to strengthen the reciprocal communications, we provide a platform for candid conversation through regular town-hall meetings and SAMVAD (open-house sessions) by senior leadership with cross-section of employees in all the locations.

## Workforce Growth

Workforce: 1,807 employees

y-o-y growth in permanent workforce: 1.23%

A skilled and enthused workforce with an average age of 40 years continued to drive our organisation in the reporting year.

## Lost Time Injuries (LTIs)

In FY2019 there were a total six LTIs. JSW Energy firmly believes that workplace injuries and illnesses are preventable. It promotes a safer workplace by assessing employees on their EHS performance.

Besides, Ratnagiri plant achieved Nil LTI, reaffirming its commitment towards providing a safe workplace.

## Employee Association

Our management recognises one employee association, which is represented by 30.43% of our permanent employees.

## Performance by Capitals – Intellectual



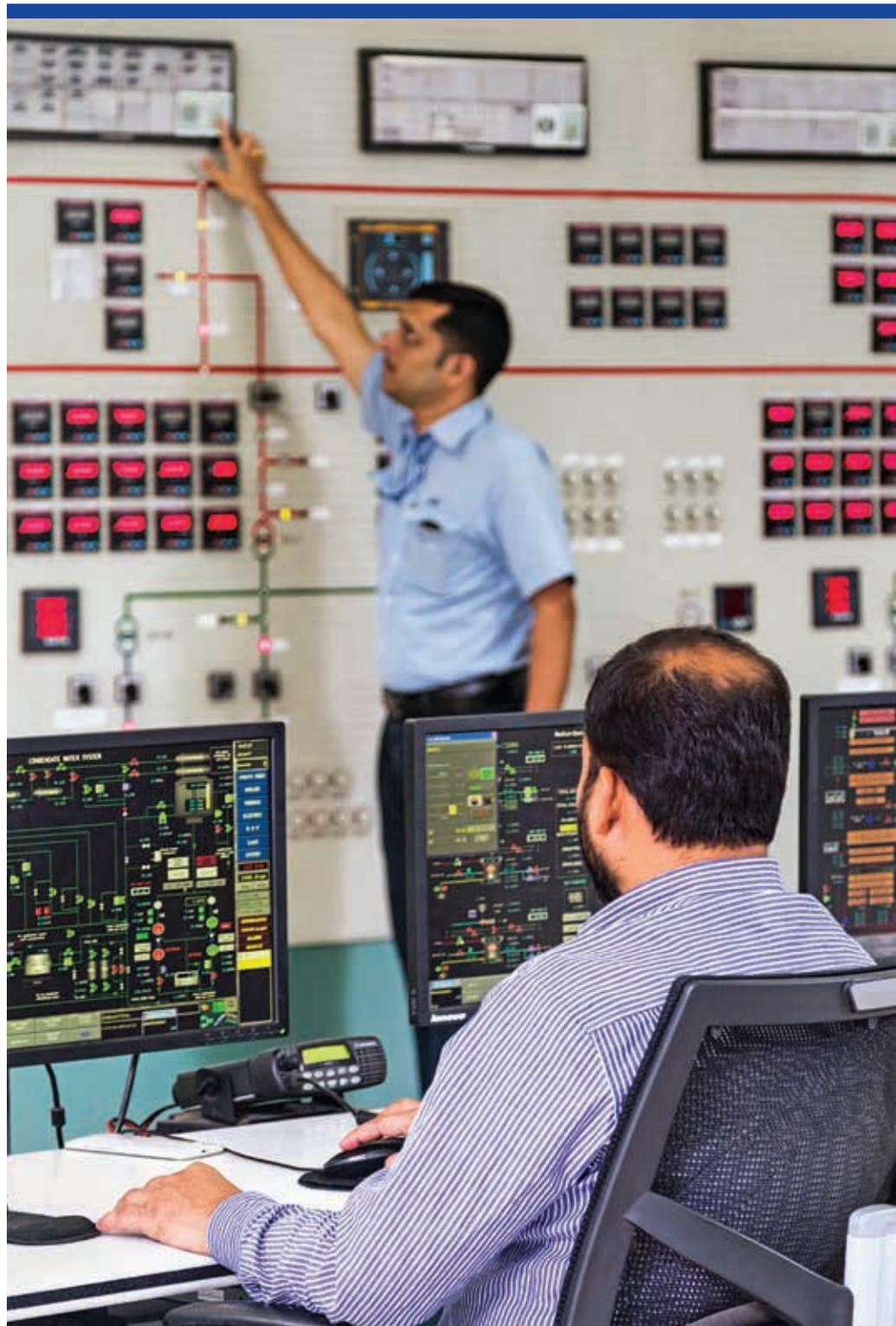
# Innovating for a Robust Performance

An organisation's ability to enhance its knowledge base and innovate in its business goes a long way. In our industry in particular, intellectual capital plays a significant role. We always try to strengthen our knowledge-based capitals so that we can enhance the performance of our machineries and equipment.

We execute innovative ideas in our business operations to achieve high level of efficiencies. We encourage our employees to share ideas and execute them at the operational level. The following ideas were implemented at our various plants during FY2019, which has led to process improvements and reduction in the O&M costs.

### 1. JSW Energy Limited, Vijayanagar and Ratnagiri

- › ID Fan VFD operation with spacer shaft in place of hydraulic coupling resulting in auxiliary power saving
- › Modification of ERM and CRM rapping time, Hopper heaters time and ESP field charging ratio resulting in auxiliary power saving
- › CEP power consumption by balancing and full utilisation of VFD resulting in auxiliary power saving
- › Ash handling system optimisation for auxiliary power saving
- › Process re-engineering and optimising manpower contracts
- › Defined comprehensive coal monitoring process and performing rigorous checks and balances at difference process levels to eliminate/reduce coal losses





## 2. **JSW Energy (Barmer) Limited, Barmer**

- › Process optimisation and capacity establishment of lime mill for auxiliary power saving

## 3. **JSW Hydro Energy Limited, Sholtu**

- › Upgradation of turbine nozzle and deflector position feedback system with high IP class inbuilt cable sensors at Baspa II HEP
- › Digitisation of various plant data on a real-time basis for close monitoring
- › Strengthening of surge shaft structure for arresting unwanted water leakage without depleting water conductor and without generation loss
- › Reducing annual maintenance duration to increase plant availability and hence, greater recovery of annual fixed charges through tariff

**Performance by Capitals –  
Social and Relationship**



# Nurturing Our Relationships with All Our Stakeholders



At JSW Energy, we believe that as a responsible corporate, we must create shared economic and social value for our stakeholders. As we prepare to step up our business for next-level growth, value creation for key stakeholders remains our priority.

We maintain strong, healthy and mutually beneficial relationships with all our stakeholders. In our endeavour to become a leading corporate citizen, we undertake significant steps to build rapport and partnership with the local communities, suppliers, customers, employees, regulators, financial and research institutions, civil society and other stakeholders identified in our business operations.

We have been able to create value for our key stakeholders and our efforts have led us to achieve a strong, healthy and mutually beneficial relationship with them.

**Towards Inclusive Growth**

JSW Energy contributes at least 2% of its average net profits for designing, executing and monitoring programmes for community welfare. We implement our CSR initiatives either directly through JSW Foundation or in partnership, as per the suitability of the initiative.

We adopt a collaborative approach to add value in the lives of the people residing in our Direct Influence Zone

(DIZ) and Indirect Influence Zone (IIZ). Our CSR policy enables plants to define their own DIZs with the provisions of expanding them as per the operations.

All our programmes are formulated on the basis of need assessment. These need assessment studies comprise quantitative and qualitative indicators, which provide measurable impact. We engage with the Government and civil societies to successfully undertake various social initiatives to benefit the community. We also execute and monitor interventions independently in the community on the basis of concurrent evaluation, knowledge

management and documentation. The areas of intervention include water, sanitation, environment, health, nutrition, education, skills, livelihood development, sports and art and culture and heritage. We monitor the initiatives at all our manufacturing sites on a regular basis to constantly improve our performance.

### CSR Policy

JSW Energy is committed to nation-building. It operates on the philosophy of working closely with communities living contiguous to the Company's operations and beyond. We have a Board-level CSR Committee, which

is responsible for approving and reviewing all the interventions on a periodic basis. Apart from the Foundation, the Board of JSW Energy has also constituted a Company-level CSR Committee which comprises Business- and Plant-level leadership, to supervise the implementation and assess the impact of all our interventions.

During FY2019, we undertook various CSR interventions based on concurrent evaluation and knowledge management through process documentation.

### Key Initiatives

In our pursuit to empower the communities, we spent ₹25.17 Crore for CSR during FY2019. Through various social initiatives, we committed to:

- › Improve the living conditions of people
- › Promote social development
- › Address social inequality
- › Address environmental issues
- › Preserve national heritage
- › Promote sports
- › Carry out rural development projects
- › Contribute to Swachh Bharat Abhiyan

An overview of our interventions under various categories are mentioned in the table below:

Sr. No.	Category as per the Companies Act	JSWEL Consolidated (₹ Crore)
1	Improving Living Conditions	7.83
2	Promoting Social Development	6.68
3	Addressing Social Inequalities	0.78
4	Addressing Environmental Issues	0.95
5	Preserving National Heritage	1.05
6	Promotion of Sports	2.48
7	Rural Development	3.64
8	Swachh Bharat Abhiyan	0.54
9	Administration and Overhead Expenses	0.86
10	Project Management Cost	0.36
	<b>Total</b>	<b>25.17</b>

We have undertaken the following flagship programmes during FY2019:

### Health, Nutrition and Sanitation

We are focusing on improving the health, nutrition and sanitation levels of the communities residing near our plant locations. Some of our key interventions pertaining to health and nutrition development include complementing Government schemes such as Integrated Child Development Scheme (ICDS) and National Rural Health Mission (NRHM); eradicating malnutrition; improving the infrastructure of Primary Health Centres (PHCs) as per Indian Public Health Standards (IPHS) to ensure

safe motherhood and childhood; eradicating anemia; facilitating access to Government's schemes; tracking pregnancy and child birth; screening women for diseases such as cancer, hypothyroidism, bone density, etc.; spreading awareness about health, hygiene and nutrition; establishing Voluntary Counselling and Testing Centre (VCTC); providing trauma care service; facilitating preventive measures to reduce the incidence of disease; building cadre of para medical workers; emergency preparedness for vector-borne diseases; and improving personal hygiene and sanitation.

- › During the year, we conducted eight health camps at our Ratnagiri plant, in which 673 patients were checked.
- › In the camps, angiography, angioplasty and bypass surgery was done for 91, 25 and three patients, respectively, at the Loltlikar Hospital of Ratnagiri under the Mahatama Jotiba Phule health scheme.
- › In Sholtu, we undertook 10 Swachh Bharat Abhiyaan drives in which local communities participated.

## Social and Relationship Capital



### Promoting Education and Skill Development

We understand the need of quality education for the future of the nation.

We have designed educational programmes specifically for early childhood, formal education, vocational skill development and special education needs. We undertake these programmes independently and also in partnership with the local Government and civil societies. Some of our key interventions in the areas of promoting education and skill development include creating an attractive ambience to enhance the quality of education, which leads to zero dropouts and 100% attendance throughout the year to complete secondary and higher-secondary education with distinction; improving the infrastructure of local schools; improving the training of teachers; complementing the mid-day meal programme; facilitating remedial classes for children with slow learning; facilitating institution-based learning

for differently abled children; and providing access to higher education through JSW Skill School.

To facilitate better education opportunities to establish a better future for India, we undertook the following initiatives in FY2019:

- › Conducted science exhibition at eight schools in Ratnagiri, in which more than 50 students participated
- › Organised career guidance programmes and Yoga Day celebrations at our Ratnagiri plant
- › Organised a felicitation programme for students of 10<sup>th</sup> and 12<sup>th</sup> standards of Ratnagiri schools
- › Organised mathematics competition at 13 schools of DIZ, in which 246 students participated
- › Provided projector/LED screen and e-learning content to 27 schools in Sindhudurga district

- › Offered infrastructure support by constructing primary Government schools at Panvi and Punang and arranged for mid-day meal kitchen in Punang
- › Carried out wall beautification and six model Aanganwadi constructions out of 78 Aanganwadis
- › Provided life skills and adolescents' education programmes in 27 Government schools, which benefitted 1,000 girl students
- › As part of our skill development programme, we trained 60 students in the textile sector and in hospitality assistance at Barmer
- › Provided skill-based training to 33 students who were then successfully placed in job with an average monthly salary of ₹10,000-15,000 in Barmer
- › At Sholtu, we started two vocational handloom training centres for 40 women

## Livelihood Development

With an intention to improve livelihood opportunities for the marginalised sections of the society, especially women, we have initiated programmes to bring them into the socio-economic mainstream of the nation. We have collectivised women into Self-Help Groups (SHGs) to educate them in financial management and harness their entrepreneurial skills. Initiatives undertaken in FY2019 to promote livelihood includes establishment of resource centres in partnership with the Horticulture department to enhance agriculture and horticulture, promoting agribusiness and enhancement of crop productivity and crop diversification, livestock management, tourism development, facilitating linkages for destitute women and widows and promoting market-driven enterprises.

## Agricultural Development

Agriculture is a crucial source of livelihood for the people residing in rural areas. It therefore needs focused intervention. We have therefore undertaken a number of activities for improving farming practices for the communities residing near our plant locations. We undertook the following initiatives at Ratnagiri:

- › Provided training in organic farming and bush pepper to 93 beneficiaries and medicinal plantation to 45 farmers
- › Undertook the construction of four biogas and five vermi-compost plants
- › Five farmers earned ₹2,91,858 from the sale of Gir cow milk. Gir cow milk is high in nutritive value and is good for health. This is a pilot intervention which will be scaled up in coming years
- › Initiated organic vegetable stall at Khandla

We undertook the following initiatives in Barmer:

- › Silvopasture development to ensure animal food security and promote livestock management
- › Planted Sevan and Dhaman grass (local species), along with other trees
- › We are technical partners for KBK and implementing partner for Panchayat & GRAVIS NGO

In Sholtu, we commenced the drip irrigation scheme at the Community Apple Orchard for 350 apple plants.

## Women Empowerment

At JSW Energy, we strongly believe that a community will prosper only if its women are educated and independent. We have therefore planned and executed the following programmes that are focused on women empowerment:

- › In Barmer, 190 women from 14 SHGs got trained in applique, mukka work and pottery item making
- › Through handicraft production trainings, the women in the community were able to make ₹150-200 per day for 4-5 hours of daily work
- › In Ratnagiri, we organised the production of coconut shell art involving women. The women in Ratnagiri benefitted by ₹90,000 from sale of these items
- › The betel nut processing unit of Ratnagiri had a yearly sale of ₹60,000
- › The women working in mango pulp processing in Ratnagiri earned ₹1.89 Lakh through the sale of 1,200 kg mango pulp

## Environmental Protection

We understand our responsibility towards the environment and undertake measures to contribute

to its protection and enhancement. Our major interventions for nurturing nature includes solid waste management, watershed management, afforestation, rainwater harvesting, harnessing science and technology, fostering local innovation and biogas plant. In addition, we undertook the following two initiatives:

- › During FY2019, we constructed one cement bandhara, which has a water storage capacity of 2,200 m<sup>3</sup> at Chaferi village of Ratnagiri
- › At Sholtu, we developed irrigation schemes for three gram panchayats and a drinking water scheme, which benefitted 3,000 and 800 people, respectively

## Preserving National Heritage

We focus on the preservation and promotion of art, craft, culture, heritage and monuments. The thematic areas of our interventions include promotion of traditional art and culture and formation of local tourism corporation development by engaging women SHGs and youth clubs with the help of the respective state Government tourism departments.

## Sports Development

We take keen interest in promoting and strengthening sports in India. The JSW Foundation provides support in this area through infrastructural development; nutritional support to sports persons; training sessions for players for district, state, national and international level competitions; and establishment of a sports academy.

## Rural Development

We also support the rural communities by providing required infrastructure to them. Under our Provide Urban Amenities in Rural Areas (PURA), we constructed roads, toilets and community centres in the villages.

## Social and Relationship Capital



### Long-term Partnerships

**Supplier satisfaction:** Our suppliers and vendors play a crucial role in our business operations. We encourage maintaining an ethical and transparent working relationship with our suppliers. We work with only those suppliers who comply with the Company's code of conduct, pertaining to ethical, social and environmental business practices. While we depend on domestic and international suppliers to meet our raw material needs, priority is given to local suppliers in our procurement practice. We ensure that all our suppliers and vendors are working as per the Company's code of conduct, which ensures ethical ways of working, meeting the environmental and social compliances. We maintain strong relationships with our suppliers by ensuring timely payments and enhanced capabilities.

**Customer satisfaction:** Our business model includes power generation, transmission and trading. We serve the state electricity distribution companies of Maharashtra, Karnataka,

Himachal Pradesh, Haryana, Rajasthan, Uttar Pradesh, Andhra Pradesh, Telangana and Punjab. We always try to provide uninterrupted power supply to these DISCOMs. Even in a B2B business model, we strive to maintain a high level of customer satisfaction.

**Trade and chamber associations:** JSW Energy is member of various trade and association chambers. The major ones we are associated with are Confederation of Indian Industry (CII), Federation of Indian Chambers of Commerce & Industries (FICCI), the Associated Chambers of Commerce and Industry of India (ASSOCHAM) and Association of Power Producers (APP). We work closely with trade/industry associations in evolving policies that govern the functioning and regulations of the power sector. The Company participates in stakeholder consultation with industry players and support the Government in framing policies in the following areas:

- › Governance and administration
- › Economic reforms

- › Sustainable business principles
- › Energy, water and other natural resources
- › Social and community development
- › Coal mining and auction
- › Transparency in public disclosure
- › Non-conventional energy

Our Company was not subjected to any penalty and no complaints were filed against us by any stakeholder pertaining to unfair trade practices, irresponsible advertising or anti-competitive behaviour.

As a corporate citizen, we leave no stone unturned when it comes to complying with the regulatory and legal requirements. We keep ourselves updated with the new laws and amendments to ensure 100% compliance at all times.



## Key Performance (Consolidated) Highlights and Outcomes



### Health Camps

We conducted eight health camps at Ratnagiri with check-up facilities for 673 patients. Based on the diagnosis, angiography, angioplasty and bypass surgeries were facilitated for 91, 25 and three patients, respectively at the Loltlikar Hospital, Ratnagiri under the Mahatama Jotiba Phule Health Scheme.



### Animal Food Security

We ensured animal food security and promoted livestock management and silvopasture development in 200 bighas of Government land, with technical support from Krishi Vikas Kendra.



### Community Welfare

Our CSR spend for FY2019 was beyond the statutory norms of spending 2% of our average net profits for designing, executing and monitoring programmes for community welfare.

During FY2019, ~54,000 beneficiaries were benefited through our various CSR interventions.

Irrigation schemes were developed for three gram panchayats benefitting 3,000 people and a drinking water scheme was implemented benefitting 800 people in Sholtu, Himachal Pradesh.



### Skill Development

Projector/LED screen and e-software were provided to 27 schools in Sindhudurga district to promote school digitisation activity.

190 women from 14 SHGs were trained in applique, mukka work and pottery item making. They are now able to earn ₹40/hour of work.

## Performance by Capitals – Natural



# Fulfilling Our Responsibility towards the Environment

JSW Energy realises its responsibility towards conservation of natural resources for sustainable business growth. Being an energy-producing country, India's dependency on coal is inevitable. We try to make every possible effort to ensure that we are utilising the nature's limited resources in the most efficient manner. We keep a constant check on our waste production, and Greenhouse Gas (GHG) and Suspended Particulate Matter (SPM) emissions. While we are in compliance with the national and local guidelines for environmental conservation, we also undertake efforts such as tree plantation to ensure that our business is aligned to environmental sustainability as well.

### Environmental Management System

JSW Foundation, the CSR arm of the JSW Group, is responsible for strategising, executing and managing the programmes specifically designed for controlling our environmental footprint and restoring natural capital.

Our contributions towards natural capital conservation were duly recognised during the year. We were awarded the CII Excellence in Energy Efficiency award for our Ratnagiri plant. The plant also got five-star rating for pollution control from Maharashtra Pollution Control Board (MPCB). We also received the IEX Excellence Award under the 'Highest Electricity Volume Generator' category for our Karcham Wangtoo Hydro Electric Project. Our Vijayanagar plant was recognised for reduction of startup oil consumption by the IPPA Award. The plant was also recognised for adopting innovative technology for energy conservation. JSWBL got selected under the category of 'Water Management

Awards 2018' in the Gold category. The plant also won the second prize in the category of 'Energy Conservation' by Rajasthan Renewable Energy Corporation Limited, Government of Rajasthan. Various CSR awards for betterment of environment has been bagged by our Barmer and Ratnagiri plants. The district administration of Ratnagiri and Barmer have appreciated the efforts put in by JSW for upliftment of environment and eradication of social evils prevalent in the society.

### Life Cycle-based Approach for Environmental Impact Management

We assess the life cycle of our products to identify our key risks and opportunities at every stage of the production. It involves a multi-fold approach, which constitutes of the following steps:

#### Selection and sourcing of raw material

We select raw materials (viz. coal, lignite, heavy fuel oil and light diesel oil) from multiple geographies. Our priority is to utilise coal that has relatively lesser impact on the environment, regardless of the cost incurred.

#### Transportation of raw material

Imported coal utilised at Vijayanagar and Ratnagiri is brought in by the sea, and then transferred to the coal stockyards via rail at Vijayanagar and through direct coal conveying system from the port to the plant premises at Ratnagiri.

#### Electricity production

We try to mitigate the risks identified as part of risk assessment procedure for thermal power production at the design stage itself. Only the equipment having maximum efficiency is selected

and standard operating procedures are implemented.

#### Delivery to the customer

We take into consideration all environmental guidelines while fulfilling the energy requirement needs of our customers.

All our plants at Ratnagiri, Vijayanagar, Barmer and Sholtu are certified with the various environmental and social management systems of ISO 9001-2015, ISO 14001-2004, ISO 50001-2011 and OHSAS 18001-2015.

#### Promotion of Renewable Ways of Energy Production

We understand that the future of energy production is in renewable energy. We are thus aligning our business in the same direction and taking measures to promote the usage of renewable energy. At our Ratnagiri plant location, we have supported 12 biogas units in eight villages. The capacity of each unit is 2 m<sup>3</sup>, which is sufficient for a family of five members. Cost of a unit is about ₹35,000, out of which ₹10,000 is supported by JSW. At JSWHEL Sholtu, we have installed 92 solar street lights in 12 Gram Panchayats of Direct Influence Zone. We have also commissioned a 1,000 kg capacity Solid Waste Management Unit at District Head Quarter Reckong Peo. We also undertook sapling plantation drive during the year and planted saplings such as Chilgoza, Cheer, Weeping Willow, Robinia, Apricot, Deodar, etc. with the support of local residents at JSWHEL Sholtu.



### Measures to Reduce Power Consumption

To improve our auxiliary power consumption at our JSWEL plant, we have undertaken the following initiatives during the FY2019:

#### Condensate Extraction Pump (CEP)

The installation of VFD for Condensate Extraction Pump (CEP) in 2014 led to the reduction of power consumption from 1,000 KWH to 850 KWH. In the current financial year, an additional saving was achieved by reducing the setpoint which resulted in reduction of power consumption by 227 KW.

#### Closed Cooling Wave (CCW)

We equipped our unit with three CCW pumps (2W+1S) at full load condition. By operating only one pump at 150 MW, we saved power of 165 KW.

#### Boiler Feed Pump (BFP)

As a part of APC reduction and by analysing power consumption whenever unit runs at 50% load, we stopped one of the BFPs, which led to the reduction of power consumption to 4,050 KW.

#### Cooling Water Pump (CWP)

To reduce the power consumption, we stopped one of the CW pumps during load resulting in 1,450 KW savings.

#### Coal Handling Plant (CHP)

With an objective to avoid idle running of Bunker Ventilation System (BVS) and to conserve energy, an alarm was configured in Programmable Logic Controller (PLC) to indicate that BVS is running even though the conveyors are not running. This will alert the operator to take action and stop the

system immediately whenever coal is not fed. With this modification, BVS power consumption reduced drastically from 1,760 KWH/day to 650 KWH/day.

### Our Environmental Performance

Maintaining a transparent relationship with our stakeholders is crucial for us. We, therefore, have been disclosing our environmental and social performance year after year. It not only helps us maintain a strong relationship with our stakeholders, but also help us identify and monitor the KPIs for our environmental performance year after year.

## Natural Capital

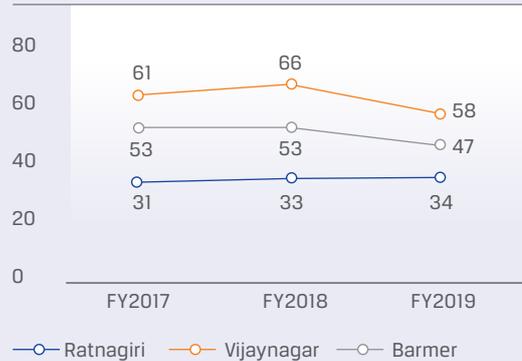


### Key Performance Highlights and Outcomes

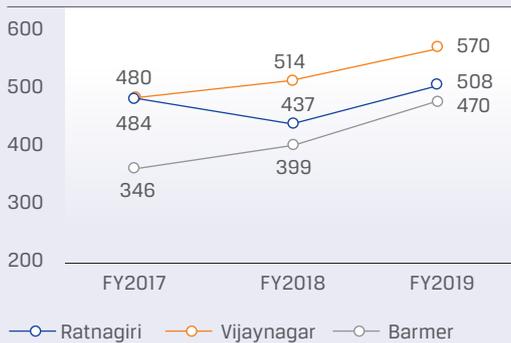
#### Energy Saving (MU)



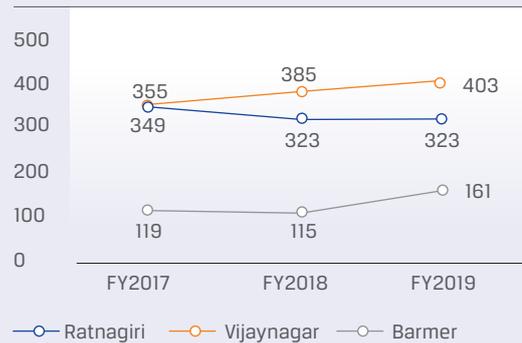
#### SPM (mg/NM<sup>3</sup>)



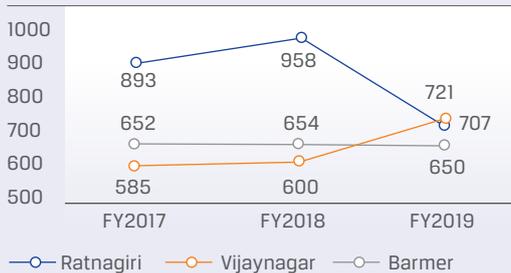
#### SOx (mg/NM<sup>3</sup>)



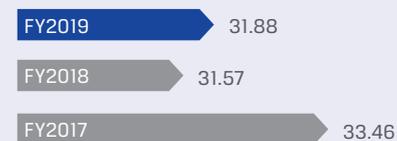
#### NOx (mg/NM<sup>3</sup>)



#### Specific GHG Emission (MTCO<sub>2</sub>e/MU)

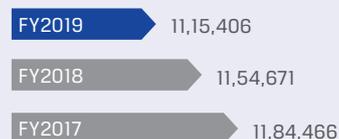


#### Water Consumption (million KL)



### Waste generated at JSW Energy

#### Non-hazardous Waste (MT)

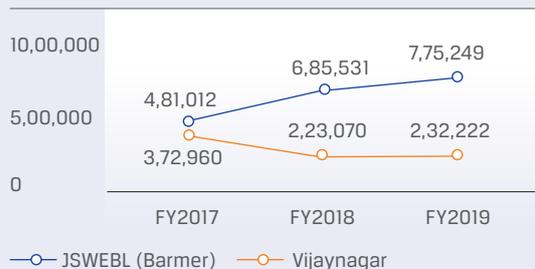


#### Hazardous Waste (MT)



The following chart shows the quantum of wastewater that is treated in the last three years. However, our Ratnagiri plant uses a seawater cooling system, which results in zero consumption of natural river water. Therefore, the need to recycle is eliminated.

### Waste Water Treated (KL)



### Recycling

During FY2019, we recycled 24.1% and 6.7% of the total wastewater at our JSWEL and Vijayanagar plants, respectively.

We installed an effluent recycling plant to recycle water at the Vijayanagar plant. Seawater cooling systems were installed at Ratnagiri, resulting in zero consumption and no recycling requirement.

### Energy Savings

Our energy saving has been increasing for the last three years. This reporting year, we recorded a 20% increase in our auxiliary energy savings.

LED lighting and heat pumps were installed to save electricity.

Continuous performance monitoring of our electrical equipment such as DG sets are undertaken to access energy utilisation.

### GHG Emissions

GHG emissions at our Ratnagiri plant reduced from 893 MTCO<sub>2</sub>e/MU in FY2017 to 707 MTCO<sub>2</sub>e/MU in FY2019 whereas it increased for Vijayanagar plant from 585 MTCO<sub>2</sub>e/MU in FY2017 to 721 MTCO<sub>2</sub>e/MU in FY2019. We have real-time data connectivity to pollution board servers at our Vijayanagar plant. The environmental performance of the Vijayanagar plant is also displayed at the main gate.

### Environmental Initiatives

At our JSWEL plant, we installed LED lighting and heat pumps to save energy. We encourage the usage of by-product gas from the steel plant in power boilers to displace coal at our Vijayanagar plant.

We organise awareness campaigns through activities such as Environment Day Celebration and essay competitions that provide innovative ideas related to energy conservation and environment protection.

### Certifications

Internal and external audits for our plants' performance are undertaken at least thrice a year.

Besides all our plants being certified to ISO 140001, ISO 9001 and OHSAS 18001, our thermal power plants are also ISO 50001:2011 certified.

### Towards Clean Energy

JSWEL is a hydro-based plant, which is a renewable source of energy production. Both projects at JSWEL are based on the run-of-river hydro scheme, with no large pond and no emission of GHG. This helps in the sustainable development and the projects are registered under Clean Development Mechanism (CDM). The JSWEL plant has also undertaken the initiative to cover the available land around the plant sites and open spaces within the premises with green belts, which lead to improved micro-climate conditions.

## Corporate Governance Framework

# Responsible, Transparent Corporate Management

At JSW Energy, corporate governance stands for responsible and transparent management and supervision that aims to create long-term value for all stakeholders. We believe that good corporate governance not only paves the path for our organisation's long-term success, but also strengthens the trust of our shareholders, employees, customers and business partners.

### Core Principles of Corporate Governance

Transparency and Accountability

#### Composition of the Board

The strength of the Board is accentuated by diversity in terms of skill sets, experience and gender of the Directors. The Board is an optimum mix of five Independent Directors, one Non-executive, Non-independent Director and three Executive Directors. The Directors are persons of repute and professional eminence, thereby ensuring the best interest of the stakeholders and the Company.

#### Functions of the Board

The Board oversees the overall functioning of the Company. The Board provides and evaluates the strategic direction of the Company, management policies and their effectiveness and ensures that the long-term interests of the stakeholders are being served in order to effectively perform its responsibility of oversight.

## Board Committees

**Audit**

**Corporate Social  
Responsibility**

**Risk Management**

**Compensation  
and Nomination &  
Remuneration**

**Stakeholders  
Relationship**

**Finance**

Board committees provide a platform for the Board to deal with specific issues that require specialised areas of expertise. With the support of the Board and its committees, JSW Energy focuses on consistently improving its performance efficiency.

## Key Corporate Functions

**Finance and  
Accounts**

**Secretarial**

**Regulatory  
Compliance**

**Human  
Resources**

**Business  
Development**

**Operations**

**Legal**

**Risk Management**

**Safety**

**Commercial**

**Information  
Technology**

**Audit**

## Board of Directors



**Mr. Sajjan Jindal**  
Chairman and Managing Director

An accomplished business leader and a second-generation entrepreneur, Mr. Jindal had the foresight to lead the steel industry and JSW Steel, in particular, on a transformational journey, contributing significantly to India's growth philosophy.

Mr. Jindal led the JSW Group through some of its most exciting phases, including JSW Steel and JSW Energy going public in 1995 and 2009-10, respectively. Today, the Group takes pride in expanding the business landscape across Infrastructure, Sports and Cement, with the Group's revenues over \$14 billion for the year ended March 31, 2019.

A firm believer in the 'Make in India' philosophy, Mr. Jindal has been awarded at many global platforms for his contribution and commendable work. He has recently been awarded the 'CEO of the Year 2019' by Business Standard (India's leading business publication) and 'Best CEO Award 2019' by Business Today Magazine. He has also been recognised as 'Outstanding Business Leader of the Year 2018' by Indian Business Leader Awards (IBLA) presented by CNBC TV18 (India's leading business news channel). He was also awarded the JRD Tata Award 2017 for 'Excellence in Corporate Leadership in Metallurgical industry' and the '2014 National Metallurgist Award: Industry' instituted by the Ministry of Steel, Government of India.

His keenness to give back to the society and a desire to improve the lives of individuals led to the formation of the JSW Foundation, the CSR arm of the JSW Group. The Foundation is committed to empower individuals to bridge the socioeconomic divide and contribute to the creation of equitable and sustainable communities. The Foundation is proud to have touched the lives of over 1 million people by providing them with opportunities for a bright and sustainable future.

A renowned and respected practitioner of sustainable business practices, Mr. Jindal is a noted member of the Executive Committee of the World Steel Association (WSA), and former President of Indian Steel Association (ISA) and the Institute of Steel Development & Growth (INSDAG). He is also a Council member of the Indian Institute of Metals.



**Mr. Prashant Jain**  
Joint Managing Director and CEO

Mr. Jain is a Mechanical Engineer with more than 27 years of rich experience in Operations, Project Execution and Management, Corporate Strategy and Policy Advocacy. He is a persuasive professional with strong techno-commercial acumen and a proven proficiency in executing key business initiatives and strategies. Some of his notable achievements with the JSW Group include steering the strategic collaboration with Japan's JFE Steel Corp., raising over \$1 billion investment in JSW Steel Limited and helping JSW Steel in the acquisition of Ispat Industries Limited (now JSW Steel Dolvi Unit).

Prior to being appointed in the current role, Mr. Jain was responsible for developing corporate strategy; forging joint ventures and M&A; and overseeing corporate affairs, information technology and investor relations for the JSW Group.





**Mr. Jyoti Kumar Agarwal**

Director-Finance

Mr. Agarwal is a Chartered Accountant and a Chartered Financial Analyst. He holds an MBA from IIM, Calcutta.

Mr. Agarwal has over 18 years of rich and varied professional experience across corporate finance, asset management, investment banking, and treasury and foreign exchange management, having worked with reputed Indian and multinational corporations. Prior to joining the Company, Mr. Agarwal was Vice President (Finance) with JSW Steel Limited.



**Mr. Sharad Mahendra**

Whole-time Director & COO

Mr. Mahendra has completed his B. Tech in Mechanical Engineering from NIT, Allahabad and brings with him 30 years of rich experience in automobile, steel, chemical and power industries.

Mr. Mahendra has been a Director on the Board of APL Apollo Tubes Limited and was responsible for the overall sales and marketing functions as well as for organisation building. He has worked with Phillips Carbon Black Limited, JSW Steel Limited, Escorts Limited and Yamaha Motors Limited in various capacities. In his previous stint at JSW Steel Limited, he was responsible for both domestic and international sales as well as for the marketing functions for all flat products.

Mr. Mahendra has been a recipient of "Hall of Fames Award, London" for Best Marketing & Communication globally.



**Mr. Nirmal Kumar Jain**

Non-Executive Director

Mr. Jain holds a Bachelor's degree in Commerce and is a Fellow Member of The Institute of Chartered Accountants of India and The Institute of Company Secretaries of India. He has over four decades of experience in diverse areas, including that of Mergers and Acquisitions (M&A), finance, legal, capital structuring, etc.

Mr. Jain joined the JSW Group in 1992 and has held positions of increasing responsibilities in the Group. He was the Executive Vice Chairman of JSW Energy Limited till his retirement in August, 2013, while continuing as a Director. He is also the Director/Chairman of other JSW Group companies.

Mr. Jain has contributed tremendously in many areas, including leading the JSW Group in its new ventures in Energy, Infrastructure and Cement, apart from leading various successful assignments for the Steel business. His deep knowledge and astute eye for all aspects of the business have helped establish JSW as a still rapidly growing diversified conglomerate.

Mr. Jain is associated with several social and cultural organisations.



Chairman	Member	Compensation and Nomination & Remuneration Committee	Corporate Social Responsibility Committee
Risk Management Committee	Stakeholders Relationship Committee	Audit Committee	

## Board of Directors



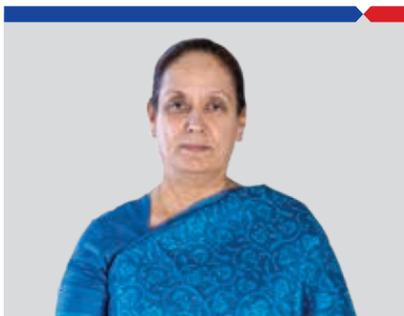
**Mr. Chandan Bhattacharya**

Independent Director

Mr. Bhattacharya is an Arts graduate from Calcutta University and also a Certified Associate of Indian Institute of Bankers (CAIIB).

He is the former Managing Director of State Bank of India. He was the Chairman of the Finance and Banking Committee of the Indian Merchants' Chamber, Mumbai. He also served as a Member of Securities Appellate Tribunal (SAT) for two years. Thereafter, he worked with international banking giants such as Societe Generale, the French banking group and Rabo Bank, the Dutch banking group, as an advisor for India and South Asia operations. Concurrently, he worked with McKinsey & Co. for seven years as advisor for financial sector practices in India and South Asia.

Mr. Bhattacharya has rich experience of five decades in the banking and financial sector in India. He is also on the Boards of other reputed companies.



**Ms. Sheila Sangwan**

Independent Director

Ms. Sangwan was a member of the Indian Revenue Service (Customs and Central Excise) and former member of the Central Board of Excise & Customs. She was also Ex-officio Special Secretary, Department of Revenue, Ministry of Finance. She has had a distinguished career spanning 37 years in Government service, with diverse exposure in tax administration, policy formulation and implementation, general administration and finance.

Ms. Sangwan is the recipient of the 'Presidential Award' for Specially Distinguished Record of Service.



**Mr. Rakesh Nath**

Independent Director

Mr. Nath has over four decades of varied experience in the power sector. He was the Technical Member of the Appellate Tribunal for Electricity (APTEL), Chairperson of Central Electricity Authority and Ex-Officio Secretary to the Government of India, and Whole-time Director of the Power Trading Corporation. He has also been the Chairman, Bhakra Beas Management Board and Member Secretary of Northern and Western Regional Electricity Boards.



**Mr. Sattiraju Seshagiri Rao**

Independent Director

Mr. Rao holds a Bachelor's degree in Electrical Engineering and a Master's degree in Business Administration. He has over 45 years of vast experience in professionally managed, state-owned joint venture with multi-national and private sector power companies in the areas of power generation, Extra High Voltage (EHV) transmission and power systems.

Mr. Rao was the first Joint Managing Director and CEO of the Company, having served for 15 years. He is also on the Boards of other reputed companies.





**Ms. Rupa Devi Singh**  
Independent Director

Ms. Singh was the founder MD & CEO of Power Exchange India Limited. Her repertoire of experience spanning 4 decades includes the areas of commercial and investment banking, strategic consulting and overseas marketing. She has strong credentials as an infrastructure and structured finance specialist, being involved in many new initiatives in the Indian infrastructure sector since 1999. Currently, she is an Independent Director on the Boards of other companies.



**Mr. Sunil Goyal**  
Independent Director

Mr. Goyal, a Member of the Institute of Chartered Accountants of India, is the Founder and Managing Partner of Kreston SGCO Advisors LLP and the Founder and Mentor of SGCO & Co., a well-known accountancy firm based in Mumbai. Mr. Goyal leads a team of more than 300 professionals in his group and is a member of the Global Board of Kreston International Limited, UK, headquartered in London.

With 29 years of experience, Mr. Goyal specialises in the field of Financial and Business Consultancy, with core strengths in fund raising through debt and equity, business restructuring, business valuations, M&A, strategic alliances and capital markets.



**Ms. Shailaja Chandra**  
Independent Director

Ms. Chandra, an M.Sc in Economics from UK, was a member of the Indian Administrative Service (IAS) and a career civil servant having held assignments in the Ministries of Defence, Power and Health besides having the experience of working in three Indian states and Union Territories.

She distinguished herself as Delhi's only woman Chief Secretary under whose administrative leadership, privatisation of power distribution in Delhi and introduction of the largest fleet of CNG run buses in the world was successfully co-ordinated.

Ms. Chandra has been awarded two academic fellowships by the Institute of Advanced Studies, Nantes, France and by the Shiv Nadar University. She is a prolific writer and a public policy commentator in national newspapers and on television.



<b>C</b> Chairman	<b>M</b> Member	Compensation and Nomination & Remuneration Committee	Corporate Social Responsibility Committee
Risk Management Committee	Stakeholders Relationship Committee	Audit Committee	

## Risk Management Framework

# Embedding Strategic Risk Management Capabilities

Over the years, market conditions have become more volatile and complex and are changing at an ever-accelerating pace. In such an environment, our long-term success depends on how early we are able to identify the risks and respond to them. To safeguard the Company against the rising risks, JSW Energy has set up a robust risk management structure that enables regular and active checking of business activities for identification, evaluation and mitigation of potential internal or external risks.

Through better risk management, we aim to continue creating value for all our stakeholders, while being resilient to the varied risks. We strongly believe that a major step towards strategic risk management is strict adherence to regulations and standards. We have also established processes and guidelines, along with a strong overview and monitoring system at the Board and senior management levels. We have laid down procedures to inform Board members about the risk assessment and risk minimisation measures.

As an organisation, we encourage strong ethical values and high levels of integrity in all our activities, which by itself, considerably mitigates risks. Different segments of the organisation are vested with specific responsibilities to identify, assess and mitigate risks.

## How We Oversee Risk

		Responsibility	Function	Key Activities		
<b>Board</b>	Apex Body	Strategy, Performance and Risk Management	Business Units, Countries and Support Units	Oversee Risk Strategy		
<b>Senior Management</b>	Centre	Policy and Monitoring	Corporate Oversight and Control Functions	Mitigation and Contingency Planning		
		<b>Risk Management Committee</b> Facilitate Discussions and Conception of Solution Status Monitoring				
<b>Departmental Heads</b>	Risk Owners	Independent Assurance	Department Audit	Risk Identification		

Our robust risk management framework assists us in identifying risks proactively and managing them through:

- › Timely identification, communication and assessment of risks and opportunities
- › Risk ownership aimed at comprehensive coverage, impact assessment, proactive action and regular tracking
- › Training of all risk owners with a view to embedding risk intelligence in:
  - a. Decision-making – To ensure prudence
  - b. Performance – To ensure competence and accountability
- › Timely escalation to the Directors' Committee for risk oversight to ensure prioritisation of initiatives and allocation of resources in line with enterprise objectives
- › Independent review through risk-based audit

We recognise that the emerging and identified risks need to be managed and mitigated to create sustainable value for all our stakeholders and achieve business objectives.

The key risks identified by the Company and the strategies adopted to mitigate them, along with the capitals being affected by them, are summarised below:

Key Risks	Material Issues	Mitigation Plan	Capital Linkage
<b>Market Fluctuations</b>	Changes in fuel prices and availability	Offset the uncertainty via diversification of fuel and purchase/sale agreements	  
	Demand Fluctuations	Higher or lower growth in annual demand has a moderate short-term impact on the Company's results, given the characteristics of the generation facilities and the structure of the long-term PPAs	  
	Changes in price of electricity	Major portion of our energy generation is being sold through secured long-term PPAs at: i) Regulated tariff ii) Fixed price	
<b>Financial Risks</b>	Foreign exchange fluctuations	Prudent hedging strategies to mitigate the risk of foreign exchange fluctuations	
	Changes in interest rate	Continuous change in financing mix through refinancing and appropriate fixed rate instruments such as Non-convertible Debentures (NCDs)	
<b>Regulatory Risks</b>	Environmental norms	<ul style="list-style-type: none"> <li>› Comply to environmental norms, occupational health &amp; safety regulations, energy and quality management systems</li> <li>› Adopt energy-efficient and cleaner technologies</li> <li>› Promote environmental stewardship</li> </ul>	    
	Electricity Authority Regulations	<ul style="list-style-type: none"> <li>› Comply with technical and safety standards requirements</li> <li>› Regulatory provisions</li> </ul>	
<b>Operational Risks</b>	Multi-location manufacturing facilities	<ul style="list-style-type: none"> <li>› Deploy necessary investments</li> <li>› Apply essential quality systems</li> <li>› Plan and monitor day-to-day functioning</li> <li>› Train staff</li> <li>› Obtain appropriate casualty and civil liability insurance</li> </ul>	  
	Occupational Health and Safety (OHS)	<ul style="list-style-type: none"> <li>› Focus on Total Quality Management (TQM)</li> <li>› Regular safety trainings for both permanent and contractual employees</li> <li>› Medical facilities and health insurance benefits</li> </ul>	  
<b>Social Risks</b>	Stakeholder grievances	<ul style="list-style-type: none"> <li>› Regular stakeholder engagement</li> <li>› Engagement with local communities through Corporate Social Responsibility initiatives</li> <li>› Implementation of grievance redressal system</li> </ul>	   

## Business Performance Mapping with UN SDGs

### Mapping the Principles of the United Nations Sustainable Development Goals (UN SDGs)

UN SDG Goals	Activities contributing to the SDG goal	(IR) Mapping
<p><b>1 NO POVERTY</b> End poverty in all its form everywhere</p>	Livelihood development – Page 43 Agriculture Development – Page 43	<p>Social &amp; Relationship Capital</p>
<p><b>2 ZERO HUNGER</b> End hunger, achieve food security and improved nutrition and promote sustainable agriculture</p>	Health, nutrition & sanitation – Page 41	<p>Social &amp; Relationship Capital</p>
<p><b>3 GOOD HEALTH AND WELL-BEING</b> Ensure healthy lives and promote well-being for all at all ages</p>	Health, Nutrition & Sanitation – Page 41 Employee Wellbeing Program – Page 35	 <p>Social &amp; Relationship Capital, Human Capital</p>
<p><b>4 QUALITY EDUCATION</b> Ensure inclusive and equitable quality education and promote lifelong learning opportunities for all</p>	Learning and Development – Page 34-35 Promoting education & skill development – Page 42	 <p>Social &amp; Relationship Capital, Human Capital</p>
<p><b>5 GENDER EQUALITY</b> Achieve gender equality and empower all women and girls</p>	Representation on women in company's management council – Page 36 Women Empowerment – Page 43	 <p>Human Capital, Social &amp; Relationship Capital</p>
<p><b>6 CLEAN WATER AND SANITATION</b> Ensure availability and sustainable management of water and sanitation for all</p>	Health, Nutrition & Sanitation – Page 41	<p>Social &amp; Relationship Capital</p>
<p><b>7 AFFORDABLE AND CLEAN ENERGY</b> Ensure access to affordable, reliable, sustainable and modern energy for all</p>	Promotion of Renewable ways of energy production – Page 46	<p>Natural Capital</p>
<p><b>8 DECENT WORK AND ECONOMIC GROWTH</b> Promote sustained, inclusive and sustainable economic growth, full and productive employment and decent work for all</p>	Certifications (ISO, OSHAS) – Page 49 Safety Performance – Page 35 Chairman's Rolling Trophy – Page 35 Rewards & Recognition program – Page 35 Total Quality Management – Page 35	 <p>Manufactured Capital, Human Capital</p>
<p><b>9 INDUSTRY, INNOVATION AND INFRASTRUCTURE</b> Build resilient infrastructure, promote inclusive and sustainable industrialisation, and foster innovation</p>	Toshiba JSW Power Systems Pvt. Ltd. – Page 30, 90-91	<p>Manufactured Capital, Directors' Report</p>
<p><b>12 RESPONSIBLE CONSUMPTION AND PRODUCTION</b> Ensure sustainable consumption and production patterns</p>	Measures to reduce power consumption – Page 47 Promotion of Renewable ways of energy production – Page 46	<p>Natural Capital</p>
<p><b>13 CLIMATE ACTION</b> Take urgent action to combat climate change and its impacts by regulating emissions and promoting developments in renewable energy</p>	Measures to reduce power consumption – Page 47 Promotion of Renewable ways of energy production – Page 46	<p>Natural Capital</p>
<p><b>15 LIFE ON LAND</b> Protect, restore and promote sustainable use of terrestrial ecosystems, sustainably manage forests, combat desertification, and halt and reverse land degradation and halt biodiversity loss</p>	Tree Plantation – Page 46 Agricultural Development – Page 43	 <p>Natural Capital Social &amp; Relationship Capital</p>

## Corporate Information

### Board of Directors

#### Mr. Sajjan Jindal

Chairman & Managing Director  
Executive Director

#### Mr. Prashant Jain

Joint Managing Director & CEO  
Executive Director

#### Mr. Jyoti Kumar Agarwal

Director - Finance  
Executive Director

#### Mr. Sharad Mahendra

Whole-time Director & COO  
Executive Director  
(from 16<sup>th</sup> May, 2019)

#### Mr. Nirmal Kumar Jain

Non-Executive Director

#### Mr. Chandan Bhattacharya

Independent Director

#### Ms. Sheila Sangwan

Independent Director

#### Mr. Rakesh Nath

Independent Director

#### Mr. Sattiraju Seshagiri Rao

Independent Director

#### Ms. Rupa Devi Singh

Independent Director  
(from 17<sup>th</sup> June, 2019)

#### Mr. Sunil Goyal

Independent Director  
(from 17<sup>th</sup> June, 2019)

#### Ms. Tanvi Shete

Non-Executive Director  
(upto 18<sup>th</sup> July, 2018)

#### Ms. Shailaja Chandra

Independent Director  
(up to 17<sup>th</sup> June, 2019)

### Company Secretary

#### Ms. Monica Chopra

### Senior Management

#### Mr. Satish Jindal

Chief Executive Officer  
JSW Power Trading

#### Mr. Rakesh Mehta

Head - Human Resource

#### Mr. Gyan Bhadra Kumar

Head - Hydro & Renewable

#### Mr. Aditya Agarwal

Head - Thermal

#### Mr. Surya Prakash

Head of Plant - Vijayanagar

#### Mr. Yatish Chhabra

Head of Plant - Ratnagiri

#### Mr. Perveen Puri

Head of Plant - Sholtu

#### Mr. Veeresh Devaramani

Head of Plant - Barmer

#### Mr. C. R. Lakshman

Financial Controller

### Auditors

#### Statutory Auditor

Deloitte Haskins & Sells LLP  
Chartered Accountants

#### Cost Auditor

S.R. Bhargave & Co.  
Cost Accountants

#### Secretarial Auditor

S. Srinivasan & Co.  
Company Secretaries

### Bankers

Axis Bank Limited  
Bank of Baroda  
Canara Bank  
ICICI Bank Limited  
IDBI Bank Limited  
IDFC First Bank  
IndusInd Bank Limited  
Kotak Mahindra Bank  
Mizohu Bank Limited  
Punjab National Bank  
State Bank of India  
Syndicate Bank  
Yes Bank Limited

### Registered Office

JSW Energy Limited  
JSW Centre, Bandra Kurla Complex  
Bandra (East)  
Mumbai - 400 051  
CIN: L74999MH1994PLC077041  
Tel. No. 022 - 4286 1000  
Fax No. 022 - 4286 3000  
Website: www.jsw.in  
E-mail: jswel.investor@jsw.in

### Plant Locations

#### Vijayanagar

Post Box No. 9  
Toranagallu - 583 123  
Bellary District, Karnataka  
Tel. No. 08395 - 252 124  
Fax No. 08395 - 250 757

#### Ratnagiri

Village Nandiwade, Post Jaigad  
Taluka and District Ratnagiri - 415 614  
Maharashtra  
Tel. No. 02357 - 242 501  
Fax No. 02357 - 242 508

#### Barmer

JSW Energy (Barmer) Limited  
Village Bhadresh, P.O. Bhadresh  
District Barmer - 344 001  
Rajasthan  
Tel. No.02982 - 229100  
Fax No.02982 - 229222

#### Sholtu

JSW Hydro Energy Limited  
Karcham Wangtoo, H.E. Project  
Sholtu Colony, P.O. Tapri 172104  
District Kinnaur  
Himachal Pradesh  
Tel. No. 9816507000 / 7807861253 / 55  
Fax No. 01786 - 261258

### Registrar & Share Transfer Agent

Karvy Fintech Private Limited  
Karvy Selenium Tower B  
Plot 31-32, Gachibowli Financial  
District, Nanakramguda,  
Hyderabad - 500032  
Tel. No. 040 - 67161500  
Fax No. 040 - 23001153  
E-mail: einward.ris@karvy.com  
Website: www.karvy.com

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		103-2	The management approach and its components		
		103-3	Evaluation of the management approach		
GRI 307	Environment	307-1	Non-Compliances of the Environmental Laws and Regulations	Social Capital, Natural Capital	40/46
<b>EMPLOYMENT</b>					
GRI 401	Management Approach Disclosure	103-1	Explanation of the material topic and its Boundary	Human Capital	34
		103-2	The management approach and its components		
		103-3	Evaluation of the management approach		
	Employment	401-1	New employee hire and employee turnover		
<b>Occupational Health &amp; Safety</b>					
GRI 403	Management approach disclosure	103-1	Explanation of the material topic and its Boundary	Human Capital	34
		103-2	The management approach and its components		
		103-3	Evaluation of the management approach		
	Occupational Health & Safety	403-1	Occupational Health & Safety management system	Manufactured Capital	30
		403-3	Occupational health services	Human Capital	34
		403-5	Worker training on occupational health & safety		
		403-6	Promotion on worker health		
		403-9	Work related injuries		
<b>Training &amp; Education</b>					
GRI 404	Management approach disclosure	103-1	Explanation of the material topic and its Boundary	Human Capital	34
		103-2	The management approach and its components		
		103-3	Evaluation of the management approach		
	Training and Education	404-1	Average hours of training per year per employee		
		404-2	Program for upgrading employee skills and transition assistance program		

GRI Standard Number	GRI Standard Title	Disclosure Number	Disclosure Title	Reference with Integrated Reporting	Page Number
<b>Diversity and Equal Opportunities</b>					
<b>GRI 405</b>	<b>Management approach disclosures</b>	103-1	Explanation of the material topic and its Boundary	Human Capital	34
		103-2	The management approach and its components		
		103-3	Evaluation of the management approach		
	<b>Diversity and Equal Opportunities</b>	405-1	Diversities of governance bodies and employees		
<b>Non Discrimination</b>					
<b>GRI 406</b>	<b>Management approach disclosure</b>	103-1	Explanation of the material topic and its Boundary	Human Capital	34
		103-2	The management approach and its components		
		103-3	Evaluation of the management approach		
	<b>Non Discrimination</b>	406-1	Incident of discrimination and corrective actions taken		
<b>Local Communities</b>					
<b>GRI 413</b>	<b>Management approach disclosure</b>	103-1	Explanation of the material topic and its Boundary	Social & Relationship Capital	40
		103-2	The management approach and its components		
		103-3	Evaluation of the management approach		
	<b>Local Communities</b>	413-1	Operations with local community engagement, impact assessments, and development programs		
<b>Socio-Economic Compliance</b>					
<b>GRI 419</b>	<b>Management approach disclosure</b>	103-1	Explanation of the material topic and its Boundary	Management discussion & analysis	68
		103-2	The management approach and its components		
		103-3	Evaluation of the management approach		
	<b>Socio Economic Compliance</b>	419-1	Non-compliance with laws and regulations in the social and economic area		

## Independent Limited Assurance Statement on key performance indicator disclosures in the Integrated Annual Report of JSW Energy Limited for the financial year ended March 31, 2019

### The Board of Directors of JSW Energy Limited

We have been engaged by the Management of JSW Energy Limited, to provide a Limited Assurance Statement on key performance indicators ("KPIs") described below and presented in the 'Performance by Capitals' Section of the Integrated Annual Report ("the Report") of JSW Energy Limited ("the Company") for the year ended March 31, 2019.

### Subject Matter

We are required to provide limited assurance on the following KPIs presented as mentioned above, in the Report for the year ended March 31, 2019, in accordance with management's basis of preparation and the "GRI Sustainability Reporting Standards ('In accordance' - Core)" issued by the Global Reporting Initiative ("the GRI Standards").

The terms of management's basis of preparation and the GRI Standards comprise the criteria by which the key performance indicators are evaluated for purposes of our limited assurance engagement.

The subject matter includes the following:

Category	KPI (Unit of measurement)	Scope of coverage
<b>Financial Capital</b>	<b>Revenue (₹)*</b>	Consolidated
	<b>Capital Expenditure (₹)*</b>	Consolidated
	<b>EBITDA*</b>	Consolidated
	<b>Net Debt (₹)#</b>	Consolidated
	<b>Profit after Tax (PAT) (₹)*</b>	Consolidated
	<b>Net Debt to Equity ratio#</b>	Consolidated
	<b>Return on Equity (%)#</b>	Consolidated
	<b>Equity to EBITDA ratio#</b>	Consolidated
	Networth (₹)#	Consolidated
<b>Social and Relationship Capital</b>	Corporate Social Responsibility Expenditure spend during the year (₹)*	Consolidated
<b>Manufactured Capital</b>	Power generation capacity – Thermal and Hydro (MW)#	Consolidated
	Plant wise PLF (Thermal) (%)*	Site specific
	Plant wise PLF (Hydro) (%)*	Site specific
	Specific Oil Consumption (ml/kWh)*	Site specific
	Specific Coal Consumption (kg/kWh)*	Site specific
	Specific Raw Water Consumption (m <sup>3</sup> / million kWh)*	Site specific
	Specific DM Water Consumption (m <sup>3</sup> / million kWh)*	Site specific
	Fly Ash utilisation (%)*	Site specific
<b>Human Capital</b>	Total number of employees by employment category#	Consolidated
	Total number of permanent differently abled employees#	Consolidated
	Voluntary attrition rate (%)#	Consolidated
	Female Representation in Management Councils/Committees (%)#	Consolidated
	Total number of permanent women employees#	Consolidated
	Lost Time Incidents (LTI) reported across plants*	Site specific
	Lost Time Injury Frequency Rate (LTIFR) reported across plants*	Site specific
	Number of employee associations#	Consolidated
Permanent employee representation in employee associations (%)#	Consolidated	
<b>Natural Capital</b>	Total Energy Saving achieved across plants (million kWh)*	Consolidated
	Non GHG Air Emission reported across plants (SO <sub>x</sub> , NO <sub>x</sub> and SPM) (mg/Nm <sup>3</sup> )*	Site specific
	Water Consumption (kl)*	Consolidated
	Waste Generation (Hazardous and Non- Hazardous Waste) (MT)*	Consolidated

# As at March 31, 2019

\* For the year ended March 31, 2019

## Responsibility of the Directors

The Company's management is responsible for the selection, preparation and presentation of the KPIs for the year ended March 31, 2019, in accordance with the criteria mentioned above. This responsibility includes the identification of KPIs, preparation in accordance with the management's basis of preparation, the identification of stakeholders and stakeholder requirements, material matters and for commitments with respect to sustainability performance. The management is also responsible for design, implementation and maintenance of adequate internal controls to facilitate collection, calculation, aggregation and validation of the data, relevant to the KPIs and preparation of the Report that is free from material misstatement, whether due to fraud or error.

## Our Independence, Ethical Requirements and Quality Control

We have complied with independence policies of Deloitte Haskins and Sells LLP, which address the requirements of the International Federation of Accountants ("IFAC") Code of Ethics for Professional Accountants in the role as independent auditors. We have complied with the relevant applicable requirements of the International Standard on Quality Control ("ISQC") 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

We also confirm that we have maintained our independence in the Report and there were no events or prohibited services related to the Assurance Engagement which could impair our independence.

## Our Responsibility

Our responsibility is to express a limited assurance conclusion on the KPIs, set out in the subject matter paragraph, as disclosed in the 'Performance by Capitals' Section of the Report for the year ended March 31, 2019, based on the procedures we have performed and the evidence we have obtained. We conducted our limited assurance in accordance with International Standard on Assurance Engagement 3000 (Revised) Assurance Engagements Other than Audits or Reviews of Historical Financial Information (herein referred as "ISAE 3000") issued by the IFAC. This standard requires us to comply with ethical requirements and to plan and perform our limited assurance engagement to obtain sufficient appropriate evidence about whether the KPIs are free from material misstatement.

A limited assurance engagement is substantially less in scope than a reasonable assurance engagement in relation to both risk assessment procedures, including an understanding of internal controls, and the procedures performed in response to the assessed risks. The procedures

we performed were based on our professional judgment and included inquiries, observation of process followed, inspection of documents, analytical procedures, evaluating appropriateness of quantification methods, agreeing or reconciling with underlying data, etc.

We have relied on the information, documents, records and explanations provided by the Company for the purpose of our review.

Our procedures do not include detailed testing of source data or the operating effectiveness of processes or internal controls or review of the Company's financial performance and any other KPIs.

The procedures performed in a limited assurance engagement vary in nature from, and are less in extent than for, a reasonable assurance engagement. As a result, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed. Accordingly, we do not express a reasonable assurance opinion about whether the KPIs have been presented, in all material respects, in accordance with management's basis of preparation.

Further, a limited assurance engagement does not constitute an audit or review of any of the underlying information in accordance with International Standards on Auditing or International Standards on Review Engagements and accordingly, we do not express an audit opinion or review conclusion.

## Our Approach and Methodology

Our work was carried out by a multi-disciplinary team of professionals and risk advisory assurance specialists in accordance with the International Standard on Assurance Engagements 3000 (ISAE 3000) (Revised). To achieve limited assurance the ISAE 3000 (Revised) requires that we review the processes, systems and competencies used to compile the areas on which we provide assurance. This is designed to give a similar level of assurance to that obtained in the review of interim financial information. It does not include the detailed testing of source data or the operating effectiveness of processes or internal controls.

The following procedures were performed:

- Carried out discussions with key personnel including senior executives from select sample plant locations (Ratnagiri, Barmer, Baspa II HEP and Karcham Wangtoo Hydro plant) and the corporate office to understand the governance, systems and controls in place during the reporting period;

- Review of records and relevant documentations including information from audited financial statements submitted by the Company to support relevant KPIs, presented in the 'Performance by Capitals' Section of their Report for FY2019;
- Analysis and review, on the basis of sample testing of key structures, systems, processes, procedures relating to collation, aggregation, validation and reporting of the selected KPI(s) for the sample plant locations.

We have relied on the information, documents, records and explanations provided by the Company for the purpose of our review.

### Our Conclusions

The procedures we performed and the documents and records that were made available to us and the information and explanations provided to us by the Company in connection to the review of the KPIs set out in the subject matter paragraph, as disclosed in the 'Performance by Capitals' Section of the Report for the year ended March 31, 2019, provide an appropriate basis for our conclusion.

Based on the procedures performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the KPIs set out in the subject matter paragraph for the year ended March 31, 2019, are not prepared, in all material respects, in accordance with the management's basis of preparation and the GRI Standards.

### Other Matters

Our report does not extend to any disclosures or assertions relating to future performance plans and/or strategies disclosed in the reports. The maintenance and integrity of the JSW Energy Limited website is the responsibility of its management. Our procedures did not involve consideration of these matters and, accordingly we accept no responsibility for any changes to either the information on the website, the reports or our independent assurance report that may have occurred since the initial date of presentation.

### Restriction on use and distribution

Our work has been undertaken to enable us to express a limited assurance conclusion on the KPI disclosures to the directors of the Company in accordance with the terms of our engagement, and for no other purpose. We do not accept or assume liability to any party other than the Company, for our work, for this report, or for the conclusion we have reached.

For **DELOITTE HASKINS & SELLS LLP**

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

**Pratiq Shah**

Partner

(Membership No. 111850)

Place: Mumbai

Date: July 18, 2019

# Management Discussion and Analysis

## JSW Energy Corporate Overview

JSW Energy is part of the \$14 Billion JSW Group and engaged in the businesses of power generation, power transmission and power trading. It has an operational generation capacity of 4,541 MW spread over the states of Karnataka, Maharashtra, Rajasthan, Himachal Pradesh, Andhra Pradesh and West Bengal, besides transmission assets in Maharashtra and mining assets in Rajasthan in joint ventures. JSW Energy began its commercial operations in FY2000, with the commissioning of its first 2x130 MW thermal power plant at Vijayanagar, Karnataka. Since then, the Company has steadily enhanced its power generation capacity from 260 MW to 4,541 MW across portfolio of Thermal (3,140 MW), Hydro (1,391 MW) and Solar (10 MW), ensuring diversity across geographies, fuel sources and power offtake arrangements.



In FY2019, JSW Energy reinforced its dominant position in the Indian power sector by further de-risking its business profile through higher long-term Power Purchase Agreement (PPA) proportion and stronger balance sheet. This has created a robust platform for the Company to pursue attractive growth opportunities in power and related businesses.

### Competitive Advantages

#### I. Efficient Capital Allocation

JSW Energy's prudent capital allocation strategies have enabled it to balance the risk-return dynamics and navigate amidst various industry challenges, thereby protecting value for the Company's stakeholders.

#### II. Robust Balance Sheet

The Company's strong cash flow generation has enabled it to significantly deleverage its balance sheet and create headroom for embarking on strong growth opportunities.

#### III. Efficient Operating Assets

With consistent focus on operational excellence, JSW Energy has proven its project execution skills by optimising both time and costs. JSW Energy's plants are amongst the best thermal power assets in India. Through focused innovation and adoption of global best practices, it has achieved one of the lowest O&M costs in the industry.

# Management Discussion and Analysis

## Economic Overview

### Global Economy

Since the beginning of CY2019, global economic activity has been losing momentum characterised by softer domestic demand in the US and China, uncertainty around Brexit and the US-China trade tensions. Further, crude oil prices have remained volatile, reflecting evolving demand-supply conditions and geo-political concerns.

According to the United Nations, global economic growth remained steady at 3.1% in CY2018, and is expected to be around 3% in CY2019. The growth in global industrial production and merchandise trade volumes has been tapering since the beginning of CY2018, especially in trade-intensive capital and intermediate goods sectors. The key factors impacting economic growth include escalating trade disputes, risks of financial stress and an undercurrent of geopolitical tensions. Several developed economies are facing capacity constraints which may also weigh on growth in the short term.

As per the International Monetary Fund (IMF), the world economic growth is expected to marginally slowdown in CY2019. The deceleration in growth reflects lower growth in several major economies including the Eurozone, Latin America, the US, the UK, Canada and Australia. In the US, the boost from fiscal stimulus is likely to fade and high interest rates may adversely impact consumer spending. In the Eurozone, uncertainty due to rising global tensions and Brexit will impact economic growth. China, in the meantime, will experience the twin pressures of the US tariffs and mounting

debt levels. A strong US Dollar is likely to impact emerging market currencies, but this effect is likely to reduce later in FY2020 due to a slowdown of the US economy.

### Indian Economy

In FY2019, India's GDP grew at a healthy 6.8%, primarily led by construction, manufacturing and power sectors. As per CARE Ratings, the capex spent by the Government in FY2019 has improved to ₹3.17 Lakh Crore vis-à-vis ₹2.63 Lakh Crore in FY2018; however, pick up in private investment has been slow.

During the year, India improved its position by 23 places in World Bank's latest 'Doing Business Report' to be at 77<sup>th</sup> rank among 190 countries. India's leap of 23 ranks in the Ease of Doing Business ranking is significant, considering that only in the previous year India had improved its rank by 30 places. As a result of continued efforts by the Government, India has improved its rank by 53 positions in the last two years and 65 positions in the last four years, a rare feat for any large and diverse country of the size of India.

Despite strong economic performance, the Banking sector has remained under tight liquidity for most of the fiscal year. Considering benign inflation, the Reserve Bank of India (RBI) has sequentially reduced its key policy rate three times in a row, since Monetary Policy Committee (MPC) meeting in February 2019. MPC has pegged the GDP growth at 7.0% in FY2020. In the year ahead, the Government of India is likely to prioritise infrastructure development, which may encourage private sector spending and boost investments.



## Industry Review

### Thermal Coal

#### Global Perspective

As per the BP Energy Outlook 2019, growth in global coal consumption in CY2018 stood relatively flat vis-à-vis a slowdown in the previous year. While Chinese and Organisation for Economic Co-operation and Development (OECD) consumption fell, this was partly offset by increased demand in India and other emerging Asian economies.

Going forward, as per the BP Energy Outlook 2019, global coal demand is expected to be largely flat, in sharp contrast to the past 20 years, during which coal was the largest source of energy growth. Much of the slowdown is driven by China and OECD, who have been steadily moving towards cleaner, lower-carbon fuels as an alternative to coal. Unsurprisingly, the key threat to coal comes from Renewable Energy.

India is perceived to be a key growth market for coal consumption wherein its market share is expected to more than double to around a quarter in 2040. The majority of the increase in coal consumption in India and other developing Asian countries stems from a high projected economic growth, which in turn leads to increased power demand.

#### Indian Perspective

Total coal consumption in India stood at ~980 million tonnes (MnT) in FY2019. The domestic coal production was 739 MnT and the balance 240 MnT was imported. Coal imports grew by ~13% on a y-o-y basis due to shortage in supply of domestic coal to captive and non-power coal consumers such as cement, metal and other power intensive industries. For FY2019, the total offtake of Coal India Limited (CIL) and Singareni Collieries Company Ltd. (SCCL) was ~676 MnT, a growth of 4.8% over FY2018 offtake. The supply to power sector was ~543 MnT in FY2019, a growth of 7.0% y-o-y. Going forward, CARE Ratings expects coal production to improve by 6-7% in FY2020, largely aided by miners focusing on surface mining of coal over underground mining, which significantly helps in containing cost and in improving productivity.

#### Indian Power Sector

India is one the fastest growing economies in the world. As the economy surges ahead with strong momentum, reliable, affordable and sustainable power supply becomes fundamental to growth. As per World Bank's Doing Business Report, India has made significant progress in Ease of Getting Electricity over the last four years. India's position improved by 113 places to 24 in CY2018 from 137 in CY2014, among 190 countries worldwide.

While coal dominates India's current energy mix, share of Renewable Energy has been rising over the last few years, underpinned by robust capacity additions. Simultaneously,



old and inefficient coal-based capacities have started retiring in a phased manner. While domestic coal availability under linkage has improved, availability under e-auction route continues to remain a concern, especially for the private sector. Constraints in domestic coal have been met by imports and during FY2019, growth in imported coal overtook domestic coal. Imported coal prices, on the other hand, remained elevated during most part of FY2019 and softened only during the last quarter. At an all-India level, financial health of power distribution companies worsened over FY2019, reversing the improving trend seen since Ujjwal DISCOM Assurance Yojana (UDAY). Overall ACS-ARR gap also deteriorated by ₹0.06 per kWh over FY2018. Although some states have shown improvement, broad-based recovery is still a few years away. Further, the power procurement structure seems to be pivoting to short- and medium-term PPAs, driven by low-cost Renewable Energy and lower merchant market tariffs.

Power demand in the country has been increasing gradually and is expected to remain healthy over the medium term, mainly attributable to rapid urbanisation and unlocking of strong rural demand. On the supply side, capacity additions have started shedding momentum over the last two years, along with retirement of old and inefficient thermal plants in a phased manner, which should result in demand-supply balancing in the medium term.

# Management Discussion and Analysis



**India's Overall Installed Capacity**  
**356.1 GW**

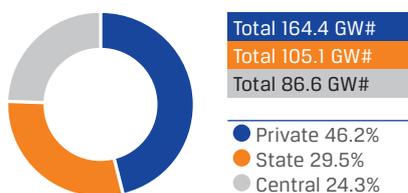
### Capacity Review

The total generation capacity in the country increased to 356.1 GW during FY2019 from 344.0 GW a year ago. This net capacity addition of 12.1 GW was led by 8.6 GW increase in Renewable Energy segment (RES), with solar and wind contributing to 6.5 GW and 1.6 GW, respectively. Renewable Energy landscape in India has transformed significantly in the last three years, with renewable capacity growing at a CAGR of ~19%. However, momentum of capacity addition is slowing due to policy and project execution headwinds. During FY2019, RES added 8.6 GW against 11.8 GW capacity addition in FY2018 and 14.4 GW in FY2017. Also, the capacity addition fell short of the target of 21.8 GW set for FY2019.

### Sector-wise Installed Capacity (%)

(as on 31<sup>st</sup> March, 2019)

**356.1 GW**

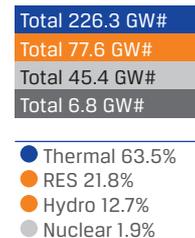


Source: CEA  
# Refers to total installed capacity of respective sectors

### Segment-wise Installed Capacity (%)

(as on 31<sup>st</sup> March, 2019)

**356.1 GW**

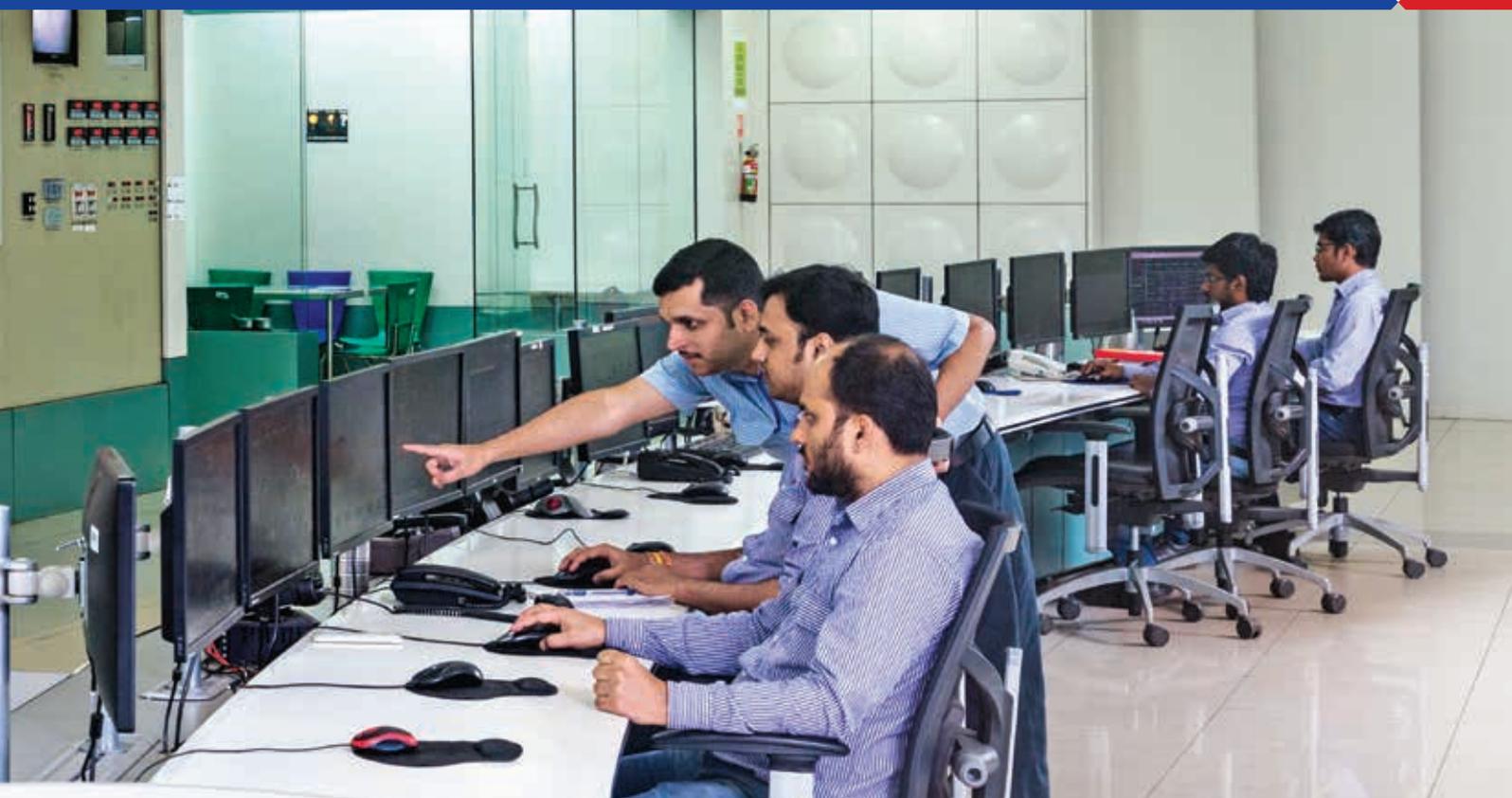


Source: CEA  
# Refers to total installed capacity of respective segments

### Installed Capacity as on March 31, 2019

	Thermal	Nuclear	Hydro	RES	Total
State	72.8	0.0	29.9	2.3	105.1
Private	87.4	0.0	3.4	73.7	164.4
Central	66.1	6.8	12.1	1.6	86.6
<b>Total</b>	<b>226.3</b>	<b>6.8</b>	<b>45.4</b>	<b>77.6</b>	<b>356.1</b>

The pace of capacity addition in the thermal segment has also waned in the last few years. During FY2019, thermal segment, on a net basis, added 3.4 GW vis-à-vis 4.6 GW in FY2018 and 7.6 GW in FY2017. In the last fiscal, around



2.4 GW of thermal capacity retired, predominantly from the state sector, and this trend is likely to continue for the next few years. With limited capacity additions and retirement of old and inefficient thermal plants, existing thermal Plant Load Factor (PLF) are showing improving trends.

#### Thermal PLF

Period	FY2019	FY2018
All-India	61.0%	59.8%
- Central	72.6%	71.4%
- State	57.7%	55.1%
- Private	54.9%	55.0%

The All-India thermal PLF stood at 61.0% for FY2019, up from 59.8% in the corresponding period last year, primarily driven by State and Central sectors. While private sector PLF remained flat over this period, it is expected to firm up going forward with balance in demand-supply dynamics, aided by strong demand growth and slowdown in capacity addition.

#### All India Power Demand

The Government of India has made remarkable progress in providing access to electricity to all the villages in the last few years. In CY2018, the country achieved 100% electrification of its villages, and nearly completed universal household electrification by the end FY2019, thereby unlocking latent demand from the rural households in the country. Universal access to reliable and affordable power plays a crucial role in

supporting a country's economic prospects. India is amongst the world's largest producers and consumers of power, however the per capita power consumption in the country is just a third of the world average at around ~1,180 kWh, providing enormous room for growth.

During FY2019, the overall power demand grew at a healthy rate of 5.0% y-o-y and stood at 1,275 BUs. Peak power demand touched an all-time high of 177 GW in FY2019, with an increase of 8.0% y-o-y. Rajasthan, Madhya Pradesh, Telangana, Andhra Pradesh, Bihar, Odisha and Jharkhand were some of the key states strongly driving demand growth during the fiscal year. Demand growth in South region improved by 6.0% y-o-y in FY2019 from 4.8% y-o-y in previous fiscal. In West region, growth partially moderated compared to previous fiscal but remained healthy at 6.0% y-o-y. East region sustained its momentum and grew at a robust rate of 6.7% y-o-y. North and North East regions witnessed significant slowdown in growth from last fiscal to 2.8% y-o-y and 2.9% y-o-y, respectively.

#### All India Power Generation

Commensurate with demand, power generation grew by 5.2% y-o-y during FY2019. Generation from RES remained robust at 24.5% y-o-y growth, underpinned by aggressive capacity additions during the year. While thermal power generation grew 3.4% y-o-y, it still constitutes about 80% of the overall generation.

## Management Discussion and Analysis

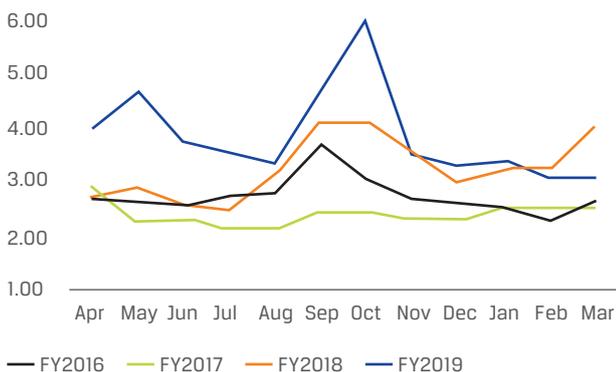
### All India Power Generation

Period	FY2019 (BUs)	FY2018 (BUs)	y-o-y (%)
Thermal	1,072	1,037	3.4
Hydro	135	126	7.0
RES	127	102	24.5
Others	42	43	(2.3)
<b>Total</b>	<b>1,376</b>	<b>1,308</b>	<b>5.2</b>

### Indian Merchant Power Market

On the backdrop of strong power demand, the merchant power market environment was also vibrant during the year. The volume traded at Indian Energy Exchange (IEX) witnessed ~12% y-o-y increase in FY2019, while the average merchant tariff rose ~18% y-o-y to ₹3.85 per kWh from ₹3.26 per kWh in previous fiscal. The average monthly prices in the month of October 2018 soared to ₹5.94 per kWh (highest in the last eight years) while the peak spot prices hit an all-time high of ₹19.99 per kWh during the month.

### Monthly Merchant Tariff Trend (₹/kWh)



Particular in ₹/kWh	FY2019	FY2018	FY2017	FY2016
IEX Average Market Clearing Price (MCP)	3.85	3.26	2.42	2.73

### Government Initiatives

#### UDAY

Ujjwal DISCOM Assurance Yojana (UDAY) was launched in 2015 for financial turnaround and operational improvement of State Distribution Companies (DISCOMs) that were beleaguered by high financial losses and significant operational inefficiencies. A total of 27 States and 5 Union Territories have adopted the Scheme and their performance is tracked on a total of 14 financial and operational parameters. At an aggregate level, 15 State Governments have issued bonds worth ₹2.32 Lakh Crore covering ~86% of the debt taken over by them. This has resulted in lower finance cost for the DISCOMs, thereby improving their financial performance over the last three years. Also, significant reduction in ACS-ARR gap has improved the financial viability of these DISCOMs, although the ACS-ARR gap worsened in FY2019 over FY2018. At the national level,

Aggregate Technical & Commercial (AT&C) losses reduced to 18.3% in FY2019 as compared to 20.74% in FY2016. States like Gujarat, Punjab, Uttarakhand, Himachal Pradesh, Andhra Pradesh, Karnataka, Telangana, Tamil Nadu and Kerala have shown remarkable progress in lowering their AT&C losses below the 15% target while on the other hand, states such as Arunachal Pradesh (~65%), Mizoram (~57%), J&K (~50%), Jharkhand (~32%) and Madhya Pradesh (~32%) continue to exhibit high AT&C losses.

#### SHAKTI

Scheme for Harnessing and Allocating Koyala (Coal) Transparently in India (SHAKTI) was launched in May 2017, for allocation of coal linkages in a transparent manner and resolution of stressed power assets. Under the scheme, auction of coal linkages for Independent Power Producers (IPPs) with PPAs based on domestic coal was successfully conducted in FY2018. Subsequently, Fuel Supply Agreements of almost 27 MTPA were executed with various domestic coal-based projects with an aggregate capacity

### IEX Average MCP (FY2019)

# ₹3.85 per kWh



of 11,549 MW. In March 2019, the Coal Ministry undertook another progressive measure by relaxing the eligibility norms for securing coal linkages and allowing IPPs without PPAs to participate in the auction, with a caveat that power generated from the coal is either sold on spot power exchanges or through the national e-bidding 'DEEP' portal.

#### SAUBHAGYA

In September 2017, the Government of India launched Pradhan Mantri Sahaj Bijli Har Ghar Yojana (SAUBHAGYA) to achieve the goal of universal household electrification in the country by March 2019. The total outlay of the scheme was pegged at ₹16,300 Crore, with rural share of ₹14,000 Crore and urban share of ₹2,300 Crore. Almost all of the 26.3 Million households have been electrified by the end of FY2019. Providing last mile connectivity through household electrification ensures inclusive growth, enhances the quality of life and helps unlock latent power demand in the country.

#### Pilot scheme for Procurement of 2,500 MW Power

In FY2019, the Ministry of Power introduced the concept of pilot scheme for procurement of power for a period of three years, based on competitive bidding, from IPPs that were under stress due to lack of PPAs. Two rounds of pilot schemes have been conducted till date with Power Finance Company acting as the nodal agency for both rounds of auction. Under Pilot Scheme-I, PTC India Ltd. acted as the aggregator and signed PPAs aggregating to 1,900 MW

out of 2,500 MW with seven power projects, and power supply agreements with various state DISCOMs. PPAs were signed at a tariff of ₹4.24 per kWh, with no escalation in tariff clause, fixed cost component at ₹0.01 per kWh and a minimum power offtake guarantee of 55%. In the second round, termed as Pilot Scheme-II, National Hydroelectric Power Corporation (NHPC) was appointed as the aggregator and auction was conducted for a total of 2,500 MW three-year PPAs. The price discovered in this second tranche was ₹4.41 per kWh and the tariff structure included fuel cost escalation, along with a minimum power offtake guarantee of 85%. PPAs under this round are yet to be signed.

#### Sector Challenges

In a rapidly evolving developing economy, ensuring energy security for the nation is of paramount importance. Providing access to reliable and affordable power supply is crucial for inclusive and sustainable growth. While the Government has made some progress in recent years by introducing several reforms and schemes aimed at making the sector more transparent, competitive and efficient, several challenges still prevail in the power sector.

Saddled by financial losses and operating inefficiencies, DISCOMs continue to remain the weakest link in the power sector value chain. Under UDAY, lower finance cost has helped in improving DISCOM financials, however the pace of operational improvements has been slower than expected and implementation measures have lagged targets. Overall, states have displayed a mixed performance and according to CRISIL Research, the aggregate external debt of DISCOMs is likely to revert to pre-UDAY level. Hence, cost-reflective tariffs, which will help bridge ACS-ARR gap, and material reduction in AT&C losses using measures such as smart metering are critical for turnaround of DISCOMs.

Furthermore, ~34 thermal power projects (mostly in private sector) with a combined capacity of 40 GW are stressed. The stress primarily emanates from fuel supply constraints, lack of long-term PPAs, change-in-law issues, project cost-overruns, regulatory and contractual disputes and inability of promoter to infuse equity and service debt. These assets together account for ₹1.8 Lakh Crore in outstanding loans to the Indian Banking sector forming a large part of the banks' Non-Performing Assets (NPAs). Timely resolution of these stressed assets remains a key challenge for the sector.

In FY2019, total domestic coal despatch to power sector grew by 7.0% while coal imports rose 12.9% y-o-y. During Q3FY2019, thermal power plants were reeling under severe coal shortage and close to 30 power plants had critical/supercritical coal stock level. This shortage of coal was a key driver of the surge in spot power market tariffs in the month of October 2018. Hence, higher availability of domestic coal, primarily e-auction coal and strengthening of coal logistics infrastructure are key requirements for improving the health of the sector.



## Management Discussion and Analysis

### Outlook

With a growing population, and rapid urbanisation, the outlook for power demand is sanguine over the medium term. The successful implementation of village and household electrification drives should provide further impetus to power demand in the country.

Further, resolution of stressed assets and thus consolidation in the sector is likely to aid the demand-supply balance. With the release of new prudential framework for resolution of stressed assets by the RBI in May 2019, expeditious resolution of these assets is expected over the next two years.

On the supply-side, capacity additions will be driven by Renewable Energy, supported by Renewable Purchase Obligation (RPO) for solar as well as non-solar segment. Thermal capacity additions will be minimal and old, inefficient thermal capacities that cannot meet the new environment norms will continue to retire in a phased manner. This, along with strong power demand growth, will result in gradual improvement in Thermal PLFs. This may also provide more visibility on signing of new long-term PPAs. However, domestic coal and rake availability and imported coal prices, especially for private sector power plants, continue to remain key concerns to watch out for.

On the distribution front, UDAY implementation appears to be progressing, albeit at a sedate pace. Bringing down AT&C losses and reducing ACS-ARR gap will be key in financial turnaround of DISCOMs. Additionally, other measures such as smart-metering and feeder segregation should be implemented timely to improve operational efficiencies.

Further, reforms such as direct benefit transfer scheme for plugging leakages in power sector subsidies, separation of carriage of electricity (wires) and content (power supply), privatisation of distribution etc. will help in improving transparency in the system and enhancing sustainability of the power sector.

### Renewable Energy

India has continued to make significant progress to combat climate change and build a low-carbon future, by increasing the share of non-fossil fuel based power generation capacity in the country over the last three years. Under the Nationally Determined Contributions of Paris Climate Agreement, India pledged to increase the share of non-fossil fuel based power generation capacity to 40% of overall installed capacity by the year 2030.

To accomplish this ambitious goal, the Government of India has set a target to achieve 175 GW of installed Renewable Energy capacity by FY2022. This includes 100 GW from solar power, 60 GW from wind power, 10 GW from bio-power and 5 GW from small hydro power. Additionally, the Government

of India in March 2019 adopted a new set of hydropower policy measures, which will provide much needed fillip to the hydropower sector.

Policy thrust on renewables, improvement in technology and support from the industry has helped renewable capacity garner momentum in India. The share of non-fossil fuel based installed capacity has increased from ~28% in FY2016 to ~35% in FY2019, with share of renewable capacity increasing to ~22% from ~14% during the same period. Between FY2016 and FY2019, India added 34.8 GW of renewable and 2.6 GW of hydropower capacity.

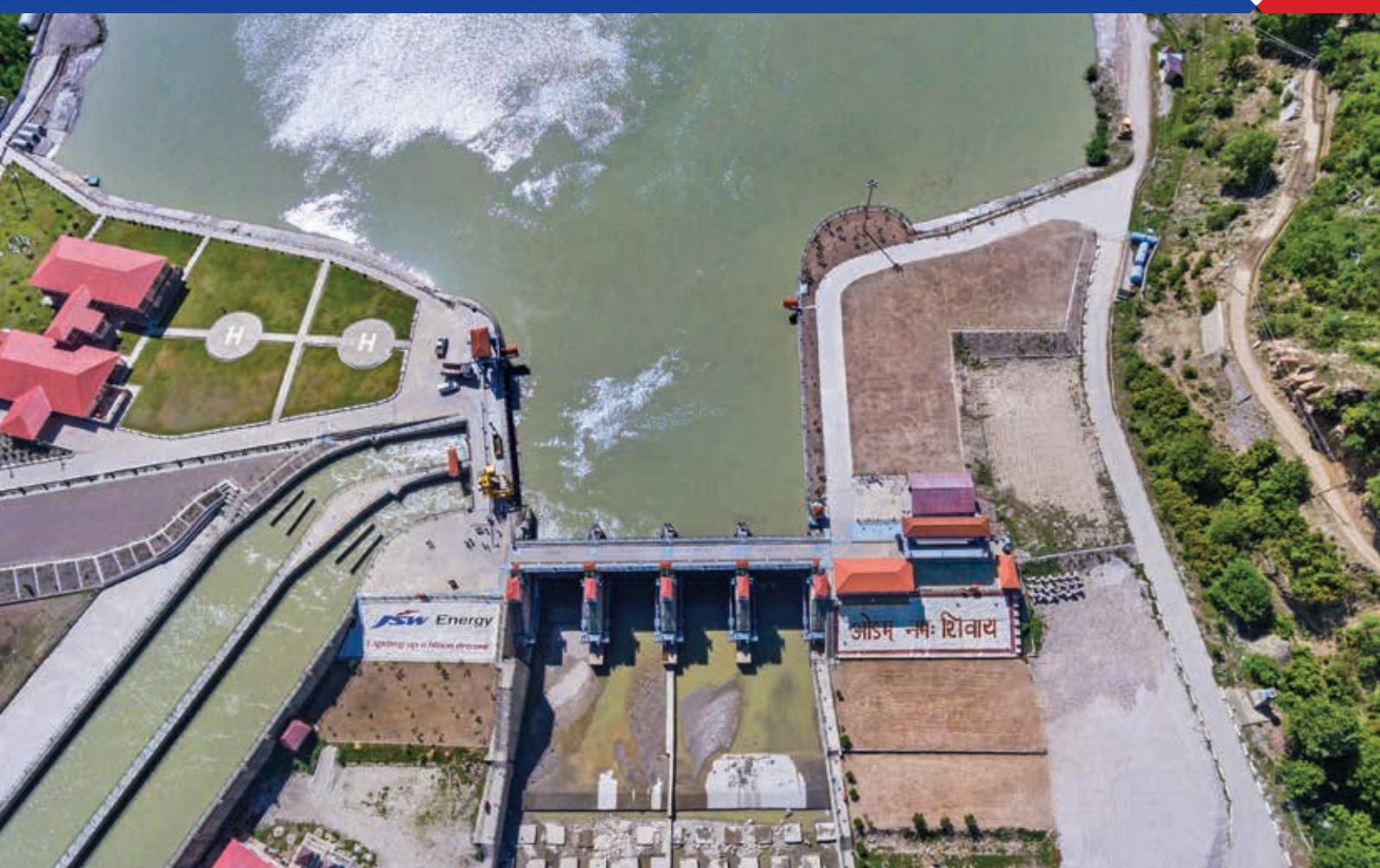
Solar energy has spearheaded the growth of Renewable Energy over the last few years. Solar power tariffs plunged to record low of ₹2.44 per kWh in Bhadla Phase-III solar park auction in Rajasthan in 2016. Since then, most tariff bids have remained range-bound between ₹2.5 to ₹3.0 per kWh. The imposition of safeguard duty on solar panels and modules, introduced in July 2018, impacted the solar tariffs and the bidding activity, albeit for a limited period. To meet the impending demand for solar panels, the Government has introduced various supportive policies and schemes. In line with the 'Make in India' mission, the Government issued a tender in May 2018 for setting up solar PV cell and module manufacturing capacities linked with assured offtake of 20 GW. Moreover, 47 solar parks with a cumulative capacity of ~27 GW have been approved in 21 states during FY2019, and aggregate projects of ~4 GW have been commissioned by the end of November 2018.

Implementation of Renewable Purchase Obligation (RPO) is another pivotal measure by the Government to promote Renewable Energy in India. The Ministry of Power, in June 2018, announced RPO targets for a three-year period FY2020 to FY2022, for all States/UTs. The targets (for Solar and Non-Solar RPOs combined) have been set at 17.5% for FY2020, 19.0% for FY2021 and 21.0% for FY2022.

To mitigate the associated infrastructure challenges and facilitate integration of RES projects, Intra State Transmission System (InSTS) project was launched under the National Green Corridor Programme in FY2016, with a total project outlay of ₹10,141 Crore. This project is being implemented by State Governments of eight renewable rich states of Tamil Nadu, Rajasthan, Karnataka, Andhra Pradesh, Maharashtra, Gujarat, Himachal Pradesh and Madhya Pradesh for building transmission lines (9,400 c kms) and sub-stations (approximately 19,000 MVA) and is set to complete by March 2020.

### Hydropower Policy

According to the Indian Government, India's hydroelectric potential is about 145 GW, of which only ~34% or 50 GW is being commercially utilised. As per Central Electricity Authority (CEA), 13 hydropower projects aggregating to



5 GW are currently stalled due to various reasons, ranging from financial constraints to environmental issues. These projects represent ~40% of the current under-construction hydropower capacity in the country. Over the last decade, hydropower capacity has grown at a sluggish pace, with a CAGR of ~2%. Moreover, between FY2009 and FY2019, the share of hydropower in installed capacity has halved from ~25% to ~13%. At this juncture, comprehensive policy reforms are imperative for revival of the hydropower sector.

Therefore, to boost the hydropower sector, the Government announced several new measures in March 2019, which, inter alia, included all Large Hydropower Projects (LHPs), i.e., projects with more than 25 MW capacity, within the ambit of Renewable Energy. According to the CEA, India's Renewable Energy sector had an installed capacity of 77.6 GW at the end of FY2019. With the inclusion of LHPs, the Renewable Energy capacity would now be 123 GW. This will help India meet its 2030 non-fossil fuel based capacity target under Paris Accord on Climate Change.

The measures also introduced Hydropower Purchase Obligation (HPO) as a separate category within the non-solar Renewable Purchase Obligation (RPO). This HPO will cover all LHPs commissioned after March 8, 2019. The untied capacity of previously commissioned projects will also be able to avail this benefit.

Hydropower tariffs are higher in the initial years due to loading of costs of flood moderation and enabling infrastructure in the total project cost. With the new measure, funding support will be provided for enabling infrastructure like roads and bridges of ₹1.5 Crore per MW for projects up to 200 MW and ₹1 Crore per MW for projects above 200 MW. Additionally, budgetary support for funding flood moderation component of hydropower projects will be provided on case to case basis.

Further, the tariff rationalisation measures provide flexibility to developers to determine tariff by allowing back loading (reducing) of tariff after increasing project life to 40 years, increasing debt repayment period to 18 years and introducing escalation in tariff of 2% per annum.

## Management Discussion and Analysis



**Net Power Generation**  
**22.09**  
**Billion Units**

### JSW Energy – Operational Review

The Company's net generation in FY2019 stood at 22,088 MUs vis-à-vis 21,816 MUs in the previous year. It generated a total income of ₹9,506 Crore in the current fiscal compared to ₹8,514 Crore in the last fiscal. The deemed PLF was 65.18% for FY2019 as against 64.53% for FY2018.

#### Plant-wise PLF and net generation

Plant	FY2018		FY2019	
	PLF (%)	Net Generation (MUs)	PLF (%)	Net Generation (MUs)
Vijayanagar	53.27	3,703	50.42	3,515*
Ratnagiri (deemed PLF)	68.50	6,111	79.32	7,353
Barmer (deemed PLF)	84.32	6,140	84.28	6,017
Sholtu (hydro)	51.87	5,862	46.05	5,204
<b>Total</b>		<b>21,816</b>		<b>22,088</b>

\* Includes 4 MUs generated from solar plants.

### Future Growth Strategies

#### Inorganic Growth

The power sector is going through a consolidation wave with multiple assets being available for acquisition at attractive valuations. With a strong balance sheet and history of successful acquisition in the past, the Company aims to leverage on these opportunities in a calibrated

manner. To ensure that the Company continues to deliver lucrative returns to its shareholders, the opportunity assessment framework involves key parameters such as security and proximity of fuel supply from domestic coal sources, visibility on power offtake by long-term power purchase agreements, and low cost of power generation. Ensuring low power generation cost is of prime importance as it places the tariffs in the lower strata of the state DISCOM's merit order dispatch, hence fending off the offtake risks and receivable risks. The Company expects the new prudential framework for resolution of stressed assets by the RBI, along with the Insolvency and Bankruptcy Code (IBC), and implementation of various Government schemes for bringing structural reforms in the power sector to significantly aid in the resolution of stressed assets over the next two years.

#### Renewable Energy Business

JSW Energy has been evaluating growth opportunities in the Renewable Energy segment. The Company firmly believes that Renewable Energy is at the core of India's future energy goals and, with significant impetus by the Government on adoption of clean energy, meaningful opportunities will emerge in the near future. Over the medium term, the Company looks forward to meaningfully expand its footprint in the Renewable Energy segments, both in solar and wind, by developing large-scale projects.



### Organic Growth

JSW Energy is evaluating to revive the construction at its Kutehr plant, in Himachal Pradesh, for a 240 MW Hydropower plant and further enhance its presence in the non-fossil fuel segment. The Company's efforts to revive the project are further strengthened by the Government of India's steps to promote hydropower in the country by adopting measures such as declaring hydropower as Renewable Energy, introducing Hydro Purchase Obligations and providing budgetary support for building enabling infrastructure like roads and bridges etc. Additionally, amendment in the state hydropower policy of Himachal Pradesh that allows deferment of 12% free power obligation during the first 12 years to later periods in the allotted projects, is favourable for the Kutehr project.

### Operational Performance during FY2019

#### Thermal Power Plants

##### Vijayanagar

**PLF:** The plant comprises two separate Business Units (SBUs) – SBU 1 and SBU 2. In FY2019, the plant achieved an average PLF of 50.42% as against 53.27% in the previous fiscal.

**Total net power generated:** 3,515 MUs

**Power sales:** Primarily to JSW Steel Limited, JSW Cement Limited, Power Exchanges in India and State Distribution Companies

#### Key strengths of the plant

- › Located in southern region, which has traditionally seen higher demand for power
- › Low-cost and operationally strong plant leading to high fuel efficiency, lower O&M cost and higher PLF efficiency.

#### Ratnagiri

**PLF:** In FY2019, the plant operated at an average deemed PLF of 79.32% as against an average deemed PLF of 68.50% in the previous year.

**Total net power generated:** 7353 MUs

**Power sales:** Primarily to Group Captive consumers, Maharashtra State Electricity Distribution Company Limited (MSEDCL), other Distribution Companies and Power Exchanges in India.

#### Key strengths of the plant

- › Located near the Jaigad port thus saving on coal transportation cost
- › Nearly 47% of the capacity has been tied up with Group Captive consumers with their share likely to increase going forward

#### Barmer

**PLF:** In FY2019, the plant achieved an average deemed PLF of 84.28% as against an average deemed PLF of 84.32% achieved in FY2018.

**Total net power generated:** 6,017 MUs

**Power sales:** Various Rajasthan DISCOMs

#### Key strengths of the plant

- › Assured availability of fuel (lignite) being a pit head based power plant
- › Full capacity tied up under long-term PPAs with DISCOMs

#### Hydro Power Plants

##### Baspa-II

**PLF:** The plant achieved an average PLF of 48.54% for FY2019 as against 50.86% in the previous year.

**Total net power generated:** 1,261 MUs

**Power sales:** Himachal Pradesh State Electricity Board (HPSEB)

#### Key strengths of the plant

- › Full capacity tied up under long-term PPA with Himachal Pradesh State Electricity Board (HPSEB)
- › Superior operating history with historically high PLFs and plant availability

## Management Discussion and Analysis

### Karcham Wangtoo

**PLF:** The plant achieved an average PLF of 45.30% for FY2019 as against 52.18% in the previous year.

**Total net power generated:** 3942.18 MUs

**Power sales:** Uttar Pradesh, Rajasthan, Haryana and Punjab DISCOMs through PTC India Ltd.

### Key strengths of the plant

- > Full capacity tied up under long-term PPAs with various DISCOMs through PTC India Ltd.
- > India's largest private sector hydro plant

### Solar Power Plants

JSW Energy has set a vision of meaningfully participating in the Renewable Energy segment and as a stepping stone, set up ~10 MW solar power plants in different locations of Group Companies as follows:

State	Location	Capacity (MW)
Maharashtra	Mumbai	0.05
Rajasthan	Barmer	0.45
Andhra Pradesh	Nandyal	5.45
West Bengal	Salboni	3.96

## Financial Review

### Standalone Financial Performance

#### EBITDA and Profit after Tax (PAT)

Parameters	FY2018	FY2019	% Change
EBITDA before Exceptional Items	1,200.65	1,167.09	(3)
Profit/(Loss) after tax	(444.28)	251.45	NM

The Company's standalone PAT improved to ₹251.45 Crore in FY2019 vis-à-vis a net loss of ₹444.28 Crore in FY2018. The EBITDA before exceptional items marginally declined to ₹1,167.09 Crore in FY2019 from ₹1,200.65 Crore in the previous year.

#### Revenue from Operations

Parameters	FY2018	FY2019	% Change
Sale of Power	3,986.43	4,884.38	23
Interest Income on Assets under Finance Lease	59.63	61.32	3
Sale of Services	163.24	169.58	4
Other Operating Revenue	2.75	3.05	11
<b>Total</b>	<b>4,212.05</b>	<b>5,118.33</b>	<b>22</b>

In FY2019, the sale of power increased to ₹4,884.38 Crore from ₹3,986.43 Crore in the previous year, due to better realisations and higher volumes. The finance lease income has increased from ₹59.63 Crore to ₹61.32 Crore. Revenue

from sale of services has increased from ₹163.24 Crore in FY2018 to ₹169.58 Crore in FY2019, due to higher operator fees realised from O&M services.

### Other Income

Parameters	FY2018	FY2019	% Change
Interest Income	380.87	274.21	(28)
Dividend Income from Long-term Investments	61.55	32.59	(47)
Net Gain on Sale of Current Investments	17.43	4.48	(74)
Other Non-operating Income	33.86	51.50	52
<b>Total</b>	<b>493.71</b>	<b>362.78</b>	<b>(27)</b>

Other income reduced in the current fiscal, primarily on account of lower interest and dividend income.

### Cost of Fuel

Parameters	FY2018	FY2019	% Change
Cost of Fuel	3,149.31	3,959.67	(26)

Fuel cost increased compared to the previous year due to higher average international prices of coal and higher volumes.

### Expenses

Parameters	FY2018	FY2019	% Change
Employee Benefit Expense	107.00	130.84	22
Finance Costs	476.21	411.79	(14)
Depreciation and Amortisation Expense	364.21	365.02	-
Other Expenses	248.80	209.44	(16)

Employee Benefit Expense is higher on a y-o-y basis due to increase in overall headcount and normal wage inflation. The Company has been able to reduce finance costs due to debt repricing and net reduction in borrowings.

### Ratios

Particular	FY2018	FY2019	Change	%Change
Debtors Turnover (number of days) *	57	37	(20)	(35)
Inventory Turnover (number of days) ^	41	28	(13)	(31)
Interest Coverage Ratio	1.76	1.95	0.19	11
Current Ratio	0.48	0.53	0.05	11
Debt Equity Ratio	0.32	0.28	(0.04)	(13)
Operating Profit Margin (%)	19.9	15.7	(4.2)	(21)
Net Profit Margin(%) \$	(10.5)	4.9	15.5	146.6
Return on Net Worth (%) \$	(4.5)	2.5	7.0	155.0

\* Primarily on account of faster realisations from customers

^ Primarily on account of decrease in average inventory and increase in turnover

\$ There was one-time exceptional items of ₹659.18 Crore in FY2018 towards loss allowance on loans/investments given/made by the Company

### Consolidated Financial Performance

The Company's total Income from operations increased by 14% and stood at ₹9,137.59 Crore as against ₹8,048.96 Crore in the previous year. The Company has earned an EBITDA (before exceptional items) of ₹3,221.09 Crore, down by ₹6.47 Crore over the previous year due to increase in international coal prices and reduction in other income. The Company earned a Consolidated Profit of ₹695.13 Crore during the year as against ₹77.97 Crore in the previous year. Its Total Comprehensive Income for the year thus stood at ₹707.15 Crore as against ₹775.09 Crore in the previous year.

The Consolidated Net Worth and Consolidated Net Debt as on March 31, 2019 were ₹11,822.24 Crore and ₹10,050.33 Crore, respectively resulting in a Net Debt to Equity ratio of 0.85 times.

	₹ Crore		
Parameters	FY2018	FY2019	% Change
Revenue from Operations	8,048.96	9,137.59	14
Other Income	465.02	367.97	(21)
Fuel Cost	4,338.87	5,356.22	23
Purchase of Power	74.58	78.50	5
Employee Benefits Expense	215.09	243.58	13
Finance Costs	1,455.91	1,192.40	(18)
Depreciation and Amortisation Expense	966.08	1,163.69	20
Other Expenses	657.88	606.17	(8)

### EBITDA and Profit after Tax

	₹ Crore		
Parameters	FY2 018	FY2019	% Change
EBITDA before Exceptional Items	3,227.56	3,221.09	-
Profit for the Year	77.97	695.13	791
Other Comprehensive Income	697.12	12.02	(98)
<b>Total Comprehensive Income</b>	<b>775.09</b>	<b>707.15</b>	<b>(9)</b>

### Risk Management

JSW Energy Limited follows the globally recognised 'COSO' framework of Enterprise Risk Management and has a robust risk management framework that identifies and evaluates business risks and opportunities.

The Company recognises that the emerging and identified risks need to be managed and mitigated to

- › Protect its shareholders' and other stakeholders' interest
- › Achieve its business objectives
- › Enable sustainable growth

Pursuant to the requirement of Regulation 21 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 49 of the erstwhile Listing Agreement, the Company has constituted a sub-committee of Directors to oversee Enterprise Risk Management framework to ensure:

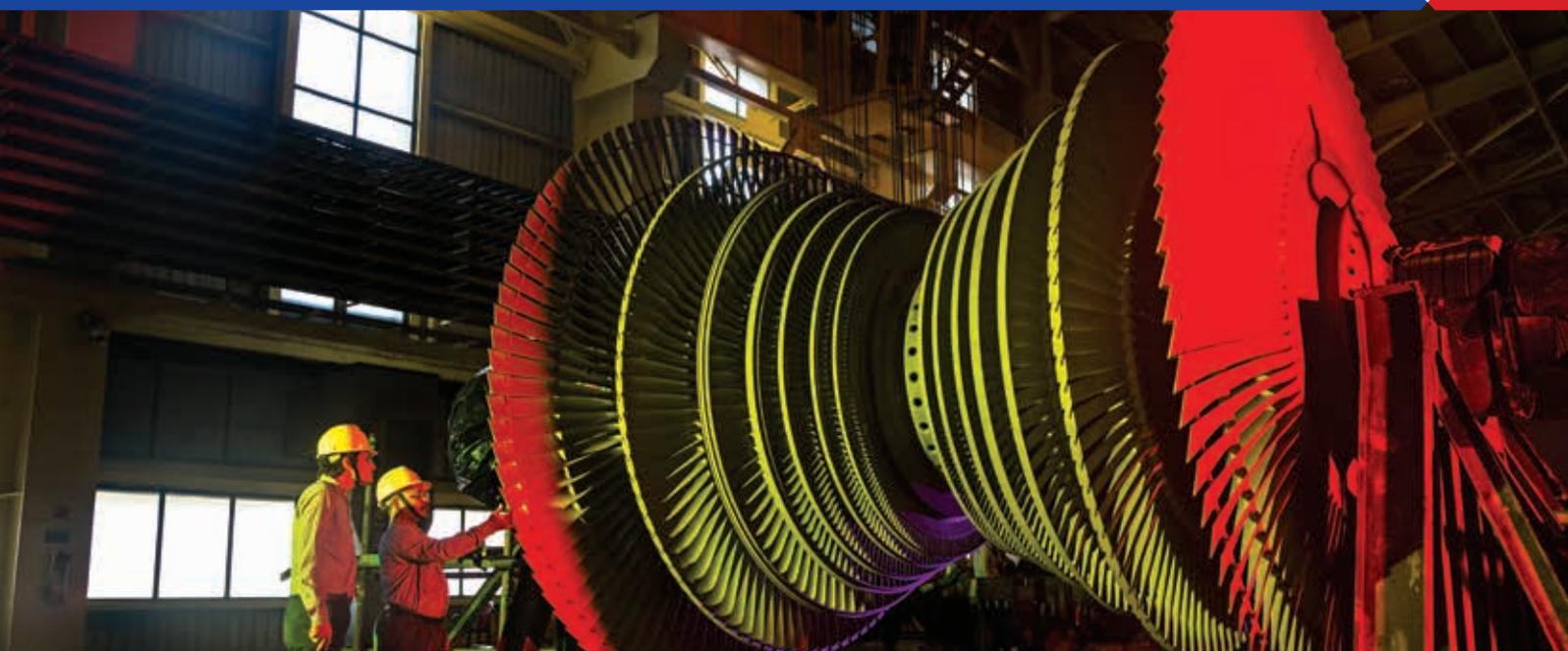
- › Execution of decided strategies with focus on action
- › Monitoring of risks arising out of unintended consequences of decisions or actions related to performance, operations, compliance, incidents, processes, systems, etc. and managing the same appropriately



## Management Discussion and Analysis

### Key Risks & Response Strategies

Type of Risk	Impact	Risk Response Strategies
<b>Offtake risk</b>	At present, ~20% of power is untied and being sold on day-ahead/short-term basis. Demand-supply dynamics, economic growth, sudden shifts in weather impact tariff rates	<ul style="list-style-type: none"> <li>› Focus on enhancing power sales through long-term PPAs, including captive route</li> <li>› Focus on ensuring an optimum mix of medium-, short- and long-term power purchase arrangements</li> </ul>
<b>Raw material availability &amp; cost</b>	Availability and cost of required grade of raw material (coal/lignite) are impacted by: <ol style="list-style-type: none"> <li>1) Global movement and parity of landed cost considering price, freight, tariff and exchange rates</li> <li>2) Domestic demand-supply gap, constraints &amp; vendor actions</li> <li>3) Policies on mining, allocation and tariff</li> </ol>	<ul style="list-style-type: none"> <li>› Broaden the sources (countries/vendors) and employ prudent hedging strategies to mitigate the risks, which can affect the cost of coal</li> <li>› Use various contract options like long-term contracts &amp; monthly/quarterly/spot contracts for cost effectiveness</li> <li>› Blend domestic coal by participating in coal e-auctions for Independent Power Producers (IPPs) &amp; Captive Power Producers (CPPs)</li> </ul>
<b>Regulatory changes</b>	Revised norms for SOx/NOx/SPM emissions leading to higher capex for environmental compliance	<ul style="list-style-type: none"> <li>› Engage with Original Equipment Manufacturers (OEMs) for necessary modifications in different equipment such as boilers, Electrostatic Precipitators (ESPs), etc.</li> <li>› Ensure that for long-term PPA customers, the capex cost for meeting environmental norm is a pass through</li> </ul>
<b>Cyber security</b>	Cyber security risk could result in substantial reputation and financial loss arising from: <ul style="list-style-type: none"> <li>› Theft of corporate information</li> <li>› Theft of financial information (e.g. financial results, bank details etc.)</li> <li>› Ransomware – cyber extortion</li> <li>› Unauthorised transactions</li> <li>› Loss of business or contract</li> <li>› Disruption to business (e.g. inability to carry out SAP transactions, online payments, etc.)</li> </ul>	<ul style="list-style-type: none"> <li>› Periodically assess the current state and prioritise the foundational components of cyber security</li> <li>› Conduct periodic audits of security systems and procedures</li> <li>› Develop new capabilities, technologies and processes to combat cyber-threats</li> <li>› Incorporate cybersecurity and privacy into everyday business decisions and processes (like Information Security Awareness Programme)</li> <li>› Assess readiness to adapt advanced technologies in IS domain</li> <li>› Monitor threats and respond, investigate and remediate cybersecurity related incidents and data breaches</li> </ul>
<b>Ageing of plant &amp; machinery</b>	As the plants get older, the risk of wear & tear impacts: <ul style="list-style-type: none"> <li>› plant availability</li> <li>› likely higher capex &amp; operational expenditure (opex)</li> </ul>	<ul style="list-style-type: none"> <li>› Regularly monitor and adopt preventive maintenance</li> <li>› Ensure strict adherence to maintenance schedule as recommended by OEM/industry practice</li> <li>› Maintain adequate stock of critical spares</li> </ul>
<b>Foreign exchange risk</b>	Foreign exchange fluctuations can affect cost of coal and in turn the Company's margins	Devise prudent hedging strategies to mitigate the risk of foreign exchange fluctuations



## Human Resource (HR) Management

Creating new benchmarks every year with improved productivity as well as building capability to lead the organisation and attain competitive advantage, HR has always been at the fulcrum of business at JSW Energy Limited. FY2019 witnessed continued sustenance of the various HR initiatives taken in previous years. The year also witnessed increased emphasis on 'Diversity & Inclusion' at the workplace. Linking people, strategy and performance, Human Resources at JSW Energy embarked upon the following HR initiatives in FY2019.

### Future Fit Leaders

JSW Energy has always laid emphasis on developing and grooming leaders in-house so that leadership roles and other critical positions are occupied by high-potential talent available within the organisation. Keeping this in view, the Company collaborated with Cornell University and ISB Hyderabad for imparting various Management Development Programmes against identified competencies key for leadership development. During the journey, JSW Energy groomed eight Future Fit Leaders to take up higher roles based on opportunities available within the Company from time to time.

### Capability Development

Reskilling and redeploying internal talent to support the upcoming growth initiatives in Hydro and Renewable Energy space were some of the major HR interventions during the year. FY2019 also marked the development journey of Emerging Leaders and Accelerated Leaders where the identified participants underwent capability development programs from IIM Ahmedabad, IIM Bangalore and XLRI

Jamshedpur. Senior leaders of JSW Energy also went to Brown University for honing leadership skills abreast with global standards. The practice of job rotation continued in FY2019 in order to meet talent requirements across location and functions. These were supported by several types of learning interventions viz. Finance for Non-Finance, Business Communication, Technology Awareness and Management Development Programmes (MDPs).

### Umang

As in the previous years, JSW Energy continued with its efforts on fostering employee inclusion and engagement through various celebrations like month-end birthdays, LAMHE (Long Service Award), out-bound training programmes, sports and game activities for employees and their families, etc. In addition, there were regular town-hall meetings by senior leadership team with cross-section of employees in all the locations to strengthen two-way communication.

A quarterly in-house e-magazine was launched in FY2019, which received good response from all cross-sections of employees. The magazine covers events and happenings at all location as well as sectoral updates, along with outstanding contributions and innovations.

### Diversity & Inclusion

In order to identify and address emerging issues that can promote Diversity & Inclusion across JSW Energy, Diversity and Inclusion (D&I) councils were formed this year both at corporate as well as plants locations. Under D&I, a flagship programme called 'Springboard' was launched during the year which among other things laid emphasis on nurturing leadership in women professionals in order to better prepare them for future and to create a significant difference.

## Management Discussion and Analysis

The identified women employees underwent a training programme at IIM Bangalore.

### Total Quality Management (TQM)

The drive towards the journey of attaining the prestigious Deming Prize has taken full swing in the entire organisation. With empowered teams undergoing the adoption of statistical tools and quality as a culture, the Company delivered more than 300 kaizens and 100 improvement projects across the organisation in FY2019. The adaption of TQM is an enormous and never-ending capability building exercise, preparing every employee for sustainable future of the organisation. The management diagnosis for TQM preparedness is scheduled in the 2<sup>nd</sup> quarter of FY2020 and all the employees are fully geared for the same.

### Corporate Social Responsibility (CSR)

JSW Energy strongly believes in inclusive growth to facilitate equal social and economic opportunities to communities. The Company carries out social development activities through JSW Foundation, the social development arm of the JSW Group. JSW Foundation aims to provide the right opportunities to communities for holistic and inclusive development. With support from JSW Foundation, the Company works towards eradicating poverty and hunger, tackling malnutrition, promoting social development, addressing social inequalities by empowering the vulnerable sections of the society, addressing environmental issues, preserving national heritage and promoting sports training.

The Company strives to create a value-based and empowered society through continuous and purposeful engagement with the local communities.

#### On the CSR front, JSW Energy is committed to:

- › Continue allocating at least 2% of its average three years' profits towards CSR interventions as per the categories specified in the Companies Act, 2013

- › Concentrate on community needs and perceptions through social processes and related infrastructure development
- › Focus on women empowerment through entrepreneurship programmes
- › Integrated watershed development
- › Promote arts, culture and sports and conserve cultural heritage
- › Create a transparent and accountable system for social development and impact assessments through an external agency
- › Spread the culture of volunteerism through the process of social engagement

### CSR Framework

The JSW Foundation supports, plans and executes JSW Energy's CSR interventions. A separate body has been created for the Company, which is administered by a committee appointed by the Board. All the CSR initiatives are approved by the committee and are reviewed periodically at different levels.

JSW Energy is cognisant of the importance of synergy and interdependence at various levels throughout the organisation. It has therefore adopted a number of intervention strategies to optimise community and individual growth in a sustainable manner. The strategies adopted in this regard are as follows:

- › Priority is given to the villages in the immediate vicinity of the plant location, defined as Direct Influence Zone (DIZ). The policy enables plants to define their own DIZ with the provision that this could be expanded as per the size of operations. However, certain programmes might be expanded beyond this geographical purview (Indirect Influence Zone or IIZ)



- › All programmes are designed based on the need assessment using different quantitative and qualitative methods that lead to measurable impact. The programmes are implemented either directly or in partnership with the government and civil society groups at various levels
- › Social mobilisation, advocacy at various levels, and/or appropriate policy changes form part of the interventions in each sector

### Internal Control

The Company has a proper and adequate system of internal control commensurate with the size and nature of its business. Internal control systems are an integral part of JSW Energy's corporate governance structure. Some significant features of the internal control systems are:

- › Adequate documentation of policies, guidelines, authority and approval procedures covering all the important functions of the Company
- › Deployment of an ERP system which covers most of its operations and is supported by a clearly defined online authorisation protocol
- › Ensuring complete compliance with laws, regulations, standards and internal procedures and systems
- › De-risking the Company's assets and resources as well as protecting them from any loss
- › Ensuring the integrity of the accounting systems as well as proper and authorised recording and reporting of all transactions
- › Preparing and monitoring annual budgets for all operating and service functions
- › Ensuring reliability of all financial and operational information
- › The Audit Committee of the Board of Directors, comprising Independent Directors, regularly reviews audit plans, significant audit findings, adequacy of internal controls and compliance with Accounting Standards
- › A comprehensive Information Security Policy and continuous upgradation of IT systems

The internal control systems and procedures are designed to assist in the identification and management of risks, procedure-led verification of all compliances as well as an enhanced control consciousness.

### Internal Audit

JSW Energy has an internal audit function that inculcates best global standards and practices of international majors into its operations. The Company has a strong internal

audit department that reports to the Audit Committee comprising Independent Directors who are experts in their respective fields. The Company successfully integrated the COSO framework with its audit process to enhance the quality of its financial reporting, compatible with business ethics, effective controls and governance. The Company extensively practices delegation of authority across its team, which creates effective checks and balances within the system to arrest all possible gaps. The internal audit team has access to all information in the organisation facilitated by the Enterprise Resource Planning (ERP) implementation across the organisation.

### Audit Plan and Execution

The Internal Audit department prepares a risk-based Audit Plan and the frequency of audit is decided based on the risk ratings of the respective areas/functions. The audit plan is approved by the Audit Committee and executed by the Internal Audit team. It is reviewed periodically to include areas that have assumed significance in line with emerging industry trends and aggressive growth of the Company. In addition, the Audit Committee also places reliance on internal customer feedback and other external events for inclusion of additional areas into the audit plan.

### Internal Financial Controls

As per Section 134(5)(e) of the Companies Act 2013, the Directors have an overall responsibility for ensuring that the Company has implemented a robust system and framework of Internal Financial Controls. This provides the Directors with reasonable assurance regarding the adequacy and operating effectiveness of controls with regards to reporting, and operational and compliance risks. The Company has devised appropriate systems and framework, including proper delegation of authority, policies and procedures, effective IT systems aligned to business requirements, risk-based internal audits, risk management framework and whistle-blower mechanism.

The Company had already developed and implemented a framework for ensuring internal controls over financial reporting. This framework includes entity-level policies, processes and operating level standard operating procedures.

The entity-level policies include anti-fraud policies (code of conduct, conflict of interest, confidentiality and whistle-blower policy) and other policies (organisation structure, insider trading policy, HR policy, IT security policy, treasury policy and business continuity and disaster recovery plan). The Company has also prepared Standard Operating Procedures (SOP) for each of its processes, such as procure to pay, order to cash, hire to retire, treasury, fixed assets, inventory, manufacturing operations, etc.

## Directors' Report

To the Members,

Your Directors are pleased to present the 25<sup>th</sup> Annual Report and the audited Financial Statement of your Company for the year ended 31<sup>st</sup> March, 2019.

### 1. Financial performance

The financial performance of the Company for the year ended 31<sup>st</sup> March, 2019, is summarised below:

Particulars	Standalone		Consolidated	
	2018-19	2017-18	2018-19	2017-18
Total Income	5,481.11	4,705.76	9,505.56	8,513.98
Profit before Interest, Depreciation, Tax and Exceptional items	1,167.09	1,200.65	3,221.09	3,227.56
Finance Cost	411.79	476.21	1,192.40	1,455.91
Depreciation and Amortisation expense	365.02	364.21	1,163.69	966.08
Share of Profit/(Loss) of an Associate/Joint venture	-	-	31.93	(49.49)
Exceptional items	-	659.18	-	417.94
Profit before Tax	390.28	(298.95)	896.93	338.14
Tax expense	138.83	145.33	212.44	253.23
Profit for the year attributable to: Owners of the Company	251.45	(444.28)	695.13	77.97
Profit for the year attributable to: Non-controlling interest	-	-	(10.64)	6.94
Other Comprehensive Income	31.47	693.20	12.02	697.12
Total Comprehensive Income (attributable to owners of the Company)	282.92	248.92	707.15	775.09
Total Comprehensive Income (attributable to Non-controlling interest of the Company)	-	-	(10.64)	6.94

₹ crore

### 2. Result of operations and the state of affairs

#### Standalone

- The total revenue of the Company for fiscal 2019 stood at ₹5,481.11 crore as against ₹4,705.76 crore for fiscal 2018, showing an increase of 16.48%.
- EBIDTA for fiscal 2019 stood at ₹1,167.09 crore as against ₹1,200.65 crore for fiscal 2018, showing a decrease by 2.80%
- Profit after tax improved from loss after tax of ₹444.28 crore in fiscal 2018 to profit after tax of ₹251.45 crore in fiscal 2019 due to exceptional items in the previous financial year.
- The net worth of the Company increased to ₹10,167.48 crore at the end of fiscal 2019 from ₹9,877.47 crore at the end of fiscal 2018.
- The net debt gearing of the Company was at 0.25 times as at the end of fiscal 2019 compared to 0.30 times at the end of fiscal 2018.

#### Consolidated

- The consolidated total revenue of the Company for the fiscal 2019 stood at ₹9,505.56 crore as against ₹8,513.98 crore for fiscal 2018 showing an increase of 11.65%.

- The consolidated EBIDTA (before exceptional items) for fiscal 2019 stood at ₹3,221.09 crore as against ₹3,227.56 crore for fiscal 2018, showing a decrease by 0.20%.
- The consolidated profit after tax for the year increased to ₹695.13 crore in fiscal 2019 from ₹77.97 crore in fiscal 2018 due to exceptional items in the previous financial year.
- The consolidated net worth of your Company increased to ₹11,822.24 crore in fiscal 2019 from ₹11,109.70 crore at the end of fiscal 2018, showing an increase of 6.41%.
- The consolidated net debt gearing of the Company is 0.85 times as at end of fiscal 2019 compared to 1.02 times in fiscal 2018.

Please refer to the Management Discussion and Analysis section which forms a part of this Annual Report for details of the performance and operations review and the Company's strategies for growth.

### 3. Transfer to Reserves

The Company proposes to transfer an amount of ₹10.84 crore to the Debenture Redemption Reserve from Surplus. An amount of ₹3813.32 crore is proposed to be retained in the Surplus.

#### 4. Dividend

Your Directors have recommended a Dividend of ₹1 (10%) per share for Financial Year 2018 - 19 [Nil- per share (0%) in previous year], for the approval of the Members at the ensuing 25<sup>th</sup> Annual General Meeting. Together with the Dividend Distribution Tax, the total outflow on account of Dividend will be ₹197.84 crore [Nil in previous year].

The dividend payout is in accordance with the Company's Dividend Distribution Policy.

#### 5. Financial Statement

The audited Standalone and Consolidated Financial Statements of the Company, which form a part of this Annual Report, have been prepared in accordance with the provisions of the Companies Act, 2013, Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Indian Accounting Standards.

#### 6. Integrated Report

The Securities and Exchange Board of India (SEBI), in its circular dated 6<sup>th</sup> February, 2017, has advised the top 500 listed companies (by market capitalisation) to voluntarily adopt Integrated Reporting from the financial year 2017-18.

Your Company believes in sustainable value creation while balancing utilisation of natural resources and social development in its business decisions. In continuation with this commitment we are pleased to present the first Integrated Report (IR) for the year ended 31<sup>st</sup> March, 2019.

IR is a concept that better articulates the broader range of measures that contribute to an organisation's long-term value creation. Central to this concept is the proposition that value is increasingly shaped by factors additional to financial performance, such as reliance on the environment, social reputation, human capital, innovation and others. This value creation concept is the backbone of IR and is the direction for future of corporate reporting. In addition to the financial capital, IR examines five additional capitals that should guide an organisation's decision-making and long-term value creation. IR starts from the position that any value created as a result of a sustainable strategy will translate into performance and thereby impacting the market perception of the organization.

This IR articulates the Company's unique approach to long term value creation which is a paradigm shift from the traditional compliance based reporting to governance based value creation model.

#### 7. Report on performance of Subsidiaries, Associates and Joint Venture Companies

The details of the subsidiary companies as at 31<sup>st</sup> March, 2019, are as follows:

##### Domestic Subsidiaries

##### A. JSW Energy (Barmer) Limited (JSWEBL) (Formerly known as Raj WestPower Limited)

The name of the company was changed from Raj WestPower Limited (RWPL) to JSW Energy (Barmer) Limited (JSWEBL) with effect from 9<sup>th</sup> January, 2019 to bring synergy with the JSW Brand.

JSWEBL is a wholly owned subsidiary of the Company. The power plant commissioned in the financial year 2012-13, comprises of 8 lignite based units of 135 MW each aggregating to 1,080 MW.

The Company has invested ₹1,726.05 crore as equity and advanced ₹567.64 crore as loan to JSWEBL as at 31<sup>st</sup> March, 2019.

JSWEBL sources lignite from Barmer Lignite Mining Company Limited, and sells the entire power to the Rajasthan Distribution Companies ('Discoms') under a 30-year Power Purchase Agreement.

During the year, JSWEBL achieved a Deemed Plant Load Factor of 84.28% and a Plant Load Factor (PLF) of 70.82% with a gross generation of 6,700 million units. Its net generation (after auxiliary consumption) of 6,017 million units was sold to Discoms generating a total revenue of ₹2,629.65 crore and a profit after tax of ₹282.26 crore on a standalone basis and a profit after tax of ₹314.19 crore on consolidated basis during the financial year 2018-19.

The tariff charged by JSWEBL is governed by Section 62 of the Electricity Act, 2003 and is to be determined as per the regulation laid down by Rajasthan Electricity Regulatory Commission ('RERC'). RERC has granted Ad-hoc / Interim Tariff based on which, JSWEBL has continued to raise bills and recognise revenue in its books.

##### Barmer Lignite Mining Company Limited (BLMCL)

BLMCL is a 51:49 joint venture between Rajasthan State Mines and Minerals Limited (RSMML), a Government of Rajasthan enterprise and JSW Energy (Barmer) Limited (formerly known as Raj WestPower Limited). It was set up to develop lignite mines in two contiguous blocks viz., Kapurdi and Jalipa in the District of Barmer in Rajasthan.

JSWBL has invested equity of ₹9.80 crore in BLMCL besides providing it unsecured subordinate debt of ₹567.64 crore, as on 31<sup>st</sup> March, 2019. BLMCL has incurred project cost of ₹2,185.91 crore as at 31<sup>st</sup> March, 2019, which is subject to audit.

BLMCL has a mining lease for Kapurdi and Jalipa Lignite mines. The Ministry of Environment, Forest and Climate Change (MoEFCC) had, in September, 2014, approved the enhanced lignite mining capacity of Kapurdi mines from 3.75 MTPA to 7 MTPA for a period of 4 years till 31<sup>st</sup> March, 2018. Further, MoEFCC, vide its approval dated 28<sup>th</sup> February, 2019, had enhanced the mining capacity of lignite from Kapurdi mines from 3.75 MTPA to 4.50 MTPA for another period of 2 years.

BLMCL has achieved production of 4.50 million tonnes of lignite from Kapurdi Mines and 1.35 million tonnes of lignite from Jalipa Mines in the financial year 2019. BLMCL supplied its entire lignite production from Kapurdi and Jalipa Mines to meet the total fuel requirement of JSWBL power plant.

The transfer price of lignite is determined by Rajasthan Electricity Regulatory Commission (RERC). While RERC is yet to approve the final transfer price which is under review, RERC has granted an Adhoc / Interim transfer price based on which BLMCL has continued to raise bills and recognise revenue in its books.

#### **B. JSW Power Trading Company Limited (JSWPTC) (Formerly known as JSW Green Energy Limited (JSWGEL))**

JSWPTC is a wholly owned subsidiary of the Company in which the Company has invested ₹70.05 crore as equity and advanced ₹4.08 crore as loan as at 31<sup>st</sup> March, 2019.

Pursuant to the Scheme of Arrangement approved by the National Company Law Tribunal, the power trading business of the erstwhile JSW Power Trading Company Limited (JSWPTC) demerged into JSWGEL and its remaining business merged with JSW Energy Limited from the Appointed Date i.e. closing hours of 31<sup>st</sup> March 2015. The Effective Date of the Scheme was 19<sup>th</sup> February, 2018. Consequently, the trading license held by the erstwhile JSWPTC was transferred to JSWGEL pursuant to which, JSWGEL commenced trading in power procured from the Company and its associates as well as third party suppliers / generators. The name of the company was changed from JSW Green Energy Limited to JSW Power Trading Company Limited from 19<sup>th</sup> November, 2018.

JSWPTC has been facilitating its Group Company's plants for supplying power directly to the utilities / industry under spot / term agreements. JSWPTC (erstwhile JSWGEL) achieved a total trading volume of 2,054 million units generating a total revenue of ₹1,064.72 crore with profit after tax of ₹1.62 crore.

JSWPTC is a member of Power Exchange of India Limited as well as Indian Energy Exchange Limited.

#### **C. Jaigad PowerTransco Limited (JPTL)**

JPTL, a 74:26 joint venture between the Company and Maharashtra State Electricity Transmission Company Limited, a Government of Maharashtra enterprise, was set up for development of the transmission system as an integral part of Intra-State transmission system aimed at evacuation of power generated from the Company's 1,200 MW Ratnagiri Power Plant and also from other proposed projects in the region.

The Company has invested ₹101.75 crore as equity as at 31<sup>st</sup> March, 2019 in JPTL.

JPTL was granted a transmission license to establish, maintain and operate the transmission system for 25 years by Maharashtra Electricity Regulatory Commission (MERC). JPTL is one of the few private players to have entered into development of transmission system in the State of Maharashtra under the Public Private Partnership (PPP) model and has demonstrated exceptional capabilities in terms of successfully executing and commissioning the transmission project passing through difficult hilly terrain.

JPTL has complied with all regulatory requirements during the financial year under the transmission license granted by MERC. On 29<sup>th</sup> November, 2017, JPTL filed petitions with MERC for approval of Truing Up of ARR for the financial years 2015-16 and 2016-17, Provisional Truing up of financial year 2017-18 and revised projection of financial years 2018-19 and 2019-20 in accordance with MERC MYT Regulations 2011 & 2015.

JPTL has maintained a high availability of the transmission system at 99.67% for the financial year 2018-19. JPTL has generated total revenue of ₹82.99 crore and net profit after tax of ₹24.10 crore during the financial year 2018-19. The Board of JPTL has not recommended any dividend for the financial year 2018-19.

**D. JSW Hydro Energy Limited (JSWHEL) (formerly known as 'Himachal Baspa Power Company Limited' (HBPCL))**

JSWHEL became a wholly owned subsidiary of the Company pursuant to an acquisition from Jaiprakash Power Ventures Limited in September, 2015.

The name of the company was changed from 'Himachal Baspa Power Company Limited' to 'JSW Hydro Energy Limited' with effect from 11<sup>th</sup> September, 2018 to enable stakeholders to readily relate / associate HBPCL and its hydro assets to JSW Group / JSWEL with additional benefit arising out of the brand value of "JSW".

**Karcham Plant**

The Karcham plant is a 1,000 MW (4X250 MW) run of the river hydro power plant located on river Sutlej in Kinnaur district of Himachal Pradesh. It has in-built capacity of 1,091 MW plus 10% overload and design energy of 4,131 MUs for 1,000 MW capacity.

During of year ended 31<sup>st</sup> March, 2019, the Karcham plant achieved a Plant Load Factor of 45.30% with gross generation of 3,968.69 million units and net saleable generation of 3,469.11 million units after auxiliary consumption and 12% free power supply to Government of Himachal Pradesh (GoHP).

JSWHEL entered into a Power Purchase agreement (PPA) through PTC India Limited for entire 880 MW (net of 12% free power to GoHP - 120MW) saleable capacity of the plant to various distribution utilities on a long term basis, as follows:

Haryana	376 MW	Effective from 1 <sup>st</sup> April, 2019
Uttar Pradesh	200 MW	
Punjab	200 MW	
Rajasthan	104 MW	
<b>Total</b>	<b>880 MW</b>	

Out of the net generation, it has sold 3,457.95 million units to PTC India Limited under a long-term Power Purchase Agreement. 11.16 million units have been sold to Indian Energy Exchange (IEX) and other buyers under short term agreements. The plant generated total revenue of ₹1,102.01 crore during the financial year 2018-19.

During the year, the annual maintenance of Karcham Plant was completed in a record time of 60 days.

**Baspa Plant**

The 300 MW (3X100 MW) Baspa plant is located on the river Baspa, a tributary of river Sutlej in district Kinnaur, Himachal Pradesh. The design energy of

the plant is 1,213 million units for 300 MW capacity which comes to 1,050 million units (net) after auxiliary consumption and 12% free power to GoHP.

During the year ended 31<sup>st</sup> March, 2019, the Baspa plant achieved a Plant Load Factor of 48.54% with gross generation of 1,275.58 million units and net saleable generation of 1,110.09 million units after auxiliary consumption and 12% free power to GoHP. The entire net saleable generation of 1,110.09 million units was sold to Himachal Pradesh State Electricity Board Limited and generated total revenue of ₹173.73 crore during the financial year 2018-19.

**E. JSW Energy (Raigarh) Limited (JSWERL)**

JSWERL, a wholly owned subsidiary of the Company, was incorporated for setting up a coal based 1,320 MW power plant in Raigarh District, Chhattisgarh. A part of the land required for the project has been acquired. Environment clearance has been obtained from the Ministry of Environment, Forest and Climate Change. The Project Cost is estimated at ₹6,500 crore and is proposed to be financed with a debt equity ratio of 75:25. The project is on hold at present.

The Company has invested ₹113.83 crore as equity contribution and advanced ₹0.60 crore as loan to JSWERL as at 31<sup>st</sup> March, 2019.

**F. JSW Energy (Kutehr) Limited (JSWEKL)**

JSWEKL, a wholly owned subsidiary of the Company, was incorporated as a special purpose vehicle for the purpose of pursuing the 240 MW Kutehr Hydro Project located on the upper reaches of river Ravi in district Chamba of Himachal Pradesh.

The Company plans to resume construction / developmental activities of this 240 MW hydro power project. The state and central Hydro Power Policy, 2006 has been amended by the Government of Himachal Pradesh and the Government of India, respectively. Having regard to the same, the Group has started participating in power purchase bids invited by distribution companies and has simultaneously invited bids from contractors for development of the project.

The Company has invested ₹29.02 crore as equity and advanced ₹0.80 crore as loan to JSWEKL as at 31<sup>st</sup> March, 2019.

**G. JSW Solar Limited (JSWSL)**

JSWSL was incorporated as a wholly owned subsidiary of the Company in the renewable energy space on 1<sup>st</sup> January, 2018.

The Company plans to grow its footprint in the renewable energy space as a measured step of portfolio enhancement and diversification over the next few years. As a stepping stone in this direction, JSW Solar Limited has set up 12 MW Solar Power Plants as EPC contractor within JSW Group Companies spread across Rajasthan, Andhra Pradesh, West Bengal & Maharashtra.

The Company has invested ₹0.01 crore as equity as at 31<sup>st</sup> March, 2019 in JSWSL.

#### H. JSW Electric Vehicles Private Limited (JSWEVL)

The Company acquired 100% stake in JSWEVL in March 2018 and has invested ₹0.01 crore as equity and ₹0.17 crore as loan as at 31<sup>st</sup> March 2019.

JSW Group and JSW Energy Limited have always embarked on new business opportunities keeping a balance between growth aspirations and prudent risk management. In this context, given higher than anticipated uncertainties associated with the electric vehicles business, the Board has, after careful evaluation, decided not to pursue this business and maintain capital cushion for growth opportunities in the power and other related businesses.

#### Overseas Subsidiaries

##### A. JSW Energy Natural Resources Mauritius Limited (JSWENRML)

JSWENRML was incorporated in April, 2010 in Mauritius as a wholly owned subsidiary of JSW Energy Mineral Mauritius Limited (JSWEMML) for overseas acquisition of coal assets. On liquidation of JSW Energy Mineral Mauritius Limited (JSWEMML) during the year, 100% shares held in JSWENRML by JSWEMML were transferred to the Company. Consequently, JSWENRML has become 100% subsidiary of the Company during the year. It has downstream investment of ₹41.22 crore in equity of JSW Energy Natural Resources South Africa (PTY) Limited and ₹364.59 crore as loan as on 31<sup>st</sup> March, 2019. During the year, JSWENRML sold its entire 51% stake in Minerals & Energy Swaziland (Proprietary) Limited.

##### B. JSW Energy Natural Resources South Africa (PTY) Limited (JSWNRSAL)

As on 31<sup>st</sup> March 2019, JSWNRSAL has invested an amount of ₹24.35 crore in acquiring equity of Royal Bafokeng Capital (Proprietary) Limited and ₹7.45 crore in acquiring equity of Mainsail Trading 55 Proprietary Limited, wholly owned subsidiaries of JSWNRSAL. Further, JSWNRSAL

has invested an amount of ₹6.16 crore in equity of South African Coal Mining Holdings Limited (SACMH) and advanced ₹309.07 crore as loan to SACMH and its subsidiaries as on 31<sup>st</sup> March, 2019.

##### C. South African Coal Mining Holdings Limited (SACMH)

The effective shareholding of the Company in SACMH as at 31<sup>st</sup> March, 2019 stands at 69.44%.

The mines are presently under care and maintenance pending receipt of requisite licences in the new mining area, meanwhile SACMH uses its logistical and infrastructural assets to generate rental income to offset the costs incurred.

During the year under review, the below mentioned companies have ceased to be subsidiaries / been wound up / liquidated / ceased to exist in accordance with the local legal statutory requirements:

- A. JSW Energy Minerals Mauritius Limited
- B. South African Coal Mining Equipment Company Proprietary Limited
- C. Minerals & Energy Swaziland (Proprietary) Limited (MESPL)

During the year, JSW Energy Natural Resources Mauritius Limited sold its entire 51% stake in MESPL.

The performance and financial position of each of the subsidiaries, associates and joint venture companies for the year ended 31<sup>st</sup> March, 2019 in the prescribed format AOC-1 is attached as Annexure B to the Consolidated Financial Statement of the Company and forms a part of this Report.

In accordance with Section 136 of the Companies Act, 2013, the audited Financial Statement, including the Consolidated Financial Statement and related information of the Company and audited accounts of each of its subsidiaries, are available on the website of the Company at the link: [www.jsw.in/investors/energy](http://www.jsw.in/investors/energy).

These documents will also be available for inspection during business hours at the registered office of the Company.

## 8. New Projects, Initiatives and Joint Ventures

### Toshiba JSW Power Systems Private Limited ("Toshiba JSW")

Toshiba JSW, a joint venture company with Toshiba group, Japan was formed for the purpose of designing, manufacturing, marketing and maintenance services of

mid to large-size (500 MW to 1,000 MW) Supercritical Steam Turbines and Generators. As on 31<sup>st</sup> March 2019, Toshiba Group, Japan holds 92.32% and JSW Group holds 7.68% in the company.

The Company has invested ₹100.23 crore in Toshiba JSW. The Company has been providing for its share of the losses of Toshiba JSW in its consolidated books of account. The cumulative share of losses of the Company has exceeded the value of its investment in Toshiba JSW.

Toshiba Corporation has undergone corporate restructuring as a result of which its entire energy business stands transferred to its new subsidiary, Toshiba Energy Systems & Solutions Corporation (TESSC). To support the operations of Toshiba JSW, TESSC proposed a total capital infusion of ₹1,440 crore in Toshiba JSW out of which ₹1,000 crore has been invested at 31<sup>st</sup> March 2019.

Toshiba JSW will continue its business by expanding the service businesses and increasing collaboration jobs for various projects of Toshiba, Japan. The Company will also continue its efforts to take up new projects in thermal and nuclear business.

#### Power Exchange of India Limited (PXIL)

The Company has invested ₹1.25 crore in PXIL which provides the platform for trading in electricity and renewable energy certificates.

PXIL was promoted by National Stock Exchange of India Limited and National Commodities & Derivatives Exchange Limited. PXIL provides the platform for trading in electricity and Renewable Energy Certificates (REC). JSWPTC is a member of PXIL.

## 9. Share Capital

The paid up equity share capital of the Company as at 31<sup>st</sup> March, 2019 is ₹1,641.04 crore. During the year under review, the Company has not issued any: a) shares with differential rights b) sweat equity shares.

9,82,792 equity shares under the JSW Employees Stock Ownership Plan - 2016 were issued to the 'JSW Energy Employees ESOP Trust' in the financial year 2018-19 as follows:

Date of issue	Number of shares	Price (₹)
08-05-2018	2,39,919	51.80
18-08-2018	2,68,854	53.68
18-08-2018	2,41,227	51.80
03-10-2018	62,717	51.80
15-01-2019	76,806	53.68
15-01-2019	93,269	51.80

## 10. Deposits

The Company has not accepted or renewed any amount falling within the purview of provisions of Section 73 of the Companies Act, 2013 ("the Act") read with the Companies (Acceptance of Deposit) Rules, 2014 during the year under review. Hence, the requirement of providing details relating to deposits as also of deposits which are not in compliance with Chapter V of the Act, is not applicable.

## 11. Non-Convertible Debentures

During the year ended 31<sup>st</sup> March, 2019, your Company has redeemed / repaid Non-Convertible Debentures amounting to ₹200 crore. The redemption / repayment is in accordance with the terms of the respective issues.

## 12. Particulars of Loans, Guarantees, Investments and Securities

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilised by the recipient, are provided in the Notes to the Standalone Financial Statement.

## 13. Internal Financial Controls related to Financial Statement

The details in respect of internal controls and internal financial controls and their adequacy are included in the Management Discussion and Analysis, which forms a part of this Report.

## 14. Particulars of Contracts or Arrangement with Related Parties

During the year under review, the Company revised its Policy on Materiality of Related Party Transactions as also Dealing with Related Party Transactions, in accordance with the amendments to the applicable provisions of law / the Listing Regulations.

The Company's Policy on Materiality of Related Party Transactions as also Dealing with Related Party Transactions, as approved by the Board, is available on the website of the Company at the link: [www.jsw.in/investors/energy](http://www.jsw.in/investors/energy).

All contracts / arrangements / transactions entered into during the financial year by the Company with Related Parties were in the ordinary course of business and on an arm's length basis.

Related Party Transactions which are in the ordinary course of business and on an arm's length basis, of repetitive nature and proposed to be entered during the financial year are placed before the Audit Committee for prior omnibus approval. A statement giving details of

all Related Party Transactions, as approved, is placed before the Audit Committee for review on a quarterly basis. The Company has developed a framework for the purpose of identification and monitoring of such Related Party Transactions.

The details of transactions / contracts / arrangements entered by the Company with Related Parties during the financial year are set out in the Notes to the Financial Statement. The disclosure in Form AOC-2 is attached as Annexure A to this Report.

### 15. Disclosure under the Employee Stock Option Plan and Scheme

The Board of Directors of the Company, at its meeting held on 20<sup>th</sup> January, 2016, formulated the JSWEL Employees Stock Ownership Plan – 2016 (Plan 2016), to be implemented through the JSW Energy Employees ESOP Trust (Trust).

A total of 60,00,000 (Sixty Lakh) options were available for grant to the eligible employees of the Company and its Indian Subsidiaries, including Whole-time Directors.

The Compensation Committee at its meeting held on 3<sup>rd</sup> May, 2016 granted 24,47,355 options, being the first grant under Plan 2016, to the eligible employees of the Company and its Indian Subsidiaries, including Whole-time Directors. The grant of options to the then Whole-time Directors of the Company was approved by the Nomination & Remuneration Committee and the Board. 24,94,660 options, being the second grant under Plan 2016, were granted by the Compensation and Nomination & Remuneration Committee at its meeting held on 20<sup>th</sup> May, 2017 under Plan 2016 to the eligible employees of the Company and its Indian Subsidiaries, including Whole-time Directors. Mr. Jyoti Kumar Agarwal, Director – Finance, was granted 87,252 options. The third and final grant of 23,23,883 options was approved by the Compensation and Nomination & Remuneration Committee at its meeting held on 1<sup>st</sup> November, 2018 under Plan 2016 to the eligible employees of the Company and its Indian Subsidiaries, including Whole-time Directors. Mr. Prashant Jain, Jt. Managing Director and CEO and Mr. Jyoti Kumar Agarwal, Director – Finance were granted 3,73,897 options and 76,864 options respectively.

As per the Plan 2016, 50% of the granted options will vest at the end of the third year and the balance 50% at the end of the fourth year.

The applicable disclosures as stipulated under the Securities and Exchange Board of India (Share Based Employee Benefits), Regulations, 2014 ('SEBI (SBEB) Regulations') for the year ended 31<sup>st</sup> March, 2019, with

regard to ESOP 2016 are provided on the website of the Company at the link: [www.jsw.in/investors/energy](http://www.jsw.in/investors/energy) and forms a part of this Report.

Voting rights on the shares, if any, as may be issued to employees under the aforesaid ESOP Plan are to be exercised by them directly or through their appointed proxy; hence, the disclosure stipulated under Section 67(3) of the Companies Act, 2013, is not applicable.

There is no material change in the aforesaid ESOP Plan and the same is in compliance with the SEBI (SBEB) Regulations.

The certificate from the Statutory Auditors of the Company, that the Scheme has been implemented in accordance with the SEBI (SBEB) Regulations and along with the Resolution passed by the Members, would be placed at the forthcoming 25<sup>th</sup> Annual General Meeting for inspection by the Members.

### 16. Credit Rating

CARE Ratings, in October 2018, reaffirmed 'CARE AA-' (Double A minus) rating on the long-term bank facilities and Non-Convertible Debentures of the Company and the outlook was revised to 'Stable' from 'Negative'. The rating for the short-term bank facilities and Commercial Paper was reaffirmed at 'CARE A1+' (A One Plus).

Further, Brickworks Ratings has assigned 'BWR A1+' Rating for the Commercial Paper of the Company.

### 17. Awards

During the year, the Company received the following awards:

#### Ratnagiri Plant

1. SEEM National Energy Management Award 2017 (Gold), by Society of Energy Engineers and Managers (SEEM), for recognition of the steps taken by the plant for improving energy efficiency
2. National Award for Excellence in Energy Management for 'Energy Efficient Unit' by Confederation of Indian Industries (CII)

#### Vijayanagar Plant

1. 'Safety Systems Excellence Award' by The Federation of Indian Chambers of Commerce and Industry (FICCI)
2. Power Award for 'Best Innovations' by Independent Power Purchase Producers Association of India (IPPAI)

3. 'Certificate of Safety' by Department of Factories, Boilers, Industrial Safety and Health

JSW Energy Limited was also awarded 'National Award for HR Best Practices -2018' by National Institute of Personnel Management (NIPM)

## 18. Directors and Key Managerial Personnel

### Resignation

During the year under review, Mr. Uday Chitale, Independent Director, resigned as a Director with effect from 23<sup>rd</sup> April, 2018 and Ms. Tanvi Shete, Non-Executive Director, resigned as a Director with effect from 19<sup>th</sup> July, 2018. Your Directors place on record their appreciation for the valuable services rendered by Mr. Chitale and Ms. Shete.

### Re-appointment / Appointment

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr. Prashant Jain (DIN: 01281621) retires by rotation at the forthcoming 25<sup>th</sup> Annual General Meeting and, being eligible, offers himself for re-appointment.

On the recommendation of the Compensation and Nomination & Remuneration Committee, the Board, at its meeting held on 2<sup>nd</sup> November, 2018, subject to the approval of the Members, approved the re-appointment and remuneration of Mr. Sajjan Jindal (DIN: 00017762) as the Managing Director of the Company for a period of 5 years with effect from 1<sup>st</sup> January, 2019.

The Board of Directors, at its meeting held on 30<sup>th</sup> January, 2019, re-appointed Mr. Sajjan Jindal as the Chairman of the Board with effect from 1<sup>st</sup> January, 2019 to 31<sup>st</sup> March, 2020.

Mr. Chandan Bhattacharya's (DIN: 01341570) first 5 year's term as an Independent Director ended on 31<sup>st</sup> March, 2019. On the recommendation of the Compensation and Nomination & Remuneration Committee (CNRC), and based on the report of the performance evaluation carried out by the CNRC and the Board, considering Mr. Bhattacharya's rich experience in diverse areas, his broader skill-set and contribution to the Company, the Board at its meeting held on 29<sup>th</sup> March, 2019, re-appointed Mr. Chandan Bhattacharya as an Independent Director for a second term of 3 years, with effect from 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2022, subject to the approval of the Members.

On the recommendation of the CNRC the Board, at its meeting held on 16<sup>th</sup> May, 2019, appointed Mr. Sharad Mahendra (DIN: 02100401) as an Additional Director with effect from 16<sup>th</sup> May, 2019 to hold office upto the date of the forthcoming 25<sup>th</sup> Annual General Meeting. Subject to

the approval of the Members, the Board also appointed Mr. Sharad Mahendra as a Whole-time Director for a term of 5 years with effect from 16<sup>th</sup> May, 2019 till 15<sup>th</sup> May, 2024.

Profiles of these Directors, as required by Regulations 26(4) and 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Clause 1.2.5 of the Secretarial Standard - 2, are given in the Notice of the forthcoming 25<sup>th</sup> Annual General Meeting.

The Company has received declarations from all the Independent Directors under Section 149(7) of the Companies Act, 2013 and Regulation 25(8) of the Listing Regulations confirming that they meet the criteria of independence as prescribed thereunder.

The Independent Directors have complied with the Code for Independent Directors prescribed under Schedule IV to the Companies Act, 2013.

None of the managerial personnel i.e. Managing Director and Whole-time Directors of the Company are in receipt of remuneration / commission from the subsidiary companies.

The Company familiarises the Independent Directors of the Company with their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model and related risks of the Company, etc. Monthly updates on performance / developments are sent to the Directors. The brief details are put up on the website of the Company at the link: [www.jsw.in/investors/energy](http://www.jsw.in/investors/energy).

There were no changes in the Key Managerial Personnel of the Company during the Financial Year 2018-19.

## 19. Corporate Governance Report

The Company has complied with the requirements of Corporate Governance as stipulated under the Listing Regulations and accordingly, the Corporate Governance Report forms a part of this Annual Report. The requisite Certificate from Deloitte Haskins & Sells LLP, the Statutory Auditors of the Company, regarding compliance with the conditions of Corporate Governance as stipulated in Regulation 34 of the Listing Regulations, is annexed to the Corporate Governance Report.

## 20. Business Responsibility Report

As mandated by Regulation 34(2)(f) of the Listing Regulations, the Business Responsibility Report of the Company for the year ended 31<sup>st</sup> March, 2019 is available on the website of the Company at the link: [www.jsw.in/investors/energy](http://www.jsw.in/investors/energy).

## 21. Directors' Responsibility Statement

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, it is hereby confirmed:

- a) that in preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) that the Directors had selected such accounting policies and applied them consistently and made judgements 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 and of the profit and loss of the Company for the year under review;
- c) that the Directors had 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;
- d) that the Directors had prepared the annual accounts for the year under review, on a 'going concern' basis;
- e) that the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f) that the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## 22. Disclosures related to Policies

### A. Nomination Policy

The Company has adopted a Nomination Policy to identify persons who are qualified to become Directors on the Board of the Company and who may be appointed in senior management positions in accordance with the criteria laid down, and recommend their appointment and removal and for appointment of the Key Managerial Personnel (KMP) of the Company, who have the capacity and ability to lead the Company towards achieving sustainable development.

In terms thereof, the size and composition of the Board should have:

- an optimum mix of qualifications, skills, gender and experience as identified by the Board from time to time;

- an optimum mix of Executive, Non-Executive and Independent Directors
- minimum six number of Directors or such minimum number as may be required by Listing Regulations and / or by the Act or as per Articles;
- maximum number of Directors as may be permitted by the Listing Regulations and / or by the Act or as per Articles;
- at least one Woman Director.

While recommending a candidate for appointment, the Compensation and Nomination & Remuneration Committee shall assess the appointee against a range of criteria including qualification, age, experience, positive attributes, independence, relationships, gender diversity, background, professional skills and personal qualities required to operate successfully in the position and has discretion to decide adequacy of such criteria for the concerned position. All candidates shall be assessed on the basis of merit, related skills and competencies. There should be no discrimination on the basis of religion, caste, creed or sex.

The Nomination Policy, was reviewed and revised by the Board on 29<sup>th</sup> March, 2019, to align it with the changes in applicable law.

### B. Remuneration Policy

The Company regards its employees across the organisational hierarchy as the most valuable and strategic resource and seeks to ensure a high performance work culture through a fair compensation structure, which is linked to Company and individual performance. The compensation is linked to the nature of job, skill and knowledge required to perform the given job in order to achieve Company's overall objectives.

The Company has devised a policy relating to the remuneration of Directors, KMPs and senior management employees with the following broad objectives.

- i. Remuneration is reasonable and sufficient to attract, retain and motivate Directors;
- ii. Remuneration is reasonable and sufficient to motivate senior management, KMPs and other employees and to stimulate excellence in their performance;
- iii. Remuneration is linked to performance.

Remuneration Policy balances Fixed & Variable Pay and short & long-term performance objectives.

The Remuneration Policy was reviewed and revised by the Board on 29<sup>th</sup> March, 2019, to align it with the changes in applicable law.

The Remuneration Policy of the Company is available on the website of the Company at the link [www.jsw.in/investors/energy](http://www.jsw.in/investors/energy).

### C. Corporate Social Responsibility Policy

The Board of Directors of the Company has adopted a Corporate Social Responsibility (CSR) Policy based on the recommendation of the CSR Committee. The Company undertakes CSR activities in accordance with the said Policy.

The Company has adopted a strategy for undertaking CSR activities working directly or through JSW Foundation or in partnership with NGOs / third parties, as appropriate, and is committed to allocating at least 2% of average net profit of the last 3 years as required under Companies Act, 2013 towards Corporate Social Responsibility for the activities covered by categories mentioned in Schedule VII of the Companies Act, 2013. The Company gives preference to the local areas in which it operates for spending the amount of CSR.

In line with the Company's CSR Policy and strategy, the Company plans interventions, inter alia, in the field of health, education, livelihood, vocational education, women empowerment, environment sustainability and responsible citizenship.

The CSR Policy of the Company is available on the website of the Company at the link: [www.jsw.in/investors/energy](http://www.jsw.in/investors/energy).

During the year, the Company has spent the entire mandated amount of ₹13.25 crore on CSR activities. Please refer to the Management Discussion and Analysis section of this Report for further details.

The Annual Report on CSR activities is annexed as Annexure B and forms a part of this Report.

### D. Whistle Blower Policy and Vigil Mechanism

The Board has, pursuant to the provisions of Section 177(9) of the Companies Act, 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and the Listing Regulations framed a 'Whistle Blower Policy and Vigil Mechanism'.

The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner

by adopting highest standards of professionalism, honesty, integrity and ethical behaviour.

The Policy has been framed with a view to provide a mechanism, inter alia, enabling stakeholders, including Directors, individual employees of the Company and their representative bodies, to freely communicate their concerns about illegal or unethical practices and to report genuine concerns or grievances as also to report to the management concerns about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct.

The Whistle Blower Policy and Vigil Mechanism is available on the website of the Company at the link: [www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies](http://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies).

### E. Risk Management Policy

The Company has adopted a Risk Management Policy aimed to ensure resilience for sustainable growth and sound corporate governance by having an identified process of risk identification and management in compliance with the provisions of the Companies Act, 2013.

The Company recognises that the emerging and identified risks need to be managed and mitigated to –

- Protect its shareholders and other stakeholder's interest;
- Achieve its business objectives and;
- Enable sustainable growth.

The Company follows the Committee of Sponsoring Organisations (COSO) framework of Enterprise Risk Management (ERM) to identify, classify, communicate, respond to risks and opportunities based on probability, frequency, impact, exposure and resultant vulnerability.

Pursuant to the requirement of Regulation 21 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has constituted a sub-committee of Directors to oversee the Enterprise Risk Management framework to ensure resilience such that –

- a) Intended risks, like for investments, are taken prudently so as to manage exposure which can withstand risks affecting investments and remain resilient.

- b) Unintended risks related to performance, operations, compliances and systems are managed through direction setting vision / mission, prudent capital structuring, funds allocation commensurate with risks and opportunities, code of conduct, competency building, policies, processes, supervisory controls, audit reviews, etc.
- c) Knowable unknown risks in fast changing Volatile, Uncertain, Complex and Ambiguous (VUCA) conditions are managed through timely sensitisation of market trends.
- d) Adequate provision is made for not knowable unknown risks.
- e) Decided strategies are executed with focus on action.
- f) Overall risk exposure of present and future risks remains within risk capacity as may be perceived by the management.

The Risk Management Committee periodically reviews the framework and high risks and opportunities which are emerging or where impact is substantially changing.

There are no risks, which in the opinion of the Board threaten the existence of the Company. However, the risks that may pose a concern are set out in the Management Discussion and Analysis which forms a part of this Annual Report.

#### **F. Policy for Annual Performance Evaluation of Directors, Committees and Board**

Pursuant to the provisions of the Companies Act, 2013 and the Listing Regulations, the Company has framed a Policy for Performance Evaluation of Independent Directors, Board, Committees and other individual Directors which includes criteria for performance evaluation of the Non - Executive Directors and Executive Directors. On the basis of the criteria specified in this Policy, evaluation of performance during the financial year 2018-19 was carried out by the Compensation and Nomination & Remuneration Committee, of the Individual Directors while the Board carried out performance evaluation of Independent Directors, its own performance and that of the working of its Committees.

A meeting of the Independent Directors, with Mr. Chandan Bhattacharya as the Lead Director, was held on 28<sup>th</sup> March, 2019, to review the performance of the Non-Independent Directors, the Board as

a whole and the Chairman on the parameters of effectiveness and to assess the quality, quantity and timeliness of the flow of information between the Management and the Board.

Where required, feedback is shared with the Directors on the outcome of the evaluation process.

#### **G. Material Subsidiary Policy**

Pursuant to the provisions of the Listing Regulations, the Company has adopted a Policy for determining Material Subsidiaries which lays down the criteria for identifying material subsidiaries of the Company.

As per the Material Subsidiary Policy and Regulation 16(1)(c) of the Listing Regulations, JSW Hydro Energy Limited, JSW Energy (Barmer) Limited and JSW Power Trading Company Limited are the material subsidiaries of the Company.

The Policy for determining Material Subsidiaries was reviewed and revised by the Board on 29<sup>th</sup> March, 2019, to align it with the changes in applicable law.

The same may be accessed on the website of the Company at the link: [www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies](http://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies).

#### **H. Dividend Distribution Policy**

Pursuant to Regulation 43A of the SEBI Listing Regulations, top 500 listed entities based on market capitalisation are required to formulate a Dividend Distribution Policy. Accordingly, the Board has approved and adopted a Dividend Distribution Policy which is annexed as Annexure C and forms a part of this Report. The same is also available on the website of the Company at the link: [www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies](http://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies).

### **23. Meetings of the Board**

During the year, the Board of Directors met 5 times. For details of the meetings of the Board, please refer to the Corporate Governance Report which forms a part of this Annual Report.

### **24. Auditors and Auditors' Reports**

#### **a. Statutory Auditor**

In line with Section 139 of the Companies Act, 2013 and the Rules made thereunder, Deloitte Haskins & Sells LLP, Chartered Accountants, Mumbai, were appointed as the Statutory Auditors of the Company from the conclusion of the 23<sup>rd</sup> Annual General Meeting till the conclusion of the 28<sup>th</sup> Annual General Meeting (AGM).

The Statutory Auditors have issued Audit Reports with unmodified opinion on the Standalone and Consolidated Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2019. The observations made by the Statutory Auditors in their report for the financial year ended 31<sup>st</sup> March, 2019 read with the explanatory notes therein are self-explanatory and therefore, do not call for any further explanation or comments from the Board under Section 134(3)(f) of the Companies Act, 2013.

#### **b. Cost Auditor**

The Company has made and maintained cost accounts and records as specified by the Central Government under Section 148(1) of the Companies Act, 2013.

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with Notifications / Circulars issued by the Ministry of Corporate Affairs from time to time, the Board has appointed S. R. Bhargave & Co., Cost Accountants, to conduct the audit of the cost records of the Company for the financial year 2019-20.

The remuneration payable to the Cost Auditors is subject to ratification of the Members at the Annual General Meeting. Accordingly, the necessary Resolution for ratification of the remuneration payable to S. R. Bhargave & Co., Cost Accountants, to conduct the audit of cost records of the Company for the financial year 2019-20 has been included in the Notice of the forthcoming 25<sup>th</sup> Annual General Meeting of the Company and the Resolution is recommended for your approval.

#### **c. Secretarial Auditor**

The Board had appointed S. Srinivasan and Co., Company Secretaries, to carry out a Secretarial Audit for the financial year 2018-19.

The Secretarial Audit Report issued by S. Srinivasan and Co., Company Secretaries, for the financial year 2018-19 does not contain any observation or qualification requiring explanation or comments from the Board under Section 134(3) of the Companies Act, 2013. The Secretarial Audit Report confirms that the Company has complied with the provisions of the applicable laws. The report in Form MR-3 is annexed as Annexure D and forms a part of this Report.

As per Regulation 24(A) of the Listing Regulations, the material subsidiaries of the Company are required to undertake secretarial audit. JSW Energy (Barmer) Limited was the material subsidiary of the Company

for the financial year 2018-19 pursuant to applicable Listing Regulations. Accordingly, Shreyans Jain & Co., Company Secretaries, had carried out the secretarial audit for the material subsidiary for the financial year 2018-19. The Secretarial Audit Report does not contain any observation or qualification.

### **25. Compliance with Secretarial Standards**

During the financial year 2018-19, your Company has complied with Secretarial Standards 1 and 2, issued by the Institute of Company Secretaries of India.

### **26. Material Changes and Commitments**

In terms of Section 134(3)(l) of the Companies Act, 2013, except as disclosed elsewhere in this Report, no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and date of this Report.

### **27. Significant and Material Orders passed by Regulators or Courts or Tribunal**

No orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

### **28. Extract of Annual Return**

Pursuant to the provisions of Section 134(3)(a) and 92(3) of the Companies Act, 2013, an extract of the Annual Return for the financial year ended 31<sup>st</sup> March, 2019, is annexed as Annexure E and forms a part of this Report.

The Annual Return will be available on the website of the Company at the link: [www.jsw.in/investors/energy](http://www.jsw.in/investors/energy).

### **29. Environmental Norms**

As a conscious corporate and to maintain the best operating standards, the Company has deployed state of the art technology to prevent / minimize pollution levels at all its power plants.

Ministry of Environment, Forest and Climate Change in December, 2015, revised environment emission norms with more stringent emission limits for the operating as well as under implementation power plants in the country. The parameters have been revised for Particulate Matter, Sulphur Dioxide (SO<sub>2</sub>), Nitrogen Dioxide (NO<sub>2</sub>), Sp. Water Consumption (m<sup>3</sup>/MWh), Mandatory Environmental Discharge, etc.

Honouring its responsibility towards protecting the ecology, the Company has proactively complied with most of the revised norms and is in the process of complying with the balance norms well within the deadline.

### 30. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:

The particulars, as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules-2014, in respect of conservation of energy, technology absorption, foreign exchange earnings and outgo are as under:

#### (A) Conservation of energy -

(i) The steps taken for energy conservation are as below:

##### Vijayanagar Plant

1. SBU-2 - reduction of CEP (Condensate Extraction pump) power consumption was achieved by operating at reduced header pressure (Variable Frequency Drive(VFD) Auto Operation) which resulted in recurring saving of 339 kW
2. SBU-2 - One CCW (Circulated Cooling water) pump was stopped during part load operation of the plant to optimize the auxiliary power consumption which resulted in saving of 165 kW
3. SBU-2 - By overhauling of circulating water pump, the internal clearances of Pump 1A were optimized which improved its efficiency & resulted in saving of 53 kW
4. Coal handling system power consumption optimisation was done by reducing dust extraction system running hours thereby resulting in a saving of 46kW
5. SBU-2 - optimisation of running equipment for auxiliary consumption during part load operations resulted in the reduction of the APC (Auxiliary Power Consumption) to below 7% (by stopping One CW (Cooling Water) pump, BFP (boiler feed pump), Mills and CCW pumps
6. Ash handling system - Optimisation of the equipment's running hours resulted in reduced auxiliary power consumption by 35kW
7. Refurbishment of BFP-2A cartridge was completed which resulted in a saving of 60kW
8. SBU-1 - Implementation of change in operation philosophy (single burner operation) resulted in reduction of oil consumption during normal running

##### Ratnagiri Plant

1. Ash handling - Optimisation of the compressor operating hours (almost 5 hours reduced) resulted in a saving of 2.1 MUs
2. Replacement of baskets for APH-B (Air Pre-Heater) and of high pressure jet water washing for APH-A in Unit-1 resulted in a saving 333 kW in ID fan power consumption as well as increased the boiler efficiency by 0.48%
3. Replacement of baskets in both APH of Unit-2 resulted in saving 380 kW in ID Fan power consumption and improved boiler efficiency by 0.21 %
4. Replacing the passing recirculation of 2 Control Valves of BFPs resulted in reducing the power consumption by 477 kW
5. The replacement of all CT (Cooling Tower) fans in Unit-1 with high efficiency fans having an aerofoil design resulted in saving of 7 kCal/kWh in heat rate through vacuum improvement
6. Optimisation of the discharge pressure of the condensate extraction pump (CEP) helped to reduce power consumption, thus resulting in a saving of 400 kW

(ii) The steps taken by the Company for utilising alternate sources of energy:

Vijayanagar Plant: In both SBU-1 (2 X 130 MW) and (2 X 300 MW) units, waste gases from blast furnace are being utilized as fuel which has led to displacement of coal

Ratnagiri Plant: None

(iii) The capital investment on energy conservation equipment:

Vijayanagar Plant : No major capital investment.

Ratnagiri Plant: Total Capital investment: ₹4.32 crore

#### (B) Technology absorption -

(i) The efforts made towards technology absorption are provided below -

##### Vijayanagar Plant:

1. SBU-1 replacement of existing GRP cooling tower fan blades with efficient high air flow blades
2. Implementation of DSM (Deviation settlement mechanism) as per latest amended CERC regulations

3. SBU-2 - The Auxiliary Turbo Supervisory instrument - Vibration system and the Turbine Supervisory Instruments Monitoring system have been upgraded
4. In the 220KV switchyard 48 double break and centre break isolators have been replaced with isolators having better design
5. Installation of BFP recirculation valve with modified internals in the 300MW units

#### Ratnagiri Plant

1. Changing the Unit-2 Turbine insulation from alumina-silicate to ceramic MAT insulation
2. Installation of ash analyser
3. Replacement of single LP (Low pressure) turbine blade without removing other blades in Unit-2
4. Use of drone for security and vigilance purpose
5. Commissioning of Reverse Osmosis plant to use sea water as alternate source of raw water
6. Installation of STP (Sewage Treatment Plant) analyser at Jaiwadi Township

- (ii) The benefits derived like product improvement, cost reduction, product development or import substitution:

#### Vijayanagar Plant

1. Improved air flow and better heat exchange efficiency for better CT effectiveness
2. Effective monitoring, minimising deviations and compliance with new DSM regulations
3. Successfully combating obsolescence
4. Reduced down time and improved plant availability
5. Reduced specific power consumption of BFP

#### Ratnagiri Plant

1. Improved Unit Heat rate
2. Analysing Ash content in the fired coal
3. Reduction in unit shutdown time by changing only one blade

4. Better vigilance obtained using drone technology
5. Raw water sufficiency achieved
6. Improved plant performance and auxiliary power consumption

- (iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year): Nil / Not Applicable.

- (iv) The expenditure incurred on Research and Development:

The Company did not carry out any core R & D work during the financial year 2018-19.

- (v) Future Plans

#### Vijayanagar Plant

1. Replacement of cooling tower fills with new technology (Anti clog, hybrid trickle fills) to avoid silt deposition and having improved efficiency
2. Installation of auto sampler for coal sample collection required for quality analysis
3. Boiler Retrofit / additional boiler installation to accommodate additional gas firing
4. Replacement of APH baskets in SBU-2 Unit-2 for Boiler efficiency improvement
5. Replacement of 220KV pneumatic breaker with spring charged breaker
6. Replacement of SBU-2 Unit-2 cooling tower fan with energy efficient blades
7. Installation of PA fan spacer coupling in SBU-1 Unit-1
8. Installation of online alkaliser in stator water system of the 300MW units
9. Replacement of existing high chrome rollers and bull rings with sinter cast

#### Ratnagiri Plant

1. Replacement of cooling tower fans in Unit-2
2. Installation of VFDs in PA Fans
3. Installation of auto sampler for coal
4. Replacement of baskets for APH-A in Unit-1
5. Replacement of baskets in Unit-3

**(C) Foreign exchange earnings and outgo -**

The Foreign Exchange earnings of the Company for year under review amounted to Nil. The foreign exchange outflow is as under:

Sr. No. Particulars	(₹ crore)
a) Import of coal	2573.71
b) Stores, Spares and Plant & Equipment	35.16
c) Travelling Expenses	0.46
d) Legal and Professional	3.25
e) Interest and Finance charges	17.74
f) Membership fee	0.20
g) Other expenses	0.10

**31. Particulars of Employees and Related Disclosures**

Disclosure pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as Annexure F and forms a part of this Report.

Disclosure pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed as Annexure G and forms a part of this Report.

**32. Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace**

Pursuant to the requirements under the Prevention of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has enacted a Policy and duly constituted Internal Complaints Committees across locations. To build awareness in this area, the Company has been conducting induction / refresher programmes in the organisation on a continuous basis. Your Directors state that during the year under review, one complaint was filed and the same was satisfactorily resolved.

**33. Acknowledgements**

Your Directors would like to express their appreciation for the co-operation and assistance received from the Government authorities, the financial institutions, banks, vendors, customers, debenture holders and shareholders during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by all the employees.

For and on behalf of the Board of Directors

**Sajjan Jindal**  
Chairman & Managing Director

Mumbai, 16<sup>th</sup> May, 2019

## ANNEXURE A

### FORM NO. AOC - 2

(Pursuant to clause (h) of sub - section (3) of section 134 of the Act and Rule 8 (2) of the Companies (Accounts) Rules, 2014

Form for disclosure of particulars of contracts / arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis: Not Applicable
2. Details of material contracts or arrangements or transactions at arm's length basis:

Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the Values, if any	Date(s) of approval by the Board, if any	Amount paid as advances, if any
JSW Power Trading Company Limited (Wholly owned Subsidiary of the Company)	Sale of Power, Rebate for prompt payment, etc.	Memorandum of Understanding Dated: 05.12.2006 Period: 01.04.2006 till cancellation.	JSW Energy Limited shall supply power to JSW Power Trading Company Limited which in turn shall sell the same to customers across India  (For details of transactions during the year Refer Note 40 of Standalone Financial Statements)	-	Nil
JSW Steel Limited (Promoter Group Company)	Sale of Power & other materials, O&M services, Purchase of fuel & other materials, etc.	Power Purchase Agreement Dated: 30.03.2019 Period 01.10.2018 to 30.09.2021. Power Purchase Agreement Dated: 02.05.2015 Period 01.04.2015 to 31.03.2040 O&M Agreement Dated: 17.08.2006 Valid up to 31.03.2019. O&M Agreement Dated: 15.05.2012 Valid up to 31.03.2019. Fuel and Water Supply Agreement Dated: 12.12.2001 Period 01.08.2001 to 31.07.2031	Sale of Power & other materials, O&M services, etc to JSW Steel Limited (JSWSL) and also purchase from JSWSL fuel & other materials, steel, receive / avail services, etc, besides reimbursement of expenses paid on each other's behalf, allocating common corporate expenditure. (For details of transactions during the year Refer Note 40 of Standalone Financial Statements)	-	Nil
JSW International Tradecorp Pte. Limited (Promoter Group Company)	Purchase of Quality Thermal Coal	Umbrella Agreement Dated: 07.03.2014 Period: 3 years from the date of agreement which will be automatically extended for additional 2 years.	Purchase of quality thermal coal originating inter alia from Indonesia, South Africa, Australia and Mozambique  (For details of transactions during the year Refer Note 40 of Standalone Financial Statements)	-	Nil

**For and on behalf of the Board of Directors**  
**Sajjan Jindal**  
**Chairman & Managing Director**  
(DIN: 00017762)  
Mumbai  
16<sup>th</sup> May, 2019

## ANNEXURE B

### Annual Report on the CSR activities pursuant to Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014

1. A Brief outline of the Company's CSR Policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR Policy and projects or programs.

Refer Section: Corporate Social Responsibility in this Report. The Company has adopted a CSR Policy in compliance with the provisions of the Companies Act, 2013 and the same is displayed on the Company's website and can be accessed through the following link: <http://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies>

2. The composition of the CSR Committee:

The Company has constituted a CSR Committee to fulfill, inter alia, its responsibility towards CSR. The composition of the Committee is as follows: Ms. Sheila Sangwan, Chairperson, Mr. Prashant Jain, Mr. Nirmal Kumar Jain, Ms. Shailaja Chandra and Mr. Chandan Bhattacharya

3. Average net profit of the Company for last three financial years. ₹ crore 662.58
4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above). 13.25
5. Details of CSR spent during the financial year:
- (a) Total amount to be spent for the financial year; 13.25
- (b) Amount unspent, if any; Nil
- (c) Manner in which the amount spent during the financial year 2018-19 is detailed below; ₹ crore

1	2	3	4	5	6	7	8
Sr. No	CSR project or activity identified	Sector in which the project is covered	Projects or programs		Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs (2) Overheads:	Cumulative expenditure upto the reporting period	Amount spent Direct or through implementing agency
			(1) Local area or other	(2) Specify the State and district where projects or Programs was undertaken			
1	Establishment of mini science center to create and motivate quality education among the rural students, Financial aid to Schools to meet operational expenses and providing scholarships. Construction / renovation / infrastructure development of educational institution, etc.	Promoting Social Development	Area: a. Sandur Taluka & Kudalgi Taluka b. local area of Jaigad Panchkroshi c. DIZ of Hydro Plant d. Kutehr HEP - Bharmore Block  District: a. Bellary b. Ratnagiri and Gadchiroli c. Kinnaur d. Chamba	3.03	3.20	3.20	Direct & Implementing Agencies: a. Father Agnel Institute b. District Industries Center at Reckong Peo, Himachal Pradesh. c. Navnirmiti Eduquality Foundation (NEF), Mumbai, Maharashtra.
2	Mission against Malnutrition, providing nutrition supplements at schools and anganwadies, providing training & technology support for agriculture improvement to farmers, soil conservation and organic farming, promoting health care including safe drinking water & eye camps	Improving Living Conditions	State: a. Karnataka b. Maharashtra c. Himachal Pradesh	5.51	5.15	5.15	Direct & Implementing Agency: International Crops Research Institute for the Semi-Arid Tropics (ICRISAT) Spirulina Foundation & Bhoruka Charitable Trust

1	2	3	4	5	6	7	8
Sr. No	CSR project or activity identified	Sector in which the project is covered	Projects or programs		Amount spent on the projects or programs Sub-heads: (1) Direct expenditure on projects or programs (2) Overheads:	Cumulative expenditure upto the reporting period	Amount spent Direct or through implementing agency
			(1) Local area or other	(2) Specify the State and district where projects or Programs was undertaken			
3	Construction of individual and community toilets, waste management plan, providing bio toilet technology in Gram Panchayat	Swachh Bharat Abhiyan	Area:	0.07	0.06	0.06	Direct
			a. Sandur Taluka & Kudalgi Taluka b.local area of Jaigad Panchkroshi c. DIZ of Hydro Plant d.Kutehr HEP -				
4	Building and infrastructure support, maintenance and support of mango and cashew canning units, supporting Livelihood activities	Addressing Social Inequalities	Bharmore Block	0.54	0.48	0.48	Direct and Implementing Agency: RFSPML Mumbai
			District: a. Bellary b. Ratnagiri and Gadchiroli c. Kinnaur				
5	Watershed management and promoting use of renewable energy	Addressing Environmental Issues	d. Chamba	0.04	0.02	0.02	Direct
			State: a. Karnataka				
6	Sports infrastructure development and providing equipments, Financial support for local sports and Taluka level sports, boxing ring installation	Promotion of Sports	b. Maharashtra c. Himachal Pradesh	2.07	2.07	2.07	Direct
7	Projects undertaken under Rural Development by providing infrastructure facilities, drinking/ domestic water supply, road repair, installation of transformer/ street lights / high lights, etc.	Rural Development		1.33	1.61	1.61	Direct
8	Administration & Capacity Building Expenses	Administration & Overheads Expenses		0.66	0.66	0.66	Direct
<b>Total</b>				<b>13.25</b>	<b>13.25</b>	<b>13.25</b>	

\* Name of implementing agency provided

6. In case the company has failed to spend the two percent of the average net profit of the last three financial years or any part thereof, the company shall provide the reasons for not spending the amount in its Board's report: Not Applicable
7. A responsibility statement of the CSR Committee that the implementations and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company: We hereby declare that implementation and monitoring of the CSR Policy are in compliance with CSR objectives and Policy of the Company

**Sheila Sangwan**  
Chairperson, CSR Committee  
DIN:01857875

**Prashant Jain**  
Jt. Managing Director & CEO  
DIN:00019489

# ANNEXURE C

## Dividend Distribution Policy

### PREFACE

TITLE	DIVIDEND DISTRIBUTION POLICY
VERSION NUMBER	1.00
EFFECTIVE DATE	23.03.2017
AUTHORISED BY	BOARD OF DIRECTORS
NUMBER OF REVISIONS	NONE

### 1. Objective

The objective of this Policy is to ensure right balance between the quantum of Dividend paid and amount of profits retained in the business for various purposes. Towards this end, the Policy lays down parameters to be considered by the Board of Directors of the Company for declaration of Dividend from time to time.

### 2. Effective Date

The Board of Directors of the Company, at its meeting held on 23<sup>rd</sup> March, 2017, has adopted the Dividend Distribution Policy of the Company as required in terms of the Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015. The Policy is effective from the financial year 2016-2017.

### 3. Regulatory Framework

The Securities and Exchange Board of India ("SEBI") on 8<sup>th</sup> July, 2016 inserted Regulation 43A in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, which requires top five hundred listed companies (based on market capitalization of every financial year) to formulate a Dividend Distribution Policy.

Accordingly, JSW Energy Limited, being one of the top five hundred listed companies as per market capitalization as on the last day of the immediately preceding financial year, is required to frame this policy to comply with the requirements of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### 4. Definitions

- 4.1 "Act" shall mean the Companies Act, 2013 including the Rules made thereunder, as amended from time to time.
- 4.2 "**Applicable Laws**" shall mean the Companies Act, 2013 and Rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; as amended from time to time and such other act, rules or regulations which provides for the distribution of Dividend.
- 4.3 "**Company**" shall mean JSW Energy Limited.
- 4.4 "**Chairman**" shall mean the Chairman of the Board of Directors of the Company.

4.5 "**Compliance Officer**" shall mean the Compliance Officer of the Company appointed by the Board of Directors pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

4.6 "**Board**" or "**Board of Directors**" shall mean Board of Directors of the Company.

4.7 "**Dividend**" shall mean Dividend as defined under the Companies Act, 2013 and includes Interim Dividend.

4.8 "**JMD & CEO**" shall mean Joint Managing Director and Chief Executive Officer of the Company.

4.9 "**Policy or this Policy**" shall mean the Dividend Distribution Policy.

4.10 "**SEBI Regulations**" shall mean the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 together with the circulars issued thereunder, including any statutory modification(s) or re-enactment(s) thereof for the time being in force.

4.11 "**Subsidiary**" shall mean Subsidiary of the Company as defined under the Companies Act, 2013.

### 5. Parameters for declaration of Dividend

The Board of Directors of the Company, shall consider the following parameters for declaration of Dividend:

#### 5.1 General Guidelines for Dividend Distribution

- The Company shall pay dividend (including interim dividend) in compliance with the applicable provisions of the Companies Act, 2013, Rules prescribed thereunder, and any amendments made thereto.
- The Board may not recommend dividend if, in its opinion, it is financially not prudent to do so.
- If the Company proposes to declare dividend on the basis of parameters in addition to those covered in this policy or proposes to make any changes to any parameters or the dividend distribution policy, it shall disclose such changes along with the rationale for the same in its Annual Report and on its website.

**5.2 Financial Parameters / Internal Factors**

Before declaring or recommending dividend to shareholders, the Board of Directors would consider appropriate financial parameters like accumulated profit; working capital requirements; capital expenditure requirements; cash flow & liquidity; debt servicing and leverage ratios; outstanding borrowings and repayment schedule; past dividend trends; any other factor deemed fit by the Board.

**5.3 External Factors**

Before declaring or recommending dividend to shareholders, the Board of Directors would consider relevant external factors like the prevailing legal requirements, regulatory conditions or restrictions laid down under the Applicable Laws including tax laws; macro- economic factors; economic and industry outlook; growth outlook.

**5.4 Circumstances under which the shareholders may or may not expect Dividend**

The decision regarding dividend payout seeks to balance the dual objectives of appropriately rewarding shareholders through dividends and retaining profits in order to balance capital requirements as enumerated the aforesaid sections in 5.2 and 5.3 respectively. The Equity shareholders may expect dividend only if the Company is having surplus funds and after taking into consideration relevant financial parameters / internal / external factors enumerated in 5.2 and 5.3 above.

The shareholders of the Company may not expect dividend under the following circumstances:

- a. Significant expansion project requiring higher allocation of capital;
- b. Significantly higher working capital requirements adversely impacting free cash flow;
- c. Acquisitions or joint ventures requiring significant allocation of capital;
- d. Proposal for buy back of securities;
- e. Inadequacy of profits or whenever the Company has incurred losses; in particular, where the debt servicing capability can get compromised
- f. Restrictions in loan / NCD agreements on account of covenants therein
- g. Weak industry / business outlook whereby it is prudent in the eyes of the Board to conserve cash than payout dividend.

**5.5 Policy on utilization of retained earnings**

Retained earnings may be utilized for capital expenditure, acquisitions, expansion or diversification, long term working capital, general corporate purposes or it can be distributed to the shareholders by way of dividend, bonus shares, buy-back of shares or for such other purpose as the Board may deem fit from time to time.

**5.6 Parameters adopted with regard to various classes of shares****i) General**

- a. The factors and parameters for declaration of dividend to different classes of shares of the Company shall be in compliance with the existing laws, governing the dividend payout.
- b. The payment of dividend shall be based on the respective rights attached to each class of shares as per their terms of issue.
- c. The dividends shall be paid out of the Company's distributable profits and/or general reserves, and shall be allocated among shareholders on a pro-rata basis according to the number of each type and class of shares held.

**ii) Dividend on Preference shares**

Preference shares shall be entitled to and paid dividend at a fixed rate as per the terms of issue and shall stand in priority to equity shareholders for payment of dividend. In case of Cumulative Preference shares, if the Company is not having distributable profits for any financial year or the Company is not able to pay the dividend, the dividend shall be accumulated and be paid later in accordance with the terms of issue and subject to the provisions of the Companies Act, 2013.

The parameters mentioned in Clause 5.1 to Clause 5.5 shall not apply to determination and declaration of dividend on preference shares issued (if any) by the Company since the same will be as per the terms of issue of such preference shares.

**iii) Dividend on Equity shares**

Equity shareholders shall be entitled to dividend, interim or final, if declared by the Board of Directors / Shareholders of the Company, as the case may be. Equity dividend shall stand second in priority after payment of dividend to the Preference Shareholders.

At present, the issued and paid-up share capital of the Company comprises only equity shares.

## 6. Disclosure

The Company shall make appropriate disclosures as required under the SEBI Regulations.

## 7. General

7.1 This Policy would be subject to revision/ amendment in accordance with the guidelines as may be issued by the Ministry of Corporate Affairs, the Securities Exchange Board of India or such other regulatory authority as may be authorized, from time to time, on the subject matter.

7.2 The Company reserves its right to alter, modify, add, delete or amend any of the provisions of this Policy.

7.3 In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant authorities, not being consistent with the provisions laid down under this Policy, then such amendment(s), clarification(s), circular(s) etc. shall prevail upon the provisions hereunder and this Policy shall stand amended accordingly from the effective date as laid down under such amendment(s), clarification(s), circular(s) etc.

## ANNEXURE D

### Form No. MR-3

#### SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> March, 2019

[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]

The Members,  
**JSW ENERGY LIMITED,**  
 JSW Centre, Bandra – Kurla Complex,  
 Bandra (East), Mumbai,  
 Maharashtra – 400 051.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by JSW ENERGY LIMITED bearing CIN: LL74999MH1994PLC077041 (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ 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 authorised 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 on 31<sup>st</sup> March, 2019 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 on 31<sup>st</sup> March, 2019, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. 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 (wherever applicable);
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') as may be appropriately applicable for the period under review:

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

The provisions of the said regulations are not applicable to the Company as there was no delisting of shares or debentures during the year under review.

- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 and the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

The provisions of the said regulations are not applicable to the Company as there was no buyback during the year under review.

- vi. All other relevant applicable laws including those specifically applicable to the Company, a list of which has been provided by the management.

We have also examined compliance with the applicable clauses of the following:

#### a) **Secretarial Standards**

The Secretarial standards namely, SS-1, SS-2 and SS-3 issued and notified by the Institute of Company

Secretaries of India have been generally complied with by the Company during the financial year under review;

**b) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

The Company has complied with the applicable clauses of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015.

During the period under review the Company has complied with the aforesaid provisions of the Act, Rules, Regulations, Standards, etc. mentioned above.

**We further report that:**

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, 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.
- Decisions at the meetings of the Board of Directors were carried through on the basis of majority and there were no dissenting views by any Member of the Board during the period under review.

**We further report that**

- i) based on the information provided and the representation made by the Company and also on the review of the compliance reports of Company Secretary / Chief Financial Officer / Whole-time Director taken on record by the Board of Directors of the Company, in our opinion there are adequate 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.
- ii) the compliance by the Company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

We further report that, during the audit period, except the events listed below no other events occurred which had any major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, and standards and that the Company has complied with such of those relevant clauses thereto which are applicable:

1. During the year under review, the Long Stop date for Securities Purchase Agreement (SPA) to acquire the 1000 MW (4X250 MW) thermal power plant located at Village Tamnar, District Raigarh, Chhattisgarh from Jindal Steel and Power Limited (JSPL) has been extended till 30<sup>th</sup> June 2019.
2. Liquidation of JSW Energy Mineral Mauritius Limited, Mauritius:  
  
The process of voluntary liquidation of JSW Energy Mineral Mauritius Limited, a subsidiary of the Company was completed on 18<sup>th</sup> June, 2018.
3. The paid up Equity Share Capital as at 31<sup>st</sup> March 2019 is ₹ 16,410,375,870. During the year under review, 982792 number of equity shares were issued, allotted and listed on the stock exchanges pursuant to JSW Employees Stock Option Scheme 2016.
4. During the year under review, the Company has partly redeemed the following Non-Convertible Debentures aggregating to ₹ 200 crore:
  - a. 2000 9.75% Secured Non-Convertible Debentures of ₹ 10,00,000/- each,
  - b. 6000 9.75% Secured Non-Convertible Debentures of ₹ 10,00,000/- each, and
  - c. 2000 9.75% Secured Non-Convertible Debentures of ₹ 10,00,000/- each.

For *S. Srinivasan & Co.,*  
Company Secretaries

S. Srinivasan  
Practicing Company Secretary  
FCS: 2286  
CP. No: 748

Place: Mumbai  
Date : 08.05.2019

## Annexure A

To,  
The Members,  
JSW ENERGY LIMITED  
JSW Centre, Bandra – Kurla Complex,  
Bandra (East), Mumbai,  
Maharashtra – 400 051.

Our Secretarial Audit report of even date is to be read alongwith this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were considered appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test 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.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. 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 *S. Srinivasan & Co.,*  
Company Secretaries

**S. Srinivasan**  
Practicing Company Secretary  
FCS: 2286  
CP. No: 748

Place: Mumbai  
Date : 08.05.2019

## ANNEXURE E

### Form No. MGT-9

#### EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31<sup>st</sup> March 2019

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

#### I. REGISTRATION AND OTHER DETAILS

(i)	CIN	L74999MH1994PLC077041
(ii)	Registration Date	10 <sup>th</sup> March 1994
(iii)	Name of the Company	JSW Energy Limited
(iv)	Category / Sub-Category of the Company	Public Company / Limited by shares
(v)	Address of the Registered office and contact details	JSW Centre, Bandra Kurla Complex Bandra (East), Mumbai - 400 051 Tel: +91 22 42861000 Fax: +91 22 42863000
(vi)	Whether listed company	Yes
(vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Karvy Fintech Private Limited Karvy Selenium Tower B Plot 31-32, Gachibowli Financial District, Nanakramguda Hyderabad - 500 032 Tel: +91 40 67161500 Fax: + 91 40 23001153

#### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company

Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
Generation of Power	351 - Electric power generation, transmission and distribution	100%

#### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
1.	JSW Energy (Barmer) Limited (Formerly known as 'Raj WestPower Limited') JSW Centre, Bandra Kurla Complex, Bandra (East) Mumbai - 400051 Maharashtra, India	U31102MH1996PLC185098	Subsidiary	100.00	2(87)(ii)
2.	Jaigad PowerTransco Limited JSW Centre, Bandra Kurla Complex, Bandra (East) Mumbai-400051 Maharashtra, India	U40102MH2008PLC181433	Subsidiary	74.00	2(87)(ii)
3.	JSW Energy (Raigarh) Limited JSW Centre, Bandra Kurla Complex, Bandra (East) Mumbai-400051 Maharashtra, India	U40103MH2009PLC195362	Subsidiary	100.00	2(87)(ii)
4.	JSW Power Trading Company Limited (formerly JSW Green Energy Limited) JSW Centre, Bandra Kurla Complex, Bandra (East) Mumbai-400051 Maharashtra, India	U40101MH2011PLC212214	Subsidiary	100.00	2(87)(ii)
5.	JSW Energy (Kutehr) Limited Village - Machetar, PO - Chanhota, Tehsil - Bharmour, Chamba - 176309, Himachal Pradesh, India	U40101HP2013PLC000345	Subsidiary	100.00	2(87)(ii)
6.	JSW Hydro Energy Limited (Formerly known as 'Himachal Baspa Power Company Limited') Karcham-Wangtoo H. E. Project Sholtu Colony, P. O. Tapri Sholtu Kinnaur -172104, Himachal Pradesh, India	U40101HP2014PLC000681	Subsidiary	100.00	2(87)(ii)
7.	JSW Solar Limited JSW Centre, Bandra Kurla Complex, Bandra (East) Mumbai - 400051 Maharashtra, India	U40200MH2018PLC303547	Subsidiary	100.00	2(87)(ii)

Sl. No.	Name and address of the Company	CIN / GLN	Holding / Subsidiary / Associate	% of shares held	Applicable Section
8.	JSW Electric Vehicles Private Limited Jindal Mansion 5A, Dr. G. Deshmukh Marg Mumbai - 400026 Maharashtra, India	U35999MH2017PTC297470	Subsidiary	100.00	2(87)(ii)
9.	JSW Energy Natural Resources Mauritius Limited International Financial Services Limited, IFS Court, Bank Street, TwentyEight, Cybercity, Ebene 72201, Mauritius	--	Subsidiary	100.00	2(87)(ii)
10.	JSW Energy Natural Resources South Africa Limited Postnet Suite 1717, Private Bag X9013, Ermelo, 2350 Fax: 00 27 (0) 86 550 4872	--	Subsidiary	100.00	2(87)(ii)
11.	South African Coal Mining Holdings Limited Postnet Suite 1717, Private Bag X9013, Ermelo, 2350 Fax: 00 27 (0) 86 550 4872	--	Subsidiary	69.44	2(87)(ii)
12.	Royal Bafokeng Capital (PTY) Limited Postnet Suite 1717, Private Bag X9013, Ermelo, 2350 Fax: 00 27 (0) 86 550 4872	--	Subsidiary	100.00	2(87)(ii)
13.	Mainsail Trading 55 Proprietary Limited Postnet Suite 1717, Private Bag X9013, Ermelo, 2350 Fax: 00 27 (0) 86 550 4872	--	Subsidiary	100.00	2(87)(ii)
14.	SACM (Breyten) Proprietary Limited Postnet Suite 1717, Private Bag X9013, Ermelo, 2350 Fax: 00 27 (0) 86 550 4872	--	Subsidiary	69.44	2(87)(ii)
15.	South African Coal Mining Equipment Company Proprietary Limited Postnet Suite 1717, Private Bag X9013, Ermelo, 2350 Fax: 00 27 (0) 86 550 4872	--	Subsidiary	69.44	2(87)(ii)
16.	Umlabu Colliery Proprietary Limited Postnet Suite 1717, Private Bag X9013, Ermelo, 2350 Fax: 00 27 (0) 86 550 4872	--	Subsidiary	69.44	2(87)(ii)
17.	Jigmining Operations No 1 Proprietary Limited Postnet Suite 1717, Private Bag X9013, Ermelo, 2350 Fax: 00 27 (0) 86 550 4872	--	Subsidiary	69.44	2(87)(ii)
18.	Yomhlaba Coal Proprietary Limited Postnet Suite 1717, Private Bag X9013, Ermelo, 2350 Fax: 00 27 (0) 86 550 4872	--	Subsidiary	69.44	2(87)(ii)

#### IV. SHARE HOLDING PATTERN (Equity Share Capital breakup as Percentage of Total Equity)

##### (i) Category-wise Share Holding

Category Code	Category of Shareholder	Number of shares held at the beginning of the year				Number of shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)
(A)	Promoter and Promoter Group									
(1)	INDIAN									
(a)	Individual /HUF	7,53,07,245	0	7,53,07,245	4.59	7,53,06,875	0	7,53,06,875	4.59	0.00
(b)	Central Government/ State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Bodies Corporate	1,15,45,92,529	0	1,15,45,92,529	70.40	1,15,45,79,629	0	1,15,45,79,629	70.36	-0.04
(d)	Financial Institutions / Banks	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Others	600	0	600	0.00	600	0	600	0.00	0.00
	Sub-Total A(1) :	1,22,99,00,374	0	1,22,99,00,374	74.99	1,22,98,87,104	0	1,22,98,87,104	74.95	-0.05
(2)	FOREIGN									
(a)	Individuals (NRIs/ Foreign Individuals)	370	0	370	0.00	740	0	740	0.00	0.00
(b)	Bodies Corporate	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Institutions	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total A(2) :	370	0	370	0.00	740	0	740	0.00	0.00
	Total A=A(1)+A(2)	1,22,99,00,744	0	1,22,99,00,744	74.99	1,22,98,87,844	0	1,22,98,87,844	74.95	-0.05
(B)	PUBLIC SHAREHOLDING									
(1)	INSTITUTIONS									
(a)	Mutual Funds /UTI	4,91,63,687	0	4,91,63,687	3.00	5,44,68,306	0	5,44,68,306	3.32	0.32
(b)	Financial Institutions /Banks	8,39,23,162	0	8,39,23,162	5.12	8,26,90,048	0	8,26,90,048	5.04	-0.08
(c)	Central Government / State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(f)	Foreign Institutional Investors	9,91,19,454	0	9,91,19,454	6.04	10,94,03,387	0	10,94,03,387	6.67	0.62
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	0.00
(h)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Others	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total B(1) :	23,22,06,303	0	23,22,06,303	14.16	24,65,61,741	0	24,65,61,741	15.02	0.87
(2)	NON-INSTITUTIONS									
(a)	Bodies Corporate	4,17,88,425	0	4,17,88,425	2.55	4,77,20,203	0	4,77,20,203	2.91	0.36
(b)	Individuals									
	(i) Individuals holding nominal share capital upto ₹2 lakh	6,88,31,767	3,904	6,88,35,671	4.20	6,48,82,922	744	6,48,83,666	3.95	-0.24

Category Code	Category of Shareholder	Number of shares held at the beginning of the year				Number of shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of total shares	Demat	Physical	Total	% of total shares	
	(ii) Individuals holding nominal share capital in excess of ₹2 lakh	4,64,09,433	0	4,64,09,433	2.83	4,48,99,754	0	4,48,99,754	2.74	-0.09
(c)	Others									
	Clearing Members	15,04,859	0	15,04,859	0.09	19,53,855	0	19,53,855	0.12	0.03
	Foreign Bodies	1,49,16,657	0	1,49,16,657	0.91	0	0	0	0.00	-0.91
	IEPF	8,386	0	8,386	0.00	49,718	0	49,718	0.00	0.00
	Non Resident Indians	36,38,178	0	36,38,178	0.22	37,22,150	0	37,22,150	0.23	0.00
	NRI Non-Repatriation	7,88,827	0	7,88,827	0.05	12,24,956	0	12,24,956	0.07	0.03
	Trusts	57,312	0	57,312	0.00	1,33,700	0	1,33,700	0.01	0.00
(d)	Qualified Foreign Investor	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-Total B(2) :	17,79,43,844	3,904	17,79,47,748	10.85	16,45,87,258	744	16,45,88,002	10.03	-0.82
	Total B=B(1)+B(2) :	41,01,50,147	3,904	41,01,54,051	25.01	41,11,48,999	744	41,11,49,743	25.05	0.05
	Total (A+B) :	1,64,00,50,891	3,904	1,64,00,54,795	100.00	1,64,10,36,843	744	1,64,10,37,587	100.00	0.00
(C)	Shares held by custodians, against which Depository Receipts have been issued									
(1)	Promoter and Promoter Group	0	0	0	0.00	0	0	0	0.00	0.00
(2)	Public	0	0	0	0.00	0	0	0	0.00	0.00
	Grand Total (A+B+C) :	1,64,00,50,891	3,904	1,64,00,54,795	100.00	1,64,10,36,843	744	1,64,10,37,587	100.00	

**(ii) Shareholding of Promoters**

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year				Shareholding at the end of the year				% Change in shareholding during the year
		Number of Shares	% of total Shares of the Company	Shares Pledged / encumbered to total Shares	% of Shares Pledged / encumbered to total Shares	Number of Shares	% of total Shares of the Company	Shares Pledged / encumbered to total Shares	% of Shares Pledged / encumbered to total Shares	
1.	JSW Investments Private Limited	33,27,62,694	20.29	21,41,08,000	64.34	33,24,92,694	20.26	29,04,86,000	87.37	-0.03
2.	Indusglobe Multiventures Private Limited	25,67,98,944	15.66	14,19,53,000	55.28	25,67,86,044	15.65	20,01,87,000	77.96	-0.01
3.	JSL Limited	14,53,32,820	8.86	0	0.00	14,53,32,820	8.86	0	0.00	-0.01
4.	Glebe Trading Private Limited	14,53,32,820	8.86	7,60,98,209	52.36	14,53,32,820	8.86	11,19,83,145	77.05	-0.01
5.	Virtuous Tradecorp Private Limited	8,55,99,613	5.22	8,10,50,000	94.69	8,55,99,613	5.22	7,21,50,000	84.29	0.00
6.	Danta Enterprises Private Limited	8,55,99,613	5.22	6,92,13,475	80.86	8,55,99,613	5.22	6,26,62,386	73.20	0.00
7.	JSW Steel Limited	6,78,49,090	4.14	0	0.00	6,17,38,090	3.76	0	0.00	-0.37
8.	Tarini Jindal Handa	2,50,02,225	1.52	0	0.00	2,50,02,225	1.52	0	0.00	0.00
9.	Tanvi Shete	2,50,02,225	1.52	0	0.00	2,50,02,225	1.52	0	0.00	0.00
10.	JSW Steel Limited	2,36,25,000	1.44	0	0.00	2,36,25,000	1.44	0	0.00	0.00
11.	Parth Jindal	2,50,02,225	1.52	0	0.00	1,76,27,225	1.07	0	0.00	-0.45
12.	JSW Steel Coated Products Ltd	43,76,770	0.27	0	0.00	90,31,770	0.55	0	0.00	0.28
13.	Seema Jajodia	0	0.00	0	0.00	73,75,000	0.45	0	0.00	0.45
14.	Amba River Coke Limited	57,54,640	0.35	0	0.00	72,10,640	0.44	0	0.00	0.09
15.	JSW Cement Limited	15,59,610	0.10	0	0.00	18,29,610	0.11	0	0.00	0.02
16.	Nirmala Goyal	1,00,000	0.01	0	0.00	1,00,000	0.01	0	0.00	0.00
17.	Saroj Bhartia	1,00,000	0.01	0	0.00	1,00,000	0.01	0	0.00	0.00
18.	Urmila Bhuwalka	1,00,000	0.01	1,00,000	100.00	1,00,000	0.01	1,00,000	100.00	0.00
19.	JSW Holdings Limited	445	0.00	0	0.00	445	0.00	0	0.00	0.00
20.	Nalwa Sons Investments Limited	370	0.00	0	0.00	370	0.00	0	0.00	0.00
21.	Prithavi Raj Jindal	370	0.00	0	0.00	370	0.00	0	0.00	0.00
22.	Ratan Jindal	370	0.00	0	0.00	370	0.00	0	0.00	0.00
23.	Sahyog Holdings Private Limited	100	0.00	0	0.00	100	0.00	0	0.00	0.00
24.	Sajjan Jindal (Trustee for Sajjan Jindal Family Trust)	100	0.00	0	0.00	100	0.00	0	0.00	0.00
25.	Sajjan Jindal (Trustee for Sajjan Jindal Lineage Trust)	100	0.00	0	0.00	100	0.00	0	0.00	0.00
26.	Sajjan Jindal (Trustee for Sangita Jindal Family Trust)	100	0.00	0	0.00	100	0.00	0	0.00	0.00
27.	Sajjan Jindal (Trustee for Tarini Jindal Family Trust)	100	0.00	0	0.00	100	0.00	0	0.00	0.00
28.	Sajjan Jindal (Trustee for Tanvi Jindal Family Trust)	100	0.00	0	0.00	100	0.00	0	0.00	0.00
29.	Sajjan Jindal (Trustee for Parth Jindal Family Trust)	100	0.00	0	0.00	100	0.00	0	0.00	0.00

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year				Shareholding at the end of the year				% Change in shareholding during the year
		Number of Shares	% of total Shares of the Company	Shares Pledged / encumbered to total Shares	% of Shares Pledged / encumbered to total Shares	Number of Shares	% of total Shares of the Company	Shares Pledged / encumbered to total Shares	% of Shares Pledged / encumbered to total Shares	
30.	Sajjan Jindal	100	0.00	0	0.00	100	0.00	0	0.00	0.00
31.	Sangita Jindal	100	0.00	0	0.00	100	0.00	0	0.00	0.00
	<b>Total</b>	<b>1,22,99,00,744</b>	<b>74.99</b>	<b>58,25,22,684</b>		<b>1,22,98,87,844</b>	<b>74.95</b>	<b>73,75,68,531</b>		

**(iii) Change in Promoters' Shareholding**

Except for the following, there are no changes in Promoters' Shareholding during the year.

Sl. No.	Name	Shareholding at the beginning of the year				Cumulative Shareholding during the year			
		Number of Shares	% of total Shares of the Company	Date	Increase / Decrease in Shareholding	Reason	Number of Shares	% of total Shares of the Company	
1.	Indusglobe Multiventures Private Limited	25,67,98,944	15.66	01.04.2018					
				21.09.2018	-12,900	Sale	25,67,86,044	15.65	
				31.03.2019			25,67,86,044	15.65	
2.	JSW Investments Private Limited	33,27,62,694	20.29	01.04.2018					
				01.06.2018	-2,70,000	Sale	33,24,92,694	20.27	
				31.03.2019			33,24,92,694	20.26	
3.	JSW Steel Limited	6,78,49,090	4.14	01.04.2018					
				01.06.2018	-61,11,000	Sale	6,17,38,090	3.76	
				31.03.2019			6,17,38,090	3.76	
4.	Parth Jindal	2,50,02,225	1.52	01.04.2018					
				22.02.2019	- 73,75,000	Sale (Gift)	1,76,27,225	1.07	
				31.03.2019			1,76,27,225	1.07	
5..	JSW Steel Coated Products Limited	43,76,770	0.27	01.04.2018					
				08.06.2018	46,55,000	Purchase	90,31,770	0.55	
				31.03.2019			90,31,770	0.55	
6.	JSW Cement Limited	15,59,610	0.10	01.04.2018					
				08.06.2018	2,70,000	Purchase	18,29,610	0.11	
				31.03.2019			18,29,610	0.11	
7.	Amba River Coke Limited	57,54,640	0.35	01.04.2018					
				08.06.2018	14,56,000	Purchase	72,10,640	0.44	
				31.03.2019			72,10,640	0.44	
8.	Seema Jajodia	0	0.00	01.04.2018					
				22.02.2019	73,75,000	Purchase (Gift)	73,75,000	0.45	
				31.03.2019			73,75,000	0.45	

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

Sl. No.	Name	Shareholding at the beginning of the year				Cumulative Shareholding during the year		
		Number of Shares	% of total Shares of the Company	Date	Increase / Decrease in shareholding	Reason	Number of Shares	% of total Shares of the Company
1	Life Insurance Corporation of India	8,04,75,310	4.91	01.04.2018	NIL	No movement during the year	8,04,75,310	4.90
2	Aquarius India Opportunities Fund	2,19,74,184	1.34	01.04.2018				
				11.05.2018	1,00,000	Transfer	2,20,74,184	1.35
				18.05.2018	1,25,000	Transfer	2,21,99,184	1.35
				29.06.2018	1,00,000	Transfer	2,22,99,184	1.36
				27.07.2018	40,501	Transfer	2,23,39,685	1.36
				28.09.2018	10,11,000	Transfer	2,33,50,685	1.42
				05.10.2018	13,50,000	Transfer	2,47,00,685	1.51
				16.11.2018	-2,00,000	Transfer	2,45,00,685	1.49
				23.11.2018	-9,30,000	Transfer	2,35,70,685	1.44
				30.11.2018	-8,00,000	Transfer	2,27,70,685	1.39
				07.12.2018	-2,50,000	Transfer	2,25,20,685	1.37
				21.12.2018	-8,25,000	Transfer	2,16,95,685	1.32
				28.12.2018	-1,00,000	Transfer	2,15,95,685	1.32
				04.01.2019	-51,000	Transfer	2,15,44,685	1.31
				11.01.2019	-28,000	Transfer	2,15,16,685	1.31
				18.01.2019	-47,500	Transfer	2,14,69,185	1.31
22.03.2019	-50,000	Transfer	2,14,19,185	1.31				
31.03.2019	0	Transfer	2,14,19,185	1.31				
3	The Indiaman Fund (Mauritius) Limited	1,32,95,599	0.81	01.04.2018				
				18.05.2018	50,000	Transfer	1,33,45,599	0.81
				25.05.2018	1,084	Transfer	1,33,46,683	0.81
				29.06.2018	5,27,218	Transfer	1,38,73,901	0.85
				06.07.2018	77,500	Transfer	1,39,51,401	0.85
				20.07.2018	59,049	Transfer	1,40,10,450	0.85
				27.07.2018	87,619	Transfer	1,40,98,069	0.86
				21.09.2018	20,000	Transfer	1,41,18,069	0.86
				05.10.2018	1,50,000	Transfer	1,42,68,069	0.87
				12.10.2018	50,000	Transfer	1,43,18,069	0.87
31.03.2019	0	Transfer	1,43,18,069	0.87				
4	Reliance Capital Trustee Co. Ltd. A/C Reliance Equity Hybrid Fund	1,35,09,379	0.82	01.04.2018	NIL	No movement during the year	1,35,09,379	0.82
5	Vantage Equity Fund	47,00,000	0.29	01.04.2018				
				06.04.2018	6,98,073	Transfer	53,98,073	0.33
				13.04.2018	3,01,927	Transfer	57,00,000	0.35
				20.04.2018	18,00,000	Transfer	75,00,000	0.46
				15.06.2018	16,50,000	Transfer	91,50,000	0.56
				22.06.2018	10,50,000	Transfer	1,02,00,000	0.62
				06.07.2018	2,00,000	Transfer	1,04,00,000	0.63
				13.07.2018	8,00,000	Transfer	1,12,00,000	0.68
				20.07.2018	3,86,000	Transfer	1,15,86,000	0.71
				27.07.2018	4,64,000	Transfer	1,20,50,000	0.73
				03.08.2018	1,00,000	Transfer	1,21,50,000	0.74
				30.03.2019	0	Transfer	1,21,50,000	0.74

Sl. No.	Name	Shareholding at the beginning of the year				Cumulative Shareholding during the year			
		Number of Shares	% of total Shares of the Company	Date	Increase / Decrease in shareholding	Reason	Number of Shares	% of total Shares of the Company	
6	Vanguard Emerging Markets Stock Index Fund, A Series Of Vanguard International Equity Index Funds	77,23,624	0.47	01.04.2018					
				04.05.2018	-13,660	Transfer	77,09,964	0.47	
				11.05.2018	-12,977	Transfer	76,96,987	0.47	
				01.06.2018	-10,245	Transfer	76,86,742	0.47	
				22.06.2018	-16,277	Transfer	76,70,465	0.47	
				29.06.2018	-26,202	Transfer	76,44,263	0.47	
				06.07.2018	-10,719	Transfer	76,33,544	0.47	
				13.07.2018	-17,071	Transfer	76,16,473	0.46	
				16.11.2018	13,905	Transfer	76,30,378	0.47	
				23.11.2018	36,153	Transfer	76,66,531	0.47	
				07.12.2018	17,613	Transfer	76,84,144	0.47	
				21.12.2018	50,058	Transfer	77,34,202	0.47	
				01.02.2019	51,098	Transfer	77,85,300	0.47	
				08.02.2019	1,21,631	Transfer	79,06,931	0.48	
15.02.2019	41,354	Transfer	79,48,285	0.48					
29.03.2019	20,263	Transfer	79,68,548	0.49					
30.03.2019	0	Transfer	79,68,548	0.49					
7	HSBC Global Investment Funds - Indian Equity	74,44,181	0.45	01.04.2018					
				06.07.2018	1,94,696	Transfer	76,38,877	0.47	
				30.11.2018	1,07,424	Transfer	77,46,301	0.47	
				07.12.2018	2,82,675	Transfer	80,28,976	0.49	
				08.02.2019	-2,16,351	Transfer	78,12,625	0.48	
				15.02.2019	-2,001	Transfer	78,10,624	0.48	
				31.03.2019	0	Transfer	78,10,624	0.48	
8	Reliance Capital Trustee Company Limited A/C Reliance Growth Fund	1,50,64,086	0.92	01.04.2018					
				24.08.2018	-12,33,026	Transfer	1,38,31,060	0.84	
				31.08.2018	-12,49,108	Transfer	1,25,81,952	0.77	
				28.09.2018	-22,45,101	Transfer	1,03,36,851	0.63	
				05.10.2018	-1,51,882	Transfer	1,01,84,969	0.62	
				16.11.2018	-4,85,208	Transfer	96,99,761	0.59	
				23.11.2018	-3,00,000	Transfer	93,99,761	0.57	
				15.03.2019	-7,72,743	Transfer	86,27,018	0.53	
				22.03.2019	-15,27,257	Transfer	70,99,761	0.43	
				31.03.2019	0	Transfer	70,99,761	0.43	
9	SBI Large & Midcap Fund	65,00,000	0.40	01.04.2018		NIL	No movement during the year	65,00,000	0.40
10	Viraj Profiles Limited	00	0.00	01.04.2018					
				08.06.2018	60,78,332	Transfer	60,78,332	0.37	
				31.03.2019	0		60,78,332	0.37	

**(v) Shareholding of Directors and Key Managerial Personnel:**

Sl. No.	Name	Shareholding at the beginning of the year		Date	Increase / Decrease in shareholding	Reason	Cumulative Shareholding during the Year					
		Number of Shares	% of total Shares of the Company				Number of Shares	% of total Shares of the Company				
1.	Mr. Sajjan Jindal	100	0.00	01.04.2018								
				31.03.2019					-	-	100	0.00
2.	Mr. Prashant Jain	25,00,000	0.15	01.04.2018								
				31.03.2019					-	-	25,00,000	0.15
3.	Mr. Nirmal Kumar Jain	5,000	0.00	01.04.2018								
				31.03.2019					-	-	5,000	0.00
4.	Mr. Sattiraju Seshagiri Rao*	-	-	01.04.2018								
				03.05.2018					1,800	0.00		
				31.03.2019					-	-	1,800	0.00
5.	Ms. Tanvi Shete**	2,50,02,225	1.52	01.04.2018								
				31.03.2019					-	-	2,50,02,225	1.52

\* Appointed as a Director with effect from 3<sup>rd</sup> May, 2018

\*\* Ceased to be a Director with effect from 19<sup>th</sup> July, 2018

**V. INDEBTEDNESS**

Indebtedness of the Company including interest outstanding/accrued but not due for payment

₹ crore

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
(i) Principal Amount	3,140.18	-	-	3,140.18
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	50.69	-	-	50.69
<b>Total (i+ii+iii)</b>	<b>3,190.86</b>	<b>-</b>	<b>-</b>	<b>3,190.87</b>
Change in Indebtedness during the financial year				
• Addition	275.00	-	-	275.00
• Reduction	611.81	-	-	611.81
• Amortised borrowing cost	1.38	-	-	1.38
• Ind AS Adjustment	13.62	-	-	13.62
Net Change in Principal	(321.81)	-	-	(321.81)
Net Change in Interest	9.94	-	-	9.94
Indebtedness at the end of the financial year				
(i) Principal Amount	2,818.37	-	-	2,818.37
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	60.63	-	-	60.63
<b>Total (i+ii+iii)</b>	<b>2,879.00</b>	<b>-</b>	<b>-</b>	<b>2,879.00</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. no.	Particulars of Remuneration	Name of MD / WTD / Manager			Total Amount
		Mr. Sajjan Jindal	Mr. Prashant Jain	Mr. Jyoti Kumar Agarwal	
1.	Gross salary				
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	10,00,96,200	2,52,23,976	2,14,47,192	14,67,67,368
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	83,54,100	39,600	-	83,93,700
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5.	Employers Contribution towards PF	64,80,000	81,321	6,70,812	79,64,023
	Total (A)	11,49,30,300	2,60,76,787	2,21,18,004	16,31,25,091
	Ceiling as per the Act				39,21,27,200

### B. Remuneration to other directors:

Sl. no.	Particulars of Remuneration	Name of Directors							Total Amount
		Mr. Chandan Bhattacharya	Ms. Shailaja Chandra	Ms. Sheila Sangwan	Mr. Rakesh Nath	Mr. Uday Chitale	Mr. N K Jain	Mr. Sattiraju Seshagiri Rao	
1.	Independent Directors								
	• Fee for attending board / committee meetings	8,50,000	5,50,000	7,30,000	7,00,000	-	-	4,00,000	32,30,000
	• Commission	19,00,000	16,50,000	16,50,000	16,50,000	16,50,000	-	-	85,00,000
	• Others, please specify	-	-	-	-	-	-	-	-
	<b>Total (1)</b>	<b>27,50,000</b>	<b>22,00,000</b>	<b>23,80,000</b>	<b>23,50,000</b>	<b>16,50,000</b>	<b>-</b>	<b>4,00,000</b>	<b>1,17,30,000</b>
2.	Other Non-Executive Directors								
	• Fee for attending board / committee meetings	-	-	-	-	-	8,50,000	-	8,50,000
	• Commission	-	-	-	-	-	16,50,000	-	16,50,000
	• Others, please specify	-	-	-	-	-	-	-	-
	<b>Total (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>25,00,000</b>	<b>-</b>	<b>25,00,000</b>
	<b>Total (1) + (2)</b>	<b>27,50,000</b>	<b>22,00,000</b>	<b>23,80,000</b>	<b>23,50,000</b>	<b>16,50,000</b>	<b>25,00,000</b>	<b>4,00,000</b>	<b>1,42,30,000</b>
	<b>Total Managerial Remuneration</b>								<b>17,73,55,091</b>
	Overall Ceiling as per the Act								<b>43,13,39,920</b>

### C. Remuneration to Key Managerial Personnel other than MD / MANAGER / WT

Sl. No.	Particulars of Remuneration	Company Secretary (Ms. Monica Chopra)
1	Gross salary	81,21,417
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	-
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-
2	Stock Option	-
3	Sweat Equity	-
4	Commission	-
	- as % of profit	-
	- others, specify	-
5	Employers Contribution towards PF	2,93,217
	<b>Total</b>	<b>84,14,634</b>

## VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties / punishment/ compounding of offences during the year ended 31<sup>st</sup> March, 2019.

## ANNEXURE F

### Disclosure of remuneration under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

No.	Requirement	Information																										
(i)	The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year in respect of Non-Executive Directors, the comparison is based on their respective actual remuneration during Financial Year 2018-19 in the capacity of Director	<table border="1"> <thead> <tr> <th>Director</th> <th>Ratio</th> </tr> </thead> <tbody> <tr> <td>Mr. Sajjan Jindal, Chairman &amp; Managing Director</td> <td>96.50:1.00</td> </tr> <tr> <td>Mr. Prashant Jain, Jt. Managing Director &amp; CEO</td> <td>22.39:1.00</td> </tr> <tr> <td>Mr. Jyoti Kumar Agarwal, Director (Finance)</td> <td>19.18:1.00</td> </tr> <tr> <td>Mr. N K Jain (NED)</td> <td>2.22:1.00</td> </tr> <tr> <td>Mr. Chandan Bhattacharya (NED)</td> <td>2.45:1.00</td> </tr> <tr> <td>Ms. Sheila Sangwan (NED)</td> <td>2.12:1.00</td> </tr> <tr> <td>Ms. Shailaja Chandra (NED)</td> <td>1.96:1.00</td> </tr> <tr> <td>Mr. Rakesh Nath (NED)</td> <td>2.09:1.00</td> </tr> <tr> <td>Mr. S S Rao (NED) (Date of Appointment - 3<sup>rd</sup> May, 2018)</td> <td>~</td> </tr> <tr> <td>Mr. Uday Chitale (NED) (Date of Separation - 22<sup>nd</sup> April, 2018)</td> <td>~</td> </tr> <tr> <td>Ms. Tanvi Shete (NED) (Date of Separation - 18<sup>th</sup> July, 2018)</td> <td>~</td> </tr> </tbody> </table> <p>~ Not given as the tenure of the concerned Director was only for the part of the Financial Year 2018-19.</p>	Director	Ratio	Mr. Sajjan Jindal, Chairman & Managing Director	96.50:1.00	Mr. Prashant Jain, Jt. Managing Director & CEO	22.39:1.00	Mr. Jyoti Kumar Agarwal, Director (Finance)	19.18:1.00	Mr. N K Jain (NED)	2.22:1.00	Mr. Chandan Bhattacharya (NED)	2.45:1.00	Ms. Sheila Sangwan (NED)	2.12:1.00	Ms. Shailaja Chandra (NED)	1.96:1.00	Mr. Rakesh Nath (NED)	2.09:1.00	Mr. S S Rao (NED) (Date of Appointment - 3 <sup>rd</sup> May, 2018)	~	Mr. Uday Chitale (NED) (Date of Separation - 22 <sup>nd</sup> April, 2018)	~	Ms. Tanvi Shete (NED) (Date of Separation - 18 <sup>th</sup> July, 2018)	~		
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Ms. Tanvi Shete (NED) (Date of Separation - 18 <sup>th</sup> July, 2018)	~																											
(ii)	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year In respect of Non-Executive Directors, the % change shown is based on their respective actual remuneration during Financial Years 2017-18 & 2018-19	<table border="1"> <thead> <tr> <th>Director, Chief Executive Officer, Chief Financial Officer and Company Secretary</th> <th>% Change</th> </tr> </thead> <tbody> <tr> <td>Mr. Sajjan Jindal, Chairman &amp; Managing Director</td> <td>-</td> </tr> <tr> <td>Mr. Prashant Jain, Jt. Managing Director &amp; CEO Date of Appointment - 15<sup>th</sup> June, 2017</td> <td>#</td> </tr> <tr> <td>Mr. Jyoti Kumar Agarwal, Director Finance</td> <td>1.06%</td> </tr> <tr> <td>Ms. Monica Chopra, Company Secretary</td> <td>8.34%</td> </tr> <tr> <td>Mr. N K Jain (NED)</td> <td>-21.64%</td> </tr> <tr> <td>Mr. Chandan Bhattacharya (NED)</td> <td>-20.65%</td> </tr> <tr> <td>Ms. Sheila Sangwan (NED)</td> <td>-20.82%</td> </tr> <tr> <td>Ms. Shailaja Chandra (NED)</td> <td>-21.91%</td> </tr> <tr> <td>Mr. Rakesh Nath (NED)</td> <td>-19.72%</td> </tr> <tr> <td>Mr. S S Rao (NED) (Date of Appointment - 3<sup>rd</sup> May, 2018)</td> <td>*</td> </tr> <tr> <td>Mr. Uday Chitale (NED) (Date of Separation - 22<sup>nd</sup> April, 2018)</td> <td>*</td> </tr> <tr> <td>Ms. Tanvi Shete (NED) (Date of Separation - 18<sup>th</sup> July, 2018)</td> <td>^</td> </tr> </tbody> </table> <p># Not given as the tenure of Director was only for the part of the Financial Year 2017-18 * Not given as the tenure of Director were only for the part of the Financial Year 2018-19 ^ No remuneration paid during the year</p>	Director, Chief Executive Officer, Chief Financial Officer and Company Secretary	% Change	Mr. Sajjan Jindal, Chairman & Managing Director	-	Mr. Prashant Jain, Jt. Managing Director & CEO Date of Appointment - 15 <sup>th</sup> June, 2017	#	Mr. Jyoti Kumar Agarwal, Director Finance	1.06%	Ms. Monica Chopra, Company Secretary	8.34%	Mr. N K Jain (NED)	-21.64%	Mr. Chandan Bhattacharya (NED)	-20.65%	Ms. Sheila Sangwan (NED)	-20.82%	Ms. Shailaja Chandra (NED)	-21.91%	Mr. Rakesh Nath (NED)	-19.72%	Mr. S S Rao (NED) (Date of Appointment - 3 <sup>rd</sup> May, 2018)	*	Mr. Uday Chitale (NED) (Date of Separation - 22 <sup>nd</sup> April, 2018)	*	Ms. Tanvi Shete (NED) (Date of Separation - 18 <sup>th</sup> July, 2018)	^
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Ms. Tanvi Shete (NED) (Date of Separation - 18 <sup>th</sup> July, 2018)	^																											
(iii)	The percentage increase in the median remuneration of employees in the financial year	16.06%																										
(iv)	The number of permanent employees on the rolls of company	587																										

No.	Requirement	Information
(v)	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	Average remuneration of employees (non-managerial) increased by 10.08% (including the promotional increase) in Financial Year 2018-19 over previous year whereas for managerial employees, the increase in Financial Year 2018-19 over previous year is not comparable because of onboarding during the previous financial year.
(vi)	Affirmation that the remuneration is as per the remuneration policy of the company	Affirmed

## ANNEXURE G

**Disclosure in terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.**

**(a) Top 10 Employees in terms of remuneration drawn**

Sr. No.	Name and Age	Designation	Remuneration (₹)	Qualification and Experience	Date of Commencement of Employment	Last Employment held
1	Sajjan Jindal (59 Years)	Chairman and Managing Director	11,49,30,300	B.E. (Mechanical) (37 Years)	01.01.2009	Jindal Strips Limited (Jt. Managing Director)
2	Prashant Jain (47 Years)	JMD & CEO	2,60,76,787	B.E. (Mechanical) (26 Years)	15.06.2017	JSW Steel Ltd (Head, Corporate Strategy & Development, JSW Group)
3	Jyoti Kumar Agarwal (45 Years)	Director Finance	2,21,18,004	Bachelor of Commerce (Hons.), CA, MBA (Finance Strategy), CFA (20 Years)	01.02.2017	JSW Steel Limited Vice President (Finance)
4	Sergio Luiz Pegoraro Rocha (59 Years)	COO (Electric Vehicles)	2,08,02,136	Mechanical Engineering and Industrial Engineering (43 Years)	21.05.2018	General Motors President, CEO and Chairman - GM Korea, Uzbekistan and Vietnam Operations
5	Satish Jindal (59 Years)	CEO (Power Trading)	1,85,70,845	B.E. (Electrical) (34 Years)	01.05.2006	Power Trading Corporation of India Limited (Vice President)
6	Sharad Mahendra (52 Years)	Executive Vice President	1,77,22,866	B.Tech (Mechanical) (29 Years)	12.12.2017	APL Apollo Tubes Ltd. (Director-Sales & Marketing)
7	Yatish Chhabra (58 Years)	Vice President	99,86,143	B.E. (Mechanical) (31 Years)	04.02.2008	NTPC Ltd., (Senior Supretendant)
8	K Surya Prakash (56 Years)	Vice President	83,74,262	M.E. (Mechanical) (37 Years)	30.11.2000	Karnataka Power Corporation Ltd (Junior Engineer)
9	Monica Chopra (54 Years)	Associate Vice President	84,14,634	Fellow Member of Institute of Company Secretary of India (26 Years)	26.12.2016	Greaves Cotton Ltd. (Executive Director)
10	Ravindra B (53 Years)	Deputy General Manager	73,55,250	Bachelor of Commerce (21 Years)	22.08.2000	Tractebel Energy South Asia Pvt Ltd. (Sr. Account Officer)

**(b) Employed throughout the year and were in receipt of remuneration aggregating to not less than ₹1.02 crore per annum**

Sr. No.	Name and Age	Designation	Remuneration ₹	Qualification and Experience	Date of Commencement of Employment	Last Employment held
1	Sajjan Jindal (59 Years)	Chairman and Managing Director	11,49,30,300	B.E. (Mechanical) (37 Years)	01.01.2009	Jindal Strips Limited (Jt. Managing Director)
2	Prashant Jain (47 Years)	JMD & CEO	2,60,76,787	B.E. (Mechanical) (26 Years)	15.06.2017	JSW Steel Ltd (Head, Corporate Strategy & Development, JSW Group)
3	Jyoti Kumar Agarwal (45 Years)	Director Finance	2,21,18,004	Bachelor of Commerce (Hons.), CA, MBA (Finance Strategy), CFA (20 Years)	01.02.2017	JSW Steel Limited Vice President (Finance)
4	Satish Jindal (59 Years)	CEO (Power Trading)	1,85,70,845	B.E. (Electrical) (34 Years)	01.05.2006	Power Trading Corporation of India Limited (Vice President)
5	Sharad Mahendra (52 Years)	Executive Vice President	1,77,22,866	B.Tech (Mechanical) (29 Years)	12.12.2017	APL Apollo Tubes Ltd. (Director-Sales & Marketing)

**(c) Employed for part of the year and were in receipt of remuneration aggregating to not less than ₹ 8.50 lacs per month**

Sr. No.	Name and Age	Designation	Remuneration ₹	Qualification and Exp.	Date of Commencement of Employment	Last Employment held	Remarks
1	Sergio Luiz Pegoraro Rocha (59 Years)	COO (Electric Vehicles)	2,08,02,136	Mechanical Engineering and Industrial Engineering (43 Years)	21.05.2018	General Motors President, CEO and Chairman - GM Korea, Uzbekistan and Vietnam Operations	
2	Vijay Sinha (49 Years)	Senior Vice-President	93,95,241	B.A. (Maths/Stats.), MBA (HR) (26 Years)	02.08.2010	Hypercity Retail (India) Ltd. (Business Head - HR & Admin.)	Transferred to JSW Steel Ltd wef 01-12-2018
3	Girish Jagannath Deshpande (62 Years)	Director Technical	84,71,921	B.E. (Electrical) (39 Years)	31.08.2015	NTPC Ltd., Mumbai (Regional Executive Director)	Retired on 31-08-2018
4	Rakesh Srivastava (53 Years)	Senior Vice-President	68,24,379	PG Diploma (Marketing & Sales) (30 Years)	29.10.2018	Hyundai Motor India Ltd (Director - Sales & Marketing)	
5	Rakesh Mehta (50 Years)	Senior Vice-President	32,83,025	PG Diploma (Personnel Management) (25 Years)	24.12.2018	Reliance Industries Ltd. (Sr. VP and Head - HR)	

**Notes**

- The details in the above tables are on accrual basis
- Compensation details above exclude Leave Encashment, Gratuity (@ 4.8% of Basic), ESOP.
- None of the employees is covered under Section 197 of the Companies Act, 2013 read with Rule 5(3)(viii) and (ix) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.
- The nature of employment in all cases is contractual.

# Corporate Governance Report

## 1. Company's Governance Philosophy

Corporate Governance is concerned with holding the balance between economic and social goals and between individual and societal goals. The Company believes that profitability must go hand in hand with a sense of responsibility towards all stakeholders. The Company endeavours towards creating long-term value for all its stakeholders while focusing on the core principles of accountability, transparency, integrity, social responsibility, environment and regulatory compliances. A strong foundation in terms of an eminent, accomplished and a diverse Board providing mentorship and oversight, an effective leadership team setting the tone at the top, competent professionals across the organisation to implement and execute the governance goals, best systems, well defined process and modern technology, have made good governance a way of life at the Company.

The Company confirms compliance with Regulations 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 along with other applicable provisions relating to Corporate Governance

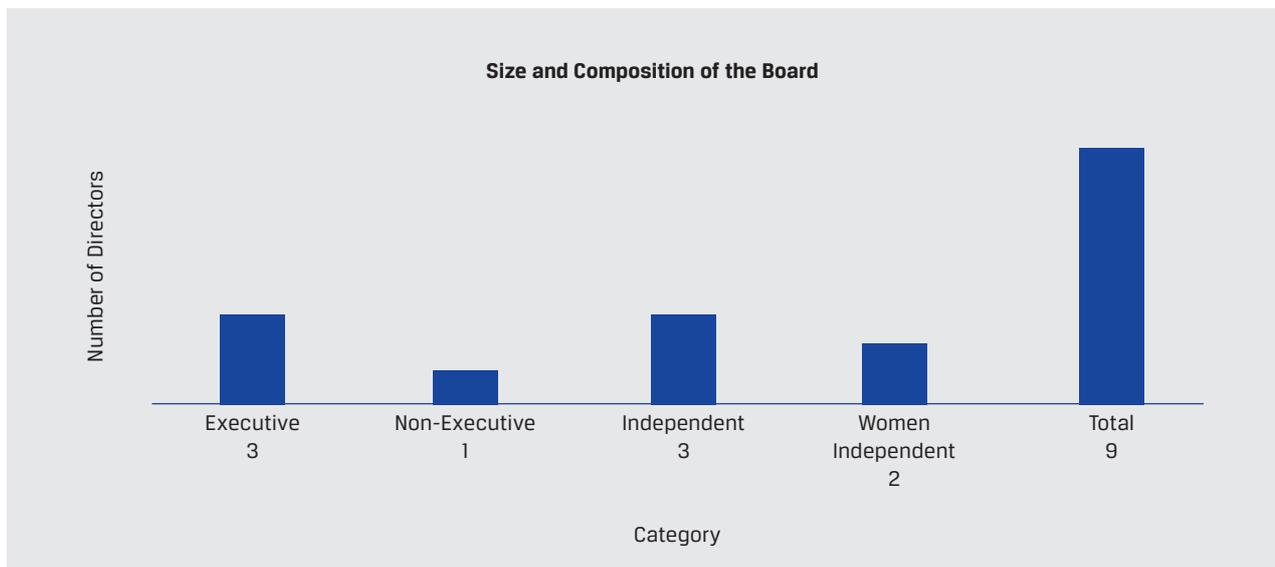
stipulated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('Listing Regulations'), the details of which are given below.

## 2. Board of Directors (Board)

### 2.1 Composition of the Board, meetings and attendance record of each Director:

The Directors are persons of repute with strength of character, professional eminence thereby ensuring the best interest of the stakeholders and the Company.

The strength of the Board is accentuated by diversity in terms of skill sets, experience and gender of the Directors. The Chairman is the Managing Director and a Promoter of the Company. The composition of the Board is in conformity with Regulation 17 of the Listing Regulations and the Companies Act, 2013. All Directors, other than the Managing Director and the Independent Directors, are liable to retire by rotation. The size and composition of the Board as on 31<sup>st</sup> March, 2019 is as under:



None of the Independent Directors of the Company serve as Independent Directors in more than 7 listed companies. No Whole-time Director of the Company serves as an Independent Director in more than 3 listed companies as specified in Regulation 26 of the Listing Regulations. None of the Directors on the Board is a Member of more than 10 committees and Chairman of more than 5 committees as specified in Regulation 26 of the Listing Regulations, across all the companies in which they are Directors. The necessary disclosures regarding Committee positions have been made by the Directors.

None of the Directors are related to each other.

### Skills and Competencies

The Board is responsible for ensuring that the skills, knowledge and experience needed to effectively steer the Company forward are represented on the Board. Directors are appointed to the Board because their specific skills, knowledge and experience meet particular skill – set requirement of the Board. It is acknowledged that not all Directors will have each necessary skill, but the Board as a whole must have them.

The skills, knowledge and experience required for the Board will change as the organisation evolves. The core skills / expertise / competencies identified by the Board as required in the context of the Company's business(es)

and sector(s) for it to function effectively are mentioned below. All the identified skills / expertise / competencies are reflected in the Board.

- **Industry:** Experience in and knowledge of the industry in which the organisation operates.

Skills	Directors possessing these skills
Industry Knowledge/ Experience	All
Knowledge of Sector	All

- **Technical:** Technical / professional skills and specialist knowledge to assist with ongoing aspects of the Board's role.

Skills	Directors possessing these skills
Strategy	All
Projects	Mr. Sajjan Jindal Mr. Prashant Jain Mr. Nirmal Kumar Jain Mr. Sattiraju Seshagiri Rao Mr. Rakesh Nath
Accounting/ Auditing/Tax	Mr. Jyoti Kumar Agarwal Mr. Nirmal Kumar Jain Ms. Sheila Sangwan Mr. Chandan Bhattacharya
Finance	Mr. Sajjan Jindal Mr. Prashant Jain Mr. Jyoti Kumar Agarwal Mr. Nirmal Kumar Jain Mr. Chandan Bhattacharya Mr. Rakesh Nath Ms. Sheila Sangwan
Law	Mr. Prashant Jain Mr. Jyoti Kumar Agarwal Mr. Nirmal Kumar Jain Mr. Rakesh Nath Ms. Sheila Sangwan Ms. Shailaja Chandra
IT and Data Analytics	Mr. Prashant Jain Mr. Jyoti Kumar Agarwal
Public Relations	All
Human Resource	All

- **Governance:** The essential governance knowledge and understanding all Directors should possess or develop if they are to be effective Board members. Includes some specific technical competencies as applied at Board level.

Skills	Directors possessing these skills
Knowledge of Government / Public Policy	All
Risk Management	All
Performance Management	All
Compliance	All

- **Behavioural:** The attributes and competencies enabling individual Board members to use their knowledge and skills to function well as team members and to interact with key stakeholders.

Skills	Directors possessing these skills
Stakeholder Management	All
Sound Judgement	All
Listening Ability	All
Verbal Communication	All
Interpersonal Skills	All
Mentoring Ability	All

- **Personal:** While different Directors can bring different technical skills and knowledge to the Board, there are fundamental personal qualities that are desirable in all Directors.

Skills	Directors possessing these skills
Integrity	All
Curiosity	All
Courage	All
Interest	All
Instinct	All
Innovation	All

The details of the Directors' attendance at the last Annual General Meeting, other Directorships, Committee Memberships and Chairmanships are given below:

Name of Director and Position Category	Attendance at 24th AGM held on 6th August, 2018	Number of other Directorships and other Committee Membership(s) / Chairmanship(s)			Directorship in other listed Companies
		Other Directorships in Indian Companies #	Other Committee Memberships ##	Other Committee Chairmanships ##	
Mr. Sajjan Jindal Chairman and Managing Director DIN: 00017762	Yes	2	Nil	Nil	JSW Steel Limited, Chairman and Managing Director  JSW Holdings Limited, Chairman
Mr. Prashant Jain Jt. Managing Director and CEO DIN: 01281621	Yes	4	Nil	Nil	None
Mr. Jyoti Kumar Agarwal Director- Finance DIN: 01911652	Yes	6	3	Nil	None
Mr. Nirmal Kumar Jain Director DIN: 00019442	Yes	8	6	1	JSW Holdings Limited, Non-Executive Director
Mr. Chandan Bhattacharya Director DIN: 01341570	Yes	Nil	2	Nil	None
Ms. Shailaja Chandra Director DIN: 03320688	Yes	4	1	Nil	Birla Corporation Limited, Independent Director  Kerala Ayurveda Limited, Independent Director
Ms. Sheila Sangwan Director DIN: 01857875	Yes	5	1	3	None
Mr. Rakesh Nath Director DIN: 00045986	Yes	3	1	2	GE T&D India Limited, Independent Director
Mr. Sattiraju Seshagiri Rao Director * DIN: 00150816	No	4	4	1	The Sandur Manganese And Iron Ores Limited, Independent Director
Ms. Tanvi Shete Director ** DIN: 07565435	N.A.	N.A.	N.A.	N.A.	N.A.

Notes:

# Excludes Alternate Directorship, Directorship in Private Companies, Foreign Companies and Section 8 Companies.

## Represents Audit Committee and Stakeholders Relationship Committee.

\* Appointed as an Independent Director with effect from 3rd May, 2018.

\*\* Ceased to be Director with effect from 19th July, 2018.

Based on the declarations received from the Independent Directors, they fulfill the conditions specified in these regulations and are independent of the Management.

## 2.2 Board Meetings, Committee Meetings and Process

### A. Institutionalised decision making process

The Board oversees the overall functioning of the Company. The Board provides and evaluates the strategic direction of the Company, management policies and their effectiveness and ensures that the long-term interests of the stakeholders are being served in order to effectively perform its responsibility of oversight. In compliance with the statutory requirements, the Board has constituted various committees with essential terms of reference.

The Chairman and Managing Director is assisted by the Executive Directors in functional and operational matters of the Company.

### B. Scheduling and selection of Agenda Items for Board Meetings

- i) A minimum of 4 Board meetings are held every year. Additional meetings are held to meet business exigencies or urgent matters. Where permitted, resolutions are passed by circulation. Dates of the Board Meetings are decided in advance.
- ii) Presentations are regularly made to the Board covering the outlook; economy in general and the industry in particular besides the Company's financials, operations, business strategy, risk management, practices for identification of risks and mitigation thereof, subsidiary companies' performance, etc.

Details of the number of Board meetings held and attended by the Directors during the year ended 31<sup>st</sup> March, 2019 are as under:

Name of the Director	Date of the Board meetings				
	3 <sup>rd</sup> May, 2018	27 <sup>th</sup> July, 2018	2 <sup>nd</sup> November, 2018	30 <sup>th</sup> January, 2019	29 <sup>th</sup> March, 2019
Mr. Sajjan Jindal	√	--	√	√	--
Mr. Prashant Jain	√	√	√	√	√
Mr. Jyoti Kumar Agarwal	√	√	√	√	√
Mr. Nirmal Kumar Jain	√	√	√	√	√
Mr. Chandan Bhattacharya	√	√	√	√	√
Ms. Shailaja Chandra	√	√	√	√	√
Ms. Sheila Sangwan	√	√	√	√	√
Mr. Rakesh Nath	√	√	√	√	√
Mr. Sattiraju Seshagiri Rao*	√	√	√	√	√
Ms. Tanvi Shete**	--	N.A.	N.A.	N.A.	N.A.
Mr. Uday Chitale***	N.A.	N.A.	N.A.	N.A.	N.A.

\* Appointed as Director with effect from 3<sup>rd</sup> May, 2018

\*\* Ceased to be Director with effect from 19<sup>th</sup> July, 2018

\*\*\* Ceased to be Director with effect from 23<sup>rd</sup> April, 2018

### C. Distribution of Board Agenda material

All material information is circulated at least 7 days in advance including minimum information required to be made available to the Board along with the explanatory notes as specified in Part A of Schedule II to the Listing Regulations for facilitating meaningful and focused discussions at the meeting. Where it is not feasible to circulate any document in advance, the same is placed / tabled at the meeting with the permission of Chairman and Directors. In special and exceptional circumstances, additional item(s) are also considered.

With a view to leverage technology and reduce paper consumption, the Company has adopted a digital mode for transmitting Board Notes.

### D. Recording proceedings of meetings

The Company Secretary notes the proceedings of each meeting. Draft minutes are prepared, circulated to all the Directors for their comments, finalised, entered in the Minutes Book and thereafter signed by the Chairperson, in accordance with the applicable Secretarial Standards.

### E. Separate meeting of Independent Directors

Pursuant to Schedule IV of the Companies Act, 2013 and the Rules made thereunder and Regulation 25 of the Listing Regulations, a meeting of the Independent Directors without the presence of Non-Independent Directors and members of the Management of the Company was held on 28<sup>th</sup> March, 2019. All 5 Independent Directors were present at this meeting.

The Independent Directors met the Executive and Non-Executive Directors of the Company on an individual basis. The Independent Directors, inter-alia, reviewed the performance of Non-Independent Directors, the Board as a whole and the performance of the Chairman of the Board, taking into account the views of the Executive and Non-Executive Directors.

They also assessed the quality, quantity and timeliness of the flow of information between the Management and the Board.

## 3. Committees

As mandated by the Companies Act, 2013 (the Act) and the Listing Regulations, the Company has constituted an Audit Committee, a Stakeholders Relationship Committee, a Compensation and Nomination & Remuneration Committee and a Risk Management Committee. The functioning of these Committees is regulated by the mandatory terms of reference, roles and responsibilities and powers as provided in the Act and the Listing Regulations.

The Minutes of the meetings of all these Committees are placed before the Board for noting.

Ms. Monica Chopra, Company Secretary, acts as the Secretary to these Committees.

### 3.1 Audit Committee

#### A. Terms of reference

The broad terms of reference of the Audit Committee, inter alia, are:

- a) To review the financial statement before submission to Board;
- b) To review reports of the Auditors and Internal Audit department;
- c) To review the weaknesses in internal controls, if any, reported by Internal and Statutory Auditors, etc.;
- d) To recommend the appointment, remuneration and terms of appointment of Auditors including Cost Auditors and Secretarial Auditors of the Company, etc.

In addition, the powers and role of the Audit Committee are as laid down under Section 177 of the Act and Regulation 18 and Schedule II Part C of the Listing Regulations.

#### B. Composition

The Audit Committee comprises 6 qualified Directors, 5 of whom are Independent Directors and 1 is a Non - Executive Director. The Chairman of the Committee is an Independent Director. The Committee's composition meets the requirements of Section 177 of the Act and Regulation 18 of the Listing Regulations.

All Members of the Committee are financially literate and have financial management expertise.

#### C. Members and meeting details

The Audit Committee met 9 times during the year under review on the following dates: 2<sup>nd</sup> May, 2018, 3<sup>rd</sup> May, 2018, 26<sup>th</sup> July, 2018, 27<sup>th</sup> July, 2018, 1<sup>st</sup> November, 2018, 2<sup>nd</sup> November, 2018, 29<sup>th</sup> January, 2019, 30<sup>th</sup> January, 2019 and 28<sup>th</sup> March, 2019. The gap between any 2 meetings did not exceed 120 days.

The details of the Members and meetings attended by them during the year, are as given below:

Name of Member	Category	Number of Meetings attended / held
Mr. Chandan Bhattacharya, Chairman		9/9
Ms. Shailaja Chandra	Non-Executive, Independent	8/9
Ms. Sheila Sangwan	Director	9/9
Mr. Rakesh Nath		9/9
Mr. Sattiraju Seshagiri Rao*		5/5
Mr. Nirmal Kumar Jain	Non-Executive, Non-Independent Director	9/9

\*Appointed as Member in the Board Meeting held on 27th July, 2018

The Audit Committee invites such executives as it considers necessary (and particularly the head of the finance function) to be present at its meetings. The Joint Managing Director and CEO, Director-Finance, Financial Controller and Head of Internal Audit attend the meetings. The Statutory Auditors are also invited to the meetings. All of them attended all the Audit Committee meetings held during the year.

The Chairman of the Committee was present at the 24<sup>th</sup> Annual General Meeting held on 6<sup>th</sup> August, 2018.

### 3.2 Stakeholders Relationship Committee

#### A. Terms of reference

The terms of reference of the Stakeholders Relationship Committee, inter alia, include the following:

- a) Resolve the grievances of the security holders of the Company including complaints related to transfer / transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new / duplicate certificates, general meetings etc.
- b) Review of measures taken for effective exercise of voting rights by shareholders.
- c) Review of adherence to the service standards adopted by the Company in respect of various services being rendered by the Registrar & Share Transfer Agent.
- d) Review of the various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants / annual reports / statutory notices by the shareholders of the Company.

**B. Composition**

The Stakeholders Relationship Committee comprises 3 Directors, 1 is Non-Executive, Independent Director, 1 is a Non-Executive, Non - Independent Director and 1 is an Executive Director. The Chairman of the Committee is a Non-Executive, Independent Director. The Committee's composition meets the requirements of Section 178 of the Companies Act, 2013 and Regulation 20 of the Listing Regulations.

**C. Members and meeting details**

The Committee met twice during the year on 26<sup>th</sup> July, 2018 and 29<sup>th</sup> January, 2019. The details of the Members and meetings attended by them during the year are as given below:

Name of Member	Category	Number of Meetings held / attended
Mr. Chandan Bhattacharya, Chairman	Non-Executive, Independent Director	2/2
Mr. Nirmal Kumar Jain	Non-Executive, Non-Independent Director	2/2
Mr. Prashant Jain	Executive Director	2/2

**D. Name and designation of Compliance Officer**

Ms. Monica Chopra, Company Secretary, is the Compliance Officer of the Company as required under Regulation 6 of the Listing Regulations.

**E. Investor Grievance Redressal**

The number of complaints / requests received and resolved to the satisfaction of investors during the year under review and their break-up is as under:

Sr. No.	Description	Total	
		Received	Replied / Resolved
1	Letters from Statutory bodies (SEBI / Stock Exchange(s))	1	1
2	Letters from Shareholders	274	274
<b>Total</b>		<b>275</b>	<b>275</b>

In keeping with the Company's focus on promptly resolving investors' complaints, the Registrar and Share Transfer Agent attends to all investor complaints within 48 hours of receipt.

The Company has a dedicated email ID [jswel.investor@jsw.in](mailto:jswel.investor@jsw.in) to which investors can send their grievances. Mr. Narendra Rahalkar, Senior

Manager - Company Secretary, is designated as the Investor Relations Officer who may be contacted at the Registered Office of the Company or on Telephone: +91-22-42861000.

Complete details of the unclaimed dividends lying with the Company are available on the website of the Company at the link [www.jsw.in/investors/energy](http://www.jsw.in/investors/energy). Members are requested to note that the shares on which dividend remains unclaimed for 7 consecutive years, together with such dividend, are liable to be transferred to the Investor Education and Protection Fund. Therefore, Members are urged to claim their dividend that remains unclaimed.

**3.3 Compensation and Nomination & Remuneration Committee****A. Terms of reference**

The terms of reference of the Committee, inter alia, include the following:

- To carry out evaluation of every Director's performance;
- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and / or removal;
- To 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, Senior Management and other employees;
- To formulate the criteria for evaluation of Directors, Committees and the Board;
- To recommend / review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria;
- To carry out any other function as is mandated by the Board of Directors from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable;
- To carry out the functions enumerated under Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

- h) To perform such other functions as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended to by such Committee.

## B. Composition

The Compensation and Nomination & Remuneration Committee comprises 4 Directors, 3 of whom are Non-Executive, Independent Directors and 1 is a Non-Executive, Non-Independent Director. The Chairman of the Committee is a Non-Executive, Independent Director. The Committee's composition meets the requirements of Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations.

## C. Members and meeting details

The Committee met 4 times during the year on 3<sup>rd</sup> May, 2018, 1<sup>st</sup> November, 2018, 29<sup>th</sup> January, 2019 and 28<sup>th</sup> March, 2019. The details of the Members and meetings attended by them during the year are as given below:

Name of Member	Category	Number of Meetings held / attended
Mr. Chandan Bhattacharya, Chairman	Non-Executive, Independent	4/4
Ms. Sheila Sangwan	Independent Director	4/4
Mr. Rakesh Nath	Independent Director	4/4
Mr. Nirmal Kumar Jain	Non-Executive, Non-Independent Director	4/4

The Chairman of the Committee was present at the 24<sup>th</sup> Annual General Meeting held on 6<sup>th</sup> August, 2018.

## D. Remuneration Policy

### a) Non-Executive Directors

The Non-Executive Directors are normally paid remuneration by way of commission and sitting fees. In terms of the Members' approval obtained at the 20<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> July, 2014, the commission is normally paid every year at a rate not exceeding 1% of the net profit of the Company. The amount of commission payable to the Non-Executive Directors is determined broadly on the following basis:

- Fixed Lumpsum for contribution as Member of the Board;
- Number of meetings of the Board and Audit Committee attended;
- Role and responsibility as Chairman of the Audit Committee.

The Non-Executive Directors are paid sitting fees of ₹50,000 and ₹30,000 per meeting of the Board and Committees attended, respectively.

### b) Executive Directors

The remuneration package for the Executive Directors is recommended by the Committee and approved by the Board, within the ceiling fixed by the Members. Annual increments, usually effective 1<sup>st</sup> April each year, as recommended by the Committee are placed before the Board for approval. The Committee recommends the remuneration package taking into consideration the remuneration practices of companies of similar size and stature and the industry standards. The Directors' compensation is based on an appraisal system wherein their individual goals are linked to that of the organization. The present remuneration structure of Executive Directors comprises of salary, perquisites, allowances, variable pay, special pay, ESOPs and contributions to provident fund and gratuity.

### c) Management Staff

Remuneration of employees largely consists of basic salary, perquisites, allowances and performance incentives. The components of the total remuneration vary for different grades and are governed by industry patterns, qualifications and experience of the employees, responsibilities handled by them, their annual performance, etc. The annual variable pay of employees is linked with the performance of the Company. The variable pay policy links the performance pay of the employees with their individual and overall organisational performance on parameters aligned to Company's objectives whereas Variable Production Incentive Bonus is linked to the respective Plant's parameters.

## E. Details of Remuneration paid to Directors

### a) Payment to Non-Executive Directors

The sitting fees paid to Non-Executive Directors for attending the Board / Committee Meetings held during the year and commission paid is as under:

Name of the Director	Sitting fees	Commission #
Mr. Chandan Bhattacharya	8,50,000	19,00,000
Mr. Nirmal Kumar Jain	8,50,000	16,50,000
Ms. Shailaja Chandra	5,50,000	16,50,000
Ms. Sheila Sangwan	7,30,000	16,50,000
Mr. Rakesh Nath	7,00,000	16,50,000
Mr. Sattiraju Seshagiri Rao *	4,00,000	N.A.
Mr. Uday Chitale	N.A.	16,50,000

# pertains to the financial year 2017-18, paid in August, 2018

\* Not paid commission during the financial 2018-19

No sitting fees is paid to Independent Directors for attending the separate meeting of Independent Directors.

- b) Details of remuneration and perquisites paid and / or value as per the Income Tax Act, 1961 to the Managing Director and Executive Directors for the financial year 2018-19, their tenure and Stock Options held as at 31<sup>st</sup> March, 2019:

Name of Director	Position	Salary (₹ in crore)		Tenure	Notice Period	Share options held as at 31 <sup>st</sup> March, 2019
		Fixed Pay	Performance Pay			
Mr. Sajjan Jindal	Chairman & Managing Director	11.49	-	5 years (till 31.12.2023)	--	Nil
Mr. Prashant Jain	Jt. Managing Director and CEO	1.96	0.65	5 years (till 15.6.2022)	3 months from either side or salary in lieu thereof	3,73,897
Mr. Jyoti Kumar Agarwal	Director - Finance	1.70	0.51	5 years (till 10.8.2022)	3 months from either side or salary in lieu thereof	1,64,116

Note: Salary includes Basic Salary, House Rent Allowance, Bonus, use of Company's car, Furniture & Equipment and perquisites, the monetary value of which has been calculated in accordance with the provisions of the Income Tax Act, 1961 and Rules made thereunder but does not include Company's Contribution to Gratuity Fund, etc.

#### F. Details of shares held by Directors

Equity shares held by the Directors of the Company as on 31<sup>st</sup> March, 2019, are given below:

Name of the Director	Number of Shares held
Mr. Sajjan Jindal	100
Mr. Prashant Jain	25,00,000
Mr. Nirmal Kumar Jain	5,000
Mr. Sattiraju Seshagiri Rao	1,800

#### G. Performance Evaluation criteria for Independent Directors

The performance evaluation criteria for Independent Directors, inter alia, is as follows:

- Helps in bringing an independent judgement to bear on the Board's deliberations.
  - Brings an objective view in the evaluation of the performance of Board and management.
  - Undertakes to regularly update and refresh his skills, knowledge and familiarity with the Company.
  - Seeks appropriate clarification / information and, where necessary, takes appropriate professional advice and opinion of outside experts at the expense of the Company.
- Strives to attend all meetings of the Board of Directors / Board committees of which he / she is a member, and general meetings.
  - Communicates governance and ethical problems to the Chairman of the Board.
  - Pays sufficient attention and ensures that adequate deliberations are held before approving related party transactions.
  - Ensures that the Company has an adequate and functional vigil mechanism.
  - Satisfies himself on the integrity of financial information and that financial controls and the systems of risk management are robust and defensible.
  - Assists in determining appropriate policy of remuneration of Executive Directors, Key Managerial Personnel and other employees.
  - Refrains from any action that may lead to loss of his independence and immediately informs the Board where circumstances arise which makes him lose his independence.
  - Adheres to all other standards of the Code for Independent Directors as per Schedule IV to the Companies Act, 2013.
  - Assists the Company in implementing the best corporate governance practices.
  - Prepares for the Board meeting by reading the materials distributed before the Board meeting.

## 4. General Meetings

### Annual General Meetings

The details of date, time and location of Annual General Meetings (AGM) held in last 3 years are as under:

AGM	Date	Time	Venue
24 <sup>th</sup>	6 <sup>th</sup> August, 2018		Yashwantrao Chavan Pratisthan, Y. B. Chavan Auditorium General
23 <sup>rd</sup>	13 <sup>th</sup> July, 2017	3:00 p.m.	Jagannath Bhosale, Marg Mumbai - 400 021
22 <sup>nd</sup>	21 <sup>st</sup> July, 2016		

Details of Special Resolutions passed in the previous three AGMs

AGM	Particulars of Special Resolutions passed thereat
24 <sup>th</sup>	a. Approval for issue of Secured / Unsecured Non-convertible debentures up to ₹ 5,000 crore b. Approval for issue of Non-convertible Bonds up to USD 750 Million or its equivalent Indian or any other currency c. Approval for further issue of Securities not exceeding ₹ 5,000 crore
23 <sup>rd</sup>	a. Approval for issue of Secured / Unsecured Non-convertible debentures upto ₹ 5,000 crore b. Approval for further issue of Securities not exceeding ₹ 7,500 crore c. Approval for issue of Non-convertible Bonds up to USD 750 Million or its equivalent Indian or any other currency
22 <sup>nd</sup>	a. Approval for Issue of Non-Convertible Debentures up to ₹ 5,000 crore b. Approval for Issue of Securities not exceeding ₹ 7,500 crore c. Approval for Increase in Investment Limit.

During the year under review, no Special Resolution was passed through Postal Ballot. If required, Special Resolutions shall be passed by postal ballot during the year, in accordance with the prescribed procedure.

## 5. Disclosures

a. There were no materially significant related party transactions, which could be considered to have potential conflict with the interests of the Company at large.

b. The equity shares of the Company are listed with BSE Limited and National Stock Exchange of India Limited and the Company has complied with all the applicable regulations of capital markets. There was no instance of penalties, strictures imposed on the Company by the Stock Exchanges, SEBI or any statutory authority on any matter related to capital markets during the last three years.

c. The Company has duly fulfilled the following discretionary requirements as prescribed in Schedule II Part E of the Listing Regulations:

i) The Auditors' Reports on statutory Financial Statement of the Company are unmodified.

ii) As per the requirements, the Internal Auditor reports to the Audit Committee. The Internal Auditor of the Company briefs the Audit Committee through discussions and presentations covering observations, review, comments and recommendations, etc.

d. The Company has formulated a 'Whistle Blower Policy' and has established a 'Vigil Mechanism'. No personnel have been denied access to the Audit Committee in case of concerns / grievances.

e. The Policies for Material Subsidiaries and on dealing with Related Party Transactions are available on the website of the Company at the link [www.jsw.in/investors/energy](http://www.jsw.in/investors/energy).

f. Details of Familiarisation Programmes for Independent Directors are available on the website of the Company at the link [www.jsw.in/investors/energy](http://www.jsw.in/investors/energy).

g. The Company has adopted a Commodity Risk Management Policy and Foreign Exchange Risk Policy to mitigate the risk of foreign exchange price fluctuations.

h. Disclosure of commodity price risk or foreign exchange risk and hedging activities:

In terms of SEBI Circular No. SEBI/HO/CFD/ CMD1/ CIR/P/2018/000000141 dated 15<sup>th</sup> November 2018, the required information is provided as under:

i) Risk Management policy of the Company with respect to commodities including through hedging: The Company has adopted Commodity Risk Management Policy.

- ii) Exposure of the Company to commodity and commodity risks faced by the Company throughout the year:
- Total exposure to commodities in ₹: The Company has total exposure of approximately ₹2,615.87 crore.
  - Exposure to various commodities:

Commodity Name	Exposure towards the particular commodity	Exposure in quantity terms towards the particular commodity	% of such exposure hedged through commodity derivatives				Total
			Domestic market		International market		
			OTC	Exchange	OTC	Exchange	
Coal	₹2,615.87 crore	4.58 Million MT	Nil	Nil	Nil	Nil	Nil

- Commodity risks faced by the Company during the year and how they have been managed: Please refer Management Discussion & Analysis forming part of this Annual Report.
- h. The Financial Statement has been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Company (Indian Accounting Standards), Rules as amended by the Company (India AS) (Amendment) Rules, 2016. There are no audit qualifications in this regard.
- i. In terms of Regulation 17(8) of the Listing Regulations, the Chief Executive Officer and the Chief Financial Officer have furnished a certificate to the Board of Directors in the prescribed format for the year under review which has been reviewed by the Audit Committee and taken on record by the Board.
- j. Total fees paid for all services availed by the Company, on a consolidated basis to the Statutory Auditor and all entities in the network firm / network entity of which the Statutory Auditor is a part are ₹1.35 crore.
- d) Quarterly compliance reports issued by Director in-charge / Finance and Accounts Head / Company Secretary / HR Head are tabled before the Company's Board on a quarterly basis.
- In terms of requirement of Regulation 24(1) of the Listing Regulations 'material subsidiary' is a subsidiary, whose income or net worth exceeds 20% of the consolidated income or net worth respectively, of the listed holding Company and its subsidiaries in immediately preceding accounting year.
- Accordingly, JSW Energy (Barmer) Limited, is an unlisted material subsidiary of the Company as on 31<sup>st</sup> March, 2019. In compliance with Regulation 24(1) of the Listing Regulations, Ms. Shailaja Chandra, Ms. Sheila Sangwan and Mr. Rakesh Nath, Independent Directors, are also Independent Directors on the Board of JSW Energy (Barmer) Limited.

## 6. Subsidiary Companies Monitoring Framework

All subsidiaries of the Company are Board managed with their Boards having the rights and obligations to manage such companies in the best interest of their stakeholders. As a majority Shareholder, the Company at times nominates its representatives on the Boards of some subsidiary / associate companies. The Company monitors the performance of subsidiary companies, inter alia, by the following means:

- Subsidiary companies' Financial Results are tabled before the Company's Board on a quarterly basis.
- The Minutes of the Meetings of the Board of Directors of the subsidiary companies are tabled before the Company's Board on a quarterly basis.
- A statement containing all significant transactions and arrangements entered into by the unlisted subsidiary companies is placed before the Company's Board on a quarterly basis.

## 7. Means of Communication

### a) Quarterly / Annual Results

The quarterly and annual results of the Company are submitted to the Stock Exchanges immediately after they are approved by the Board.

### b) News Releases

The quarterly and annual results of the Company are published in the prescribed proforma within 48 hours of the conclusion of the meeting of the Board in which they are considered, in atleast one English newspaper circulating in the whole or substantially the whole of India (usually Financial Express) and in one Vernacular newspaper (usually Navshakti in Marathi) of the State where the Registered Office of the Company is situated.

### c) Website

The Company's website www.jsw.in has a separate dedicated section 'Investors' where latest information is available. The quarterly and annual results are posted on the website. Comprehensive information about the Company, its business and

operations, Press Releases, Shareholding Pattern, Corporate benefits, contact details, Investor Forms, etc. are posted on the website under Regulation 46 of the Listing Regulations.

**d) Presentations to Analysts**

Presentations / Concalls were made to analysts / investors during the financial year 2018-19. The presentations / transcripts of the same are available on the Company's website: [www.jsw.in/investors/energy](http://www.jsw.in/investors/energy).

**e) Online filings**

The Company electronically files data such as shareholding pattern, corporate governance report, quarterly and annual financial results, corporate announcements, etc. on the BSE Limited and National Stock Exchange of India Limited online portal, viz. [www.listing.bseindia.com](http://www.listing.bseindia.com) and [www.connect2nse.com](http://www.connect2nse.com) respectively within the time frame prescribed in this regard.

**f) SEBI Complaints Redress System (SCORES)**

The investor complaints are processed in a centralized web-based complaints redressal system. The salient features of this system are: centralized database of all complaints, online upload of Action Taken Report (ATRs) by concerned companies and online viewing by investors of actions taken on the complaint and its current status.

**g) Annual Report**

The Annual Report containing, inter alia, audited Financial Statement, Consolidated Financial Statement, Directors' Report, Auditors' Report and other important information is sent to Members and others entitled thereto. The Management Discussion and Analysis (MD&A) Report forms part of the Annual Report. The Annual Report is also available on the Company's website [www.jsw.in/investors/energy](http://www.jsw.in/investors/energy).

**h) Chairman's Communique**

Printed copy of the Chairman's Speech is distributed to the Members at the Annual General Meeting.

## 8. General Shareholders Information

### 8.1. Annual General Meeting

Date and Time	: Tuesday, 13 <sup>th</sup> August, 2019 at 11:00 am.
Venue	: Yashwantrao Chavan Pratisthan, Y. B. Chavan Auditorium, General Jagannath Bhosale Marg, Mumbai - 400 021

**Financial Year:** 1<sup>st</sup> April, 2018 to 31<sup>st</sup> March, 2019

### Financial Calendar for 2019-20 (Tentative)

First quarter results	On or before 14 <sup>th</sup> August, 2019
Second quarter results	On or before 14 <sup>th</sup> November, 2019
Third quarter results	On or before 14 <sup>th</sup> February, 2020
Annual results	On or before 30 <sup>th</sup> May, 2020

### Dates of Book Closure:

Tuesday, 6<sup>th</sup> August, 2019 to Tuesday, 13<sup>th</sup> August, 2019 (both days inclusive).

### Dividend Announcement:

The Board has recommended a dividend of ₹1.0 (10%) per share on the Equity Shares of the face value of ₹10 for the year ended 31<sup>st</sup> March, 2019, subject to declaration by the Members of the Company at the forthcoming 25<sup>th</sup> Annual General Meeting.

### Date of Dividend Payment:

On or before Wednesday, 11<sup>th</sup> September, 2019.

### Dividend Eligibility:

The dividend on Equity Shares of the Company, as recommended by the Board upon declaration by the Members at the forthcoming 25<sup>th</sup> Annual General Meeting, will be paid as under:

- To all those beneficial owners in respect of the shares held in electronic form as per the data made available by the National Securities Depository Limited and Central Depository Services (India) Limited as of the close of business hours on Monday, 5<sup>th</sup> August, 2019; and
- To all those Members in respect of the shares held in physical form on Tuesday, 13<sup>th</sup> August, 2019.

### 8.2 Listing on Stock Exchanges and Stock Codes

The Company's equity shares are listed on the following Stock Exchanges in India:

Name	Address	Stock code
BSE Limited (BSE)	Phiroze Jeejeebhoy Towers, Dalal Street Mumbai - 400 001	533148
National Stock Exchange of India Limited (NSE)	Exchange Plaza Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051	JSWENERGY- EQ

**ISIN for Equity Shares: INE121E01018**

The privately placed Secured Redeemable Non-Convertible Debentures issued by the Company are listed on BSE and their ISINs are as follows:

INE121E07098 - 9.75% NCDs of ₹ 10 Lakhs each  
 INE121E07106 - 9.75% NCDs of ₹ 10 Lakhs each  
 INE121E07114 - 9.75% NCDs of ₹ 10 Lakhs each  
 INE121E07320 - 8.65% NCDs of ₹ 10 Lakhs each  
 INE121E07338 - 8.40% NCDs of ₹ 10 Lakhs each

The Company has paid Annual Listing Fees as applicable to BSE and NSE for the financial year 2019-20.

**Debenture Trustee**

IDBI Trusteeship Services Limited, Asian Building, Ground Floor 17, R. Kamani Marg, Ballard Estate, Mumbai - 400 001

**8.3 Market Price Data**

The monthly high / low market price of the Company's equity shares and the volume traded during the financial year 2018-19 on BSE and NSE, were as under:

Month	BSE			NSE			Total Volume of BSE and NSE
	High Price ₹	Low Price ₹	Volume Number	High Price ₹	Low Price ₹	Volume Number	
April 2018	86.45	72.25	40,01,987	86.50	73.30	3,36,57,008	3,76,58,995
May 2018	85.90	67.90	41,08,186	86.00	68.00	4,75,72,733	5,16,80,919
June 2018	81.20	63.00	31,07,967	81.30	63.00	2,91,98,073	3,23,06,040
July 2018	70.30	61.30	23,93,860	70.40	61.75	2,28,16,052	2,52,09,912
August 2018	73.20	64.70	24,47,740	73.35	64.60	2,96,62,125	3,21,09,865
September 2018	74.50	59.65	26,67,265	74.50	59.75	2,37,44,941	2,64,12,206
October 2018	67.50	56.00	24,66,075	67.65	56.10	1,97,21,410	2,21,87,485
November 2018	74.50	64.30	23,20,923	74.50	64.15	1,83,78,145	2,06,99,068
December 2018	73.20	63.00	19,73,986	73.35	62.80	1,49,90,564	1,69,64,550
January 2019	70.65	63.50	19,19,968	70.75	63.50	1,48,21,009	1,67,40,977
February 2019	70.80	64.00	7,95,277	68.95	63.70	87,06,037	95,01,314
March 2019	73.25	63.00	36,05,850	73.35	63.90	4,73,72,642	5,09,78,492

The Company's securities have not been suspended from trading.

**8.4. Registrar & Share Transfer Agent**

Karvy Fintech Private Limited (Karvy)  
 Unit: JSW Energy Limited  
 Karvy Selenium Tower B, Plot 31-32  
 Gachibowli, Financial District  
 Nanakramguda, Hyderabad -500 032  
 Tel No.: 040 - 67161500 Fax No.: 040 - 23001153  
 E-mail: einward.ris@karvy.com  
 Website: www.karvy.com

Shares under objection are returned within 15 days. The Board has delegated the authority for approving transfers, transmissions, etc. of the Company's shares in physical form to the Stakeholders Relationship Committee. The decisions of Stakeholders Relationship Committee are placed at subsequent Board Meeting. The Company obtains from a Company Secretary in Practice, a half yearly certificate of compliance with the share transfer formalities as required under Regulation 40 of the Listing Regulations and files a copy of the certificate with the Stock Exchanges.

**8.5 Share Transfer System**

Share Transfers in physical form can be lodged with Karvy at the above mentioned address. The transfer requests are processed within 15 days of receipt of the documents, if documents are found in order.

During the year under review, no share transfers in physical form were lodged with Karvy.

### 8.6 Distribution of Shareholding

Sr. No.	Category (Shares)	Number of Holders	% to Holders	Number of Shares	% to Equity
1	1 - 5000	1,29,261	97.63	4,91,39,469	3.00
2	5001 - 10000	1,534	1.16	1,16,89,851	0.71
3	10001 - 20000	718	0.54	1,02,52,460	0.63
4	20001 - 30000	253	0.19	63,74,890	0.39
5	30001 - 40000	127	0.10	44,64,409	0.27
6	40001 - 50000	84	0.06	39,27,293	0.24
7	50001 - 100000	163	0.12	1,20,47,662	0.73
8	100001 and above	261	0.20	154,31,41,553	94.03
	<b>TOTAL</b>	<b>1,32,401</b>	<b>100.00</b>	<b>164,10,37,587</b>	<b>100.00</b>

### 8.7. Geographical Distribution of Shareholders

Sr. No.	City	Physical Holders			Electronic Holders			Total		
		Number of Cases	Number of Shares	%	Number of Cases	Number of Shares	%	Number of Cases	Number of Shares	%
1	Ahmedabad	0	0	0.00	6,996	32,69,59,500	19.92	6,996	32,69,59,500	19.92
2	Bangalore	0	0	0.00	4,672	18,23,758	0.11	4,672	18,23,758	0.11
3	Kolkata	3	301	0.00	5,542	90,35,648	0.55	5,545	90,35,949	0.55
4	Chennai	0	0	0.00	3,958	34,93,390	0.21	3,958	34,93,390	0.21
5	Hyderabad	0	0	0.00	3,045	19,44,237	0.12	3,045	19,44,237	0.12
6	Mumbai	1	3	0.00	27,845	109,69,44,638	66.85	27,846	109,69,44,641	66.85
7	New Delhi	0	0	0.00	7,366	16,13,16,573	9.83	7,366	16,13,16,573	9.83
8	Pune	0	0	0.00	3,116	13,94,773	0.09	3,116	13,94,773	0.09
9	Vadodara	0	0	0.00	2,410	8,69,954	0.05	2,410	8,69,954	0.05
10	Others	4	440	0.00	67,443	3,72,54,372	2.27	67,447	3,72,54,812	2.27
	<b>TOTAL</b>	<b>8</b>	<b>744</b>	<b>0.00</b>	<b>1,32,393</b>	<b>164,10,36,843</b>	<b>100.00</b>	<b>1,32,401</b>	<b>164,10,37,587</b>	<b>100.00</b>

### 8.8. Shareholding Pattern

Category	As on 31 <sup>st</sup> March, 2019			As on 31 <sup>st</sup> March, 2018		
	Number of Holders	Number of Shares	% of Total Holding	Number of Holders	Number of Shares	% of Holding
Promoters	34	1,22,98,87,844	74.95	33	1,22,99,00,744	74.99
NRI	1,751	49,47,106	0.30	1,657	44,27,005	0.27
FII	134	10,94,03,387	6.67	106	9,91,19,454	6.04
FBC	0	0	0.00	1	1,49,16,657	0.91
IFI	4	8,23,18,732	5.02	4	8,31,27,036	5.07
IMF	11	3,74,93,638	2.28	14	4,38,33,768	2.67
Banks	3	3,71,316	0.02	5	7,96,126	0.05
NBFC	18	1,76,935	0.01	17	5,64,485	0.03
Employees Trust	1	1,70,075	0.01	0	0	0.00
Bodies Corporate	1,333	4,75,43,268	2.90	1,469	4,12,23,940	2.51
Public	1,25,072	10,49,34,139	6.40	1,33,529	10,97,94,006	6.70
Trust	10	1,33,700	0.01	9	57,312	0.01
AIF	5	1,69,74,668	1.03	4	53,29,919	0.33
I E P F	1	49,718	0.00	1	8,386	0.00
HUF	4,024	66,33,061	0.40	4,325	69,55,957	0.42
<b>Total</b>	<b>1,32,401</b>	<b>1,64,10,37,587</b>	<b>100.00</b>	<b>1,41,174</b>	<b>1,64,00,54,795</b>	<b>100.00</b>

### 8.9 Performance of the Company's closing Share Price in comparison with BSE Sensex



### 8.10 Performance of the Company's closing Share Price in comparison with S & P CNX Nifty



### 8.11 Top 10 Shareholders as per data downloaded by Depositories

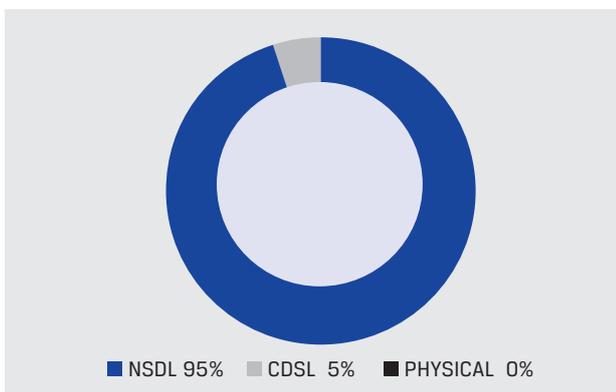
Sr. No.	Name of the Shareholder	Number of Shares	% of Total Shareholding
1	JSW Investments Private Limited	33,24,92,694	20.26
2	Indusglobe Multiventures Private Limited	25,67,86,044	15.65
3	JSL Limited	14,53,32,820	8.86
4	Glebe Trading Private Limited	14,53,32,820	8.86
5	Danta Enterprises Private Limited	8,55,99,613	5.22
6	Virtuous Tradecorp Private Limited	8,55,99,613	5.22
7	JSW Steel Limited	8,53,63,090	5.20
8	Life Insurance Corporation of India	8,04,75,310	4.90
9	Tarini Jindal Handa	2,50,02,225	1.52
10	Tanvi Shete	2,50,02,225	1.52
<b>Total</b>		<b>1,26,69,86,454</b>	<b>77.21</b>

### 8.12 Dematerialisation of Shares and Liquidity

The Company's equity shares are compulsorily traded in dematerialised form. The Company has arrangements with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for demat facility. The status of dematerialisation as on 31<sup>st</sup> March, 2019 is as follows:

Description	Cases	Shares	% Equity
PHYSICAL	8	744	0.00
NSDL	78,454	156,32,75,269	95.26
CDSL	53,939	7,77,61,574	4.74
<b>Total</b>	<b>1,32,401</b>	<b>164,10,37,587</b>	<b>100.00</b>

Note: Shares in physical form constitute miniscule percentage of the total Equity Shares.



### 8.13 Corporate benefits to Shareholders (since IPO Listing)

#### a) Dividend declared

Financial Year	Dividend Declaration Date	Dividend Rate (%)
2009-10	15 <sup>th</sup> July, 2010	7.5%
2010-11	21 <sup>st</sup> July, 2011	10%
2011-12	20 <sup>th</sup> July, 2012	5%
2012-13	25 <sup>th</sup> July, 2013	20%
2013-14	23 <sup>rd</sup> July, 2014	20%
2014-15	22 <sup>nd</sup> July, 2015	20%
2015-16	21 <sup>st</sup> July, 2016	20%
2016-17	13 <sup>th</sup> July, 2017	5%
2017-18	N.A.	Nil

#### b) Unclaimed Amounts

Under the provisions of the Companies Act, 2013, dividend amounts that remain unclaimed for a period of 7 years are to be statutorily transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government. To ensure maximum disbursement of unclaimed dividend, the Company has sent reminders to the concerned investors. Members can check the details of unclaimed dividend / refund amount on the website of the Company at the link: <http://www.jsw.in/investors>. Also, the said information is available on the website of the Ministry of Corporate Affairs at [www.iepf.gov.in](http://www.iepf.gov.in). The unclaimed amounts that are due for transfer to the IEPF are as follows:

Financial Year	Date of Declaration of Dividend	Unclaimed Dividend Amount as on 31 <sup>st</sup> March, 2019 (Amount in `)	Due Date for transfer to IEPF
2011-12	20th July 2012	7,86,575	24th August 2019
2012-13	25th July 2013	16,13,192	28th August 2020
2013-14	23rd July 2014	20,46,950	26th August 2021
2014-15	22nd July 2015	15,61,182	25th August 2022
2015-16	21st July 2016	18,47,698	26th August 2023
2016-17	13th July 2017	9,90,044	14th August 2024

Members who have not claimed their dividend may approach the Company's Registrar at the earliest for obtaining payments thereof.

#### c) NECS Mandate and Bank Account Particulars

Members holding shares in demat form should ensure that correct and updated particulars of their bank account are available with the Depository Participant (DP) and Members holding shares in physical form should provide the electronic credit mandate to Karvy. This would facilitate receiving dividend payment through electronic mode from Company and avoid postal delays and loss in transit.

As per SEBI Circular SEBI/HO/MIRSD/DOPI/CIR/P/2018/73 dated 20<sup>th</sup> April, 2018, all security holders holding securities in physical form are required to furnish to the RTA, copies of PAN and details of their bank account within 180 days of date of the circular, failing which, any transaction by such shareholders in the physical securities shall be subject to enhanced supervision and due diligence by the Company. Members are urged to share the necessary details with Karvy.

#### d) Green Initiative for Paperless Communications

The Ministry of Corporate Affairs ('MCA') has undertaken a 'Green Initiative in Corporate Governance' allowing paperless compliances by companies through electronic mode. Accordingly, companies can now send notice(s) / financial results / Annual Report / documents, etc. to their Members through electronic mode to the registered e-mail addresses. To support the 'Green Initiative' of the MCA and to contribute towards a greener environment, Members are urged to register their e-mail address. Members holding shares in demat form can register their e-mail address / change their e-mail address with their DP. Members holding shares in physical form can also avail the said facility by filling in the E-Communication Registration Form available on the website of the Company and forwarding the same to Karvy. Alternatively, Members can download the Form from the website of the Company at the link: <http://www.jsw.in/investors/energy>.

#### 8.14 Outstanding GDRs / ADRs or Warrants or any Convertible Instrument, conversion dates and likely impact on equity: NIL

#### 8.15 Shares in the Suspense Account: NIL

#### 8.16 Registered Office

The Company Registered Office is located at:

JSW Centre, Bandra-Kurla Complex Bandra (East), Mumbai - 400 051.

### 8.17 Plant Locations

Vijayanagar: Post Box No. 9, Toranagallu, District Bellary - 583 123, Karnataka.

Ratnagiri: Village Nandiwade, Post Jaigad, Taluka & District Ratnagiri - 415 614, Maharashtra.

### 8.18 Address for Investor Correspondence

a) For Retail Investors

i. Securities held in Demat form:

The Investors' respective Depository Participant(s) and / or Karvy Fintech Private Limited.

ii. Securities held in physical form:

#### Registrar & Share Transfer Agent

Karvy Fintech Private Limited Unit: JSW Energy Limited Karvy Selenium Tower B, Plot 31- 32 Gachibowli, Financial District Nanakramguda, Hyderabad - 500 032 Tel. No. 040 - 6716 1500 Fax No. 040 - 23001153 E-mail: einward.ris@karvy.com Website: www.karvy.com

iii. JSW Energy Limited - Investor Service Centre

JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Tel. No. 022-4286 1000, Fax. No. 022-4286 3000, E-mail: jswel.investor@jsw.in, Website: www.jsw.in

b) For Institutional Investors

Mr. Pritesh Vinay, Vice President - Capital Markets and Group Investor Relations Contact Address: JSW Centre Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051 Tel. No. 022-4286 1000 Fax. No. 022-4286 3000 Email: pritesh.vinay@jsw.in Website: www.jsw.in

c) Designated exclusive e-mail id for Investor servicing: jswel.investor@jsw.in

d) Toll Free Number of R & T Agent's (KARVY) exclusive call centre: 1800-3454-001

e) Web-based Query Redressal System

Facility has been extended by the Registrar and Share Transfer Agent for redressal of Members' queries. The Members can visit <http://karisma.karvy.com> and click on 'investors' option for query registration after free identity registration. After logging in, Members can submit their query in the 'Queries' option provided on the website, which would give the grievance registration number. For accessing

the status / response to their query, the same number can be used at the option 'View Reply' after 24 hours. The Members can continue to ask additional queries relating to the case till they are satisfied.

### 8.19 Credit ratings

The list of credit ratings are as under:

Rating Agency	Rating	Instruments Rated	Remarks
CARE Ratings	Long Term - CARE AA-/ Stable	Long term bank facilities and NCDs	Ratings reaffirmed; Outlook revised from Negative to Stable
CARE Ratings	Short Term - CARE A1+	Short term bank facilities and Commercial Paper	Ratings reaffirmed
Brickwork Ratings	BWR A1+	Commercial Paper	Rating Assigned

## 9. Corporate Policies / Ethics

The Company adheres to the highest standards of business ethics, compliance with statutory and legal requirements and commitment to transparency in business dealings. Code of conduct for Board Members and Senior Management and to regulate insider trading and also policies such as Whistle Blower Policy / Vigil Mechanism, prevention of Sexual Harassment, is given below:

### A. Code of Conduct for Board Members and Senior Management

The Board adopted the Code of Conduct for its members and Senior Management personnel of the Company and is available on the website of the Company at the link: <http://www.jsw.in/investors>. The Code highlights corporate governance as the cornerstone for sustained management performance, for serving all the stakeholders and for instilling pride of association. The Code is applicable to all Directors and specified Senior Management executives. The Code impresses upon Directors and Senior Management executives to uphold the interest of the Company and its stakeholders and to endeavour to fulfil all the fiduciary obligations towards them. Another important principle on which the Code is based is that the Directors and Senior Management executives shall act in accordance with the highest standard of honesty, integrity, fairness and ethical conduct and shall exercise utmost good faith and due care in performing their duties.

#### **Declaration affirming compliance of Code of Conduct**

The Company has received confirmations from the Directors as well as Senior Management executives regarding compliance with the Code of Conduct during the year under review. A declaration by the Jt. Managing Director and CEO affirming compliance by Board Members and Senior Management Personnel to the Code, is also annexed herewith.

The Company has obtained a certificate from a Company Secretary in Practice that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board / Ministry of Corporate Affairs or any such statutory authority which is annexed herewith.

#### **B. Code of Conduct to Regulate, Monitor and Report Trading by Insiders**

In accordance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended (the Regulations), the Board has adopted a Code of Conduct to regulate, monitor and report Trading by Insiders (the 'Code') for prevention of insider trading. The Code lays down guidelines and procedures to be followed and disclosures to be made by Insiders, Connected Persons, Directors, Promoters, Key Managerial Personnel, top level executives and certain staff whilst dealing in the Company's shares. The Code, inter alia, contains regulations for preservation of unpublished price sensitive information, pre-clearance of trade, etc. The Company Secretary has been appointed as the Compliance Officer and is responsible for ensuring / monitoring adherence to the Code.

#### **C. Whistle Blower Policy / Vigil Mechanism**

The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behaviour. Regulation 22 of Listing Regulations and Section 177 (9) of Companies Act, 2013 inter alia, provides for all listed companies to establish a mechanism called 'Whistle Blower Policy' for employees to report instances of unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics Policy. Accordingly, the Whistle Blower Policy adopted by the Company in line with the provisions specified above, encourages all employees to report any suspected violations promptly and intends to

investigate any good faith reports of violations. In line with the Whistle Blower Policy, any actual or potential violation, howsoever insignificant or perceived as such, would be a matter of serious concern for the Company. The Whistle Blower Policy / Vigil Mechanism specifies the procedure and reporting authority for reporting such unethical behaviour, or improper activity including misuse or improper use of accounting policies and procedures resulting in misrepresentation of accounts and financial statements. The Company affirms that no employee has been denied access to the Ethics Counsellor / Audit Committee.

#### **D. Policy for Prevention of Sexual Harassment**

The Company is an equal employment opportunity provider and is committed to creating a healthy working environment that enables employees to work without fear of prejudice, gender bias and sexual harassment. The Company also believes that all employees of the Company have the right to be treated with dignity.

Pursuant to the requirements under the Prevention of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, the Company has enacted a Policy and duly constituted Internal Complaints Committees across locations. To build awareness in this area, the Company has been conducting induction / refresher programmes in the organisation on a continuous basis. During the year under review, one complaint was filed and the same was satisfactorily resolved.

#### **E. Reconciliation of Share Capital Audit Report**

Reconciliation of Share Capital Audit Report in terms of SEBI circular CIR/MRD/DP/30/2010 dated 6<sup>th</sup> September, 2010 and Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018, confirming that the total issued capital of the Company is in agreement with the total number of equity shares in physical form and the total number of shares in demat form held with National Securities Depository Limited and Central Depository Services (India) Limited, is submitted to the Stock Exchanges where the equity shares of the Company are listed, on a quarterly basis.

#### **F. Internal Checks and Balances**

Wide use of technology in the Company's financial reporting processes ensures robustness and integrity. The Company deploys a robust system of internal controls to allow optimal use and protection

of assets, facilitate accurate and timely compilation of financial statements and management reports and ensure compliance with statutory laws, regulations and Company policies. The Board and the Management periodically review the findings and recommendations of the auditors and take necessary corrective actions wherever necessary.

#### **G. Legal Compliance by the Company's Subsidiaries**

Periodical audit ensures that the Company's subsidiaries conduct their business with high standards of legal, statutory and regulatory compliances. As per the compliance reports of the Management, there has been no material non-compliance with the applicable statutory requirements by the Company and its subsidiaries.

### **10. Other Shareholder Information**

#### **A. Corporate Identity Number (CIN)**

The CIN allotted to the Company by the Ministry of Corporate Affairs, Government of India is L74999MH1994PLC077041.

#### **B. Shares held in electronic form**

Members holding shares in electronic form may please note that:

- a) Instructions regarding bank details which they wish to have incorporated in dividend warrants must be submitted to their Depository Participants (DPs). As per the regulations of National Securities Depository Limited and Central Depository Services (India) Limited, the Company is obliged to print bank details on the dividend warrants, as furnished by them to the Company.
- b) Instructions already given by them for Shares held in physical form will not be automatically applicable to the dividend paid on Shares held in demat form.
- c) Instructions regarding change of address, nomination and power of attorney should be given directly to the DPs.
- d) The Company provides electronic credit facilities for Shares and Members are urged to avail of this facility.

#### **C. Depository Services**

Members may write to the respective Depository or to Karvy for guidance on depository services.

##### **National Securities Depository Limited**

Trade World, 'A' Wing, 4<sup>th</sup> Floor  
Kamala Mills Compound  
Lower Parel, Mumbai - 400 013  
Tel No. 022-2499 4200 Fax No. 022-2497 6351  
E-mail: info@nsdl.co.in Website: www.nsdl.co.in

##### **Central Depository Services (India) Limited**

Phiroze Jeejeebhoy Towers  
17<sup>th</sup> Floor, Dalal Street, Mumbai - 400 001  
Tel: 022-2272 3333 Fax: 022-2272 3199  
E-mail: investors@cdslindia.com  
Website: www.cdslindia.com

#### **D. Nomination Facility**

Members are entitled to make nomination in respect of Shares held by them. Members holding Shares in demat form are requested to give the nomination request to their respective DPs directly. Members holding shares in physical form and intending to make / change the nomination in respect of their Shares, may submit their requests to Karvy or download the form from the website of the Company at the link: [www.jsw.in/investors/energy](http://www.jsw.in/investors/energy).

**Note: All information is as on 31<sup>st</sup> March, 2019, unless stated otherwise.**

### Declaration Affirming Compliance of Code of Conduct

As provided under Regulation 34 of the Listing Regulations, the Board Members and the Senior Management Personnel have confirmed compliance with the Code of Conduct for year ended 31<sup>st</sup> March, 2019.

For JSW Energy Limited

Mumbai  
16<sup>th</sup> May, 2019

**Prashant Jain**  
Jt. Managing Director and CEO

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### Certificate pursuant to Regulation 34 (3) and Schedule V(C)(10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Members,  
JSW ENERGY LIMITED  
JSW Centre, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400051.

Based on the records available with the Registrar of Companies through the MCA21 site, Stock Exchanges namely, BSE & NSE, disclosures received from the Directors and taken on record by the Company as on March 31, 2019, we hereby certify that none of the directors on the Board of JSW Energy Limited bearing CIN: L74999MH1994PLC077041, have been debarred or disqualified from being appointed or continuing as directors by the Securities and Exchange Board of India or Ministry of Corporate Affairs and / or any such statutory authority as on March 31, 2019.

For *S. Srinivasan & Co.*  
**Company Secretaries**

Place: Mumbai  
Date: 8<sup>th</sup> May, 2019

**S. Srinivasan**  
FCS: 2286  
CP. No: 748

## Certificate on Compliance of Conditions of Corporate Governance

To,  
The Members of JSW Energy Limited,

### INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

1. This certificate is issued in accordance with the terms of our engagement letter reference no. SRS/2018-19/63A dated September 25, 2018.
2. We, Deloitte Haskins & Sells LLP, Chartered Accountants, the Statutory Auditors of JSW Energy Limited ("the Company"), have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2019, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the Listing Regulations).

### Managements' Responsibility

3. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in the Listing Regulations.

### Auditor's Responsibility

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

### Opinion

8. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2019.
9. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **Deloitte Haskins & Sells LLP**  
Chartered Accountants  
(Firm's Registration No. 117366W / W-100018)

Samir R. Shah  
Partner  
(Membership No. 101708)

Mumbai, May 16, 2019

# Independent Auditor's Report

To the Members of JSW Energy Limited

## Report on the Audit of the Standalone Financial Statements

### Opinion

We have audited the accompanying standalone financial statements of JSW Energy Limited ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information and which includes two joint operations accounted on proportionate basis.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March 2019, and its profit, total comprehensive income, its changes in equity and cash flows for the year ended on that date.

### Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report.

Description of key audit matter	Auditors' response
<p><b>Revenue recognition</b></p> <p>The Company has certain disputes with customers regarding determination of tariff under power supply arrangements, which involve significant judgement to determine the possible outcome.</p> <p>[Refer note 3 to the standalone financial statements for the critical accounting judgement involved and note 28 (A) (1) (b) to the standalone financial statements for contingent liability disclosures.]</p>	<p>Our procedures included but were not limited to:</p> <ul style="list-style-type: none"> <li>Evaluating the design and implementation, and testing the operating effectiveness of the relevant controls over recognition of revenue as per the terms of the power supply arrangements and ongoing assessment of possible outcome in case of disputes.</li> <li>Evaluating the Management's assessment about possible outcome of the disputes with customers with regard to determination of tariff by inquiry of the management including in-house legal counsel, reviewing minutes of the meetings of those charged with governance and reading legal advice obtained by the Company from the external experts, and independent confirmations from the external legal counsel on a test check basis.</li> <li>Assessing adequacy and appropriateness of the disclosures in the standalone financial statements.</li> </ul>

### Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Key Performance Indicators, Value- Creation Model, Strategic Focus Areas and Enablers, Creating Optimal Value through a Robust Balance Sheet, Steadily Improving Our Operational Excellence, Financial Capital, Social and Relationship Capital, Management Discussion and Analysis, Directors' Report, Business Responsibility Report and Report on Corporate Governance but does not include the consolidated financial statements, the standalone financial statements and our auditor's reports thereon.
- Our opinion on the standalone 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 standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our 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.

### Management's Responsibility for the Standalone 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 standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone 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 Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone 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 standalone 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 misstatement of the standalone 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 financial 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 system 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 the 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 standalone 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 standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the Company and its joint operations to express an opinion on the standalone financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of the Company, which includes two joint operations accounted on proportionate basis.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report 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.
  - c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on 31<sup>st</sup> March 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March 2019 from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in

- "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act.
- h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements;
  - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company;
2. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

**For DELOITTE HASKINS & SELLS LLP**

Chartered Accountants

(Firm's Registration No. 117366W/ W-100018)

**Samir R. Shah**

Partner

Mumbai, May 16, 2019

(Membership No. 101708)

## Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

We have audited the internal financial controls over financial reporting of JSW Energy Limited ("the Company") as of 31<sup>st</sup> March, 2019 in conjunction with our audit of the standalone 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. 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 internal financial controls over financial reporting of the Company 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 over financial reporting 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 system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 system over financial reporting.

#### Meaning of Internal Financial Controls Over Financial Reporting

A Company's internal financial control over financial reporting 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 control over financial reporting 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 Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial

control over financial reporting 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2019, based on the internal financial 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.

**For DELOITTE HASKINS & SELLS LLP**

Chartered Accountants

(Firm's Registration No. 117366W/ W-100018)

**Samir R. Shah**

Partner

Mumbai, May 16, 2019

(Membership No. 101708)

## Annexure "B" to the Independent Auditor's Report

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Company has a program of verification of fixed assets to cover all the items in a phased manner over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deed/ transfer deed/ conveyance deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and acquired buildings which are freehold, are held in the name of the Company as at the balance sheet date. There are no land and buildings that have been taken on lease and disclosed as Property, plant and equipment in the standalone financial statements.
- (ii) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals, except for inventories lying with third parties where confirmations have been received by the management, and no material discrepancies were noticed on physical verification.
- (iii) According to the information and explanations given to us, the Company has granted unsecured loans, to companies covered in the register maintained under section 189 of the Companies Act, 2013 in respect of which :
  - (a) The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the interest of the Company.
  - (b) The schedule of repayment of principal and payment of interest has been stipulated and receipts of interest has been regular as per stipulations. There were no principal amount due for repayment during the year.
- (c) There is no overdue amount remaining outstanding as at the balance sheet date.
- (iv) The Company has been legally advised that provisions of Section 185 of the Act are not applicable to grant of loan of ₹ 150 crore during the year to a company in which a director is interested. Having regard to the aforesaid, in our opinion and according to the information and explanation given to us, the Company has complied with the provisions of section 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities during the year as applicable.
- (v) According to the information and explanations given to us, the Company has not accepted any deposit and hence reporting under paragraph 3(v) of the Order is not applicable.
- (vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013 and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
  - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Goods & Services Tax, Customs Duty, cess and other material statutory dues applicable to it with the appropriate authorities.
  - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Goods & Services Tax, Customs Duty, Excise Duty, Value Added Tax, cess and other material statutory dues in arrears as at 31<sup>st</sup> March 2019 for a period of more than six months from the date they became payable.

- (c) Details of dues of Income-tax, Service Tax and Customs Duty which have not been deposited as on 31 March, 2019 on account of disputes are given below:

Name of statute	Nature of dues	Forum where dispute is pending	Period(s) to which the amount relates *	Amount unpaid (₹ in crore)**	Amount paid under protest (₹ in crore)
The Income Tax Act, 1961	Income Tax	Income Tax Appellate Tribunal	2013-14	50.97	-
The Income Tax Act, 1961	Income Tax	High Court of Karnataka	1995-96 to 1997-98	4.62	-
Chapter V of the Finance Act, 1994	Service Tax	CESTAT	2011-12 to 2013-14 and 2016-17 to 2017-18	18.54	1.36
Chapter V of the Finance Act, 1994	Service Tax	Commissioner of GST & Central Excise	2016-17 and 2017-18	-	13.44
The Custom Act, 1962	Customs Duty	CESTAT	2011-12 to 2013-14	213.35	27.30

\*period represents the earliest year to the latest year

\*\*excludes interest and penalty

- There were no dues of Sales Tax, Excise duty, Value Added Tax and Goods & Services Tax which have not been deposited as at 31<sup>st</sup> March, 2019 on account of dispute.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions and banks, and dues to debenture holders. The Company has not taken any loans or borrowings from the Government.
- (ix) In our opinion and according to the information and explanations given to us, money raised by way of the term loans have been applied by the Company during the year for the purposes for which they were raised, other than temporary deployment pending application of proceeds. The Company has neither raised any moneys by way of initial public offer/ further public offer (including debt instruments) nor were such proceeds pending to be applied, during the current year.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has paid/ provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) The Company is not a Nidhi Company and hence reporting under paragraph 3(xii) of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under paragraph 3(xiv) of the Order is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For DELOITTE HASKINS & SELLS LLP**

Chartered Accountants

(Firm's Registration No. 117366W/ W-100018)

**Samir R. Shah**

Partner

Mumbai, May 16, 2019

(Membership No. 101708)

## Balance Sheet

as at 31<sup>st</sup> March, 2019

₹ crore

Particulars	Notes	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>A. ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Property, plant and equipment	4A	4,852.07	5,110.15
(b) Capital work-in-progress	4B	376.78	260.55
(c) Intangible assets	5	0.60	0.99
(d) Financial assets			
(i) Investments	6	6,512.40	6,893.71
(ii) Loans	7	881.12	734.41
(iii) Other financial assets	8	942.66	964.96
(e) Income tax assets (net)	9A	7.97	2.61
(f) Other non-current assets	10	433.04	487.73
<b>Total non - current assets</b>		<b>14,006.64</b>	<b>14,455.11</b>
<b>2 Current assets</b>			
(a) Inventories	11	348.46	449.96
(b) Financial assets			
(i) Investments	6	190.19	69.32
(ii) Trade receivables	12	554.70	488.52
(iii) Cash and cash equivalents	13A	69.58	81.86
(iv) Bank balances other than (iii) above	13B	42.92	56.66
(v) Loans	7	182.51	182.42
(vi) Other financial assets	8	78.92	107.61
(c) Other current assets	10	36.29	20.42
<b>Total current assets</b>		<b>1,503.57</b>	<b>1,456.77</b>
<b>Total assets</b>		<b>15,510.21</b>	<b>15,911.88</b>
<b>B. EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	14A	1,640.87	1,640.05
(b) Other equity	14B	8,526.61	8,237.42
<b>Total equity</b>		<b>10,167.48</b>	<b>9,877.47</b>
<b>Liabilities</b>			
<b>1 Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	15	2,054.04	2,610.10
(ii) Other financial liabilities	16	0.26	0.36
(b) Provisions	18	15.80	12.51
(c) Deferred tax liabilities (net)	9B	408.74	340.28
(d) Other non-current liabilities	17	6.37	6.62
<b>Total non - current liabilities</b>		<b>2,485.21</b>	<b>2,969.87</b>
<b>2 Current liabilities</b>			
(a) Financial liabilities			
(i) Trade payables			
a) Total outstanding dues of micro and small enterprises	19	0.69	1.14
b) Total outstanding dues of creditors other than micro and small enterprises	19	1,558.22	2,070.31
(ii) Other financial liabilities	16	1,111.55	820.14
(b) Other current liabilities	17	143.63	133.97
(c) Provisions	18	4.40	3.71
(d) Income tax liabilities (net)	9C	39.03	35.27
<b>Total current liabilities</b>		<b>2,857.52</b>	<b>3,064.54</b>
<b>Total liabilities</b>		<b>5,342.73</b>	<b>6,034.41</b>
<b>Total equity and liabilities</b>		<b>15,510.21</b>	<b>15,911.88</b>

See accompanying notes to the standalone financial statements

In terms of our report attached  
**For Deloitte Haskins & Sells LLP**  
 Chartered Accountants

**Samir R. Shah**  
 Partner

For and on behalf of Board of Directors

**Prashant Jain**  
 Jt. Managing Director & CEO  
 [DIN: 01281621]

**Sajjan Jindal**  
 Chairman and Managing Director  
 [DIN: 00017762]

**Monica Chopra**  
 Company Secretary

**Jyoti Kumar Agarwal**  
 Director Finance  
 [DIN:01911652]  
 Place : Mumbai  
 Date : May 16, 2019

Place : Mumbai  
 Date : May 16, 2019

## Statement of Profit and Loss

for the year ended 31<sup>st</sup> March, 2019

₹ crore except per share data and as stated otherwise

Particulars	Notes	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
1 Revenue from operations	20	5,118.33	4,212.05
2 Other income	21	362.78	493.71
<b>3 Total income (1+2)</b>		<b>5,481.11</b>	<b>4,705.76</b>
<b>4 Expenses</b>			
(a) Fuel cost		3,959.67	3,149.31
(b) Purchase of power		14.07	-
(c) Employee benefits expense	22	130.84	107.00
(d) Finance costs	23	411.79	476.21
(e) Depreciation and amortisation expense	24	365.02	364.21
(f) Other expenses	25	209.44	248.80
<b>Total expenses</b>		<b>5,090.83</b>	<b>4,345.53</b>
<b>5 Profit before exceptional items and tax (3-4)</b>		<b>390.28</b>	<b>360.23</b>
6 Exceptional items (net)	26	-	659.18
<b>7 Profit / (Loss) before tax (5-6)</b>		<b>390.28</b>	<b>(298.95)</b>
<b>8 Tax expense</b>	27		
- Current tax		70.37	106.56
- Deferred tax		68.46	38.77
<b>9 Profit / (Loss) for the year (7-8)</b>		<b>251.45</b>	<b>(444.28)</b>
<b>10 Other comprehensive income</b>			
A i) Items that will not be reclassified to profit or loss			
a) Re-measurements of the net defined benefit plans		(0.58)	0.03
b) Equity instruments through other comprehensive income (Refer note 32)		34.30	700.03
ii) Income tax relating to items that will not be reclassified to profit or loss		0.13	-
<b>Total (A)</b>		<b>33.85</b>	<b>700.06</b>
B i) Items that will be reclassified to profit or loss			
a) Foreign currency monetary items translation difference account (FCMITDA)		(4.96)	(4.28)
b) Effective portion of cash flow hedge		2.58	(2.58)
<b>Total (B)</b>		<b>(2.38)</b>	<b>(6.86)</b>
<b>Other comprehensive income for the year (A+B)</b>		<b>31.47</b>	<b>693.20</b>
<b>11 Total comprehensive income for the year (9+10)</b>		<b>282.92</b>	<b>248.92</b>
<b>12 Earnings per equity share of ₹ 10 each</b>	36		
- Basic ₹		1.53	(2.71)
- Diluted ₹		1.53	(2.71)

See accompanying notes to the standalone financial statements

In terms of our report attached  
**For Deloitte Haskins & Sells LLP**  
Chartered Accountants

For and on behalf of Board of Directors

**Samir R. Shah**  
Partner

**Prashant Jain**  
Jt. Managing Director & CEO  
[DIN: 01281621]

**Sajjan Jindal**  
Chairman and Managing Director  
[DIN: 00017762]

**Monica Chopra**  
Company Secretary

**Jyoti Kumar Agarwal**  
Director Finance  
[DIN:01911652]  
Place : Mumbai  
Date : May 16, 2019

Place : Mumbai  
Date : May 16, 2019

## Statement of Changes in Equity

for the year ended 31<sup>st</sup> March, 2019

### A] Equity Share Capital

	₹ crore
<b>Balance as at 1st April, 2017</b>	<b>1,627.95</b>
Changes in equity share capital during the year - treasury shares	12.10
<b>Balance as at 31st March, 2018</b>	<b>1,640.05</b>
Issue of shares during the year (net of treasury shares)	0.82
<b>Balance as at 31st March, 2019</b>	<b>1,640.87</b>

### B] Other Equity

Particulars	Reserves and surplus					Items of other comprehensive income (OCI)				Total	
	Capital reserve	Securities premium	Debt redemption reserve	Equity-settled employee benefits reserve	General reserve	Retained earnings	Equity instrument through other comprehensive income	Effective portion of cash flow hedge	Foreign currency monetary items translation difference account		Remeasurements of the net defined benefit plans
<b>Balance as at 1st April, 2017</b>	-	2,391.65	297.44	10.70	213.95	3,844.04	-	-	9.24	(1.41)	<b>6,765.61</b>
Loss for the year	-	-	-	-	-	(444.28)	-	-	-	-	(444.28)
Other comprehensive income for the year	-	-	-	-	-	-	700.03	(2.58)	(4.28)	0.03	693.20
<b>Total comprehensive income for the year</b>	-	-	-	-	-	<b>(444.28)</b>	<b>700.03</b>	<b>(2.58)</b>	<b>(4.28)</b>	<b>0.03</b>	<b>248.92</b>
Pursuant to Scheme of Arrangement (Refer note 32)	516.12	-	-	-	-	60.79	683.19	-	-	-	1,260.10
Dividends	-	-	-	-	-	(81.45)	-	-	-	-	(81.45)
Tax on dividends	-	-	-	-	-	(8.41)	-	-	-	-	(8.41)
Share based payments	-	-	-	2.26	-	-	-	-	-	-	2.26
Consolidation of ESOP Trust	-	-	-	-	-	61.24	-	-	-	-	61.24
Unwinding of transaction cost on debentures issued	-	(10.85)	-	-	-	-	-	-	-	-	(10.85)
Transfers to retained earnings	-	-	(141.61)	-	-	141.61	-	-	-	-	-
<b>Balance as at 31st March, 2018</b>	<b>516.12</b>	<b>2,380.80</b>	<b>155.83</b>	<b>12.96</b>	<b>213.95</b>	<b>3,573.54</b>	<b>1,383.22</b>	<b>(2.58)</b>	<b>4.96</b>	<b>(1.38)</b>	<b>8,237.42</b>
Profit for the year	-	-	-	-	-	251.45	34.30	2.58	(4.96)	(0.45)	251.45
Other comprehensive income for the year	-	-	-	-	-	-	<b>34.30</b>	<b>2.58</b>	<b>(4.96)</b>	<b>(0.45)</b>	<b>31.47</b>
<b>Total comprehensive income for the year</b>	-	-	-	-	-	<b>251.45</b>	<b>34.30</b>	<b>2.58</b>	<b>(4.96)</b>	<b>(0.45)</b>	<b>282.92</b>

## Statement of Changes in Equity

for the year ended 31<sup>st</sup> March, 2019 (Continued)

Particulars	Reserves and surplus				Items of other comprehensive income (OCI)				Total		
	Capital reserve	Securities premium	Debt redemption reserve	Equity-settled employee benefits reserve	General reserve	Retained earnings	Equity instrument through other comprehensive income	Effective portion of cash flow hedge		Foreign currency monetary items of the net defined translation difference account	Remeasurements of benefit plans
Issue of equity shares under employee share option plan	-	4.16	-	-	-	-	-	-	-	-	4.16
Share based payments	-	-	-	2.94	-	-	-	-	-	-	2.94
Consolidation of ESOP Trust	-	-	-	-	-	(0.83)	-	-	-	-	(0.83)
Transfers to/(from) retained earnings	-	-	10.84	-	-	(10.84)	-	-	-	-	-
<b>Balance as at 31st March, 2019</b>	<b>516.12</b>	<b>2,384.96</b>	<b>166.67</b>	<b>15.90</b>	<b>213.95</b>	<b>3,813.32</b>	<b>1,417.52</b>	<b>-</b>	<b>-</b>	<b>(1.83)</b>	<b>8,526.61</b>

₹ Crore

### See accompanying notes to the standalone financial statements

In terms of our report attached  
**For Deloitte Haskins & Sells LLP**  
 Chartered Accountants

**Samir R. Shah**  
 Partner

Place : Mumbai  
 Date : May 16, 2019

### For and on behalf of Board of Directors

**Prashant Jain**  
 Jt. Managing Director & CEO  
 [DIN: 01281621]

**Monica Chopra**  
 Company Secretary

**Sajjan Jindal**  
 Chairman and Managing Director  
 [DIN: 00017762]

**Jyoti Kumar Agarwal**  
 Director Finance  
 [DIN:01911652]  
 Place : Mumbai  
 Date : May 16, 2019

## Statement of Cash Flows

For the year ended 31<sup>st</sup> March, 2019

₹ crore

Particulars	For the year ended 31 <sup>st</sup> March, 2019		For the year ended 31 <sup>st</sup> March, 2018
<b>A Cash Flow from Operating Activities</b>			
<b>Profit / (Loss) before Tax</b>		<b>390.28</b>	<b>(298.95)</b>
<b>Adjusted for:</b>			
Depreciation and amortisation expense	365.07		364.55
Interest income earned on financial assets that are not designated as at FVTPL	(232.43)		(332.92)
Interest income earned on other assets	(41.78)		(47.95)
Finance costs	411.79		476.21
Share based payments	2.94		2.26
Dividend income	(32.59)		(61.55)
Loss on sale / discard of property, plant and equipment	1.85		0.36
Allowance for doubtful loans / trade receivables / interest receivable	14.72		717.24
Contingent consideration / liabilities no longer payable written back	-		(175.30)
Impairment loss allowance for investment in subsidiaries and an associate	-		123.82
Unrealised foreign exchange (loss) / gain	(4.11)		0.03
		<b>485.46</b>	<b>1,066.75</b>
<b>Operating profit before working capital changes</b>		<b>875.74</b>	<b>767.80</b>
<b>Adjustment for movement in working capital :</b>			
(Increase) / Decrease in trade receivables	(66.18)		350.97
Decrease in inventories	101.50		56.50
Decrease in current and non current assets	28.82		78.19
Decrease in trade payables and other liabilities	(472.40)		(355.85)
		<b>(408.26)</b>	<b>129.81</b>
<b>Cash flow from operations</b>		<b>467.48</b>	<b>897.61</b>
Income Taxes Paid (net)		(71.84)	(51.37)
<b>Net Cash Generated from Operating Activities (A)</b>		<b>395.64</b>	<b>846.24</b>
<b>B Cash Flow from Investing Activities</b>			
Purchase of property, plant and equipment (including CWIP and capital advances)		(193.16)	(89.02)
Proceeds from sale of property, plant and equipment		0.59	2.02
Interest received		270.69	382.23
Dividend Income		32.59	45.79
Loans given		(2,730.89)	(1,760.55)
Loans repaid		2,588.66	1,267.30
Advance given		-	(130.90)
Advance repaid		50.00	122.77
Investment in equity share capital of subsidiaries		-	(0.02)
Redemption of investment in debentures of a subsidiary		415.50	100.00
Bank balances other than cash and cash equivalents		10.74	2.61
<b>Net Cash Generated from / (Used in) Investing Activities (B)</b>		<b>444.72</b>	<b>(57.77)</b>

## Statement of Cash Flows

For the year ended 31<sup>st</sup> March, 2019 (Continued)

₹ crore

Particulars	For the year ended 31 <sup>st</sup> March, 2019		For the year ended 31 <sup>st</sup> March, 2018
<b>C Cash Flow from Financing Activities</b>			
Proceed from transfer of treasury shares under ESOP plan		(0.01)	73.34
Proceed from issue of equity shares under ESOP Plan		5.15	-
Proceed from borrowings		200.00	2,061.34
Repayment of borrowings		(536.81)	(2,401.55)
Interest paid		(400.10)	(449.85)
Dividend paid (including corporate dividend tax)		-	(89.86)
<b>Net Cash Used in Financing Activities (C)</b>		<b>(731.77)</b>	<b>(806.58)</b>
<b>Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)</b>		<b>108.59</b>	<b>(18.11)</b>
<b>Cash and Cash Equivalents - at the Beginning of the Year</b>		<b>151.18</b>	<b>169.29</b>
<b>Cash and Cash Equivalents - at the end of the Year</b>		<b>259.77</b>	<b>151.18</b>
Less: Investment in liquid mutual funds (Refer note 6)		190.19	69.32
<b>Cash and cash equivalents (Refer note 13A)</b>		<b>69.58</b>	<b>81.86</b>

See accompanying notes to the standalone financial statements

Note :

- a) The statement of cash flows has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) statement of cash flows.
- b) Non cash transactions:
  - i) Out of loan advanced to a party, an amount of ₹ 226.11 crore has been adjusted during the year ended 31<sup>st</sup> March, 2018 towards the contingent consideration payable to the same party.
  - ii) For non-cash transactions relating to scheme of arrangement. (Refer note 32)

In terms of our report attached  
**For Deloitte Haskins & Sells LLP**  
 Chartered Accountants

For and on behalf of Board of Directors

**Samir R. Shah**  
 Partner

**Prashant Jain**  
 Jt. Managing Director & CEO  
 [DIN: 01281621]

**Sajjan Jindal**  
 Chairman and Managing Director  
 [DIN: 00017762]

**Monica Chopra**  
 Company Secretary

**Jyoti Kumar Agarwal**  
 Director Finance  
 [DIN:01911652]  
 Place : Mumbai  
 Date : May 16, 2019

Place : Mumbai  
 Date : May 16, 2019

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 1 - General information:

JSW Energy Limited ("the Company") is a public company incorporated on 10<sup>th</sup> March 1994 under the Companies Act, 1956 and listed on Bombay Stock Exchange and National Stock Exchange. The registered office of the Company is located at JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai, Maharashtra. The Company is primarily engaged in the business of generation of power with principal places located at Vijayanagar, Karnataka and Ratnagiri, Maharashtra.

#### Note No. 2 .1 Applicability of new and revised Ind AS: Initial application of an Ind AS

The Company applied Ind AS 115 'Revenue from Contracts with Customers' for the first time. Ind AS 115 supersedes Ind AS 11 'Construction Contracts' and Ind AS 18 'Revenue' and it applies, with limited exceptions, to all revenue arising from contracts with customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer. Ind AS 115 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. In addition, the standard requires extensive disclosures.

The Company adopted Ind AS 115 using the cumulative effect method on transition, applied to contracts that were not completed contracts as at 1<sup>st</sup> April, 2018. Therefore, the comparative information was not restated and continues to be reported under Ind AS 11 and Ind AS 18. There was no impact on transition on the opening balance sheet as at 1<sup>st</sup> April, 2018. The new standard has no material impact on the revenue recognized during the year.

#### New material accounting pronouncements, which are not yet effective

##### Ind AS 116 - Leases

Ind AS 116 Leases was notified on 30<sup>th</sup> March, 2019 by the Ministry of Corporate Affairs. It replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1<sup>st</sup> April, 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees - leases of 'low-value' assets and short-term leases (i.e. leases with a lease term of 12 months or less).

At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to

use the underlying asset during the lease term (i.e., the right to use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right to use asset. Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right to use asset.

The standard permits two possible methods of transition i.e. Full retrospective - Retrospectively to each prior period presented applying Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors and Modified retrospective - Retrospectively, with the cumulative effect of initially applying the Standard recognized at the date of initial application.

The Company is analysing the lease contracts and in the process of assessing the impact of this new standard on the Company's Standalone Financial Statements.

##### Ind AS 12 - Income taxes (amendments relating to income tax consequences of dividend and uncertainty over income tax treatments):

The amendment relating to income tax consequences of dividend clarify that an entity shall recognise the income tax consequences of dividends in statement of profit and loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. The Company does not expect any impact from this pronouncement.

##### Ind AS 109 - Financial instruments (amendments relating to prepayment features with negative compensation):

The amendments relate to the existing requirements in Ind AS 109 regarding termination rights in order to allow measurement at amortised cost (or, depending on the business model, at fair value through other comprehensive income) even in the case of negative compensation payments. The Company does not expect this amendment to have any impact on its Standalone Financial Statements.

##### Ind AS 19 - Employee benefits (amendments relating to plan amendment, curtailment or settlement):

The amendments clarify that if a plan amendment, curtailment or settlement occurs, it is mandatory that the current service cost and the net interest for the period after the re-measurement are determined using the assumptions used for the remeasurement. In addition, amendments have been included to clarify the effect of a plan amendment, curtailment or settlement on the requirements regarding the asset ceiling. The Company does not expect this amendment to have any significant impact on its Standalone Financial Statements.

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Ind AS 23 - Borrowing Costs

The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalisation rate on general borrowings. The Company does not expect any impact from this amendment.

#### Ind AS 28 - Investments in Associates and Joint Ventures

The amendments clarify that an entity applies Ind AS 109 Financial Instruments, to long-term interests in an associate or joint venture that form part of the net investment in the associate or joint venture but to which the equity method is not applied. The Company does not currently have any such long-term interests in associates and joint ventures.

#### Ind AS 103 - Business Combinations and Ind AS 111 - Joint Arrangements

The amendments to Ind AS 103 relating to re-measurement clarify that when an entity obtains control of a business that is a joint operation, it re-measures previously held interests in that business. The amendments to Ind AS 111 clarify that when an entity obtains joint control of a business that is a joint operation, the entity does not re-measure previously held interests in that business. The Company will apply the pronouncement if and when it obtains control / joint control of a business that is a joint operation

#### 2.2 Statement of compliance:

The Standalone Financial Statements of the Company which comprise the Balance Sheet as at 31<sup>st</sup> March, 2019, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended 31<sup>st</sup> March, 2019 and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Standalone Financial Statements") have been prepared in accordance with Indian Accounting Standards notified under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter ("Ind AS"), the provisions of the Companies Act, 2013 ("the Act") (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Standalone Financial Statements have been approved by the Board of Directors in its meeting held on 16<sup>th</sup> May, 2019.

#### 2.3 Basis of preparation and presentation

The Standalone Financial Statements are prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies given below. Presentation requirements of Division II of Schedule III to the Companies Act, 2013, as applicable to the Standalone Financial Statements have been followed. The Standalone Financial Statements are presented in Indian

Rupees ('INR') and all values are rounded to the nearest crore, except otherwise indicated.

#### 2.4 Significant accounting policies:

##### I. Revenue recognition:

Revenue from contracts with customers is recognised when control of the goods (power) or services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for transferring promised goods or services having regard to the terms of the Power Purchase Agreements, relevant tariff regulations and the tariff orders by the regulator, as applicable, and contracts for services.

If the consideration in a contract includes a variable amount, the Group estimates the amount of consideration to which it will be entitled in exchange for transferring the goods or services to the customer. The variable consideration is estimated having regard to various relevant factors including historical trend and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

Delayed payment charges and compensation towards shortfall in offtake are recognised when there is reasonable certainty to expect ultimate collection.

##### II. Leases :

###### Arrangements in the nature of lease:

An arrangement comprising a transaction or series of related transactions that does not take the legal form of a lease but conveys the right to use the asset in return for a payment or series of payments is evaluated at its inception to assess whether fulfilment of the arrangement is dependent on the use of a specific asset or assets and whether it also conveys the right to use such asset or assets. In case of the arrangement which is identified to be in the nature of lease, the payments and other consideration under the arrangement are separated at the inception of the arrangement into those for lease and those for other elements. Contingent rentals are recognised as expenses or income in the periods in which they are incurred or earned.

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

###### The Company as lessor:

Amount due from the lessees under finance leases are recognised as receivables at the amount of

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

the Company's net investment in the leases. Lease receipts are apportioned between finance income and reduction of the revenue so as to achieve a constant rate of interest on the remaining balance of the finance lease receivable. Finance lease income is allocated to the accounting periods so as to reflect a constant periodic rate of return on the Company's net investment outstanding in respect of the leases.

#### The Company as lessee:

Assets held under finance leases are initially recognised as assets of the Company at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments (discounted at the interest rate implicit in the lease or at the entity's incremental borrowing rate). The corresponding liability to the lessor is included in the standalone balance sheet as a finance lease obligation.

Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in statement of profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Company's general policy on borrowing costs. Contingent rentals are recognised as expenses in the periods in which they are incurred.

#### III. Foreign currencies

The Company's Standalone Financial Statements are presented in Indian Rupee.

The transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in statement of profit and loss in the period in which they arise except for:

- exchange differences on transactions entered into in order to hedge certain foreign currency risks (see below the policy on hedge accounting in 2.4 (XV) (f); and
- exchange difference arising on settlement / restatement of long-term foreign currency monetary

items recognized in the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2016 prepared under previous GAAP, are capitalized as a part of the depreciable fixed assets to which the monetary item relates and depreciated over the remaining useful life of such assets. If such monetary items do not relate to acquisition of depreciable fixed assets, the exchange difference is amortised over the maturity period / upto the date of settlement of such monetary item, whichever is earlier and charged to the statement of profit and loss. The un-amortised exchange difference is carried under other equity as "Foreign Currency Monetary Item Translation Difference Account" net of tax effect thereon, where applicable.

#### IV. Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in statement of profit and loss in the period in which they are incurred.

The Company determines the amount of borrowing costs eligible for capitalisation as the actual borrowing costs incurred on that borrowing during the period less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the Company borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalisation are determined by applying a capitalisation rate to the expenditure on that asset.

The Company suspends capitalisation of borrowing costs during extended periods in which it suspends active development of a qualifying asset.

#### V. Employee benefits:

##### a) Short term employee benefits:

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

##### b) Long term employee benefits:

Compensated absences which are not expected to be availed or encashed within twelve months after the end of the period in which the employee renders

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

the related service are recognised as a liability as at the Balance Sheet date on the basis of actuarial valuation using projected unit credit method.

**c) Retirement benefit costs and termination benefits:**

***Defined contribution plans:***

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

***Defined benefit plans:***

For defined benefit retirement benefits plans, the cost of providing benefits is determined using the projected unit credit method, and spread over the period during which the benefit is expected to be derived from employees' services. Re-measurement of defined benefit plans in respect of post-employment and other long term benefits are charged to the Other Comprehensive Income. Actuarial valuations being carried out at the end of each annual reporting period for defined benefit plans.

The Company pays gratuity to the employees whoever has completed five years of service with the Company at the time of resignation/superannuation. The gratuity is paid @ 15 days salary for the every completed year of service as per the Payment of Gratuity Act, 1972.

The Company makes monthly contributions to provident fund managed by trust for qualifying employees. Under the scheme, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits, and the Company is obliged to meet interest shortfall, if any.

**d) Share-based payment arrangements:**

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in statement of profit and loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

The Company has created an Employee Welfare Trust for providing share-based payment to its employees. The Company uses the Trust as a vehicle for distributing shares to employees under the employee remuneration schemes. The Trust buys shares of the Parent Company from the market, for giving shares to employees. The Company treats Trust as its extension and shares held by the Trust are treated as treasury shares.

**VI. Taxation:**

Income tax expense represents the sum of the tax currently payable and deferred tax.

**Current tax:**

Current tax is the amount of tax payable based on the taxable profit for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961. Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance Sheet date.

**Deferred tax:**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Standalone Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

A deferred tax asset arising from unused tax losses or tax credits is recognised only to the extent that the Company has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which the unused tax losses or unused tax credits can be utilised by the Company.

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

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

For operations carried out under tax holiday period (80IA benefits of Income Tax Act, 1961), deferred tax assets or liabilities, if any, have been established for the tax consequences of those temporary differences between the carrying values of assets and liabilities and their respective tax bases that reverse after the tax holiday ends.

Current and deferred tax are recognised in statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

#### VII. Property, plant and equipment:

The cost of property, plant and equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, including relevant borrowing costs for qualifying assets and any expected costs of decommissioning.

Cost of major inspection/overhauling is recognised in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied. Any remaining carrying amount of the cost of the previous inspection/overhauling (as distinct from physical parts) is de-recognised.

Properties in the course of construction are carried at cost, less any recognised impairment loss, as capital work-in-progress. Upon completion, such properties are transferred to the appropriate categories of property, plant and equipment and the depreciation commences.

Where an obligation (legal or constructive) exists to dismantle or remove an asset or restore a site to its

former condition at the end of its useful life, the present value of the estimated cost of dismantling, removing or restoring the site is capitalized along with the cost of acquisition or construction upon completion and a corresponding liability is recognized.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the statement of profit and loss.

#### VIII. Other intangible assets:

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Intangible assets with indefinite useful lives are carried at cost less accumulated impairment losses.

An intangible asset is derecognised on disposal, or when no further economic benefits are expected from use or disposal. Gain/loss on de-recognition are recognised in statement of profit and loss.

#### IX. Depreciation and amortisation:

Depreciation commences when the assets are ready for their intended use. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation is recognized so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using straight-line method as per the useful lives and residual value prescribed in Schedule II to the Act except in case of the following class of assets wherein useful lives are determined based on technical assessment made by a technical expert engaged by the management taking into account the nature of assets, the estimated usage of assets, the operating conditions of the assets, anticipated technological changes, in order to reflect the actual usage.

Estimated useful lives of the assets are as follows:

Class of Property, plant and equipment	Useful life in Years
Buildings	12 - 35
Plant and equipment	12 - 35
Furniture and fixtures	10
Vehicles	10
Office equipment	5

During the year ended 31<sup>st</sup> March, 2018, the Company has reassessed the balance useful lives, residual

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

values and the manner in which the economic benefit is being derived from property, plant and equipment. Refer Note 24.

When significant parts of property, plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives.

Freehold land is not depreciated. Leasehold land is amortized over the period of the lease, except where Leasehold land is acquired by the Company, with an option in the lease deed, entitling the Company to purchase on outright basis after a certain period at no additional cost is not amortized.

Major overhaul costs are depreciated over the estimated life of the economic benefit derived from the overhaul. The carrying amount of the remaining previous overhaul cost is charged to the statement of profit and loss if the next overhaul is undertaken earlier than the previously estimated life of the economic benefit.

Computer software is amortised over an estimated useful life of 3 years.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

#### X. Impairment of tangible and intangible assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value 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 the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in 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.

#### XI. Inventories:

Inventories are stated at the lower of weighted average cost or net realisable value. Costs of inventories are determined on weighted average basis.

Cost of inventories includes cost of purchase price, cost of conversion and other cost incurred in bringing the inventories to their present location and condition.

Net realisable value represents the estimated selling price for inventories less all estimated cost of completion and costs necessary to make the sale.

#### XII. Earnings per share:

Basic earnings per share is computed by dividing the profit / (loss) for the year by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for treasury shares, bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares). Diluted earnings per share is computed by dividing the profit / (loss) for the year as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date.

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### XIII. Provisions , contingencies and commitments:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, and it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

A disclosure for contingent liabilities is made where there is :

- (a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or
- (b) a present obligation that arises from past events but is not recognized because:
  - (i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
  - (ii) the amount of the obligation cannot be measured with sufficient reliability.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each reporting period.

Provisions for onerous contracts are recognized when the expected benefits to be derived by

the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract.

#### XIV. Financial guarantee contracts:

The Company on a case to case basis elects to account for financial guarantee contracts as a financial instrument or as an insurance contract, as specified in Ind AS 109 on Financial Instruments and Ind AS 104 on Insurance Contracts. At the end of each reporting period the Company performs a liability adequacy test, (i.e. it assesses the likelihood of a pay-out based on current undiscounted estimates of future cash flows), and any deficiency is recognized in statement of profit and loss.

#### XV. Financial instruments:

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

##### (a) Investment in subsidiaries, associate and joint venture:

The Company has accounted for its investments in subsidiaries, associate and joint venture at cost.

##### (b) Financial assets:

###### (i) Initial recognition and measurement:

All financial assets are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition of financial assets, which are not at fair value through profit and loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

###### (ii) Subsequent measurement:

Financial assets carried at amortised cost - A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVTOCI) - A financial asset is measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

Financial assets at fair value through profit and loss (FVTPL) - A financial asset which is not classified in any of the above categories are fair valued through profit and loss.

Financial assets, other than equity instruments, are subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit and loss on the basis of both:

- (a) the entity's business model for managing the financial assets and
- (b) the contractual cash flow characteristics of the financial asset.

#### Equity Investments:

All equity investments are measured at fair value, with value changes recognised in statement of profit and loss, except for those equity investments for which the Company has elected to present the value changes in 'Other Comprehensive Income'.

#### (iii) Impairment:

The Company recognises a loss allowance for Expected Credit Losses (ECL) on financial assets that are measured at amortised cost and at FVTOCI. The credit loss is difference between all contractual cash flows that are due to an entity 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 effective interest rate. This is assessed on an individual or collective basis after considering all reasonable and supportable information including that which is forward-looking.

The Company's trade receivables or contract revenue receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall, being simplified approach for recognition of impairment loss allowance.

Under simplified approach, the Company does not track changes in credit risk. Rather it recognizes impairment loss allowance based on the lifetime ECL at each reporting date right from its initial recognition. The Company uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables.

The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical

observed default rates are updated and changes in the forward-looking estimates are analysed.

For financial assets other than trade receivables, the Company recognises 12-month expected credit losses for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The expected credit losses are measured as lifetime expected credit losses if the credit risk on financial asset increases significantly since its initial recognition. If, in a subsequent period, credit quality of the instrument improves such that there is no longer significant increase in credit risks since initial recognition, then the Company reverts to recognizing impairment loss allowance based on 12 months ECL.

The impairment losses and reversals are recognised in statement of profit and loss. For equity instruments and financial assets measured at FVTPL, there is no requirement for impairment testing.

#### (iv) Derecognition:

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in statement of profit and loss if such gain or loss would have otherwise been recognised in statement of profit and loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in statement of profit and loss if such gain or loss would have otherwise been recognised in statement of profit and loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

#### Dividend and interest income:

Dividend income from investments is recognised when the shareholder's right to receive payment has been established. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

#### (c) Financial liabilities and equity instruments:

##### (i) Classification as debt or equity:

Debt and equity instruments issued by a Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

##### (ii) Equity instruments:

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

Repurchase of the Parent Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in statement of profit and loss on the purchase, sale, issue or cancellation of the Parent Company's own equity instruments.

##### (iii) Initial recognition and measurement:

All financial liabilities are recognized initially at fair value and in case of loans net of directly

attributable cost. Fees of recurring nature are directly recognised in statement of profit and loss as finance cost.

##### (iv) Subsequent measurement:

Financial liabilities are carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

##### (v) Derecognition:

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in statement of profit and loss.

#### Derivative financial instruments:

The Company uses derivative financial instruments, such as forward foreign exchange contracts, to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value, with changes in fair value recognised in statement of profit and loss.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in statement of profit and loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in statement of profit and loss depends on the nature of the hedging relationship and the nature of the hedged item.

##### (d) 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 offset the recognised amounts and there is an

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**(e) 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:

- i) In the principal market for the asset or liability, or
- ii) 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 takes into account 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 the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

**(f) Hedge accounting:**

The Company designates certain hedging instruments, which include derivatives in respect of foreign currency, as either cash flow hedge or fair value hedge. Hedges of foreign currency risk on firm commitments are accounted for as cash flow hedges.

At the inception of the hedge relationship, the Company documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Company documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to hedged risk.

**(i) Fair value hedges:**

Changes in fair value of the designated portion of derivatives that qualify as fair value hedges are recognized in statement of profit and loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk. The change in the fair value of the designated portion of hedging instrument and the change in the hedged item attributable to hedged risk are recognized in statement of profit and loss in the line item relating to the hedged item.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. The fair value adjustment to the carrying amount of the hedged item arising from the hedged risk is amortised to profit and loss from that date.

**(ii) Cash flow hedges:**

The effective portion of changes in fair value of derivatives that are designated and qualify as cash flow hedges is recognized in other comprehensive income and accumulated under the heading of cash flow hedging reserve. The gain or loss relating to the ineffective portion is recognised immediately in statement of profit and loss.

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

Amounts previously recognised in other comprehensive income and accumulated in equity relating to effective portion as described above are reclassified to statement of profit and loss in the periods when the hedged item affects profit and loss, in the same line as the recognised hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains or losses are transferred from equity (but not as a reclassification adjustment) and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in other comprehensive income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in statement of profit and loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in statement of profit and loss.

### 3 Key sources of estimation uncertainty and critical accounting judgements

The preparation of Standalone Financial Statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities and disclosures of contingent assets and liabilities at the date of these Standalone Financial Statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

#### A) Key sources of estimation uncertainty

##### i) Useful lives of property, plant and equipment

Management reviews the useful lives of property, plant and equipment at least once a year. Such lives are dependent upon an assessment of both the technical lives of the assets and also their likely economic lives based on various internal and external factors including relative efficiency, the estimated usage of the asset, the operating condition of the asset, anticipated technological changes, historical trend of plant load factor, historical planned and scheduled maintenance etc. It is possible that the estimates made based

on existing experience are different to the actual outcomes within the next financial periods and could cause a material adjustment to the carrying amount of property, plant and equipment.

##### ii) Provisions and contingent liabilities

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognised. Potential liabilities that are remote are neither recognized nor disclosed as contingent liability. The management decides whether the matters needs to be classified as 'remote,' 'possible' or 'probable' based on expert advice, past judgements, terms of the contract, regulatory provisions etc.

##### iii) Fair value measurements

When the fair values of financial assets or financial liabilities recorded or disclosed in the Standalone Financial Statements cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgements include consideration of inputs such as liquidity risk, credit risk and volatility.

##### iv) Income Taxes:

Significant judgements are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions. In assessing the realizability of deferred tax assets arising from unused tax credits, the management considers convincing evidence about availability of sufficient taxable income against which such unused tax credits can be utilized. The amount of the deferred income tax assets considered realizable, however, could be reduced if estimates of future taxable income during the carry forward period are reduced.

##### v) Contingent consideration:

Contingent consideration is recognised based on the Management's best estimates about fructification of certain future events (e.g. approval of plant project cost by the regulator and timing thereof, recoverability of dues from government authorities/customers, etc.) pertaining to past acquisition of Hydro Power business. The amount of contingent consideration may vary in future

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

depending on outcome of uncertain events and timing thereof.

**vi) Defined benefit plans:**

The present value of defined benefit obligations are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual development in the future. These include the determination of the discount rate, future salary escalations and mortality rates etc. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

**vii) Impairment of investment:**

Determining whether impairment in the value of investment in JSW Hydro Energy Limited (formerly known as Himachal Baspa Power Company Limited) requires an estimation of the value in use of its underlying business. In considering the value in use, the Management has made assumption relating to plant availability, plant load factor, useful life of the assets, additional capacity and capital cost approval from the regulators, input cost escalations, operational margins etc. for arriving at the future cash flows expected to arise from the cash-generating units, and discount rates in order to calculate the present value of such cash flows. Any subsequent changes to the cash flows due to changes in the above mentioned factors could impact the carrying value of the investment.

**viii) Loss allowance assessment for a loan/guarantee given to subsidiary and a related party:**

- a) Assessment for loss allowance for a loan given to subsidiary involves assumptions relating to the valuation of its underlying business. In considering the value in use, the Management has made assumption relating to timing of resumption of commercial operations of mining operations, mineable reserves / resources, annual production, yield, future prices of coal, renewal of mining licenses, operational margins, and discount rate. Any subsequent changes in the assumptions could materially impact the carrying value of the assets.
- b) Recoverability of loans given to and non-devolvement of financial guarantee given on behalf of, a related party serving as a mine development operator for lignite mine of a joint venture entity is assessed on the basis of its net worth as on 31<sup>st</sup> March, 2019 and projected cash flows considering it will continue as

the operator having regard to the process for selection of mine development operator being carried out through fresh competitive bidding based on the regulator's direction and the right to nominate such mine development operator is being contested by a subsidiary.

**ix) Expected credit loss:**

The policy for expected credit loss allowances for bad and doubtful debts of the Company is based on the evaluation of collectability and the management's judgement. A considerable amount of judgement is required in assessing the ultimate realization of the loans, the past collection history of each party and ongoing dealings with these parties.

**x) Onerous contract:**

While ascertaining the unavoidable costs of meeting the obligations under a power purchase contract, the Company has exercised its significant judgement in terms of anticipating the future coal prices, plant load factor, component of unavoidable cost and its escalations to conclude that economic benefits expected to receive under the said contract exceeds the unavoidable cost of fulfilling such contract.

**B) Critical accounting judgements in applying accounting policy**

**i) Evaluation of "Lease arrangements" to determine whether it contains lease arrangements:**

In respect of Company's power plant unit at Ratnagiri, Maharashtra, while assessing the applicability of the principles relating to arrangements in the nature of lease prescribed under Appendix C to Ind AS 17, the management has exercised judgements in evaluating the customer's right to use the underlying asset, pricing terms of the arrangement to reach a conclusion that the arrangement for supply of power through aforesaid power plant unit is in the nature of lease.

**ii) Revenue recognition:**

Significant judgements are involved in determination of tariff entitlement as per relevant contractual terms/governing tariff regulations due to ongoing disputes with customers. The final outcome of such disputes may have impact on the revenue recognised by the Company.

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 4A - Property, plant and equipment

Particulars	₹ crore								Total
	Land - freehold <sup>a</sup>	Land - leasehold <sup>h</sup>	Buildings <sup>c</sup>	Plant and equipment <sup>b,d,e,f</sup>	Office equipment and fixtures	Furniture and fixtures	Vehicles	Leasehold improvements	
<b>At cost / deemed cost</b>									
<b>I. Gross carrying value</b>									
Balance as at 1 <sup>st</sup> April, 2017	109.48	14.32	918.05	4,736.60	42.50	60.25	13.16	0.01	5,894.37
Additions	2.50	-	11.42	270.18	0.77	0.34	3.01	-	288.22
Disposals / discard	-	-	(1.24)	-	(0.02)	(0.04)	(2.48)	-	(3.78)
<b>Balance as at 31<sup>st</sup> March, 2018</b>	<b>111.98</b>	<b>14.32</b>	<b>928.23</b>	<b>5,006.78</b>	<b>43.25</b>	<b>60.55</b>	<b>13.69</b>	<b>0.01</b>	<b>6,178.81</b>
Additions	-	-	1.04	119.59	1.09	0.32	1.34	-	123.38
Disposals / discard	-	(14.32)	(0.06)	(5.28)	(0.80)	(0.22)	(1.21)	-	(21.89)
<b>Balance as at 31<sup>st</sup> March, 2019</b>	<b>111.98</b>	<b>-</b>	<b>929.21</b>	<b>5,121.09</b>	<b>43.54</b>	<b>60.65</b>	<b>13.82</b>	<b>0.01</b>	<b>6,280.30</b>
<b>II. Accumulated depreciation and impairment</b>									
Balance as at 1 <sup>st</sup> April, 2017	-	-	63.64	628.78	6.02	7.75	1.92	-	708.11
Depreciation expense for the year	-	-	32.03	303.74	16.04	7.56	2.56	-	361.93
Eliminated on disposal / discard	-	-	-	-	(0.01)	(0.02)	(1.35)	-	(1.38)
<b>Balance as at 31<sup>st</sup> March, 2018</b>	<b>-</b>	<b>-</b>	<b>95.67</b>	<b>932.52</b>	<b>22.05</b>	<b>15.29</b>	<b>3.13</b>	<b>-</b>	<b>1,068.66</b>
Depreciation expense for the year	-	-	31.30	315.46	8.64	6.97	1.89	-	364.26
Eliminated on disposal / discard	-	-	(0.02)	(2.58)	(0.77)	(0.19)	(1.13)	-	(4.69)
<b>Balance as at 31<sup>st</sup> March, 2019</b>	<b>-</b>	<b>-</b>	<b>126.95</b>	<b>1,245.40</b>	<b>29.92</b>	<b>22.07</b>	<b>3.89</b>	<b>-</b>	<b>1,428.23</b>
<b>III. Net carrying value as at 31<sup>st</sup> March, 2018</b>	<b>111.98</b>	<b>14.32</b>	<b>832.56</b>	<b>4,074.26</b>	<b>21.20</b>	<b>45.26</b>	<b>10.56</b>	<b>0.01</b>	<b>5,110.15</b>
<b>IV. Net carrying value as at 31<sup>st</sup> March, 2019</b>	<b>111.98</b>	<b>-</b>	<b>802.26</b>	<b>3,875.69</b>	<b>13.62</b>	<b>38.58</b>	<b>9.93</b>	<b>0.01</b>	<b>4,852.07</b>

- a) The Company has leased certain land admeasuring to 122.86 acres (As at 31<sup>st</sup> March, 2018 : 122.86 acres) with carrying value aggregating to ₹ 7.08 crore (As at 31<sup>st</sup> March, 2018 : ₹ 7.08 crore) to certain related parties for a period ranging from 25 to 99 years.
- b) Includes net carrying value ₹ 100 (As at 31<sup>st</sup> March, 2018 : ₹ 100) towards Company's share of water supply system constructed on land not owned by the Company. The same is jointly owned (50%) with a related party.
- c) Includes net carrying value ₹ 446.74 crore (As at 31<sup>st</sup> March, 2018 : ₹ 463.59 crore) being cost of office premises located at Mumbai, jointly owned (50%) with a related party.
- d) Includes net carrying value ₹ 221.28 crore (As at 31<sup>st</sup> March, 2018 : ₹ 227.41) being cost of pooling station and transmission line constructed on land not owned by the Company.
- e) Additions include borrowing cost of ₹ Nil (for the year ended 31<sup>st</sup> March, 2018 : ₹ 15.28 crore), capitalised during the year. The average rate of interest on such borrowing is 9.75% per annum.
- f) For effect of change in estimates of lives of property, plant and equipment (Refer note 24)
- g) Refer Note 15 for the details in respect of certain property, plant and equipment hypothecated/mortgaged as security against borrowings.
- h) Reclassified to prepayments upon lapse of the option to purchase the leasehold land on an outright basis after 10 years from the date of the lease deed (refer note 10)

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 4B - Capital work in progress :

Capital work in progress and pre operative expenditure during construction period (pending allocation) relating to property, plant and equipment

	₹ crore
<b>At cost / deemed cost</b>	
Balance as at 31 <sup>st</sup> March, 2019	376.78
Balance as at 31 <sup>st</sup> March, 2018	260.55

Footnotes:

- 1) Includes ₹ 237.77 crore (As at 31<sup>st</sup> March, 2018 : ₹ 237.77 crore) expenses incurred for Kutehr hydro project.(Refer note 35)
- 2) Amount transferred to property, plant and equipment during the year ₹ 123.38 crore (for the year ended 31<sup>st</sup> March, 2018 : ₹ 288.22 crore)
- 3) Refer Note 15 for the details in respect of certain capital work in progress hypothecated/mortgaged as security against borrowings.

#### Note No. 5 - Intangible assets

	₹ crore
<b>Particulars</b>	<b>Computer software</b>
<b>At cost / deemed cost</b>	
<b>I. Gross carrying value</b>	
Balance as at 1 <sup>st</sup> April, 2017	10.43
Additions	0.01
<b>Balance as at 31<sup>st</sup> March, 2018</b>	<b>10.44</b>
Additions	0.42
<b>Balance as at 31<sup>st</sup> March, 2019</b>	<b>10.86</b>
<b>II. Accumulated amortisation and impairment</b>	
Balance as at 1 <sup>st</sup> April, 2017	6.83
Amortisation expense for the year	2.62
<b>Balance as at 31<sup>st</sup> March, 2018</b>	<b>9.45</b>
Amortisation expense for the year	0.81
<b>Balance as at 31<sup>st</sup> March, 2019</b>	<b>10.26</b>
<b>III. Net carrying value as at 31<sup>st</sup> March, 2018</b>	<b>0.99</b>
<b>IV. Net carrying value as at 31<sup>st</sup> March, 2019</b>	<b>0.60</b>

Refer Note 15 for the details in respect of certain intangible assets hypothecated/mortgaged as security against borrowings.

#### Note No. 6 - Investments

Particulars	₹ crore					
	As at 31 <sup>st</sup> March, 2019			As at 31 <sup>st</sup> March, 2018		
	No. of shares / units	Current	Non current	No. of shares / units	Current	Non current
<b>A. Unquoted Investments</b>						
<b>I. Investment at cost / deemed cost</b>						
<b>a) Investments in equity instruments</b>						
<i>Investment in subsidiary companies</i>						
i) JSW Energy (Barmer) Limited (Formerly known as Raj WestPower Limited) (Equity Share of ₹ 10 each fully paid up) {of which 51,78,15,000 (As at 31 <sup>st</sup> March, 2018 : 51,78,15,000) shares pledged as security in favour of banks and financial institutions for loans granted to JSW Energy (Barmer) Limited} [Refer note 28(A)(3)(a)]	1,726,050,000	-	1726.05	1,726,050,000	-	1726.05
ii) Jaigad PowerTransco Limited (Equity Share of ₹ 10 each fully paid up)	101,750,000	-	101.75	101,750,000	-	101.75
iii) JSW Energy (Raigarh) Limited (Equity Share of ₹ 10 each fully paid up)	113,832,300	-	113.83	113,832,300	-	113.83
iv) JSW Power Trading Company Limited (Formerly know as JSW Green Energy Limited) (Equity Share of ₹ 10 each fully paid up) (Refer note 32)	70,050,000	-	70.05	70,050,000	-	70.05

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore

Particulars	As at 31 <sup>st</sup> March, 2019			As at 31 <sup>st</sup> March, 2018		
	No. of shares / units	Current	Non current	No. of shares / units	Current	Non current
v) JSW Energy Minerals Mauritius Limited @ (Equity Share of USD 10 each fully paid up)	-	-	-	905,300	-	42.11
vi) JSW Energy (Kutehr) Limited (Equity Share of ₹ 10 each fully paid up) (Refer note 35)	29,015,000	-	29.02	29,015,000	-	29.02
vii) JSW Hydro Energy Limited (Formerly know as Himachal Baspa Power Company Limited) (Equity Share of ₹ 10 each fully paid up)	1,250,050,000	-	2046.01	1,250,050,000	-	2046.01
viii) JSW Solar Limited (Equity Share of ₹ 10 each fully paid up)	10,000	-	0.01	10,000	-	0.01
ix) JSW Electric Vehicles Private Limited (Equity Share of ₹ 10 each fully paid up)	10,000	-	0.01	10,000	-	0.01
x) JSW Energy Natural Resources Mauritius Limited (Equity Share of USD 10 each fully paid up)	600,000	-	*	-	-	-
<i>Investment in an associate company</i>						
i) Toshiba JSW Power Systems Private Limited (Equity Share of ₹ 10 each fully paid up)	99,877,405	-	100.23	99,877,405	-	100.23
<b>II. Investments at amortised cost</b>						
<b>a) Investments in debentures</b>						
<i>Investment in subsidiary</i>						
i) JSW Hydro Energy Limited (Formerly know as Himachal Baspa Power Company Limited) (13% Unsecured Redeemable Non-Convertible Debenture of ₹ 100 each fully paid up) [Refer foot note 1(c)]	38,450,000	-	384.50	80,000,000	-	800.00
<b>b) Investments in Government security</b>						
i) 6-Year National Savings Certificate (Pledged with Commercial Tax Department)	-	-	*	-	-	*
<b>III. Investments at fair value through profit or loss</b>						
<b>a) Investment in other equity shares</b>						
i) Power Exchange India Limited (Equity Shares of ₹ 10 each fully paid up)	1,250,000	-	1.25	1,250,000	-	1.25
ii) MJSJ Coal Limited (Equity Share of ₹ 10 each fully paid up)	10,461,000	-	6.52	10,461,000	-	6.52
<b>b) Investments in preference shares</b>						
<i>Investment in subsidiary companies</i>						
i) JSW Power Trading Company Limited (10% Redeemable Non Cumulative Preference Shares of ₹ 10 each fully paid up) (Refer note 32) [Refer foot note 1(a)]	13,200,000	-	2.24	13,200,000	-	2.59
<i>Investment in other entities</i>						
i) JSW Realty & Infrastructure Private Limited (Preference Shares of ₹ 100 each fully paid up) [Refer foot note 1(b)]	503,000	-	2.29	503,000	-	2.05
<b>c) Investments in mutual funds</b>						
1) Birla Sun Life Mutual Fund Birla Sunlife Cash Plus Growth	970,931	29.03	-	-	-	-
2) Reliance Mutual Fund Reliance Liquid Fund TP IP Growth	-	-	-	164,188	69.32	-
3) Franklin India Mutual Fund Franklin India TMA Growth	64,636	18.02	-	-	-	-
4) HDFC Mutual Fund HDFC Mutual Fund Growth	259,801	95.10	-	-	-	-

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

Particulars	As at 31 <sup>st</sup> March, 2019			As at 31 <sup>st</sup> March, 2018		
	No. of shares / units	Current Non current		No. of shares / units	Current Non current	
		Current	Non current		Current	Non current
5) Kotak Mutual Fund Kotak Liquid Fund	127,335	48.04	-	-	-	-
<b>B. Quoted Investments</b>						
<b>I. Investments at fair value through other comprehensive income</b>						
a) <b>Investments in equity instruments</b>						
i) JSW Steel Limited (Refer note 32) (Equity Shares of ₹ 1 each fully paid up) {of which 89,60,000 (As at 31 <sup>st</sup> March, 2018: 89,60,000) shares pledged as security in favour of a bank for loan granted to Company} (Refer note 15)	70,038,350	-	2,052.46	70,038,350	-	2,018.15
<b>Total</b>		<b>190.19</b>	<b>6,636.22</b>		<b>69.32</b>	<b>7,059.63</b>
Less: Aggregate amount of allowance for impairment in the value of investments		-	123.82		-	165.92
<b>Total investments at carrying value</b>		<b>190.19</b>	<b>6,512.40</b>		<b>69.32</b>	<b>6,893.71</b>

\* Less than ₹ 50,000

@ Dissolved with effect from 18<sup>th</sup> June, 2018

#### Quoted investments

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Aggregate book value	2052.46	2,018.15
Aggregate market value	2052.46	2,018.15

#### Unquoted investments

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Aggregate carrying value	4,650.13	4,944.88

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Investment at cost	4,447.64	4,863.15
Investment at fair value through other comprehensive income	2,052.46	2,018.15
Investment at fair value through profit or loss	202.49	81.73

#### Allowance for impairment in value of Investments

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
JSW Energy Mineral Mauritius Limited @	-	42.11
JSW Electric Vehicles Private Limited	0.01	-
JSW Energy (Raigarh) Limited	23.58	23.58
Toshiba JSW Power Systems Private Limited	100.23	100.23
	<b>123.82</b>	<b>165.92</b>

#### Footnotes:

1. Terms of preference shares and debentures are as follows:

- 10% Redeemable Non Cumulative Preference Shares of ₹ 10 each fully paid up invested in JSW Power Trading Company Limited are redeemable on 30<sup>th</sup> April, 2038
- 10% Redeemable Non Cumulative Preference Shares of ₹ 10 each fully paid up invested in JSW Realty & Infrastructure Private Limited are redeemable after 15<sup>th</sup> year from the date of allotment in 5 annual installments.
- 13% Unsecured Redeemable Non-Convertible Debenture of ₹ 100 each fully paid up invested in JSW Hydro Energy Limited are redeemable at par ₹ 144.50 crore on 1<sup>st</sup> September, 2025 and ₹ 240.00 crore on 21<sup>st</sup> July, 2026 and interest payable annually due on 31<sup>st</sup> March.

2. Refer note 15 for current investments hypothecated as security against borrowings.

@ Dissolved with effect from 18<sup>th</sup> June, 2018

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 7 - Loans

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non current	Current	Non current
	₹ crore			
<b>(1) Unsecured, considered good</b>				
(i) Loans to subsidiaries (Refer note 40)	4.08	728.18	4.08	730.64
(ii) Loans to related parties (Refer note 40))	0.84	152.94	0.75	3.77
(iii) Loans to others	177.59	-	177.59	-
	<b>182.51</b>	<b>881.12</b>	<b>182.42</b>	<b>734.41</b>
<b>(2) Unsecured, credit impaired</b>				
(i) Loans to subsidiaries (Refer note 40)	-	163.37	-	181.11
Less : Loss allowance for doubtful loans	-	163.37	-	181.11
	-	-	-	-
(ii) Loans to others	574.19	-	574.19	-
Less : Loss allowance for doubtful loans	574.19	-	574.19	-
	-	-	-	-
	<b>182.51</b>	<b>881.12</b>	<b>182.42</b>	<b>734.41</b>

Name of parties	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non current	Current	Non current
₹ crore				
<b>1) Subsidiaries</b>				
a) JSW Energy (Barmer) Limited	-	567.64	-	567.64
		(743.53)		(567.64)
b) JSW Energy Mineral Mauritius Limited #	-	-	-	343.76
		(344.07)		(344.07)
c) JSW Power Trading Company Limited	4.08	-	4.08	-
	(4.08)	-	(4.08)	-
d) JSW Energy (Raigarh) Limited	-	0.60	-	0.35
		(0.60)		(0.35)
e) JSW Solar Limited	-	-	-	-
		(12.13)		-
f) JSW Electric Vehicles Private Limited	-	0.17	-	-
		(0.17)		-
g) JSW Energy (Kutehr) Limited	-	0.80	-	-
		(0.80)		-
h) JSW Energy Natural Resources Mauritius Limited	-	322.34	-	-
		(344.81)		-
<b>2) Related parties</b>				
a) South West Mining Limited	-	150.00	-	-
		(150.00)		(275.57)
b) JSW Global Business Solutions Limited	0.84	2.93	0.75	3.77
	(0.84)	(3.96)	(0.75)	(4.85)

(Figures in brackets relate to maximum amount outstanding during the year)

All the above loans have been given for business purpose only.

#### Investment by JSW Energy Natural Resources Mauritius Limited in subsidiaries:

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	No of Shares	No of Shares	No of Shares	No of Shares
	₹ crore			
a) JSW Energy Natural Resources Mauritius Limited #	-	-	-	600,000
b) JSW Energy Natural Resources South Africa (Pty) Limited	43,500,100	-	-	-

# Dissolved with effect from 18th June, 2018

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Movement in loss allowance - loans

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Opening loss allowance	755.30	44.78
Loss allowance reversed during the year	(181.11)	-
Loss allowance during the year	163.37	710.52
Closing loss allowance	737.56	755.30

#### Note No. 8 - Other financial assets

Particulars	₹ crore			
	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non current	Current	Non current
Unsecured, considered good				
(1) Finance lease receivable (Refer note 30)	37.19	906.18	47.42	934.34
(2) Security deposits				
(i) Government/Semi-Government authorities	0.01	-	0.05	-
(ii) Related parties (Refer note 40)	8.02	32.62	19.85	29.87
(iii) Others	30.05	0.46	30.02	0.34
(3) Interest receivables				
(i) Interest accrued on loans to related parties (Refer note 40)	3.08	-	1.25	-
(ii) Interest accrued on loans to others	-	-	7.98	-
(iii) Interest accrued on deposits	0.57	-	1.04	-
(4) Other bank balances				
(i) Margin money for security against the guarantees	-	3.40	-	0.41
	<b>78.92</b>	<b>942.66</b>	<b>107.61</b>	<b>964.96</b>

#### Note No. 9A - Income tax assets (net)

Particulars	₹ crore			
	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non current	Current	Non current
(1) Advance tax and tax deducted at source [(Net of provision ₹ 818.14 crore (As at 31 <sup>st</sup> March, 2018 : ₹ 823.70 crore)]	-	7.97	-	2.61
	-	<b>7.97</b>	-	<b>2.61</b>

#### Note No. 9B - Deferred tax liabilities (net)

Particulars	₹ crore			
	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non current	Current	Non current
(1) Deferred tax	-	768.42	-	689.83
(2) Minimum Alternate Tax (MAT) credit entitlement	-	(359.68)	-	(349.55)
	-	<b>408.74</b>	-	<b>340.28</b>

#### Note No. 9C - Income tax liabilities (net)

Particulars	₹ crore			
	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non current	Current	Non current
(1) Income tax liabilities [Net of advance tax and tax deducted at source ₹ 688.84 crore (As at 31 <sup>st</sup> March, 2018 : ₹ 616.80 crore)]	39.03	-	35.27	-
	<b>39.03</b>	-	<b>35.27</b>	-

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 10 - Other assets

₹ crore

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non current	Current	Non current
(1) Capital advances	-	14.48	-	21.85
(2) Advance to a related party [Refer note 28(B)(ii)(a)]	-	331.13	-	381.13
(3) Prepayments	12.25	22.46	11.19	11.97
(4) Advances to vendors	4.23	-	7.58	-
(5) Balances with government authorities	19.81	64.97	1.56	72.78
(6) Others	-	-	0.09	-
	<b>36.29</b>	<b>433.04</b>	<b>20.42</b>	<b>487.73</b>

#### Note No. 11 - Inventories

₹ crore

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
(1) Raw materials - Stock of fuel	257.10	319.45
(2) Stores and spares	91.36	93.92
(3) Stock in trade	-	36.59
	<b>348.46</b>	<b>449.96</b>

#### Footnotes:

a) Cost of inventory recognised as an expense

₹ crore

Particulars	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
(1) Raw materials - Stock of fuel	3,959.67	3,149.31
(2) Stores and spares	26.20	20.40
<b>Total</b>	<b>3,985.87</b>	<b>3,169.71</b>

b) Details of Stock in transit included above

₹ crore

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
(1) Raw materials - Stock of fuel	67.63	123.39
(2) Stores and spares	0.22	0.17
<b>Total</b>	<b>67.85</b>	<b>123.56</b>

c) Refer note 2.4(XI) for basis of valuation

d) Refer note 15 for Inventories hypothecated as security against certain bank borrowings.

#### Note No. 12 - Trade receivables

₹ crore

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
(1) Unsecured, considered good	554.70	488.52
(2) Unsecured, credit impaired	-	2.54
Less: Loss allowance for doubtful trade receivables	-	2.54
	<b>554.70</b>	<b>488.52</b>

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

a) Ageing of trade receivables

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
With in Credit Period	391.65	258.60
<b>Past due</b>		
1 - 30 days	37.63	129.00
31 - 60 days	13.82	0.29
61 - 90 days	6.99	0.09
91 - 180 days	10.27	0.38
> 181 days	94.34	100.16
<b>Total</b>	<b>554.70</b>	<b>488.52</b>

- b) The average credit period allowed to customers is in the range of 30-45 days and interest on overdue receivables is generally levied at 8.15% to 15% per annum. There has been no significant change in the credit quality of past receivables.
- c) The Company does not have history of defaults in trade receivables. Loss allowance is estimated for disputed receivables based on assessment of each case by obtaining legal advise, where considered necessary.
- d) Trade receivables include ₹ 98.04 crore (previous year : ₹ 80.57 crore) withheld / unpaid by the customers because of tariff related disputes which are pending adjudication by the appropriate authority. The Company has, based on legal advice, and subsequent actions by the regulators in certain cases, assessed that there is a reasonable certainty about recoverability of these receivables and no provision is required. These matters are at advanced stage of hearing with the regulators/courts and the management is expecting to realise the amounts within a year.
- e) Refer note 15 for trade receivables hypothecated as security against borrowings.

### Note No. 13A - Cash and cash equivalents

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
(1) Balances with banks		
(i) In current accounts	16.17	3.51
(ii) In deposit accounts maturity less than 3 months at inception	52.07	78.33
(2) Cheques on hand	1.32	-
(3) Cash on hand	0.02	0.02
	<b>69.58</b>	<b>81.86</b>

### Note No. 13B - Bank balances other than cash and cash equivalents

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
(1) Balances with banks		
(i) In deposit accounts maturity more than 3 months at inception	30.00	43.90
(2) Earmarked balances with banks		
(i) Unpaid dividends	1.11	0.95
(ii) Margin money for security against the guarantees	11.81	11.81
	<b>42.92</b>	<b>56.66</b>

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. - 14A - Equity share capital

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	No. of shares	₹ crore	No. of shares	₹ crore
<b>Authorised:</b>				
Equity shares of ₹ 10 each with voting rights	5,000,000,000	5,000.00	5,000,000,000	5,000.00
<b>Issued, Subscribed and Fully paid: (A)</b>				
Equity shares of ₹ 10 each with voting rights	1,641,037,587	1,641.04	1,640,054,795	1,640.05
<b>Treasury shares held through ESOP Trust (B)</b>				
Equity shares of ₹ 10 each with voting rights	(170,075)	(0.17)	-	-
<b>Equity shares (net of treasury shares) - (A+B)</b>	<b>1,640,867,512</b>	<b>1,640.87</b>	<b>1,640,054,795</b>	<b>1,640.05</b>

#### a) Reconciliation of the number of shares outstanding at the beginning and end of the year:

Particulars	For the year ended	For the year ended
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
	No. of shares	No. of shares
Balance as at the beginning of the year	1,640,054,795	1,640,054,795
Shares issued during the year	982,792	-
Balance as at the end of the year	1,641,037,587	1,640,054,795

#### b) Reconciliation of the number of treasury shares outstanding at the beginning and end of the year:

Particulars	For the year ended	For the year ended
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
	No. of shares	No. of shares
<b>Balance as at the beginning of the year</b>	-	12,101,604
Shares issued during the year	982,792	-
Shares transferred upon exercise of options under ESOP scheme *	(812,717)	(12,101,604)
<b>Balance as at the end of the year</b>	<b>170,075</b>	-

\* Shares Transferred upon exercise of options under employee share option plan

#### c) Rights, preferences and restrictions attached to equity shares :

- The Company has only one class of equity shares having a par value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the ensuing Annual General Meeting.
- In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

#### d) Details of shareholders holding more than 5% shares in the Company are set out below:

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	No. of shares	% of shares	No. of shares	% of shares
JSW Investments Private Limited	332,492,694	20.26%	332,762,694	20.29%
Indusglobe Multiventures Private Limited	256,786,044	15.65%	256,798,944	15.66%
JSL Limited	145,332,820	8.86%	145,332,820	8.86%
Glebe Trading Private Limited	145,332,820	8.86%	145,332,820	8.86%
JSW Steel Limited	85,363,090	5.20%	91,474,090	5.58%
Danta Enterprises Private Limited	85,599,613	5.22%	85,599,613	5.22%
Virtuous Tradecorp Private Limited	85,599,613	5.22%	85,599,613	5.22%

#### e) Dividend:

- The Board of Directors, in its meeting held on 03<sup>rd</sup> May, 2018, not proposed any dividend on equity share for the year ended 31<sup>st</sup> March, 2018.
- The Board of Directors in its meeting held on 16<sup>th</sup> May, 2019 has recommended dividend of 10% ( ₹ 1 per equity share of ₹ 10 each) for the year ended 31<sup>st</sup> March, 2019, subject to the approval of shareholders in the Annual General Meeting.

## Notes

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

### Note No. - 14B - Other equity

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>A. Reserves and surplus</b>		
(1) General reserve	213.95	213.95
(2) Retained earnings	3,813.32	3,573.54
(3) Capital reserve	516.12	516.12
(4) Securities premium	2,384.96	2,380.80
(5) Equity-settled employee benefits reserve	15.90	12.96
(6) Debenture redemption reserve	166.67	155.83
<b>B. Other comprehensive income</b>		
(1) Foreign currency monetary items translation difference account	-	4.96
(2) Equity instrument through other comprehensive income	1,417.52	1,383.22
(3) Effective portion of cash flow hedge	-	(2.58)
(4) Remeasurements of the net defined benefit plans	(1.83)	(1.38)
	<b>8,526.61</b>	<b>8,237.42</b>

#### (1) General reserve

The Company created a general reserve in earlier years pursuant to the provisions of the Companies Act, wherein certain percentage of profits were required to be transferred to general reserve before declaring dividend. As per Companies Act 2013, the requirement to transfer profits to general reserve is not mandatory. General reserve is a free reserve available for distribution subject to compliance with the Companies (Declaration and Payment of Dividend) Rules, 2014.

#### (2) Retained earnings

Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end, less any transfers to general reserve.

#### (3) Capital reserve

Reserve is primarily created on amalgamation as per statutory requirement.

#### (4) Securities premium

Securities premium comprises premium received on issue of shares.

#### (5) Equity-settled employee benefits reserve

The Company offers ESOP under which options to subscribe for the Company's share have been granted to certain employees and senior management. The share based payment reserve is used to recognise the value of equity settled share based payments provided as part of the ESOP scheme.

#### (6) Debenture redemption reserve

The Indian Companies Act requires companies that issue debentures to create a debenture redemption reserve from annual profits until such debentures are redeemed. Companies are required to maintain 25% as a reserve of outstanding redeemable debentures. The amounts credited to the debenture redemption reserve may not be utilised except to redeem debentures.

#### (7) Foreign currency monetary items translation difference account

The reserve pertains to exchange differences relating to long term foreign currency monetary items in so far as they do not relate to acquisition of depreciable capital assets, which are accumulated in "Foreign Currency Monetary Item Translation Difference Account" and amortized in the Statement of Profit and Loss over the balance period of such long term foreign currency monetary items.

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>Balance as at the beginning of the year</b>	<b>4.96</b>	<b>9.24</b>
Add: Foreign currency exchange difference during the year	-	1.38
Less: Reclassification to profit or loss	4.96	5.66
<b>Balance as at the end of the year</b>	<b>-</b>	<b>4.96</b>

#### (8) Equity instrument through other comprehensive income

The fair value change of the equity instruments measured at fair value through other comprehensive income is recognised in Equity instruments through Other Comprehensive Income.

#### (9) Effective portion of cash flow hedge

Effective portion of cash flow hedge represents the cumulative effective portion of gains or losses arising on changes in fair value of hedging instruments entered into for cash flow hedges, which shall be reclassified to profit or loss only when the hedged transaction affects the profit or loss.

₹ crore

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>Balance as at the beginning of the year</b>	<b>(2.58)</b>	<b>-</b>
Add : Change in intrinsic value of foreign currency options	-	(0.86)
Add : Change in fair value of interest rate swap	-	(1.72)
Less : Amounts reclassified to profit or loss	2.58	-
<b>Balance as at the end of the year</b>	<b>-</b>	<b>(2.58)</b>

#### (10) Remeasurements of the net defined benefit plans

This reserve represents the impact of actuarial gains and losses on the funded obligation due to change in financial assumptions, change in demographic assumptions, experience adjustments etc. recognised through other comprehensive income.

### Note No. 15 - Borrowings

₹ crore

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non-current	Current	Non-current
<b>Measured at amortised cost</b>				
<b>(1) Non current borrowings (Secured):</b>				
(i) Debentures				
- Non convertible debentures	200.00	1,100.00	200.00	1,300.00
(ii) Term loans				
- From banks	565.50	956.49	331.59	1,313.59
	<b>765.50</b>	<b>2,056.49</b>	<b>531.59</b>	<b>2,613.59</b>
Less: Unamortised borrowing cost	1.17	2.45	1.51	3.49
Less: Current maturities of long term debt (included in note 16)	764.33	-	530.08	-
	<b>-</b>	<b>2,054.04</b>	<b>-</b>	<b>2,610.10</b>

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Reconciliation of the borrowings outstanding at the beginning and end of the year:

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>Balance as at the beginning of the year (including current maturities)</b>	<b>3,140.18</b>	<b>3,464.07</b>
Cash flows (repayment)/ proceeds	(336.81)	(340.21)
Non cash changes		
1. Foreign exchange movement	13.62	3.32
2. Amortised borrowing cost	1.38	13.00
<b>Balance as at the end of the year (including current maturities)</b>	<b>2,818.37</b>	<b>3,140.18</b>

As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018		Terms of repayment	Security
Current	Non-current	Current	Non-current		
<b>I. Debentures (secured)</b>					
-	500.00	-	500.00	5,000 nos @ 8.65% Secured Redeemable Non-Convertible Debentures of ₹ 10 lakh each are redeemable at par in 3 yearly installments, first installment ₹ 100 crore, second and third installment ₹ 200 crore each, starting from 30 <sup>th</sup> December, 2020 till 30 <sup>th</sup> December, 2022.	Pari passu first ranking charge by way of legal mortgage on the freehold land of the Company situated at village Chafer, Ratnagiri, Maharashtra and first ranking charge by way of hypothecation of moveable fixed assets of the Company (SBU1 & SBU2) situated at Vijayanagar Works, Karnataka
-	500.00	-	500.00	5,000 nos @ 8.40% Secured Redeemable Non Convertible Debentures of ₹ 10 lakh each are redeemable at par in bullet repayment of ₹ 500 crore on 18 <sup>th</sup> September, 2020	Pari passu first ranking charge by way of legal mortgage on the freehold land of the Company situated at village Chafer, Ratnagiri, Maharashtra and first ranking charge by way of hypothecation of moveable fixed assets of the Company (SBU3) situated at Ratnagiri Works, Maharashtra
200.00	100.00	200.00	300.00	10,000 nos @ 9.75% Secured Redeemable Non-Convertible Debentures of ₹ 3 lakh each are redeemable at par in 3 half yearly equal installments from 20 <sup>th</sup> July / 30 <sup>th</sup> July / 16 <sup>th</sup> August, 2019 till 20 <sup>th</sup> July / 30 <sup>th</sup> July / 16 <sup>th</sup> August, 2020.	Pari passu first ranking charge by way of legal mortgage on the freehold land of the Company situated at village Mouje Maharajpura, Mehsana, Gujarat and first ranking charge by way of mortgage on immovable assets of the Company (SBU1 & SBU2) and first ranking charge by way of hypothecation of moveable fixed assets of the Company (SBU1 & SBU2) situated at Vijayanagar Works, Karnataka
<b>200.00</b>	<b>1,100.00</b>	<b>200.00</b>	<b>1,300.00</b>	<b>Total Debentures</b>	
<b>II. Term loans</b>					
<b>Rupee term loan from banks (secured)</b>					
99.11	-	102.27	100.60	3 quarterly installments of ₹ 25.57 crore each from 30 <sup>th</sup> June, 2019 to 31 <sup>st</sup> December, 2019 and 1 quarterly instalment of ₹ 22.40 crore on 31 <sup>st</sup> March, 2020	Pari passu first ranking charge by way of legal mortgage on a flat situated at Mumbai, Maharashtra, first charge by way of legal mortgage of Company (SBU3) immovable property both present and future and first ranking charge by way of hypothecation of moveable fixed assets of the Company (SBU3) situated at Ratnagiri Works, Maharashtra and second ranking charge on current assets of Company (SBU3) situated at Ratnagiri Works, Maharashtra

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore

As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018		Terms of repayment	Security
Current	Non-current	Current	Non-current		
181.87	590.87	181.82	772.72	17 quarterly installments of ₹ 45.45 crore each from 30 <sup>th</sup> June, 2019 to 30 <sup>th</sup> June, 2023	Pari passu first ranking charge by way of legal mortgage on a flat situated at Mumbai, Maharashtra and first charge by way of legal mortgage of Company (SBU3) immovable property both present and future, and first ranking charge by way of hypothecation of moveable fixed assets of the Company (SBU3) situated at Ratnagiri Works, Maharashtra and second ranking charge on current assets of Company (SBU3) situated in Ratnagiri Works, Maharashtra
47.50	178.12	47.50	225.62	19 quarterly installments of ₹ 11.88 crore each from 30 <sup>th</sup> June, 2019 to 31 <sup>st</sup> December, 2023	Pari passu first ranking charge by way of legal mortgage on a flat situated at Mumbai, Maharashtra and first charge by way of legal mortgage of Company (SBU3) immovable property both present and future and first ranking charge by way of hypothecation of moveable fixed assets of the Company (SBU3) situated at Ratnagiri Works, Maharashtra and second ranking charge on current assets of Company (SBU3) situated in Ratnagiri Works, Maharashtra
8.75	187.50	-	-	1 quarterly installment of ₹ 1.25 crore on 30 <sup>th</sup> June, 2019; 8 quarterly installments of ₹ 2.50 crore each from 30 <sup>th</sup> September, 2019 to 30 <sup>th</sup> June, 2021; 2 quarterly installments of ₹ 7.50 crore each from 30 <sup>th</sup> September, 2021 to 31 <sup>st</sup> December, 2021; 7 quarterly installments of ₹ 10.00 crore each from 31 <sup>st</sup> March, 2022 to 30 <sup>th</sup> September, 2023 and 6 quarterly installments of ₹ 15.00 crore each from 31 <sup>st</sup> December, 2023 to 31 <sup>st</sup> March, 2025	Pari passu first ranking charge by way of equitable mortgage of immovable assets and first ranking charge by way of hypothecation of moveable fixed assets of the Company (SBU1 & SBU2) situated at Vijayanagar Works, Karnataka
<b>337.23</b>	<b>956.49</b>	<b>331.59</b>	<b>1,098.94</b>	<b>Total rupee term loans</b>	
<b>FCNR facility from a bank (secured)</b>					
228.27	-	-	214.65	Repayable in one bullet payment on 16 <sup>th</sup> March, 2020	First charge by way of pledge of JSW Steel Limited shares held by the Company and second charge by way of hypothecation of movable fixed assets of the Company (SBU3)
<b>228.27</b>	<b>-</b>	<b>-</b>	<b>214.65</b>	<b>Total FCNR facility</b>	
<b>565.50</b>	<b>956.49</b>	<b>331.59</b>	<b>1,313.59</b>	<b>Total term loans</b>	
<b>765.50</b>	<b>2,056.49</b>	<b>531.59</b>	<b>2,613.59</b>	<b>Total secured borrowings</b>	
(1.17)	(2.45)	(1.51)	(3.49)	Unamortised upfront fees on borrowings	
(764.33)	-	(530.08)	-	Grouped under "Current maturities of long-term debt" (Refer note 16)	
<b>-</b>	<b>2,054.04</b>	<b>-</b>	<b>2,610.10</b>	<b>Total secured borrowings measured at amortised cost</b>	

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 16 - Other financial liabilities

Particulars	₹ crore			
	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non-current	Current	Non-current
(1) Derivative Instruments [Refer note 38(A)(ii)]				
a) Interest rate swaps	0.36	-	1.72	-
b) Foreign currency forward contracts / options	27.13	-	3.59	-
(2) Contingent consideration payable on business combination \$ [Refer note 38(A)(ii)]	177.48	-	177.48	-
(3) Current maturities of long-term debt (Refer note 15)	764.33	-	530.08	-
(4) Interest accrued but not due on borrowings	60.63	-	50.69	-
(5) Unclaimed dividends #	1.11	-	0.95	-
(6) Lease deposits	0.48	0.26	0.35	0.36
(7) Payable for capital supplies/services	80.03	-	55.28	-
	<b>1,111.55</b>	<b>0.26</b>	<b>820.14</b>	<b>0.36</b>

\$ The Company has regarded the probability of receipt of approvals from the regulators for increase in capacity for one of its hydro plants before a specified date and consequential payment of an additional consideration of ₹ 300 crore towards business combination, as remote. Further, the Company also has the right to offset the said additional consideration against the receivable from the counter party.

# No amount due to be credited to Investor Education and Protection Fund

#### Note No. 17 - Other liabilities

Particulars	₹ crore			
	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non-current	Current	Non-current
(1) Advances received from customers				
(i) From a related party	118.36	-	119.02	-
(ii) From others	0.04	-	0.03	-
(2) Statutory dues	21.75	-	13.09	-
(3) Others	3.48	6.37	1.83	6.62
	<b>143.63</b>	<b>6.37</b>	<b>133.97</b>	<b>6.62</b>

#### Note No. 18 - Provisions

Particulars	₹ crore			
	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non-current	Current	Non-current
(1) Provision for gratuity (Refer note 33)	3.16	7.49	2.70	5.32
(2) Provision for compensated absences (Refer note 33)	1.24	8.31	1.01	7.19
	<b>4.40</b>	<b>15.80</b>	<b>3.71</b>	<b>12.51</b>

#### Note No. 19 - Trade payables

Particulars	₹ crore			
	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non-current	Current	Non-current
(1) Trade payables #				
a) Outstanding dues of micro and small enterprises \$	0.69	-	1.14	-
b) Outstanding dues of creditors other than micro and small enterprises	190.64	-	308.36	-
(2) Acceptances *	1,367.58	-	1,761.95	-
	<b>1,558.91</b>	<b>-</b>	<b>2,071.45</b>	<b>-</b>

# Trade payables are normally settled with in 30 days.

\$ Refer note 34 for disclosure under Micro, Small and Medium Enterprises Development Act.

\* Represents credit availed by the Company from banks for payment to suppliers for raw materials purchased by the Company. The arrangements are interest-bearing and are payable within one year.

## Notes

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

### Note No - 20 - Revenue from operations

₹ crore

Particulars	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>A. Disaggregation of revenue from contract with customers:</b>		
(1) Sale of power	4,884.38	3,986.43
(2) Sale of services:		-
(i) Operator fees	169.06	158.54
(ii) Other services	0.52	4.70
(3) Other operating revenue	3.05	2.75
<b>Total revenue from contract with customers</b>	<b>5,057.01</b>	<b>4,152.42</b>
<b>B. Interest income on asset under finance lease (Refer note 30)</b>	<b>61.32</b>	<b>59.63</b>
<b>Total (A + B)</b>	<b>5,118.33</b>	<b>4,212.05</b>

#### (a) Revenue from Contract with Customers:

The Company primarily generates revenue from contracts with customers for supply of power generated from power plants including from allocating the capacity of the plant under the long / medium term power purchase agreements, from sale of power on merchant basis including under short term contracts and for providing operations and maintenance services of third party power plants.

Revenue from capacity charges (other than from contracts classified as lease) under the long and medium term power supply agreements is recognised over a period of time as the capacity of the plant is made available under the terms of the contracts. Incentives and penalties for variation in availability of the capacity are recognised based on the annual capacity expected to be made available under the agreements. Electricity charges are recognised on supply of power under such power supply agreements.

Revenue from sale of power on merchant basis and under short term contracts is recognised when power is supplied to the customers.

Revenue from third party power plant operations and maintenance activity is recognised when services under the contracts are rendered.

#### (b) Significant changes in the contract liability balance during the year are as follows:

##### Contract liability - Advance from customer

₹ crore

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Opening Balance</b>	<b>119.05</b>	<b>376.38</b>
Less: Revenue recognised during the year from balance at the beginning of the year	(119.05)	(376.38)
Add: Advance received during the year not recognized as revenue	118.40	119.05
<b>Closing Balance</b>	<b>118.40</b>	<b>119.05</b>

#### (c) Details of Revenue from Contract with Customers:

₹ crore

Particulars	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>Total revenue from contracts with customers as above</b>	<b>5,057.01</b>	<b>4,152.42</b>
Add: Rebate on prompt payment	13.07	11.20
Less: Incentives	3.73	0.64
<b>Total revenue from contracts with customers as per contracted price</b>	<b>5,066.35</b>	<b>4,162.98</b>

#### (d) Performance obligations:

Customers are given average credit period of 30 to 45 days for payment. No delayed payment charges ('DPC') are charged for the initial 30 days from the date of receipt of invoice by customers. Thereafter, DPC are recoverable from the customers at the rates prescribed under the respective Power Purchase Agreement/Tariff regulations on the outstanding balance.

## Notes

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

### Note No - 21 - Other income

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>(1) Interest income earned on financial assets that are not designated as at FVTPL</b>		
(i) On loans	74.61	159.10
(ii) Bank deposits	2.63	4.12
(iii) Other financial assets	155.19	169.70
	<b>232.43</b>	<b>332.92</b>
<b>(2) Interest income earned on other assets</b>	41.78	47.95
<b>(3) Dividend income from</b>		
(i) Investment in a subsidiary	10.18	45.79
(ii) Investments designated as at FVTOCI	22.41	15.76
<b>(4) Other non operating income</b>		
(i) Operating lease rental income	0.19	0.38
(ii) Net gain on sale of current investments	4.48	17.43
(iii) Net gain on investments designated as at FVTPL	0.08	-
(iv) Net gain on foreign currency transactions	15.20	6.97
(v) Write back of provisions no longer required	30.38	19.05
(vi) Miscellaneous income	5.65	7.46
	<b>130.35</b>	<b>160.79</b>
	<b>362.78</b>	<b>493.71</b>

### Note No. - 22 - Employee benefits expense

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
(1) Salaries and wages	112.35	94.19
(2) Contribution to provident and other funds (Refer note 33)	7.99	6.81
(3) Share based payments (Refer note 33)	4.74	2.26
(4) Staff welfare expenses	5.76	3.74
	<b>130.84</b>	<b>107.00</b>

### Note No. - 23 - Finance costs

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
(1) Finance cost for financial liabilities not designated as at FVTPL		
- Interest expense	314.25	384.64
(2) Other borrowing costs	97.54	91.57
	<b>411.79</b>	<b>476.21</b>

### Note No. - 24 - Depreciation and amortisation expense

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
(1) Depreciation on property, plant and equipment	364.21	361.58
(2) Amortisation on Intangible assets	0.81	2.63
	<b>365.02</b>	<b>364.21</b>

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

The effect of changes in estimates during the previous year of useful lives, residual values and pattern of consumption of economic benefits of property, plant and equipment:

Financial Year	₹ crore
	(Decrease) / Increase in depreciation expense
2019-20	(19.26)
2020-21	(27.62)
2021-22	5.27
Later Years	543.33

### Note No. - 25 - Other expenses

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
(1) Stores and spares consumed	26.20	20.40
(2) Power and water	22.27	22.58
(3) Rent including lease rentals	4.75	6.14
(4) Repairs and maintenance	53.86	58.71
(5) Rates and taxes	7.64	7.58
(6) Insurance	7.45	8.04
(7) Legal and professional charges	16.09	11.19
(8) Travelling expenses	10.00	7.41
(9) Loss on disposal of property, plant and equipment	1.85	0.36
(10) Donation	0.16	0.02
(11) Corporate social responsibility expenses (Refer note 31)	13.25	20.25
(12) Loss allowance on loans / trade receivables / interest receivable	14.72	2.04
(13) Net loss on fair valuation of investments through profit or loss	-	1.90
(14) Loss allowance for impairment in a subsidiary	-	23.59
(15) Additional Consideration - Hydro Acquisition	-	32.71
(16) Safety & Security Expenses	7.66	5.57
(17) Branding Expenses	6.43	5.93
(18) Miscellaneous expenses	14.98	14.38
(19) Write off of investment, loan & advances	74.48	-
Less: Provision for impairment/loss allowances recognised in earlier years	(72.35)	-
	<b>209.44</b>	<b>248.80</b>

### Note No. - 26 - Exceptional items (net)

Exceptional items for the year ended 31<sup>st</sup> March, 2018 comprise loss allowances of ₹ 100.23 crore on investment in equity shares of an associate due to substantial erosion in net worth, ₹ 141.00 crore on loan to a subsidiary based on recoverability assessment having regard to recoverable amount of underlying coal mining business, ₹ 574.19 crore on a loan where the party is under a strategic debt restructuring and part reversal of contingent consideration liability of ₹ 156.24 crore no longer payable to the said party.

### Note No. - 27 - Tax expense

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
(1) Current tax	70.37	106.56
(2) Deferred tax	78.60	188.77
(3) Minimum Alternate Tax (MAT) credit availed	(10.14)	(150.00)
	<b>138.83</b>	<b>145.33</b>

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

A reconciliation of income tax expense applicable to accounting profit / (loss) before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows:

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>Profit before tax</b>	<b>390.28</b>	<b>(298.95)</b>
Enacted tax rate (%)	34.944%	34.944%
Expected tax expense / (benefit) at statutory tax rate	136.38	(104.47)
Tax effect due to exempt income / non taxable receipt	(11.40)	(76.04)
Tax effect due to tax holiday period	-	-
Tax on expenses not deductible in determining taxable profits	13.85	303.82
Tax effect of MAT credit recognised	-	23.19
Effect of differential tax rate	-	(1.17)
<b>Tax expense for the year</b>	<b>138.83</b>	<b>145.33</b>

#### Deferred tax assets / (liabilities)

Significant components of deferred tax assets / (liabilities), deductible temporary differences and unused tax losses recognised in the financial statements are as follows :

Particulars	₹ crore		
	As at 1 <sup>st</sup> April, 2018	Recognised / (reversed) through profit or loss or OCI	As at 31 <sup>st</sup> March, 2019
Property, plant and equipment	(672.53)	(80.58)	(753.11)
Investment	(18.25)	-	(18.25)
Others	0.96	1.98	2.94
MAT credit	349.54	10.14	359.68
<b>Total</b>	<b>(340.28)</b>	<b>(68.46)</b>	<b>(408.74)</b>

Particulars	₹ crore		
	As at 1 <sup>st</sup> April, 2017	Recognised / (reversed) through profit or loss / OCI	As at 31 <sup>st</sup> March, 2018
Property, plant and equipment	(514.44)	(158.09)	(672.53)
Investment	(17.09)	(1.16)	(18.25)
Provision for impairment in assets	30.48	(30.48)	-
Others	-	0.96	0.96
MAT credit	199.54	150.00	349.54
<b>Total</b>	<b>(301.51)</b>	<b>(38.77)</b>	<b>(340.28)</b>

#### Expiry schedule of deferred tax assets not recognised as at 31<sup>st</sup> March, 2019 is as under:

MAT Credit entitlement:

Expiry of losses (as per local tax laws)	₹ crore	
	Amount	
< 1 year	-	
1 to 5 years	5.88	
> 5 years to 10 years	308.59	
> 10 years	298.13	
	<b>612.60</b>	

## Notes

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

### Note No. 28 - Contingent liabilities and commitments:

#### A) Contingent liabilities (to the extent not provided for):

##### 1) Claims against the company not acknowledged as debt:

##### a) Disputed claims / levies (excluding interest, penalty, if any) in respect of:

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
(i) Custom duty [₹ 27.30 crore paid under protest (as at 31 <sup>st</sup> March, 2018 ₹ 27.30 crore)]	240.65	240.65
(ii) Electricity tax [recoverable from customers as per agreement in case of unfavourable outcome]	122.76	115.38
(iii) Income tax	55.59	4.62
(iv) Entry tax	0.84	0.84
(v) Service tax [₹ 14.80 crore paid under protest (as at 31 <sup>st</sup> March, 2018 ₹ 0.78 crore)]	33.34	0.81
(vi) Others	18.37	17.43
<b>Total</b>	<b>471.55</b>	<b>379.73</b>

b) Disputes with customers regarding determination of tariff under power supply arrangements aggregating to ₹ 251.08 crore (as at 31<sup>st</sup> March, 2018 ₹ 233.61 crore) (refer note 12).

##### 2) Guarantees:

The Company has issued following financial guarantees to banks on behalf of and in respect of loan facilities availed by related parties

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Related parties	405.79	531.87

In respect of financial guarantee contracts, no amounts are recognised based on the results of the liability adequacy test for likely deficiency / defaults by the entities on whose behalf the Company has given guarantees. The amounts have been reflected corresponding to the outstanding loan amount.

##### 3) Others

##### a) Pledge of shares:

51,78,15,000 (as at 31<sup>st</sup> March, 2018: 51,78,15,000) number of shares held as investments in JSW Energy (Barmer) Limited (Formerly known as Raj WestPower Limited) with carrying amount of ₹ 517.82 crore (as at 31<sup>st</sup> March, 2018 ₹ 517.82 crore) have been pledged with the lenders towards its borrowings.

b) In respect of land parcels admeasuring 47.21 hectares, acquired by the Company, the claim by certain parties towards title disputes is not currently ascertainable.

#### Notes:

- (i) Future cash flows in respect of the above matters are determinable only on receipt of judgements / decisions pending at various forums/authorities.
- (ii) Third party claims where the possibility of outflow of resources embodying economic benefits is remote, and includes show cause notices, if any, which have not yet converted to regulatory demands, have not been disclosed as contingent liabilities.

#### B) Commitments

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
i] Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	37.07	147.04

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

ii) Other commitments:

- a) The Company has entered into a definitive agreement to acquire 1000 MW (4 x 250 MW) thermal power plant located at village Tamnar, District Raigarh in the state of Chhattisgarh, from Jindal Steel & Power Limited. The transaction contemplates payment of an interest-bearing advance of ₹ 500 crore against which an amount of ₹ 331.13 crore is outstanding as at 31<sup>st</sup> March, 2019 (as at 31<sup>st</sup> March, 2018 ₹ 381.13 crore).
- b) The Company from time to time provides need based support to its subsidiaries and a joint venture entity towards capital and other requirements.

### Note No. 29 - Operating lease:

**A) As lessor:**

The Company has leased certain land admeasuring to 122.86 acres with carrying amount of ₹ 7.08 crore (31<sup>st</sup> March, 2018: 122.86 acres with carrying amount of ₹ 7.08 crore) to related parties for the period ranging from 25 to 99 years. The agreements are renewable with mutual consent.

**B) As lessee**

- i) Lease rentals charged to revenue for right to use following assets are:

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Land, office premises, residential Flats etc.	4.75	6.14

- ii) The agreements are executed on non-cancellable basis for a period of 3-50 years, which are renewable on expiry with mutual consent.

### Note No. 30 - Finance leases:

**As lessor:**

The Company has evaluated an arrangement for power supply from one of its power unit based on the facts and circumstances existing at the date of transition to Ind AS and identified it to be in the nature of lease as the fulfilment of the arrangement depends upon specific power unit identified in the arrangement and the Company has committed to supply substantially all of the power generation capacity of the power unit. After separating lease payments from other elements in the arrangement, the Company has recognized finance lease receivable for the said power unit given under finance lease.

The minimum lease payments receivable and the present value of minimum lease receivable as at 31<sup>st</sup> March, 2019 in respect of the aforesaid power unit are as under:

#### Amounts receivable under finance leases

Particulars	₹ crore			
	Minimum lease payments		Present value of minimum lease payments	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Not later than one year	97.59	99.72	37.19	47.42
Later than one year and not later than five years	362.99	373.91	145.33	201.88
Later than five years	1,101.54	1,068.27	760.85	732.46
<b>Total</b>	<b>1,562.12</b>	<b>1,541.90</b>	<b>943.37</b>	<b>981.76</b>
Less: Unearned finance income	618.75	560.14	-	-
<b>Lease Receivable (Refer note 8)</b>	<b>943.37</b>	<b>981.76</b>	<b>943.37</b>	<b>981.76</b>

Unguaranteed residual value of assets leased under finance leases at the end of the reporting period is estimated at ₹ 270.33 crore (as at 31<sup>st</sup> March, 2018: ₹ 150.39 crore).

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 31 - Details of Corporate Social Responsibility (CSR) Expenditure:

₹ crore

Particulars	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Amount required to be spent as per Section 135 of the Act	13.25	20.23
Amount spent during the year on:		
(i) Construction / acquisition of an asset	3.69	8.47
(ii) On purpose other than (i) above	9.56	11.78
	<b>13.25</b>	<b>20.25</b>

#### Note No. 32 - Scheme of arrangement:

During the year ended 31<sup>st</sup> March, 2018, the scheme of arrangement between the Company, and its subsidiaries JSW Power Trading Company Limited (JSWPTCL), and JSW Green Energy Limited (JSWGEL), entailing demerger of power trading business of JSWPTCL into JSWGEL, and of remainder (investment in equity shares of JSW Steel Limited) into the Company with 31<sup>st</sup> March, 2015 as appointed date, became effective.

JSWGEL has allotted 70,000,000 equity shares of ₹ 10 each and 13,200,000 10% redeemable non-cumulative preference shares of ₹ 10 each to the Company and investment in equity and preference shares of JSWPTCL are cancelled.

In order to give effect to the accounting treatment prescribed in the scheme sanctioned by the National Company Law Tribunal, the investment in JSW Steel Limited (JSWSL) is recognised at fair value as on appointed date, movement in its fair value of the investment in equity shares of JSWSL between the appointed date and previous year-end is added to opening balance of "Equity instrument through other comprehensive income" of the previous year, the dividend income of ₹ 12.96 crore during such period is added to opening balance of retained earnings of the previous year, and the resultant difference is recognised as capital reserve of ₹ 516.12 crore.

#### Note No. 33 - Employee benefits expense:

##### Defined contribution plan:

Company's contribution to National Pension Scheme (NPS) recognized in statement of profit and loss of ₹ 1.07 crore (For

the Year ended 31<sup>st</sup> March, 2018 : ₹ 0.81 crore) (included in note no 22)

##### Defined benefits plans:

The Company provides for gratuity for employees as per the Payment of Gratuity Act, 1972. The amount of gratuity shall be payable to an employee on the termination of his employment after he has rendered continuous service for not less than five years, or on their superannuation or resignation. However, in case of death of an employee, the minimum period of five years shall not be required. The amount of gratuity payable on retirement / termination is the employee's last drawn basic salary per month computed proportionately for 15 days salary multiplied by the number of years of service completed. The gratuity plan is a funded plan administered by a separate fund that is legally separated from the entity and the Company makes contributions to the insurer (LIC). The Company does not fully fund the liability and maintains a target level of funding to be maintained over period of time based on estimations of expected gratuity payments.

The Company makes monthly contributions to provident fund managed by trust for qualifying employees. Under the scheme, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits.

Under the compensated absences plan, leave encashment is payable to all eligible employees on separation of the Company due to death, retirement, superannuation or resignation, at the rate of daily salary, as per the current accumulation of leave days.

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

These plans typically expose the Company to the following actuarial risks:

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.
Interest risk	A fall in the discount rate, which is linked, to the G-Sec rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.
Asset Liability matching risk	The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.
Mortality risk	Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.
Concentration risk	Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

The most recent actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out at 31<sup>st</sup> March, 2019 by M/S K. A. Pandit Consultants & Actuaries. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

#### A. Gratuity

##### Changes in the defined benefit obligation and fair value of plan assets as at 31<sup>st</sup> March, 2019:

		₹ crore		
Particulars		Defined benefit obligation	Fair value of plan assets	Benefit liability
<b>Opening balance as on 1<sup>st</sup> April, 2018</b>		<b>11.73</b>	<b>3.71</b>	<b>8.02</b>
<b>Gratuity cost charged to the Statement of profit and loss</b>	Service cost	1.21	-	1.21
	Net interest expense	0.92	0.29	0.63
	<b>Sub-total included in Statement of profit and loss</b>	<b>2.13</b>	<b>0.29</b>	<b>1.84</b>
Net Asset/Liability Transferred In / (Out)		0.22	-	0.22
Benefits paid		(0.40)	(0.40)	-
<b>Remeasurement gains in other comprehensive income</b>	Return on plan assets (excluding amounts included in net interest expense)	-	*	*
	Actuarial changes arising from changes in financial assumptions	0.09	-	0.09
	Experience adjustments	0.48	-	0.48
	<b>Sub-total included in OCI</b>	<b>0.57</b>	<b>*</b>	<b>0.58</b>
Contributions by employer		-	-	-
<b>Closing balance as on 31<sup>st</sup> March, 2019 (Refer note 18)</b>		<b>14.25</b>	<b>3.60</b>	<b>10.65</b>

\* less than ₹ 50,000

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Changes in the defined benefit obligation and fair value of plan assets as at 31<sup>st</sup> March, 2018:

		₹ crore		
Particulars		Defined benefit obligation	Fair value of plan assets	Benefit liability
<b>Opening balance as on 1st April, 2017</b>		<b>11.85</b>	<b>3.13</b>	<b>8.72</b>
<b>Gratuity cost charged to</b>	Service cost	1.42	-	1.42
<b>Statement of profit and loss</b>	Net interest expense	0.89	0.24	0.65
<b>Sub-total included in Statement of profit and loss</b>		<b>2.31</b>	<b>0.24</b>	<b>2.07</b>
Net Asset/Liability Transferred In / (Out)		(1.52)	0.02	(1.54)
Benefits paid		(0.88)	(0.88)	-
<b>Remeasurement gains/(losses) in other comprehensive income</b>	Return on plan assets (excluding amounts included in net interest expense)	-	*	*
	Actuarial changes arising from changes in financial assumptions	(0.40)	-	(0.40)
	Experience adjustments	0.37	-	0.37
<b>Sub-total included in OCI</b>		<b>(0.03)</b>	<b>*</b>	<b>(0.03)</b>
Contributions by employer		-	1.20	(1.20)
<b>Closing balance as on 31<sup>st</sup> March, 2018 (Refer note 18)</b>		<b>11.73</b>	<b>3.71</b>	<b>8.02</b>

\* less than ₹ 50,000

The actual return on plan assets (including interest income) was ₹ 0.29 crore (previous year ₹ 0.24 crore).

#### The major categories of the fair value of the total plan assets are as follows:

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Insurer managed funds	100%	100%

In the absence of detailed information regarding plan assets which is funded with Insurance Companies, the composition of each major category of plan assets, the percentage or amount for each category to the fair value of plan assets has not been disclosed.

#### The principal assumptions used in determining gratuity for the Company's plans are shown below:

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Discount rate	7.79%	7.86%
Future salary increases	6.00%	6.00%
Rate of employee turnover	2.00%	2.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)

#### Sensitivity analysis:

Significant actuarial assumptions for the determination of the defined benefit obligation at discounted rate, expected salary increase and mortality. The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. There was no change in the methods and assumptions used in preparing sensitivity analysis from prior years.

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

The sensitivity of the defined benefit obligation to changes in the weighted key assumptions are:

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Delta Effect of +1% Change in Rate of Discounting	(1.25)	(1.06)
Delta Effect of -1% Change in Rate of Discounting	1.46	1.25
Delta Effect of +1% Change in Rate of Salary Increase	1.47	1.26
Delta Effect of -1% Change in Rate of Salary Increase	(1.28)	(1.09)
Delta Effect of +1% Change in Rate of Employee Turnover	0.21	0.19
Delta Effect of -1% Change in Rate of Employee Turnover	(0.24)	(0.22)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that change in assumption would occur in isolation of the another as some of the assumptions may be co-related.

The following are the maturity analysis of projected benefit obligations:

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Projected benefits payable in future years</b>		
Within the next 12 months (next annual reporting period)	0.80	0.42
Between 2 and 5 years	5.22	4.76
Between 5 and 10 years	4.03	3.25
Above 10 years	26.44	22.91
<b>Total expected payments</b>	<b>36.49</b>	<b>31.34</b>

Each year an asset-liability-matching study is performed in which the consequences of the strategic investment policies are analysed in terms of risk and return profiles.

The Company expects to contribute ₹ 3.16 crore (previous year ₹ 1.83 crore) to its gratuity plan for the next year. The weighted average duration of the plan is 11 years (previous year 12 years).

#### B. Provident fund

As per Ind AS 19 on "Employee Benefits", employer established provident fund trusts are treated as defined benefit plans, since the Company is obliged to meet interest shortfall, if any, with respect to covered employees. According to the defined benefit obligation of interest rate guarantee on exempted provident fund in respect of employees of the Company as at 31<sup>st</sup> March, 2019 is 8.65% as against the rate of return of plan assets 8.64%. Considering the interest shortfall is not material no provision is made in the books of accounts.

Company's contribution to provident fund, labour welfare fund recognised in the statement of profit and loss of ₹ 4.88 crore (for the year ended 31<sup>st</sup> March, 2018: ₹ 4.09 crore) (included in note no. 22)

Actuarial assumptions made to determine interest rate guarantee on exempt provident fund liabilities are as follows:

Particulars	As at	
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
Discount rate	7.79%	7.85%
Rate of return on assets	8.64%	8.88%
Guaranteed rate of return	8.65%	8.55%

#### C. Compensated absences

The Company has a policy on compensated absences with provisions on accumulation and encashment by the employees during employment or on separation from the Company due to death, retirement or resignation. The expected cost of compensated absences is determined by actuarial valuation performed by an independent actuary at the balance sheet date using projected unit credit method.

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### D. Employee share based payment plan:

##### 1. Employees Stock Ownership Plan – 2010 (ESOP 2010)

The Company had offered equity options under ESOP 2010 to the permanent employees of the Company and its subsidiary company including any director; whether whole-time or not, in the identified grades of LO8 and above except any employee who was a promoter or belonged to the promoter Company or a Director who either by himself or through his relatives or through any body corporate, directly or indirectly, held more than 10% of the outstanding equity shares of the Company.

The grant was determined as percentage of total fixed pay. The grant was at such price as determined by the then ESOP Committee and specified in the respective grant letter. The option was not transferable and could be exercised only by the employees of the Company.

The number of options granted to each eligible employees was determined by dividing the Award Value (amount equivalent to percentage of Annual Fix Pay) by the Fair Value of option provided. The Fair Value of option on the date of each grant is determined by using Black Scholes model.

The following table illustrates the details of share options during the year:

##### ESOP 2010 (Grant Date : 8<sup>th</sup> November 2011)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Outstanding at 1 <sup>st</sup> April	-	1,681,685
Exercised during the year	-	1,640,971
Expired during the year	-	40,714
Outstanding at 31 <sup>st</sup> March	-	-
Exercisable at 31 <sup>st</sup> March	-	-

##### ESOP 2010 (Grant Date : 31<sup>st</sup> October, 2012)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Outstanding at 1 <sup>st</sup> April	-	2,954,258
Exercised during the year	-	2,912,288
Expired during the year	-	41,970
Outstanding at 31 <sup>st</sup> March	-	-
Exercisable at 31 <sup>st</sup> March	-	-

##### 2. Employees Mega Stock Ownership Scheme – 2012 (ESOS 2012)

The Company had offered equity options under ESOS 2012 to the permanent employees of the Company and its subsidiary company including any director; whether whole-time or not, who was earlier granted Mega option under ESOP 2010 and who continued to be in Permanent Employment of the Company or Subsidiary Company or JSW Group Company on date of the Grant except any employee who was a promoter or belonged to the promoter Company or a Director who either by himself or through his relatives or through any body corporate, directly or indirectly, held more than 10% of the outstanding equity shares of the Company.

The grant was determined as percentage of Total Fixed Pay. The grant was at a price as determined by the then ESOP Committee and specified in the respective grant letter. The option was not transferable and could be exercised only by the employees of the Company.

The number of options granted to each eligible employee was determined by dividing the Award Value (amount equivalent to percentage of Annual Fix Pay) by the Fair Value of option provided. The Fair Value of option on the date of each grant was determined by using Black Scholes model.

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

The following table illustrates the details of share options during the year:

#### ESOS 2012 (Grant Date : 4<sup>th</sup> October, 2012)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Outstanding at 1 <sup>st</sup> April	-	4,484,066
Exercised during the year	-	3,638,280
Expired during the year	-	845,786
Outstanding at 31 <sup>st</sup> March	-	-
Exercisable at 31 <sup>st</sup> March	-	-

### 3. Employees Stock Ownership Plan - 2016 (ESOP 2016)

The Company has offered equity options under ESOP 2016 to the permanent employees of the Company and its subsidiary company who has been working in India or outside India, including whole-time director, in the identified grades of L16 and above except any employee who is a promoter or belongs to the promoter Company or a director who either by himself or through his relatives or through any body corporate, directly or indirectly, holds more than 10% of the outstanding equity shares of the Company and Independent directors, Nominee Directors and Non-Executive Directors.

The grant is determined after having regard to various factors and criteria specified in ESOP 2016. The exercise price is at a discount of 20% to the closing market price on the previous trading day of the grant date at the Exchange having highest trading volume or any other price as may be determined by the Compensation Committee but at least equal to the face value of the shares. The option shall not be transferable and can be exercised only by the employees of the Company.

Vesting of the options granted under the ESOP 2016 shall be at least one year from the date of Grant. 50% of the granted options would vest on the date following 3 years from the date of respective grant and the remaining 50% on the date following 4 years from the date of respective grant.

The following table illustrates the details of share options during the year:

#### ESOP 2016 (Grant Date : 3<sup>rd</sup> May, 2016)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Outstanding at 1 <sup>st</sup> April	1,131,290	2,170,890
Granted during the year	-	-
Forfeited during the year	-	-
Exercised during the year	268,854	217,441
Expired during the year	83,115	822,159
Outstanding at 31 <sup>st</sup> March	779,321	1,131,290
Exercisable at 31 <sup>st</sup> March	779,321	1,131,290

#### ESOP 2016 (Grant Date : 20<sup>th</sup> May, 2017)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Outstanding at 1 <sup>st</sup> April	1,824,074	-
Granted during the year	-	2,139,004
Exercised during the year	543,863	-
Expired during the year	104,312	314,930
Outstanding at 31 <sup>st</sup> March	1,175,899	1,824,074
Exercisable at 31 <sup>st</sup> March	1,175,899	1,824,074

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### ESOP 2016 (Grant Date : 1<sup>st</sup> Nov, 2018)

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Outstanding at 1 <sup>st</sup> April	-	-
Granted during the year	1,696,805	-
Exercised during the year	-	-
Expired during the year	-	-
Outstanding at 31 <sup>st</sup> March	1,696,805	-
Exercisable at 31 <sup>st</sup> March	1,696,805	-

The method of settlement for above grants are as below:

Particulars	Grant Date					
	8 <sup>th</sup> November, 2011	31 <sup>st</sup> October, 2012	4 <sup>th</sup> October, 2012	3 <sup>rd</sup> May, 2016	20 <sup>th</sup> May, 2017	1 <sup>st</sup> Nov, 2018
Vesting period	3 Years	3 Years	1 Year	3/4 Years	3/4 Years	3/4 Years
Method of settlement	Equity	Equity	Equity	Equity	Equity	Equity
Exercise price (₹)	52.35	60.90	65.00	53.68	51.80	51.96
Fair value (₹)	20.39	24.17	19.43	30.78	28.88	37.99
Dividend yield (%)	10.00%	5.00%	5.00%	20.00%	20.00%	20.00%
Expected volatility (%)	34.85%	39.65%	39.98%	46.32%/ 44.03%	44.50%/ 45.16%	42.57%/ 43.53%
Risk-free interest rate (%)	8.86%	8.09%	8.13%	7.40%/ 7.47%	6.90%/ 6.98%	7.78%/ 7.84%
Expected life of share options	5 years	3 years	3 years	5/6 years	5/6 years	5/6 years
Weighted average exercise price (₹)	52.35	60.90	65.00	53.68	51.80	51.96
Pricing formula	Exercise Price determined based on closing market price on the day prior to the Compensation Committee meeting on that exchange where higher shares are traded			Exercise Price determined at ₹ 53.68 per share, was at a discount of 20% to the closing market price of Parent Company's share i.e. ₹ 67.10/- at the close of 2 <sup>nd</sup> May, 2016 at Exchange having highest trading volume.	Exercise Price determined at ₹ 51.80 per share, was at a discount of 20% to the closing market price of Parent Company's share i.e. ₹ 64.75/- at the close of 19 <sup>th</sup> May, 2017 at Exchange having highest trading volume.	Exercise Price determined at ₹ 51.96 per share, was at a discount of 20% to the closing market price of Parent Company's share i.e. ₹ 64.95/- at the close of 31 <sup>st</sup> October, 2018 at Exchange having highest trading volume.
Expected option Life	The expected option life is assumed to be mid-way between the option vesting period and contractual term of the option			The expected option life is assumed to be mid-way between the option vesting and expiry. Since the vesting period and contractual term of each tranche is different, the expected life for each tranche will be different. The Expected option life is calculated as (Year to Vesting + Contractual Option term) /2.		
Expected volatility	Volatility was calculated using standard deviation of daily change in stock price.			Volatility was calculated using standard deviation of daily change in stock price. The historical period considered for volatility match the expected life of the option.		

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

Particulars	Grant Date					
	8 <sup>th</sup> November, 2011	31 <sup>st</sup> October, 2012	4 <sup>th</sup> October, 2012	3 <sup>rd</sup> May, 2016	20 <sup>th</sup> May, 2017	1 <sup>st</sup> Nov, 2018
How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition.	The following factors have been considered: (a) Share price (b) Exercise prices (c) Historical volatility (d) Expected option life (e) Dividend Yield					
Model used	Black-Scholes Method					

The expected life of the share options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may not necessarily be the actual outcome.

#### Note No. 34 - Disclosure under Micro, Small and Medium Enterprises Development Act:

The details of amounts outstanding to Micro, Small and Medium Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), based on the available information with the Company are as under:

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
1. Principal amount outstanding #	0.69	1.14
2. Principal amount due and remaining unpaid	-	-
3. Interest due on (2) above and the unpaid interest	-	-
4. Interest paid on all delayed payments under the MSMED Act.	-	-
5. Payment made beyond the appointed day during the year	-	-
6. Interest due and payable for the period of delay other than (4) above	-	-
7. Interest accrued and remaining unpaid	-	-
8. Amount of further interest remaining due and payable in succeeding years	-	-

# Amounts unpaid to MSM vendors on account of retention money have not been considered for the purpose of interest calculation

#### Note No. 35 - Project status:

##### i. Kutehr Project

The Company plans to resume construction/ developmental activities of 240 MW hydro power project at Kutehr, Himachal Pradesh ("the project"). The State and Central Hydro Power Policy, 2006 has been amended by the Government of Himachal Pradesh and the Government of India, respectively. Having regard to the same, the Company has started participating in bids invited by the distribution companies and has simultaneously invited bids from contractors for development of the project. The carrying amounts related to the project as at 31<sup>st</sup> March, 2019 comprise property, plant and equipment of ₹ 3.53 crore (previous year ₹ 3.55 crore), capital work in progress of ₹ 237.77 crore (previous year ₹ 237.77 crore), capital advance of ₹ 0.07 crore (previous year ₹ 0.07 crore) and investment of ₹ 29.02 crore (previous year ₹ 29.02 crore)

##### ii. Raigarh Project:

Having regard to pending completion of the underlying power project, tying up of long-term power supply agreements and securing the fuel linkages, the Company has assessed the carrying amount of investment in equity shares of JSW Energy (Raigarh) Limited, based on the estimate regarding value by sale of freehold land, recoverability of advances for additional land acquisition on leasehold basis and deposits relating to the project and accordingly, concluded that no further impairment loss is necessary. During the previous year, an impairment loss of ₹ 23.58 crore was recognised towards the carrying amount of investment in equity shares.

## Notes

to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

### Note No. 36 - Earnings per share [Basic and Diluted]:

Particulars	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Profit attributable to equity holders of the Company [₹ crore] [A]	251.45	(444.28)
Weighted average number of equity shares for basic EPS [B]	1,640,617,153	1,640,054,795
Effect of dilution:		
Weighted average number of equity shares held through ESOP trust	35,413	-
Weighted average number of equity shares adjusted for the effect of dilution [C]	1,640,652,566	1,640,054,795
Basic Earnings Per Share [₹] - [A/B]	1.53	(2.71)
Diluted Earnings Per Share [₹] - [A/C]	1.53	(2.71)
Nominal value of an equity share [₹]	10	10

### Note No. 37 - Remuneration to auditors (excluding GST / service tax):

₹ crore

Particulars	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Audit Fees	0.69	0.65
Limited Review Fees	0.27	0.21
Tax Audit Fees	0.12	0.12
Certification Fees	0.25	0.11
Reimbursement of Expenses	0.02	0.02
	<b>1.35</b>	<b>1.11</b>

### Note No. 38 -Financial Instruments:

#### A. Financial Instruments:

##### i) Financial instruments by category:

₹ crore

Particulars	As at 31 <sup>st</sup> March, 2019				As at 31 <sup>st</sup> March, 2018			
	FVTPL	FVTOCI	Amortised cost	Total	FVTPL	FVTOCI	Amortised cost	Total
<b>Financial assets</b>								
Investment in debentures	-	-	384.50	384.50	-	-	800.00	800.00
Investments in government security	-	-	*	*	-	-	*	*
Investments in equity shares	7.77	2,052.46	-	2,060.23	7.77	2,018.15	-	2,025.92
Investment in preference shares	4.53	-	-	4.53	4.64	-	-	4.64
Investment in mutual funds	190.19	-	-	190.19	69.32	-	-	69.32
Loans**	-	-	1,063.63	1,063.63	-	-	916.83	916.83
Finance lease receivable	-	-	943.37	943.37	-	-	981.76	981.76
Security deposits	-	-	71.16	71.16	-	-	80.13	80.13
Interest receivable**	-	-	3.65	3.65	-	-	10.27	10.27
Trade receivables	-	-	554.70	554.70	-	-	488.52	488.52
Cash and cash equivalents (CCE)	-	-	69.58	69.58	-	-	81.86	81.86
Bank balances other than CCE	-	-	46.32	46.32	-	-	57.07	57.07
	<b>202.49</b>	<b>2,052.46</b>	<b>3,136.92</b>	<b>5,391.87</b>	<b>81.73</b>	<b>2,018.15</b>	<b>3,416.44</b>	<b>5,516.32</b>
<b>Financial liabilities</b>								
Borrowings	-	-	2,818.37	2,818.37	-	-	3,140.18	3,140.18
Interest rate swaps	0.36	-	-	0.36	-	1.72	-	1.72
Foreign currency options/forward contracts	27.13	-	-	27.13	2.73	0.86	-	3.59
Contingent consideration payable	177.48	-	-	177.48	177.48	-	-	177.48
Interest accrued but not due on borrowings	-	-	60.63	60.63	-	-	50.69	50.69
Unpaid dividends	-	-	1.11	1.11	-	-	0.95	0.95
Lease deposits	-	-	0.74	0.74	-	-	0.72	0.72
Payable for capital supplies/services	-	-	80.03	80.03	-	-	55.28	55.28
Trade payables	-	-	191.33	191.33	-	-	309.50	309.50
Acceptances	-	-	1,367.58	1,367.58	-	-	1,761.95	1,761.95
	<b>204.97</b>	<b>-</b>	<b>4,519.79</b>	<b>4,724.76</b>	<b>180.21</b>	<b>2.58</b>	<b>5,319.27</b>	<b>5,502.06</b>

\* less than ₹ 50,000

\*\* net of provisions

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### ii) Fair Value Hierarchy:

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are:

(a) Recognised and measured at fair value.

(b) Measured at amortised cost for which fair values are disclosed in the Standalone Financial Statements.

To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its financial instruments into three levels prescribed under the accounting standard.

#### Financial assets & liabilities measured at fair value

The carrying amount of investment in unquoted equity instrument measured at fair value (which are not disclosed below) is considered to be the same as its fair values

Particulars	₹ crore		Level	Valuation techniques and key inputs
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018		
<b>Financial assets</b>				
Investment in Mutual Funds	190.19	69.32	2	The mutual funds are valued using the closing NAV
Investment in preference shares	4.53	4.64	3	Discounted cash flow method- Future cash flows are based on terms of preference shares discounted at a rate that reflects market risk
Investment in equity shares	2,052.46	2,018.15	1	Quoted bid price in an active market
	<b>2,247.18</b>	<b>2,092.11</b>		
<b>Financial liabilities</b>				
Interest rate swaps	0.36	1.72	2	The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows earned on observable yield curves.
Currency options/ Forward contracts	27.13	3.59	2	The fair value of forward foreign exchange contracts and currency options is determined using forward exchange rates at the balance sheet date.
Contingent Consideration payable on business combination	177.48	177.48	3	Estimated based on the expected cash outflows arising from the fructification of related events
	<b>204.97</b>	<b>182.79</b>		

#### Valuation techniques and key inputs:

The above fair values were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable input including counter party credit risk.

Particulars	Valuation technique	Significant unobservable inputs	Change	Sensitivity of the input to fair value
Investment in preference shares	DCF method	Discounting rate	0.50%	0.50% increase / decrease in the discount rate would decrease / increase the fair value by ₹ 0.23 crore / ₹ 0.24 crore / ( ₹ 0.27 crore / 0.29 crore).
Contingent consideration payable	Expected cash outflow	Probability of outcome of contingent event	5.00%	If expected cash outflows were 5% higher or lower, the fair value would increase / (decrease) by ₹ 8.87 crore.

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Reconciliation of Level 3 fair value measurement:

##### i) Investment in preference shares

₹ crore

Particulars	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>Opening balance</b>	<b>4.64</b>	<b>75.21</b>
Pursuant to Scheme of arrangement (refer note 32)	-	(70.96)
Gain recognised in statement of profit and loss	(0.11)	0.39
<b>Closing balance</b>	<b>4.53</b>	<b>4.64</b>

##### ii) Contingent Consideration payable

₹ crore

Particulars	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>Opening balance</b>	<b>177.48</b>	<b>565.70</b>
Offset against loan receivable from the same party	-	(226.11)
Write back	-	(162.11)
<b>Closing balance</b>	<b>177.48</b>	<b>177.48</b>

#### Financial assets and liabilities, measured at amortised cost:

The carrying amounts of trade receivables, trade payables, capital creditors, cash and cash equivalents, other financial assets and other financial liabilities (which are not disclosed below) are considered to be the same as their fair values, due to their short term nature.

₹ crore

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018		Level
	Carrying value	Fair value	Carrying value	Fair value	
<b>Financial assets</b>					
Investment in debentures	384.50	466.85	800.00	969.52	3
Loans	881.12	907.24	734.41	780.00	3
Finance lease receivable*	943.37	940.32	981.76	993.99	3
Security deposits	33.08	36.71	30.21	29.14	3
	<b>2,242.07</b>	<b>2,351.12</b>	<b>2,546.38</b>	<b>2,772.65</b>	
<b>Financial liabilities</b>					
Borrowings *	2,818.37	2,818.71	3,140.18	3,140.33	3
Lease deposits	0.26	0.33	0.36	0.44	3
	<b>2,818.63</b>	<b>2,819.04</b>	<b>3,140.54</b>	<b>3,140.77</b>	

\* including current and non-current balances

There are no transfers between Level 1, Level 2 and Level 3 during the year.

## B Risk Management Strategies

### Financial risk management objectives

The Company's corporate 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. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The Company seeks to minimise the effects of these risks by using derivative financial instruments to hedge risk exposures, wherever required. The use of financial derivatives is governed by the company's policies approved by the board of directors, which provide written principles on foreign exchange and commodity price risk management, the use of financial derivatives and non-derivative financial instruments, and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed by the internal auditors on a continuous basis. The company does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### I. Foreign currency risk management

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters utilizing forward foreign exchange contracts and currency options as suitable.

The carrying amounts of the Company's monetary assets and monetary liabilities at the end of the reporting period are as follows:

	₹ crore				
As at 31 <sup>st</sup> March, 2019:	USD	EURO	Yen	INR	Total
<b>Financial assets</b>					
Investment in equity shares	-	-	-	2,060.24	2,060.24
Investment in mutual funds	-	-	-	190.19	190.19
Investment in preference shares	-	-	-	4.53	4.53
Investment in government securities	-	-	-	*	*
Investment in debentures	-	-	-	384.50	384.50
Trade receivables	-	-	-	554.70	554.70
Cash and cash equivalents (CCE)	-	-	-	69.58	69.58
Bank balances other than CCE	-	-	-	46.32	46.32
Loans ^	159.14	-	-	904.49	1,063.63
Security deposits	-	-	-	71.16	71.16
Finance lease receivable	-	-	-	943.37	943.37
Interest receivable ^	-	-	-	3.65	3.65
	<b>159.14</b>	-	-	<b>5,232.73</b>	<b>5,391.87</b>
<b>Financial liabilities</b>					
Interest rate swaps	0.36	-	-	-	0.36
Foreign currency forward / options contracts	27.13	-	-	-	27.13
Acceptances	1,367.58	-	-	-	1,367.58
Trade payables	75.77	1.41	0.01	114.14	191.33
Payable for capital supplies	-	-	-	80.03	80.03
Interest accrued	15.62	-	-	45.01	60.63
Borrowings	228.27	-	-	2,590.10	2,818.37
Lease deposits	-	-	-	0.74	0.74
Unpaid dividend	-	-	-	1.11	1.11
Contingent consideration payable on business combination	-	-	-	177.48	177.48
	<b>1,714.73</b>	<b>1.41</b>	<b>0.01</b>	<b>3,008.61</b>	<b>4,724.76</b>

^ Net of provisions

\* Less than ₹ 50,000

	₹ crore				
As at 31 <sup>st</sup> March, 2018:	USD	EURO	Yen	INR	Total
<b>Financial assets</b>					
Investment in mutual funds	-	-	-	69.32	69.32
Investment in preference shares	-	-	-	4.64	4.64
Investment in government securities	-	-	-	*	*
Investment in debentures	-	-	-	800.00	800.00
Trade receivables	-	-	-	488.52	488.52
Cash and cash equivalents (CCE)	-	-	-	81.86	81.86
Bank balances other than CCE	-	-	-	57.07	57.07
Loans ^	162.66	-	-	754.17	916.83
Security deposits	-	-	-	80.13	80.13
Finance lease receivable	-	-	-	981.76	981.76
Interest receivable ^	-	-	-	10.27	10.27
Investment in equity shares	-	-	-	2,025.92	2,025.92
	<b>162.66</b>	-	-	<b>5,353.66</b>	<b>5,516.32</b>

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore

As at 31 <sup>st</sup> March, 2018:	USD	EURO	Yen	INR	Total
<b>Financial liabilities</b>					
Interest rate swaps	1.72	-	-	-	1.72
Foreign currency forward / options contracts	3.59	-	-	-	3.59
Acceptances	1761.95	-	-	-	1,761.95
Trade payables	119.33	-	-	190.17	309.50
Payable for capital supplies	-	-	-	55.28	55.28
Interest accrued	9.51	-	-	41.18	50.69
Borrowings	214.65	-	-	2,925.53	3,140.18
Lease deposits	-	-	-	0.71	0.71
Unpaid dividend	-	-	-	0.95	0.95
Contingent consideration payable on business combination	-	-	-	177.48	177.48
	<b>2,110.75</b>	-	-	<b>3,391.30</b>	<b>5,502.06</b>

^ Net of provisions

\* less than ₹ 50,000

The Company uses foreign currency forward contracts to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments and foreign currency required at the settlement date of certain receivables/payables. The use of foreign currency forward contracts is governed by the Company's strategy approved by the Board of Directors, which provide principles on the use of such forward contracts consistent with the Company's risk management policy.

The Forward exchange contracts entered into by the Company and outstanding are as under:

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
No. of contracts	45	39
Type of contracts	Buy	Buy
Equivalent to USD in millions	202.28	206.70
Average exchange rate (1 USD = ₹)	71.68	65.82
Nominal value (₹ crore)	1,449.94	1,360.49
Fair value MTM (₹ crore)	(39.82)	(4.37)

The foreign exchange options contracts for buyers / suppliers credit entered into by the Company and outstanding are as under:

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
No. of contracts	-	13
Type of contracts	-	Buy
Equivalent to USD in millions	-	83.74
Average exchange rate (1 USD = ₹)	-	64.71
Nominal value (₹ crore)	-	541.90
Fair value MTM (₹ crore)	-	1.64

The foreign exchange options contracts for loan entered into by the Company and outstanding are as under:

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
No. of contracts	1	1
Type of contracts	Buy	Buy
Equivalent to USD in millions	33.00	33.00
Average exchange rate (1 USD = ₹)	69.16	65.18
Nominal value (₹ crore)	228.21	215.08
Fair value MTM (₹ crore)	12.69	0.87

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Unhedged Currency Risk position

The foreign currency exposure that have not been hedged by a derivative instrument or otherwise as at Balance sheet date are given below:

Particulars	Foreign Currency	Foreign currency equivalent		₹ crore	
		As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>1. Receivables in foreign currency</b>					
Loan to foreign subsidiary ^	USD	23,006,250	25,007,126	159.14	162.66
<b>2. Payables in foreign currency</b>					
Trade payable	USD	9,427,702	887,989	65.21	5.78
Trade payable	EURO	181,410	-	1.41	-
Trade payable	YEN	124,594	-	0.01	-
Interest accrued but not due on secured loan	USD	99,362	59,599	0.69	0.39

^ Net of Provisions

#### Foreign Currency risk Sensitivity

The following table details the Company's sensitivity to a 5% increase and decrease in the INR against the relevant foreign currencies net of hedge accounting impact. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the year-end for a 5% change in foreign currency rates, with all other variables held constant. A positive number below indicates an increase in profit or equity where INR strengthens 5% against the relevant currency. For a 5% weakening of INR against the relevant currency, there would be a comparable impact on profit or equity, and the balances below would be negative.

Particulars	For the year ended 31 <sup>st</sup> March, 2019		For the year ended 31 <sup>st</sup> March, 2018	
	5% increase	5% decrease	5% increase	5% decrease
Payables				
USD / INR	3.29	(3.29)	7.84	(7.84)
EURO / INR	0.07	(0.07)	-	-
YEN / INR*	*	*	-	-

\*Less than ₹ 50,000

## II. Interest rate risk management

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the company's long-term debt obligations with floating interest rates. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowing and through re-financing of the various term debts at regular intervals to optimise on interest cost

The Company's exposures to interest rates on financial assets and financial liabilities are detailed in the liquidity risk management section of this note.

#### Interest rate sensitivity analysis

The sensitivity analysis below have been determined based on the exposure to interest rates for non-derivative instruments at the end of the reporting period. For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

The following table provides a break-up of the Company's fixed and floating rate borrowings:

As at 31 <sup>st</sup> March, 2019	₹ crore		
	Net balance	Unamortised transaction cost	Gross balance
Fixed rate borrowings	1,298.82	1.17	1,299.99
Floating rate borrowings	1,519.55	2.45	1,522.00
<b>Total borrowings</b>	<b>2,818.37</b>	<b>3.62</b>	<b>2,821.99</b>

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore

As at 31 <sup>st</sup> March, 2018	Net balance	Unamortised transaction cost	Gross balance
Fixed rate borrowings	1,498.20	1.80	1,500.00
Floating rate borrowings	1,641.98	3.20	1,645.18
<b>Total borrowings</b>	<b>3,140.18</b>	<b>5.00</b>	<b>3,145.18</b>

If interest rates had been 50 basis points higher/lower and all other variables were held constant, the Company's profit before tax for the year ended 31<sup>st</sup> March, 2019 would decrease/increase by ₹ 6.46 crore (for the year ended 31<sup>st</sup> March, 2018: decrease/increase by ₹ 7.15 crore). This is mainly attributable to the Company's exposure to interest rates on its variable rate borrowings.

The following table detail the nominal amounts and remaining terms of interest rate swap contracts outstanding at the year-end.

Particulars	No. of contracts	Average contracted fixed interest rate (%)	Maturity date	Nominal value (₹ crore)	Fair value asset / (liabilities) (₹ crore)
As at 31 <sup>st</sup> March, 2019	1	4.12	16 <sup>th</sup> March 2020	228.27	(0.36)
As at 31 <sup>st</sup> March, 2018	1	4.12	16 <sup>th</sup> March 2020	214.65	(1.72)

### III. Credit risk management

Credit risk refers to the risk that a 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's exposure and the credit ratings of its counterparties are continuously monitored.

The State electricity distribution companies (Government companies) and related parties are the major customers of the Company and accordingly, credit risk is minimal.

Revenue from operations includes revenue aggregating to ₹ 3,726.40 crore, (previous year ₹ 3,116.74 crore) from two major customers having more than 10% of total revenue from operations of the Company.

#### *Loans and investment in debt securities:*

The Company's centralised treasury function manages the financial risks relating to the business. The treasury function focusses on capital protection, liquidity and yield maximisation. Investments of surplus funds are made only in approved counterparties within credit limits assigned for each of the counterparty. Counterparty credit limits are reviewed and approved by the Finance Committee of the company. The limits are set to minimise the concentration of risks and therefore mitigate the financial loss through counter party's potential failure to make payments

#### *Cash and cash equivalents, derivatives and financial guarantees:*

Credit risks from balances with banks and financial institutions are managed in accordance with the Company policy. For derivative and financial instruments, the Company attempts to limit the credit risk by only dealing with reputable banks and financial institutions having high credit-ratings assigned by credit-rating agencies.

In addition, the Company is exposed to credit risk in relation to financial guarantees given to banks provided by the Company. The company's maximum exposure in this respect is the maximum amount the Company could have to pay if the guarantee is called on. No amount has been recognised in the financial position as financial liabilities. (Refer note 40)

### IV. Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the Board of Directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-term, medium-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

The table below provides details regarding the remaining contractual maturities of financial liabilities as at reporting date.

₹ crore				
As at 31 <sup>st</sup> March, 2019	< 1 year	1-5 years	> 5 years	Total
<b>Financial assets</b>				
Investment in equity shares	-	-	2,060.24	2,060.24
Investment in mutual fund	190.19	-	-	190.19
Investment in preference shares	-	-	4.53	4.53
Investment in government securities	-	-	*	*
Investment in debentures	-	-	384.50	384.50
Trade receivables	554.70	-	-	554.70
Cash and cash equivalents (CCE)	69.58	-	-	69.58
Bank balances other than CCE	42.92	3.40	-	46.32
Loans	257.71	416.91	1,523.47	2,198.09
Security deposits	38.08	29.30	3.78	71.16
Finance lease receivable	97.59	362.99	1,101.54	1,562.12
Interest receivable	3.65	-	-	3.65
<b>Total assets</b>	<b>1,254.42</b>	<b>812.60</b>	<b>5,078.06</b>	<b>7,145.08</b>
<b>Financial liabilities</b>				
Interest rate swaps	0.36	-	-	0.36
Foreign currency forward / options contracts	27.13	-	-	27.13
Acceptances	1,367.58	-	-	1,367.58
Trade payables	191.33	-	-	191.33
Payable for capital supplies	80.03	-	-	80.03
Interest accrued	60.63	-	-	60.63
Borrowings	764.33	1,994.08	59.96	2,818.37
Lease deposits	0.48	-	0.26	0.74
Unpaid dividend	1.11	-	-	1.11
Contingent consideration payable on business combination	177.48	-	-	177.48
<b>Total liabilities</b>	<b>2,670.46</b>	<b>1,994.08</b>	<b>60.22</b>	<b>4,724.76</b>
Interest payout liability	230.96	318.04	3.21	552.21

\*Less than ₹ 50,000

₹ crore				
As at 31 <sup>st</sup> March, 2018	< 1 year	1-5 years	> 5 years	Total
<b>Financial assets</b>				
Investment in mutual fund	69.32	-	-	69.32
Investment in preference shares	-	-	4.64	4.64
Investment in government securities	-	-	*	*
Investment in debentures	-	-	800.00	800.00
Trade receivables	488.52	-	-	488.52
Cash and cash equivalents (CCE)	81.86	-	-	81.86
Bank balances other than CCE	56.66	0.41	-	57.07
Loans	239.18	392.67	1,406.07	2,037.92
Security deposits	49.91	28.10	2.12	80.13
Finance lease receivable	99.72	373.91	1,068.27	1,541.90
Interest receivable	10.27	-	-	10.27
Investment in equity shares	-	-	2,025.92	2,025.92
<b>Total assets</b>	<b>1,095.44</b>	<b>795.09</b>	<b>5,307.02</b>	<b>7,197.55</b>
<b>Financial liabilities</b>				
Interest rate swaps	1.72	-	-	1.72
Foreign currency forward / options contracts	3.59	-	-	3.59
Acceptances	1,761.95	-	-	1,761.95
Trade payables	309.50	-	-	309.50
Payable for capital supplies	55.28	-	-	55.28
Interest accrued	50.69	-	-	50.69
Borrowings	530.08	2,529.05	81.05	3,140.18
Lease deposits	0.35	0.12	0.24	0.71
Unpaid dividend	0.95	-	-	0.95
Contingent consideration payable on business combination	177.48	-	-	177.48
<b>Total liabilities</b>	<b>2,891.59</b>	<b>2,529.17</b>	<b>81.29</b>	<b>5,502.05</b>
Interest payout liability	259.00	468.76	2.50	730.26

\*Less than ₹ 50,000

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

The Company has hypothecated part of its trade receivables, loans, short term investments and cash and cash equivalents in order to fulfill certain collateral requirements for the banking facilities extended to the company. There is obligation to release the hypothecation on these securities to the company once these banking facilities are surrendered. (Refer note 15)

The amount of guarantees given on behalf of other parties included in Note 28 represents the maximum amount the Company could be forced to settle for the full guaranteed amount. Based on the expectation at the end of the reporting period, the Company considers that it is more likely than not that such an amount will not be payable under the arrangement.

#### V. Price Risk

a) The Company's exposure to equity price risk arises from investments held by the Company and classified in the balance sheet at fair value through OCI.

The table below summarizes the impact of increases / decreases in market price of the Company's quoted equity investments for the corresponding period. The analysis is based on the assumption that the JSW Steel Limited share price in market will on an average increase or decrease by 15% (Previous year 14%) with all other variables held constant.

Impact on other comprehensive income

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Increase in quoted market price by 15% (Previous year 14%)	307.87	282.54
Decrease in quoted market price by 15% (Previous year 14%)	(307.87)	(282.54)

b) The Company's exposure to mutual fund price risk arises from investments held by the Company and classified in the balance sheet at fair value through profit and loss.

The table below summarizes the impact of increase / decrease in NAV of Company's investment in mutual fund for the corresponding period. The analysis is based on the assumption that the NAV of mutual fund will on an average increase by 5% or decrease by 5% with all other variables held constant

Impact on Profit and Loss

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Mutual Fund NAV - Increase 5%	9.51	3.47
Mutual Fund NAV - Decrease 5%	(9.51)	(3.47)

#### VI. Fuel prices risk management

The Company is currently using imported coal from countries like Indonesia, South Africa and Australia among others. The interruption in the supply of coal due to regulatory changes, weather conditions in the sourcing country, strike by mine workers and closure of mines due to force majeure may impact the availability and/or cost of coal.

The Company regularly broadens the sources (countries/ vendors) and maintains optimum fuel mix and stock level. The company further applies prudent hedging strategies to mitigate the risk of foreign exchange fluctuations.

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 39 - Capital management:

##### Capital management

The Company being in a capital intensive industry, its objective is to maintain a strong credit rating healthy capital ratios and establish a capital structure that would maximise the return to stakeholders through optimum mix of debt and equity.

The Company's capital requirement is mainly to fund its capacity expansion, repayment of principal and interest on its borrowings and strategic acquisitions. The principal source of funding of the Company has been and is expected to continue to be, cash generated from its operations supplemented by funding from bank borrowings and the capital markets. The company is not subject to any externally imposed capital requirements.

The Company regularly considers other financing and refinancing opportunities to diversify its debt profile, reduce interest cost, align the maturity profile of its debt commensurate with the life of the asset, and closely monitors its judicious allocation amongst competing capital expansion projects and strategic acquisitions, to capture market opportunities at minimum risk.

##### Gearing ratio

The Company monitors its capital using gearing ratio, which is net debt divided by total equity as given below:

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Debt <sup>1</sup>	2,818.37	3,140.18
Cash and bank balances (including current investment in liquid mutual fund) <sup>2</sup>	289.77	195.08
<b>Net debt<sup>(1-2)</sup></b>	<b>2,528.60</b>	<b>2,945.10</b>
<b>Total equity<sup>3</sup></b>	<b>10,167.48</b>	<b>9,877.47</b>
<b>Net debt to equity ratio</b>	<b>0.25</b>	<b>0.30</b>

1 Debt includes long-term and short-term borrowings (Refer note 15)

2 Includes cash and cash equivalents, balances in bank deposits (other than earmarked deposits) and investments in mutual fund.

3 Includes equity share capital and other equity

#### Note No. 40 Related party disclosure:

##### List of Related Parties

###### i. Subsidiaries

- 1 JSW Power Trading Company Limited (formerly known as JSW Green Energy Limited) [Refer note 32]
- 2 JSW Energy (Barmer) Limited (Formerly known as Raj WestPower Limited)
- 3 Jaigad PowerTransco Limited
- 4 JSW Energy (Raigarh) Limited
- 5 JSW Energy (Kutehr) Limited
- 6 JSW Energy Natural Resources (BVI) Limited (upto 4<sup>th</sup> April, 2017)
- 7 JSW Hydro Energy Limited (Formerly known as Himachal Baspa Power Company Limited)
- 8 JSW Energy Minerals Mauritius Limited (upto 18<sup>th</sup> June, 2018)
- 9 JSW Energy Natural Resources Mauritius Limited
- 10 JSW Energy Natural Resources South Africa (Pty) Limited
- 11 South African Coal Mining Holdings Limited
- 12 Royal Bafokeng Capital (Pty) Limited
- 13 Ilanga Coal Mines Proprietary Limited (upto 18<sup>th</sup> July, 2017)
- 14 Jigmining Operations No.1 Proprietary Limited
- 15 Jigmining Operations No.3 Proprietary Limited (upto 25<sup>th</sup> August, 2017)
- 16 Mainsail Trading 55 (Pty) Limited
- 17 SACM (Breyten) Proprietary Limited
- 18 SACM (Newcastle) Proprietary Limited (upto 18<sup>th</sup> September, 2017)
- 19 South African Coal Mining Equipment Company Proprietary Limited (upto 10<sup>th</sup> September, 2018 )
- 20 Umlabu Colliery Proprietary Limited
- 21 Voorslag Coal Handling Proprietary Limited (upto 12<sup>th</sup> July, 2017)
- 22 Yomhlaba Coal Proprietary Limited
- 23 South African Coal Mining Operations Proprietary Limited
- 24 JSW Energy Natural Resources UK Limited (upto 29<sup>th</sup> August, 2017)
- 25 Minerals & Energy Swaziland Proprietary Limited (upto 30<sup>th</sup> November, 2018)

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

- 26 JSW Solar Limited (w.e.f. 1<sup>st</sup> January, 2018)  
 27 JSW Electric Vehicles Private Limited (w.e.f. 5<sup>th</sup> March, 2018)

#### ii. Joint Venture / Associate

- 1 Barmer Lignite Mining Company Limited (Joint Venture)  
 2 Toshiba JSW Power Systems Private Limited (Associate)

#### iii. Key Managerial Personnel

- 1 Mr. Sajjan Jindal – Chairman & Managing Director  
 2 Mr. Prashant Jain – Jt. Managing Director & CEO (w.e.f. 16<sup>th</sup> June, 2017)  
 3 Mr. Sanjay Sagar – Jt. Managing Director & CEO (upto 15<sup>th</sup> June, 2017)  
 4 Mr. Jyoti Kumar Agarwal  
 - Chief Financial Officer - (upto 10<sup>th</sup> August, 2017)  
 - Director Finance - (w.e.f. 11<sup>th</sup> August, 2017)  
 5 Ms. Monica Chopra – Company Secretary  
 6 Mr. Nirmal Kumar Jain – Non Executive Non Independent Director  
 7 Ms. Tanvi Shete - Non Executive Non Independent Director (upto 19<sup>th</sup> July, 2018)  
 8 Mr. Chandan Bhattacharya - Independent Director  
 9 Ms. Sheila Sangwan - Independent Director  
 10 Ms. Shailaja Chandra - Independent Director  
 11 Mr. Rakesh Nath - Independent Director  
 12 Mr. Sattiraju Seshagiri Rao - Independent Director (w.e.f. 3<sup>rd</sup> May, 2018)  
 13 Mr. Uday Chitale - Independent Director (upto 23<sup>rd</sup> April, 2018)

#### Related parties with whom the Company has entered into transactions during the year:

#### iv Enterprises over which key management personnel and relatives of such personnel exercise significant influence:

- 1 JSW Steel Limited  
 2 JSW Cement Limited  
 3 JSW Realty & Infrastructure Private Limited  
 4 JSW Jaigarh Port Limited  
 5 JSW Infrastructure Limited  
 6 South West Port Limited  
 7 South West Mining Limited  
 8 JSW Green Private Limited  
 9 JSW Foundation  
 10 Jindal Vidya Mandir  
 11 Amba River Coke Limited  
 12 JSW International Trade Corp Pte Limited  
 13 JSW Steel Coated Products Limited  
 14 JSW Global Business Solutions Limited  
 15 Jindal Steel & Power Limited  
 16 JSW IP Holdings Private Limited  
 17 Heal Institute Private Limited  
 18 Gagan Trading Company Limited  
 19 JSW Energy (Bengal) Limited  
 20 JSW Projects Limited  
 21 JSW Techno Projects Management Limited

#### A) Transactions during the year

₹ crore

Particulars	Relationship	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>1 Sale of power/ material to:</b>			
JSW Steel Limited	Others **	2,263.21	1,771.18
JSW Power Trading Company Limited [Refer note 32]	Subsidiary	934.58	832.21
JSW Cement Limited	Others **	76.23	57.76
JSW Steel Coated Products Limited	Others **	185.06	118.86
Amba River Coke Limited	Others **	149.01	126.66
JSW Energy (Barmer) Limited	Subsidiary	2.97	-
South West Mining Limited	Others **	7.68	-

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore

Particulars	Relationship	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>2 Service rendered:</b>			
<b>i) Operator fee from:</b>			
JSW Steel Limited	Others **	168.94	158.54
<b>ii) Other services:</b>			
Toshiba JSW Power Systems Private Limited	Associate	0.44	4.50
South West Mining Limited	Others **	2.54	1.56
<b>3 Purchase of fuel / goods:</b>			
JSW Steel Limited	Others **	524.47	409.72
JSW Cement Limited	Others **	1.99	0.85
Jindal Steel & Power Limited	Others **	1.22	-
JSW International Trade Corp Pte Limited	Others **	2,446.43	1,913.05
JSW Steel Coated Products Limited	Others **	6.66	-
South West Mining Limited	Others **	0.09	-
JSW Solar Limited	Subsidiary	11.43	-
<b>4 Rebate on sale of power:</b>			
JSW Power Trading Company Limited [Refer note 32]	Subsidiary	3.53	4.19
<b>5 Service received from:</b>			
South West Port Limited	Others **	5.72	16.61
JSW Jaigarh Port Limited	Others **	162.29	171.19
JSW Green Private Limited	Others **	0.91	0.84
JSW Global Business Solutions Private Limited	Others **	3.02	3.55
JSW Infrastructure Limited	Others **	11.48	-
<b>6 Interest received on overdue receivables:</b>			
JSW Steel Limited	Others **	-	0.01
JSW Power Trading Company Limited [Refer note 32]	Subsidiary	2.82	43.38
JSW Steel Coated Products Limited	Others **	-	0.01
JSW Cement Limited	Others **	0.19	0.11
<b>7 Interest received on loan / debentures:</b>			
JSW Energy Minerals Mauritius Limited	Subsidiary	-	6.08
JSW Energy (Barmer) Limited	Subsidiary	45.82	53.61
South West Mining Limited	Others **	4.68	20.99
JSW Global Business Solutions Limited	Others **	0.46	0.51
JSW Hydro Energy Limited	Subsidiary	72.18	116.86
JSW Energy (Raigarh) Limited	Subsidiary	0.05	0.01
Jindal Steel & Power Limited	Others **	41.79	47.95
JSW Energy Natural Resources Mauritius Limited	Subsidiary	7.44	-
JSW Energy (Kutehr) Limited	Subsidiary	0.03	-
JSW Solar Limited	Subsidiary	0.54	-
JSW Electric Vehicles Private Limited	Subsidiary	0.01	-
<b>8 Rent paid / (received) (net):</b>			
JSW Realty & Infrastructure Private Limited	Others **	0.57	0.52
JSW Steel Limited	Others **	*	(0.01)
JSW Jaigarh Port Limited	Others **	*	*
Jaigad PowerTransco Limited	Subsidiary	*	*
Gagan Trading Company Limited	Others **	1.48	1.34
<b>9 Donation / CSR expenses:</b>			
JSW Foundation	Others **	5.02	2.90
Jindal Vidya Mandir	Others **	0.94	1.00
Heal Institute Private Limited	Others **	-	0.14
<b>10 Commission expenses:</b>			
JSW Power Trading Company Limited [Refer note 32]	Subsidiary	-	0.04

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore

Particulars	Relationship	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>11 Reimbursement received from / (paid to):</b>			
JSW Energy (Raigarh) Limited	Subsidiary	-	(0.01)
JSW Energy (Barmer) Limited	Subsidiary	8.52	3.22
Jaigad PowerTransco Limited	Subsidiary	0.15	0.04
JSW Power Trading Company Limited [Refer note 32]	Subsidiary	(0.14)	(0.27)
JSW Steel Limited	Others **	23.58	9.96
JSW Cement Limited	Others **	(1.08)	0.14
JSW Jaigarh Port Limited	Others **	-	0.65
South West Mining Limited	Others **	(0.01)	(0.15)
JSW Infrastructure Limited	Others **	0.69	0.13
JSW Steel Coated Products Limited	Others **	0.47	-
JSW Hydro Energy Limited	Subsidiary	3.56	1.73
JSW Global Business Solutions Limited	Others **	-	(0.12)
JSW Projects Limited	Others **	-	*
JSW Techno Projects Management Limited	Others **	-	(0.09)
JSW Energy (Bengal) Limited	Others **	-	(0.05)
JSW Solar Limited	Subsidiary	0.96	-
<b>12 Security deposit paid / (refund):</b>			
JSW Jaigarh Port Limited	Others **	(10.00)	(15.00)
Gagan Trading Company Limited	Others **	(0.45)	(0.86)
<b>13 Lease deposit received:</b>			
JSW Jaigarh Port Limited	Others **	-	5.00
<b>14 Loan given to:</b>			
JSW Energy (Kutehr) Limited	Subsidiary	0.80	-
JSW Global Business Solutions Limited	Others **	-	0.40
JSW Energy (Barmer) Limited	Subsidiary	2,567.29	557.43
South West Mining Limited	Others **	150.00	186.90
Jindal Steel & Power Limited	Others **	-	130.90
JSW Energy Minerals Mauritius Limited	Subsidiary	-	15.47
JSW Energy (Raigarh) Limited	Subsidiary	0.25	0.35
JSW Solar Limited	Subsidiary	13.72	-
JSW Electric Vehicles Private Limited	Subsidiary	0.17	-
<b>15 Loan repaid:</b>			
JSW Global Business Solutions Limited	Others **	0.74	0.74
JSW Energy (Barmer) Limited	Subsidiary	2,567.29	536.23
South West Mining Limited	Others **	-	400.57
Jindal Steel & Power Limited	Others **	50.00	122.77
JSW Energy Minerals Mauritius Limited	Subsidiary	-	2.92
JSW Energy (Bengal) Limited	Others **	-	78.60
JSW Energy Natural Resources Mauritius Limited	Subsidiary	6.99	-
JSW Solar Limited	Subsidiary	13.72	-
<b>16 Investment in equity share capital:</b>			
JSW Steel Limited [Refer note 32]	Others **	34.31	2,018.15
JSW Power Trading Company Limited [Refer note 32]	Subsidiary	-	(70.02)
<b>17 Investment in preference share capital:</b>			
JSW Realty & Infrastructure Private Limited	Others **	0.23	0.21
<b>18 Cancellation of preference share capital:</b>			
JSW Power Trading Company Limited [Refer note 32]	Subsidiary	-	73.37
<b>19 Redemption of debentures:</b>			
JSW Hydro Energy Limited	Subsidiary	415.50	100.00
<b>20 Security &amp; collateral provided to/(released):</b>			
JSW Energy (Barmer) Limited	Subsidiary	29.22	(687.05)

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore			
Particulars	Relationship	For the year ended	For the year ended
		31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
JSW Hydro Energy Limited	Subsidiary	(97.30)	(62.63)
South West Mining Limited	Others **	(58.00)	178.66
<b>21 Allowances for impairment in value of Investments</b>			
JSW Energy (Raigarh) Limited	Subsidiary	-	23.58
Toshiba JSW Power Systems Private Limited	Associate	-	100.23
<b>22 Loss allowance provision - Loan/ interest receivable</b>			
JSW Energy Minerals Mauritius Limited	Subsidiary	(183.19)	141.00
JSW Energy Natural Resources Mauritius Limited	Subsidiary	172.63	-
<b>23 Investment in equity written off:</b>			
JSW Energy Natural Resources (BVI) Limited	Subsidiary	-	3.63
JSW Energy Minerals Mauritius Limited	Subsidiary	42.11	-
JSW Energy Natural Resources Mauritius Limited	Subsidiary	27.91	-
<b>24 Loan written off:</b>			
JSW Energy (Bengal) Limited	Others **	-	1.52
JSW Energy Natural Resources Mauritius Limited	Subsidiary	44.44	-
<b>25 Advertisement / branding expenses:</b>			
JSW IP Holdings Private Limited	Others **	6.43	5.93
<b>26 Dividend received:</b>			
Jaigad PowerTransco Limited	Subsidiary	10.18	45.79
JSW Steel Limited [Refer note 32]	Others **	22.41	15.76
<b>27 Advance received from customer for power purchase:</b>			
JSW Power Trading Company Limited [Refer note 32]	Subsidiary	118.36	119.02

\*less than ₹ 50,000

\*\* Enterprises over which Key Management Personnel and relatives of such personnel exercise significant influence.

#### B) The remuneration to key managerial personnel during the year was as follows:

₹ crore			
Particulars	For the year ended	For the year ended	
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018	
1 Short-term benefits	16.32	16.30	
2 Post-employment benefits	0.83	0.81	
3 Sitting Fees	0.48	0.58	
4 Commission to Directors	1.20	1.02	

1 The above figures do not include provisions for gratuity, group mediclaim, group personal accident and compensated absences as the same is not determinable.

2 The Company has accrued ₹ 2.13 crore (previous year ₹ 0.09 crore) in respect of employee stock options granted to Joint Managing Director & CEO, Director (Finance), by the company and the related party and to the Company Secretary by the Company. The same has not been considered as managerial remuneration of the current year as defined under section 2 (78) of the Companies Act 2013 as the options have not been exercised.

#### C) Closing Balances

₹ crore			
Particulars	Relationship	As at	As at
		31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
<b>1 Trade payables:</b>			
JSW Jaigarh Port Limited	Others **	29.80	1.91
JSL Lifestyle Limited	Others **	*	*
JSW Techno Projects Management Limited	Others **	0.09	0.09
JSoft Solutions Limited	Others **	1.40	1.40
JSW Infrastructure Limited	Others **	0.44	0.20
JSW International Trade Corp Pte Limited	Others **	1.88	10.59
JSW Realty & Infrastructure Private Limited	Others **	0.65	0.53
JSW Global Business Solutions Limited	Others **	0.43	0.13
JSW Green Private Limited	Others **	0.10	0.08
South West Mining Limited	Others **	-	0.03

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore

Particulars	Relationship	As at	
		31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
Gagan Trading Company Limited	Others **	0.22	0.11
JSW Energy (Raigarh) Limited	Subsidiary	-	0.01
JSW Foundation	Others **	1.03	-
South West Port Limited	Others **	1.17	-
Jindal Vidya Mandir	Others **	*	-
JSW Solar Limited	Subsidiary	0.55	-
JSW Steel Limited	Others **	0.21	-
JSW Steel Coated Products Limited	Others **	0.46	-
<b>2 Trade receivables:</b>			
JSW Steel Limited	Others **	219.15	160.34
JSW Cement Limited	Others **	44.18	8.24
Toshiba JSW Power Systems Private Limited	Associate	-	2.66
JSW Steel Coated Products Limited	Others **	16.44	16.42
Amba River Coke Limited	Others **	13.91	-
<b>3 Financial Assets</b>			
JSW Projects Limited	Others **	0.01	*
South West Port Limited	Others **	-	0.15
JSW Energy (Barmer) Limited	Subsidiary	3.85	1.68
JSW Hydro Energy Limited	Subsidiary	5.13	1.64
JSW Power Trading Company Limited [Refer note 32]	Subsidiary	-	*
JSW IP Holdings Private Limited	Others **	0.72	0.41
Jindal Steel & Power Limited	Others **	0.06	0.11
Jindal Stainless Limited	Others **	0.01	0.01
Jaigad PowerTransco Limited	Subsidiary	*	0.02
Amba River Coke Limited	Others **	-	13.42
MJSJ Coal Limited	Others **	0.02	0.02
<b>4 Advance from customers</b>			
JSW Power Trading Company Limited [Refer note 32]	Subsidiary	118.36	119.02
<b>5 Security deposit placed with:</b>			
JSW Steel Limited	Others **	2.29	2.12
JSW Realty & Infrastructure Private Limited	Others **	8.02	7.35
JSW Jaigarh Port Limited	Others **	21.18	29.50
JSW IP Holdings Private Limited	Others **	0.90	0.90
Gagan Trading Company Limited	Others **	8.26	9.85
<b>6 Lease deposit from:</b>			
JSW Steel Limited	Others **	0.06	0.06
Jaigad PowerTransco Limited	Subsidiary	0.09	0.09
JSW Jaigarh Port Limited	Others **	0.22	0.21
JSW Infrastructure Limited	Others **	0.35	0.35
Jindal Vidya Mandir	Others **	*	*
<b>7 Investment in equity share capital:</b>			
JSW Steel Limited	Others **	2,052.46	2,018.15
JSW Hydro Energy Limited	Subsidiary	2,046.01	2,046.01
JSW Energy (Barmer) Limited	Subsidiary	1,726.05	1,726.05
Jaigad PowerTransco Limited	Subsidiary	101.75	101.75
JSW Energy (Raigarh) Limited	Subsidiary	113.83	113.83
JSW Energy (Kutehr) Limited	Subsidiary	29.02	29.02
JSW Power Trading Company Limited [Refer note 32]	Subsidiary	70.05	70.05
JSW Energy Mineral Mauritius Limited	Subsidiary	-	42.11
Toshiba JSW Power Systems Private Limited	Associate	100.23	100.23

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

Particulars	Relationship	₹ crore	
		As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
JSW Solar Limited	Subsidiary	0.01	0.01
JSW Electric Vehicles Private Limited	Subsidiary	0.01	0.01
JSW Energy Natural Resources Mauritius Limited	Subsidiary	*	-
MJSJ Coal Limited	Others **	10.46	10.46
<b>8 Investment in preference share capital:</b>			
JSW Power Trading Company Limited [Refer note 32]	Subsidiary	2.24	2.59
JSW Realty & Infrastructure Private Limited	Others **	2.29	2.05
<b>9 Investment in debenture:</b>			
JSW Hydro Energy Limited	Subsidiary	384.50	800.00
<b>10 Security &amp; collateral provided to:</b>			
JSW Energy (Barmer) Limited	Subsidiary	29.22	-
JSW Hydro Energy Limited	Subsidiary	176.07	273.37
South West Mining Limited	Others **	200.50	258.50
<b>11 Loans / advances to:</b>			
JSW Energy Minerals Mauritius Limited	Subsidiary	-	343.76
JSW Energy Natural Resources Mauritius Limited	Subsidiary	322.34	-
JSW Energy (Barmer) Limited	Subsidiary	567.64	567.64
JSW Power Trading Company Limited [Refer note 32]	Subsidiary	4.08	4.08
South West Mining Limited	Others **	150.00	-
JSW Global Business Solutions Limited	Others **	3.77	4.52
Jindal Steel & Power Limited (Refer Note 28 (B) (ii)(a))	Others **	331.13	381.13
JSW Energy (Raigarh) Limited	Subsidiary	0.60	-
JSW Energy (Kutehr) Limited	Subsidiary	0.80	-
JSW Electric Vehicles Private Limited	Subsidiary	0.17	-
<b>12 Interest receivable on loan:</b>			
JSW Energy Minerals Mauritius Limited	Subsidiary	-	2.08
JSW Energy (Barmer) Limited	Subsidiary	1.93	-
Jindal Steel & Power Limited	Others **	1.05	1.23
JSW Electric Vehicles Private Limited	Subsidiary	0.01	-
JSW Energy (Kutehr) Limited	Subsidiary	0.02	-
JSW Energy (Raigarh) Limited	Subsidiary	0.06	0.02
JSW Energy Natural Resources Mauritius Limited	Subsidiary	9.43	-
<b>13 Provision for diminution in value of Investments:</b>			
JSW Energy (Raigarh) Limited	Subsidiary	23.58	23.58
Toshiba JSW Power Systems Private Limited	Associate	100.23	100.23
JSW Electric Vehicles Private Limited	Subsidiary	0.01	-
JSW Energy Minerals Mauritius Limited	Subsidiary	-	42.11
MJSJ Coal Limited	Others **	3.94	3.94
<b>14 Loss allowances provision- loan/interest receivables:</b>			
JSW Energy Minerals Mauritius Limited	Subsidiary	-	183.19
JSW Electric Vehicles Private Limited	Subsidiary	0.17	-
JSW Energy Natural Resources Mauritius Limited	Subsidiary	172.63	-

\*less than ₹ 50,000

\*\* Enterprises over which Key Management Personnel and relatives of such personnel exercise significant influence.

Note:

- Terms and conditions of outstanding balances: all outstanding balances are unsecured and payable in cash.
- For outstanding commitment with related party - refer note 28 (B) (ii)

## Notes

### to the Standalone Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 41 - Operating segment

The Company is in the business of generation of power and related activities having similar economic characteristics primarily operated within India and regularly reviewed by Chief Operating Decision Maker for assessment of Company's performance and resource allocation. Accordingly, the Company has only one business segment.

The information relating to revenue from external customers of its single reportable segment has been disclosed as below:

#### a) Revenue from operations

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Within India	5,118.33	4,211.32
Outside India	-	0.73
	<b>5,118.33</b>	<b>4,212.05</b>

#### b) Non-current operating assets

All non-current assets other than financial instruments, deferred tax assets of the Company are located in India.

#### For and on behalf of Board of Directors

**Prashant Jain**  
Jt. Managing Director & CEO  
[DIN: 01281621]

**Sajjan Jindal**  
Chairman and Managing Director  
[DIN: 00017762]

**Monica Chopra**  
Company Secretary

**Jyoti Kumar Agarwal**  
Director Finance  
[DIN:01911652]

Place : Mumbai  
Date : May 16, 2019

# Independent Auditor's Report

## TO THE MEMBERS OF JSW ENERGY LIMITED

### Report on the Audit of the Consolidated Financial Statements

#### Opinion

We have audited the accompanying consolidated financial statements of JSW Energy Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") which includes the Group's share of profit in its associate and joint venture, which comprise the Consolidated Balance Sheet as at 31<sup>st</sup> March 2019, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year then ended, and a summary of significant accounting policies and other explanatory information, and which includes joint operations of the Group accounted on proportionate basis.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements of the subsidiaries, associate and joint venture referred to in the Other Matters section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ('Ind AS'), and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at 31<sup>st</sup> March 2019, and their consolidated profit, their consolidated total comprehensive income, their consolidated changes in

equity and their consolidated cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the sub-paragraph (a) of the Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Description of key audit matter	Auditors' response
<p><b>Revenue recognition</b></p> <p>The Group has certain disputes with customers regarding determination of tariff under power supply arrangements, which involve significant judgement to determine the possible outcome.</p> <p>[Refer note 3 to the consolidated financial statements for the critical accounting judgement involved and note 34 (A) (1) (b) to the consolidated financial statements for contingent liability disclosures]</p>	<p>Audit procedures included but were not limited to:</p> <ul style="list-style-type: none"> <li>Evaluating the design and implementation, and testing the operating effectiveness of the relevant controls over recognition of revenue as per the terms of power supply arrangements and ongoing assessment of possible outcome in case of dispute.</li> <li>Evaluating the Management's assessment about possible outcome of disputes with customers with regard to determination of tariff by inquiry of the management including in-house legal counsel, reviewing minutes of the meetings of those charged with governance and reading legal advice obtained by the Group from the external experts, and independent confirmations from the external legal counsel on a test check basis.</li> <li>Assessing adequacy and appropriateness of the disclosures in the consolidated financial statements.</li> </ul>

Description of key audit matter	Auditors' response
<p><b>Assessment whether Power Purchase Agreements contains lease</b></p> <p>The group has entered into a long-term power purchase agreement to tie up the capacity of a hydro power plant.</p> <p>The management exercised significant judgement based on interpretation of contractual terms and other relevant facts for determining whether such agreements contained a lease.</p> <p>[Refer note 3 to the consolidated financial statements for the critical accounting judgement involved].</p>	<p>Audit procedures included but were not limited to:</p> <ul style="list-style-type: none"> <li>Evaluating the design and implementation, and testing the operating effectiveness of the relevant controls over Management's assessment as to whether the power purchase agreement contains lease.</li> <li>Critically assessing contractual terms, other relevant facts, and the rights and obligations of the parties under the agreements including opinions of external legal experts obtained by the Group with respect to interpretation of terms of the agreements.</li> <li>Assessing adequacy and appropriateness of the disclosures in the consolidated financial statements.</li> </ul>

### Information Other than the Financial Statements and Auditor's Report Thereon

- The Parent's Board of Directors is responsible for the other information. The other information comprises the information included in the Key Performance Indicators, Value- Creation Model, Strategic Focus Areas and Enablers, Creating Optimal Value through a Robust Balance Sheet, Steadily Improving Our Operational Excellence, Financial Capital, Social and Relationship Capital, Management Discussion and Analysis, Directors' Report, Business Responsibility Report and Report on Corporate Governance but does not include the consolidated financial statements, standalone financial statements and our auditor's reports thereon.
- Our opinion on the consolidated 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 consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiaries, joint venture and associate audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to the subsidiaries, joint venture and associate, is traced from their financial statements audited by the other auditors.
- 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.

### Management's Responsibility for the Consolidated Financial Statements

The Parent's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flows of the Group including its associate and joint venture in accordance with the Ind AS and other accounting principles generally accepted in India.

The respective Board of Directors of the companies included in the Group and of its associate and joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group, its associate and joint venture and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and of its associate and joint venture are responsible for assessing the ability of the Group and of its associate and joint venture to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the

management either intends to liquidate or cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associate and joint venture are also responsible for overseeing the financial reporting process of the Group and of its associate and joint venture.

### **Auditor's Responsibility for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated 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 consolidated 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 misstatement of the consolidated 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 financial 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 Parent has adequate internal financial controls system 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 the 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 ability of the Group and its associate and joint venture 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 consolidated 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 Group and its associate and joint venture to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associate and joint venture to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by the other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Parent and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in the 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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Other Matters

- (a) We did not audit the financial statements of 8 subsidiaries, whose financial statements reflect total assets of ₹ 15,152.80 crore as at 31<sup>st</sup> March 2019, total revenue of ₹ 5,066.42 crore and net cash outflows amounting to ₹ 74.89 crore for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by the other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, is based solely on the reports of the other auditors.
- (b) We did not audit the financial statements/ financial information of 13 subsidiaries, whose financial statements/ financial information reflect total assets of ₹ 164.11 crore as at 31<sup>st</sup> March 2019, total revenue of ₹ 55.36 crore and net cash outflows amounting to ₹ 4.93 crore for the year ended on that date, as considered in the consolidated financial statements. The consolidated financial statements also include the Group's share of net profit of ₹ 31.93 crore and total comprehensive income of ₹ 31.93 crore for the year ended 31<sup>st</sup> March 2019, as considered in the consolidated financial statements, in respect of an associate and a joint venture, whose financial statements have not been audited by us. These financial statements / financial information are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, associate and joint venture, is based solely on such unaudited financial statements/

financial information. In our opinion and according to the information and explanations given to us by the Management, these financial statements/ financial information are not material to the Group.

Our opinion on the consolidated financial statements above, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements / financial information certified by the Management.

### Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements of subsidiary companies incorporated in India, referred to in the Other matters section above, 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 of the aforesaid consolidated financial statements.
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.
- (e) On the basis of the written representations received from the directors of the Parent as on 31<sup>st</sup> March 2019 taken on record by the Board of Directors of the Parent and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of these entities is disqualified as on 31<sup>st</sup> March 2019 from being appointed as a director in terms of Section 164(2) of the Act.

- (f) With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls, refer to our separate Report in "Annexure A", which is based on the auditors' reports of the Parent and subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls over financial reporting of those companies.
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Parent to its directors during the year is in accordance with the provisions of section 197 of the Act.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associate and joint venture;
  - ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Parent and its subsidiary companies, incorporated in India.

**For DELOITTE HASKINS & SELLS LLP**

Chartered Accountants

(Firm's Registration No. 117366W/ W-100018)

**Samir R. Shah**

Partner

Mumbai, May 16, 2019

(Membership No. 101708)

## Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

In conjunction with our audit of the consolidated financial statements of JSW Energy Limited (hereinafter referred to as "the Parent") as of and for the year ended 31<sup>st</sup> March 2019, we have audited the internal financial controls over financial reporting of the Parent and its subsidiary companies, which are companies incorporated in India, as of that date.

#### Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent, its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective companies 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 respective 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.

#### Auditors' Responsibility

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Parent and its subsidiary companies, which are companies incorporated in India, 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") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 over financial reporting 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 system over financial reporting and their operating effectiveness. Our audit of internal financial controls over

financial reporting included obtaining an understanding of internal financial controls over financial reporting, 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 and the audit evidence obtained by the other auditors of the subsidiary companies, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Parent and its subsidiary companies, which are companies incorporated in India.

#### Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial controls over financial reporting 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 over financial reporting of the company 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 Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting 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 to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the Parent and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March 2019, based on the internal control over financial reporting criteria established by the respective companies 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.

## Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal

financial controls over financial reporting insofar as it relates to 8 subsidiary companies, which are companies incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of the above matter.

**For DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants  
(Firm's Registration No. 117366W/ W-100018)

**Samir R. Shah**  
Partner

Mumbai, May 16, 2019

(Membership No. 101708)

## Consolidated Balance Sheet

 as at 31<sup>st</sup> March, 2019

₹ crore

Particulars	Notes	As at	
		31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
<b>A ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Property, plant and equipment	4A	16,289.96	17,296.98
(b) Capital work-in-progress	4B	399.97	293.53
(c) Goodwill	5	639.82	639.82
(d) Other intangible assets	6	894.76	940.59
(e) Financial assets			
(i) Investments			
- Investments in an associate and joint ventures	7A	-	-
- Other investments	7B	2,108.26	2,078.17
(ii) Loans	8	720.59	571.41
(iii) Other financial assets	9	1,187.06	1,609.21
(f) Income tax assets (net)	10A	64.15	38.09
(g) Other non-current assets	11	513.30	542.61
<b>Total non - current assets</b>		<b>22,817.87</b>	<b>24,010.41</b>
<b>2 Current assets</b>			
(a) Inventories	12	454.73	535.54
(b) Financial assets			
(i) Investments	7B	342.27	336.83
(ii) Trade receivables	13	1,427.75	1,151.22
(iii) Cash and cash equivalents	14A	132.16	224.27
(iv) Bank balances other than (iii) above	14B	71.41	86.76
(v) Loans	8	178.42	178.34
(vi) Other financial assets	9	424.72	120.06
(c) Other current assets	11	76.75	77.50
<b>Total current assets</b>		<b>3,108.21</b>	<b>2,710.52</b>
<b>Total assets</b>		<b>25,926.08</b>	<b>26,720.93</b>
<b>B EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	15A	1,640.87	1,640.05
(b) Other equity	15B	10,181.37	9,469.65
<b>Equity attributable to owners of the parent</b>		<b>11,822.24</b>	<b>11,109.70</b>
Non-controlling interests	31	(12.03)	(3.94)
<b>Total equity</b>		<b>11,810.21</b>	<b>11,105.76</b>
<b>Liabilities</b>			
<b>1 Non-current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	16	9,240.35	10,821.00
(ii) Other financial liabilities	17	0.17	0.26
(b) Provisions	18	70.02	99.84
(c) Deferred tax liabilities (net)	19	456.09	427.96
(d) Other non-current liabilities	20	6.07	6.62
<b>Total non - current liabilities</b>		<b>9,772.70</b>	<b>11,355.68</b>
<b>2 Current liabilities</b>			
(a) Financial liabilities			
(i) Borrowings	16	-	8.19
(ii) Trade payables	21	1,839.52	2,327.13
(iii) Other financial liabilities	17	2,366.19	1,802.41
(b) Other current liabilities	20	66.08	55.04
(c) Provisions	18	31.33	31.44
(d) Current tax liabilities (net)	10B	40.05	35.28
<b>Total current liabilities</b>		<b>4,343.17</b>	<b>4,259.49</b>
<b>Total liabilities</b>		<b>14,115.87</b>	<b>15,615.17</b>
<b>Total equity and liabilities</b>		<b>25,926.08</b>	<b>26,720.93</b>

See accompanying notes to the consolidated financial statements

 In terms of our report attached  
**For Deloitte Haskins & Sells LLP**  
 Chartered Accountants

For and on behalf of Board of Directors

**Samir R. Shah**  
 Partner

**Prashant Jain**  
 Jt. Managing Director & CEO  
 [DIN: 01281621]

**Sajjan Jindal**  
 Chairman and Managing Director  
 [DIN: 00017762]

**Monica Chopra**  
 Company Secretary

**Jyoti Kumar Agarwal**  
 Director Finance  
 [DIN:01911652]  
 Place : Mumbai  
 Date : May 16, 2019

 Place : Mumbai  
 Date : May 16, 2019

## Consolidated Statement of Profit and Loss

for the year ended 31<sup>st</sup> March, 2019

₹ crore, except share data and as stated otherwise

Particulars	Notes	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>1 Income</b>			
(a) Revenue from operations	22	9,137.59	8,048.96
(b) Other income	23	367.97	465.02
<b>Total income</b>		<b>9,505.56</b>	<b>8,513.98</b>
<b>2 Expenses</b>			
(a) Fuel cost		5,356.22	4,338.87
(b) Purchase of power		78.50	74.58
(c) Employee benefits expense	24	243.58	215.09
(d) Finance costs	25	1,192.40	1,455.91
(e) Depreciation and amortisation expense	26	1,163.69	966.08
(f) Other expenses	27	606.17	657.88
<b>Total expenses</b>		<b>8,640.56</b>	<b>7,708.41</b>
<b>3 Share of profit / (loss) of joint venture and an associate</b>		31.93	(49.49)
<b>4 Profit before tax and exceptional items</b>		<b>896.93</b>	<b>756.08</b>
<b>5 Exceptional items (net)</b>	28	-	417.94
<b>6 Profit before tax</b>		<b>896.93</b>	<b>338.14</b>
<b>7 Tax expense</b>	29		
(a) Current tax		179.39	210.76
(b) Deferred tax		27.71	58.74
(c) Deferred tax (recoverable) / adjustable in future tariff		5.34	(16.27)
<b>8 Profit for the year</b>		<b>684.49</b>	<b>84.91</b>
<b>9 Attributable to:</b>			
Owners of the parent		695.13	77.97
Non controlling interests	31	(10.64)	6.94
<b>10 Other comprehensive income</b>			
<b>a) (i) Items that will not be reclassified to profit or loss</b>			
(a) Remeasurements of the net defined benefit plans		(2.05)	0.74
(b) Equity instruments through other comprehensive income		34.30	700.03
(ii) Income tax relating to items that will not be reclassified to profit or loss		0.44	(0.13)
<b>Total (a)</b>		<b>32.69</b>	<b>700.64</b>
<b>b) (i) Items that will be reclassified to profit or loss</b>			
(a) Exchange differences in translating the financial statements of foreign operations		(23.26)	(0.93)
(b) Effective portion of cash flow hedge		2.59	(2.59)
<b>Total (b)</b>		<b>(20.67)</b>	<b>(3.52)</b>
<b>Other comprehensive income (a + b)</b>		<b>12.02</b>	<b>697.12</b>
<b>11 Attributable to:</b>			
Owners of the parent		12.02	697.12
Non controlling interests		*	*
<b>12 Total comprehensive income for the year</b>		<b>696.51</b>	<b>782.03</b>
<b>13 Attributable to:</b>			
Owners of the parent		707.15	775.09
Non controlling interests		(10.64)	6.94
<b>14 Earnings per equity share of ₹ 10 each</b>	41		
Basic (₹)		4.24	0.48
Diluted (₹)		4.24	0.48

\* Less than ₹ 50,000

See accompanying notes to the consolidated financial statements

In terms of our report attached  
For Deloitte Haskins & Sells LLP  
Chartered Accountants

For and on behalf of Board of Directors

Samir R. Shah  
Partner

Prashant Jain  
Jt. Managing Director & CEO  
[DIN: 01281621]

Sajjan Jindal  
Chairman and Managing Director  
[DIN: 00017762]

Monica Chopra  
Company Secretary

Jyoti Kumar Agarwal  
Director Finance  
[DIN:01911652]  
Place : Mumbai  
Date : May 16, 2019

Place : Mumbai  
Date : May 16, 2019

## Consolidated Statement of Changes in Equity

for the year ended 31<sup>st</sup> March, 2019

### A] Equity Share Capital

	₹ crore
<b>Balance as at 1<sup>st</sup> April, 2017</b>	<b>1,627.95</b>
Changes in equity share capital during the year - treasury shares	12.10
<b>Balance as at 31<sup>st</sup> March, 2018</b>	<b>1,640.05</b>
Issue of shares during the year (net of treasury shares)	0.82
<b>Balance as at 31<sup>st</sup> March, 2019</b>	<b>1,640.87</b>

### B] Other Equity

Particulars	Reserves and surplus						Items of other comprehensive income				Attributable to owners of parent	Non-controlling interests	Total
	Securities premium	Equity settled employee benefits reserve	Debt redemption reserve	Contingency reserve	General reserve	Retained earnings	Equity instrument through other comprehensive income	Effective portion of cash flow hedge	Foreign currency translation reserve	Remeasurement of net defined benefit plans			
<b>Balance as at 1<sup>st</sup> April, 2017</b>	<b>2,391.65</b>	<b>12.77</b>	<b>342.44</b>	<b>8.80</b>	<b>214.06</b>	<b>4,599.44</b>	<b>1,166.41</b>	<b>-</b>	<b>7.28</b>	<b>(2.34)</b>	<b>8,740.51</b>	<b>2.37</b>	<b>8,742.88</b>
Profit for the year	-	-	-	-	-	77.97	-	-	-	-	77.97	6.94	84.91
Other comprehensive income for the year	-	-	-	-	-	-	700.03	(2.59)	(0.93)	0.61	697.12	*	697.12
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>77.97</b>	<b>700.03</b>	<b>(2.59)</b>	<b>(0.93)</b>	<b>0.61</b>	<b>775.09</b>	<b>6.94</b>	<b>782.03</b>
Dividends	-	-	-	-	-	(81.45)	-	-	-	-	(81.45)	(16.09)	(97.54)
Tax on dividends	-	-	-	-	-	(17.73)	-	-	-	-	(17.73)	(3.27)	(21.00)
Adjustments during the year for foreign currency translation reserve	-	-	-	-	-	-	-	-	-	-	-	6.11	6.11
Consolidation of ESOP Trust	-	-	-	-	-	61.24	-	-	-	-	61.24	-	61.24
Unwinding of transaction cost on debentures issued	(10.85)	-	-	-	-	-	-	-	-	-	(10.85)	-	(10.85)
Transfers to / (from) retained earnings	-	-	(126.61)	1.38	-	125.23	-	-	-	-	-	-	-
Share based payments	-	2.84	-	-	-	-	-	-	-	-	2.84	-	2.84
<b>Balance as at 31<sup>st</sup> March, 2018</b>	<b>2,380.80</b>	<b>15.61</b>	<b>215.83</b>	<b>10.18</b>	<b>214.06</b>	<b>4,764.70</b>	<b>1,866.44</b>	<b>(2.59)</b>	<b>6.35</b>	<b>(1.73)</b>	<b>9,469.65</b>	<b>(3.94)</b>	<b>9,465.71</b>

## Consolidated Statement of Changes in Equity

for the year ended 31<sup>st</sup> March, 2019 (Continued)

Particulars	Reserves and surplus					Items of other comprehensive income				Attributable to owners of parent	Non-controlling interests	Total	
	Securities premium	Equity settled employee benefits reserve	Debt redemption reserve	Contingency reserve	General reserve	Retained earnings	Equity instrument through other comprehensive income	Effective portion of cash flow hedge	Foreign currency translation reserve				Remeasurement of net defined benefit plans
<b>Balance as at 31<sup>st</sup> March, 2018</b>	2,380.80	15.61	215.83	10.18	214.06	4,764.70	1,866.44	(2.59)	6.35	(1.73)	9,469.65	(3.94)	9,465.71
Profit for the year	-	-	-	-	-	695.13	-	-	-	-	695.13	(10.64)	684.49
Other comprehensive income for the year	-	-	-	-	-	-	34.30	2.59	(23.26)	(1.61)	12.02	*	12.02
<b>Total comprehensive income for the year</b>	-	-	-	-	-	695.13	34.30	2.59	(23.26)	(1.61)	707.15	(10.64)	696.51
Dividends	-	-	-	-	-	-	-	-	-	-	-	(3.58)	(3.58)
Tax on dividends	-	-	-	-	-	-	-	-	-	-	-	(0.73)	(0.73)
Issue of equity shares under employee share option plan	4.16	-	-	-	-	-	-	-	-	-	4.16	-	4.16
Adjustments during the year for foreign currency translation reserve	-	-	-	-	-	(2.09)	-	-	-	-	(2.09)	6.86	4.77
Consolidation of ESOP trust	-	-	-	-	-	(0.83)	-	-	-	-	(0.83)	-	(0.83)
Transfers to / (from) retained earnings	-	-	10.84	1.38	-	(12.22)	-	-	-	-	-	-	-
Share based payments	-	3.33	-	-	-	-	-	-	-	-	3.33	-	3.33
<b>Balance as at 31<sup>st</sup> March, 2019</b>	2,384.96	18.94	226.67	11.56	214.06	5,444.69	1,900.74	-	(16.91)	(3.34)	10,181.37	(12.03)	10,169.34

\* Less than ₹ 50,000

### See accompanying notes to the consolidated financial statements

In terms of our report attached  
**For Deloitte Haskins & Sells LLP**  
Chartered Accountants

**For and on behalf of Board of Directors**

**Samir R. Shah**  
Partner

**Prashant Jain**  
Jt. Managing Director & CEO  
[DIN: 01281621]

**Monica Chopra**  
Company Secretary

**Sajjan Jindal**  
Chairman and Managing Director  
[DIN: 00017762]

**Jyoti Kumar Agarwal**  
Director Finance  
[DIN: 01911652]  
Place : Mumbai  
Date : May 16, 2019

Place : Mumbai  
Date : May 16, 2019

## Consolidated Statement of Cash Flows

For the year ended 31<sup>st</sup> March, 2019

₹ crore

Particulars	For the year ended 31 <sup>st</sup> March, 2019		For the year ended 31 <sup>st</sup> March, 2018
<b>I. Cash Flow from Operating Activities</b>			
<b>Profit before tax</b>		896.93	338.14
<b>Adjusted for:</b>			
Depreciation and amortisation expense	1,163.69		966.08
Finance cost	1,192.40		1,455.91
Interest income earned on financial assets that are not designated as at FVTPL	(180.95)		(279.00)
Interest income earned on other assets	(41.79)		(47.95)
Dividend income from investments designated as at FVTOCI	(22.41)		(15.76)
Share of profit / (loss) of joint venture	(31.93)		49.49
Net gain arising on financial instruments designated as at FVTPL	(0.92)		(9.99)
Writeback of provisions no longer required	(35.76)		(5.89)
Share-based payments	3.43		2.78
Loss on disposal of property, plant and equipment	1.87		0.35
Capital work-in-progress written off	-		24.85
Impairment loss recognised on loans / trade receivables	5.43		2.04
Unrealised foreign exchange loss (net)	9.02		4.22
Property, plant & equipments written off	-		5.65
Allowance for impairment of goodwill	-		5.21
Allowance for impairment of intangible assets	-		6.27
Allowance for doubtful loans	-		574.19
Allowance for expected credit loss on interest receivable	32.69		-
Contingent consideration / liabilities no longer payable written back	-		(172.71)
		<b>2,094.77</b>	<b>2,565.74</b>
<b>Operating profit before working capital changes</b>		<b>2,991.70</b>	<b>2,903.88</b>
<b>Adjustments for movement in working capital</b>			
(Increase) / decrease in trade receivables	(278.82)		1,031.11
Decrease in inventories	80.81		57.37
Decrease in current and non current assets	86.48		45.69
(Decrease) / Increase in trade payables and other liabilities	(215.07)		51.36
		(326.60)	1,185.53
<b>Cash flow from operations</b>		<b>2,665.10</b>	<b>4,089.41</b>
<b>Income taxes paid (net)</b>		(200.68)	(155.60)
<b>Net Cash Generated from Operating Activities</b>		<b>2,464.42</b>	<b>3,933.81</b>
<b>II. Cash Flow from Investing Activities</b>			
Purchase of property, plant and equipments (including CWIP and capital advances)	(233.47)		(120.76)
Proceeds from sale of property, plant and equipments	15.47		1.99
Loans given	(150.68)		(1,208.49)
Loans repaid	0.74		728.14
Advances given	-		(130.90)
Advances repaid	50.00		122.77
Interest received	233.81		270.12
Dividend income from investments designated as at FVTOCI	22.41		15.76
Investments in government securities	(1.39)		(1.53)
Bank balances other than cash & cash equivalents	8.61		108.08
<b>Net Cash Used in Investing Activities</b>		<b>(54.50)</b>	<b>(214.82)</b>

## Consolidated Statement of Cash Flows

For the year ended 31<sup>st</sup> March, 2019 (Continued)

₹ crore

Particulars	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>III. Cash Flow from Financing Activities</b>		
Proceed from fresh issue of equity shares under ESOP Plan	5.15	-
Proceed from transfer of treasury shares under ESOP Plan	(0.01)	73.34
Proceed from borrowings	200.00	5,058.27
Repayment of borrowings	(1,550.27)	(7,548.91)
Interest paid	(1,145.31)	(1,431.75)
Dividend paid (including corporate dividend tax)	(4.31)	(118.54)
<b>Net Cash Used in Financing Activities</b>	<b>(2,494.75)</b>	<b>(3,967.59)</b>
<b>Net Decrease in Cash and Cash Equivalents (I+II+III)</b>	<b>(84.83)</b>	<b>(248.60)</b>
<b>Cash and Cash Equivalents - at the Beginning of the Year</b>	<b>561.10</b>	<b>809.61</b>
Effect of exchange rate changes on cash and cash equivalents	(1.84)	0.09
Cash and Cash Equivalents - at the end of the Year	474.43	561.10
Less : Investment in liquid mutual fund (Refer note 7B)	342.27	336.83
<b>CASH AND CASH EQUIVALENTS (Refer note 14A)</b>	<b>132.16</b>	<b>224.27</b>

See accompanying notes to the consolidated financial statements

Note :

- The statement of cash flows has been prepared under the indirect method as set out in Indian Accounting Standard (Ind AS 7) statement of cash flows.
- For non cash transactions:  
Out of loan advanced to a party, an amount of ₹ 226.11 crore has been adjusted during the year ended 31<sup>st</sup> March 2018 towards the contingent consideration payable to the same party. [Refer note 42 (a)(ii)]

In terms of our report attached

**For Deloitte Haskins & Sells LLP**

Chartered Accountants

**For and on behalf of Board of Directors**

**Samir R. Shah**

Partner

**Prashant Jain**

Jt. Managing Director & CEO  
[DIN: 01281621]

**Sajjan Jindal**

Chairman and Managing Director  
[DIN: 00017762]

**Monica Chopra**

Company Secretary

**Jyoti Kumar Agarwal**

Director Finance  
[DIN:01911652]  
Place : Mumbai  
Date : May 16, 2019

Place : Mumbai

Date : May 16, 2019

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 1 - General information:

JSW Energy Limited ("the Company or the Parent") is a public company incorporated on 10<sup>th</sup> March 1994 under the Companies Act, 1956 and listed on Bombay Stock Exchange and National Stock Exchange. The registered office of the Company is located at JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai, Maharashtra. The Company and its subsidiaries (together referred to as "the Group") are primarily engaged in the business of generation of power with principal places located at Vijayanagar (Karnataka), Ratnagiri (Maharashtra), Barmer (Rajasthan) and Kinnaur (Himachal Pradesh). Information on the Group structure is provided in Note 30. Information on other related party relationships of the Group is provided in Note 44.

#### Note No. 2.1 - Applicability of new and revised Ind AS:

The Group applied Ind AS 115 'Revenue from Contracts with Customers' for the first time. Ind AS 115 supersedes Ind AS 11 'Construction Contracts' and Ind AS 18 'Revenue' and it applies, with limited exceptions, to all revenue arising from contracts with customers. Ind AS 115 establishes a five-step model to account for revenue arising from contracts with customers and requires that revenue be recognised at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

Ind AS 115 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers. The standard also specifies the accounting for the incremental costs of obtaining a contract and the costs directly related to fulfilling a contract. In addition, the standard requires extensive disclosures. The Group adopted Ind AS 115 using the cumulative effect method on transition, applied to contracts that were not completed contracts as at 1<sup>st</sup> April, 2018. Therefore, the comparative information was not restated and continues to be reported under Ind AS 11 and Ind AS 18. There was no impact on transition on the opening balance sheet as at 1<sup>st</sup> April, 2018. The new standard has no material impact on the revenue recognised during the year.

#### New material accounting pronouncements, which are not yet effective

##### Ind AS 116 - Leases

Ind AS 116 Leases was notified on 30<sup>th</sup> March, 2019 by the Ministry of Corporate Affairs. It replaces Ind AS 17 Leases, including appendices thereto. Ind AS 116 is effective for annual periods beginning on or after 1<sup>st</sup> April, 2019. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under Ind AS 17. The standard includes two recognition exemptions for lessees - leases of 'low-value' assets and short-term leases

(i.e. leases with a lease term of 12 months or less). At the commencement date of a lease, a lessee will recognise a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right to use asset). Lessees will be required to separately recognise the interest expense on the lease liability and the depreciation expense on the right to use asset.

Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognise the amount of the remeasurement of the lease liability as an adjustment to the right to use asset. The standard permits two possible methods of transition i.e. Full retrospective - Retrospectively to each prior period presented applying Ind AS 8 Accounting Policies, Changes in Accounting Estimates and Errors, and Modified retrospective - Retrospectively, with the cumulative effect of initially applying the Standard recognized at the date of initial application. The Group is analysing the lease contracts and in the process of assessing the impact of this new standard on the Consolidated Financial Statements.

##### Ind AS 12 - Income taxes (amendments relating to income tax consequences of dividend and uncertainty over income tax treatments):

The amendment relating to income tax consequences of dividend clarify that an entity shall recognise the income tax consequences of dividends in profit or loss, other comprehensive income or equity according to where the entity originally recognised those past transactions or events. The Group does not expect any impact from this pronouncement.

##### Ind AS 109 - Financial instruments (amendments relating to prepayment features with negative compensation):

The amendments relate to the existing requirements in Ind AS 109 regarding termination rights in order to allow measurement at amortised cost (or, depending on the business model, at fair value through other comprehensive income) even in the case of negative compensation payments. The Group does not expect this amendment to have any impact on its Consolidated Financial Statements.

##### Ind AS 19 - Employee benefits (amendments relating to plan amendment, curtailment or settlement):

The amendments clarify that if a plan amendment, curtailment or settlement occurs, it is mandatory that the current service cost and the net interest for the period after the re-measurement are determined using the assumptions used for the remeasurement. In addition, amendments have been included to clarify the effect of a plan amendment, curtailment or settlement on the requirements regarding the asset ceiling. The Group

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

does not expect this amendment to have any significant impact on its Consolidated Financial Statements.

#### Ind AS 23 - Borrowing Costs

The amendments clarify that if any specific borrowing remains outstanding after the related asset is ready for its intended use or sale, that borrowing becomes part of the funds that an entity borrows generally when calculating the capitalisation rate on general borrowings. The Group does not expect any impact from this amendment.

#### Ind AS 28 - Investments in Associates and Joint Ventures

The amendments clarify that an entity applies Ind AS 109 Financial Instruments, to long-term interests in an associate or joint venture that form part of the net investment in the associate or joint venture but to which the equity method is not applied. The Group does not currently have any such long-term interests in associates and joint ventures.

#### Ind AS 103 - Business Combinations and Ind AS 111 - Joint Arrangements

The amendments to Ind AS 103 relating to re-measurement clarify that when an entity obtains control of a business that is a joint operation, it re-measures previously held interests in that business. The amendments to Ind AS 111 clarify that when an entity obtains joint control of a business that is a joint operation, the entity does not re-measure previously held interests in that business. The Group will apply the pronouncement if and when it obtains control / joint control of a business that is a joint operation.

#### 2.2 - Statement of compliance:

The Consolidated Financial Statements of the Group which comprise the Consolidated Balance Sheet as at 31<sup>st</sup> March, 2019, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year ended 31<sup>st</sup> March, 2019, and a summary of the significant accounting policies and other explanatory information (together hereinafter referred to as "Consolidated Financial Statements") have been prepared in accordance with Indian Accounting Standards notified under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter ("Ind AS"), the provisions of the Companies Act, 2013 ("the Act") (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Consolidated Financial Statements have been approved by the Board of Directors in its meeting held on 16<sup>th</sup> May, 2019.

#### 2.3 - Basis of preparation of consolidated financial statements:

The Consolidated Financial Statements are prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting

period, as explained in the accounting policies below. Presentation requirements of Division II of Schedule III to the Companies Act, 2013, as applicable to the Consolidated Financial Statements have been followed. The Consolidated Financial Statements are presented in Indian Rupees ('INR') and all values are rounded to the nearest crore, except otherwise indicated.

#### 2.4 - Basis of consolidation

The Consolidated Financial Statements incorporate the financial statements of the Company and entities (including special purpose entities) controlled by the Company and its subsidiaries. Control is achieved where the Company:

- I has power over the investee
- II is exposed to, or has rights, to variable returns from its involvement with the investee; and
- III has the ability to use its power to affect its returns

The Company reassess whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Company has less than majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Company considers all relevant facts and circumstances in assessing whether or not the Company's voting rights in an investee are sufficient to give it power, including;

- I the size of the Company's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- II potential voting rights held by the Company, other vote holders or other parties;
- III rights arising from other contractual arrangements; and
- IV any additional facts and circumstances that indicate that the Company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed off during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Company gains control until the date when the Company ceases to control the subsidiary.

## Notes

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Profit and loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with the Group's accounting policies.

All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

#### 2.5 - Business combinations

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. Acquisition-related costs are generally recognised in Consolidated Statement of Profit and Loss as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value at the acquisition date, except that:

- I deferred tax assets or liabilities and liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Taxes and Ind AS 19 Employee Benefits respectively;
- II liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payments at the acquisition date; and
- III assets (or disposal groups) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that Standard.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of Ind AS 109 Financial Instruments, is measured at fair value with changes in fair value recognised in profit or loss. If the contingent consideration is not within the scope of Ind AS 109, it is measured in accordance with the appropriate Ind

AS. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and its settlement is accounted for within equity.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

In case of bargain purchase, before recognizing gain in respect thereof, the Group determines whether there exists clear evidence of the underlying reasons for classifying the business combination as a bargain purchase. Thereafter, the Group reassesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and recognizes any additional assets or liabilities that are identified in that reassessment. The Group then reviews the procedures used to measure the amounts that Ind AS requires for the purposes of calculating the bargain purchase. If the gain remains after this reassessment and review, the Group recognizes it in other comprehensive income and accumulates the same in equity as capital reserve. This gain is attributed to the acquirer. If there does not exist clear evidence of the underlying reasons for classifying the business combination as a bargain purchase, the Group recognises the gain, after reassessing and reviewing, directly in equity as capital reserve.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis. Other types of non-controlling interests are measured at fair value or, when applicable, on the basis specified in another Ind AS.

When a business combination is achieved in stages, the Group's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date (i.e. the date when the Group obtains control) and the resulting gain or loss, if any, is recognised in the Consolidated Statement of Profit and Loss.

Business combinations involving entities or businesses under common control shall be accounted for using the pooling of interest method.

#### 2.6 - Goodwill

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business less accumulated impairment losses, if any.

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For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units (or groups of cash-generating units) that is expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in the Consolidated Statement of Profit and Loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

The Group's policy for goodwill arising on the acquisition of an associate and a joint venture is described in notes below.

#### 2.7 - Investment in associates and joint ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The results and assets and liabilities of associates or joint ventures are incorporated in these consolidated financial statements using the equity method of accounting, except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with Ind AS 105 – Non-current Assets Held for Sale and Discontinued Operations. Under the equity method, an investment in an associate or a joint venture is initially recognised in the Consolidated Financial Statement at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associate or joint venture. When the Group's share of losses of an associate or a joint venture exceeds the Group's interest in that associate or joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate or joint venture), the Group discontinues recognising its share of further losses.

Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture.

An investment in an associate or a joint venture is accounted for using the equity method from the date on which the investee becomes an associate or a joint venture. On acquisition of the investment in an associate or a joint venture, any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised immediately in consolidated statement of profit and loss in the period in which the investment is acquired.

After application of the equity method of accounting, the Group determines whether there is any objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the net investment in an associate or a joint venture and that event (or events) has an impact on the estimated future cash flows from the net investment that can be reliably estimated. If there exists such an objective evidence of impairment, then it is necessary to recognise impairment loss with respect to the Group's investment in an associate or a joint venture.

The Group discontinues the use of the equity method from the date when the investment ceases to be an associate or a joint venture, or when the investment is classified as held for sale.

When a Group entity transacts with an associate or a joint venture of the Group, profits and losses resulting from the transactions with the associate or joint venture are recognised in the Group's consolidated financial statements only to the extent of interests in the associate or joint venture that are not related to the Group.

#### 2.8 - Significant accounting policies

##### I. Revenue recognition:

Revenue from contracts with customers is recognised when control of the goods (power) or services is transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for transferring promised goods or services having regard to the terms of the Power Purchase Agreements, relevant tariff regulations and the tariff orders by the regulator, as applicable, and contracts for services. Where the final tariff rates are yet to be approved by the regulator, revenue is recognised based on the provisional rates as provided by the regulator adjusted by the true up adjustments under the relevant

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

tariff regulations. Any surplus or deficit is recognised when the final order is passed by the regulator. If the consideration in a contract includes a variable amount, the Group estimates the amount of consideration to which it will be entitled in exchange for transferring the goods or services to the customer. The variable consideration is estimated having regard to various relevant factors including historical trend, and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. Delayed payment charges and compensation towards shortfall in offtake are recognised when there is reasonable certainty to expect ultimate collection.

#### II. Leases :

##### Arrangements in the nature of lease:

An arrangement comprising a transaction or series of related transactions that does not take the legal form of a lease but conveys the right to use the asset in return for a payment or series of payments is evaluated at its inception to assess whether fulfilment of the arrangement is dependent on the use of a specific asset or assets and whether it also conveys the right to use such asset or assets. In case of the arrangement which is identified to be in the nature of lease, the payments and other consideration under the arrangement are separated at the inception of the arrangement into those for lease and those for other elements. Contingent rentals are recognised as expenses or income in the periods in which they are incurred or earned.

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

##### The Group as lessor:

Amount due from the lessees under finance leases are recognised as receivables at the amount of the Group's net investment in the leases. Lease receipts are apportioned between finance income and reduction of the revenue so as to achieve a constant rate of interest on the remaining balance of the finance lease receivable. Finance lease income is allocated to the accounting periods so as to reflect a constant periodic rate of return on the Group's net investment outstanding in respect of the leases.

##### The Group as lessee:

Assets held under finance leases are initially recognised as assets of the Group at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments (discounted at the interest

rate implicit in the lease or at the entity's incremental borrowing rate). The corresponding liability to the lessor is included in the consolidated balance sheet as a finance lease obligation.

Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in Consolidated Statement of Profit and Loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Group's general policy on borrowing costs. Contingent rentals are recognised as expenses in the periods in which they are incurred.

#### III. Service concession arrangements:

The Group recognises intangible assets and/or financial assets in accordance with the terms of concession arrangements.

##### Intangible asset:

The right to charge users of the services under the arrangement is recognised and classified as intangible asset. The intangible asset, so recognised, is amortised over the period of service concession arrangement.

##### Financial assets:

The Group's right to receive specified determinable amounts under the agreement are recognised and classified as financial assets.

Finance income is recognised using effective interest rate method.

#### IV. Foreign currency transactions and foreign operations:

The Group's consolidated financial statements are presented in Indian Rupee, which is also the parent company's functional currency. For each entity, the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency.

The transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

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Exchange differences on monetary items are recognised in Consolidated Statement of Profit and Loss in the period in which they arise except for:

- I exchange differences on transactions entered into in order to hedge certain foreign currency risks (see below the policy on hedge accounting in 2 (XVI) (g); and
- II exchange difference arising on settlement / restatement of long-term foreign currency monetary items recognized in the consolidated financial statements for the year ended 31<sup>st</sup> March, 2016 prepared under previous GAAP, are capitalized as a part of the depreciable fixed assets to which the monetary item relates and depreciated over the remaining useful life of such assets. If such monetary items do not relate to acquisition of depreciable fixed assets, the exchange difference is amortised over the maturity period / upto the date of settlement of such monetary item, whichever is earlier and charged to the Consolidated Statement of Profit and Loss. The un-amortised exchange difference is carried under other equity as "Foreign Currency Monetary Item Translation Difference Account" net of tax effect thereon, where applicable.

#### V. Borrowing costs:

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in Consolidated Statement of Profit and Loss in the period in which they are incurred.

The Group determines the amount of borrowing costs eligible for capitalisation as the actual borrowing costs incurred on that borrowing during the period less any interest income earned on temporary investment of specific borrowings pending their expenditure on qualifying assets, to the extent that an entity borrows funds specifically for the purpose of obtaining a qualifying asset. In case if the Group borrows generally and uses the funds for obtaining a qualifying asset, borrowing costs eligible for capitalisation are determined by applying a capitalisation rate to the expenditure on that asset.

The Group suspends capitalisation of borrowing costs during extended periods in which it suspends active development of a qualifying asset.

#### VI. Employee benefits:

##### a) Short term employee benefits:

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

##### b) Long term employee benefits:

Compensated absences which are not expected to be availed or encashed within twelve months after the end of the period in which the employee renders the related service are recognised as a liability as at the Balance Sheet date on the basis of actuarial valuation using projected unit credit method.

##### c) Retirement benefit costs and termination benefits:

###### *Defined contribution plans:*

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

###### *Defined benefit plans:*

For defined benefit plans, the cost of providing benefits is determined using the projected unit credit method, and spread over the period during which the benefit is expected to be derived from employees' services. Re-measurement of defined benefit plans in respect of post-employment and other long term benefits are charged to the Other Comprehensive Income. Actuarial valuations being carried out at the end of each annual reporting period for defined benefit plans.

The Group pays gratuity to the employees whoever has completed five years of service with the Group at the time of resignation/ superannuation. The gratuity is paid @ 15 days salary for the every completed year of service as per the Payment of Gratuity Act, 1972.

The Group makes monthly contributions to provident fund managed by trust for qualifying employees. Under the scheme, the Group is required to contribute a specified percentage of the payroll costs to fund the benefits and the Group is obliged to meet interest shortfall, if any.

##### d) Share-based payment arrangements:

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

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The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Group revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in Consolidated Statement of Profit and Loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

The Group has created an Employee Welfare Trust for providing share-based payment to its employees. The Group uses the Trust as a vehicle for distributing shares to employees under the employee remuneration schemes. The Trust buys shares of the Parent Company from the market, for giving shares to employees. The Group treats Trust as its extension and shares held by the Trust are treated as treasury shares.

#### VII. Taxation:

Income tax expense represents the sum of the tax currently payable and deferred tax.

##### Current tax:

Current tax is the amount of tax payable based on the taxable profit for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961. Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance Sheet date.

##### Deferred tax:

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

A deferred tax asset arising from unused tax losses or tax credits is recognised only to the extent that the Group has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which the unused tax losses or unused tax credits can be utilised by the Group.

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

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities. For operations carried out under tax holiday period (80IA benefits of Income Tax Act, 1961), deferred tax assets or liabilities, if any, have been established for the tax consequences of those temporary differences between the carrying values of assets and liabilities and their respective tax bases that reverse after the tax holiday ends.

In operations where tariff is determined under regulations ("Regulated business") and tax is a pass-through cost, deferred tax recoverable from / payable to the customers in future tariff when the same becomes current tax, is recognised and presented as a separate adjustment under Deferred Taxes. Current and deferred tax are recognised in consolidated statement of profit and loss, except when they relate

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to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

#### VIII. Property, plant and equipment:

The cost of property, plant and equipment comprises its purchase price net of any trade discounts and rebates, any import duties and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use, including relevant borrowing costs for qualifying assets and any expected costs of decommissioning.

Cost of major inspection/overhauling is recognised in the carrying amount of the item of property, plant and equipment as a replacement if the recognition criteria are satisfied. Any remaining carrying amount of the cost of the previous inspection/overhauling (as distinct from physical parts) is de-recognised.

Properties in the course of construction are carried at cost, less any recognised impairment loss, as capital work in progress. Upon completion, such properties are transferred to the appropriate categories of property, plant and equipment and the depreciation commences.

Where an obligation (legal or constructive) exists to dismantle or remove an asset or restore a site to its former condition at the end of its useful life, the present value of the estimated cost of dismantling, removing or restoring the site is capitalized along with the cost of acquisition or construction upon completion and a corresponding liability is recognized.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Consolidated Statement of Profit and Loss.

#### IX. Other intangible assets:

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Intangible assets with indefinite useful lives are carried at cost less accumulated impairment losses.

An intangible asset is derecognised on disposal, or when no further economic benefits are expected from use or disposal. Gain/loss on de-recognition are recognised in Consolidated Statement of Profit and Loss.

#### X. Depreciation and amortisation:

Depreciation commences when the assets are ready for their intended use. Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

##### Regulatory business:

Depreciation on Property, plant and equipment in respect of electricity business of the Group covered under Part B of Schedule II of the Companies Act, 2013, has been provided on the straight line method at the rates using the methodology as notified by the respective regulators.

##### Non-Regulatory business:

Depreciation is recognized so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using straight-line method as per the useful lives and residual value prescribed in Schedule II to the Act except in case of the following class of assets wherein useful lives are determined based on technical assessment made by a technical expert engaged by the management taking into account the nature of assets, the estimated usage of assets, the operating conditions of the assets, anticipated technological changes, in order to reflect the actual usage:

Estimated useful lives of the assets are as follows:

Class of Property, plant and equipment	Useful life in Years
Buildings (factory buildings and civil structure)	12-35
Plant and equipment	2-35
Furniture and fixtures	6-10
Vehicles	5-10
Office equipment	3-5

When significant parts of property, plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives.

Freehold land is not depreciated. Leasehold land is amortized over the period of the lease, except where Leasehold land is acquired by the Group, with an option in the lease deed, entitling the Group to purchase on outright basis after a certain period at no additional cost is not amortized.

Major overhaul costs are depreciated over the estimated life of the economic benefit derived from the overhaul.

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The carrying amount of the remaining previous overhaul cost is charged to the Consolidated Statement of Profit and Loss if the next overhaul is undertaken earlier than the previously estimated life of the economic benefit.

Computer software is amortised over an estimated useful life of 3 years.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

#### XI. Impairment of tangible and intangible assets other than goodwill:

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value 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 the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Consolidated 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.

#### XII. Inventories:

Inventories are stated at the lower of weighted average cost or net realizable value. Costs of inventories are determined on weighted average basis.

Cost of inventories includes cost of purchase price, cost of conversion and other cost incurred in bringing the inventories to their present location and condition.

Net realisable value represents the estimated selling price for inventories less all estimated cost of completion and cost necessary to make the sale.

#### XIII. Earnings per share:

Basic earnings per share is computed by dividing the profit/(loss) for the year by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for treasury shares, bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

Diluted earnings per share is computed by dividing the profit/(loss) for the year as adjusted for dividend, interest and other charges to expense or income (net of any attributable taxes) relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date.

#### XIV. Provisions, contingencies and commitments:

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, and it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present

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value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

A disclosure for contingent liabilities is made where there is :

- (a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or
- (b) a present obligation that arises from past events but is not recognized because:
  - (i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
  - (ii) the amount of the obligation cannot be measured with sufficient reliability.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity.

Commitments include the amount of purchase order (net of advances) issued to parties for completion of assets.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each reporting period.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Group from a contract are lower than the unavoidable costs of meeting the future obligations under the contract.

#### XV. Financial guarantee contracts:

The Group on a case to case basis elects to account for financial guarantee contracts as a financial instrument or as an insurance contract, as specified in Ind AS 109 on Financial Instruments and Ind AS 104 on Insurance Contracts. At the end of each reporting period the Group performs a liability adequacy test, (i.e. it assesses the likelihood of a pay-out based on current undiscounted estimates of future cash flows), and any deficiency is recognized in Consolidated Statement of Profit and Loss.

#### XVI. Financial instruments:

Financial assets and financial liabilities are recognised when a Group entity becomes a party to the contractual provisions of the instruments.

##### (a) Equity Investments

All equity investments are measured at fair value, with value changes recognised in Consolidated Statement of Profit and Loss, except for those equity investments for which the Group has elected to present the value changes in 'Other Comprehensive Income'

##### (b) Financial assets:

###### (i) Initial recognition and measurement:

All financial assets are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition of financial assets, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

###### (ii) Subsequent measurement:

Financial assets carried at amortised cost - A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVTOCI) - A financial asset is measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss (FVTPL) - A financial asset which is not classified in any of the above categories are fair valued through profit or loss.

Financial assets, other than equity instruments, are subsequently measured at amortised cost, fair value through other comprehensive income or fair value through profit or loss on the basis of both:

- (a) the entity's business model for managing the financial assets and

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- (b) the contractual cash flow characteristics of the financial asset.

**(iii) Impairment:**

The Group recognises a loss allowance for Expected Credit Losses (ECL) on financial assets that are measured at amortised cost and at FVTOCI. The credit loss is difference between all contractual cash flows that are due to an entity 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 effective interest rate. This is assessed on an individual or collective basis after considering all reasonable and supportable information including that which is forward-looking.

The Group's trade receivables or contract revenue receivables do not contain significant financing component and loss allowance on trade receivables is measured at an amount equal to life time expected losses i.e. expected cash shortfall, being simplified approach for recognition of impairment loss allowance.

Under simplified approach, the Group does not track changes in credit risk. Rather it recognizes impairment loss allowance based on the lifetime ECL at each reporting date right from its initial recognition. The Group uses a provision matrix to determine impairment loss allowance on the portfolio of trade receivables.

The provision matrix is based on its historically observed default rates over the expected life of the trade receivable and is adjusted for forward looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

For financial assets other than trade receivables, the Group recognises 12-months ECL for all originated or acquired financial assets if at the reporting date the credit risk of the financial asset has not increased significantly since its initial recognition. The ECL are measured as lifetime ECL if the credit risk on financial asset increases significantly since its initial recognition. If, in a subsequent period, credit quality of the instrument improves such that there is no longer significant increase in credit risks since initial recognition, then the Group reverts to recognizing impairment loss allowance based on 12 months ECL. The impairment losses and reversals are recognised in Consolidated Statement of Profit and Loss. For equity instruments and financial assets measured at FVTPL, there is no requirement for impairment testing.

**(iv) Derecognition:**

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in Consolidated Statement of Profit and Loss if such gain or loss would have otherwise been recognised in Consolidated Statement of Profit and Loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Group retains an option to repurchase part of a transferred asset), the Group allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in Consolidated Statement of Profit and Loss if such gain or loss would have otherwise been recognised in Consolidated Statement of Profit and Loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

**(v) Income from Financial Assets**

**Dividend and interest income:**

Dividend income from investments is recognised when the shareholder's right

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

to receive payment has been established. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

**(c) Financial liabilities and equity instruments:**

**(i) Classification as debt or equity:**

Debt and equity instruments issued by a group entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

**(ii) Equity instruments:**

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

Repurchase of the Parent Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in Consolidated Statement of Profit and Loss on the purchase, sale, issue or cancellation of the Parent Company's own equity instruments.

**(iii) Initial recognition and measurement:**

All financial liabilities are recognized initially at fair value and in case of loans net of directly attributable cost. Fees of recurring nature are directly recognised in profit or loss as finance cost.

**(iv) Subsequent measurement:**

Financial liabilities are carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

**(v) Derecognition:**

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. An exchange with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial

liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in Consolidated Statement of Profit and Loss.

**(d) Derivative financial instruments:**

The Group uses derivative financial instruments, such as forward foreign exchange contracts, to hedge its foreign currency risks. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value, with changes in fair value recognised in Consolidated Statement of Profit and Loss.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in consolidated statement of profit and loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in Consolidated Statement of Profit and Loss depends on the nature of the hedging relationship and the nature of the hedged item.

**(e) 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 offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

**(f) Fair Value measurement:**

The Group 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:

- i) In the principal market for the asset or liability, or
- ii) 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 Group.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

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 takes into account 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 Group 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 the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

**(g) Hedge accounting:**

The Group designates certain hedging instruments, which include derivatives in respect of foreign currency, as either cash flow hedge or fair value hedge. Hedges of foreign currency risk on firm commitments are accounted for as cash flow hedges.

At the inception of the hedge relationship, the Group entity documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on

an ongoing basis, the Group documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to hedged risk.

**(i) Fair value hedges:**

Changes in fair value of the designated portion of derivatives that qualify as fair value hedges are recognized in Consolidated Statement of Profit and Loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk. The change in the fair value of the designated portion of hedging instrument and the change in the hedged item attributable to hedged risk are recognized in Consolidated Statement of Profit and Loss in the line item relating to the hedged item.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. The fair value adjustment to the carrying amount of the hedged item arising from the hedged risk is amortised to profit or loss from that date.

**(ii) Cash flow hedges:**

The effective portion of changes in fair value of derivatives that are designated and qualify as cash flow hedges is recognized in other comprehensive income and accumulated under the heading of cash flow hedging reserve. The gain or loss relating to the ineffective portion is recognised immediately in consolidated statement of profit or loss.

Amounts previously recognised in other comprehensive income and accumulated in equity relating to effective portion as described above are reclassified to consolidated statement of profit or loss in the periods when the hedged item affects profit or loss, in the same line as the recognised hedged item. However, when the hedged forecast transaction results in the recognition of a non-financial asset or a non-financial liability, such gains or losses are transferred from equity (but not as a reclassification adjustment) and included in the initial measurement of the cost of the non-financial asset or non-financial liability.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in other comprehensive income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in consolidated statement of profit

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

or loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in Consolidated Statement of Profit and Loss.

#### Note No. 3 - Key sources of estimation uncertainty and critical accounting judgements:

The preparation of Consolidated Financial Statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities and disclosures of contingent assets and liabilities at the date of these Consolidated Financial Statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

#### Key sources of estimation uncertainties

##### Useful lives and residual value of property, plant and equipment

Management reviews the useful lives of property, plant and equipment at least once a year. Such lives are dependent upon an assessment of both the technical lives of the assets and also their likely economic lives based on various internal and external factors including relative efficiency, the estimated usage of the asset, the operating condition of the asset, anticipated technological changes, historical trend of plant load factor, historical planned and scheduled maintenance etc. It is possible that the estimates made based on existing experience are different to the actual outcomes within the next financial periods and could cause a material adjustment to the carrying amount of property, plant and equipment.

##### Provisions and Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognised. Potential liabilities that are remote are neither recognized nor disclosed as contingent liability. The management decides whether the matters needs to be classified as 'remote,' 'possible' or 'probable' based on expert advice, past judgements, terms of the contract, regulatory provisions etc.

##### Fair value measurements

When the fair values of financial assets or financial liabilities recorded or disclosed in the financial statements cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including

the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Judgements include consideration of inputs such as liquidity risk, credit risk and volatility.

##### Income Taxes

Significant judgements are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions. In assessing the realizability of deferred tax assets arising from unused tax credits, the management considers convincing evidence about availability of sufficient taxable income against which such unused tax credits can be utilized. The amount of the deferred income tax assets considered realizable, however, could be reduced if estimates of future taxable income during the carry forward period are reduced.

##### Contingent consideration

Contingent consideration is recognised based on the Management's best estimates about fructification of certain future events (e.g. approval of plant project cost by the regulator and timing thereof, recoverability of dues from government authorities/customers, etc.) pertaining to past acquisition of Hydro Power business. The amount of contingent consideration may vary in future depending on outcome of uncertain events and timing thereof.

##### Defined benefit plans

The present value of defined benefit obligations are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual development in the future. These include the determination of the discount rate, future salary escalations and mortality rates etc. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

##### Impairment of goodwill

Determining whether goodwill is impaired requires an estimation of the value in use of the cash-generating units to which goodwill has been allocated. In considering the value in use, the Management has made assumption relating to plant availability, plant load factor, useful life of the assets, additional capacity and capital cost approval from the regulators, input cost escalations, operational margins etc. for arriving at the future cash flows expected to arise from the cash-generating units, and discount rates in order to calculate the present value of such cash flows. Any subsequent changes to the cash flows due to changes in the above mentioned factors could impact the carrying value of the goodwill.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Impairment assessment of intangible assets:

Impairment assessment of intangible assets (mining rights related coal mines at South Africa) involves assumptions relating to timing of resumption of commercial operations, mineable reserves / resources, annual production, yield, future prices of coal, renewal of mining licenses, operational margins, and discount rate. Any subsequent changes in the assumptions could impact the carrying value of the assets.

#### Loss allowance assessment for a loan/guarantee given to a related party:

Recoverability of loans given to and non-devolvement of financial guarantee given on behalf of, a related party serving as a mine development operator for lignite mine of a joint venture entity is assessed on the basis of its net worth as on 31<sup>st</sup> March, 2019 and projected cash flows considering it will continue as the operator having regard to the process for selection of mine development operator being carried out through fresh competitive bidding based on the regulator's direction and the right to nominate such mine development operator is being contested by a subsidiary.

#### Expected credit loss

The policy for expected credit loss allowances for bad and doubtful debts of the Group is based on the evaluation of collectability and the management's judgement. A considerable amount of judgement is required in assessing the ultimate realization of the loans, the past collection history of each party and ongoing dealings with these parties.

#### Onerous contract:

While ascertaining the unavoidable costs of meeting the obligations under a power purchase contract, the Group has exercised its significant judgement in terms of anticipating the future coal prices, plant load factor, component of unavoidable cost and its escalations to conclude that economic benefits expected to receive under the said contract exceeds the unavoidable cost of fulfilling such contract.

#### Critical judgements in applying accounting policies

##### Evaluation of "Lease arrangements" to determine whether it contains lease arrangements:

- a) In respect of power plant unit at Ratnagiri, Maharashtra, while assessing the applicability of the principles relating to arrangements in the nature of lease prescribed under Appendix C to Ind AS 17, the management has exercised judgements in evaluating the customer's right to use the underlying asset and pricing terms of the arrangement to reach a conclusion that the arrangement for supply

of power through aforesaid power plant unit is in the nature of lease.

- (b) The management has critically evaluated the terms of the contract (including by obtaining independent legal advice) with respect to Karcham Hydro Plant to determine whether the contract is, in substance, with a customer or with multiple state electricity utility companies, and the customer is merely acting as an intermediary/facilitator. Based on such evaluation, it was concluded that the arrangement is not in the nature of lease in terms of Appendix "C" of Ind AS 17 "Determining whether an Arrangement contains a Lease".

#### Service concession arrangements:

In assessing the applicability of Appendix D of Ind AS 115: 'Service Concession Arrangements', the management has exercised significant judgments in evaluating the useful lives of the assets and the terms of power purchase agreements / transmission license arrangements / other similar implementation arrangements/provisions of the Electricity Act, 2003 towards, the ability to enter into power purchase arrangements with any customer, power supply and pricing terms and related rights beneficial entitlement in the related infrastructure, useful lives of the assets and obligation to transfer the asset at the end of arrangement etc. Based on such evaluation, the management has determined that only arrangement in respect of a Hydro power plant at Himachal Pradesh of the Group meets the criterion for recognition as service concession arrangement.

#### Classification of Barmer Lignite Mining Company Limited ("BLMCL") as joint venture:

BLMCL is a limited liability company whose legal form confers separation between the parties to the joint arrangement and BLMCL itself. For passing any resolution in board meetings, unanimous consent with quorum of directors representing both the parties is required. Further, there are no other circumstances that substantiates that the parties to the joint arrangement have rights to the assets and obligations for the liabilities of the joint arrangement. Hence, BLMCL is classified as a joint venture of the Group.

#### Revenue recognition:

Significant judgements are involved in determination of tariff entitlement as per relevant contractual terms/governing tariff regulations due to ongoing disputes with customers. The final outcome of such disputes may have impact on the revenue recognised by the Group

## Notes

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

Particulars	₹ crore								Total
	Land - freehold <sup>a,h</sup>	Land - leasehold <sup>h,i</sup>	Buildings <sup>b,e</sup>	Plant and equipment <sup>cd,f,g</sup>	Office equipment and fixtures	Furniture and fixtures	Vehicles	Leasehold improvements	
<b>At cost / deemed cost</b>									
<b>I. Gross carrying value</b>									
Balance as at 1 <sup>st</sup> April, 2017	243.30	25.38	1,778.88	17,452.23	48.89	66.90	16.97	0.01	19,632.56
Additions	2.75	-	20.49	324.29	1.53	1.64	4.07	-	354.77
Disposals / discards	-	-	(1.29)	(5.50)	(0.05)	(0.08)	(2.60)	-	(9.52)
Effect of foreign currency exchange differences	0.97	-	6.27	5.84	*	0.22	0.08	-	13.38
<b>Balance as at 31<sup>st</sup> March, 2018</b>	<b>247.02</b>	<b>25.38</b>	<b>1,804.35</b>	<b>17,776.86</b>	<b>50.37</b>	<b>68.68</b>	<b>18.52</b>	<b>0.01</b>	<b>19,991.19</b>
Additions	0.07	-	1.57	138.20	1.30	0.54	1.56	-	143.24
Disposals / discards	-	(14.32)	(0.06)	(5.29)	(0.80)	(0.22)	(1.35)	-	(22.04)
Effect of foreign currency exchange differences	(1.03)	-	(6.73)	(6.25)	-	(0.23)	(0.09)	-	(14.33)
<b>Balance as at 31<sup>st</sup> March, 2019</b>	<b>246.06</b>	<b>11.06</b>	<b>1,799.13</b>	<b>17,903.52</b>	<b>50.87</b>	<b>68.77</b>	<b>18.64</b>	<b>0.01</b>	<b>20,098.06</b>
<b>II. Accumulated depreciation and impairment</b>									
Balance as at 1 <sup>st</sup> April, 2017	-	0.71	126.12	1,609.47	8.37	8.73	2.66	-	1,756.06
Depreciation expense for the year	-	0.31	68.05	832.93	16.99	8.34	3.28	-	929.90
Eliminated on disposals / discards	-	-	-	-	(0.04)	(0.05)	(1.44)	-	(1.53)
Effect of foreign currency exchange differences	-	-	3.61	5.95	*	0.16	0.06	-	9.78
<b>Balance as at 31<sup>st</sup> March, 2018</b>	<b>-</b>	<b>1.02</b>	<b>197.78</b>	<b>2,448.35</b>	<b>25.32</b>	<b>17.18</b>	<b>4.56</b>	<b>-</b>	<b>2,694.21</b>
Depreciation expense for the year	-	0.32	64.64	1,044.97	9.40	7.63	2.37	-	1,129.33
Eliminated on disposals / discards	-	-	(0.02)	(2.58)	(0.77)	(0.20)	(1.13)	-	(4.70)
Effect of foreign currency exchange differences	-	-	(4.23)	(6.25)	-	(0.19)	(0.07)	-	(10.74)
<b>Balance as at 31<sup>st</sup> March, 2019</b>	<b>-</b>	<b>1.34</b>	<b>258.17</b>	<b>3,484.49</b>	<b>33.95</b>	<b>24.42</b>	<b>5.73</b>	<b>-</b>	<b>3,808.10</b>
<b>III. Net carrying value as at 31<sup>st</sup> March, 2018</b>	<b>247.02</b>	<b>24.36</b>	<b>1,606.57</b>	<b>15,328.51</b>	<b>25.05</b>	<b>51.50</b>	<b>13.96</b>	<b>0.01</b>	<b>17,296.98</b>
<b>IV. Net carrying value as at 31<sup>st</sup> March, 2019</b>	<b>246.06</b>	<b>9.72</b>	<b>1,540.96</b>	<b>14,419.03</b>	<b>16.92</b>	<b>44.35</b>	<b>12.91</b>	<b>0.01</b>	<b>16,289.96</b>

\*Less than ₹ 50,000

Notes:

- The Group has leased certain land admeasuring to 122.86 acres (as at 31<sup>st</sup> March, 2018 - 122.86 acres) with carrying value aggregating to ₹ 7.08 crore (as at 31<sup>st</sup> March, 2018 - ₹ 7.08 crore) to certain related parties for a period ranging from 25 to 99 years.
- Includes net carrying value of ₹ 446.74 crore (as at 31<sup>st</sup> March, 2018 - ₹ 463.59 crore) being cost of office premises located at Mumbai, jointly owned (50%) with a related party.
- Includes net carrying value ₹ 100 (as at 31<sup>st</sup> March, 2018 - ₹ 100) towards Group's share of water supply system, jointly owned (50%) with a related party, constructed on land not owned by the Group.
- Includes net carrying value ₹ 221.28 crore (as at 31<sup>st</sup> March, 2018 - ₹ 227.41 crore) being cost of pooling station and transmission line constructed on land not owned by the Group.
- Includes net carrying value ₹ 0.76 crore (as at 31<sup>st</sup> March, 2018 - ₹ 0.93 crore) towards alternate road build on land not owned by the Group.
- Includes net carrying value ₹ 19.55 crore (as at 31<sup>st</sup> March, 2018 - ₹ 22.83 crore) towards transmission line not owned by the Group.
- Additions include borrowing costs of ₹ Nil (as at 31<sup>st</sup> March, 2018 - ₹ 15.28 crore) and foreign exchange loss of ₹ 3.15 crore (as at 31<sup>st</sup> March, 2018 - ₹ 0.03 crore). The average rate of interest on such borrowing is 9.75% per annum.
- Transfer of title/deeds in case of freehold and leasehold land in the name of subsidiary company, JSWHEL, is in process.
- Reclassified to prepayments upon lapse of the option to purchase the leasehold land on an outright basis after 10 years from the date of the lease deed (Refer note 11).
- Refer note 26 for effect of change in estimates of lives of property, plant and equipment.
- Refer note 16 for the details in respect of certain property, plant and equipment hypothecated / mortgaged as security against borrowings.

### Note No. 4A - Property, plant and equipment

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 4B - Capital work-in-progress

Capital work in progress and pre operative expenditure during construction period (pending allocation) relating to property, plant and equipment

₹ crore

At cost	
Balance as at 31 <sup>st</sup> March, 2018	293.53
Balance as at 31 <sup>st</sup> March, 2019	399.97

Notes:

- 1) Includes ₹ 259.53 crore (as at 31<sup>st</sup> March, 2018 ₹ 259.46 crore) cost incurred for Kutehr hydro project in Himachal Pradesh. (Refer note 40)
- 2) Amount transferred to property, plant and equipment during the year ₹ 127.38 crore (Previous year ₹ 297.59 crore)
- 3) Amount transferred to Consolidated Statement of Profit and Loss during the year ₹ Nil (Previous year ₹ 24.85 crore)
- 4) Refer note 16 for the details in respect of capital work-in-progress hypothecated / mortgaged as security against borrowings.

#### Note No. 5 - Goodwill

₹ crore

Particulars	As at	As at
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
<b>I. Cost / deemed cost</b>		
Balance at the beginning of the year	645.03	644.86
Effect of foreign currency exchange differences	(0.24)	0.17
Balance at the end of the year (a)	644.79	645.03
<b>II. Accumulated impairment</b>		
Balance at the beginning of the year	5.21	-
Allowance for impairment	-	5.21
Effect of foreign currency exchange differences	(0.24)	-
Balance at the end of the year (b)	4.97	5.21
<b>Carrying amount (a-b)</b>	<b>639.82</b>	<b>639.82</b>

#### Allocation of goodwill to cash generating units (CGU's)

For the purpose of impairment testing, goodwill is allocated to the Group's operating assets, which represents the lowest level within the Group at which goodwill is monitored for internal management purposes. Carrying amount of goodwill allocated to each CGUs is as follows:

₹ crore

Particulars	As at	As at
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
I. Hydro Power plant at Karcham, Himachal Pradesh, India	526.34	526.34
II. Hydro Power plant at Baspa, Himachal Pradesh, India	113.48	113.48
<b>Carrying amount</b>	<b>639.82</b>	<b>639.82</b>

#### Estimates used to measure recoverable amounts of Hydro Power Plants

The recoverable amount of Karcham and Baspa hydro power plants have been determined following 'value in use' approach based on future projections for 53 years and 23 years, respectively, derived from their tenure (including expected renewals) of respective long term power purchase agreements (PPA).

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

The key assumptions used in the value-in-use calculations are as follows:

Key assumptions	Hydro Power Plant at Karcham	Hydro Power Plant at Baspa	Basis
Discount rate	13.49% (12.56%)	13.49% (12.56%)	Pre-tax discount rate has been derived based on current cost of borrowing and equity rate of return in line with the current market expectations.
Plant availability	100% (97.89%)	97.90% (97.89%)	Plant availability factor (PAF) is estimated based on past trend of PAF and expected PAF in future years.
Plant load factor	47.09% (51.37%)	50.99% (50.99%)	Plant load factor (PLF) is estimated based on past trend of PLF and expected PLF in future years.
Balance useful life	53 Years (27 Years)	-	Balance useful lives assessed by an independent expert.
Tariff	As per CERC tariff regulation 2019-24 (As per CERC tariff regulation 2014-19)	-	- Tariff basis continuity of existing notified tariff provisions/PPA - Economic benefits basis the expectation of approval of additional capacity of 91 MW in the year 2021-22 by Central Electricity Authority and Ministry of Environment and Forest for Karcham power plant.

(Figures in brackets relate to previous year)

#### Sensitivity to changes in assumptions:

The management has considered that any reasonable possible change in any one of the key assumptions would not result into carrying amount to exceed the recoverable amounts of the afore-mentioned hydro power plants.

### Note No. 6 - Other intangible assets

Particulars				₹ crore
	Computer software	Mineral rights	Rights under service concession arrangement	Total
<b>At cost / deemed cost</b>				
<b>I. Gross carrying value</b>				
<b>Balance as at 1<sup>st</sup> April, 2017</b>	<b>12.46</b>	<b>86.67</b>	<b>930.77</b>	<b>1,029.90</b>
Additions	0.78	-	0.64	1.42
Effect of foreign currency exchange differences	-	12.71	-	12.71
<b>Balance as at 31<sup>st</sup> March, 2018</b>	<b>13.24</b>	<b>99.38</b>	<b>931.41</b>	<b>1,044.03</b>
Additions	0.56	-	1.32	1.88
Effect of foreign currency exchange differences	-	(13.65)	-	(13.65)
<b>Balance as at 31<sup>st</sup> March, 2019 (I)</b>	<b>13.80</b>	<b>85.73</b>	<b>932.73</b>	<b>1,032.26</b>
<b>II. Accumulated amortisation and impairment</b>				
<b>Balance as at 1<sup>st</sup> April, 2017</b>	<b>8.08</b>	<b>-</b>	<b>52.59</b>	<b>60.67</b>
Amortisation expense for the year	3.24	-	33.26	36.50
Allowance for impairment	-	6.27	-	6.27
<b>Balance as at 31<sup>st</sup> March, 2018</b>	<b>11.32</b>	<b>6.27</b>	<b>85.85</b>	<b>103.44</b>
Amortisation expense for the year	1.07	-	33.28	34.35
Effect of foreign currency exchange differences	-	(0.29)	-	(0.29)
<b>Balance as at 31<sup>st</sup> March, 2019 (II)</b>	<b>12.39</b>	<b>5.98</b>	<b>119.13</b>	<b>137.50</b>
<b>III. Net carrying value as at 31<sup>st</sup> March, 2018</b>	<b>1.92</b>	<b>93.11</b>	<b>845.56</b>	<b>940.59</b>
<b>IV. Net carrying value as at 31<sup>st</sup> March, 2019</b>	<b>1.41</b>	<b>79.75</b>	<b>813.60</b>	<b>894.76</b>

Refer note 16 for the details of certain intangible assets hypothecated / mortgaged as security against borrowings.

## Notes

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

### Note No. 7A - Investments in an associate and joint ventures

₹ crore

Particulars	As at 31 <sup>st</sup> March, 2019			As at 31 <sup>st</sup> March, 2018		
	No of Shares	Current	Non Current	No of Shares	Current	Non- Current
<b>Unquoted investments</b>						
<b>I. Investments at cost / deemed cost</b>						
- Investments in equity instruments						
- of associate						
(a) Equity Shares of ₹ 10 each fully paid up of Toshiba JSW Power Systems Private Limited <sup>a</sup>	99,877,405	-	100.23	99,877,405	-	100.23
Less: Share of loss of an associate restricted upto the cost of investment		-	100.23		-	100.23
(i)		-	-		-	-
- of joint venture						
(a) Equity Share of ₹ 10 each fully paid up of Barmer Lignite Mining Company Limited <sup>b</sup>	9,800,000	-	9.80	9,800,000	-	9.80
Less: Share of loss of a joint venture (For share of loss in excess of cost of investment refer note 18 and note 35)		-	9.80		-	9.80
(ii)		-	-		-	-
<b>Total Investments at cost / deemed cost (i+ii)</b>		-	-		-	-
Aggregate amount of unquoted investments		-	-		-	-

a) Refer note 32 for summarised financial information of associate, Toshiba JSW Power Systems Private Limited, an associate.

b) Refer note 33 for summarised financial information of Barmer Lignite Mining Company Limited, a joint venture.

### Note No. 7B - Other investments

₹ crore

Particulars	As at 31 <sup>st</sup> March, 2019			As at 31 <sup>st</sup> March, 2018		
	No of Shares / Units	Current	Non Current	No of Shares / Units	Current	Non- Current
<b>A- Unquoted investments</b>						
<b>I. Investments at amortised cost</b>						
- Investments in Government Securities <sup>a</sup>		-	10.86		-	9.47
<b>Total Investments at amortised cost</b>		-	<b>10.86</b>		-	<b>9.47</b>
<b>II. Investments at fair value through profit or loss</b>						
(a) Investments in equity instruments						
- of other entity						
1) Equity Shares of ₹ 10 each fully paid up of MJSJ Coal Limited	10,461,000	-	6.52	10,461,000	-	6.52
2) Equity Shares of ₹ 10 each fully paid up of Power Exchange India Limited	1,250,000	-	1.25	1,250,000	-	1.25
3) Equity Shares of Rand 10,100 each fully paid up of Richard Bay Coal Terminal (Proprietary) Limited	5,000	-	34.88	5,000	-	40.73
<b>Total</b>		-	<b>42.65</b>		-	<b>48.50</b>
(b) Investments in preference shares						
- of other entity						
10% Redeemable Non - Cumulative Preference Shares of ₹ 100 each fully paid up of JSW Realty & Infrastructure Private Limited <sup>b</sup>	503,000	-	2.29	503,000	-	2.05
<b>Total</b>		-	<b>2.29</b>		-	<b>2.05</b>

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore

Particulars	As at 31 <sup>st</sup> March, 2019			As at 31 <sup>st</sup> March, 2018		
	No of Shares / Units	Current	Non Current	No of Shares / Units	Current	Non- Current
<b>III. Investments at fair value through profit and loss</b>						
(a) Investments in mutual funds						
1) Reliance Mutual Fund						
Reliance Liquid Fund TP IP Growth	-	-	-	250,267	105.67	-
2) SBI Mutual Fund						
SBI Premier Liquid Fund Growth	101,743	29.67	-	135,421	36.77	-
SBI Magnum Insta Cash Growth	-	-	-	2,813	1.08	-
3) Kotak Mutual Fund						
Kotak Liquid Fund Growth	198,961	75.06	-	176,021	50.07	-
4) UTI Mutual Fund						
UTI Liquid Cash Plan Growth	50,357	15.36	-	82,079	15.92	-
5) Aditya Mutual Fund						
Aditya Birla Sunlife FRF STP Growth	-	-	-	5,509,952	127.32	-
Aditya Birla Sunlife Cash Plus Growth	1,506,617	45.05	-	-	-	-
6) Franklin India Mutual Fund						
Franklin India TMA Growth	103,956	28.98	-	-	-	-
7) HDFC Mutual Fund						
HDFC Liquid Fund Growth	404,743	148.15	-	-	-	-
<b>Total Investments at fair value through profit or loss</b>		<b>342.27</b>	<b>44.94</b>		<b>336.83</b>	<b>50.55</b>
<b>B- Quoted Investments</b>						
<b>I. Investments at fair value through other comprehensive income</b>						
1) Equity shares of ₹ 1 each fully paid up of JSW Steel Limited	70,038,350	-	2,052.46	70,038,350	-	2,018.15
<b>Total Investments at fair value through other comprehensive income</b>		-	<b>2,052.46</b>		-	<b>2,018.15</b>
<b>Total investments at carrying value</b>		<b>342.27</b>	<b>2,108.26</b>		<b>336.83</b>	<b>2,078.17</b>
Aggregate amount of quoted investments		-	2,052.46		-	2,018.15
Aggregate market value of quoted investments		-	2,052.46		-	2,018.15
Aggregate amount of unquoted investments		342.27	55.80		336.83	60.02

- a) Investment in government securities of ₹ 10.86 crore (as at 31<sup>st</sup> March, 2018 - ₹ 9.46 crore) is towards contingency reserve created by Jaigad PowerTransco Limited, a subsidiary.
- b) Terms of preference shares are as follows:  
10% Redeemable Non Cumulative Preference Shares of ₹ 10 each fully paid up invested in JSW Realty & Infrastructure Private Limited are redeemable after 15th year from the date of allotment in 5 annual installments.
- c) Refer Note 16 for current investments hypothecated as security against borrowings.

### Note No. 8 - Loans

₹ crore

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non-current	Current	Non-current
<b>Unsecured, considered good</b>				
Loans to related parties (Refer note 44)	0.84	720.59	0.75	571.41
Other loans	177.58	-	177.59	-
	<b>178.42</b>	<b>720.59</b>	<b>178.34</b>	<b>571.41</b>
<b>Unsecured, credit impaired</b>				
Loans to others	574.19	-	574.19	-
Less : Loss allowance for doubtful loans	574.19	-	574.19	-
	-	-	-	-
	<b>178.42</b>	<b>720.59</b>	<b>178.34</b>	<b>571.41</b>

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

Name of parties	₹ crore			
	Current	Non-current	Current	Non-current
<b>1) Related parties</b>				
a) Barmer Lignite Mining Company Limited	-	567.64	-	567.64
	-	(567.64)	-	(567.64)
b) South West Mining Limited	-	150.00	-	-
	-	(150.00)	-	(275.57)
c) JSW Global Business Solutions Limited	0.84	2.93	0.75	3.77
	(0.84)	(3.96)	(0.75)	(4.85)

(Figures in brackets relate to maximum amount outstanding during the year)

All the above loans have been given for business purpose only.

#### Movement in loss allowance

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Opening loss allowance	574.19	-
Loss allowance during the year	-	574.19
<b>Closing loss allowance</b>	<b>574.19</b>	<b>574.19</b>

#### Subordinated debt to Barmer Lignite Mining Company Limited:

JSW Energy (Barmer) Limited ("JSWEBL") has given a subordinated loan of ₹ 567.64 crore (as at 31<sup>st</sup> March, 2018 ₹ 567.64 crore) to Barmer Lignite Mining Company Limited, a joint venture ("BLMCL") of JSWEBL. Such loan carries an interest rate of 10% p.a. and is re-payable after the repayment of existing secured rupee term loan of BLMCL i.e in FY 2038-39. There have been certain delays in payment of interest of ₹ 378.90 crore (as at 31<sup>st</sup> March, 2018 ₹ 347.81 crore) by BLMCL as certain clarifications were sought by Comptroller and Auditor General of India (CAG) from Government of Rajasthan (GoR) which have since been provided by GoR, and BLMCL can make interest payment on the aforesaid loan. BLMCL is expecting approval by RERC on capital cost by September 2019 as per the petition submitted, and therefore, is expected to have adequate cashflows for payment of the aforesaid interest after approval of its lenders. JSWEBL also has right to convert the accrued interest into interest bearing subordinated loan at any point of time. Based on the aforesaid and expected timing of cash inflows/ conversion into loan, an expected credit loss allowance of ₹ 32.69 crore (Previous year ₹ Nil) has been recognised towards the accrued interest. (Refer note 9)

#### Note No. 9 - Other financial assets

Particulars	₹ crore			
	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non-current	Current	Non-current
<b>Unsecured, considered good</b>				
(1) Finance lease receivable (Refer note 37)	37.19	906.18	47.42	934.34
(2) Service concession receivable (Refer note 38)	-	221.47	-	195.59
(3) Security deposits				
(i) Government/Semi-government authorities	0.01	18.16	0.05	43.06
(ii) Related parties (Refer note 44)	8.02	33.15	19.85	30.39
(iii) Others	30.11	0.94	30.08	0.80
	<b>38.14</b>	<b>52.25</b>	<b>49.98</b>	<b>74.25</b>
(4) Interest receivable				
(i) Interest accrued on loans to related parties (Refer note 8 and note 44)	379.95	-	1.24	347.81
Less : Allowance for expected credit loss	(32.69)	-	-	-
(ii) Interest accrued on loan to others	-	-	7.98	-
(iii) Interest accrued on deposits	0.58	-	1.90	-
(iv) Interest accrued on investments	0.12	-	0.10	-
	<b>347.96</b>	<b>-</b>	<b>11.22</b>	<b>347.81</b>
(5) Unbilled revenue	1.43	-	-	-
(6) Other bank balances				
(i) Margin money for security against the guarantees	-	7.16	-	0.43
(7) Others	-	-	11.44	56.79
	<b>424.72</b>	<b>1,187.06</b>	<b>120.06</b>	<b>1,609.21</b>

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 10A - Income tax assets (net)

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non-current	Current	Non-current
Advance tax and tax deducted at sources [Net of provision for tax as at 31 <sup>st</sup> March 2019 ₹ 1,168.14 crore, as at 31 <sup>st</sup> March 2018 ₹ 1,270.76 crore]	-	64.15	-	38.09
	-	<b>64.15</b>	-	<b>38.09</b>

#### Note No. 10B - Current tax liabilities (net)

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non-current	Current	Non-current
Income tax liabilities [Net of advance tax as at 31 <sup>st</sup> March 2019 ₹ 695.48 crore as at 31 <sup>st</sup> March 2018 ₹ 616.80 crore]	40.05	-	35.28	-
	<b>40.05</b>	-	<b>35.28</b>	-

#### Note No. 11 - Other assets

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non-current	Current	Non-current
(1) Capital advances	0.79	68.76	-	76.16
(2) Prepayments	27.51	23.44	54.00	12.54
(3) Advance to a related party [Refer note 34(B)(2)]	0.67	331.13	-	381.13
(4) Balances with government authorities	45.01	89.97	21.44	72.78
(5) Others	2.77	-	2.06	-
	<b>76.75</b>	<b>513.30</b>	<b>77.50</b>	<b>542.61</b>

#### Note No. 12 - Inventories

Particulars	As at	As at
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
(1) Raw materials - Stock of fuel	323.25	364.19
(2) Stores and spares	131.48	134.76
(3) Stock-in-trade	-	36.59
	<b>454.73</b>	<b>535.54</b>

#### Footnotes

- 1) Cost of inventory recognised as an expense

Particulars	For the year ended	For the year ended
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
(1) Raw materials - Stock of fuel	5,356.22	4,338.87
(2) Stores and spares	63.72	63.21
	<b>5,419.94</b>	<b>4,402.08</b>

- 2) Details of stock in transit included above

Particulars	As at	As at
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
(1) Raw materials - Stock of fuel	67.63	123.39
(2) Stores and spares	0.22	0.17
	<b>67.85</b>	<b>123.56</b>

- 3) Basis of valuation: Refer note 2.8 (XII)

- 4) Refer note 16 for inventories hypothecated as security against certain bank borrowings.

## Notes

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

### Note No. 13 - Trade receivables

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
(1) Unsecured, considered good	1,427.75	1,151.22
(2) Unsecured, credit impaired	-	2.54
Less: Loss allowance for doubtful trade receivables	-	2.54
	-	-
	<b>1,427.75</b>	<b>1,151.22</b>

1] Ageing of trade receivables

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Within credit period	894.11	730.38
<b>Past Due:</b>		
1 - 30 days	58.54	145.24
31 - 60 days	86.15	5.85
61 - 90 days	72.17	0.30
91 - 180 days	72.58	63.37
> 180 days	244.20	206.08
	<b>1,427.75</b>	<b>1,151.22</b>

- 2] The average credit period allowed to customers is in the range of 30-45 days and interest on overdue receivable is generally levied at 8.15% to 15% per annum. There has been no significant change in the credit quality of past receivables.
- 3] The Group does not have history of defaults in trade receivables. Loss allowance is estimated for disputed receivables based on assessment of each case by obtaining legal advice, where considered necessary.
- 4] Trade receivables include ₹ 219.30 crore (as at 31<sup>st</sup> March 2018 ₹ 201.83 crore) withheld / unpaid by the customers because of tariff related disputes which are pending adjudication by the appropriate authority. The Group has, based on legal advice, and subsequent actions by the regulators in certain cases, assessed that there is a reasonable certainty about recoverability of these receivables and no provision is required. These matters are at advanced stage of hearing with the regulators/courts and the management is expecting to realise the amounts within a year.
- 5] Refer note 16 for trade receivables hypothecated as security against borrowings.

### Note No. 14A - Cash and cash equivalents

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
(1) Balances with banks		
(i) In current accounts	59.12	29.29
(ii) In deposit accounts with maturity less than 3 months at inception	71.66	194.92
(2) Cheques on hand	1.32	-
(3) Cash on hand	0.06	0.06
	<b>132.16</b>	<b>224.27</b>

### Note No. 14B - Bank balances other than cash and cash equivalents

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
(1) Balances with banks		
(i) In deposit accounts with maturity more than 3 months at inception	30.12	43.91
(2) Earmarked balances with banks		
(i) Unpaid dividends	1.11	0.95
(ii) Margin money for security	40.18	41.90
	<b>71.41</b>	<b>86.76</b>

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 15A - Equity share capital

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	No. of shares	₹ crore	No. of shares	₹ crore
<b>Authorised:</b>				
Equity shares of ₹ 10 each with voting rights	5,000,000,000	5,000.00	5,000,000,000	5,000.00
<b>Issued, subscribed and fully paid: (A)</b>				
Equity shares of ₹ 10 each with voting rights	1,641,037,587	1,641.04	1,640,054,795	1,640.05
<b>Treasury shares held through ESOP trust (B)</b>				
Equity shares of ₹ 10 each with voting rights	(170,075)	(0.17)	-	-
<b>Equity shares [net of treasury shares] [A + B]</b>	<b>1,640,867,512</b>	<b>1,640.87</b>	<b>1,640,054,795</b>	<b>1,640.05</b>

#### a) Reconciliation of the number of shares outstanding at the beginning and end of the year:

Particulars	For the year ended	For the year ended
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
	No. of shares	No. of shares
Balance as at the beginning of the year	1,640,054,795	1,640,054,795
Shares issued during the year	982,792	-
Balance as at the end of the year	1,641,037,587	1,640,054,795

#### b) Reconciliation of the number of treasury shares outstanding at the beginning and end of the year:

Particulars	For the year ended	For the year ended
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
	No. of shares	No. of shares
Balance as at the beginning of the year	-	12,101,604
Shares issued during the year	982,792	-
Shares transferred upon exercise of options under ESOP scheme	(812,717)	(12,101,604)
Balance as at the end of the year	170,075	-

#### c) Rights, preferences and restrictions attached to equity shares:

- The Company has only one class of equity shares having a par value of ₹ 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the ensuing annual general meeting.
- In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

#### d) Details of shareholders holding more than 5% shares in the company are set out below:

Name of the Companies	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	No. of shares	%	No. of shares	%
JSW Investments Private Limited	332,492,694	20.26%	332,762,694	20.29%
Indusglobe Multiventures Private Limited	256,786,044	15.65%	256,798,944	15.66%
JSL Limited	145,332,820	8.86%	145,332,820	8.86%
Glebe Trading Private Limited	145,332,820	8.86%	145,332,820	8.86%
JSW Steel Limited	85,363,090	5.20%	91,474,090	5.58%
Danta Enterprises Private Limited	85,599,613	5.22%	85,599,613	5.22%
Virtuous Tradecorp Private Limited	85,599,613	5.22%	85,599,613	5.22%

#### e) Dividend:

- The Board of Directors, in its meeting held on 3<sup>rd</sup> May, 2018, did not propose any final dividend on equity share for the year ended 31<sup>st</sup> March, 2018.
- The Board of Directors, in its meeting held on 16<sup>th</sup> May 2019, has recommended dividend of 10% (₹ 1 per equity share of ₹ 10 each) for the year 2018-19 subject to the approval of shareholders in the Annual General Meeting.

## Notes

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

### Note No. 15B - Other equity

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>I. Reserves and surplus</b>		
(1) General reserve	214.06	214.06
(2) Retained earnings	5,444.69	4,764.70
(3) Securities premium	2,384.96	2,380.80
(4) Equity settled employee benefits reserve	18.94	15.61
(5) Debenture redemption reserve	226.67	215.83
(6) Contingency reserve	11.56	10.18
	<b>8,300.88</b>	<b>7,601.18</b>
<b>II. Items of other comprehensive income</b>		
(1) Equity instrument through other comprehensive income	1,900.74	1,866.44
(2) Foreign currency translation reserve	(16.91)	6.35
(3) Effective portion of cash flow hedge	-	(2.59)
(4) Remeasurement of net defined benefit plans	(3.34)	(1.73)
	<b>1,880.49</b>	<b>1,868.47</b>
<b>Total other equity</b>	<b>10,181.37</b>	<b>9,469.65</b>

(i) **General reserve** : The Group created a general reserve in earlier years pursuant to the provisions of the Companies Act, wherein certain percentage of profits were required to be transferred to general reserve before declaring dividend. As per Companies Act 2013, the requirement to transfer profits to general reserve is not mandatory. General reserve is a free reserve available for distribution subject to compliance with the Companies (Declaration and Payment of Dividend) Rules, 2014.

(ii) **Retained earnings** : Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year ended, less any transfers to general reserve.

(iii) **Securities premium** : Securities premium comprises premium received on issue of shares.

(iv) **Equity settled employee benefits reserve** : The Group offers ESOP under which options to subscribe for the Company's share have been granted to certain employees and senior management. The share based payment reserve is used to recognise the value of equity settled share based payments provided as part of the ESOP scheme.

(v) **Debenture redemption reserve** : The Indian Companies Act requires companies that issue debentures to create

a debenture redemption reserve from annual profits until such debentures are redeemed. The companies are required to maintain 25% as a reserve of outstanding redeemable debentures. The amounts credited to the debenture redemption reserve may not be utilised except to redeem debentures.

(vi) **Contingency reserve** : The contingency reserve has been created out of profit of Jaigad PowerTransco Limited, a subsidiary company, as per MERC Regulations. The reserve can be utilised by the group for the purpose of future losses, which may arise from uninsured risks.

(vii) **Equity instrument through other comprehensive income** : The fair value change of the equity instruments measured at fair value through other comprehensive income is recognised in equity instruments through other comprehensive income.

(viii) **Foreign currency translation reserve** : This reserve contains the accumulated balance of foreign exchange differences arising on monetary items that, in substance, form part of the Group's net investment in a foreign operation whose functional currency is other than Indian rupees. Exchange differences previously accumulated in this reserve are reclassified to profit or loss on disposal of the foreign operation.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>Balance as at the beginning of the year</b>	<b>6.35</b>	<b>7.28</b>
Add : Foreign currency translation movement through OCI	(23.26)	(0.93)
<b>Balance as at the end of the year</b>	<b>(16.91)</b>	<b>6.35</b>

- (ix) **Effective portion of cash flow hedge** : Effective portion of cash flow hedges represents the cumulative effective portion of gains or losses arising on changes in fair value of hedging instruments entered into for cash flow hedges, which shall be reclassified to profit or loss only when the hedged transaction affects the profit or loss.

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>Balance as at the beginning of the year</b>	<b>(2.59)</b>	-
Add: Change in intrinsic value of foreign currency options	-	(0.87)
Add: Change in fair value of interest rate swaps	-	(1.72)
Less : Transferred to consolidated statement of profit and loss	2.59	-
<b>Balance as at the end of the year</b>	<b>-</b>	<b>(2.59)</b>

- (x) **Remeasurement of the net defined benefit plans** : This reserve represents the impact of actuarial gains and losses on the funded obligation due to change in financial assumptions, change in demographic assumptions experienced adjustments etc. recognised through other comprehensive income.

### Note No. 16 - Borrowings

Particulars	₹ crore			
	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non-current	Current	Non-current
<b>Measured at amortised cost</b>				
<b>I. Non-current borrowings (secured):</b>				
(1) Debentures				
(i) Non-convertible debentures	200.00	1,100.00	200.00	1,300.00
(2) Term loans				
(i) From banks	1,083.46	7,961.42	825.68	9,307.94
(ii) From financial institutions	39.90	225.98	39.90	273.88
	<b>1,323.36</b>	<b>9,287.40</b>	<b>1,065.58</b>	<b>10,881.82</b>
Less: Unamortised borrowing cost	(8.83)	(47.05)	(11.51)	(60.82)
Less: Current maturities of long term debt (included in note 17)	(1,314.53)	-	(1,054.07)	-
	-	<b>9,240.35</b>	-	<b>10,821.00</b>
<b>II. Current borrowings (unsecured):</b>				
(i) Other loans	-	-	8.19	-
	-	-	<b>8.19</b>	-
	-	<b>9,240.35</b>	<b>8.19</b>	<b>10,821.00</b>

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Reconciliation of the borrowings outstanding at the beginning and end of the year:

₹ crore

Particulars	For the year ended	
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
<b>I. Non-current borrowings</b>		
<b>Balance as at the beginning of the year</b>	<b>11,875.07</b>	<b>14,340.60</b>
Cash flows (repayment)/ proceeds	(1,350.27)	(2,490.64)
Non-cash changes:		
Foreign exchange movement	13.64	3.32
Amortised borrowing cost	16.44	21.79
<b>Balance as at the end of the year</b>	<b>10,554.88</b>	<b>11,875.07</b>
<b>II. Current borrowings</b>		
<b>Balance as at the beginning of the year</b>	<b>8.19</b>	<b>8.67</b>
Reversal of loan on sale of step-down subsidiary	(8.19)	-
Non-cash changes:		
Foreign exchange movement	-	(0.48)
<b>Balance as at the end of the year</b>	<b>-</b>	<b>8.19</b>

₹ crore

Terms of repayment	Security	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
		Current	Non-current	Current	Non-current
<b>I. Debentures (secured)</b>					
5,000 nos @ 8.65% Secured Redeemable Non-Convertible Debentures of ₹ 10 lakh each are redeemable at par in 3 yearly installments, first installment ₹ 100 crore, second and third installment ₹ 200 crore each, starting from 30 <sup>th</sup> December, 2020 till 30 <sup>th</sup> December, 2022.	Pari passu first ranking charge by way of legal mortgage on the freehold land of the Company situated at village Chaferi, Ratnagiri, Maharashtra and first ranking charge by way of hypothecation of moveable fixed assets of the Company (SBU1 & SBU2) situated at Vijayanagar Works, Karnataka	-	500.00	-	500.00
5,000 nos @ 8.40% Secured Redeemable Non Convertible Debentures of ₹ 10 lakh each are redeemable at par in bullet repayment of ₹ 500 crore on 18 <sup>th</sup> September, 2020	Pari passu first ranking charge by way of legal mortgage on the freehold land of the Company situated at village Chaferi, Ratnagiri, Maharashtra and first ranking charge by way of hypothecation of moveable fixed assets of the Company (SBU3) situated at Ratnagiri Works, Maharashtra	-	500.00	-	500.00
10,000 nos @ 9.75% Secured Redeemable Non-Convertible Debentures of ₹ 3 lakh each are redeemable at par in 3 half yearly equal installments from 20 <sup>th</sup> July / 30 <sup>th</sup> July / 16 <sup>th</sup> August, 2019 till 20 <sup>th</sup> July / 30 <sup>th</sup> July / 16 <sup>th</sup> August, 2020.	Pari passu first ranking charge by way of legal mortgage on the freehold land of the Company situated at village Mouje Maharajpura, Mehsana, Gujarat and first ranking charge by way of mortgage on immovable assets of the Company (SBU1 & SBU2) and first ranking charge by way of hypothecation of moveable fixed assets of the Company (SBU1 & SBU2) situated at Vijayanagar Works, Karnataka	200.00	100.00	200.00	300.00
<b>Total</b>		<b>200.00</b>	<b>1,100.00</b>	<b>200.00</b>	<b>1,300.00</b>

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore

Terms of repayment	Security	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
		Current	Non-current	Current	Non-current
<b>II. Term loans</b>					
<b>Rupee term loan from banks (secured)</b>					
3 quarterly installments of ₹ 25.57 crore each from 30 <sup>th</sup> June, 2019 to 31 <sup>st</sup> December, 2019 and 1 quarterly instalment of ₹ 22.40 crore on 31 <sup>st</sup> March, 2020	Pari passu first ranking charge by way of legal mortgage on a flat situated at Mumbai, Maharashtra, first charge by way of legal mortgage of Company (SBU3) immovable property both present and future and first ranking charge by way of hypothecation of moveable fixed assets of the Company (SBU3) situated at Ratnagiri Works, Maharashtra and second ranking charge on current assets of Company (SBU3) situated at Ratnagiri Works, Maharashtra	99.11	-	102.27	100.60
17 quarterly installments of ₹ 45.45 crore each from 30 <sup>th</sup> June, 2019 to 30 <sup>th</sup> June, 2023	Pari passu first ranking charge by way of legal mortgage on a flat situated at Mumbai, Maharashtra and first charge by way of legal mortgage of Company (SBU3) immovable property both present and future, and first ranking charge by way of hypothecation of moveable fixed assets of the Company (SBU3) situated at Ratnagiri Works, Maharashtra and second ranking charge on current assets of Company (SBU3) situated in Ratnagiri Works, Maharashtra	181.87	590.87	181.82	772.72
19 quarterly installments of ₹ 11.88 crore each from 30 <sup>th</sup> June, 2019 to 31 <sup>st</sup> December, 2023	Pari passu first ranking charge by way of legal mortgage on a flat situated at Mumbai, Maharashtra and first charge by way of legal mortgage of Company (SBU3) immovable property both present and future and first ranking charge by way of hypothecation of moveable fixed assets of the Company (SBU3) situated at Ratnagiri Works, Maharashtra and second ranking charge on current assets of Company (SBU3) situated in Ratnagiri Works, Maharashtra	47.50	178.12	47.50	225.62
1 quarterly installment of ₹ 1.25 crore on 30 <sup>th</sup> June, 2019; 8 quarterly installments of ₹ 2.50 crore each from 30 <sup>th</sup> September, 2019 to 30 <sup>th</sup> June, 2021; 2 quarterly installments of ₹ 7.50 crore each from 30 <sup>th</sup> September, 2021 to 31 <sup>st</sup> December, 2021; 7 quarterly installments of ₹ 10 crore each from 31 <sup>st</sup> March, 2022 to 30 <sup>th</sup> September, 2023 and 6 quarterly installments of ₹ 15 crore each from 31 <sup>st</sup> December, 2023 to 31 <sup>st</sup> March, 2025	Pari passu first ranking charge by way of equitable mortgage of immovable assets and first ranking charge by way of hypothecation of moveable fixed assets of the Company (SBU1 & SBU2) situated at Vijayanagar Works, Karnataka	8.75	187.50	-	-
Repayable in 33 equal quarterly instalments from June 2019 to June 2027	First ranking charge by way of legal mortgage on immovable property and first ranking charge by way of hypothecation of moveable assets of Subsidiary's Barmer works (both present and future) situated at Barmer, Rajasthan.	261.86	1,543.03	273.73	2,147.91

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore

Terms of repayment	Security	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
		Current	Non-current	Current	Non-current
Structured monthly installments (during June to October every year), repayable up to March 2030.	First ranking charge by way of legal mortgage on immovable property and first ranking charge by way of hypothecation of movable assets of Subsidiary's Karcham-Wangtoo HEP (both present and future) situated at Kinnaur Dist., Himachal Pradesh	238.70	5,036.05	211.50	5,275.89
Structured monthly installments (during July to October every year), repayable up to March 2030.	First charge on immovable and movable assets of Subsidiary's Baspa II HEP (both present and future) project of the Group situated at Kinnaur Dist., Himachal Pradesh	17.40	425.85	2.09	543.47
<b>Total</b>		<b>855.19</b>	<b>7,961.42</b>	<b>818.91</b>	<b>9,066.21</b>
<b>FCNR facility from a bank (secured)</b>					
Repayable in one bullet payment on 16 <sup>th</sup> March, 2020	First charge by way of pledge of JSW Steel Limited shares held by the Parent Company and second charge by way of hypothecation of movable fixed assets of the Company (SBU3)	228.27	-	-	214.65
Prepaid on 22 <sup>nd</sup> January, 2019	First ranking charge by way of legal mortgage on immovable property and first ranking charge by way of hypothecation of moveable assets of Subsidiary's Barmer works (both present and future) situated in Barmer Dist., Rajasthan.	-	-	6.77	27.08
<b>Total</b>		<b>228.27</b>	<b>-</b>	<b>6.77</b>	<b>241.73</b>
<b>Total term loans</b>		<b>1,083.46</b>	<b>7,961.42</b>	<b>825.68</b>	<b>9,307.94</b>
<b>III. Loan from financial institutions</b>					
19 structured quarterly installments up to December 2023	First ranking charge by way of legal mortgage on immovable property of and first ranking charge by way of hypothecation of moveable assets of Subsidiary's Barmer works (both present and future) situated at Barmer Dist., Rajasthan.	19.00	71.45	19.00	90.45
Repayable in 43 Structured Quarterly Installment upto 31 <sup>st</sup> December, 2029	First ranking charge by way of legal mortgage on immovable property and first ranking charge by way of hypothecation of moveable assets of Subsidiary's Koyna & Karad double circuit transmission lines (165 km), both present and future, situated in the state of Maharashtra	20.90	154.53	20.90	183.43
<b>Total</b>		<b>39.90</b>	<b>225.98</b>	<b>39.90</b>	<b>273.88</b>
<b>Total secured borrowings</b>					
Unamortised upfront fees on borrowings		(8.83)	(47.05)	(11.51)	(60.82)
Grouped under "current maturities of long-term debt" (Refer Note 17)		(1,314.53)	-	(1,054.07)	-
<b>Total secured borrowings measured at amortised cost</b>		<b>-</b>	<b>9,240.35</b>	<b>-</b>	<b>10,821.00</b>

## Notes

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

### Note No. 17 - Other financial liabilities

Particulars	₹ crore			
	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non-current	Current	Non-current
(1) Derivative instruments (Refer note 42)				
(i) Interest rate swaps	0.36	-	1.72	-
(ii) Foreign currency forward contracts / options	27.13	-	3.59	-
(2) Contingent consideration payable on business combination \$ (Refer note 42)	177.48	-	177.48	-
(3) Deposits received from dealers	-	0.01	-	0.01
(4) Lease deposits	0.48	0.16	0.35	0.25
(5) Current maturities of long-term debt (Refer note 16)	1,314.53	-	1,054.07	-
(6) Interest accrued but not due on borrowings	89.85	-	51.07	-
(7) Unpaid dividends #	1.11	-	0.95	-
(8) Security deposits	0.11	-	0.12	-
(9) Revenue adjustments due to tariff Order	556.53	-	325.15	-
(10) Payable for capital supplies/services	198.61	-	187.91	-
	<b>2,366.19</b>	<b>0.17</b>	<b>1,802.41</b>	<b>0.26</b>

\$ The Group has regarded the probability of receipt of approvals from the regulators for increase in capacity for one of its hydro plants before a specified date and consequential payment of an additional consideration of ₹ 300 crore towards business combination, as remote. Further, the Group also has the right to offset the said additional consideration against the receivable from the counter party.

# No amount due to be credited to Investor Education and Protection Fund.

### Note No. 18 - Provisions

Particulars	₹ crore			
	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non-current	Current	Non-current
(1) Provision for gratuity (Refer note 39)	5.91	12.76	5.22	8.22
(2) Provision for compensated absences (Refer note 39)	1.99	14.28	2.03	12.44
(3) Provision for decommissioning and environmental rehabilitation (Refer note 35)	-	25.47	-	29.74
(4) Other provisions (Refer note 35)	23.43	17.51	24.19	49.44
	<b>31.33</b>	<b>70.02</b>	<b>31.44</b>	<b>99.84</b>

### Note No. 19 - Deferred tax liabilities (net)

Particulars	₹ crore			
	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non-current	Current	Non-current
(1) Deferred tax liabilities (net)	-	1,181.40	-	1,077.72
(2) Deferred tax recoverable / (adjustable) in future tariff	-	75.65	-	70.31
(3) Minimum alternate tax (MAT) credit entitlement	-	(800.96)	-	(720.07)
	-	<b>456.09</b>	-	<b>427.96</b>

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 20 - Other liabilities

₹ crore

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018	
	Current	Non-current	Current	Non-current
(1) Advances received from customers	28.59	-	23.35	-
(2) Statutory dues	33.39	-	29.49	-
(3) Others	4.10	6.07	2.20	6.62
	<b>66.08</b>	<b>6.07</b>	<b>55.04</b>	<b>6.62</b>

#### Note No. 21 - Trade payables

₹ crore

Particulars	As at	As at
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
(1) Trade payables #	471.94	565.18
(2) Acceptances *	1,367.58	1,761.95
	<b>1,839.52</b>	<b>2,327.13</b>

# Payables other than acceptances are normally settled within 30 days

\* Acceptances represents credit availed by the Group from banks for payment to suppliers for raw materials purchased by the Group. The arrangements are interest-bearing and are payable within one year.

#### Note No. 22 - Revenue from operations

₹ crore

Particulars	For the year ended	For the year ended
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
<b>I. Disaggregation of revenue from contracts with customers:</b>		
(1) Sale of power:		
Own generation	8,729.45	7,636.06
Traded	64.71	75.03
(2) Income from transmission	80.78	88.70
(3) Sale of services:		
Operator fees	169.06	158.54
Other services	0.52	4.69
(4) Other operating revenue		
Sale of fly ash	3.05	2.75
Others	2.55	0.21
<b>Total revenue from contracts with customers (A)</b>	<b>9,050.12</b>	<b>7,965.98</b>
<b>II. Interest income on assets under finance lease (Refer note 37) (B)</b>	<b>61.32</b>	<b>59.63</b>
<b>III. Income from service concession arrangement (Refer note 38) (C)</b>	<b>26.15</b>	<b>23.35</b>
<b>(A + B + C)</b>	<b>9,137.59</b>	<b>8,048.96</b>

##### (a) Revenue from Contract with Customers:

The Group primarily generates revenue from contracts with customers for supply of power generated from power plants including from allocating the capacity of the plant under the long / medium term power purchase agreements, from sale of power on merchant basis including under short term contracts, for allocation of capacity of transmission lines, from power trading and for providing operations and maintenance services of third party power plants.

Revenue from capacity charges (other than from contracts classified as lease) under the long and medium term power supply agreements and under long term agreements for transmission lines, is recognised over a period of time as the capacity of the plant or transmission lines, as the case may be, is made available under the terms of the contracts. Incentives and penalties for variation in availability of the capacity are recognised based on the annual capacity expected to be made available under the agreements. Electricity charges are recognised on supply of power under such power supply agreements.

Revenue from sale of power on merchant basis and under short term contracts, and from power trading activity, is recognised when power is supplied to the customers.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

Revenue from third party power plant operations and maintenance activity is recognised when services under the contracts are rendered.

**(b) Significant changes in the contract liability balance and unbilled revenue during the year are as follows:**

**Contract liability - Advance from customer**

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Opening Balance</b>	<b>23.35</b>	<b>20.82</b>
Less: Revenue recognized during the year from balance at the beginning of the year	(23.35)	(20.82)
Add: Advance received during the year not recognized as revenue	28.59	23.35
<b>Closing Balance</b>	<b>28.59</b>	<b>23.35</b>

Contract liability is the Group's obligation to transfer goods or services to a customer for which the Group has received consideration from the customer in advance.

**Unbilled revenue**

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Opening Balance</b>	-	-
Less: Billed during the year	-	-
Add: Unbilled during the year	1.43	-
<b>Closing Balance</b>	<b>1.43</b>	-

**(c) Details of Revenue from Contract with Customers:**

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>Total revenue from contracts with customers as above</b>	<b>9,050.12</b>	<b>7,965.98</b>
Add: Rebate on prompt payment	46.41	51.78
Less: Incentives	67.44	68.05
<b>Total revenue from contracts with customers as per contracted price</b>	<b>9,029.09</b>	<b>7,949.71</b>

**(d) Performance obligations:**

Customers are given average credit period of 30 to 45 days for payment. No delayed payment charges ('DPC') is charged for the initial 30 days from the date of receipt of invoice by customers. Thereafter, DPC is recoverable from the customers at the rates prescribed under the respective Power Purchase Agreement/Tariff regulations on the outstanding balance.

**(e) Others:**

- i) During the year, RERC has passed an Order dated 18<sup>th</sup> May, 2018 for determining the Aggregate Revenue Requirement (ARR) and Tariff for the Financial years 2017-18. Based on the said Order, the Group has provided for the impact of ₹ 91.66 crore (Previous year ₹ Nil) as revenue adjustment and ₹ 40.01 crore (Previous year ₹ Nil) has been reduced in fuel cost on account of reduction in price of Lignite for FY 2017-18. The aforesaid recognition is further subject to adjustment on account of final determination of transfer price of lignite.
- ii) As per the implementation agreement between Government of Rajasthan and JSW Energy (Barmer) Limited ("JSWEBL"), the sale price of lignite by Barmer Lignite Mining Company Limited, a joint venture, to JSWEBL has to be approved by RERC. Pending determination of transfer price of lignite (as the capital cost of lignite mine and mine development operator of BLMCL is yet to be approved by RERC), RERC has allowed only adhoc/interim transfer prices for JSWEBL's tariff. Such adhoc/interim transfer prices (to the extent subsequently modified by APTEL, as the case may be) have been kept as a base for revenue recognition by JSWEBL and subject to adjustment, once the final tariff is determined by RERC.

## Notes

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

### Note No. 23 - Other income

₹ crore

Particulars	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>I. Interest income earned on financial assets that are not designated as at FVTPL</b>		
(1) On loans	77.48	155.99
(2) On bank deposits	5.37	16.62
(3) On other financial assets	98.10	106.39
	<b>180.95</b>	<b>279.00</b>
<b>II. Interest income earned on other assets</b>	<b>41.79</b>	<b>47.95</b>
<b>III. Dividend income from investments designated as at FVTOCI</b>	<b>22.41</b>	<b>15.76</b>
<b>IV. Other non-operating income</b>		
(1) Net gain on sale of current investments	20.84	38.08
(2) Net gain on foreign currency transactions	2.07	8.44
(3) Net gain arising on financial instruments designated as at fair value through profit or loss	0.92	9.99
(4) Income from operating lease	55.36	48.29
(5) Write back of provisions no longer required	35.76	5.89
(6) Miscellaneous income	7.87	11.62
	<b>122.82</b>	<b>122.31</b>
	<b>367.97</b>	<b>465.02</b>

### Note No. 24 - Employee benefits expense

₹ crore

Particulars	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
(1) Salaries and wages	210.48	191.61
(2) Contribution to provident and other funds (Refer note 39)	15.27	11.68
(3) Share-based payments	5.23	2.78
(4) Staff welfare expenses	12.60	9.02
	<b>243.58</b>	<b>215.09</b>

### Note No. 25 - Finance costs

₹ crore

Particulars	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
I. Finance cost for financial liabilities not designated as at FVTPL:		
- Interest expense	1,083.65	1,346.32
II. Other Borrowing costs	108.75	109.59
	<b>1,192.40</b>	<b>1,455.91</b>

### Note No. 26 - Depreciation and amortisation expense

₹ crore

Particulars	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
(1) Depreciation on property, plant and equipment	1,129.34	929.58
(2) Amortisation on intangible assets	34.35	36.50
	<b>1,163.69</b>	<b>966.08</b>

- (1) Effective 1<sup>st</sup> April, 2018, the Group has tied up the entire saleable capacity of a Hydro power plant in Karcham, Sholtu (Himachal Pradesh) ("the power plant") with various State DISCOMS through PTC India Limited. Consequently, the Group has revised the manner of depreciation of the power plant as per the depreciation rates / method prescribed under Central Electricity Regulation Commission (CERC) tariff regulation resulting into an increase in the depreciation expense for the year ended 31<sup>st</sup> March, 2019 by ₹ 195.63 crore.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

- (2) The effect of changes in estimates during the previous year of useful lives, residual values and pattern of consumption of economic benefits of property, plant and equipment:

Financial Year	₹ crore (Decrease) / Increase in depreciation expense
2019-20	(19.26)
2020-21	(27.62)
2021-22	5.27
Later years	543.33

### Note No. 27 - Other expenses

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
(1) Stores and spares consumed	63.72	63.21
(2) Power and water	61.46	58.94
(3) Rent including lease rentals	9.95	13.45
(4) Repairs and maintenance	149.70	132.93
(5) Rates and taxes	9.89	10.15
(6) Insurance	30.76	33.18
(7) Legal and other professional charges	22.40	18.14
(8) Travelling expenses	14.62	10.78
(9) Loss on disposal of property, plant and equipment	1.87	0.35
(10) Donation	0.31	0.03
(11) Corporate social responsibility expenses	25.17	32.53
(12) Safety and security	14.31	11.98
(13) Branding fee	12.23	12.21
(14) Shared service fee	9.16	7.95
(15) Open access charges	15.70	60.92
(16) Exchange commission	59.31	57.18
(17) Impairment loss on loans / trade receivables	5.43	2.04
(18) Capital work-in-progress written off	-	24.85
(19) Allowance for impairment of goodwill	-	5.21
(20) Allowance for impairment of intangible assets	-	6.27
(21) Allowance for expected credit loss on interest receivable	32.69	-
(22) Miscellaneous expense	67.49	95.58
	<b>606.17</b>	<b>657.88</b>

### Note No. 28 - Exceptional items (net)

Exceptional items comprise for the year ended 31<sup>st</sup> March, 2018, loss allowance of ₹ 574.19 crore on a loan where the party is under a strategic debt restructuring and part reversal of contingent consideration liability of ₹156.25 crore not payable to the said party.

### Note No. 29 - Tax expense

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
(1) Current tax	179.39	210.76
(2) Deferred tax	108.60	263.35
(3) MAT credit entitlement availment	(80.89)	(204.61)
(4) Deferred tax (recoverable) / adjustable in future tariff	5.34	(16.27)
	<b>212.44</b>	<b>253.23</b>

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

A reconciliation of income tax expense applicable to accounting profit / (loss) before tax at the statutory income tax rate to recognised income tax expense for the year indicated are as follows:

₹ crore		
Particulars	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>Profit before tax (excluding share of gain/(loss) of an associate or joint venture)</b>	<b>865.00</b>	<b>387.63</b>
Enacted tax rate	34.944%	34.944%
Computed expected tax expense	302.27	135.45
Tax effect due to exempt income / non-taxable receipts	(7.83)	(77.00)
Tax effect due to tax holiday period	(140.38)	(50.68)
Expenses not deductible in determining taxable profits	14.11	224.48
Deferred tax / tax credit recognised from earlier year	(4.29)	23.19
Effect of taxes (recoverable) / payable in future tariff	40.77	(16.91)
Others	7.79	14.70
<b>Tax expense for the year</b>	<b>212.44</b>	<b>253.23</b>

#### Deferred tax assets / (liabilities)

Significant components of deferred tax assets / (liabilities), deductible temporary differences and unused tax losses recognised in the financial statements are as follows :

₹ crore			
Particulars	As at 31 <sup>st</sup> March, 2018	Recognised / (reversed) through profit or loss / OCI / equity	As at 31 <sup>st</sup> March, 2019
Property plant & equipment	(1,043.58)	(102.79)	(1,146.37)
Investment	(37.91)	3.61	(34.30)
MAT credit	720.07	80.89	800.96
Recoverable /(adjustable)in future tariff	(70.31)	(5.34)	(75.65)
Others	3.77	(4.50)	(0.73)
	<b>(427.96)</b>	<b>(28.13)</b>	<b>(456.09)</b>

₹ crore			
Particulars	As at 31 <sup>st</sup> March, 2017	Recognised / (reversed) through profit or loss / OCI / equity	As at 31 <sup>st</sup> March, 2018
Property plant & equipment	(803.11)	(240.47)	(1,043.58)
Investment	(36.45)	(1.46)	(37.91)
MAT credit	514.39	205.68	720.07
Provision for diminution in assets	30.47	(30.47)	-
Recoverable /(adjustable)in future tariff	(86.58)	16.27	(70.31)
Others	0.74	3.03	3.77
	<b>(380.54)</b>	<b>(47.42)</b>	<b>(427.96)</b>

#### Expiry schedule of deferred tax assets not recognised is as under:

MAT Credit entitlement:

₹ crore	
Expiry of losses (as per local tax laws)	Amount
< 1 year	-
> 1 year to 5 years	5.88
> 5 years to 10 years	308.59
> 10 years	298.13
	<b>612.60</b>

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 30 - Composition of the Group

Information about the composition of the Group is as follows:

Particulars	Place of incorporation and operation	Nature of Business	Shareholding either directly or through subsidiaries/associates	
			As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Subsidiaries:</b>				
JSW Power Trading Company Limited (JSWPTC) (Formerly known as JSW Green Energy Limited)	India	Power Trading	100.00%	100.00%
Jaigad PowerTransco Limited (JPTL)	India	Power Transmission	74.00%	74.00%
JSW Energy (Barmer) Limited (JSWEBL) (Formerly Known as Raj WestPower Limited)	India	Power Generation	100.00%	100.00%
JSW Hydro Energy Limited (JSWHEL) (Formerly known as Himachal Baspa Power Company Limited)	India	Power Generation	100.00%	100.00%
JSW Energy (Raigarh) Limited (JSWRL)	India	Power Generation *	100.00%	100.00%
JSW Energy (Kutehr) Limited (JSWEKL)	India	Power Generation *	100.00%	100.00%
JSW Solar Limited (JSWSL)	India	Power Generation	100.00%	100.00%
JSW Electric Vehicles Private Limited (JSWEVL) (Effective 5 <sup>th</sup> March, 2018)	India	Electric Vehicle *	100.00%	100.00%
JSW Energy Minerals Mauritius Limited (JSWEMML) (Dissolved effective from 18 <sup>th</sup> June, 2018)	Mauritius	Investment Entity	-	100.00%
JSW Energy Natural Resources Mauritius Limited (JSWNRML)	Mauritius	Investment Entity	100.00%	100.00%
JSW Energy Natural Resources South Africa (Pty) Limited (JSWENRSAL)	South Africa	Investment Entity	100.00%	100.00%
South African Coal Mining Holdings Limited (SACMH)	South Africa	Coal mining & ancillary activities	69.44%	69.44%
Royal Bafokeng Capital (Pty) Limited (RBC)	South Africa	Investment Entity	100.00%	100.00%
Mainsail Trading 55 Proprietary Limited. (MTPL)	South Africa	Investment Entity	100.00%	100.00%
Jigmining Operations No 1 Proprietary Limited	South Africa	Coal mining & ancillary activities	69.44%	69.44%
SACM (Breyten) Proprietary Limited	South Africa	Coal mining & ancillary activities	69.44%	69.44%
South African Coal Mining Equipment Company Proprietary Limited (De-registered on 10 <sup>th</sup> September, 2018)	South Africa	Coal mining & ancillary activities	-	69.44%
South African Coal Mining Operations Proprietary Limited	South Africa	Coal mining & ancillary activities	69.44%	69.44%
Umlabu Colliery Proprietary Limited	South Africa	Coal mining & ancillary activities	69.44%	69.44%
Yomhlaba Coal Proprietary Limited	South Africa	Coal mining & ancillary activities	69.44%	69.44%
Minerals & Energy Swaziland Proprietary Limited (Shares transferred-sold vide agreement dated 30 <sup>th</sup> November, 2018)	Swaziland	Mining	-	51.00%
<b>Joint Venture Company:</b>				
Barmer Lignite Mining Company Limited (BLMCL)	India	Lignite Mining	49.00%	49.00%
<b>Associate:</b>				
Toshiba JSW Power Systems Private Limited (TJPSPL) §	India	Turbine & generator manufacturing	6.92%	22.52%

\* Yet to commence commercial operations

§ Based on representation on the Board of Directors of TJPSPL

#### Subsidiaries de-registered/dissolved during the year ended 31<sup>st</sup> March, 2018

- JSW Energy Natural Resources (BVI) Limited (Dissolved effective from 4<sup>th</sup> April, 2017)
- Ilanga Coal Mines Proprietary Limited (De-registered on 18<sup>th</sup> July, 2017)
- Jigmining Operations No 3 Proprietary Limited (De-registered on 25<sup>th</sup> August, 2017)
- SACM (Newcastle) Proprietary Limited (De-registered on 18<sup>th</sup> September, 2017)
- Voorslag Coal Handling Proprietary Limited (De-registered on 12<sup>th</sup> July, 2017)
- JSW Energy Natural Resource UK Limited (De-registered on 29<sup>th</sup> August, 2017)

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 31 - Non-controlling interests:

₹ crore

Particulars	As at	As at
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
<b>Balance at beginning of the year</b>	<b>(3.94)</b>	<b>2.37</b>
Share of profit/(loss) for the year	(10.64)	6.94
Dividend and dividend distribution tax	(4.31)	(19.36)
Foreign currency translation reserve	6.86	6.11
<b>Balance at end of the year</b>	<b>(12.03)</b>	<b>(3.94)</b>

#### Details of subsidiaries that have non-controlling interests

The table below shows details of subsidiaries of the Group that have material non-controlling interests:

₹ crore

Name of subsidiary	Place of incorporation and principal place of business	Proportion of ownership interests and voting rights held by non-controlling interests		Profit / (loss) allocated to non-controlling interests		Accumulated non-controlling interests	
		As at	As at	For the year ended	For the year ended	As at	As at
		31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
Jaigad PowerTransco Limited	India	26.00%	26.00%	6.27	6.97	48.71	46.75
South African Coal Mining Holdings Limited (Consolidated)	South Africa	30.56%	30.56%	(16.91)	(0.03)	(60.74)	(50.71)
Minerals & Energy Swaziland Proprietary Limited	Swaziland	-	51.00%	-	*	-	*
				<b>(10.64)</b>	<b>6.94</b>	<b>(12.03)</b>	<b>(3.94)</b>

\*Less than ₹ 50,000

Summarised financial information in respect of each of the Group's subsidiaries that has material non-controlling interests is set out below. The summarised financial information below represents amounts before intragroup eliminations.

#### Jaigad PowerTransco Limited

₹ crore

Particulars	As at	As at
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
Non-current assets	336.76	364.27
Current assets	33.68	32.44
Non-current liabilities	153.84	182.55
Current liabilities	29.27	34.33
Equity attributable to owners of the Company	138.63	133.07
Non-controlling interests	48.71	46.75

₹ crore

Particulars	For the year ended	For the year ended
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
Revenue	82.99	91.57
Expenses	52.21	57.40
Profit attributable to owners of the Company	17.83	19.85
Profit attributable to the non-controlling interests	6.27	6.97
Profit for the year	24.10	26.82
Other comprehensive income attributable to owners of the Company	*	*
Other comprehensive income attributable to the non-controlling interests	*	*
Other comprehensive income for the year	*	*
Total comprehensive income attributable to owners of the Company	17.83	19.85
Total comprehensive income attributable to the non-controlling interests	6.27	6.97
Total comprehensive income for the year	24.10	26.82
Dividends paid to non-controlling interests	3.58	16.09

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Cash generated from operating activities	61.39	92.42
Cash generated from investing activities	2.44	48.35
Cash used in financing activities	(63.64)	(140.62)
Net cash generated from operations	0.19	0.15
Cash & cash equivalents - as at the beginning of the year	0.22	0.07
Cash & cash equivalents - as at the end of the year	0.41	0.22

\*less than ₹ 50,000

#### South Africa Coal Mining Holdings (Pty) Limited (Consolidated)

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Non-current assets	129.80	154.11
Current assets	22.74	16.91
Non-current liabilities	345.12	327.63
Current liabilities	6.18	9.28
Equity attributable to owners of the Company	(138.02)	(115.20)
Non-controlling interests	(60.74)	(50.71)

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Revenue	51.46	53.77
Expenses	106.78	53.88
Loss attributable to owners of the Company	(38.40)	(0.08)
Loss attributable to the non-controlling interests	(16.91)	(0.03)
Loss for the year	(55.31)	(0.11)
Total comprehensive loss attributable to owners of the Company	(38.40)	(0.08)
Total comprehensive loss attributable to the non-controlling interests	(16.91)	(0.03)
Total comprehensive loss for the year	(55.31)	(0.11)

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Cash (used in) / generated from operating activities	(53.79)	57.46
Cash used in investing activities	(0.06)	(0.04)
Cash generated from / (used in) financing activities	52.80	(54.20)
Net cash (used in) / generated from operations	(1.05)	3.21
Cash & cash equivalents - as at the beginning of the year	5.90	2.33
Effect of exchange rate changes	(0.85)	0.36
Cash & cash equivalents - as at the end of the year	4.00	5.90

#### Note No. 32 - Investment in an associate:

##### Details and financial information of an associate

Name of associate	Principal activity	Place of incorporation and principal place of business	Proportion of ownership interest / voting rights held by the Group	
			As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Toshiba JSW Power Systems Private Limited (TJPSPL) †	Manufacturer of Turbine and Generator	India	6.92%	22.52%

† Based on representation on the Board of Directors of TJPSPL

The above associate is accounted for using the equity method in these consolidated financial statements.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Summarised financial information of an associate

The summarised financial information below represents amounts shown in the associate's financial statements prepared in accordance with Ind AS adjusted by the Group for equity accounting purposes.

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Non-current assets	507.17	564.69
Current assets	1,501.38	1,598.77
Non-current liabilities	268.85	2,603.99
Current liabilities	1,458.23	1,778.68

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Revenue	1,418.03	1,428.29
Loss for the year	(543.41)	(573.97)
Other comprehensive income for the year	0.66	1.52
Total comprehensive loss for the year	(542.75)	(572.45)

Reconciliation of the above summarised financial information to the carrying amount of the interest in Toshiba JSW Power Systems Private Limited recognised in the consolidated financial statements:

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Net assets of the associate	281.47	(2,219.21)
Proportion of the Group's ownership interest	6.92%	22.52%
Share of loss of Associate adjusted	100.23	100.23
Carrying amount of the Group's interest	-	-

#### Note No. 33 - Investment in a joint venture:

##### Details and financial information of Joint Venture Company

Name of joint venture	Principal activity	Place of incorporation and principal place of business	Proportion of ownership interest / voting rights held by the Group	
			As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Barmer Lignite Mining Company Limited	Lignite Mining	India	49.00%	49.00%

The above joint venture is accounted for using the equity method in these consolidated financial statements.

#### Summarised financial information of joint venture

The summarised financial information below represents amounts shown in the joint venture's financial statements prepared in accordance with Ind AS adjusted by the Group for equity accounting purposes.

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Non-current assets	2,239.13	2,250.36
Current assets	407.53	371.33
Non-current liabilities	1,951.89	2,305.67
Current liabilities	711.19	364.59

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Revenue	1,146.04	783.67
Profit / (loss) for the year	32.16	(50.45)
Total comprehensive income for the year	32.16	(50.45)

Reconciliation of the above summarised financial information to the carrying amount of the interest in Barmer Lignite Mining Company Limited recognised in the consolidated financial statements:

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Net assets of the Joint venture	(16.42)	(48.57)
Proportion of the Group's ownership interest	49%	49%
Share of loss of joint venture adjusted	27.31	59.24
Carrying amount of the Group's interest	-	-
Provision created against Group's interest (Refer note 35)	17.51	49.44

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Cash generated from operating activities	215.34	150.94
Cash used in investing activities	(37.70)	(121.10)
Cash used in financing activities	(178.39)	(25.93)
Net cash (used) in / generated from operations	(0.75)	3.91
Cash & cash equivalents - as at the beginning of the year	3.94	0.03
Cash & cash equivalents - as at the end of the year	3.19	3.94

### Note No. 34 - Contingent liabilities and commitments:

#### A] Contingent liabilities (to the extent not provided for)

##### 1] Claims against the Group not acknowledged as debt:

- a) Disputed claims / levies (excluding interest, penalty, if any) in respect of:

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
(i) Custom duty [₹ 27.30 crore paid under protest (as at 31 <sup>st</sup> March, 2018 ₹ 27.30 crore)]	240.65	240.65
(ii) Electricity tax [recoverable from customers as per agreement in case of unfavourable outcome]	122.76	115.38
(iii) Income tax	93.71	8.09
(iv) Entry tax	0.84	0.84
(v) Service tax [₹ 14.80 crore paid under protest (as at 31 <sup>st</sup> March, 2018 ₹ 0.78 crore)]	34.20	2.27
(vi) Survey and investigation work [Paid under protest against these claim of ₹ 25 crore (as at 31 <sup>st</sup> March, 2018 of ₹ 25 crore)]	127.84	127.84
(vii) Others	18.44	17.43
<b>Total</b>	<b>638.44</b>	<b>512.50</b>

- b) For disputes with customers regarding determination of tariff under power supply arrangements aggregating to ₹ 563.78 crore (as at 31<sup>st</sup> March, 2018 ₹ 551.26 crore), (refer note 13)

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### 2] Guarantees:

The Group has issued following financial guarantees to banks on behalf of and in respect of loan facilities availed by related and other parties:

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Related parties	200.50	258.50

In respect of financial guarantee contracts, no amounts are recognised based on the results of the liability adequacy test for likely deficiency / defaults by the entities on whose behalf the Group has given guarantees. The amount have been reflected corresponding to the outstanding loan amount.

#### 3] Others:

In respect of land parcels admeasuring 47.21 hectares, acquired by the Group, the claim by certain parties towards title disputes is not currently ascertainable.

#### 4] The Group's share of the contingent liabilities relating to its joint venture, Barmer Lignite Mining Company Limited (BLMCL) is as follows:

- (i) Claims not acknowledged as debt

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
VAT	0.97	0.97
Income tax	3.82	29.38
Excise duty	-	90.69
Service tax	128.55	125.19
Others	32.58	3.59
<b>Total</b>	<b>165.92</b>	<b>249.83</b>

- (ii) Few land owners have gone to the court for claiming enhanced rate of compensation from Rajasthan State Mines and Minerals Limited ("RSMML"), a co-venturer, through which land for the mine has been acquired. In case, if such enhanced compensation is approved by the court, BLMCL will have to reimburse the same to RSMML. The amount of compensation is undeterminable as on date.

- (iii) As per the implementation agreement between Government of Rajasthan and JSW Energy (Barmer) Limited ("JSWEBL"), the sale price of lignite by BLMCL to JSWEBL has to be approved by Rajasthan Electricity Regulatory Commission ("RERC"). Pending determination of transfer price of lignite, RERC has allowed only adhoc/interim transfer prices. Correspondingly, BLMCL is accruing proportionate reduced lignite extraction cost in terms of its mine development operator ("MDO") arrangement. The accumulated amount as at 31<sup>st</sup> March, 2019 between contracted MDO price for lignite extraction and adhoc/interim lignite transfer price is ₹ 1,602.75 crore (As at 31<sup>st</sup> March 2018 ₹ 1,461.46 crore). Such payment to MDO is contingent upon approval of final transfer price of lignite by RERC, which would also result into corresponding higher revenue for BLMCL. There shall be no additional financial implication to BLMCL on this account.

- 5] The Group has already recognised its share of losses equivalent to its interest in an associate and hence, the Group has no further exposure. Accordingly, the share in the contingent liability of the associate amounting to ₹ 1.29 crore (As at 31<sup>st</sup> March, 2018 ₹ 4.25 crore) is not reckoned with by the Group

#### Notes:

- (i) Future cash flows in respect of the above matters are determinable only on receipt of judgements / decisions pending at various forums/authorities.
- (ii) Third party claims where the possibility of outflow of resources embodying economic benefits is remote, and includes show cause notices, if any, which have not yet converted to regulatory demands, have not been disclosed as contingent liabilities.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### B] Commitments

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
1] Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	63.86	167.16

#### 2] Other commitments:

(i) The Group has entered into a definitive agreement to acquire 1000 MW (4 x 250 MW) thermal power plant located at village Tamnar, District Raigarh in the state of Chhattisgarh from Jindal Steel & Power Limited. The transaction contemplates payment of an interest-bearing advance of ₹ 500 crore against which an amount of ₹ 331.13 crore is outstanding as at 31<sup>st</sup> March, 2019 (as at 31<sup>st</sup> March, 2018 ₹ 381.13 crore).

(ii) In accordance with joint venture agreement, JSW Energy (Barmer) Limited shall make all investments in the joint venture company and Rajasthan State Mines and Minerals Limited shall have no financial liability.

#### 3] The Group's share of the capital commitments made by its joint venture (BLMCL) is as follows:

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Commitments to contribute funds for the acquisition of property, plant and equipment (net of advances)	123.78	0.55

#### Note No. 35 - Provisions:

##### 1) Provision for decommissioning and environmental rehabilitation:

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>Opening balance</b>	<b>29.74</b>	<b>25.75</b>
Effect of foreign currency exchange differences	(4.27)	3.99
<b>Closing balance</b>	<b>25.47</b>	<b>29.74</b>

The provision for mine restoration, decommissioning and environmental rehabilitation represents the present value of the management's best estimate of the future outflow of economic benefits that will be required under the Group's obligations under local legislation. The estimate has been made on the basis of historical trends and may vary as a result of future escalation of labour and overhead costs.

##### 2) Provision for liabilities of a joint venture

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>Opening balance</b>	<b>49.44</b>	-
Additional provisions recognised/(reversed)	(31.93)	49.44
<b>Closing balance</b>	<b>17.51</b>	<b>49.44</b>

The provision for liabilities of a joint venture represents the Group's obligation, as per the joint venture agreement, for the financial liability of the the joint venture over and above the Group's shareholding.

##### 3) Other provisions

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>Opening balance</b>	<b>24.19</b>	<b>1.88</b>
Additional provisions recognised/(reversed)	(0.76)	22.31
<b>Closing balance</b>	<b>23.43</b>	<b>24.19</b>

Other provision primarily relates to provision for disputed entry tax on inputs matter pending before the High Court of Himachal Pradesh.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 36 - Operating Leases:

##### a) As lessor

The Group has leased certain land admeasuring to 122.86 acres with carrying amount of ₹ 7.08 crore (31<sup>st</sup> March, 2018: 122.86 acres with carrying amount of ₹ 7.08 crore) to related parties for the period ranging from 25 to 99 years. The agreements are renewable with mutual consent.

##### b) As lessee

i) Lease rentals charged to Consolidated Statement of Profit and Loss for right to use following assets are:

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Office premises, residential flats etc.	9.95	13.45

ii) The agreements are executed on non-cancellable basis for a period of 3-50 years, which are renewable on expiry with mutual consent.

#### Future minimum rentals payable under non-cancellable operating leases as follows:

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Within one year	0.08	0.08
After one year but not more than five years	0.13	0.01
More than five years	-	-
<b>Total</b>	<b>0.21</b>	<b>0.09</b>

#### Note No. 37 - Finance leases:

##### As lessor

The Group has evaluated an arrangement for power supply from one of its power unit based on the facts and circumstances existing at the date of transition to Ind AS and identified it to be in the nature of lease as the fulfilment of the arrangement depends upon specific power unit identified in the arrangement and the Group has committed to supply substantially all of the power generation capacity of the power unit. After separating lease payments from other elements in the arrangement, the Group has recognized finance lease receivable for the said power unit given under finance lease.

The minimum lease payments receivable and the present value of minimum lease receivable as at 31 March, 2019 in respect of the aforesaid power unit are as under:

#### Amounts receivable under finance leases

Particulars	₹ crore			
	Minimum lease payments		Present value of minimum lease payments	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Not later than one year	97.59	99.72	37.19	47.42
Later than one year and not later than five years	362.99	373.91	145.33	201.88
Later than five years	1,101.54	1,068.27	760.85	732.46
<b>Total</b>	<b>1,562.12</b>	<b>1,541.90</b>	<b>943.37</b>	<b>981.76</b>
Less: unearned finance income	618.75	560.14	-	-
<b>Lease Receivable</b> (Refer note 9)	<b>943.37</b>	<b>981.76</b>	<b>943.37</b>	<b>981.76</b>

Unguaranteed residual value of assets leased under finance leases at the end of the reporting period is estimated at ₹ 270.33 crore (as at 31<sup>st</sup> March, 2018: ₹ 150.39 crore).

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Note No. 38 - Service concession arrangement (SCA):

##### (a) Description of the concession arrangement :

On 1<sup>st</sup> October, 1992, a service concession agreement was entered into with the Government of Himachal Pradesh ("the Government") to establish, own, operate and maintain 300 MW Hydro Electric power plant at Baspa, Kuppa, Himachal Pradesh ("the power plant") for supply of power to Himachal State Electricity Board. Pursuant to the above, a power purchase agreement was entered with Himachal Pradesh State Electricity Board ("the PPA").

##### (b) Significant terms of the concession arrangement :

Terms	Particulars
Period of Arrangement	40 years from date of commissioning of the power plant and extendable for 20 years at the option of the Government
Commissioning of the power plant	8 June 2003
Tariff	Approved by HPRC having regard to the tariff entitlement under the PPA
Option to purchase	After the expiry of the agreement period, the Government has the option to purchase all the assets and works of the Project, at mutually agreed terms.
Free power	12 % free power of the electricity generated is to supplied to the Government

##### (c) Obligation for overhaul:

Under the concession agreement, the Group has to manage, operate, maintain and repair the power plant entirely at its own cost.

##### (d) Renewal /Termination options:

Termination of the concession agreement can happen before expiry date under the force majeure events and default by either parties of the concession agreement

##### (e) Classification of service concession arrangement in the Consolidated Financial Statements:

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Intangible asset - Rights under service concession receivable (refer note 6)	813.60	845.56
Financial asset – Receivable under service concession arrangement (refer note 9)	221.47	195.59

#### Note No. 39 - Employee benefits expense:

##### Defined contribution plan:

Group's contribution to National Pension Scheme (NPS) recognized in consolidated statement of profit and loss of ₹ 1.77 crore (Year ended 31<sup>st</sup> March, 2018 : ₹ 1.40 crore) (included in note 24)

##### Defined benefits plans:

The Group provides for gratuity for employees as per the Payment of Gratuity Act, 1972. The amount of gratuity shall be payable to an employee on the termination of his employment after he has rendered continuous service for not less than five years, or on their superannuation or resignation. However, in case of death of an employee, the minimum period of five years shall not be required. The amount of gratuity payable on retirement / termination is the employee's last drawn basic salary per month computed proportionately for 15 days salary multiplied by the number of years of service completed. The gratuity plan is a funded plan administered by a separate fund that is legally separated from the entity and the group makes contributions to the insurer (LIC). The group does not fully fund the liability and maintains a target level of funding to be maintained over period of time based on estimations of expected gratuity payments.

The Group makes monthly contributions to provident fund managed by trust for qualifying employees. Under the scheme, the Group is required to contribute a specified percentage of the payroll costs to fund the benefits.

Under the compensated absences plan, leave encashment is payable to all eligible employees on separation of the Group due to death, retirement, superannuation or resignation, at the rate of daily salary, as per the current accumulation of leave days.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

These plans typically expose the Group to the following actuarial risks:

Investment risk	The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds. If the return on plan asset is below this rate, it will create a plan deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.
Interest risk	A fall in the discount rate, which is linked, to the G-Sec rate will increase the present value of the liability requiring higher provision. A fall in the discount rate generally increases the mark to market value of the assets depending on the duration of asset.
Salary risk	The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.
Asset Liability matching risk	The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.
Mortality risk	Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.
Concentration risk	Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very less as insurance companies have to follow regulatory guidelines.

The most recent actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out at 31<sup>st</sup> March, 2019 by M/S K. A. Pandit Consultants & Actuaries. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

#### A] Gratuity

Changes in the defined benefit obligation and fair value of plan assets as at 31<sup>st</sup> March, 2019:

		₹ crore		
Particulars		Defined benefit obligation	Fair value of plan assets	Benefit liability
<b>Opening balance as on 1<sup>st</sup> April, 2018</b>		<b>20.57</b>	<b>7.13</b>	<b>13.44</b>
Gratuity cost charged to the profit or loss	Service cost	2.13	-	2.13
	Net interest expense	1.61	0.56	1.05
	<b>Sub-total included in profit or loss</b>	<b>3.74</b>	<b>0.56</b>	<b>3.18</b>
<b>Benefits paid</b>		<b>(1.11)</b>	<b>(1.11)</b>	<b>-</b>
Remeasurement gains/(losses) in other comprehensive income	Return on plan assets (excluding amounts included in net interest expense)	-	(0.03)	0.03
	Actuarial changes arising from changes in financial assumptions	0.17	-	0.17
	Experience adjustments	1.84	-	1.84
	<b>Sub-total included in OCI</b>	<b>2.02</b>	<b>(0.03)</b>	<b>2.05</b>
<b>Contributions by employer</b>		<b>-</b>	<b>-</b>	<b>-</b>
<b>Closing balance as on 31<sup>st</sup> March, 2019 (Refer note 18)</b>		<b>25.22</b>	<b>6.55</b>	<b>18.67</b>

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

Changes in the defined benefit obligation and fair value of plan assets as at 31<sup>st</sup> March, 2018:

		₹ crore		
Particulars		Defined benefit obligation	Fair value of plan assets	Benefit liability
<b>Opening balance as on 1<sup>st</sup> April, 2017</b>		<b>18.73</b>	<b>4.23</b>	<b>14.50</b>
Gratuity cost charged to profit or loss	Service cost	2.35	-	2.35
	Net interest expense	1.40	0.31	1.09
<b>Sub-total included in profit or loss</b>		<b>3.75</b>	<b>0.31</b>	<b>3.44</b>
<b>Benefits paid</b>		<b>(1.26)</b>	<b>(1.26)</b>	<b>-</b>
Remeasurement gains/(losses) in other comprehensive income	Return on plan assets (excluding amounts included in net interest expense)	-	0.08	(0.08)
	Actuarial changes arising from changes in financial assumptions	(0.78)	-	(0.78)
	Experience adjustments	0.13	-	0.13
<b>Sub-total included in OCI</b>		<b>(0.65)</b>	<b>0.08</b>	<b>(0.73)</b>
<b>Contributions by employer</b>		<b>-</b>	<b>3.77</b>	<b>(3.77)</b>
<b>Closing balance as on 31<sup>st</sup> March, 2018 (Refer note 18)</b>		<b>20.57</b>	<b>7.13</b>	<b>13.44</b>

The actual return on plan assets (including interest income) was ₹ 0.56 crore (previous year ₹ 0.32 crore).

#### The major categories of the fair value of the total plan assets are as follows:

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Insurer managed funds	100%	100%

In the absence of detailed information regarding plan assets which is funded with Insurance Companies, the composition of each major category of plan assets, the percentage or amount for each category to the fair value of plan assets has not been disclosed.

#### The principal assumptions used in determining gratuity for the Group's plans are shown below:

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Discount rate	7.69%-7.79%	7.84%
Future salary increases	6.00%	6.00%
Rate of employee turnover	2.00%	2.00%
Mortality Rate During Employment	Indian Assured Lives Mortality (2006-08)	Indian Assured Lives Mortality (2006-08)

#### Sensitivity analysis:

Significant actuarial assumptions for the determination of the defined benefit obligation are discounted rate, expected salary increase and mortality. The sensitivity analyses below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

The sensitivity of the defined benefit obligation to changes in the weighted key assumptions are:

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Delta Effect of +1% Change in Rate of Discounting	(2.29)	(1.94)
Delta Effect of -1% Change in Rate of Discounting	2.68	2.29
Delta Effect of +1% Change in Rate of Salary Increase	2.71	2.31
Delta Effect of -1% Change in Rate of Salary Increase	(2.35)	(1.99)
Delta Effect of +1% Change in Rate of Employee Turnover	0.39	0.35
Delta Effect of -1% Change in Rate of Employee Turnover	(0.44)	(0.40)

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that change in assumption would occur in isolation of the another as some of the assumptions may be co-related.

The following are the maturity analysis of projected benefit obligations:

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>Projected benefits payable in future years</b>		
Within the next 12 months (next annual reporting period)	1.38	0.84
Between 2 and 5 years	7.79	6.72
Between 5 and 10 years	7.83	6.30
Above 10 years	49.17	43.10
<b>Total expected payments</b>	<b>66.17</b>	<b>56.96</b>

Each year an asset-liability-matching study is performed in which the consequences of the strategic investment policies are analysed in terms of risk and return profiles.

The Group expects to contribute ₹ 5.91 crore (previous year ₹ 5.24 crore) to its gratuity plan for the next year. The weighted average duration of the plan is 13 years (previous year 13 years).

#### B] Provident fund

As per Ind AS 19 on "Employee Benefits", employer established provident fund trusts are treated as defined benefit plans, since the Company is obliged to meet interest shortfall, if any, with respect to covered employees. According to the defined benefit obligation of interest rate guarantee on exempted provident fund in respect of employees of the Company as at 31<sup>st</sup> March, 2019 is 8.65% as against the rate of return of plan assets 8.64%. Considering the interest shortfall is not material no provision is made in the books of accounts.

The Group's contribution to provident fund recognized in Consolidated Statement of Profit and Loss of ₹ 8.75 crore (Previous year ₹ 9.01 crore) (Included in note 24)

Actuarial assumptions made to determine interest rate guarantee on exempt provident fund liabilities are as follows:

Particulars	As at	
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
Discount rate	7.79%	7.85%
Rate of return on assets	8.64%	8.88%
Guaranteed rate of return	8.65%	8.55%

#### C] Compensated absences

The group has a policy on compensated absences with provisions on accumulation and encashment by the employees during employment or on separation from the group due to death, retirement or resignation. The expected cost of compensated absences is determined by actuarial valuation performed by an independent actuary at the balance sheet date using projected unit credit method.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### 2] Employee share based payment plan:

##### i) JSWEL Employees Stock Ownership Plan – 2010 (ESOP 2010)

The Group had offered equity options under ESOP 2010 to the permanent employees of the Company and its subsidiary company including any director; whether whole-time or not, in the identified grades of L08 and above except any employee who was a promoter or belonged to the promoter group or a Director who either by himself or through his relatives or through anybody corporate, directly or indirectly, held more than 10% of the outstanding equity shares of the Company.

The grant was determined as percentage of Total Fixed Pay. The grant was at such price as determined by the then ESOP Committee and specified in the respective grant letter. The option was not transferable and could be exercised only by the employees of the Group.

The number of options granted to each eligible employees was determined by dividing the Award Value (amount equivalent to percentage of Annual Fix Pay) by the Fair Value of option provided. The Fair Value of option on the date of each grant is determined by using Black Scholes model.

The following table illustrates the details of share options during the year:

##### *ESOP 2010 (Grant Date : 8<sup>th</sup> November 2011)*

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Outstanding at 1 <sup>st</sup> April	-	1,958,388
Exercised during the year	-	1,917,674
Expired during the year	-	40,714
Outstanding at 31 <sup>st</sup> March	-	-
Exercisable at 31 <sup>st</sup> March	-	-

##### *ESOP 2010 (Grant Date : 31<sup>st</sup> October, 2012)*

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Outstanding at 1 <sup>st</sup> April	-	3,661,690
Exercised during the year	-	3,615,136
Expired during the year	-	46,554
Outstanding at 31 <sup>st</sup> March	-	-
Exercisable at 31 <sup>st</sup> March	-	-

##### ii) JSWEL Employees Mega Stock Ownership Scheme – 2012 (ESOS 2012)

The Group had offered equity options under ESOS 2012 to the permanent employees of the Company and its subsidiary company including any director; whether whole-time or not, who was earlier granted Mega option under ESOP 2010 and who continued to be in Permanent Employment of the Company or Subsidiary Company or JSW Group Company on date of the Grant except any employee who was a promoter or belonged to the promoter group or a Director who either by himself or through his relatives or through any body corporate, directly or indirectly, held more than 10% of the outstanding equity shares of the Company.

The grant was determined as percentage of Total Fixed Pay. The grant was at a price as determined by the then ESOP Committee and specified in the respective grant letter. The option was not transferable and could be exercised only by the employees of the Group.

The number of options granted to each eligible employees was determined by dividing the Award Value (amount equivalent to percentage of Annual Fix Pay) by the Fair Value of option provided. The Fair Value of option on the date of each grant was determined by using Black Scholes model.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

The following table illustrates the details of share options during the year:

#### *ESOS 2012 (Grant Date : 4<sup>th</sup> October, 2012)*

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Outstanding at 1 <sup>st</sup> April	-	5,286,453
Exercised during the year	-	4,440,667
Expired during the year	-	845,786
Outstanding at 31 <sup>st</sup> March	-	-
Exercisable at 31 <sup>st</sup> March	-	-

#### iii) JSWEL Employees Stock Ownership Plan – 2016 (ESOP 2016)

The Group has offered equity options under ESOP 2016 to the permanent employees of the Company and its subsidiary company who has been working in India or outside India, including whole-time director, in the identified grades of L16 and above except any employee who is a promoter or belongs to the promoter group or a director who either by himself or through his relatives or through any body corporate, directly or indirectly, holds more than ten percent of the outstanding equity shares of the Company and Independent directors, Nominee Directors and Non-Executive Directors.

The grant is determined after having regard to various factors and criteria specified in ESOP 2016. The exercise price is at a discount of 20% to the closing market price on the previous trading day of the grant date at the Exchange having highest trading volume or any other price as may be determined by the Compensation Committee but at least equal to the face value of the shares. The option shall not be transferable and can be exercised only by the employees of the Group.

Vesting of the options granted under the ESOP 2016 shall be at least one year from the date of Grant. 50% of the granted options would vest on the date following 3 years from the date of respective grant and the remaining 50% on the date following 4 years from the date of respective grant.

The following table illustrates the details of share options during the year:

#### *ESOP 2016 (Grant Date : 3<sup>rd</sup> May, 2016)*

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Outstanding at 1 <sup>st</sup> April	1,279,526	2,447,355
Granted during the year	-	-
Exercised during the year	268,854	263,525
Expired during the year	83,115	904,304
Outstanding at 31 <sup>st</sup> March	927,557	1,279,526
Exercisable at 31 <sup>st</sup> March	927,557	1,279,526

#### *ESOP 2016 (Grant Date : 20<sup>th</sup> May, 2017)*

Particulars	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Outstanding at 1 <sup>st</sup> April	2,112,536	-
Granted during the year	-	2,494,660
Forfeited during the year	-	-
Exercised during the year	543,863	-
Expired during the year	104,312	382,124
Outstanding at 31 <sup>st</sup> March	1,464,361	2,112,536
Exercisable at 31 <sup>st</sup> March	1,464,361	2,112,536

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

ESOP 2016 (Grant Date : 1<sup>st</sup> Nov, 2018)

Particulars	As at	
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
Outstanding at 1 <sup>st</sup> April	-	-
Granted during the year	2,323,883	-
Forfeited during the year	-	-
Exercised during the year	-	-
Expired during the year	-	-
Outstanding at 31 <sup>st</sup> March	2,323,883	-
Exercisable at 31 <sup>st</sup> March	2,323,883	-

The method of settlement for above grants are as below:

Particulars	Grant Date					
	8 <sup>th</sup> November, 2011	31 <sup>st</sup> October, 2012	4 <sup>th</sup> October, 2012	3 <sup>rd</sup> May, 2016	20 <sup>th</sup> May, 2017	1 <sup>st</sup> Nov, 2018
Vesting period	3 Years	3 Years	1 Year	3/4 Years	3/4 Years	3/4 Years
Method of settlement	Equity	Equity	Equity	Equity	Equity	Equity
Exercise price (₹)	52.35	60.90	65.00	53.68	51.80	51.96
Fair value (₹)	20.39	24.17	19.43	30.78	28.88	37.99
Dividend yield (%)	10.00%	5.00%	5.00%	20.00%	20.00%	20.00%
Expected volatility (%)	34.85%	39.65%	39.98%	46.32%/44.03%	44.50%/45.16%	42.57%/43.53%
Risk-free interest rate (%)	8.86%	8.09%	8.13%	7.40%/7.47%	6.90%/6.98%	7.78%/7.84%
Expected life of share options	5 years	3 years	3 years	5/6 years	5/6 years	5/6 years
Weighted average exercise price (₹)	52.35	60.90	65.00	53.68	51.80	51.96
Pricing formula	Exercise Price determined based on closing market price on the day prior to the Compensation Committee meeting on that exchange where higher shares are traded		Exercise Price determined at ₹ 53.68 per share, was at a discount of 20% to the closing market price of Parent Company's share i.e. ₹ 67.10/- at the close of 2nd May, 2016 at Exchange having highest trading volume.	Exercise Price determined at ₹ 51.80 per share, was at a discount of 20% to the closing market price of Parent Company's share i.e. ₹ 64.75/- at the close of 19th May, 2017 at Exchange having highest trading volume.	Exercise Price determined at ₹ 51.96 per share, was at a discount of 20% to the closing market price of Parent Company's share i.e. ₹ 64.95/- at the close of 31st October, 2018 at Exchange having highest trading volume.	
Expected option Life	The expected option life is assumed to be mid-way between the option vesting period and contractual term of the option		The expected option life is assumed to be mid-way between the option vesting and expiry. Since the vesting period and contractual term of each tranche is different, the expected life for each tranche will be different. The Expected option life is calculated as (Year to Vesting + Contractual Option term) / 2.			

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

Particulars	Grant Date					
	8 <sup>th</sup> November, 2011	31 <sup>st</sup> October, 2012	4 <sup>th</sup> October, 2012	3 <sup>rd</sup> May, 2016	20 <sup>th</sup> May, 2017	1 <sup>st</sup> Nov, 2018
Expected volatility	Volatility was calculated using standard deviation of daily change in stock price.			Volatility was calculated using standard deviation of daily change in stock price. The historical period considered for volatility match the expected life of the option.		
How expected volatility was determined, including an explanation of the extent to which expected volatility was based on historical volatility; and Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as a market condition.	The following factors have been considered: (a) Share price (b) Exercise prices (c) Historical volatility (d) Expected option life (e) Dividend Yield					
Model used	Black-Scholes Method					

The expected life of the share options is based on historical data and current expectations and is not necessarily indicative of exercise patterns that may occur. The expected volatility reflects the assumption that the historical volatility over a period similar to the life of the options is indicative of future trends, which may not necessarily be the actual outcome.

#### Note No. 40 - Project status:

##### i) Kutehr Project

The Company plans to resume construction/ developmental activities of 240 MW hydro power project at Kutehr, Himachal Pradesh ("the project"). The State and Central Hydro Power Policy, 2006 has been amended by the Government of Himachal Pradesh and the Government of India, respectively. Having regard to the same, the Group has started participating in bids invited by the distribution companies and has simultaneously invited bids from contractors for development of the project. The carrying amounts related to the project as at 31<sup>st</sup> March, 2019 comprise property, plant and equipment of ₹ 3.58 crore, capital work in progress of ₹ 259.53 crore and capital advance of ₹ 6.20 crore.

##### ii) Raigarh Project:

Having regard to pending completion of the power project at Raigarh, Chhattisgarh, tying up of long-term power supply agreements and securing the fuel linkages, the Group has assessed the recoverable value of the underlying assets based on the estimate regarding value by sale of freehold land, recoverability of advances for additional land acquisition on leasehold basis and deposits relating to the project and accordingly, concluded that no further impairment loss is necessary against their carrying amounts. Capital work in progress of ₹ 23.58 crore relating to the project was written off during the previous year.

#### Note No. 41 - Earnings per share [Basic and Diluted]:

Particulars	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Profit attributable to equity holders of the Company [₹ crore] [A]	695.13	77.97
Weighted average number of equity shares for basic EPS [B]	1,640,617,153	1,640,054,795
<b>Effect of dilution:</b>		
Weighted average number of equity shares held through ESOP trust	35,413	-
Weighted average number of equity shares adjusted for the effect of dilution [C]	1,640,652,566	1,640,054,795
Basic Earnings Per Share [₹] - [A/B]	4.24	0.48
Diluted Earnings Per Share [₹] - [A/C]	4.24	0.48
Nominal value of an equity share [₹]	10	10

## Notes

to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

### Note No. 42 - Financial Instruments:

#### (a) Financial instruments:

##### i) Financial instruments by category:

Particulars	As at 31 <sup>st</sup> March, 2019				As at 31 <sup>st</sup> March, 2018			
	FVTPL	FVTOCI	Amortised cost	Total	FVTPL	FVTOCI	Amortised cost	Total
	₹ crore							
<b>Financial assets</b>								
Investment in government securities	-	-	10.86	10.86	-	-	9.47	9.47
Investment in equity shares	42.65	2,052.46	-	2,095.11	48.50	2,018.15	-	2,066.65
Investment in preference shares	2.29	-	-	2.29	2.05	-	-	2.05
Investment in mutual funds	342.27	-	-	342.27	336.83	-	-	336.83
Loans	-	-	899.01	899.01	-	-	749.75	749.75
Trade receivables	-	-	1,427.75	1,427.75	-	-	1,151.22	1,151.22
Cash and cash equivalents (CCE)	-	-	132.16	132.16	-	-	224.27	224.27
Bank balances other than CCE	-	-	78.57	78.57	-	-	87.19	87.19
Finance lease receivable	-	-	943.37	943.37	-	-	981.76	981.76
Service concession receivable	-	-	221.47	221.47	-	-	195.59	195.59
Security deposits	-	-	90.39	90.39	-	-	124.23	124.23
Interest receivable	-	-	347.96	347.96	-	-	359.03	359.03
Revenue receivable	-	-	1.43	1.43	-	-	-	-
Ancillary borrowing cost	-	-	-	-	-	-	56.79	56.79
Other loan and advances	-	-	-	-	-	-	11.44	11.44
	<b>387.21</b>	<b>2,052.46</b>	<b>4,152.97</b>	<b>6,592.64</b>	<b>387.38</b>	<b>2,018.15</b>	<b>3,950.74</b>	<b>6,356.27</b>
<b>Financial liabilities</b>								
Borrowings	-	-	10,554.88	10,554.88	-	-	11,883.26	11,883.26
Trade payables	-	-	471.94	471.94	-	-	565.18	565.18
Acceptances	-	-	1,367.58	1,367.58	-	-	1,761.95	1,761.95
Interest rate swaps	0.36	-	-	0.36	-	1.72	-	1.72
Foreign currency options/forward contracts	27.13	-	-	27.13	2.72	0.87	-	3.59
Contingent consideration payable	177.48	-	-	177.48	177.48	-	-	177.48
Deposits received from dealers	-	-	0.01	0.01	-	-	0.01	0.01
Lease deposits	-	-	0.64	0.64	-	-	0.60	0.60
Interest accrued but not due on borrowings	-	-	89.85	89.85	-	-	51.07	51.07
Unpaid dividends	-	-	1.11	1.11	-	-	0.95	0.95
Security deposits	-	-	0.11	0.11	-	-	0.12	0.12
Payable for capital supplies / services	-	-	198.61	198.61	-	-	187.91	187.91
Other payables	-	-	556.53	556.53	-	-	325.15	325.15
	<b>204.97</b>	<b>-</b>	<b>13,241.26</b>	<b>13,446.23</b>	<b>180.20</b>	<b>2.59</b>	<b>14,776.20</b>	<b>14,958.99</b>

##### ii) Fair value hierarchy:

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are

- recognised and measured at fair value and
- measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value.

The Group has classified its financial instruments into three levels prescribed under the accounting standard.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Financial assets and liabilities measured at fair value

The carrying amount of investment in unquoted equity instrument measured at fair value (which are not disclosed below) is considered to be the same as its fair values.

₹ crore

Particulars	As at		Level	Valuation techniques and key inputs
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018		
<b>Financial assets</b>				
Investment in equity instruments of JSW Steel Limited	2,052.46	2,018.15	1	Quoted bid price in an active market
Investment in equity shares	42.65	48.50	2	Price derived from sale transaction of the share in an inactive market
Investment in mutual funds	342.27	336.83	2	The mutual funds are valued using the closing NAV
Investment in preference shares	2.29	2.05	3	Discounted cash flow method- Future cash flows are based on terms of preference shares discounted at a rate that reflects market risk
<b>Financial liabilities</b>				
Interest rate swaps	0.36	1.72	2	The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows earned on observable yield curves.
Currency option/ forward contracts	27.13	3.59	2	The fair value of forward foreign exchange contracts and currency options is determined using forward exchange rates at the balance sheet date.
Contingent consideration payable	177.48	177.48	3	Estimated based on the expected cash outflows arising from the fructification of related events

#### Fair value of financial assets and liabilities measured at amortised cost

The carrying amounts of trade receivables, trade payables, capital creditors, cash and cash equivalents, investment in preference shares, other financial assets and other financial liabilities (which are not disclosed below) are considered to be the same as their fair values, due to their short term nature.

₹ crore

Particulars	As at 31 <sup>st</sup> March, 2019		As at 31 <sup>st</sup> March, 2018		Level	Valuation techniques and key inputs
	Carrying value	Fair value	Carrying value	Fair value		
<b>Financial assets and liabilities, measured at amortised cost, for which fair value is disclosed:</b>						
<b>Financial assets</b>						
Loans	720.59	745.86	571.41	571.39	3	Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable
Finance lease receivable *	943.37	940.32	981.76	993.99		
Service concession receivable	221.47	221.47	195.59	195.59		
Security deposits	52.25	55.90	74.25	73.18		
	<b>1,937.68</b>	<b>1,963.55</b>	<b>1,823.01</b>	<b>1,834.15</b>		
<b>Financial liabilities</b>						
Borrowings (including current maturities on long-term debt)	10,554.88	10,557.42	11,883.26	11,888.61	3	Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable
Lease and other deposits	0.17	0.22	0.26	0.34		
	<b>10,555.05</b>	<b>10,557.64</b>	<b>11,883.52</b>	<b>11,888.95</b>		

\* including current and non-current balances

#### Valuation techniques and key inputs:

The above fair values were calculated based on cash flows discounted using a current lending rate. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable input including counter party credit risk.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Sensitivity Analysis of Level 3 financial instruments measured at fair value:

Particulars	Valuation technique	Significant unobservable inputs	Change	Sensitivity of the input to fair value
Contingent consideration payable	Expected cash flow	Probability of outcome of contingent event	5.00%	If expected cash outflows were 5% higher or lower, the fair value would increase / (decrease) by ₹ 8.87 crore.
Investment in preference shares	DCF method	Discount rate	0.50%	0.50% increase / decrease in the discount rate would decrease / increase the fair value by ₹ 0.08 / ₹ 0.07 crore / (₹ 0.08 / ₹ 0.08 crore).

#### Reconciliation of Level III fair value measurement:

##### i) Investment in preference shares

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>Opening balance</b>	<b>2.05</b>	<b>1.84</b>
Gain recognised in Consolidated Statement of Profit and Loss	0.23	0.21
<b>Closing balance</b>	<b>2.28</b>	<b>2.05</b>

##### ii) Contingent consideration payable

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>Opening balance</b>	<b>177.48</b>	<b>565.70</b>
Offset against loan receivable from the same party	-	(226.11)
Write backs/reversals	-	(162.11)
<b>Closing balance</b>	<b>177.48</b>	<b>177.48</b>

There are no transfers between Level 1, Level 2 and Level 3 during the year.

#### (b) Risk Management Strategies

##### Financial risk management objectives

The Group's corporate 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 Group. These risks include market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk.

The Group seeks to minimise the effects of these risks by using derivative financial instruments to hedge risk exposures, wherever required. The use of financial derivatives is governed by the group's policies approved by the board of directors, which provide written principles on foreign exchange and commodity price risk management, the use of financial derivatives and non-derivative financial instruments, and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed by the internal auditors on a continuous basis. The Group does not enter into or trade financial instruments, including derivative financial instruments, for speculative purposes.

##### I. Foreign currency risk management

The Group undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters utilizing forward foreign exchange contracts and currency options as suitable.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

The carrying amounts of the Group's financial assets and liabilities denominated in different currencies are as follows:

₹ crore					
As at 31 <sup>st</sup> March, 2019:	USD	Euro	JPY	INR	Total
<b>Financial assets</b>					
Investments	34.88	-	-	2,415.65	2,450.53
Trade receivables	18.74	-	-	1,409.01	1,427.75
Cash and bank balances	10.59	-	-	192.98	203.57
Loans	-	-	-	899.01	899.01
Finance lease receivable	-	-	-	943.37	943.37
Service concession receivable	-	-	-	221.47	221.47
Security Deposits	-	-	-	90.39	90.39
Interest receivable	-	-	-	347.96	347.96
Revenue receivable	-	-	-	1.43	1.43
Other bank balances	-	-	-	7.16	7.16
Other financial assets	*	-	-	-	*
	<b>64.21</b>	<b>-</b>	<b>-</b>	<b>6,528.43</b>	<b>6,592.64</b>
<b>Financial liabilities</b>					
Borrowings	228.27	-	-	10,326.61	10,554.88
Trade payables	90.70	1.41	0.01	379.82	471.94
Acceptances	1,367.58	-	-	-	1,367.58
Interest rate swaps	0.36	-	-	-	0.36
Foreign currency forward options/contracts	27.13	-	-	-	27.13
Contingent consideration payable	-	-	-	177.48	177.48
Security deposits	-	-	-	0.76	0.76
Interest accrued	15.62	-	-	74.23	89.85
Unpaid Dividends	-	-	-	1.11	1.11
Payable for capital supplies/services	-	-	-	198.61	198.61
Other payables	-	-	-	556.53	556.53
	<b>1,729.66</b>	<b>1.41</b>	<b>0.01</b>	<b>11,715.15</b>	<b>13,446.23</b>

\* Less than ₹ 50,000

₹ crore			
As at 31 <sup>st</sup> March, 2018:	USD	INR	Total
<b>Financial assets</b>			
Investments	40.73	2,374.28	2,415.01
Trade receivables	10.92	1,140.30	1,151.22
Cash and bank balances	15.52	295.51	311.03
Loans	-	749.74	749.74
Finance lease receivable	-	981.76	981.76
Service concession receivable	-	195.59	195.59
Security Deposits	-	124.23	124.23
Interest receivable	-	359.03	359.03
Other bank balances	-	0.43	0.43
Other financial assets	*	68.23	68.23
	<b>67.17</b>	<b>6,289.10</b>	<b>6,356.27</b>
<b>Financial liabilities</b>			
Borrowings	248.49	11,634.77	11,883.26
Trade payables	138.82	426.36	565.18
Acceptances	1,761.95	-	1,761.95
Interest rate swaps	1.72	-	1.72
Foreign currency forward options/contracts	3.59	-	3.59
Contingent consideration payable	-	177.48	177.48
Security deposits	-	0.73	0.73
Interest accrued	9.89	41.18	51.07
Unpaid Dividends	-	0.95	0.95
Payable for capital supplies/services	-	187.91	187.91
Other payables	-	325.15	325.15
	<b>2,164.46</b>	<b>12,794.53</b>	<b>14,958.99</b>

\* Less than ₹ 50,000

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

The Group uses foreign currency forward and options contracts to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments and foreign currency required at the settlement date of certain receivables/payables. The use of foreign currency forward and options contracts is governed by the Group's strategy approved by the board of directors, which provide principles on the use of such forward contracts consistent with the Group's risk management policy.

The outstanding forward exchange contracts at the end of the reporting period are as under:

Particulars	As at	As at
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
No. of contracts	45	39
Type of contracts	Buy	Buy
US \$ equivalent (Million)	202.28	206.70
Average exchange rate (1 USD = ₹)	71.68	65.82
INR equivalent (₹ crore)	1,449.94	1,360.49
MTM (₹ crore)	(39.82)	(4.37)

The outstanding foreign exchange options contracts for buyers/ suppliers credit at the end of the reporting period are as under:

Particulars	As at	As at
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
No. of contracts	-	13
Type of contracts	-	Buy
US \$ equivalent (Million)	-	83.74
Average exchange rate (1 USD = ₹)	-	64.71
INR equivalent (₹ crore)	-	541.90
MTM (₹ crore)	-	1.64

The outstanding foreign exchange options contracts for loan at the end of the reporting period are as under:

Particulars	As at	As at
	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
No. of contracts	1	1
Type of contracts	Buy	Buy
US \$ equivalent (Million)	33.00	33.00
Average exchange rate (1 USD = ₹)	69.16	65.18
INR equivalent (₹ crore)	228.21	215.08
MTM (₹ crore)	12.69	0.87

#### Unhedged currency risk position

The foreign currency exposure that have not been hedged by a derivative instrument or otherwise as at balance sheet date are given below:

Particulars	Currency	Foreign currency equivalent		₹ crore	
		As at	As at	As at	As at
		31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018	31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
<b>Payables in foreign currency</b>					
Secured loan	USD	-	5,203,640	322.34	33.85
Interest accrued but not due on secured loan	USD	99,362	59,598	0.69	0.39
Trade payables	USD	9,427,702	887,989	65.21	5.78
Trade payables	Euro	181,410	-	1.41	-
Trade payables	Yen	124,594	-	0.01	-

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Foreign currency risk sensitivity

The following table details the Group's sensitivity to a 5% increase and decrease in the INR against the relevant foreign currencies net of hedge accounting impact. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the year-end for a 5% change in foreign currency rates, with all other variables held constant. A positive number below indicates an increase in profit or equity where INR strengthens 5% against the relevant currency. For a 5% weakening of INR against the relevant currency, there would be a comparable impact on profit or equity, and the balances below would be negative.

Impact on profit / (loss) for the year for a 5% change:

Particulars	₹ crore			
	For the year ended 31 <sup>st</sup> March, 2019		For the year ended 31 <sup>st</sup> March, 2018	
	5% increase	5% decrease	5% increase	5% decrease
USD / INR	3.29	(3.29)	2.00	(2.00)
Euro / INR	0.07	(0.07)	-	-
Yen / INR	*	*	-	-

\*less than ₹ 50,000

#### II. Interest rate risk management

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates. The risk is managed by the Group by maintaining an appropriate mix between fixed and floating rate borrowings.

#### Interest rate sensitivity analysis

The sensitivity analysis below have been determined based on the exposure to interest rates for non-derivative instruments at the end of the reporting period. For floating rate liabilities, the analysis is prepared assuming the amount of the liability outstanding at the end of the reporting period was outstanding for the whole year. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

The following table provides a break-up of the Group's non-current fixed and floating rate borrowings:

As at 31 <sup>st</sup> March, 2019	₹ crore		
	Net balance	Unamortised transaction cost	Gross balance
Fixed rate borrowings	1,389.27	1.17	1,390.44
Floating rate borrowings	9,165.61	54.71	9,220.32
<b>Total borrowings</b>	<b>10,554.88</b>	<b>55.88</b>	<b>10,610.76</b>

As at 31 <sup>st</sup> March, 2018	₹ crore		
	Net balance	Unamortised transaction cost	Gross balance
Fixed rate borrowings	1,607.65	2.02	1,609.67
Floating rate borrowings	10,267.42	70.31	10,337.73
<b>Total borrowings</b>	<b>11,875.07</b>	<b>72.33</b>	<b>11,947.40</b>

The following table detail the nominal amounts and remaining terms of interest rate swap contracts outstanding at the year-end.

Particulars	No. of contracts	Average contracted fixed interest rate (%)	Maturity date	Nominal value (₹ crore)	MTM (₹ crore)
As at 31 <sup>st</sup> March, 2019	1.00	4.12	16 <sup>th</sup> March, 2020	230.86	(0.36)
As at 31 <sup>st</sup> March, 2018	1.00	4.12	16 <sup>th</sup> March, 2020	214.65	(1.72)

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

If interest rates had been 50 basis points higher/lower and all other variables were held constant, the Group's profit before tax for the year ended 31<sup>st</sup> March, 2019 would decrease/increase by ₹ 44.95 crore (Previous year: decrease/increase by ₹ 50.62 crore). This is mainly attributable to the Group's exposure to interest rates on its unhedged variable rate borrowings.

#### III. Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The Group 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 Group's exposure and the credit ratings of its counterparties are continuously monitored.

JSW Steel Limited, a related party, and state electricity distribution companies (Government companies) are the major customers of the Group and accordingly, credit risk is minimal.

Revenue from operations includes revenue aggregating to ₹ 5162.65 crore (Previous year ₹ 4,255.87 crore) from two major customers having more than 10% of total revenue from operations of the Group.

#### *Loans and investment in debt securities:*

The Group's centralised treasury function manages the financial risks relating to the business. The treasury function focusses on capital protection, liquidity and yield maximisation. Investments of surplus funds are made only in approved counterparties within credit limits assigned for each of the counterparty. Counterparty credit limits are reviewed and approved by the Finance

Committee of the Group. The limits are set to minimise the concentration of risks and therefore mitigate the financial loss through counter party's potential failure to make payments

#### *Cash and cash equivalents, derivatives and financial guarantees:*

Credit risks from balances with banks and financial institutions are managed in accordance with the Group policy. For derivative and financial instruments, the Group attempts to limit the credit risk by only dealing with reputable banks and financial institutions having high credit-ratings assigned by credit-rating agencies.

In addition, the Group is exposed to credit risk in relation to financial guarantees given to banks. The Group's maximum exposure in this respect is the maximum amount the Group could have to pay if the guarantee is called on. (Refer note 34)

#### IV. Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Group's short-term, medium-term and long-term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The table below provides details regarding the remaining contractual maturities of financial assets and financial liabilities as on reporting date.

As at 31 <sup>st</sup> March, 2019	₹ crore			
	< 1 year	1-5 years	> 5 years	Total
<b>Financial assets</b>				
Investments	342.27	-	2,108.26	2,450.53
Trade receivables	1,427.75	-	-	1,427.75
Cash and bank balances	203.57	-	-	203.57
Loans	253.55	416.66	1,362.65	2,032.56
Finance receivables	97.59	362.99	1,101.54	1,562.12
Service concession receivables	32.35	276.06	0.97	309.38
Security deposits	38.14	34.45	17.80	90.39
Interest receivable	347.96	-	-	347.96
Revenue receivable	1.43	-	-	1.43
Other bank balances	-	7.16	-	7.16
<b>Total Financial Asset</b>	<b>2,744.61</b>	<b>1,097.32</b>	<b>4,590.92</b>	<b>8,432.85</b>

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore

As at 31 <sup>st</sup> March, 2019	< 1 year	1-5 years	> 5 years	Total
<b>Financial liabilities</b>				
Borrowings	1,314.53	4,713.75	4,526.60	10,554.88
Lease and other deposits	0.59	0.01	0.16	0.76
Trade payables	471.94	-	-	471.94
Acceptances	1,367.58	-	-	1,367.58
Interest rate swaps	0.36	-	-	0.36
Foreign currency forward contracts / options	27.13	-	-	27.13
Contingent consideration payable	177.48	-	-	177.48
Interest accrued	89.85	-	-	89.85
Unpaid dividends	1.11	-	-	1.11
Payable for capital supplies/services	198.61	-	-	198.61
Other payables	556.53	-	-	556.53
<b>Total Financial Asset</b>	<b>4,205.71</b>	<b>4,713.76</b>	<b>4,526.76</b>	<b>13,446.23</b>
Interest payout liability	921.78	2,516.23	2,030.68	5,468.68

₹ crore

As at 31 <sup>st</sup> March, 2018	< 1 year	1-5 years	> 5 years	Total
<b>Financial assets</b>				
Investments	336.83	-	2,078.17	2,415.00
Trade receivables	1,151.22	-	-	1,151.22
Cash and bank balances	311.03	-	-	311.03
Loans	235.10	229.67	1,406.08	1,870.85
Finance receivables	99.72	373.91	1,068.27	1,541.90
Service concession receivables	-	243.34	66.31	309.65
Security deposits	49.98	28.61	45.64	124.23
Interest receivable	11.22	-	347.81	359.03
Other bank balances	-	0.43	-	0.43
Other loans and advances	11.44	56.79	-	68.23
	<b>2,206.54</b>	<b>932.75</b>	<b>5,012.28</b>	<b>8,151.57</b>
<b>Financial liabilities</b>				
Borrowings	1,062.26	4,964.80	5,856.20	11,883.26
Lease and other deposits	0.47	0.13	0.13	0.73
Trade payables	565.18	-	-	565.18
Acceptances	1,761.95	-	-	1,761.95
Interest Rate Swap	1.72	-	-	1.72
Foreign currency forward contracts \ options	3.59	-	-	3.59
Contingent consideration payable	177.48	-	-	177.48
Interest accrued	51.07	-	-	51.07
Unpaid dividends	0.95	-	-	0.95
Payable for capital supplies/services	187.91	-	-	187.91
Other payables	325.15	-	-	325.15
	<b>4,137.73</b>	<b>4,964.93</b>	<b>5,856.33</b>	<b>14,958.99</b>
Interest payout liability	1,040.43	3,058.00	2,677.11	6,775.55

The Group has hypothecated part of its trade receivables, loans, short term investments and cash and cash equivalents in order to fulfil certain collateral requirements for the banking facilities extended to the Group. There is obligation to release the hypothecation on these securities to the Group once these banking facilities are surrendered. (Refer note 16)

The amount of guarantees given on behalf of other parties included in note 34 represents the maximum amount the Group could be forced to settle for the full guaranteed amount. Based on the expectation at the end of the reporting period, the Group considers that it is more likely than not that such an amount will not be payable under the arrangement.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### V. Price risk

- a) The Group's exposure to equity price risk arises from quoted investments held by the Group and classified in the balance sheet at FVTOCI.

The table below summarizes the impact of increases / decreases in market price of the Group's quoted equity investments for the corresponding period. The analysis is based on the assumption that the JSW Steel Limited share price in market will on an average increase or decrease by 15% (Previous year 14%) with all other variables held constant.

Impact on other comprehensive income:

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Increase in quoted market Price by 15% (Previous year 14%)	307.87	282.54
Decrease in quoted market Price by 15% (Previous year 14%)	(307.87)	(282.54)

- b) The Group's exposure to mutual fund price risk arises from investments held by the Group and classified in the balance sheet at FVTPL.

The table below summarizes the impact of increase / decrease in NAV of Group's investment in mutual fund for the corresponding period. The analysis is based on the assumption that the NAV of mutual fund will on an average increase by 5% or decrease by 5% with all other variables held constant.

Impact on profit before tax:

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Mutual fund NAV - increase 5%	17.11	16.84
Mutual fund NAV - decrease 5%	(17.11)	(16.84)

#### VI. Fuel price risk management

The Group is currently using imported coal from countries like Indonesia, South Africa, and Australia, among others. The interruption in the supply of coal due to regulatory changes, weather conditions in the sourcing country, strike by mine workers and closure of mines due to force majeure may impact the availability and/or cost of coal.

The Group regularly broadens the sources (countries/vendors) and maintains optimum fuel mix and stock level. The Group further applies prudent hedging strategies to mitigate the risk of foreign exchange fluctuations.

#### Note No. 43 - Capital management:

The Group being in a capital intensive industry, its objective is to maintain a strong credit rating, healthy capital ratios and establish a capital structure that would maximise

the return to stakeholders through optimum mix of debt and equity.

The Group's capital requirement is mainly to fund its capacity expansion, repayment of principal and interest on its borrowings and strategic acquisitions. The principal source of funding of the Group has been, and is expected to continue to be, cash generated from its operations supplemented by funding from bank borrowings and the capital markets. The Group is not subject to any externally imposed capital requirements.

The Group regularly considers other financing and refinancing opportunities to diversify its debt profile, reduce interest cost, align the maturity profile of its debt commensurate with the life of the asset, and closely monitors its judicious allocation amongst competing capital expansion projects and strategic acquisitions, to capture market opportunities at minimum risk.

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

#### Gearing ratio

The Group monitors its capital using gearing ratio, which is net debt divided by total equity, as given below:

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Debt <sup>1</sup>	10,554.88	11,883.26
Cash and bank balances (including current investment in liquid mutual fund) <sup>2</sup>	504.55	605.01
<b>Net debt<sup>(1-2)</sup></b>	<b>10,050.33</b>	<b>11,278.25</b>
<b>Total equity<sup>3</sup></b>	<b>11,822.24</b>	<b>11,109.70</b>
<b>Net debt to equity ratio</b>	<b>0.85</b>	<b>1.02</b>

1) Debt includes long-term and short-term borrowings as described in note 16 and note 17.

2) Includes cash and cash equivalents, balances in bank deposits (other than earmarked deposits) and investments in mutual fund as described in note 14A, note 14B and note 7B.

3) Includes equity share capital and other equity as described in note 15A and note 15B.

#### Note No. 44 - Related party disclosure:

##### A) List of related parties

###### I Joint ventures

- 1 Barmer Lignite Mining Company Limited

###### II Associate

- 1 Toshiba JSW Power Systems Private Limited

###### III Co-venturer

- 1 Rajasthan State Mines & Minerals Limited

###### IV Key Managerial Personnel

- 1 Mr. Sajjan Jindal – Chairman & Managing Director
- 2 Mr. Prashant Jain - Jt. Managing Director & CEO (w.e.f 16<sup>th</sup>, June, 2017)
- 3 Mr. Sanjay Sagar - Jt. Managing Director & CEO (upto 15<sup>th</sup> June, 2017)
- 4 Mr. Jyoti Kumar Agarwal  
- Chief Financial Officer - (upto 10<sup>th</sup> August, 2017)  
- Director Finance - (w.e.f. 11<sup>th</sup> August, 2017)
- 5 Ms. Monica Chopra – Company Secretary
- 6 Mr. Nirmal Kumar Jain - Non-executive Non-Independent Director
- 7 Ms. Tanvi Shete - Non-executive Non-Independent Director (upto 19<sup>th</sup> July, 2018)
- 8 Mr. Chandan Bhattacharya - Independent Director
- 9 Ms. Sheila Sangwan - Independent Director
- 10 Ms. Shailaja Chandra - Independent Director
- 11 Mr. Rakesh Nath - Independent Director
- 12 Mr. Sattiraju Seshagiri Rao – Independent Director (w.e.f. 3<sup>rd</sup> May, 2018)
- 13 Mr. Uday Chitale - Independent Director (upto 23<sup>rd</sup> April, 2018)

###### V Enterprises over which key management personnel and relatives of such personnel exercise significant influence:

###### Related parties with whom the Group has entered into transactions during the year:

- 1 JSW Steel Limited
- 2 JSW Cement Limited
- 3 JSW Realty & Infrastructure Private Limited
- 4 JSW Jaigarh Port Limited
- 5 JSW Infrastructure Limited
- 6 South West Port Limited
- 7 South West Mining Limited
- 8 JSW Green Private Limited
- 9 JSW Foundation
- 10 Jindal Vidya Mandir
- 11 Amba River Coke Limited
- 12 JSW International Trade Corp Pte Limited
- 13 JSW Steel Coated Products Limited
- 14 Jindal Saw Limited
- 15 JSW Global Business Solutions Limited
- 16 Jindal Steel & Power Limited
- 17 Inspire Institute of Sport

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

- 18 JSW IP Holdings Private Limited  
 19 Heal Institute Private Limited  
 20 Maharashtra State Electricity Transmission Company Limited  
 21 Jindal Stainless (Hisar) Limited  
 22 Gagan Trading Company Limited  
 23 Jaypee Private ITI  
 24 JSW Energy (Bengal) Limited  
 25 JSW Projects Limited  
 26 JSW Steel (Salav) Limited  
 27 JSW Techno Projects Management Limited

#### B) Transactions during the year

Particulars	Relationship	₹ crore	
		For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>1 Sale of power / materials to:</b>			
JSW Steel Limited	Others **	2,272.38	1,787.20
JSW Cement Limited	Others **	92.67	81.19
JSW Steel Coated Products Limited	Others **	185.06	118.86
Amba River Coke Limited	Others **	149.01	126.66
Jindal Saw Limited	Others **	3.83	17.55
South West Mining Limited	Others **	10.16	-
<b>2 Sale of renewable energy certificate:</b>			
JSW Steel Limited	Others **	-	0.19
JSW Cement Limited	Others **	-	0.08
Jindal Saw Limited	Others **	-	0.14
<b>3 Interest received on overdue receivables:</b>			
JSW Steel Limited	Others **	-	0.01
JSW Steel Coated Products Limited	Others **	-	0.01
JSW Cement Limited	Others **	0.19	0.11
<b>4 Dividend received:</b>			
JSW Steel Limited	Others **	22.41	15.76
<b>5 Service received from:</b>			
JSW Steel Limited	Others **	-	0.32
JSW Jaigarh Port Limited	Others **	162.29	171.19
South West Mining limited	Others **	0.92	0.06
South West Port Limited	Others **	5.72	16.61
JSW Green Private Limited	Others **	0.91	0.84
JSW Infrastructure Limited	Others **	11.48	-
JSW Global Business Solutions Limited	Others **	9.20	7.99
Maharashtra State Electricity Transmission Company Limited	Others **	0.44	0.43
<b>6 Service rendered:</b>			
JSW Steel Limited	Others **	168.94	158.54
Toshiba JSW Power Systems Private Limited	Associate	0.44	4.50
South West Mining Limited	Others **	2.54	1.56
<b>7 Purchase of power:</b>			
JSW Steel Limited	Others **	35.16	2.49
<b>8 Purchase of fuel / goods:</b>			
JSW Steel Limited	Others **	525.82	409.87
JSW Cement Limited	Others **	1.99	0.85
JSW International Trade Corp Pte Limited	Others **	2,446.43	1,913.05
Barmer Lignite Mining Company Limited	Joint venture	1,388.99	1,164.98
Jindal Steel & Power Limited	Others **	1.47	-
Rajasthan State Mines & Minerals Limited	Co-venturer	10.75	10.92
Jindal Saw Limited	Others **	-	1.20

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore

Particulars	Relationship	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
JSW Steel Coated Products Ltd	Others **	6.66	-
South West Mining Limited	Others **	0.09	-
Jindal Stainless (Hisar) Limited	Others **	1.17	0.51
<b>9 Rent paid / (received) (net):</b>			
JSW Realty & Infrastructure Private Limited	Others **	0.57	0.52
JSW Steel Limited	Others **	0.07	0.18
JSW Jaigarh Port Limited	Others **	*	*
South West Mining Limited	Others **	0.01	-
Gagan Trading Company Limited	Others **	1.48	1.34
<b>10 Advertisement / branding expense:</b>			
JSW IP Holdings Private Limited	Others **	12.24	19.14
<b>11 Security deposit paid / (refund):</b>			
Gagan Trading Company Limited	Others **	(0.45)	(0.86)
JSW Jaigarh Port Limited	Others **	(10.00)	(15.00)
<b>12 Lease deposit received:</b>			
JSW Jaigarh Port Limited	Others **	-	5.00
<b>13 Reimbursement received from / (paid to):</b>			
JSW Steel Limited	Others **	23.12	8.91
Barmer Lignite Mining Company Limited	Joint venture	2.42	1.89
JSW Cement Limited	Others **	(1.07)	0.15
JSW Steel Coated Products Limited	Others **	0.47	-
JSW Infrastructure Limited	Others **	0.69	0.18
JSW Jaigarh Port Limited	Others **	-	0.65
South West Mining Limited	Others **	0.43	(0.11)
Jindal Vidya Mandir	Others **	(0.57)	-
JSW Global Business Solutions Limited	Others **	(0.04)	(0.11)
Jaypee Private ITI	Others **	(0.23)	(0.21)
JSW Projects Limited	Others **	-	*
JSW Techno Projects Management Limited	Others **	-	(0.09)
Jindal Saw Limited	Others **	0.01	0.01
JSW Energy (Bengal) Limited	Others **	-	(0.05)
Inspire Institute of Sport	Others **	0.04	-
<b>14 Loan given to:</b>			
South West Mining Limited	Others **	150.00	186.90
JSW Global Business Solutions Limited	Others **	-	0.40
Jindal Steel & Power Limited	Others **	-	130.90
Barmer Lignite Mining Company Limited	Joint venture	-	21.20
<b>15 Loan repaid:</b>			
South West Mining Limited	Others **	-	400.57
JSW Global Business Solutions Limited	Others **	0.74	0.74
Jindal Steel & Power Limited	Others **	50.00	122.77
JSW Energy (Bengal) Limited	Others **	-	78.60
<b>16 Interest received on loan:</b>			
South West Mining Limited	Others **	4.68	20.99
JSW Global Business Solutions Limited	Others **	0.46	0.51
Jindal Steel & Power Limited	Others **	41.79	47.95
Barmer Lignite Mining Company Limited	Joint venture	56.76	56.59
<b>17 Loan written off:</b>			
JSW Energy (Bengal) Limited	Others **	-	1.52
<b>18 Donations / CSR expenses:</b>			
Jindal Vidya Mandir	Others **	0.94	1.64
JSW Foundation	Others **	5.85	3.74
Heal Institute Private Limited	Others **	-	0.14

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore

Particulars	Relationship	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
<b>19 Trading margin on E. S. certs. / R.E.C.s:</b>			
JSW Steel (Salav) Limited	Others **	-	0.01
JSW Cement Limited	Others **	0.03	-
JSW Steel Limited	Others **	0.01	-
Amba River Coke Limited	Others **	0.29	-
JSW Steel Coated Product Limited	Others **	0.20	-
Jindal Saw Limited	Others **	0.03	-
<b>20 Security and collateral provided to / (released):</b>			
South West Mining Limited	Others **	(58.00)	178.66
<b>21 Allowance for Expected Credit Loss:</b>			
Barmer Lignite Mining Company Limited	Joint venture	32.69	-
<b>22 Sale of Assets:</b>			
South West Mining Limited	Others **	2.22	-
<b>23 Investment in Preference Share Capital:</b>			
JSW Realty & Infrastructure Private Limited	Others **	0.23	0.21
<b>24 Investment in Equity Share Capital:</b>			
JSW Steel Limited	Others **	34.31	700.03

\*Less than ₹ 50,000

\*\*Enterprises over which key management personnel and relatives of such personnel exercise significant influence.

#### C) The remuneration to key managerial personnel during the year was as follows:

₹ crore

Particulars	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
1 Short-term benefits	16.32	16.30
2 Post-employment benefits	0.83	0.81
3 Sitting fees	0.48	0.58
4 Commission to directors	1.20	1.02

1 The above figures does not include provisions for gratuity and compensated absences as the same is not determinable.

2 The Company has accrued ₹ 2.13 crore (previous year ₹ 0.09 crore) in respect of employee stock options granted to Joint Managing Director & CEO, Director (Finance), by the company and the related party and to the Company Secretary by the Company. The same has not been considered as managerial remuneration of the current year as defined under section 2 (78) of the Companies act 2013 as the options have not been exercised .

#### D) Closing balances

₹ crore

Particulars	Relationship	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
<b>1 Trade payables:</b>			
JSW Jaigarh Port Limited	Others **	29.80	1.91
JSW Steel Limited	Others **	5.77	-
JSW Cement Limited	Others **	0.86	-
JSW Steel Coated Product Limited	Others **	0.53	-
Amba River Coke Limited	Others **	1.51	-
Jindal Vidya Mandir	Others **	*	-
Jindal Saw Limited	Others **	0.08	-
JSW International Trade Corp Pte Limited	Others **	1.88	10.59
Barmer Lignite Mining Company Limited	Joint venture	166.60	125.13
JSW Foundation	Others **	1.03	0.43
South West Mining Limited	Others **	-	0.08

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore

Particulars	Relationship	As at	
		31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
JSW Infrastructure limited	Others **	0.44	0.25
JSL Lifestyle Limited	Others **	*	*
JSoft Solutions Limited	Others **	1.40	1.40
South West Port Limited	Others **	1.17	-
JSW Global Business Solutions Limited	Others **	0.96	0.80
Maharashtra State Electricity Transmission Company Limited	Others **	0.11	0.16
JSW Realty & Infrastructure Private Limited	Others **	0.65	0.53
JSW Green Private Limited	Others **	0.10	0.08
Gagan Trading Company Limited	Others **	0.22	0.11
JSW Techno Projects Management Limited	Others **	0.09	0.09
<b>2 Trade receivables:</b>			
JSW Steel Limited	Others **	219.15	157.62
JSW Cement Limited	Others **	44.18	8.24
Toshiba JSW Power Systems Private Limited	Associate	-	2.66
JSW Steel Coated Product Limited	Others **	16.44	16.42
<b>3 Financial assets:</b>			
JSW IP Holdings Private Limited	Others **	1.11	0.62
Jindal Saw Limited	Others **	-	0.05
Jindal Stainless (Hisar) Limited	Others **	*	*
Amba River Coke Limited	Others **	13.91	13.42
JSW Project Limited	Others **	0.01	*
South West Port Limited	Others **	-	0.15
Rajasthan State Mines & Minerals Limited	Co-venturer	0.09	0.02
Jindal Steel & Power Limited	Others **	0.10	0.14
Jindal Stainless Limited	Others **	0.01	0.01
JSW Steel (Salav) Limited	Others **	-	0.05
MJSJ Coal Limited	Others **	0.02	0.02
<b>4 Security deposit placed with:</b>			
JSW Steel Limited	Others **	2.29	2.12
JSW Realty & Infrastructure Private Limited	Others **	8.02	7.35
JSW Jaigarh Port Limited	Others **	21.18	29.50
JSW IP Holdings Private Limited	Others **	1.42	1.42
Gagan Trading Company Limited	Others **	8.26	9.85
<b>5 Lease deposit from:</b>			
JSW Steel Limited	Others **	0.06	0.06
JSW Infrastructure Limited	Others **	0.35	0.35
JSW Jaigarh Port Limited	Others **	0.22	0.21
Jindal Vidya Mandir	Others **	*	*
<b>6 Investment in equity share capital:</b>			
JSW Steel Limited	Others **	2,052.46	2,018.15
Toshiba JSW Power Systems Private Limited	Associate	100.23	100.23
MJSJ Coal Limited	Others**	10.46	10.46
Barmer Lignite Mining Company Limited	Joint venture	9.80	9.80
<b>7 Investment in preference share capital:</b>			
JSW Realty & Infrastructure Private Limited	Others **	2.29	2.05
<b>8 Loan and advances to:</b>			
South West Mining Limited	Others **	150.00	-
JSW Global Business Solutions Limited	Others **	3.77	4.53
JSW IP Holdings Private Limited	Others **	0.26	0.21
Jindal Steel & Power Limited	Others **	331.13	381.13
Barmer Lignite Mining Company Limited	Joint venture	568.31	568.12

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

₹ crore

Particulars	Relationship	As at	
		31 <sup>st</sup> March, 2019	31 <sup>st</sup> March, 2018
<b>9 Interest receivable on loan:</b>			
Jindal Steel & Power Limited	Others **	1.05	1.23
Barmer Lignite Mining Company Limited	Joint venture	378.90	347.81
<b>10 Allowance for Expected Credit Loss</b>			
Barmer Lignite Mining Company Limited	Joint venture	32.69	-
<b>11 Allowance for impairment in value of investments</b>			
MJSJ Coal Limited	Others **	3.94	3.94
<b>12 Security and collateral Provided to:</b>			
South West Mining Limited	Others **	200.50	258.50

\* Less than ₹ 50,000

\*\* Enterprises over which key management personnel and relatives of such personnel exercise significant influence.

**Note:**

1 Terms and conditions of outstanding balances: all outstanding balances are unsecured and repayable in cash.

2 For outstanding commitment with related party - Refer note 34[B].

### Note No. 45 - Disclosure of additional information as required by Division II of Schedule III to the Companies Act, 2013:

Name of the entity in the group	Net Assets, i.e., total assets minus total liabilities		Share in profit and loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	₹ crore	As % of consolidated profit and loss	₹ crore	As % of consolidated other comprehensive income	₹ crore	As % of total comprehensive income	₹ crore
<b>Parent</b>								
1 JSW Energy Limited	86.09	10,167.48	36.73	251.45	261.81	31.47	40.62	282.92
<b>Subsidiaries</b>								
<b>Indian</b>								
1 JSW Energy (Barmer) Limited	27.83	3,286.92	41.24	282.26	(2.50)	(0.30)	40.48	281.96
2 JSW Hydro Energy Limited	14.83	1,751.21	11.60	79.41	(6.99)	(0.84)	11.28	78.57
3 JSW Power Trading Company Limited	1.10	130.00	0.24	1.62	(0.00)	*	0.23	1.62
4 Jaigad PowerTransco Limited	1.59	187.34	3.52	24.10	(0.00)	*	3.46	24.10
5 JSW Energy (Raigarh) Limited	0.73	86.37	(0.05)	(0.33)	-	-	(0.05)	(0.33)
6 JSW Energy (Kutehr) Limited	0.22	26.18	(0.05)	(0.32)	-	-	(0.05)	(0.32)
7 JSW Solar Limited	(0.00)	(0.43)	(0.06)	(0.43)	-	-	(0.06)	(0.43)
8 JSW Electric Vehicles Private Limited	(0.00)	(0.18)	(0.03)	(0.19)	-	-	(0.03)	(0.19)
<b>Foreign</b>								
1 JSW Energy Natural Resources Mauritius Limited	0.29	34.43	(0.93)	(6.35)	-	-	(0.91)	(6.35)
2 JSW Energy Natural Resources South Africa Limited	(0.09)	(10.17)	(1.72)	(11.79)	-	-	(1.69)	(11.79)
3 Royal Bafokeng Capital (Pty) Limited	(0.09)	(10.21)	-	-	-	-	-	-
4 Mainsail Trading 55(Pty) Limited	(0.37)	(43.50)	-	-	-	-	-	-
5 South African Coal Mining Holdings Limited	(0.66)	(78.32)	(2.98)	(20.42)	-	-	(2.93)	(20.42)
6 SACM (Breyten) Proprietary Limited	(1.36)	(160.08)	(7.22)	(49.40)	-	-	(7.09)	(49.40)
7 South African Coal Mining Operations Proprietary Limited	0.04	5.20	(0.00)	(0.01)	-	-	(0.00)	(0.01)
8 Umlabu Colliery Proprietary Limited	0.58	68.16	(2.88)	(19.71)	-	-	(2.83)	(19.71)
9 Jigmining Operations No. 1 Proprietary Limited	(0.10)	(11.52)	-	-	-	-	-	-

## Notes

### to the Consolidated Financial Statements for the year ended 31<sup>st</sup> March, 2019

Name of the entity in the group	Net Assets, i.e., total assets minus total liabilities		Share in profit and loss		Share in other comprehensive income		Share in total comprehensive income	
	As % of consolidated net assets	₹ crore	As % of consolidated profit and loss	₹ crore	As % of consolidated other comprehensive income	₹ crore	As % of total comprehensive income	₹ crore
10 Yomhlaba Coal Proprietary Limited	(0.25)	(29.35)	-	-	-	-	-	-
<b>Non-controlling interests in all subsidiaries</b>	(0.10)	(12.03)	1.55	10.64	-	-	1.53	10.64
<b>Associates (Investment as per the equity method)</b>								
<b>Indian</b>								
1 Toshiba JSW Power Systems Private Limited	(1.01)	(119.61)	-	-	-	-	-	-
<b>Joint ventures (Investment as per the equity method)</b>								
<b>Indian</b>								
1 Barmer Lignite Mining Company Limited	(0.07)	(8.04)	4.66	31.93	-	-	4.58	31.93
Adjustment arising out of consolidation	(29.21)	(3,449.64)	16.37	112.04	(152.32)	(18.31)	13.21	92.03
Balance as at 31 <sup>st</sup> March, 2019	100.00	11,810.21	100.00	684.49	100.00	12.02	100.00	696.51

\*Less than ₹ 50,000

#### Note No. 46 - Operating segment:

The Group is in the business of generation of power and related activities having similar economic characteristics primarily operated within India and regularly reviewed by Chief Operating Decision Maker for assessment of Group's performance and resource allocation. Accordingly, the Group has only one business segment.

The information relating to revenue from external customers and location of non-current assets of its single reportable segment has been disclosed as below:

#### a) Revenue from operations

Particulars	₹ crore	
	For the year ended 31 <sup>st</sup> March, 2019	For the year ended 31 <sup>st</sup> March, 2018
Within India	9,137.59	8,048.23
Outside India	-	0.73
	<b>9,137.59</b>	<b>8,048.96</b>

#### b) Non-current operating assets

Particulars	₹ crore	
	As at 31 <sup>st</sup> March, 2019	As at 31 <sup>st</sup> March, 2018
Within India	22,683.11	23,880.40
Outside India - South Africa	134.76	130.01
	<b>22,817.87</b>	<b>24,010.41</b>

Geographical non-current assets are allocated on the basis of location of assets.

#### For and on behalf of Board of Directors

**Prashant Jain**  
Jt. Managing Director & CEO  
[DIN: 01281621]

**Sajjan Jindal**  
Chairman and Managing Director  
[DIN: 00017762]

**Monica Chopra**  
Company Secretary

**Jyoti Kumar Agarwal**  
Director Finance  
[DIN:01911652]

Place : Mumbai  
Date : May 16, 2019

## Annexure - A

## Form AOC - 1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)  
Statement containing salient features of the financial statement of Subsidiaries / Associate companies / Joint Ventures

Part A: Subsidiaries														
Sl. No.	Name of the Subsidiary	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Reporting currency and Exchange rate as on the last date of the Financial year	Share Capital	Reserve & Surplus	Total Assets	Total Liabilities	Investments	Turnover	Profit before Taxation	Provision for Taxation	Profit after Taxation	Proposed Dividend	% of shareholding
1	JSW Energy (Barmer) Limited			1,726.05	1,560.87	6,240.55	2,963.43	9.80	2,629.65	369.11	86.85	282.26	-	100.00
2	JSW Hydro Energy Limited			1,250.05	501.16	8,139.89	6,495.73	107.06	1,275.73	58.67	(20.74)	79.41	-	100.00
3	JSW Power Trading Company Limited			70.05	59.95	168.71	38.71	-	1,064.72	2.43	0.81	1.62	-	100.00
4	Jaigad PowerTransco Limited			137.50	49.84	355.09	183.11	15.36	82.99	30.79	6.69	24.10	13.75	74.00
5	JSW Energy (Raigarh) Limited			113.83	(27.46)	87.16	0.79	-	-	(0.33)	-	(0.33)	-	100.00
6	JSW Energy (Kutehr) Limited			29.02	(2.84)	28.41	2.23	-	*	(0.32)	*	(0.32)	-	100.00
7	JSW Solar Limited			0.01	(0.44)	0.78	1.21	-	13.33	(0.43)	-	(0.43)	-	100.00
8	JSW Electric Vehicles Private Limited			0.01	(0.19)	*	0.19	-	-	(0.19)	-	(0.19)	-	100.00
9	JSW Energy Natural Resources Mauritius Limited		USD 1 = INR 69.17	41.50	(7.07)	373.29	380.08	41.22	7.12	(6.35)	-	(6.35)	-	100.00
10	JSW Energy Natural Resources South Africa Limited		ZAR 1 = INR 4.74	20.62	(30.79)	324.51	372.64	37.96	12.00	(11.79)	-	(11.79)	-	100.00
11	Royal Bafokeng Capital (Pty) Ltd		ZAR 1 = INR 4.74	*	(10.21)	-	44.98	34.77	-	-	-	-	-	100.00
12	Mainsail Trading 55 (Pty) Ltd		ZAR 1 = INR 4.74	*	(43.50)	11.90	58.24	2.84	-	-	-	-	-	100.00
13	South African Coal Mining Holdings Limited		ZAR 1 = INR 4.74	110.85	(189.16)	-	102.25	23.93	-	(20.42)	-	(20.42)	-	69.44
14	SACM(Breyten) Proprietary Limited		ZAR 1 = INR 4.74	*	(160.08)	0.06	287.13	126.99	-	(49.40)	-	(49.40)	-	69.44
15	South African Coal Mining Operations Proprietary Limited		ZAR 1 = INR 4.74	*	5.20	18.98	13.78	-	-	(0.01)	-	(0.01)	-	69.44
16	Umlabu Colliery Proprietary Limited		ZAR 1 = INR 4.74	*	68.16	140.50	72.34	-	21.97	(19.71)	-	(19.71)	-	69.44
17	Jigmining Operations No 1 Proprietary Limited		ZAR 1 = INR 4.74	*	(11.52)	-	11.52	-	-	-	-	-	-	69.44
18	Yomhlaba Coal Proprietary Limited		ZAR 1 = INR 4.74	4.27	(33.62)	-	29.35	-	-	-	-	-	-	69.44

\*Less than ₹ 50,000

**Names of Subsidiaries which are yet to commence operations**

Sl. No.	Name of the Subsidiary
1	JSW Energy (Raigarh) Limited
2	JSW Energy (Kutehr) Limited
3	JSW Electric Vehicles Private Limited

Part B : Associates and Joint Ventures									
Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures									
Sl No.	Name of Associates / Joint ventures	Latest audited Balance Sheet Date	Shares of Associate / Joint Ventures held by the company on the year end		Description of how there is significant influence	Reason why the associate/joint venture is not consolidated	Network attributable to Shareholding as per latest audited Balance Sheet (₹ crore)	Profit / (Loss) for the year	
			Amount of Investment in Associates / Joint Venture (₹ crore)	Extent of Holding %				Considered in Consolidation (₹ crore)	Not Considered in Consolidation (₹ crore)
1	Barmer Lignite Mining Company Limited	31 <sup>st</sup> March, 2018	9,800,000	49.00%	A	NA	(25.42)	31.93	-
2	Toshiba JSW Power Systems Private Limited	31 <sup>st</sup> March, 2018	99,877,405	22.52%	B	NA	(499.90)	-	-

Note A) The Group holds 49% shareholding in the joint venture company.

B) There is significant influence due to % of holding in the network of the company.

**For and on behalf of Board of Directors**

**Prashant Jain**  
Jt. Managing Director & CEO  
[DIN: 01281621]

**Monica Chopra**  
Company Secretary

**Sajjan Jindal**  
Chairman and Managing Director  
[DIN: 00017762]

**Jyoti Kumar Agarwal**  
Director Finance  
[DIN:01911652]

Place : Mumbai  
Date : May 16, 2019

## Financial Highlights (Standalone)

	2014-15 (IGAAP)	2015-16 (INDAS)	2016-17 (INDAS)	2017-18 (INDAS)	2018-19 (INDAS)
<b>REVENUE ACCOUNTS (₹ Crore)</b>					
Revenue from Operations	6,331.95	5,862.63	4,040.97	4,212.05	5,118.33
Other Income	293.70	398.08	328.55	493.71	362.78
Total Income	6,625.65	6,260.71	4,369.52	4,705.76	5,481.11
EBIDTA before exceptional items	2,396.38	2,560.68	1,233.82	1,200.65	1,167.09
Depreciation & amortisation expense	420.83	353.52	363.90	364.21	365.02
Finance Costs	585.64	644.08	533.04	476.21	411.79
Exceptional items	34.23	-	-	659.18	-
Profit before Tax	1,355.68	1,563.08	336.88	(298.95)	390.28
Tax Expense	361.13	381.01	142.13	145.33	138.83
Profit for the year	994.55	1,182.07	194.75	(444.28)	251.45
<b>CAPITAL ACCOUNTS (₹ Crore)</b>					
Net carrying value of Property, plant & equipment and other intangibles	6,814.14	5,414.79	5,189.86	5,111.14	4,852.67
Capital Work in Progress (including capital advances)	654.00	326.29	494.48	282.40	391.26
Total Debt	4,231.96	5,024.66	3,464.07	3,140.18	2,818.37
Long Term Debt	4,231.96	3,524.66	3,464.07	3,140.18	2,818.37
Short Term Debt	-	1,500.00	-	-	-
Equity Share Capital (Net of Treasury Shares)	1,640.05	1,626.79	1,627.95	1,640.05	1,640.87
Other Equity	5,953.74	6,965.34	6,765.61	8,237.42	8,526.61
Total Equity	7,593.79	8,592.13	8,393.56	9,877.47	10,167.48
<b>RATIOS</b>					
Book Value Per Share (₹)	46.30	52.39	51.18	60.23	61.96
Market Price Per Share (₹)	119.20	69.55	62.70	72.80	72.60
Earning Per Share (Basic & Diluted) (₹)	6.06	7.27	1.20	(2.71)	1.53
Market Capitalisation (₹ Crore)	19,549.45	11,406.58	10,283.14	11,939.60	11,913.93
Equity Dividend Per Share (₹)	2.00	2.00	0.50	-	1.00
Fixed Assets Turnover Ratio	0.91	1.05	0.75	0.79	1.02
EBIDTA Margin	36.2%	40.9%	28.2%	25.5%	21.3%
Interest Coverage	3.37	3.43	1.63	1.76	1.95
Net Debt Equity Ratio	0.34	0.56	0.39	0.30	0.25
Long Term Debt to EBIDTA	1.77	1.38	2.81	2.62	2.41

## Financial Highlights (Consolidated)

	2014-15 (IGAAP)	2015-16 (INDAS)	2016-17 (INDAS)	2017-18 (INDAS)	2018-19 (INDAS)
<b>REVENUE ACCOUNTS (₹ Crore)</b>					
Revenue from Operations	9,380.16	9,824.49	8,263.43	8,048.96	9,137.59
Other Income	230.11	235.11	217.00	465.02	367.97
Total Income	9,610.27	10,059.60	8,480.43	8,513.98	9,505.56
EBIDTA before exceptional items	3,853.52	4,261.23	3,541.36	3,227.56	3,221.09
Depreciation & amortisation expense	789.76	854.25	969.15	966.08	1,163.69
Finance Costs	1,137.46	1,498.11	1,684.75	1,455.91	1,192.40
Exceptional items	34.23	(150.00)	-	417.94	-
Profit before Tax	1,892.07	2,016.53	891.52	338.14	896.93
Tax Expense	514.99	556.26	269.01	253.23	212.44
Share of Profit/(Loss) of Associate/Joint Venture Company	19.00	(42.34)	4.06	(49.49)	31.93
Non controlling interests	(8.57)	12.91	(6.52)	6.94	(10.64)
Profit for the year attributable to the owners of the Company	1,349.51	1,447.36	629.03	77.97	695.13
<b>CAPITAL ACCOUNTS (₹ Crore)</b>					
Net carrying value of Property, plant & equipment and other intangibles	13,181.02	19,651.99	18,845.73	18,237.57	17,184.72
Capital Work in Progress (including capital advances)	1,326.23	419.96	601.73	369.69	469.52
Total Debt	9,294.10	14,862.23	14,349.27	11,883.26	10,554.88
Long Term Debt	9,145.88	13,272.90	14,340.61	11,875.07	10,554.88
Short Term Debt	148.22	1,589.33	8.67	8.19	-
Equity Share Capital (Net of Treasury Shares)	1,640.05	1,626.79	1,627.95	1,640.05	1,640.87
Other Equity	5,877.97	8,077.34	8,740.51	9,469.65	10,181.37
Total Equity attributable to the owners of the Company	7,518.02	9,704.13	10,368.46	11,109.70	11,822.24
<b>RATIOS</b>					
Book Value Per Share (₹)	45.84	59.17	63.22	67.74	72.04
Market Price Per Share (₹)	119.20	69.55	62.70	72.80	72.60
Earning Per Share (Basic & Diluted)	8.23	8.90	3.86	0.48	4.24
Market Capitalisation (₹ Crore)	19,549.45	11,406.58	10,283.14	11,939.60	11,913.93
Equity Dividend Per Share (₹)	2.00	2.00	0.50	-	1.00
Fixed Assets Turnover Ratio	0.70	0.49	0.43	0.43	0.52
EBIDTA Margin	40.1%	42.4%	41.8%	37.9%	33.9%
Interest Coverage	2.69	2.27	1.53	1.55	1.73
Net Debt Equity Ratio	1.01	1.49	1.29	1.02	0.85
Long Term Debt to EBIDTA	2.37	3.11	4.05	3.68	3.28

## Notice

NOTICE is hereby given that the 25<sup>th</sup> Annual General Meeting of the Members of JSW Energy Limited will be held at Yashwantrao Chavan Pratisthan, Y. B. Chavan Auditorium, General Jagannath Bhosale Marg, Mumbai - 400 021 on Tuesday, 13<sup>th</sup> August, 2019 at 11.00 a.m. to transact the following business:

### ORDINARY BUSINESS

#### 1. Adoption of the annual audited Financial Statement and Reports thereon

To receive, consider and adopt:

- a. the audited Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2019, together with the Reports of the Board of Directors and the Auditors thereon.
- b. the audited Consolidated Financial Statement of the Company for the financial year ended 31<sup>st</sup> March, 2019, together with the Report of the Auditors thereon.

#### 2. Declaration of Dividend

To declare a dividend on equity shares.

The Board of Directors has recommended a dividend of ₹1 (i.e. 10% ) per equity share of ₹10.

#### 3. Appointment of a Director in place of one retiring by rotation

To appoint a Director in place of Mr. Prashant Jain (DIN: 01281621) who retires by rotation and, being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS

#### 4. Re-appointment and remuneration of Mr. Sajjan Jindal as Managing Director

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V to the Act and Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory modification(s) or re-enactment thereof, the re-appointment of Mr. Sajjan Jindal (DIN : 00017762) as the Managing Director of the Company for a period of 5 years with effect from 1<sup>st</sup> January, 2019 to 31<sup>st</sup> December, 2023 on the terms and conditions, including remuneration, as set out in the Statement annexed hereto, be and is hereby approved."

#### 5. Re-appointment of Mr. Chandan Bhattacharya as an Independent Director

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), including any statutory modification(s) or re-enactment thereof, Mr. Chandan Bhattacharya (DIN: 01341570), who has submitted a declaration that he meets the criteria for independence as provided in Section 149 (6) of the Act and the Listing Regulations, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 3 years with effect from 1<sup>st</sup> April, 2019 to 31<sup>st</sup> March, 2022."

#### 6. Appointment of Mr. Sharad Mahendra as a Director

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s) or re-enactment thereof, Mr. Sharad Mahendra (DIN : 02100401), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 16<sup>th</sup> May, 2019 and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Act and Article 116 of the Articles of Association of the Company and who is eligible for appointment as a Director, be and is hereby appointed as Director of the Company, liable to retire by rotation."

#### 7. Appointment of Mr. Sharad Mahendra as a Whole-time Director

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V to the Act, including any statutory modification(s) or re-enactment thereof, the appointment of Mr. Sharad Mahendra (DIN : 02100401) as a Whole-time Director of the Company for a term of 5 years from 16<sup>th</sup> May, 2019 to

15<sup>th</sup> May, 2024, on the terms and conditions, including remuneration, as set out in the Statement annexed hereto, be and is hereby approved."

#### **8. Appointment of Ms. Rupa Devi Singh as an Independent Director**

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 ('the Rules') including any statutory modification(s) or re-enactment thereof, Ms. Rupa Devi Singh (DIN : 02191943) who was appointed by the Board of Directors as an Additional Director of the Company with effect from 17<sup>th</sup> June, 2019 and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Act and Article 116 of the Articles of Association of the Company and who is eligible for appointment as a Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act and the Rules read with Schedule IV to the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') including any statutory modification(s) or re-enactment thereof, Ms. Rupa Devi Singh, who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Act and the Listing Regulations and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of 3 years with effect from 17<sup>th</sup> June, 2019 to 16<sup>th</sup> June, 2022."

#### **9. Appointment of Mr. Sunil Goyal as an Independent Director**

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with the Companies (Appointment and Qualification of Directors) Rules, 2014 ('the Rules') including any statutory modification(s) or re-enactment thereof, Mr. Sunil Goyal (DIN : 00503570) who was appointed by the Board of Directors as an Additional Director of the Company with effect from 17<sup>th</sup> June, 2019 and who holds office up to the date of this Annual General Meeting in terms of Section 161 of the Act and Article 116 of the Articles of Association of the Company and who is eligible for appointment as a

Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act and the Rules read with Schedule IV of the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') including any statutory modification(s) or re-enactment thereof, Mr. Sunil Goyal, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and the Listing Regulations and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of 3 years with effect from 17<sup>th</sup> June, 2019 to 16<sup>th</sup> June, 2022."

#### **10. Ratification of the remuneration of Cost Auditor**

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s) or re-enactment thereof, the remuneration of ₹1,50,000 (Rupees One Lakh Fifty Thousand) plus taxes as applicable and reimbursement of actual travel and out of pocket expenses, as recommended by the Audit Committee and approved by the Board of Directors of the Company, to be paid to S. R. Bhargave & Co., Cost Accountants, Firm Registration No. 000218, for the conduct of the audit of the cost accounting records of the Company for the financial year ending 31<sup>st</sup> March, 2020, be and is hereby ratified."

#### **11. Fund raising through Bonds**

To consider, and if thought fit, to pass the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 23, 42, 71 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Share Capital and Debentures) Rules, 2014, the provisions of the Foreign Exchange Management Act, 1999, the Foreign Exchange Management (Transfer or Issue of any Foreign Security) Regulations, 2004, the Foreign Exchange Management (Borrowing or Lending in Foreign Exchange) Regulations, 2000, the External Commercial Borrowings Guidelines of the Reserve Bank of India ('RBI') as also of any other applicable Laws, Rules, Regulations and Guidelines, including any statutory modification(s) or re-enactment thereof, and the enabling provisions in the Memorandum and Articles of Association of the Company and the Securities and

Exchange Board of India (Listing Obligations Disclosure Requirements) Regulations, 2015 and in accordance with the Regulations and Guidelines issued by and subject to all such approvals, consents, permissions and sanctions of the Government of India, RBI, Securities and Exchange Board of India and all other appropriate and / or concerned authorities and subject to such conditions and modifications, as may be prescribed by any of them while granting such approvals, consents, permissions and sanctions which may be agreed to by the Board of Directors of the Company (hereinafter referred to as 'the Board' which term shall include any committee(s), which the Board may have constituted or hereafter constitute in this behalf to exercise the powers conferred on the Board by this Resolution), which the Board be and is hereby authorised to accept, if it thinks fit in the interest of the Company, consent of the Members be and is hereby accorded to the Board to create, offer, issue and allot such number of non-convertible bonds denominated in foreign currency or Indian currency ('Bonds'), for an aggregate sum of upto USD 750 Million (United States Dollars Seven Hundred and Fifty Million) or its equivalent in Indian or any other currency(ies), inclusive of such premium as may be determined by the Board, in the course of international offering(s), in one or more foreign market(s), to all eligible investors including foreign / non-resident investors (whether Institutions / Incorporated Bodies / Mutual Funds / Trusts / Foreign Institutional Investors / Banks and / or otherwise, whether or not such investors are Members of the Company), through an offering circular and / or private placement basis or through such offerings as may be permitted in accordance with applicable law, at such time or times, in one or more tranches, at such price or prices, at a discount or a premium to market price in such manner and on such terms and conditions as may be deemed appropriate by the Board at the time of such issue or allotment considering the prevailing market conditions and other relevant factors, wherever necessary in consultation with the Lead Managers, Underwriters and Advisors.

RESOLVED FURTHER THAT without prejudice to the generality of the above, the aforesaid issue of Bonds in international offering may have all or any term or combination of terms or conditions in accordance with applicable regulations, prevalent market practices, including but not limited to the terms and conditions relating to payment of interest, premium on redemption at the option of the Company and / or holders of the Bonds.

RESOLVED FURTHER THAT the Board may enter into any arrangement with any agency or body for the issue of the Bonds, in registered or bearer form with such features and attributes as are prevalent in international markets for instruments of this nature and to provide

for the tradability or free transferability thereof as per the prevailing practices and regulations in international capital market.

RESOLVED FURTHER THAT subject to applicable law, the Bonds issued in international offering(s) shall be deemed to have been made abroad and / or in the international market and / or at the place of issue of the Bonds and shall be governed by the applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorised to dispose of such Bonds as are to be issued and are not subscribed on such terms and conditions as it may, in its absolute discretion, deem fit.

RESOLVED FURTHER THAT the Board be and is hereby authorised to appoint such Consultants, Lead Managers, Underwriters, Guarantors, Depositories, Custodians, Registrars, Trustees, Bankers, Solicitors, Lawyers, Merchant Bankers and any such agencies and intermediaries as may be involved or concerned in such offerings of Bonds and to remunerate all such agencies by way of commission, brokerage, fees or the like, and to enter into or execute agreements / arrangements with any such agency or intermediary and also to seek the listing of such Bonds in one or more Stock Exchanges and the admission of the Bonds in Depositories outside India.

RESOLVED FURTHER THAT the Board be and is hereby authorised to finalise the mode, terms and timing of the issue(s) including the class of investors to whom the Bonds are to be offered, issued and allotted, to the exclusion of all other categories of investors, the number of Bonds to be allotted in each tranche, issue price, face value, premium amounts on issue / redemptions of the Bonds, rates of interest, period as it may, in its absolute discretion, deem fit.

RESOLVED FURTHER THAT for the purpose of giving effect to any issue or allotment of Bonds, as described herein above, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, at its absolute discretion, deem fit."

## 12. Issue of Equity Shares, etc.

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

"RESOLVED THAT in supersession of the Special Resolution passed by the Members of the Company at the 24<sup>th</sup> Annual General Meeting held on 6<sup>th</sup> August, 2018 and pursuant to the provisions of Sections 42, 62, 71 and other applicable provisions, if any, of the Companies Act, 2013, ('the Act') read with the Companies (Share Capital and Debentures) Rules, 2014, including any statutory modification(s) or re-enactment thereof, all

other applicable Laws and Regulations including the Foreign Exchange Management Act, 1999, the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2017 including any statutory modification(s) or re-enactment thereof, the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme, 1993, as amended and modified from time to time, the Depository Receipts Scheme, 2014 and such other Statutes, Notifications, Clarifications, Circulars, Guidelines, Rules and Regulations as may be applicable, as amended from time to time, issued by the Government of India ('GOI'), the Reserve Bank of India ('RBI'), the Securities and Exchange Board of India ('SEBI') including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the 'SEBI Regulations'), Stock Exchanges and any other appropriate authorities, whether in India or abroad to the extent applicable and in accordance with the enabling provisions in the Memorandum and Articles of Association of the Company and / or stipulated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Listing Regulations') and subject to such approvals, consents, permissions and sanctions, if any, of the GOI, SEBI, RBI, Stock Exchanges and any other relevant statutory / governmental authority (the 'Relevant Authorities') as may be required and applicable and further subject to such terms and conditions as may be prescribed or imposed by any of the Relevant Authorities while granting such approvals, consents, permissions and sanctions as may be necessary, consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall include any committee(s) constituted / to be constituted by the Board to exercise the powers conferred on the Board by this Resolution) to create, issue, offer and allot (including with provisions for reservation on firm and / or competitive basis, of such part of issue and for such categories of persons as may be permitted), such number of equity shares of the Company (the 'Equity Shares') and / or Equity Shares through depository receipts including American Depository Receipts ('ADRs'), Global Depository Receipts ('GDRs') and / or Foreign Currency Convertible Bonds ('FCCBs'), Fully Convertible Debentures ('FCDs'), Partly Convertible Debentures ('PCDs'), Optionally Convertible Debentures ('OCDs'), Non-Convertible Debentures with warrants and / or other securities convertible into Equity Shares at a later date, at the option of the Company and / or the holder(s) of such securities or with or without detachable warrants with a right exercisable by the warrant holders to convert or subscribe to the Equity Shares or otherwise, in registered or bearer form, whether rupee denominated or denominated in foreign

currency (collectively referred to as 'Securities') or any combination of Securities, as the Board at its sole discretion or in consultation with Underwriters, Merchant Bankers, Financial Advisors or Legal Advisors may at any time decide, by way of one or more public or private offerings in domestic and / or one or more international market(s), with or without a green shoe option, or issued / allotted through Qualified Institutional Placement ('QIP') in accordance with the SEBI Regulations, or by any one or more combinations of the above or otherwise and at such time or times and in one or more tranches, whether rupee denominated or denominated in foreign currency, at such price or prices, at market price or at a discount or premium to market price in terms of applicable regulations, to any eligible investors, including residents and / or non - residents and / or qualified institutional buyers and / or institutions / banks and / or incorporated bodies and / or individuals and / or trustees and / or stabilising agent or otherwise, whether or not such investors are Members of the Company, as may be deemed appropriate by the Board and as permitted under applicable laws and regulations (the 'Investors'), for an aggregate amount not exceeding ₹5,000 crore (Rupees Five Thousand Crore), including premium, on such terms and conditions and in such manner as the Board may in its sole discretion decide including the timing of the issue(s) / offering(s), the Investors to whom the Securities are to be issued, terms of issue, issue price, number of Securities to be issued, the Stock Exchanges on which such Securities will be listed, finalisation of allotment of the Securities on the basis of the subscriptions received including details of face value, premium, rate of interest, redemption period, manner of redemption, amount of premium on redemption, the ratio / number of Equity Shares to be allotted on redemption / conversion, period of conversion, fixing of record date or book closure dates, etc., as the case may be, prescribe any terms or a combination of terms in respect of the Securities in accordance with local and / or international practices including conditions in relation to offer, early redemption of Securities, debt service payments, voting rights, variation of price and all such terms as are provided in domestic and / or international offerings and any other matter in connection with, or incidental to the issue, in consultation with the Merchant Bankers or other Advisors or otherwise, together with any amendments or modifications thereto ('the Issue').

RESOLVED FURTHER THAT the Securities to be created, issued, offered and allotted shall be subject to the provisions of the Memorandum and Articles of Association of the Company and the Equity Shares to be allotted in terms of this Resolution shall rank *pari passu* in all respects with the existing equity shares of the Company.

RESOLVED FURTHER THAT if the Issue or any part thereof is made by way of a QIP pursuant to Chapter VI of the SEBI Regulations, the allotment of Securities (or any combination of the Securities as decided by the Board) shall be only to Qualified Institutional Buyers as defined under the SEBI Regulations, such Securities shall be fully paid up and the allotment of such Securities shall be completed within 365 days from the date of this Resolution or such other time as may be allowed under the SEBI Regulations from time to time, at such price being not less than the price determined in accordance with the pricing formula provided under Chapter VI of the SEBI Regulations. The Company may, in accordance with applicable law, also offer a discount of not more than 5% or such percentage as permitted under applicable law on the price calculated in accordance with the pricing formula provided under the SEBI Regulations.

RESOLVED FURTHER THAT in the event of issue of Securities by way of a QIP in terms of Chapter VI of the SEBI Regulations, the 'Relevant Date' shall mean the 'Relevant Date' as defined under Regulation 171(c) of SEBI Regulations, on the basis of which the price of the Securities shall be determined as specified under SEBI Regulations, subject to any relevant provisions of applicable Laws, Rules and Regulations as amended from time to time, in relation to the proposed issue of the Securities.

RESOLVED FURTHER THAT in the event the Securities are proposed to be issued as FCCBs, pursuant to the provisions of the Issue of Foreign Currency Convertible Bonds and Ordinary Shares (Through Depository Receipt Mechanism) Scheme, 1993 and other applicable pricing provisions issued by the Ministry of Finance, the relevant date for the purpose of pricing of the Securities to be issued pursuant to such issue shall be the date of the meeting in which the Board or duly authorised Committee decides to open such issue after the date of this Resolution.

RESOLVED FURTHER THAT in the event the Securities are proposed to be issued as ADRs or GDRs, the pricing of the Securities and the relevant date, if any, for the purpose of pricing of the Securities to be issued pursuant to such issue shall be determined in accordance with the provisions of applicable law including the provisions of the Depository Receipts Scheme, 2014, the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2017 and such other Notifications, Clarifications, Circulars, Guidelines, Rules and Regulations issued by Relevant Authorities (including any statutory modifications, or re-enactment thereof).

RESOLVED FURTHER THAT the issue to the holders of the Securities, which are convertible into or exchangeable with Equity Shares at a later date shall be, inter alia, subject to the following terms and conditions:

- a) in the event of the Company making a bonus issue by way of capitalisation of its profits or reserves prior to the allotment of the Equity Shares, the number of Equity Shares to be allotted shall stand augmented in the same proportion in which the equity share capital increases as a consequence of such bonus issue and the premium, if any, shall stand reduced pro tanto;
- b) in the event of the Company making a rights offer by issue of equity shares prior to the allotment of the Equity Shares, the entitlement to the Equity Shares will stand increased in the same proportion as that of the rights offer and such additional Equity Shares shall be offered to the holders of the Securities at the same price at which they are offered to the existing Members;
- c) in the event of merger, amalgamation, takeover or any other re-organisation or restructuring or any such corporate action, the number of Equity Shares, the price and the time period as aforesaid shall be suitably adjusted; and
- d) in the event of consolidation and / or division of outstanding Equity Shares into smaller number of Equity Shares (including by way of stock split) or re-classification of the Securities into other securities and / or involvement in such other event or circumstances which in the opinion of concerned Stock Exchange requires such adjustments, necessary adjustments will be made.

RESOLVED FURTHER THAT for the purpose of giving effect to any offer, issue or allotment of Equity Shares or Securities or instruments representing the same, as described above, the Board be and is hereby authorised on behalf of the Company to seek listing of any or all of such Securities on one or more Stock Exchanges in India or outside India and the listing of Equity Shares underlying the ADRs and / or GDRs on the Stock Exchanges in India.

RESOLVED FURTHER THAT without prejudice to the generality of the above, subject to applicable laws and subject to approval, consents, permissions, if any of any governmental body, authority or regulatory institution including any conditions as may be prescribed in granting such approval or permissions by such governmental authority or regulatory institution, the Securities may

have such features and attributes or any terms or combination of terms that provide for the tradability and free transferability thereof in accordance with the prevalent market practices in the capital markets including but not limited to the terms and conditions relating to variation of the price or period of conversion of the Securities into Equity Shares or for issue of additional Securities and such of these Securities to be issued, if not subscribed, may be disposed of by the Board, in such manner and / or on such terms including offering or placing them with banks / financial institutions / mutual funds or otherwise, as the Board may deem fit and proper in its absolute discretion, subject to applicable Laws, Rules and Regulations.

RESOLVED FURTHER THAT for the purpose of giving effect to the above Resolutions and any issue, offer and allotment of Securities, the Board be and is hereby authorised to take all such actions, give such directions and to do all such acts, deeds, things and matters connected therewith, as it may, in its absolute discretion deem necessary, desirable or incidental thereto including without limitation to the determination of terms and conditions for issuance of Securities including the number of Securities that may be offered in domestic and international markets and proportion thereof, timing for issuance of such Securities and shall be entitled to vary, modify or alter any of the terms and conditions as it may deem expedient, the entering into and executing arrangements / agreements for managing, underwriting, marketing, listing, trading of Securities, appointment of Merchant Banker(s), Advisor(s), Registrar(s), Paying and Conversion Agent(s) and any other advisors, professionals, intermediaries and all such agencies as may be involved or concerned in such offerings of Securities and to issue and sign all deeds, documents, instruments and writings and to pay any fees, commission, costs, charges and other outgoings in relation thereto and to settle all questions whether in India or abroad, for the issue and executing other agreements, including any amendments or supplements thereto, as necessary or appropriate and to finalise, approve and issue any document(s), including but not limited to prospectus and / or letter of offer and / or circular and / or placement document, documents and agreements including conducting all requisite filings with GOI, RBI, SEBI, Stock Exchanges, if required and any other Relevant Authority in India or outside, and to give such directions that may be necessary in regard to or in connection with any such issue, offer and allotment of Securities and utilisation of the issue proceeds, as it may, in its absolute discretion, deem fit, without being required to seek any further consent or approval of the Members or otherwise, to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution, and accordingly any such action, decision or direction

of the Board shall be binding on all the Members of the Company."

By order of the Board of Directors  
**JSW Energy Limited**

Sd/-  
 Monica Chopra  
 Company Secretary

Registered Office:  
 JSW Centre  
 Bandra Kurla Complex Bandra (East)  
 Mumbai - 400051

Mumbai  
 17<sup>th</sup> June, 2019

**Notes:**

1. The Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business given in the Notice, is annexed hereto.
2. A Member entitled to attend and vote at the meeting is entitled to appoint a Proxy / Proxies to attend and vote instead of himself / herself and such Proxy / Proxies need not be a Member of the Company. A person can act as Proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company. A Member holding more than 10% of the total share capital of the Company may appoint a single person as a Proxy and such person cannot act as a Proxy for any other person or Member.
3. The instrument of proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A proxy form is sent herewith. Proxies submitted on behalf of companies, societies etc., must be supported by an appropriate resolution / authority, as applicable.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting, a Member would be entitled to inspect the proxies lodged at any time during the business hours of the Company provided that not less than three (3) days of advance notice in writing is given to the Company.
5. Corporate Members intending to send their authorised representatives to attend the meeting are requested to send to the Company a duly certified copy of the resolution authorising their representatives to attend and vote on their behalf at the meeting.

6. Route map giving directions to the venue of the meeting is annexed to the Notice.
7. The business set out in the Notice will be transacted inter alia through remote e-voting system, the facility of which is being provided by the Company.  
  
Instructions and other information relating to e-voting are given in this Notice. The communication relating to remote e-voting containing details about User ID and password is sent alongwith this Notice.
8. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. Members / Proxies are requested to bring the Attendance Slip duly filled in for attending the meeting.
10. Members who hold shares in electronic form are requested to write their DP ID and Client ID numbers and those who hold shares in physical form are requested to write their folio number on the Attendance Slip for attending the meeting to facilitate identification of membership at the meeting.
11. The Company has notified closure of Register of Members and Share Transfer Books from Tuesday, 6<sup>th</sup> August, 2019 to Tuesday, 13<sup>th</sup> August, 2019 (both days inclusive) for the purpose of the 25<sup>th</sup> Annual General Meeting and for determining the Members eligible to receive Dividend, if declared by the Members.
12. Dividend on equity shares, if declared by the Members, will be paid on or before Wednesday, 11<sup>th</sup> September, 2019. In respect of shares held in dematerialized form, dividend will be paid to Members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as at the close of business hours on Monday, 5<sup>th</sup> August, 2019. In respect of shares held in physical form, dividend will be paid to Members whose names appear on the Company's Register of Members as on Tuesday, 13<sup>th</sup> August, 2019.
13. Pursuant to the provisions of Section 124 of the Companies Act, 2013, the amount of dividend remaining unpaid or unclaimed for a period of 7 years from the date of transfer to the unpaid dividend account, is required to be transferred to the Investor Education and Protection Fund (IEPF) of the Central Government.
14. In terms of the Investor Education and Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has uploaded the information in respect of the unclaimed dividends pertaining to the financial years from 2011-12, as on the date of the 24<sup>th</sup> Annual General Meeting i.e. 6<sup>th</sup> August, 2018, on IEPF's website viz. [www.iepf.gov.in](http://www.iepf.gov.in) and on the Company's website at the following link: <http://www.jsw.in/investors/energy/jsw-energy-investor-information-iepf>.
15. The unclaimed dividend amount of ₹9,60,970 pertaining to the financial year 2010-11 was duly transferred to the IEPF. Unclaimed dividend for the financial year 2011-12 is due to be transferred to the IEPF on 24<sup>th</sup> August, 2019. The Company has sent individual letters to those Members who have not encashed their dividend for the financial year 2011-12 and onwards. Members are requested to claim the same from the Company's Registrar and Share Transfer Agent i.e. Karvy Fintech Private Limited (Karvy) at the earliest.
16. Shares in respect of which dividend remains unclaimed for 7 consecutive years, are required to be transferred to the IEPF as per Section 124 of the Companies Act, 2013 and the relevant Rules thereunder. Details of such equity shares to be transferred to the IEPF Authority are uploaded on the website of the Company at the link: <http://www.jsw.in/investors/energy/jsw-energy-investor-information-iepf>.
17. 41,332 equity shares of ₹10 each were transferred to the designated demat account of the IEPF Authority as on the due date of transfer i.e. 27<sup>th</sup> August, 2018. All equity shares of the Company on which dividend has not been claimed for 7 consecutive years as on 24<sup>th</sup> August, 2019 shall be transferred by the Company to the designated demat account of the IEPF Authority.
18. Members may note that the unclaimed dividend and equity shares transferred to the IEPF can be claimed by them by making an online application, the details of which are available at [www.iepf.gov.in](http://www.iepf.gov.in).
19. Members are requested to promptly intimate any change in their name, postal address, email address, contact numbers, PAN, nominations, mandates, bank details, etc. to their DPs for equity shares held in dematerialised form and to Karvy at the address: Karvy Fintech Private Limited, Unit: JSW Energy Limited, Karvy Selenium Tower B, Plot. No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500032, in respect of equity shares held in physical form.
20. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN details to their DPs. Members holding shares in physical form can submit their PAN details to the Company / Karvy.

21. In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, securities of listed companies can only be transferred in dematerialised form with effect from 1<sup>st</sup> April, 2019. In view of the above and to eliminate the risks associated with physical shares, Members are advised to dematerialise shares held by them in physical form.
22. Members who have not registered their e-mail address so far, are requested to register the same for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically. Even after registering for electronic communication, Members are entitled to receive such communication in physical form free of cost, upon making a request for the same by post / e-mail.
23. All the documents referred to in the accompanying Notice and Statement are open for inspection at the Company's Registered Office at JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai 400051 on all working days of the Company between 11.00 a.m. and 1.00 p.m. upto the date of the 25<sup>th</sup> Annual General Meeting.
24. Members desirous of having any information regarding Accounts of the Company are requested to address their queries to the Financial Controller at the Company's Registered Office at JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai 400051 or e-mail the queries to [jswel.investor@jsw.in](mailto:jswel.investor@jsw.in) with 'Query on Accounts' in the subject line, atleast 7 days before the date of the meeting, so that requisite information is made available at the meeting.
25. Information and other instructions relating to remote e-voting are as under:
  - i. In terms of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Company is providing the facility to its Members holding shares as on Cut-off Date, i.e. Tuesday, 6<sup>th</sup> August 2019 to exercise their right to vote on Resolutions proposed to be passed in the meeting by electronic means. Members may cast their votes using an electronic voting system from a place other than the venue of the meeting ('remote e-voting'). Details of the User ID and password are being sent to all the Members along with the Notice.
  - ii. The facility for voting through ballot paper shall be made available at the venue of the meeting and only the Members attending the meeting who have not cast their vote through remote e-voting shall be entitled to vote at the meeting.
  - iii. Members who have cast their vote through remote e-voting may also attend the meeting but shall not be entitled to cast their vote again, at the meeting.
  - iv. The Company has engaged the services of Karvy as the Agency to provide e-voting facility.
  - v. Voting rights of the Members shall be in proportion to their share of the paid up equity share capital of the Company, as on the Cut-off Date, i.e. Tuesday, 6<sup>th</sup> August, 2019.
  - vi. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off Date, i.e. Tuesday, 6<sup>th</sup> August, 2019 only shall be entitled to avail the facility of remote e-voting/ voting by electronic means or by ballot paper at the meeting.
  - vii. The remote e-voting facility will be available during the following period:
 

Commencement of remote e-voting: 9.00 a.m. (IST) on Friday, 9<sup>th</sup> August, 2019

End of remote e-voting: 5.00 p.m. (IST) on Monday, 12<sup>th</sup> August, 2019

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by Karvy upon expiry of aforesaid period.
  - viii. The Board of Directors of the Company has appointed Mr. Shreyans Jain, Proprietor of Shreyans Jain & Co., Company Secretaries (Membership Number: FCS 8519), as a Scrutiniser to scrutinise the remote e-voting and voting through electronic means / ballot paper process in a fair and transparent manner and he has communicated his willingness to be appointed and will be present at the meeting for same purpose.
  - ix. Any person who becomes a Member of the Company after dispatch of the Notice of the Meeting and holds shares as on the Cut-off Date i.e. Tuesday, 6<sup>th</sup> August, 2019 may obtain the User ID and password in the manner as mentioned below:
    - a) If the mobile number of the Member is registered against Folio No. / DP ID Client ID, the Member may send SMS: MYEPWD <space> E-Voting Event Number + Folio No. or DP ID Client ID to 9212993399

Example for NSDL: MYEPWD <SPACE> IN12345612345678

Example for CDSL: MYEPWD <SPACE> 1402345612345678

Example for Physical: MYEPWD <SPACE> XXXX1234567890

- b) If e-mail address or mobile number of the Member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.karvy.com>, the Member may click 'Forgot Password' and enter Folio No. or DP ID Client ID and PAN to generate a password.
- c) Member may call Karvy's toll free number 1-800-3454-001 or send an e-mail request to [evoting@karvy.com](mailto:evoting@karvy.com).
- If the Member is already registered with Karvy's e-voting platform, he / she can use his existing User ID and password for casting his / her vote through remote e-voting.
- x. The Scrutiniser, after scrutinising the votes cast at the meeting and through remote e-voting, will not later than three days of conclusion of the meeting, make a consolidated Scrutiniser's Report and submit the same to the Chairman or the Company Secretary. The results declared along with the consolidated Scrutiniser's Report shall be placed on the website of the Company at the link [www.jsw.in](http://www.jsw.in) and on the website of Karvy <https://evoting.karvy.com>. The results shall be communicated to the Stock Exchanges simultaneously.
- xi. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the meeting, i.e. 13<sup>th</sup> August, 2019.
- xii. Information and other instructions relating to remote e-voting are as under:
- A. In case of Members receiving the Notice through email from Karvy [for Members whose email IDs are registered with the Company / Depository Participant(s)]
- (i) Launch internet browser by typing the following URL for e-voting: <https://evoting.karvy.com/>
- (ii) Enter the login credentials i.e., USER ID and password mentioned. Your Folio No / DP ID / Client ID will be your USER ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
- Enter the verification code (Captcha) i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.
- (iii) After entering the details appropriately, click on LOGIN.
- (iv) You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID, etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- (v) Login again with the new credentials.
- (vi) On successful login, system will prompt to select the 'EVEN' (E-Voting Event Number) i.e., the Company's name 'JSW Energy Limited'.
- (vii) On the voting page, you will see the 'Resolution Description' and against the same, the option 'FOR / AGAINST / ABSTAIN' from voting.
- (viii) Enter the number of shares (which represents number of votes) under 'FOR / AGAINST / ABSTAIN' or alternatively you may partially enter a number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR / AGAINST' taken together should not exceed your total shareholding. If the shareholder does not want to cast his / her vote, select 'ABSTAIN' and the shares / vote will not be counted under either head.
- (ix) Members holding multiple folios / demat account shall choose the voting process separately for each folio / demat account.
- (x) Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item it will be treated as abstained.
- (xi) After selecting the Resolution you have decided to vote on, click on 'SUBMIT'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'OK', else click on 'CANCEL' to modify your vote.
- (xii) Once you 'CONFIRM' your vote on the Resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- (xiii) Corporate / Institutional Members (other than Individuals, HUF, NRI, etc) are required to send a scanned certified true copy (PDF format) of the relevant Board Resolution / Power of Attorney / Authority Letter, etc. together with attested specimen signature(s) of the duly authorised

representative(s), to the Scrutinizer's E-mail ID: shreyanscs@gmail.com with a copy to evoting@karvy.com and jswel.investor@jsw.in.

B. In case of Members receiving physical copy of the Notice by post [for Members whose email IDs are not registered with the Depository Participant(s) / Company]:

1. Initial User ID and Password is provided at the bottom of the attendance slip in the following format:

User ID	Password
-	-

2. Please follow all steps from Sr. No. (i) to (xiii) as mentioned in (A) above, to cast your vote.

C. Once the vote on a Resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again.

D. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the download section of <https://evoting.karvy.com> or contact Ms. Rajitha Cholleti of Karvy at 040-67161500 or at 1800 345 4001 (toll free).

26. As a green initiative, copies of Annual Report will not be distributed at the meeting. Members are requested to bring their copy to the meeting.

27. The Annual Report for the financial year 2018-19 of the Company circulated to the Members of the Company is available on the website of the Company at the link [www.jsw.in/investors/energy](http://www.jsw.in/investors/energy).

**Explanatory Statement in respect of Special Business pursuant to Section 102(1) of the Companies Act, 2013, Secretarial Standard -2 on General Meetings and Regulation 36 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015**

This Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

**Item No. 4**

Mr. Sajjan Jindal (DIN: 00017762) was re-appointed as the Managing Director of the Company for a period of 5 years with effect from 1<sup>st</sup> January, 2014 up to 31<sup>st</sup> December, 2018. During this period, the Company made significant progress and growth under the able and dynamic leadership of Mr. Sajjan Jindal.

An accomplished Business Leader and a second-generation entrepreneur, Mr. Sajjan Jindal had the foresight to lead the JSW Group on a transformational journey, contributing significantly to India's growth philosophy.

Over the years, under the able leadership of Mr. Jindal, the Company scaled up its generation capacity from 260 MW to 4,541 MW and established its presence across the entire value chain covering Generation, Transmission, Trading, Mining and Equipment Manufacturing.

Mr. Jindal led the Company through some of its most exciting phases, including the Company going public in 2009-10. Today, the Group takes pride in expanding the business landscape across Steel, Infrastructure, Cement, Paints and Sports with the Group recording revenues over USD 14 billion for the year ended 31<sup>st</sup> March, 2019, under Mr. Jindal's able stewardship.

A firm believer of the "Make in India" philosophy, Mr. Jindal has been awarded at many global platforms for his contribution and commendable work.

Mr. Jindal is a renowned and respected practitioner of sustainable business practices and his belief in sustainable development and corporate responsibility has made JSW a catalyst and active participant in education, health and livelihood, promotion of arts and culture, environment protection and sports.

Mr. Jindal, aged 59 years, holds a Bachelor's degree in Mechanical Engineering from Bangalore University. He is also Chairman & Managing Director of JSW Steel Limited and Chairman of JSW Holdings Limited. Mr. Jindal has won many accolades including the "CEO of the Year 2019" award by Business Standard (India's leading business publication) & "Best CEO Award 2019" award by Business Today Magazine.

In view of the above, the Board of Directors at its meeting held on 2<sup>nd</sup> November, 2018, approved the re-appointment of Mr. Sajjan Jindal as Managing Director of the Company for a further period of 5 years with effect from 1<sup>st</sup> January, 2019 to 31<sup>st</sup> December, 2023 and payment of remuneration to him as recommended by the Compensation and Nomination & Remuneration Committee of the Company, subject to approval of the Members of the Company in General Meeting.

The present terms and conditions of appointment of Mr. Jindal are as under:

**1. Term:**

5 years from 1<sup>st</sup> January, 2019 to 31<sup>st</sup> December, 2023

**2. Remuneration:**

(i) Remuneration of Mr. Sajjan Jindal will be so fixed by the Board of Directors from time to time after taking into account the recommendations of the

Compensation and Nomination & Remuneration Committee, such that the salary and the aggregate value of all perquisites and allowances like furnished accommodation or house rent allowance in lieu thereof; house maintenance allowance together with reimbursement of expenses or allowances for utilities such as gas, electricity, water, furnishings and repairs; bonus; medical reimbursement, club fees and leave travel concession for himself and his family, medical insurance and such other perquisites and allowances in accordance with the rules of the Company or as may be agreed to by the Board of Directors and Mr. Jindal, shall not exceed the overall ceiling on remuneration approved by the Members in General Meeting. Your Directors have recommended a ceiling on remuneration of ₹1,00,00,000/- (Rupees One Crore) per month which is the same as approved earlier by the Members at the 20<sup>th</sup> Annual General Meeting held on 23<sup>rd</sup> July, 2014.

- (ii) For the purposes of calculating the above ceiling, perquisites shall be evaluated as per Income Tax Act, 1961 wherever applicable. In the absence of any such provision in the Act, perquisites shall be evaluated at actual cost.
- (iii) Provision for use of the Company's car for official duties and telephone at residence (including payment for local calls and long distance official calls) shall not be included in the computation of perquisites for the purpose of calculating the said ceiling.
- (iv) Company's contribution to Provident Fund and Superannuation or Annuity Fund, to the extent these either singly or together are not taxable under the Income Tax Act, 1961, Gratuity payable as per the rules of the Company and encashment of leave at the end of his tenure, shall not be included in the computation of limits for the remuneration or perquisites aforesaid.
- (v) Mr. Jindal shall not be entitled to sitting fees for attending the meetings of the Board of Directors or any committee thereof.
- (vi) Where in any financial year during the currency of Mr. Jindal's tenure as Managing Director, the Company has no profits or its profits are inadequate, subject to receipt of necessary approvals, the Company will pay the above remuneration as Minimum Remuneration.

Since Mr. Jindal is also the Managing Director of JSW Steel Limited, the total remuneration to be drawn from JSW Steel

Limited and the Company shall not exceed the higher maximum limit admissible from any one of these companies.

As required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Clause 1.2.5 of Secretarial Standards-2, other requisite information is annexed to, and forms a part of this Notice.

Pursuant to Sections 196, 197, 198 and all other applicable provisions of the Act and the Company (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Schedule V to the Act, the appointment and remuneration of Managing Director are subject to the approval of the Members in the General Meeting. Further, as per Regulation 17(6)(e) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), compensation payable to Executive Directors who are Promoters shall be subject to approval of the members by a special resolution if the remuneration payable to such director exceeds ₹5 crore or 2.5% of the net profits, whichever is higher. Accordingly, the approval of the Members is sought for the re-appointment and remuneration of Mr. Sajjan Jindal as the Managing Director.

Mr. Jindal satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under Section 196 (3) of the Act for being eligible for his appointment. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

Given Mr. Jindal's vast practical experience in the business, your Directors recommend the Resolution at Item No. 4 for approval by the Members.

Except Mr. Sajjan Jindal and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 4 of the Notice.

#### **Item No. 5**

Mr. Chandan Bhattacharya (DIN: 01341570) was appointed as an Independent Director of the Company for a term of 5 years from 1<sup>st</sup> April, 2014 to 31<sup>st</sup> March, 2019.

Mr. Bhattacharya, aged about 74 years is an arts graduate from Calcutta University and also a Certified Associate of Indian Institute of Bankers. He has a wide experience of 5 decades in banking and financial sectors in India. He was the former Managing Director of State Bank of India. He was the Chairman of Finance and Banking Committee of the Indian Merchants' Chamber, Mumbai. He has also served as a Member of the Securities Appellate Tribunal for 2 years.

Thereafter, he worked with international banking giants like Societe Generale, the French banking group, and Rabo Bank, the Dutch banking group, as advisor for India and South Asia operations. Concurrently, he worked with McKinsey & Co. for 7 years as advisor for financial sector practices in India and South Asia.

Based on the recommendation of the Compensation and Nomination & Remuneration Committee (CNRC) and the outcome of the performance evaluation carried out by the CNRC and the Board on relevant parameters, the Board of Directors at its meeting held on 29<sup>th</sup> March, 2019, re-appointed Mr. Chandan Bhattacharya as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term of 3 years with effect from 1<sup>st</sup> April, 2019 up to 31<sup>st</sup> March, 2022 subject to the approval of the Members of the Company.

As required under Regulations 26(4) and 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Clause 1.2.5 of Secretarial Standards-2, other requisite information is annexed to, and forms a part of this Notice.

The Company has received a notice in writing under Section 160 of the Act from a Member proposing the candidature of Mr. Bhattacharya for the office of Director. Mr. Bhattacharya has given a declaration that he meets the criteria of independence as prescribed under Section 149(6) of the Act and under Regulation 16 of the Listing Regulations. In the opinion of the Board of Directors, Mr. Bhattacharya fulfils the conditions for his appointment as an Independent Director as specified in the Act and Listing Regulations. Mr. Bhattacharya is independent of the Management.

Accordingly, the Board considers that the appointment of Mr. Chandan Bhattacharya as an Independent Director, given his vast experience and knowledge in diverse areas, will be in the best interest of the Company.

A copy of the draft letter of appointment as an Independent Director stating the terms and conditions, is available for inspection by the Members at the Registered Office of the Company between 11.00 a.m. and 1.00 p.m. on all working days of the Company and the same is also available on the website of the Company at the link [www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies](http://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies).

As per Section 149 of the Act, an Independent Director can be re-appointed with the approval of the Members by way of a special resolution. Pursuant to Regulation 17(1A) of the Listing Regulations, no listed entity shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of 75 years unless a special resolution is passed to that effect.

Accordingly, considering the significant benefits that can be reaped by the Company from the experience, expertise and mature wisdom of Mr. Chandan Bhattacharya, the Board recommends continuation of Mr. Chandan Bhattacharya as Independent Director beyond 13<sup>th</sup> January, 2020 on account of his attaining the age of 75 years during the term of his appointment for 3 consecutive years from 1<sup>st</sup> April, 2019 up to 31<sup>st</sup> March, 2022. Accordingly, the approval of the Members is sought for the re-appointment of Mr. Chandan Bhattacharya as an Independent Director.

Your Directors recommend the Resolution at Item No. 5 for approval by the Members.

Except Mr. Chandan Bhattacharya and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 5 of the Notice.

#### **Items No. 6 and 7**

Based on the recommendation of the Compensation and Nomination & Remuneration Committee (CNRC), the Board of Directors at its meeting held on 15<sup>th</sup> May, 2019, appointed Mr. Sharad Mahendra (DIN: 02100401) as an Additional Director of the Company with effect from 16<sup>th</sup> May, 2019 and he holds office upto the date of this 25<sup>th</sup> Annual General Meeting pursuant to the provisions of Section 161 (1) of the Companies Act, 2013 and Article 116 of the Articles of Association of the Company. At the same meeting, the Board of Directors appointed Mr. Sharad Mahendra as a Whole - time Director, for a period of 5 years with effect from 16<sup>th</sup> May, 2019 to 15<sup>th</sup> May, 2024, subject to the approval of the Members of the Company.

Mr. Sharad Mahendra has completed his B.Tech in Mechanical Engineering from NIT, Allahabad and brings with him 30 years of rich experience in automobiles, steel, chemical, steel pipes and tubes industry. Mr. Mahendra, as the Chief Operating Officer (Energy Business) of the Company, is responsible for marketing, mining, corporate commercial, legal, coal and regulatory and liaison functions.

As required under Regulations 26(4) and 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standards-2, other requisite information is annexed to, and forms a part of this Notice.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013, from a Member proposing the candidature of Mr. Mahendra for the office of Director. Mr. Mahendra has conveyed his consent to act as a Director of the Company and made the necessary disclosures and declarations.

The present terms and conditions of appointment of Mr. Mahendra are as under:

**1. Term:**

5 years from 16<sup>th</sup> May, 2019 to 15<sup>th</sup> May, 2024

**2. Remuneration:**

- i) Remuneration of Mr. Mahendra will be so fixed by the Board of Directors from time to time after taking into account the recommendations of the CNRC, such that the salary and the aggregate value of all perquisites and allowances like furnished accommodation or house rent allowance in lieu thereof; house maintenance allowance together with reimbursement of expenses or allowances for utilities such as gas, electricity, water, furnishings and repairs, bonus, performance incentive, medical reimbursement, club fees and leave travel concession for himself and his family, medical insurance and such other perquisites and allowances in accordance with the rules of the Company or as may be agreed to by the Board of Directors and Mr. Mahendra shall not exceed the overall ceiling on remuneration approved by the Members in General Meeting. Your Directors have recommended a ceiling on remuneration of ₹50,00,000/- (Rupees Fifty Lakh) per month.
- ii) For the purposes of calculating the above ceiling, perquisites shall be evaluated as per Income Tax Act, 1961 wherever applicable. In the absence of any such provision in the Act, perquisites shall be evaluated at actual cost.
- iii) The perquisite value computed in terms of the Income Tax Act, 1961, upon exercise by Mr. Mahendra of the stock options granted / to be granted to him shall not be included in the overall ceiling on remuneration payable to him.
- iv) Provision for use of the Company's car for official duties and telephone at residence (including payment for local calls and long distance official calls) shall not be included in the computation of perquisites for the purpose of calculating the said ceiling.
- v) Company's contribution to Provident Fund and Superannuation or Annuity Fund, to the extent these either singly or together are not taxable under the Income Tax Act, 1961, Gratuity payable as per the rules of the Company and encashment of leave at the end of his tenure, shall not be included in the computation of limits for the remuneration or perquisites aforesaid.

vi) Mr. Mahendra shall not be entitled to sitting fees for attending the meetings of the Board of Directors or any committee thereof.

vii) Where in any financial year during the currency of Mr. Mahendra's tenure as a Whole-time Director, the Company has no profits or its profits are inadequate, subject to receipt of necessary approvals, the Company will pay the above remuneration as Minimum Remuneration.

A copy of the letter of appointment of Mr. Mahendra as Whole-time Director stating the detailed terms and conditions, is available for inspection by the Members at the Registered Office of the Company between 11.00 a.m. and 1.00 p.m. on all working days of the Company.

As per Sections 152, 196 and 197 of the Act and the Rules thereunder, a Director / Whole-time Director can be appointed with the approval of the Members in the General Meeting. Accordingly, approval of the Members is sought for the appointment and remuneration of Mr. Sharad Mahendra as a Director and Whole-time Director of the Company.

The Board considers that the appointment of Mr. Sharad Mahendra as a Director and Whole-time Director, given his in-depth knowledge and expertise in technical and general management fields, will be in the best interest of the Company.

Your Directors recommend the Resolutions at Items No. 6 and 7 for approval by the Members.

Except Mr. Sharad Mahendra and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Items No. 6 and 7 of the Notice.

**Item No. 8**

Based on the recommendation of the Compensation and Nomination & Remuneration Committee, the Board of Directors through a Resolution passed by circulation on 1<sup>st</sup> June, 2019, appointed Ms. Rupa Devi Singh (DIN : 02191943) as an Additional Director of the Company with effect from 17<sup>th</sup> June, 2019 and she holds office upto the date of this Annual General Meeting pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ('the Act') and Articles 116 of the Articles of Association of the Company.

The Board of Directors also appointed Ms. Singh as an Independent Director for a term of 3 consecutive years from 17<sup>th</sup> June, 2019 to 16<sup>th</sup> June, 2022, subject to the approval of the Members of the Company.

Ms. Singh was the founder MD & CEO of Power Exchange India Limited. Her repertoire of experience includes commercial and investment banking, strategic consulting & overseas marketing. She has strong credentials as an infrastructure and structured finance specialist being involved in many new initiatives in the Indian Infrastructure Sector since 1999.

As required under Regulations 26(4) and 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Clause 1.2.5 of Secretarial Standard-2, other requisite information is annexed to, and forms part of this Notice.

The Company has received a notice in writing under Section 160 of the Act from a Member proposing the candidature of Ms. Singh for the office of Director. Ms. Singh has conveyed her consent to act as a Director of the Company and has given a declaration that she meets the criteria of independence as prescribed under Section 149(6) of the Act and under Regulation 16 of the Listing Regulations. In the opinion of the Board of Directors, Ms. Singh fulfils the conditions for her appointment as an Independent Director as specified in the Act and Listing Regulations. Ms. Singh is independent of the Management. Pursuant to the provisions of Section 149(13) of the Act, Ms. Singh will not be liable to retire by rotation.

A copy of the draft letter of appointment as an Independent Director stating the terms and conditions, is available for inspection by the Members at the Registered Office of the Company between 11.00 a.m. and 1.00 p.m. on all working days of the Company and the same is also available on the website of the Company at the link [www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies](http://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies).

As per Sections 149 and 152 of the Act and the Rules thereunder, a Director can be appointed with the approval of the Members in the General Meeting. Accordingly, the approval of the Members is sought for the appointment of Ms. Rupa Devi Singh as a Director and an Independent Director.

The Board considers that the appointment of Ms. Rupa Devi Singh as an Independent Director, given her vast experience in the power sector, infrastructure space and structured finance will be in the best interest of the Company and will provide relevant skill-set focus to the composition of the Board.

Your Directors recommend the Resolution at Item No. 8 for approval of the Members.

Except Ms. Rupa Devi Singh and her relatives to the extent of their shareholding interest, if any, in the Company, none

of the other Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 8 of the Notice.

#### **Item No. 9**

Based on the recommendation of the Compensation and Nomination & Remuneration Committee, the Board of Directors through a Resolution passed by circulation on 1<sup>st</sup> June, 2019, appointed Mr. Sunil Goyal (DIN : 00503570) as an Additional Director of the Company with effect from 17<sup>th</sup> June, 2019 and he holds office upto the date of this Annual General Meeting pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ('the Act') and Article 116 of the Articles of Association of the Company.

The Board of Directors also appointed Mr. Goyal as an Independent Director for a term of 3 consecutive years from 17<sup>th</sup> June, 2019 to 16<sup>th</sup> June, 2022, subject to the approval of the Members of the Company.

Mr. Sunil Goyal, aged about 51 years, is a Member of the Institute of Chartered Accountants of India. Mr. Goyal is the Founder and Managing Partner of Kreston SGCO Advisors LLP and the Founder and Mentor of SGCO & Co. LLP one of the well-known Consultancy / Accountancy firms based in Mumbai. Mr. Goyal is also the Founder and Managing Director of Ladderup Group, which provides pragmatic solutions to large and medium-sized companies in the field of investment banking, corporate finance and wealth management. He specializes in the field of Financial and Business Consultancy with core strengths in fund raising through debt and equity, business restructuring, business valuations, M&A, strategic alliances and capital markets.

As required under Regulations 26(4) and 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Clause 1.2.5 of Secretarial Standard-2, other requisite information is annexed to, and forms part of this Notice.

The Company has received a notice in writing under Section 160 of the Act from a Member proposing the candidature of Mr. Goyal for the office of Director. Mr. Goyal has conveyed his consent to act as a Director of the Company and has given a declaration that he meets the criteria of independence as prescribed under Section 149(6) of the Act and under Regulation 16 of the Listing Regulations. In the opinion of the Board of Directors, Mr. Goyal fulfils the conditions for his appointment as an Independent Director as specified in the Act and Listing Regulations. Pursuant to the provisions of Section 149(13) of the Act, Mr. Goyal will not be liable to retire by rotation.

A copy of the draft letter of appointment as an Independent Director stating the terms and conditions, is available for inspection by the Members at the Registered Office of the Company between 11.00 a.m. and 1.00 p.m. on all working days of the Company and the same is also available on the website of the Company at the link [www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies](http://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies).

As per Sections 149 and 152 of the Act and the Rules thereunder, a Director can be appointed with the approval of the Members in the General Meeting. Accordingly, the approval of the Members is sought for the appointment of Mr. Sunil Goyal as an Independent Director.

The Board considers that the appointment of Mr. Sunil Goyal as an Independent Director, given his vast experience in fund raising, business restructuring and valuations, M&As, strategic alliances and capital markets, will be in the best interest of the Company and will provide a broader skill-set diversity to the composition of the Board.

Your Directors recommend the Resolution at Item No. 9 for approval of the Members.

Except Mr. Sunil Goyal and his relatives to the extent of their shareholding interest, if any, in the Company, none of the other Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 9 of the Notice.

#### **Item No. 10**

As per Notification dated 31<sup>st</sup> December, 2014 issued by the Ministry of Corporate Affairs, the Companies (Cost Records and Audit) Rules, 2014, provisions relating to auditing of cost accounting records are applicable to the Company.

S. R. Bhargave & Co., Cost Accountants (Firm), has been conducting the audit of the cost accounting records of the Company since past many years. The Firm has, as required under Section 141 of the Companies Act, 2013, consented to act as the Cost Auditor of the Company for the financial year 2019-20 and confirmed its eligibility to conduct the audit of the cost accounting records of the Company.

Accordingly, on the recommendation of the Audit Committee, the Board of Directors, at its meeting held on 16<sup>th</sup> May, 2019, approved the appointment of S. R. Bhargave & Co., Cost Accountants, for the conduct of the audit of the cost accounting records of the Company, at a remuneration of ₹1,50,000 (Rupees One Lakh Fifty Thousand) plus taxes as applicable and reimbursement of actual travel and out of pocket expenses for the financial year ending 31<sup>st</sup> March,

2020, subject to ratification by the Members pursuant to the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditor) Rules, 2014.

Your Directors recommend the Resolution at Item No. 10 for ratification by the Members.

None of the Directors or Key Managerial Personnel or their relatives, have any concern or interest, financial or otherwise, in the Resolution.

#### **Item No. 11**

In order to augment the long-term resources for financing, inter alia, the capital expenditure of existing / new business, for refinancing of part of the existing loans to reduce interest costs, for any general corporate purposes, etc. of the Company and its subsidiaries, joint ventures and affiliates, including investment in subsidiaries (including overseas subsidiaries), joint ventures and affiliates, the Company may, depending upon market dynamics issue non-convertible foreign currency denominated bonds not exceeding USD 750 Million (United States Dollar Seven Hundred and Fifty Million) and / or masala bonds denominated in equivalent Indian currency in the aggregate in the international capital market.

In terms of Section 42 of the Companies Act, 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, a Company shall not make a private placement of its securities unless the proposed offer of securities or invitation to subscribe to the securities has been previously approved by the Members of the Company by a special resolution. In case of an offer or invitation to subscribe to non-convertible foreign currency denominated bonds on private placement basis, the Company can obtain previous approval of its Members by means of a special resolution once a year for all the offers or invitations for such non-convertible foreign currency denominated bonds during the year.

It is proposed that the Board of Directors be authorised by way of enabling Resolutions as at Item No. 11 of this Notice, to raise additional long-term resources by way of issue of non-convertible foreign currency denominated bonds not exceeding USD 750 Million (United States Dollar Seven Hundred and Fifty Million) and / or masala bonds denominated in equivalent Indian currency in the aggregate in the international capital market.

A Special Resolution was passed by the Members at the 24<sup>th</sup> Annual General Meeting held on 6<sup>th</sup> August, 2018 authorising issue of Non-convertible Bonds upto USD 750 Million or its equivalent Indian or any other currency and pursuant to which, no amount was raised by the Company.

The detailed terms and conditions for the offer will be determined by the Board of Directors in consultation with the Advisors, Merchant Bankers, Underwriters and such other authority or authorities as may be required to be consulted by the Company considering the prevalent market conditions from time to time and in accordance with the applicable provisions of law, rules and regulations and other relevant factors. The end use of the issue proceeds will be in compliance with applicable laws and regulations.

Your Directors recommend the Resolution at Items No. 11 for approval by the Members.

None of the Directors or Key Managerial Personnel or their relatives, have any concern or interest, financial or otherwise, in the Resolution.

#### Item No. 12

To fund the requirements of capital and revenue expenditure including working capital or to meet long-term capital requirements of the Company and its subsidiaries, joint ventures and affiliates, including investment in subsidiaries (including overseas subsidiaries), joint ventures and affiliates, including for repayment of debt, towards strengthening the balance sheet of the Company and for any other general corporate purposes, it is proposed to enable the Board to create, issue, offer and allot Equity Shares, Global Depository Receipts, American Depository Receipts, Foreign Currency Convertible Bonds, Convertible Debentures, Non-Convertible Debentures with warrants and such other securities as stated in the Resolution (the 'Securities') at such price as may be deemed appropriate by the Board of Directors at its absolute discretion including the discretion to determine the categories of Investors to whom the issue, offer, and allotment shall be made considering the prevalent market conditions and other relevant factors and wherever necessary, in consultation with Merchant Bankers, Advisors, Underwriters, etc., inclusive of such premium, as may be determined by the Board of Directors in one or more tranche(s), subject to the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended (the 'SEBI Regulations') and other applicable laws, rules and regulations.

An enabling Resolution was passed by the Members at the 24<sup>th</sup> Annual General Meeting held on 6<sup>th</sup> August, 2018, for ₹5,000 crore (Rupees Five Thousand Crore) which was valid for 12 months and pursuant to which, no amount was raised by the Company.

The Company is in the midst of pursuing various growth opportunities including organic and inorganic opportunities and the Board of Directors believes that it could be necessary to raise funds.

The proposed Resolution enables the Board of Directors to issue Securities for an aggregate amount not exceeding ₹5,000 Crore (Rupees Five Thousand Crore) or its equivalent in any foreign currency.

The Special Resolution also authorises the Board of Directors of the Company to undertake a Qualified Institutional Placement ('QIP') to Qualified Institutional Buyers ('QIBs') in the manner prescribed under Chapter VI of the SEBI Regulations for raising capital. The pricing of the Specified Securities to be issued to QIBs pursuant to the SEBI Regulations shall be freely determined subject to such price not being less than the price calculated in accordance with Chapter VIII of the SEBI Regulations. The Company may, in accordance with applicable law, offer a discount of not more than 5% or such percentage as permitted under applicable law on the price determined in accordance with Chapter VI of the SEBI Regulations. The 'Relevant Date' for this purpose will mean 'Relevant Date' as defined under regulation 171(b) of SEBI Regulations:.

The detailed terms and conditions for the offer will be determined by the Board of Directors in consultation with the Advisors, Merchant Bankers, Underwriters and such other authority or authorities as may be required to be consulted by the Company considering the prevalent market conditions from time to time and in accordance with the applicable provisions of law, rules and regulations and other relevant factors. The Equity Shares allotted or arising out of conversion of any Securities would be listed. The issue / allotment / conversion of Securities would be subject to the receipt of regulatory approvals, if any. Further the conversion of Securities held by foreign investors, into Equity Shares would be subject to the permissible foreign shareholding limits / cap specified by Reserve Bank of India from time to time.

Section 62(1)(a) of the Companies Act, 2013, provides, inter alia, that when it is proposed to increase the issued capital of a Company by allotment of further equity shares, such further equity shares shall be offered to the existing shareholders of such Company in the manner laid down therein unless the shareholders by way of a special resolution in a general meeting decide otherwise. Since, the Special Resolution proposed in the Notice may result in the issue of Equity Shares of the Company to persons other than existing shareholders of the Company, consent is being sought pursuant to the provisions of Section 62(1)(c) and other applicable provisions of the Companies Act, 2013 as well as applicable Rules thereunder and the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

The Special Resolution as set out at Item No. 12 of the Notice, if passed, will have the effect of permitting the Board of

Directors to issue and allot Securities to Investors, who may or may not be existing shareholders of the Company in the manner as set out in Resolution. The Board of Directors believes that the proposed Special Resolution is in the interest of the Company.

Your Directors recommend the Resolution at Item No. 12 for approval by the Members.

None of the Directors or Key Managerial Personnel or their relatives, have any concern or interest, financial or otherwise, in the Resolution.

By order of the Board of Directors  
**JSW Energy Limited**

Sd/-  
Monica Chopra  
Company Secretary

Registered Office:  
JSW Centre  
Bandra Kurla Complex Bandra (East)  
Mumbai - 400051

Mumbai  
17<sup>th</sup> June, 2019

**Pursuant to Regulations 26(4) and 36 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard - 2, the details of the Directors proposed to be re-appointed / appointed at the ensuing Annual General Meeting are given below:**

Name of Director	Mr. Prashant Jain	Mr. Saijan Jindal	Mr. Chandan Bhattacharya	Mr. Sharad Mahendra	Ms. Rupa Devi Singh	Mr. Sunil Goyal
<b>Category / Designation</b>	<b>Executive Director, Joint Managing Director and Chief Executive Officer</b>	<b>Executive Director, Managing Director</b>	<b>Independent Director</b>	<b>Executive Director, Whole time Director</b>	<b>Independent Director</b>	<b>Independent Director</b>
DIN	01281621	00017762	01341570	02100401	02191943	00503570
Age	47 years	59 years	74 years	52 years	63 years	51 years
Date of Birth	26 <sup>th</sup> September, 1971	5 <sup>th</sup> December, 1959	13 <sup>th</sup> January, 1945	28 <sup>th</sup> November, 1966	24 <sup>th</sup> January, 1956	4 <sup>th</sup> October, 1967
Original Date of Appointment	16 <sup>th</sup> June, 2017	20 <sup>th</sup> December, 2003	6 <sup>th</sup> March, 2007	16 <sup>th</sup> May, 2019	17 <sup>th</sup> June, 2019	17 <sup>th</sup> June, 2019
Qualifications	B.Tech in Mechanical Engineering	B.Tech in Mechanical Engineering	B.A and Certified Associate of Indian Institute of Bankers	B.Tech in Mechanical Engineering	B.Sc., LL.B. and Certified Associate of Indian Institute of Bankers	Chartered Accountant
Directorship in other Companies*	1. JSW Energy (Barmer) Limited 2. JSW Hydro Energy Limited 3. JSW Solar Limited 4. JSW Electric Vehicles Private Limited	1. JSW Steel Limited 2. JSW Holdings Limited	1. BNP Paribas Asset Management India Private Limited 2. Phoenix ARC Private Limited	1. Barmer Lignite Mining Company Limited 2. JSW Energy (Barmer) Limited 3. Jaigad PowerTransco Limited 4. JSW Hydro Energy Limited 5. JSW Power Trading Company Limited 6. Toshiba JSW Power Systems Private Limited	1. IDBI Capital Markets & Securities Limited 2. DCB Bank Limited 3. ACME Solar Holdings Limited	1. Ladderup Finance Limited 2. Parag Milk Foods Limited 3. Kisan Mouldings Limited 4. Water Proof Corporation Private Limited 5. Indigo Paints Private Limited 6. Annapura Pet Private Limited 7. Jumboking Foods Private Limited 8. Chetan Securities Private Limited 9. Ladderup Corporate Advisory Private Limited 10. Godland Enterprises Private Limited 11. Ladderup Wealth Management Private Limited 12. Ladderup Enterprises Private Limited 13. Motilal Oswal Trustee Company Limited 14. Kreston International Limited, UK
Chairmanship / Membership of Committees in other Companies*	Corporate Social Responsibility Committee Member: 1. JSW Energy (Barmer) Limited Nomination & Remuneration Committee Member: 1. JSW Energy (Barmer) Limited 2. JSW Hydro Energy Limited	NIL	Audit Committee Member: 1. BNP Paribas Asset Management India Private Limited 2. Phoenix ARC Private Limited	Corporate Social Responsibility Committee Member: 1. JSW Hydro Energy Limited 2. Barmer Lignite Mining Company Limited 3. JSW Power Trading Company Limited	Credit Committee Member: 1. DCB Bank Limited	Audit Committee Member: 1. Ladderup Finance Limited 2. Kisan Mouldings Limited 3. Parag Milk Foods Limited Stakeholders Relationship Committee Member 1. Ladderup Finance Limited Investment Committee Member: 1. Ladderup Finance Limited Prevention of Sexual Harrassment Committee Member: 1. Ladderup Finance Limited Nomination and Remuneration Committee Member: 1. Kisan Moulding Limited Preferential Issue Committee Member: 1. Kisan Moulding Limited Audit Committee Chairman: 1. Motilal Oswal Trustee Company Limited Corporate Social Responsibility Committee Chairman: 1. Ladderup Finance Limited

Name of Director	Mr. Prashant Jain	Mr. Sajjan Jindal	Mr. Chandan Bhattacharya	Mr. Sharad Mahendra	Ms. Rupa Devi Singh	Mr. Sumil Goyal
Category / Designation	Executive Director, Joint Managing Director and Chief Executive Officer	Executive Director, Managing Director	Independent Director	Executive Director, Whole time Director	Independent Director	Independent Director
Number of Equity Shares held in the Company	25,00,000	100	NIL	4,000	NIL	NIL
Relationship between Directors inter-se; with other Directors and key Managerial Personnel of the Company	None	None	None	None	None	None
Terms and conditions of appointment or re-appointment	To be re-appointed as Director liable to retire by rotation	To be re-appointed as Managing Director not liable to retire by rotation for 5 years with effect from 1 <sup>st</sup> January, 2019	To be re-appointed as Independent Director not liable to retire by rotation for 3 years with effect from 1 <sup>st</sup> April, 2019	To be appointed as Director liable to retire by rotation and also as Whole-time Director for a period of 5 years from 16 <sup>th</sup> May, 2019	To be appointed as an Independent Director not liable to retire by rotation for 3 years with effect from 17 <sup>th</sup> June, 2019	To be appointed as an Independent Director not liable to retire by rotation for 3 years with effect from 17 <sup>th</sup> June, 2019
Remuneration last drawn (in FY 2018-19), if applicable	Please refer to Corporate Governance Report	Please refer to Corporate Governance Report	Please refer to Corporate Governance Report	₹1,77,22,866	Not applicable	Not Applicable
Remuneration proposed to be paid	As per the Resolution passed by the Members in the Annual General Meeting held on 13 <sup>th</sup> July, 2017, ceiling limit of remuneration is ₹50,00,000/- (Rupees Fifty Lakh) per month	As per the Resolution at Item No.4 of this Notice read with the Statement thereto, proposed ceiling limit of ₹1,00,00,000/- (Rupees One Crore) per month	Sitting Fees and commission in accordance with the provisions of Companies Act, 2013	As per the Resolution at Item No.7 of this Notice read with the Statement thereto, proposed ceiling limit of ₹ 50,00,000/- (Rupees Fifty Lakh) per month	Sitting Fees and commission in accordance with the provisions of Companies Act, 2013	Sitting Fees and commission in accordance with the provisions of Companies Act, 2013
Number of Meetings of the Board attended during the year	5 of 5	3 of 5	5 of 5	Not applicable	Not applicable	Not applicable
Justification for choosing the appointees for appointment / re-appointment as Independent Director	Not Applicable	Not Applicable	Considering his vast experience and knowledge in the field of banking and financial sectors, his re-appointment would be in the best interest of the Company	Not Applicable	Considering her vast experience and knowledge in the field of banking and financial sectors, her appointment would be in the best interest of the Company and will provide relevant skills - set focus to the composition of the Board.	Given his vast experience and knowledge in the field of business restructuring, finance and business consultancy, business valuations, M & As, Strategic alliances and capital markets, the appointment will be in the best interest of the Company and will provide relevant skills - set focus to the composition of the Board.

\* As per disclosures received from Directors

By order of the Board of Directors  
**JSW Energy Limited**  
 Sd/-  
 Monica Chopra  
 Company Secretary

Registered Office:  
 JSW Centre, Bandra Kurla Complex  
 Bandra (East), Mumbai - 400051  
 Mumbai  
 17<sup>th</sup> June, 2019





**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014.]



Registered Office: JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051  
CIN: L74999MH1994PLC077041  
Phone: +91 22 4286 1000 Fax: +91 22 4286 3000, Website: www.jsw.in

Name of the Member(s)	
Registered Address:	
Email Id:	
Folio No. / DP ID:	
Client Id:	

I / We, being the member(s) of ..... shares of JSW Energy Limited, hereby appoint

1. Name: ..... Email Id: .....

Address: .....

.....Signature: .....Or failing him / her

2. Name: ..... Email Id: .....

Address: .....

.....Signature: .....

Or failing him / her

3. Name: ..... Email Id: .....

Address: .....

.....Signature: .....Or failing him / her

as my / our Proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 25<sup>th</sup> Annual General Meeting of the Company, to be held on Tuesday, 13<sup>th</sup> August, 2019 at 11.00 a.m. at Yashwantrao Chavan Pratishthan, Y. B. Chavan Auditorium, General Jagannath Bhosale Marg, Mumbai - 400 021 and at adjournment thereof in respect of such Resolutions as mentioned overleaf:

Resolution Number	Resolution	Vote (See Note 3)	
		For	Against
<b>Ordinary Business</b>			
1.	Adoption of the:		
	a. Annual audited Financial Statement and Reports thereon		
	b. Annual audited Consolidated Financial Statement and Reports thereon		
2.	Declaration of Dividend on Equity Shares		
3.	Appointment of a Director in place of one retiring by rotation		
<b>Special Business</b>			
4.	Re-appointment and Remuneration of Mr. Sajjan Jindal as Managing Director		
5.	Re-appointment of Mr. Chandan Bhattacharya as an Independent Director		
6.	Appointment of Mr. Sharad Mahendra as a Director		
7.	Appointment of Mr. Sharad Mahendra as a Whole-time Director		
8.	Appointment of Ms. Rupa Devi Singh as an Independent Director		
9.	Appointment of Mr. Sunil Goyal as an Independent Director		
10.	Ratification of the remuneration of Cost Auditor		
11.	Fund raising through Bonds		
12.	Issue of Equity Shares, etc.		

Signed this ..... day of ....., 2019

Affix Revenue Stamp
---------------------------

Signature of Shareholder

**Notes:**

1. This form of proxy in order to be effective should be duly completed and deposited at Registered Office at JSW Centre, Bandra Kurla Complex, Bandra (East), Mumbai 400 051, not less than 48 hours before the scheduled time of the meeting.
2. A person can act as Proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. A Member holding more than 10% of the total share capital of the Company may appoint a single person as a Proxy and such person cannot act as a Proxy for any other Member.
3. Please put a "X" in the appropriate column against the Resolutions indicated in the Box. If you leave the "For" or "Against" column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he / she may deem appropriate.



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**ATTENDANCE SLIP**

\*Regd. Folio No. ....

DP. ID. ....

Client ID. ....

**25<sup>th</sup> ANNUAL GENERAL MEETING on 13<sup>th</sup> AUGUST, 2019**

I certify that I am a Member / Proxy for the Member of the Company.

I hereby record my presence at the 25<sup>th</sup> Annual General Meeting of the Company held on Tuesday, 13<sup>th</sup> August 2019 at 11.00 a.m. at Yashwantrao Chavan Pratisthan, Y. B. Chavan Auditorium, General Jagannath Bhosale Marg, Mumbai - 400 021.

.....

\*\* Member's / Proxy's Name in Block Letters

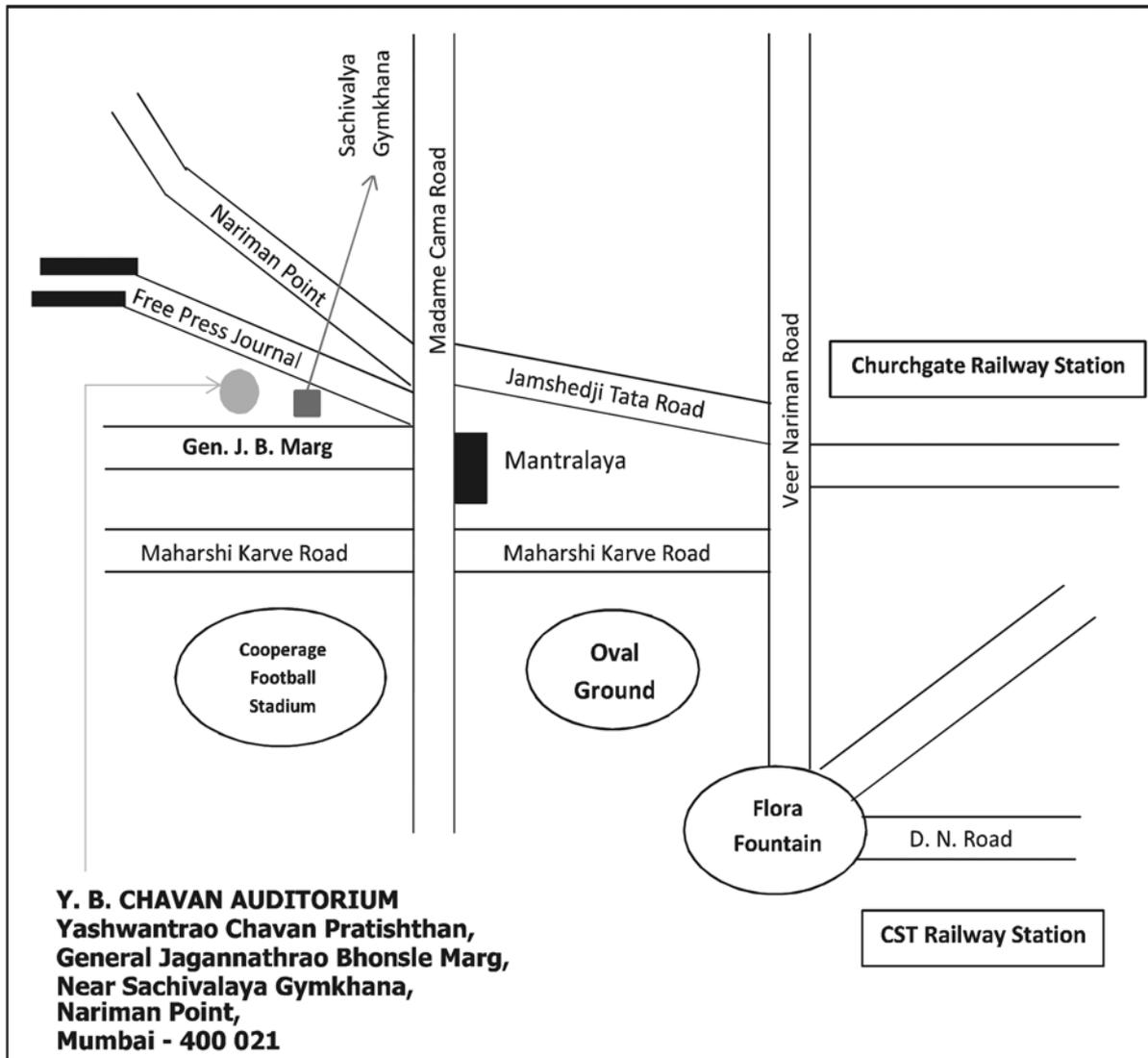
.....

\*\* Member's / Proxy's Signature

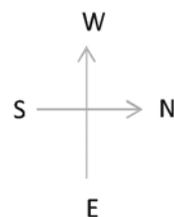
**Notes:**

- Member / Proxy must bring the Attendance Slip to the meeting and hand it over, duly signed, at the registration counter.
- The copy of the Notice may please be brought to the Meeting Hall.
- \* Applicable only in case of Members holding shares in physical form.
- \*\* Strike out whichever is not applicable.

**ROUTE MAP TO VENUE OF THE ANNUAL GENERAL MEETING ON  
TUESDAY, 13<sup>TH</sup> AUGUST, 2019, AT 11.00 A.M.**



**Not to scale**









**If undelivered please return to:**

JSW Energy Limited  
JSW Centre  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai - 400 051

Tel: 022 4286 1000  
Fax: 022 4286 3000  
Website: [www.jsw.in](http://www.jsw.in)  
CIN: L74999MH1994PLC077041

