Deloitte Haskins & Sells LLP

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INDEPENDENT AUDITOR'S REVIEW REPORT TO THE BOARD OF DIRECTORS OF

Continuum Green Energy Limited, Singapore

Introduction

1. We have reviewed the accompanying Unaudited Special Purpose Consolidated Interim Financial Statements of Continuum Green Energy Limited, Singapore (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), comprising of the Consolidated Balance sheet as at September 30,2022, Consolidated Statement of Profit and Loss and the Consolidated Cash flow Statement for the six months period ended September 30, 2022 and a summary of significant accounting policies and other explanatory information to the Unaudited Special Purpose Consolidated Interim Financial Statements (collectively, the "Unaudited Special Purpose Consolidated Interim Financial Statements") prepared in accordance with the basis of preparation as set out in Note 2 of the said Unaudited Special Purpose Consolidated Interim Financial Statements.

Management's Responsibility for the Unaudited Special Purpose Consolidated Interim Financial Statements

2. The Holding Company's management is responsible for the preparation and presentation of this Unaudited Special Purpose Consolidated Interim Financial Statements in accordance with the basis of preparation as set out in Note 2 to the said Unaudited Special Purpose Consolidated Interim Financial Statements. The Board of Directors of the Holding Company and the respective subsidiaries' Board of Directors included in the Group are responsible for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent and design, implementation and maintenance of adequate internal control, that were operating effectively for ensuring the accuracy and completeness of the accounting records relevant to the preparation and presentation of the Unaudited Special Purpose Consolidated Interim Financial Statements

Scope of Review

3. Our responsibility is to express a conclusion on the Unaudited Special Purpose Consolidated Interim Financial Statements based on our review. We conducted our review of the Unaudited Special Purpose Consolidated Interim Financial Statements in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. A review of Consolidated Financial Statements consists of making inquiries, primarily of Group's persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 (the "Act") and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

DELOITTE HASKINS & SELLS LLP
Chartered Accountants

Deloitte
Haskins & Sells LLP

Conclusion

4. Based on our review conducted as stated above in paragraph 3, nothing has come to our attention that causes us to believe that the accompanying Unaudited Special Purpose Consolidated Interim Financial Statements as at and for the six months period ended September 30, 2022 are not prepared, in all material respects, in accordance with the basis of preparation as set out in Note 2 to the Unaudited Special Purpose Consolidated Interim Financial Statements.

Basis of Preparation and Restriction on Use

5. The Unaudited Special Purpose Consolidated Interim Financial Statements are prepared as per the "Basis of Preparation" specified in Note 2 to the Unaudited Special Purpose Consolidated Interim Financial Statements. The Unaudited Special Purpose Consolidated Interim Financial Statements have been prepared in accordance with Accounting Standards issued by The Institute of Chartered Accountants of India and other Generally Accepted Accounting Principles in India (Indian GAAP), solely for the purpose of submission to DB Trustees (Hong Kong) Limited ('Trustee') of Senior Secured Floating Rate Notes Due 2026 issued by Continuum Energy Aura Pte. Ltd. in Singapore, where the Holding Company is 'Parent Guarantor'. These Unaudited Special Purpose Consolidated Interim Financial Statements may, therefore, not be suitable for another purpose or to be distributed to any other parties. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without prior consent in writing.

   Our conclusion is not modified in respect of this matter.

Other Matter

6. The comparative financial statements of the Group for six months ended September 30, 2021 included in these Unaudited Special Purpose Consolidated Interim Financial Statements are based on management certified financial information and have not been subjected to review. The comparative financial statements of the Group for the year ended March 31, 2022 were audited, by another auditor who expressed an unmodified opinion on these Consolidated Financial Statements vide their report dated August 4, 2022.

   Our conclusion is not modified in respect of this matter.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/ W-100018)

Myparekh

(**Mehul Parekh**)
Partner
(Membership No. 121513)
(UDIN: 22121513BGAGWX1157)

Place: Mumbai
Date: December 23, 2022

CONTINUUM GREEN ENERGY LIMITED

UNAUDITED SPECIAL PURPOSE CONSOLIDATED BALANCE SHEET AS AT SEPTEMBER 30, 2022

(All amounts in Indian Rupees millions unless otherwise stated)

Particulars	Notes	As at September 30, 2022 Unaudited	As at March 31, 2022 Audited
Equity and Liabilities			
Shareholders' funds			
Share capital	3	11,128	11,128
Reserves and surplus	4	(10,954)	(7,471)
		174	**3,657**
Minority interest		**110**	**21**
Compulsory convertible debentures (CCDs)	5	**1,263**	**-**
Non-current liabilities			
Long term borrowings	6	96,490	64,039
Deferred tax liability (net)	7	1,589	773
Other long term liabilities	8	5,372	5,811
Long term provisions	9	28	29
		103,479	**70,652**
Current liabilities			
Short term borrowings	10	3,663	5,563
Trade payables	11	338	412
Other current liabilities	11	3,628	4,200
Short term provisions	9	110	350
		7,739	**10,525**
TOTAL		**112,765**	**84,855**
Assets			
Non-current assets			
Property, plant and equipment	12	53,721	45,162
Goodwill	13	391	391
Capital work in progress	14	13,865	16,346
Long term loans and advances	15	5,183	1,325
Other non current assets	16	9,299	7,011
		82,459	**70,235**
Current assets			
Trade receivables	17	3,345	4,513
Cash and cash equivalents (CCE)	18 (a)	10,621	5,281
Bank balances other than CCE above	18 (b)	13,827	3,237
Short term loans and advances	15	443	466
Other current assets	19	2,070	1,123
		30,306	**14,620**
TOTAL		**112,765**	**84,855**
Summary of significant accounting policies	2.1		

The accompanying notes forms an integral part of the Unaudited Special Purpose Consolidated Interim Financial Statements.

As per our report of even date.

For Deloitte Haskins & Sells LLP
Chartered Accountants

Mehul Parekh
Partner

Place : Mumbai
Date : December 23, 2022

For and on behalf of the Board of Directors of
Continuum Green Energy Limited

Nishit Shah
General Manager: Finance & Accounts

Place : Singapore
Date : December 23, 2022

Pan Peiwen
Director

CONTINUUM GREEN ENERGY LIMITED

Place : Singapore
Date : December 23, 2022

CONTINUUM GREEN ENERGY LIMITED

UNAUDITED SPECIAL PURPOSE CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE PERIOD ENDED SEPTEMBER 30, 2022

(All amounts in Indian Rupees millions unless otherwise stated)

Particulars	Notes	For the period ended September 30, 2022 Unaudited	For the period ended September 30, 2021 Unaudited
Income			
Revenue from operations	20	6,822	6,367
Other income	21	836	213
Total income (A)		**7,658**	**6,580**
Expenses			
Operating and maintenance expenses	22	1,068	885
Employee benefits expense	23	255	180
Other expenses	24	325	292
Depreciation expense	12	1,148	1,028
Finance costs	25	4,902	2,885
Total expenses (B)		**7,698**	**5,270**
(Loss) / profit before tax and exceptional item (A-B)		**(40)**	**1,310**
Less: exceptional item	36	(92)	-
(Loss)/ profit before tax		**(132)**	**1,310**
Tax expenses			
Current tax		112	89
Deferred tax		816	107
Total tax expenses		**928**	**196**
(Loss) / profit after tax		**(1,060)**	**1,114**
Share of profit attributable to minority interest		90	92
(Loss) / profit for the period		**(1,150)**	**1,022**
Earnings per equity share ('EPS')			
[Nominal value of share USD 1 each (September 30, 2021; USD 1)]	26		
Basic and diluted EPS (INR)		(11.14)	9.90
Summary of significant accounting policies	2.1		

The accompanying notes forms an integral part of the Unaudited Special Purpose Consolidated Interim Financial Statements.

As per our report of even date.

For Deloitte Haskins & Sells LLP
Chartered Accountants

Mehul Parekh
Partner

Place : Mumbai
Date : December 23, 2022

For and on behalf of the Board of Directors of
Continuum Green Energy Limited

Nishit Shah
General Manager: Finance & Accounts

Place : Singapore
Date : December 23, 2022

Pan Peiwen
Director

Place : Singapore
Date : December 23, 2022

CONTINUUM GREEN ENERGY LIMITED

CONTINUUM GREEN ENERGY LIMITED

UNAUDITED SPECIAL PURPOSE CONSOLIDATED CASH FLOW STATEMENT FOR THE PERIOD ENDED SEPTEMBER 30, 2022

(All amounts in Indian Rupees millions unless otherwise stated)

	Period ended September 30, 2022 (Unaudited)		Period ended September 30, 2021 (Unaudited)	
Cash flow from operating activities				
(Loss) / profit before tax		**(132)**		**1,310**
Adjustment to reconcile loss before tax to net cash flows:				
Depreciation expense	1,148		1,028	
Provision no longer required written back	(153)		-	
Finance cost	4,902		2,885	
Foreign exchange loss (net)	45		-	
Interest income	(251)	5,691	(178)	3,735
Operating profit before working capital changes		**5,559**		**5,045**
Movements in working capital:				
(Decrease) in trade payables	(80)		(382)	
(Decrease) in other current liabilities	(56)		(50)	
Increase in other long term liabilities	11		14	
(Decrease) / Increase in provisions	(219)		53	
Decrease / (increase) in trade receivables	54		(1,829)	
Decrease in loans and advances	48		148	
(Increase) in other current assets	(676)		(677)	
(Increase) / decrease in other non current assets	(124)	(1,042)	191	(2,532)
Cash generated from operations		**4,517**		**2,513**
Direct taxes (paid)		(400)		(74)
Net cash flows from operating activities (A)		**4,117**		**2,439**
Cash flows from investing activities				
Purchase of property, plant and equipment, including capital advances and capital work in progress	(11,760)		(4,267)	
Investment in fixed deposits	(10,638)		(2,557)	
(Sale) /purchase of minority interest	(5)		2	
Interest received	162		101	
Net cash (used in) investing activities (B)		**(22,241)**		**(6,721)**
Cash flows from financing activities				
Proceeds from issuance of compulsorily convertible debentures	1,263		-	
Repayment of long term borrowings	(8,799)		(4,250)	
Proceeds from long term borrowings	36,731		7,529	
(Repayment) / proceeds from short-term borrowings (net)	(2,286)		215	
Finance cost paid	(3,455)		(3,248)	
Net cash flow from financing activities (C)		**23,454**		**246**
Net increase / (decrease) in cash and cash equivalents (A+B+C)		5,330		(4,036)
Effects of Exchange Difference on restatement of foreign currency cash & cash equivalents		10		2
Cash and cash equivalents at the beginning of the period		5,281		6,739
Cash and cash equivalents at the end of the period		**10,621**		**2,705**

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CONTINUUM GREEN ENERGY LIMITED

CONTINUUM GREEN ENERGY LIMITED

UNAUDITED SPECIAL PURPOSE CONSOLIDATED CASH FLOW STATEMENT FOR THE PERIOD ENDED SEPTEMBER 30, 2022

(All amounts in Indian Rupees millions unless otherwise stated)

	Period ended September 30, 2022 (Unaudited)	Period ended September 30, 2021 (Unaudited)
Reconciliation of cash and cash equivalents with the consolidated balance sheet:		
Components of cash and cash equivalents		
Cash in hand	-	-
Balance in current account	2,299	413
Balance in deposit account	8,322	2,292
Cash and cash equivalents at the end of the period (refer note III below)	**10,621**	**2,705**

Notes:

I) Figures in brackets are outflows.

II) Direct taxes paid are treated as arising from operating activities and are not bifurcated between investing and financing activities.

The accompanying notes forms an integral part of the Unaudited Special Purpose Consolidated Interim Financial Statements.

As per our report of even date.

For Deloitte Haskins & Sells LLP
Chartered Accountants

Mehul Parekh
Partner

Place : Mumbai
Date : December 23, 2022

For and on behalf of the Board of Directors of
Continuum Green Energy Limited

Nishit Shah
General Manager: Finance & Accounts

Place : Singapore
Date : December 23, 2022

Pan Peiwen
Director

Place : Singapore
Date : December 23, 2022

CONTINUUM GREEN ENERGY LIMITED

CONTINUUM GREEN ENERGY LIMITED

NOTES TO THE UNAUDITED SPECIAL PURPOSE CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED SEPTEMBER 30, 2022

(All amounts in Indian Rupees millions unless otherwise stated)

1 Group Information

The Continuum Group comprises Continuum Green Energy Ltd. ("CGEL" or "the Company"), its subsidiaries including Continuum Energy Levanter Pte. Ltd. ("CELPL"), Continuum Energy Aura Pte. Ltd.("CEAPL"), Continuum Power Trading (TN) Private Limited ("Continuum TN"), Continuum Green Energy (India) Private Limited ("CGEIPL"), and CGEIPL's other subsidiaries as listed in below table. These entities are collectively referred to as the "Group" or "Continuum Group". CGEL, CELPL and CEAPL are entities which are incorporated in Singapore. Continuum TN, CGEIPL and its subsidiaries are domiciled and incorporated in India. The registered office and principal place of business of CGEL is located at 12 Marina view, #11-01, Asia Square Tower 2, Singapore.

CGEL was incorporated on April 13, 2012 in Singapore to hold the divested wind energy business of Continuum Energy Pte. Ltd. Later, Clean Energy Investing Ltd. invested into CGEL by subscribing to compulsory convertible participating preferred shares (CCPPS) issued by CGEL and it currently holds majority of total share capital. CGEL has invested in CELPL, CEAPL, Continuum TN, CGEIPL, and indirectly in CGEIPL's subsidiaries to set-up wind / solar farms. Continuum Group's subsidiaries in India are engaged in the business of generation and sale of electricity from renewable energy. The Group has entered into long-term power purchase agreements with various governments agencies and private institutions to sell electricity generated from its wind and solar farms. Currently the Group has total capacity of 1.3 GW, which includes operational capacity of 1009.7 megawatts ("MW") and under construction capacity of 290.10 MW as at September 30, 2022 in the States of Madhya Pradesh, Gujarat, Tamil Nadu and Maharashtra in India.

The subsidiaries of the Company consolidated in these unaudited special purpose consolidated interim financial statements are:

Name of the company	Country of incorporation	% voting power held by the Group as at September 30, 2022	% voting power held by the Group as at March 31, 2022
Continuum Energy Levanter Pte Ltd. ("CELPL")	Singapore	100	100
Continuum Energy Aura Pte Ltd. ("CEAPL") (incorporated w.e.f. February 25, 2022)	Singapore	100	100
Continuum Green Energy (India) Private Limited ("CGEIPL")	India	100	100
Bothe Windfarm Development Private Limited (Bothe)	India	100	100
DJ Energy Private Limited (DJEPL)	India	100	100
Uttar Urja Projects Private Limited (UUPPL)	India	100	100
Watsun Infrabuild Private Limited (Watsun)	India	72.36	71.24
Trinethra Wind and Hydro Power Private Limited (Trinethra)	India	100	100
Srijan Energy Systems Private Limited (Srijan)	India	100	100
Continuum Power Trading (TN) Private Limited (Continuum TN)	India	100	100
Kutch Windfarm Development Private Limited (Kutch)	India	100	100
Continuum MP Windfarm Development Private Limited (Continuum MP)	India	100	100
Bhuj Wind Energy Private Limited (Bhuj)	India	100	100
Shubh Wind Power Private Limited (Shubh)	India	100	100
Renewables Trinethra Private Limited (RTPL)	India	100	100
Morjar Windfarm Development Private Limited (Morjar)	India	100	100
Continuum Trinethra Renewables Private Limited (CTRPL) (incorporated w.e.f. July 17, 2020)	India	100	100
Srijan Renewables Private Limited (SRPL) (incorporated w.e.f. July 31, 2020)	India	100	100
Daalvaipuram Renewables Private Limited (DRPL) (w.e.f. August 04, 2021)	India	100	100
DRPL Captive Hybrid Private Limited (DRPL Captive) (incorporated w.e.f. December 07,2021)	India	100	100
Morjar Renewables Private Limited (MRPL) (incorporated w.e.f. December 02,2021)	India	100	100
CGE Shree Digvijay Cement Green Energy Private Limited ("CGESDC") (Formerly known as Trinethra Renewable Energy Private Limited ("TREPL") (incorporated w.e.f. December 07,2021)	India	100	100
CGE II Hybrid Energy Private Limited (CHEPL II) (Formerly known as DRPL Hybrid Energy Private Limited (DHPL)(incorporated w.e.f. December 02,2021)	India	100	100
CGE Hybrid Energy Private Limited (CHEPL) (incorporated w.e.f. December 07,2021)	India	100	100
CGE Renewables Private Limited (CRPL) (incorporated w.e.f. September 17,2021)	India	100	100

2 Basis of preparation

The unaudited special purpose consolidated interim financial statements of the Group have been prepared in accordance with Accounting Standards issued by The Institute of Chartered Accountants of India and other Generally Accepted Accounting Principles in India (Indian GAAP). The unaudited special purpose consolidated interim financial statements have been prepared using recognition and measurement principles of AS 25 "Interim Financial Reporting" and other generally accepted accounting principles in India read together with companies (Accounting Standard) Rules, 2021 (together referred as "Indian GAAP").
The unaudited special purpose consolidated interim financial statements have been prepared under the historical cost convention, and does not include the disclosures required under "Schedule III of Companies Act, 2013"

These unaudited special purpose consolidated interim financial statements have been prepared on the accrual and going concern basis of respective subsidiaries, using the historical cost convention except for derivative financial instruments which have been measured at fair value. The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances. The local GAAP financial statements of CGEL, CEAPL and CELPL are converted to Indian GAAP. The financial statements of the parent and all its subsidiaries used for the purpose of consolidation are drawn upto the same reporting date i.e., period ended September 30, 2022 and comprises of consolidated balance sheets as at September 30, 2022, the consolidated statements of profit and loss, consolidated cash flow statements and a summary of significant accounting policies and other explanatory information for the period ended September 30, 2022.

While preparing unaudited special purpose consolidated interim financial statements, the financial statements of the parent and its subsidiaries have been consolidated on a line by line basis by adding together like items of assets, liabilities, income and expenses. Intra group balances and transactions and resulting unrealised profit are eliminated in full. Unrealised losses resulting from intra group transactions are also eliminated unless cost cannot be recovered. The difference between the cost of investment in the subsidiaries, and the company's share of net assets at the time of acquisition of share in the subsidiaries is recognised in the consolidated financial statement as goodwill or capital reserve as the case may be. Goodwill is tested for impairment annually.

DELOITTE HASKINS & SELLS LLP Chartered Accountants

CONTINUUM GREEN ENERGY LIMITED

The unaudited special purpose consolidated interim financial statements are presented in INR and all values in the tables are rounded to the nearest millions, except when otherwise indicated.

These Consolidated Financial Statements are not the statutory financial statements of the group as required in Singapore jurisdiction, as, these consolidated financial statements are prepared in INR in relation to Senior Secured Floating Rates Notes issued by one of the group company in Singapore, where the Company is 'Parent Guarantor'.

Minority Interest:
Minority Interest (MI) in the net assets of subsidiary is identified and presented in the consolidated balance sheet separately from liabilities and equity of the group's shareholders.
Minority interest in the net assets of subsidiary consists of:

(a) The amount of equity attributable to minority at the date on which investment in a subsidiary is made; and
(b) The minority share of movements in equity since the date parent subsidiary relationship came into existence.

Minority interest's share of net profit / loss for the period of consolidated subsidiaries is identified and presented separately. The losses applicable to the minority in excess of the minority interest in the equity of the subsidiary are adjusted against the majority interest except to the extent that the minority has a binding obligation to and is able to make good the losses. If the subsidiaries subsequently reports profit, all such profits are allocated to the majority interest until the minority's share of losses previously absorbed by the majority has been recovered.

2.1 Summary of significant accounting policies

The accounting policies adopted in the preparation unaudited special purpose consolidated interim financial statements are consistent with those adopted in the previous year and have been consistently applied to all the periods presented in unaudited special purpose consolidated interim financial statements.

a. Use of estimates

The preparation of consolidated financial statements in conformity with generally accepted accounting principles in India (Indian GAAP) requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring material adjustment to the carrying amounts of assets or liabilities in future periods.

b. Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. The specific recognition criteria described below must also be met before revenue is recognized.

Sale of Electricity
Revenue from the sale of electricity is recognized on the basis of the number of units of power generated and supplied in accordance with joint meter readings undertaken on a monthly basis by representatives of the licensed distribution or transmission utilities and the respective companies or credit reports provided by discoms at the rates prevailing on the date of supply to grid as determined by the power purchase agreements entered into with such discoms/customers under group captive mechanism / Open access sale / third party power trader. In case of Bothe's unsigned power purchase agreement's (PPA's), revenue is recognised as per the average power purchase cost (APPC) rates prescribed under tariff order issued by Maharashtra Electricity Regulatory Commission (MERC). Revenue from sale of surplus power is recognised as per the rate prescribed by relevant state regulatory commission to State distribution utilities ("State discoms").

Active and reactive charges are recorded as operating expenses and not adjusted against sale of electricity.

Unbilled revenue represents the revenue that the Group recognizes at eligible rates for the arrangement where the Group has all approvals in place except that PPA is pending to be signed between the Group and State discoms.

Accrued revenue represents the revenue that the Group recognizes where the PPA is signed but invoice is raised subsequently.

Interest
Interest income is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest earned on temporary investment of borrowed funds, to the extent eligible for adjustment to capital cost has been adjusted in the cost of property, plant and equipment. Interest earned from customers on delayed payment are recognised only upon its reasonable certainty of receipt. Interest income is included under the head "other income" in the unaudited consolidated statement of profit and loss.

Insurance claims
Receipts from insurance claims are accounted after the same are approved by the insurance company.

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Chartered Accountants

CONTINUUM GREEN ENERGY LIMITED

c. Government grants

Grants and subsidies from the government are recognized when there is reasonable assurance that (i) the Group will comply with the conditions attached to them, and (ii) the grant/subsidy will be received. When the grant or subsidy relates to revenue, it is recognized as income on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs, which they are intended to compensate.

Sale of GBI

Generation Based Incentive ("GBI") income is earned and recognized on certain projects which sell electricity to licensed distribution utilities at tariffs determined by relevant State Electricity Regulatory Commissions ("SERCs"). GBI is paid at a fixed price of INR 0.50/kwh of electricity units sold subject to a cap of INR 10 million/MW of capacity installed for the electricity fed into the grid for a period not less than four years and a maximum of ten years.

Renewable Energy Certificate (REC) Income

Revenue from Renewable Energy Certificate ("REC") is recognized based on the units accrued following the generation of electricity, as stipulated by Honourable Central Electricity Regulation Commission, India ("CERC"), for eligible projects and they are sold on the electricity exchanges as stipulated by the CERC. REC revenues are initially recognized at floor price and any movement in price at the time of sale of REC on the electricity exchanges, are recorded as gain or loss in the consolidated statement of Profit and loss, in the period in which such RECs are traded on electricity exchanges.

Sale of Verified Carbon Units (VCUs)

Revenue from VCUs is recognised upon issuance and sale of VCUs. Any unsold VCUs which are granted to the company are accrued at a nominal value.

d. Foreign currency transactions and translations

Initial recognition

The functional currency of CGEL, CEAPL and CELPL is United States Dollar (US$) and functional currency of Indian subsidiaries is Indian Rupee ("INR").Foreign currency transactions are recorded in the reporting currency by applying the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

Conversion

Foreign currency monetary items are reported using the closing rate. Non-monetary items which are carried in terms of historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.

Exchange differences

Exchange differences arising on translation/ settlement of foreign currency monetary items are recognized as income or as expenses in the period in which they arise. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

Translation of integral and non-integral foreign operation

The Group classifies all its foreign operations as either "integral foreign operations" or "non-integral foreign operations."

The financial statements of an integral foreign operation are translated as if the transactions of the foreign operation have been those of the company itself.

The assets and liabilities of a non-integral foreign operation are translated into the reporting currency at the exchange rate prevailing at the reporting date. Their statement of profit and loss are translated at exchange rates prevailing at the dates of transactions or weighted average rates, where such rates approximate the exchange rate at the date of transaction. The exchange differences arising on translation are accumulated in the foreign currency translation reserve. On disposal of a non-integral foreign operation, the accumulated foreign currency translation reserve relating to that foreign operation is recognized in the consolidated statement of profit and loss.

Further any exchange difference arising on an intra-group monetary item, whether short-term or long-term, is not eliminated against a corresponding amount arising on other intra-group balances because the monetary item represents a commitment to convert one currency into another and exposes the reporting enterprise to a gain or loss, such an exchange difference continues to be recognised as income or an expense in the unaudited consolidated statement of profit and loss.

e. Property, plant and equipment

Property, plant and equipment (PPE), capital work in progress are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. The costs comprises of the purchase price, borrowings costs if capitalisation criteria are met and directly attributable costs of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the cost of the property, plant and equipment. Any subsequent expenses related to property, plant and equipment is added to its book value only if below recognition criteria is met:
(a) it is probable that future economic benefits associated with the item will flow to the entity; and
(b) the cost of the item can be measured reliably.
All other day to day repairs and maintenance expenditure and the cost of replacing parts, are charged to the unaudited consolidated statement of profit and loss for the period during which such expenses are incurred.

Gains or losses arising from derecognition of property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the unaudited consolidated statement of profit and loss when the asset is derecognised.

DELOITTE HASKINS & SELLS LLP Chartered Accountants

CONTINUUM GREEN ENERGY LIMITED

The Group identifies and determines cost of each component/part of the asset separately, if it has a cost that is significant to the total cost of the asset and has a useful life that is materially different from that of the remaining life.

Capital Work-In-Progress:
Costs and direct expenses incurred for construction of assets or assets to be acquired and for assets not ready for use are disclosed under "Capital Work- in-Progress".

f. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and accumulated impairment losses, if any. Intangible assets are amortized on a straight line basis over the estimated useful economic life.

The amortization period and the amortization method are reviewed at least at each financial year end. If the expected useful life of the asset is significantly different from previous estimates, the amortization period is changed accordingly. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the unaudited consolidated statement of profit and loss when the asset is derecognized.

g. Depreciation on property, plant and equipment

The Group provides depreciation on Straight line basis (SLM) and Written down value (WDV) basis on all assets over the useful life estimated by the management. The Group has used the following useful life to provide depreciation on its property, plant and equipment.

Category of property, plant and equipment	SLM/WDV	Useful life
Leasehold land	SLM	over the lease term
Building	SLM	30 Years
Building - others	WDV	3 Years
Plant and equipment*	WDV	6-15 Years
	SLM	3 - 40 years
Furniture and fixtures	WDV	10 Years
Vehicles	WDV	10 Years
Office equipment	WDV	5 Years
Computer	WDV	3 Years
Network Equipments	WDV	6 Years

* Based on the technical estimate, the useful life of the Plant and equipment and electrical fittings are different than the useful life as indicated in Schedule II to the Companies Act 2013.

Temporary structures are depreciated fully in the year in which they are capitalised.

The useful lives and the methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

h. Borrowing costs

Borrowing cost includes interest and amortisation of ancillary cost incurred in connection with the arrangement of borrowings and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost.

Borrowing cost directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective asset. All other borrowing costs are expensed over the period of respective borrowings.

i. Impairment

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Group's of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. 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. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the company estimates the asset's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the unaudited consolidated statement of profit and loss.

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j. Leases

Where the Group is lessee

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the consolidated statement of profit and loss on a straight-line basis over the lease term.

k. Investments

Investments which are readily realisable and intended to be held for not more than a year from the date on which such investments are made are classified as current investments. All other investments are classified as long term investments.

On initial recognition, all investments are measured at costs. The cost comprises purchase price and directly attributable acquisition charges such as brokerage, fees and duties. If an investment is acquired, or partly acquired, by the issue of shares or other securities, the acquisition cost is the fair value of the securities issued. If an investment is acquired in exchange for another asset, the acquisition is determined by reference to the fair value of the asset given up or by reference to the fair value of the investment acquired, whichever is more clearly evident.

Current investments are carried in the consolidated financial statements at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost. However, provision for diminution in value is made to recognise a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and the net disposal proceeds is charged to the unaudited consolidated statement of profit and loss.

l. Income taxes

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1947 as enacted in Singapore and Income Tax Act 1961 as enacted in India. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

CGEIPL is eligible for deduction of 100% of taxable income under section 80-IA of Income Tax Act, 1961 subject to Minimum Alternate Tax (MAT) and it can avail the said benefit for 10 continuous years out of total 15 years from the year in which unit starts its commercial operations.

Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and the deferred tax liabilities related to the taxes on income levied by same governing taxation laws. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the Group has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that they can be realised against future taxable profits.

In the situations where a subsidiary of the Group basis selected option is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognized in respect of timing differences which reverse during the tax holiday period, to the extent the Group's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of timing differences which reverse after the tax holiday period is recognized in the year in which the timing differences originate. However, the Group restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the timing differences which originate first are considered to reverse first.

Minimum alternate tax (MAT), wherever applicable basis selected option and paid during the period is charged to the statement of profit and loss as current tax. The Group recognizes MAT credit available as an asset only to the extent that there is convincing evidence that the Group will pay normal income tax during the specified period, i.e., the period for which MAT credit is allowed to be carried forward. In the year in which the Group recognizes MAT credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternative Tax under the Income-tax Act, 1961, the said asset is created by way of credit to the statement of profit and loss and shown as "MAT Credit Entitlement." The Group reviews the "MAT credit entitlement" asset at each reporting date and writes down the asset to the extent the Group does not have convincing evidence that it will pay normal tax during the specified period.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and the deferred tax liabilities relate to the same taxable entity and the same taxation authority.

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m. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Partly paid equity shares are treated as a fraction of an equity share to the extent that they are entitled to participate in dividends relative to a fully paid equity share during the reporting period. The weighted average number of equity shares are adjusted for events such as bonus issue, bonus element in the rights issue, share split and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

n. Retirement and other employee benefits

Retirement benefits in the form of Provident Fund is a defined contribution scheme in India. The contributions are charged to the unaudited consolidated statement of profit and loss for the year when the contributions are due. The Group has no obligation, other than the contribution payable to the provident fund.

The Group operates only one defined benefit plan for its employees i.e. gratuity. The costs of providing this benefit are determined on the basis of actuarial valuation at each year end. Actuarial valuation is carried out using the projected unit credit method. Actuarial gains and losses of the defined benefit plan are recognised in full in the period in which they occur in the unaudited consolidated statement of profit and loss.

Accumulated leave, which is expected to be utilised within the next twelve months, is treated as short-term employee benefit. The Group measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

The Group treats accumulated leave expected to be carried forward beyond twelve months, as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the consolidated statement of profit and loss and are not deferred. The Group presents the leave as a current liability in the consolidated balance sheet, to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where Group has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as non-current liability.

o. Provisions

A provision is recognised when the Group has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made of the amount of obligation. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the reporting date. These are reviewed at each reporting date and adjusted to reflect the current best estimates.

Where the Group expects some or all of a provision to be reimbursed, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the consolidated statement of profit and loss net of any reimbursement.

p. Employee share-based payment

The Group issued Phantom Stock Units Option Scheme (PSU) scheme to certain employees of the Group, whereby employees render services and they are granted unit appreciation rights, which are settled in cash (cash-settled transactions).

In accordance with the Guidance Note on Accounting for Employee Share-based Payments as issued by Institute of Chartered Accountant of India (ICAI), a liability is recognised for the fair value of cash-settled transactions or the minimum cost escalation on year on year basis, whichever is higher in the books of Company as well as in the books of Group. The fair value is measured initially and at each reporting date up to and including the settlement date, with changes in fair value recognised in employee benefits expense in the Group's unaudited consolidated statement of profit and loss. The fair value is expensed out over the period until the vesting date with recognition of a corresponding liability.

q. Derivative and hedge accounting

In the normal course of business, the Group uses derivative instruments for management of exposure due to fluctuations in foreign currency exchange rates that is attributable to a recognized asset or liability denominated in certain foreign currencies and to minimize earnings and cash flow volatility associated with changes in foreign currency exchange rates, and not for speculative trading purposes. The company designates these derivative instruments in a hedging relationship by applying the hedge accounting principles as set out in the Guidance note on Accounting for Derivative Contracts issued by The Institute of Chartered Accountants of India (ICAI) issued in 2015.

The use of derivatives can give rise to credit and market risk. The Group tries to control credit risk as far as possible by only entering into contracts with reputable banks and financial institutions. The use of derivative instruments is subject to limits, authorities and regular monitoring by appropriate levels of management. The limits, authorities and monitoring systems are periodically reviewed by management and the Board. The market risk on derivatives is mitigated by changes in the valuation of the underlying assets, liabilities or transactions, as derivatives are used only for risk management purposes.

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Contracts designated as Cash Flow Hedge

At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which the Group wishes to apply hedge accounting and the risk management objective and strategy for undertaking the hedge. The documentation includes the Group's risk management objective and strategy for undertaking hedge, the hedging/economic relationship, identification of the hedged item or transaction, the nature of the risk being hedged, hedge ratio and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

Derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. The Group evaluates hedge effectiveness of cash flow hedges at the time a contract is entered into as well as on an ongoing basis. The effective portion of the gain or loss on the hedging instrument is recognized directly under shareholders fund in the "Hedge reserve", while any ineffective portion is recognized immediately in the consolidated statement of profit and loss.

Amounts recognized in the Cash flow hedge reserve are transferred to the consolidated statement of profit and loss when the hedged transaction affects profit or loss, such as when the hedged income or expense is recognized or when a forecast transaction occurs.

If the forecast transaction is no longer expected to occur, the cumulative gain or loss previously recognized in the hedging reserve is transferred to the consolidated statement of profit and loss. If an entity terminates a hedging instrument prior to its maturity / contractual term, hedge accounting is discontinued prospectively. Any amount previously recognised in the hedge reserve is reclassified into the statement of profit and loss only in the period when the hedged item impacts the earnings. The cost of effective portion of cash flow hedges is expensed over the period of the hedge contract. Derivative assets and liabilities that are hedges of forecasted transactions are classified in the balance sheet as current or non-current based on the settlement date / maturity dates of the derivative contracts.

r. Cash and cash equivalents

Cash and cash equivalents for the purposes of consolidated cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

Other bank balances

It includes deposits having maturity of more then three months but less then twelve months which can be readily convertible to cash with insignificant risk of changes in value.

s. Contingent liability

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle an obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Group does not recognise a contingent liability but discloses its existence in the consolidated financial statements.

t. Current and Non-Current classification

The Group presents assets and liabilities in the consolidated balance sheet based on current / non-current classification. An asset is treated as current when it is:

Expected to be realised or intended to be sold or consumed in normal operating cycle; or

Expected to be realised within twelve months after the reporting period; or

Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

It is expected to be settled in normal operating cycle; or

There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the company has ascertained its operating cycle as twelve months for the purpose of current / non-current classification of assets and liabilities.

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(All amounts in Indian Rupees millions unless otherwise stated)

3 Share capital

	As at September 30, 2022	As at March 31, 2022
Ordinary equity shares	442	442
Series A-1 Compulsorily convertible participating preferred shares	10,686	10,686
Total issued, subscribed and paid-up share capital	**11,128**	**11,128**

Notes:

The Company has ordinary equity shares issued to Continuum Energy Pte. Limited. ("shareholder"). The shareholder is eligible for one vote per share held. The Ordinary equity shares have no par value. In the event of liquidation, the ordinary shareholder is eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholdings. No dividends were declared for the period ended 30 September 2022 (31 March 2022: Nil).

The Company has issued certain Series A-1 Compulsorily Convertible Participating Preferred Shares ('CCPPS') to Clean Energy Investing Limited at an issue price of US$ 1.00 per share. These CCPPS have been classified as equity in the consolidated financial statements which carries following terms and conditions –

1. These CCPPS will be converted into ordinary equity shares at an agreed price which is subject to certain conversion price adjustments;
2. To be mandatorily converted after 20 years from the date on which any Series A Preferred share is first issued or any time at the option of the holder;
3. Carry identical rights with regard to all key aspects as to Ordinary equity shares, including repayment of capital, participation in surplus assets and profits, cumulative or non-cumulative dividend, voting and priority of payment of capital and dividend.

4 Reserves and surplus

	As at September 30, 2022	As at March 31, 2022
Hedge reserve		
Balance as per last financial statement	(1,186)	(595)
Reclassification adjustments on recycling included in in consolidated statement of profit and loss	(2,069)	(591)
Hedge reserve	**(3,255)**	**(1,186)**
Foreign currency translation reserve*		
Balance as per last financial statements	(386)	(303)
Addition during the period / year	(261)	(83)
Closing balance	**(647)**	**(386)**
Deficit in the consolidated statement of profit and loss		
Balance as per last financial statements	(5,899)	(4,780)
Adjustment on account of minority interest	(3)	2
(Loss) for the period / year	(1,150)	(1,121)
Net deficit in the consolidated statement of profit and loss	**(7,052)**	**(5,899)**
Total reserves and surplus	**(10,954)**	**(7,471)**

* Foreign currency translation reserves represent accumulated translation reserves relating to CELPL, CEAPL and CGEL, whose functional reporting currency is US dollars and for the consolidated financial statement have been converted into INR.

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(All amounts in Indian Rupees millions unless otherwise stated)

5 Compulsory Convertible Debentures

Particulars	As at September 30, 2022	As at March 31, 2022
Compulsory convertible debentures (CCDs)-Series A 1,26,253,400 (March 31, 2022; Nil) of INR 10/- each.	1,263	-
	1,263	**-**

Terms of CCDs - Series A

1 The Series A Debentures are fully and compulsorily convertible debentures at face value of INR 10/- (Indian Rupees Ten) each issued and allotted by the Morjar.

2 The subscriber shall have the right (but not the obligation) to seek a conversion of all or some of the Series A Debentures into such number of Class A Equity Shares (Class A Conversion Shares) at any time after the expiry of the lock-in period. Each Series A Debenture shall convert into 1 (one) Class A Equity Shares or any higher number of Class A Equity Shares required to give effect to the distribution of proceeds or the payment of any amounts. It is agreed that any unpaid amount (including Series A Interest that has not been paid) on the Series A Debentures shall not be included in determining the number of Class A Conversion Shares to be issued.

3 The Series A Debentures shall carry a right to receive Specified Class A Yield as interest on the Series A Debentures. Interest accrues annually on the Series A Debentures in the amount of the Specified Class A Yield (Series A Interest). Series A Interest shall be paid only to the extent the Morjar has Distributable Cash in the relevant financial period when the Series A Interest accrued.

The interest on the Series A Debentures for the first financial year shall accrue on a pro rata basis for the period commencing from the effective Date till 31 March 2022. The Series A interest shall be paid at least once every distribution period by the Morjar within 75 (seventy five) days after the end of such distribution period. Notwithstanding anything stated above, if the investor proposes to transfer the Series A Debentures (pre or post conversion) on or following the occurrence of a liquidity event, the Morjar shall, as part of the amounts payable at the time, or in respect, of the liquidity event, pay the Specified Class A yield for the period till such transfer of the Series A Debentures on or before the transfer of the Series A Debentures by the investor. The Morjar shall take all such steps as are required to pay the investor the Series A interest in accordance with applicable law.

In case of Transfer of Series A Debentures other than pursuant to a liquidity event, the provision of the agreements shall apply.

4 The Series A Debentures shall be unsecured and shall be subordinate to all of the debt of the Morjar incurred by the Morjar under a Financing Agreement which debt, for the avoidance of doubt, does not include any debentures held by a Promoter or other obligations of the Morjar to make payments returning amounts advanced by, or providing a yield on such amounts to, any Promoter or an affiliate of any Promoter and shall rank senior to Shares.

5 Upon winding up or liquidation of the Morjar, all the Series A Debentures shall be entitled to distribution in accordance with the Agreements.

6 The Series A Debentures shall not be redeemable in cash or otherwise in kind. The Series A Debentures can only be converted into Class A equity shares.

7 The Series A Debentures are transferable in accordance with the terms of the Agreements.

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(All amounts in Indian Rupees millions unless otherwise stated)

6 Long-term borrowings

Particulars	Non-current September 30, 2022	Non-current March 31, 2022	Current September 30, 2022	Current March 31, 2022
Indian rupee term loans (secured)				
From banks (refer below note v)	8,795	5,931	-	-
From financial institution (refer below note i and v)	12,528	9,735	175	105
From related parties (refer below note vi)	1,771	1,668	-	-
Non convertible debentures (NCD) (secured)				
Non convertible debentures Nil (March 31, 2022; 8,000 no. of debenture of INR 10,000,000/- each) of INR 1,000,000 each fully paid up issued to external parties (refer below note ii)	-	7,155	-	780
USD Senior Notes (refer below note iv)	73,396	39,550	3,488	2,392
	96,490	64,039	3,663	3,277
Current maturities disclosed under the head "Short term borrowing" (Note 10)	-	-	(3,663)	(3,277)
Total	**96,490**	**64,039**	**-**	**-**

The borrowings have been obtained by CGEL and respective subsidiaries of the Group. The key terms of the loan and the security thereon are summarized below:

i) CGEIPL - Project term loan of INR 522 (As at March 31, 2022 INR 559) from a financial institution.

a) Terms and Security:

- The loan is secured by first ranking exclusive mortgage and charge over all the assets of CGEIPL pertaining to the 34.5 MW Wind Power Project in the state of Gujarat ("Project") :
- The entire immovable properties (including leasehold rights in case of leased land) of CGEIPL together with all appurtenances thereon, both present and future, pertaining to the Project in the state of Gujarat.
- All the tangible movable assets of CGEIPL wherever situated, including movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles and other movable assets, both present and future, pertaining to the Project.
- All the current assets of CGEIPL including but not limited to receivables, both present and future, all pertaining to the Project.
- All accounts of the CGEIPL, pertaining to the Project, including without limitation, the Trust and Retention Account, DSRA and other reserve and the Retention Accounts or any account in substitution thereof.
- All intangible assets of CGEIPL pertaining to the Project including but not limited to goodwill, rights, undertakings and uncalled capital, both present and future, all pertaining to the Project.
- All right, title and interest of CGEIPL (including the right to receive any liquidated damages) under the PPAs, the other Project Documents, the Authorisations (to the extent assignable), the Insurance Contracts, letters of credit, guarantee including contractor guarantees, liquidated damages, performance bond, corporate guarantee (CG) and bank guarantee provided by any Person for any contract in favour of the Borrower, all in relation to the Project, to the extent permitted under Applicable Laws.
- Unconditional and irrevocable corporate guarantee from Continuum Green Energy Limited, Singapore ("CGEL") for the obligation under the term loan to maximum amount of INR 500 (March 31, 2022; INR 500) or below.

b) Terms of repayment

- The term loan from Financial Institution is repayable in 28 remaining unequal quarterly instalments ranging between 1.10% to 4.24% of the original loan amounts.

c) Terms of Interest

- The term loan from Financial Institution carries interest rate of 9.85% p.a. from December 29, 2017 and interest rate will be reset after five years.

ii) CGEIPL - NCDs of INR Nil (As at March 31, 2022 INR 7,935)

Terms of 8,000 Non Convertible Debentures (NCDs)

1 Debentures (INR 8,000: Senior Tranche – INR 6,500 and Junior Tranche –INR 1,500) shall be Indian Rupee denominated, unlisted, unrated, secured and redeemable non-convertible debentures (NCDs).

2 NCDs were allotted on 30-April-2021 and shall be redeemable on 30-June-2026 i.e. tenor of facility is 5 years. During the period company have redeemed all NCDs.

3 Interest rate for the Senior Tranche is 12.10% p.a. payable quarterly and interest rate on Junior Tranche is Nil. Redemption of Senior Tranche is in staggered manner and Junior Tranche shall be due on maturity.

4 The NCDs shall be secured by -
(a) first ranking exclusive Security Interest over 100% (i.e.: 8,03,50,000 equity shares) shareholding and 90.27% (i.e.: 99,62,05,550 CFCDs) CFCDs of the issuer on a fully diluted basis; and
(b) Charge over Designated Account and corporate guarantee from Continuum Green Energy Limited, Singapore ("CGEL").

iii) CGEIPL has sanctioned limit of non fund based facility of INR 1,650 (March 31, 2022; INR 1,650). Out of this facility as on September 30, 2022 CGEIPL has availed INR 535 (March 31, 2022; INR 790) towards bank guarantees.
Continuum Green Energy Limited, Singapore has pledged 1,092,455,550 CFCDs (March 31, 2022: 1,092,455,550) held by it in CGEIPL for non fund based facility with bank. Further Continuum Green Energy Limited, Singapore ("CGEL") has also provided with corporate guarantee for the obligation under facility document to the maximum amount outstanding at given point in time.

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NOTES TO THE UNAUDITED SPECIAL PURPOSE CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED SEPTEMBER 30, 2022

(All amounts in Indian Rupees millions unless otherwise stated)

iv) USD Senior Notes

a) Continuum Energy Levanter Pte Ltd - Senior Secured Notes of USD 561 Mn, outstanding balance of USD 543 Mn (INR 44,263) {(March 31, 2022; USD 553 Mn (INR 41,942)} from foreign investors.

1) Terms of Notes:

- Senior secured notes guaranteed through corporate guarantee by Continuum Green Energy Limited, Singapore ("holding company" / "CGEL")
- 100% pledge over shares of Continuum Energy Aura Pvt. Ltd (CEAPL) held by CGEL and charge over assets and rights of CEAPL
- 75.1% pledge of the equity shares and compulsorily convertible debentures in CGEIPL held by CGEL

2) Security of Notes:

- Each of a first-priority fixed share charge (the "Share Charge") by CGEL over the Capital Stock of the CELPL and a first-priority security interest in the Offshore Cash Account (together with the Share Charge, the "Pari Passu Collateral") pursuant the charge over Offshore Cash Account (together with the Share Charge, the "Pari Passu Collateral Documents"); and
- Prior to the release therefrom, a first-priority security interest in the Escrow Account (the "Notes Collateral") pursuant to the charge over Escrow Account (the "Notes Collateral Document").

3) Interest and Repayment

- Notes have coupon rate of 4.5% p.a. payable semi annually in arrears on each February 9 and August 9, commencing on August 9, 2021. Further, Notes are issued for a period of six years from issuance date i.e.: February 9, 2021.
- Notes are redeemable in 11 semi - annual unequal instalments over the period of six years ranging from 0.63% to 4.88% as per the Mandatory Amortization Redemption and Mandatory Cash Sweep (MCS) Amortization Redemption schedule with bullet repayment of the balance outstanding at the end of the tenure as included in the financing document of Senior Notes.

b) Continuum Energy Aura Pte Ltd - Senior Secured Notes of USD 400 Mn, {outstanding balance of INR 32,621 (March 31, 2022; INR Nil)} from foreign investors.

1) Terms of Notes:

- Senior secured notes guaranteed through corporate guarantee by Continuum Green Energy Limited, Singapore ("holding company" / "CGEL")
- 75.1% pledge of the equity shares and compulsorily fully convertible debentures in CGEIPL held by CGEL

2) Security of Notes:

- Each of a first-priority fixed share charge (the "Share Charge") by CGEL over the Capital Stock of the CEAPL and a first-priority security interest in the Offshore Cash Account (together with the Share Charge, the "Pari Passu Collateral") pursuant the charge over Offshore Cash Account (together with the Share Charge, the "Pari Passu Collateral Documents"); and
- Prior to the release therefrom, a first-priority security interest in the Escrow Account (the "Notes Collateral") pursuant to the charge over Escrow Account (the "Notes Collateral Document").

3) Interest and Repayment

CEAPL promises to pay interest on the principal amount of this Note at a rate (the "Applicable Rate") equal to the sum of (i) the then-current Six-Month Term SOFR for such Interest Period plus (ii) agreed margin and if said SOFR is less than zero for any Interest Period, then Six-Month Term SOFR (or such other Benchmark) shall be deemed to be zero for such Interest Period.

The Issuer will pay interest semi-annually in arrears on January 13 and July 13 of each year up to and including the maturity date, commencing on January 13, 2023

v) Salient terms of interest & repayment schedules of loans from financial institutions/ Banks ("lenders") outstanding as at September 30, 2022

A) Morjar

a) Project term loan of INR 5,474 (As at March 31, 2022: 3,277) from a bank.

Morjar has obtained the term loan facility of INR 7,411 for its 148.50 MW capacity project from Indian Renewable Energy Development Agency Limited (IREDA) and India Infrastructure Finance Company Ltd (IIFCL). The loan facility includes non-fund based facility of INR 6,150 against which IREDA & IIFCLhas provided undertaking in favour of HDFC Bank & IndusInd Bank basis, for which HDFC Bank & IndusInd Bank has issued Letter of Credit facility (LC facility) for equivalent amount in favour of the supplier. LC facility has been issued for the period of three years from date of discounting of LC. Upon completion of LC period, LC will get converted into term loan facility of IREDA / IIFCL.

During the period, suppliers have presented and encashed Bills of Exchange (BOEs) with banks and corresponding liability is accounted for as borrowings by the company against the supplier balances. Such borrowings on account of discounting of those BOEs under the existing LCs will eventually get converted into term loan, the same has been classified basis repayment terms of the term loan availed from IREDA / IIFCL.

As at the September 30, 2022, such BOEs discounted with banks amounts to INR 5,474 at prevailing MCLR rate of the said banks.

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b) Project term loan of INR 1,492 (As at 31 March 2022 INR: 1,176) from a financial institution.

1 Pari-passu first charge on MWDPL's immovable properties (in case of leasehold land mortgage of leasehold rights), both present and future. Mortgage of pooling subtantion of Land;

2 Pari-passu first charge by way of hypothecation, in a form and manner acceptable to the Lender, over all the MWDPL's movable properties and assets, including plant & machinery, machinery spares, equipment, tools & accessories, furniture, fixtures, vehicles, and all other movable assets, both present and future;

3 Pari-passu first charge by way of hypothecation, in a form and manner acceptable to the Lender, over all the MWDPL's intangible, goodwill, uncalled capital, both present and future;

4 Pari-passu first charge on the MWDPL's operating cash flows, book debts, receivables, commissions, revenues of whatsoever nature and wherever arising of the Company, both present and future;

5 A first charge on the Trust & Retention Account (TRA) including Debt Service Reserve Account of 2 Quarter(s) of principal & interest payment (DSRA), any letter of credit and other reserves and any other bank accounts of the Company wherever maintained, both present & future; and

6 The pledge of Equity Shares, Quasi Equity, both present and future, held by the Pledgor, to the extent of the Specified Percentage i.e. 51% (fifty one percent) Equity Shares, 51% (fifty one percent) and 51% (fifty one percent) OCD, free from all restrictive covenants, lien or other encumbrance under any contract, arrangement or agreement including but not limited to any shareholders agreement (if any) of the MWDPL;

7 The loan from financial institutions carries interest rate of 9.70%/ 9.24% p.a depending on date of drawdown and the principle outstanding is repayable in 72 quarterly installments, commencing 30 June 2023.

8 Continuum Green Energy Limited (CGEL) Singapore has provided a corporate guarantee in favour of the Lender to guarantee the Secured Obligations. CGEL agree that non-compliance of its obligations under the corporate guarantee shall be treated as an Event of Default. The said corporate guarantee shall be released on the Interim Collateral Release Date.

B) CTRPL

a) Project term loan of INR 3,321 (As at March 31, 2022: 2,654) from a bank.

CTRPL has obtained the term loan facility of INR 8,783 for its 240 MW capacity project from Power Finance Corporation Ltd (PFC). The loan facility includes non-fund based facility of INR 3,587 against which PFC has provided undertaking in favour of HDFC Bank basis, for which HDFC Bank Limited has issued Letter of Credit facility (LC facility) for equivalent amount in favour of the project suppliers. LC facility has been issued for the period of one year from date of discounting of LC. Upon completion of LC period, LC will get converted into term loan facility of PFC.

During the period, suppliers have presented and encashed Bills of Exchange (BOEs) with bank and corresponding liability is accounted for as borrowings by the company against the supplier balances. Such borrowings on account of discounting of those BOEs under the existing LCs will eventually get converted into term loan, the same has been classified basis repayment terms of the term loan availed from PFC.

As at the September 30, 2022, such BOEs discounted with banks amounts to INR 3,329 lakhs at prevailing MCLR rate of the said banks.

b) Project term loan of INR 5,028 (As at 31 March 2022 INR: 2,475) from a financial institution.

1 A first charge by way of mortgage in a form and manner acceptable to the lender, over all the borrower's immovable properties (in case of leasehold land mortgage of leasehold rights), both present and future;

2 A first charge by way of hypothecation, in a form and manner acceptable to the lender, over all the borrower's movable properties and assets, including plant & machinery, machinery spares, equipment, tools & accessories, furniture, fixtures, vehicles, and all other movable assets, both present and future;

3 A first charge by way of hypothecation, in a form and manner acceptable to the lender, over all the borrower's intangible, goodwill, uncalled capital, both present and future;

4 A first charge on the Trust & Retention Account (TRA) including Debt Service Reserve Account of 1 Quarter(s) of principal & interest payment (DSRA), any letter of credit and any other reserves and any other bank accounts of the borrower wherever maintained, both present & future; and

5 The pledge of equity shares, quasi equity, both present and future, held by the pledgor, to the extent of the specified percentage i.e. 51% (fifty one percent) equity shares, 51% (fifty one percent) and OCDs, free from all restrictive covenants, lien or other encumbrance under any contract, arrangement or agreement including but not limited to any shareholders agreement (if any) of the borrower;

6 The loan from PFC carries interest rate which is applicable as on date of drawdown, currently it carries interest rate range between 9.00% to 9.25% and the principle outstanding is repayable in 180 monthly instalments, commencing from the first standard due date falling 12 months after scheduled SCOD whichever is earlier;

7 Corporate Guarantee (CG) of Continuum Green Energy Limited, Singapore (CGEL). CG would be valid for
(i) till Power Curve Guarantee Test (PCGT)/ Power Guarantee Test (PGT) for the entire Project i.e.199.9 MW (99.90 MW Wind and 100 MWAC / 140 MWDC solar capacity) is completed, to the satisfaction of Lenders, or in case of shortfall, damages are recovered from the EPC Contractor in accordance with the EPC Contract,
(ii) till not less than 2 (two) year of successful operation in adherence to EBITDA and/or generation as per Banking Base Case, to the satisfaction of Lenders,
(iii) till the time all the Securities are created and perfected in the favour of the Lender.

C) Kutch

a) Project term loan of INR 1,131 (As at March 31, 2022 INR: 1,100) from a financial institution.

Kutch ("borrower") has tied up term loan facility of INR 1,153 for its 28 MW capacity from PFC.

PFC project term loan is secured by:

1 Pari passu first charge by way of mortgage in a form and manner acceptable to the lender, over all the Borrower's immovable properties, and a pari passu first charge on the borrower's operating cash flows, book debts, receivables, commissions, revenues of whatsoever nature and wherever arising, the trust & retention account (TRA) including Debt Service Reserve Account of peak 3 (three) months of principal & interest payment (DSRA exclusive to PFC), any letter of credit and other reserves and any other bank accounts of the Borrower wherever maintained, both present and future;

2 Pari passu first charge by way of hypothecation, in a form and manner acceptable to the lender, over all the Borrower's movable properties and assets, including plant & machinery, machinery spares, equipment, tools & accessories, furniture, fixtures, vehicles, and all other movable assets, both present and future;

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3 Pari passu first charge by way of hypothecation, in a form and manner acceptable to the lender, over all the borrower's intangible, goodwill, uncalled capital, both present and future;

4 Assignment in favour of the PFC on all the rights, titles, interests, benefits, claims and demands whatsoever of the borrower in the project documents/contracts (including but not limited to Power Purchase Agreements (PPA)/ Memorandum of Understanding (MOU), package/ Construction contracts, O&M related agreements, service contracts, etc.), in the clearances relating to the project, in any letter of credit, guarantee, performance bond, corporate guarantee, bank guarantee provided by any party to the project documents; all insurance contracts and insurance proceeds and assignment of guarantees from EPC contractor (if any) relating to the project duly acknowledged and consented to by the relevant counter-parties to such project documents;

5 The pledge of Equity Shares, Quasi Equity, both present and future, held by the Pledgor, to the extent of the Specified Percentage i.e. 51% (fifty one percent) Equity Shares, 51% (fifty one percent) CCDs and 51% (fifty one percent) NCDs, free from all restrictive covenants, lien or other encumbrance under any contract, arrangement or agreement including but not limited to any shareholders agreement (if any) of the Borrower;

Terms of interest:

The loan from PFC carries interest rate of 9 % p.a. payable monthly upto the standard due date.

Terms of repayment:

1 The loan from PFC is repayable in 180 (One Eighty) structured monthly instalments ranging between 0.42% to 1% of loan.

2 First repayment date will fall due on 12 months after Date of Commencement of Commercial Operation (DCCO) of the project or COD whichever is earlier.

D) Continuum TN - Project term loan of INR 4,530 (As at 31 March 2022 : INR 4,530) from a financial institution.

1 Pari Passu first charge by way of mortgage in a form and manner acceptable to the Lender, over all the Borrower's immovable properties (in case of leasehold land mortgage of leasehold rights), both present and future;

2 Pari Passu first charge by way of hypothecation, in a form and manner acceptable to the Lender, over all the Borrower's movable properties and assets, including plant & machinery, machinery spares, equipment, tools & accessories, furniture, fixtures, vehicles, and all other movable assets, both present and future;

3 Pari Passu first charge by way of hypothecation, in a form and manner acceptable to the Lender, over all the Borrower's intangible, goodwill, uncalled capital, both present and future;

4 Pari Passu first charge on the Borrower's operating cash flows, book debts, receivables, commissions, revenues of whatsoever nature and wherever arising of the Borrower, both present and future;

5 Pari Passu first charge on the Trust & Retention Account (TRA) including Debt Service Reserve Account of 2 Quarter(s) of principal & interest payment (DSRA), any letter of credit and other reserves and any other bank accounts of the Borrower wherever maintained, both present & future; and

6 Assignment in favour of the PFC (i) All the rights, titles, interests, benefits, claims and demands whatsoever of the Borrower in the Project Documents/ contracts (including but not limited to Power Purchase Agreements (PPA)/ Memorandum of Understanding (MOU), package/ Construction contracts, O&M related agreements, Service Contracts, etc.), duly acknowledged and consented to by the relevant counter-parties to such Project Documents; (ii) All the rights, titles, interests, benefits, claims and demands whatsoever of the Borrower in the Clearances relating to the Project; (iii) All the rights, titles, interests, licenses, benefits, claims and demands whatsoever of the Borrower in any letter of credit, guarantee, performance bond, corporate guarantee, bank guarantee provided by any party to the Project Documents; (iv) All Insurance Contracts and Insurance Proceeds; and (v) Assignment of guarantees from EPC Contractor/ module supplier (if any) relating to the Project;

7 The pledge of Equity Shares, Quasi Equity, both present and future, held by the Pledgor, to the extent of the Specified Percentage i.e. 77% (Seventy Seven percent) Equity Shares, 77% (Seventy Seven percent) CCDs and 77% (Seventy Seven percent) NCDs, free from all restrictive covenants, lien or other encumbrance under any contract, arrangement or agreement including but not limited to any shareholders agreement (if any) of the Borrower;

8 The loan from PFC carries interest rate of 9.25% p.a /10.55% p.a / 10.65% p.a depending on date of drawdown and the principle outstanding is repayable in 204 monthly installments, commencing from the first standard due date falling 12 months after scheduled or actual SCOD whichever is earlier.

9 Continuum Green Energy (India) Private Limited (CGEIPL) shall provide a corporate guarantee in favour of the Lender to guarantee the Secured Obligations. CGEIPL agree that non-compliance of its obligations under the corporate guarantee shall be treated as an Event of Default. The said corporate guarantee shall be released on the Interim Collateral Release Date.

vi) From related party

A Clean Energy Investing Limited

- Loan from Clean Energy Investing Limited is interest bearing loan at the rate of 13.5% p.a or a specific predefined return whichever is greater and repayable on March 21, 2023. The due date for repayment is extended up to March 21, 2027.

B Continuum Energy Pte Limited.

- Loan from Continuum Energy Pte Ltd (CEPL) is interest bearing loan at the rate of 14% p.a and repayable in October, 2022. Subsequent to period end CEPL has repaid the loan along with interest in full.

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(All amounts in Indian Rupees millions unless otherwise stated)

7 Deferred tax liability (net)

	As at September 30, 2022	As at March 31, 2022
Deferred tax liability		
Property, plant and equipment: Impact of difference between book depreciation and tax depreciation (refer note i and ii below)	6,132	3,725
Impact of other timing differences	12	-
Gross deferred tax liability	**6,144**	**3,725**
Deferred tax asset		
On carry forward tax losses	3,978	51
On unabsorbed depreciation	577	2,901
Gross deferred tax asset	**4,555**	**2,952**
Net deferred tax liability	**1,589**	**773**

Note:

i) One of the subsidiary of the Group, CGEIPL is eligible for deduction of 100% of taxable income under section 80-IA of the Income Tax Act, 1961 subject to Minimum Alternate Tax (MAT) and avail the said benefit for 10 continuous years out of total 15 years from the year in which they start its commercial operations.

ii) Certain subsidiaries of the Group have created deferred tax asset on unabsorbed depreciation and carry forward tax losses to the extent of deferred tax liability.

8 Other long-term liabilities

	As at September 30, 2022	As at March 31, 2022
Security deposits from customers*	78	75
Capital creditors	157	148
Liability towards premium on redemption of NCDs issued to external parties (refer note 5)	-	343
Interest accrued but not due on borrowings from related parties (refer note 5 and 32)	1,585	1,301
Interest accrued but not due on borrowings	36	-
Deferred forward Premium (refer note 35)	3,269	3,705
Employee share-based payments	247	239
Total	**5,372**	**5,811**

*Security deposits received from customers is interest free and payable at the end of power purchase agreement.

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(All amounts in Indian Rupees millions unless otherwise stated)

9 Provisions

	Non Current		Current	
	As at September 30, 2022	As at March 31, 2022	As at September 30, 2022	As at March 31, 2022
Provision for income-tax, net of advance tax				
Provision for taxation	-	-	12	-
Less : Advance taxes paid (including TDS)	-	-	-	-
	-	**-**	**12**	**-**
Provision for employee benefits				
Provision for gratuity (refer note 29)	28	29	6	6
Provision for leave encashment	-	-	22	19
	28	**29**	**28**	**25**
Other provisions				
Provision towards foreseeable losses (refer below note i)*	-	-	35	283
Provision for litigation and contingencies (refer below note ii)	-	-	35	42
Total	**28**	**29**	**110**	**350**

Note

i Movement for provision towards foreseeable losses:

	As at September 30, 2022	As at March 31, 2022
At the beginning of the period / year	283	299
Paid during the period / year	(231)	(12)
Reversed during the period / year	(17)	(4)
At the end of the period / year	**35**	**283**

* There are certain long term contracts for which one of the subsidiary anticipates foreseeable losses and accordingly, the subsidiary had created provision for such losses.

ii Provision for litigation and contingencies

	As at September 30, 2022	As at March 31, 2022
At the beginning of the period / year	42	37
Arising during the period / year	-	12
Utilised / transferred during the period / year	(7)	(7)
At the end of the period / year	**35**	**42**

10 Short-term borrowings

	As at September 30, 2022	As at March 31, 2022
Working capital (secured)		
From banks (refer notes below)	-	2,286
Current maturities of long-term borrowings	3,663	3,277
Total	**3,663**	**5,563**

Notes:

i) Salient terms and security of working capital facility as at September 30, 2022.

Indian Restricted Group, comprises of Bothe, DJEPL, UUPPL, Watsun, Trinethra and RTPL has availed working capital facility from IndusInd Bank Limited amounting to INR 2,560, out of which INR Nil (March 31, 2022 : 2,282) was drawn as working capital. Group has also utilised non fund based facility of INR 247 (March 31, 2022 : 237) against various bank guarantee issued in favour of Discoms.

1 First ranking charge by way of hypothecation over present and future current assets of Indian Restricted Group as more particularly set out in, and in accordance with the terms of, the Deed of Hypothecation but excluding the Issue Proceeds Escrow Account, Debt Service Reserve Account, Senior Debt Restricted Amortization Account, Restricted Surplus Account.

2 A first ranking charge in accordance with the terms of the Deed of Hypothecation, over certain Trust and Retention Accounts as defined under the facility agreement:

3 Second charge by way of mortgage over the moveable (other than current assets) and immovable assets (both present and future) of Indian Restricted Group, in connection with the Project (including leasehold rights, but excluding immovable property in respect of which only a right to use has been provided), in each case, as more particularly identified in, and in accordance with the terms of, the Mortgage Documents;

4 Second charge on the Pledged Shares of Indian Restricted Group entities held by CGEIPL in accordance with the terms of the Share Pledge Agreement, in case of Watson, it is 51% of the share capital of Watsun;

5 Non disposal undertaking (NDU) is issued in respect of NDU shares as defined in the facility agreement signed with working capital lender.

6 Second ranking charge over the Power Purchase Agreements entered into by Indian Restricted Group, Insurance Contracts and other project documents entered into by the Borrower in relation to the Project, in accordance with the terms of the Deed of Hypothecation.

7 Second ranking charge over the Senior Debt Enforcement Proceeds Account, in accordance with the terms of the Deed of Hypothecation; and

8 Guarantee issued by each Indian Identified Entities in favour of security trustee for the benefit of working capital lender.

9 The above facility carries an interest rate of one year MCLR plus 0.30% p.a.

The Indian Restricted group have taken working capital facility from IndusInd Bank Ltd (IBL) on the basis of security of current assets in respect to which stock statement is filed with bank. The stock statement are in agreement with trade receivable as per books of accounts at the end of June 2022, at the end of September 2022 . A reconciliation of stock statement with trade receivable as per books of accounts as on September 2022 has been disclosed below:

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NOTES TO THE UNAUDITED SPECIAL PURPOSE CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED SEPTEMBER 30, 2022

(All amounts in Indian Rupees millions unless otherwise stated)

Particulars	As at September 30, 2022	As at March 31, 2022
Trade Receivables as per Stock Statement submitted to IBL **(A)**	4,141	4,368
Add: Generation Based Incentive (GBI)* **(B)**	277	119
Trade Receivable as per Financial Statements (A+B)**	**4,418**	**4,487**

*As per sanction letter with IBL, only receivable from discoms and corporates to be considered while arriving at trade receivables, therefore receivable of GBI income excluded from Trade receivable while submitting stock statement to IBL.

**Trade receivables as per financial statements includes non current trade receivables of INR 1,114 (March 31, 2022 INR Nil) as disclosed in note 16 and current trade receivables of INR 3,304 (March 31, 2022 INR 4,487) as disclosed in schedule 17.

ii) Salient terms and security of working capital facility of Continuum TN as at September 30, 2022.

Continuum TN has availed working capital facility from ICICI Bank Limited amounting to INR 78, out of which INR Nil (March 31, 2022; 4) was drawn as working capital.

1 First Pari passu charge by way of mortgage in a form and manner acceptable over all the borrower's immovable properties (in case of leased land, mortgage of leasehold right).

2 First Pari passu charge on the Borrower's operating cash flows, book debts, receivables, commissions, revenues of whatsoever nature and wherever arising of the Borrower.

3 First Pari passu charge on the Trust and Retention Account (excluding Debt Service Reserve Account of 2 Quarter(s) of principal & interest payment (DSRA) in favour of PFC), any letter of credit and other reserves and any other bank accounts of the Borrower wherever maintained, both present and future pertaining to the Project.

4 First Pari passu charge by way of hypothecation, in a form and manner acceptable over all the borrower's movable properties and assets, including plant and machinery, machinery spares, equipment, tools and accessories, furniture, fixtures, vehicles, and all other movable assets, both present and future, intangible, goodwill, uncalled capital, present and future relating to Project of the Borrower;

5 Borrower to maintain 1 quarter interest liability under DSRA (Lien marked FD) with ICICI Bank for the entire sanctioned WC limits.

6 Corporate Guarantee from Continuum Green Energy Ltd., Singapore for entire quantum and tenor of the working capital facility.

7 Interest rate for ICICI Bank Ltd is I-MCLR + 2.55 % p.a.

8 Loan is repayable on demand.

iii) Salient terms and security of working capital facility of Kutch as at September 30, 2022.

Kutch has availed fund based working capital facility from ICICI Bank Limited amounting to INR 40, which was undrawn as at September 30, 2022.

Kutch has availed non-fund based SBLC facility from ICICI Bank Limited amounting to INR 45, out of which INR 45 was utilised as at September 30, 2022.

1 Pari passu first charge by way of mortgage in a form and manner acceptable over all the borrower's immovable properties (in case of leased land, mortgage of leasehold right) and pari passu first charge on the borrower's operating cash flows, book debts, receivables, commissions, revenues of whatsoever nature and wherever arising of the borrower and pari passu first charge on the trust and retention account (excluding debt service reserve account of principal & interest payment (DSRA) in favour of PFC), any letter of credit and other reserves and any other bank accounts of the borrower wherever maintained, both present and future pertaining to the project;

2 Pari passu first charge by way of hypothecation, in a form and manner acceptable over all the borrower's movable properties and assets, including plant and machinery, machinery spares, equipment, tools and accessories, furniture, fixtures, vehicles, and all other movable assets, both present and future, intangible, goodwill, uncalled capital, present and future relating to project of the borrower;

3 Borrower to maintain 1 quarter interest liability under DSRA or in the form of FD lien marked with ICICI Bank.

4 CGEL, Singapore has given Corporate Guarantee for entire quantum and tenor of working capital facility.

iv) Working capital facility of CTRPL as at September 30, 2022.

CTRPL has availed fund based working capital facility from HDFC Bank Limited amounting to INR 150 which was undrawn as at September 30, 2022.

CTRPL has availed non- fund based SBLC facility from HDFC Bank Limited amounting to INR 160 out of which INR 138 was utilised as at September 30, 2022.

Salient terms of working capital facility:

1 First Pari passu charge by way of mortgage over all the borrower's immovable properties, both present and future along with term lender.

2 First Pari passu charge by way of hypothecation over all the borrower's movable properties and assets, including plant and machinery, machinery Spares, equipment, tools and accessories, furnitures, fixtures, vehicles, and all other movable assets, both present and future along with term lender.

3 First Pari passu charge on the borrower's uncalled capital, operating cash flows, book debts, receivables commission, revenues of whatsoever nature and wherever arising of the borrower, both present and future along with term lender.

4 First Pari passu charge on the Trust and Retention Account (TRA), any letter of credit and other reserves and any other bank accounts of the borrower, both present and future along with term lender except for DSRA.

5 Corporate Guarantee (CG) of Continuum Green Energy Limited, Singapore (CGEL). CG would be valid;
(i) till Power Curve Guarantee Test (PCGT)/ Power Guarantee Test (PGT) for the entire Project i.e.199.9 MW (99.90 MW Wind and 100 MWAC / 140 MWDC solar capacity) is completed, to the satisfaction of Lenders, or in case of shortfall, damages are recovered from the EPC Contractor in accordance with the EPC Contract,
(ii) till not less than 2 (two) year of successful operation in adherence to EBITDA and/or generation as per Banking Base Case, to the satisfaction of Lenders,
(iii) till the time all the Securities are created and perfected in the favour of the Lender.

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CONTINUUM GREEN ENERGY LIMITED

(All amounts in Indian Rupees millions unless otherwise stated)

11 Trade payables and other current liabilities

	As at September 30, 2022	As at March 31, 2022
Trade payables	338	412
	338	**412**
Other liabilities :		
Capital creditors	1,308	2,267
Interest accrued but not due on borrowings (refer note 5)	45	297
Interest accrued but not due on working capital	0	17
Interest accrued but not due on NCDs issued to external parties (refer note 5)	1,070	2
Statutory dues payable*	13	69
Deferred forward premium (refer note 35)	1,173	1,528
Security deposits	9	9
Others	10	11
Total	**3,628**	**4,200**

* Includes tax deducted at source, employees provident fund, employees profession tax, Goods and Services Tax (GST) and Employees State Insurance Corporation.

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12 Tangible assets

Particulars	Land*	Buildings	Plant and equipment**	Furnitures and fixtures	Vehicles	Office equipments	Computer	Total
Cost								
As at April 1, 2021	**1,574**	**12**	**51,215**	**8**	**1**	**7**	**17**	**52,834**
Additions	194	-	3,706	2	3	0	7	3,912
Sales/disposal/adjustments	0	-	-	-	0	0	1	1
As at March 31, 2022	**1,768**	**12**	**54,921**	**10**	**4**	**7**	**23**	**56,745**
Additions	231	1	9,470	1	-	0	3	9,706
Sales/disposals/adjustments	-	-	0	1	0	1	1	3
As at September 30, 2022	**1,999**	**13**	**64,391**	**10**	**4**	**6**	**25**	**66,448**
Depreciation								
As at April 1, 2021	**11**	**2**	**9,476**	**6**	**1**	**6**	**14**	**9,516**
Charge for the year	10	1	2,051	1	0	0	4	2,067
Sales/disposals/adjustments	-	-	-	-	-	-	0	0
As at March 31, 2022	**21**	**3**	**11,527**	**7**	**1**	**6**	**18**	**11,583**
Charge for the period	5	0	1,138	1	0	1	3	1,148
Sales/disposals/adjustments	-	-	0	1	0	1	1	3
As at September 30, 2022	**26**	**3**	**12,665**	**7**	**1**	**6**	**20**	**12,728**
Net block								
As at March 31, 2022	**1,747**	**9**	**43,394**	**3**	**3**	**1**	**5**	**45,162**
As at September 30, 2022	**1,973**	**10**	**51,726**	**3**	**3**	**(0)**	**5**	**53,721**

Note:

*Gross block of Land: Bothe held certain parcel of land by way of registered agreement to sale or irrevocable registered power of attorney or both amounting to INR 189 (March 31, 2022; INR 189). It also includes leasehold land in Trinethra of INR 91 (March 31, 2022; 94), RTPL of INR 25 (March 31, 2022; 26), Kutch of INR 32 (March 31, 2022; 32), CTRPL of INR 33 (March 31, 2022; INR Nil) and CTN of INR 77(March 31, 2022; INR 69) and freehold land of INR 1,670(March 31, 2022; INR 1,527).

**The finance cost net capitalized during the year includes interest expenses of INR 136 (March 31, 2022; INR 5) and other borrowing cost of INR 7 (March 31, 2022; INR 0) .

**Plant and equipment includes Plant and machinery - Wind Turbine Generator (WTG), Solar Panels including inverters and related assets, Networking Equipment, Sub Station, 33KV Line and other enabling assets.

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(All amounts in Indian Rupees millions unless otherwise stated)

13 Goodwill

Particulars	Amount
Cost	
As at April 01, 2021	**391**
Additions	-
Sales/disposals/adjustments/ impairment	-
As at March 31, 2022	**391**
Additions	-
Sales/disposals/adjustments/ impairment	-
As at September 30, 2022	**391**
Amortization	
As at April 01, 2021	-
Amortisation for the year	-
Sales/disposals/adjustments/ impairment	-
As at March 31, 2022	-
Amortisation for the period	-
Sales/disposals/adjustments/ impairment	-
As at September 30, 2022	-
Net block	
As at March 31, 2022	**391**
As at September 30, 2022	**391**

14 Capital work- in- progress

	As at September 30, 2022	As at March 31, 2022
Capital work-in-progress	13,865	16,346
Total	**13,865**	**16,346**

15 Loans and advances

Unsecured, considered good unless stated otherwise

	Non-current		Current	
	As at September 30, 2022	As at March 31, 2022	As at September 30, 2022	As at March 31, 2022
Capital advances	3,987	404	-	-
Security deposit	175	178	1	99
	4,162	**582**	**1**	**99**
Advance recoverable in cash or in kind				
Loans and advances to related parties (refer below note i and note 32)	510	510	-	-
Advances recoverable from vendor	-	-	125	17
Other advances	100	104	75	116
	610	**614**	**200**	**133**
Other loans and advances				
Advance income tax (net of provision for tax)	385	85	-	-
Prepaid expenses	17	3	220	223
Balance with statutory/ government authorities	9	41	-	-
Others	-	-	22	11
	411	**129**	**242**	**234**
Total	**5,183**	**1,325**	**443**	**466**

Note:

i) Loan given to Skyzen Infrabuild Private Limited (SIPL) amounting to INR 510 (March 31, 2022: INR 510) is repayable on or before October 9, 2025 along with predefined interest amounts. Subsequent to period end, in November 2022, the loan amount of INR 510 and interest accrued thereon is repaid by Skyzen Infrabuild Private Limited.

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CONTINUUM GREEN ENERGY LIMITED

16 Other non-current asset

Unsecured, considered good unless stated otherwise

	As at September 30, 2022	As at March 31, 2022
Fixed deposit with remaining maturity for more than 12 months (refer note 18)*	666	618
Unamortised ancillary borrowing cost	874	840
Interest on unsecured loans receivable (refer note 32)	215	166
Derivative contract assets (refer note 35)	6,048	5,247
Accrued interest on overdue trade receivables (refer note i)	87	-
Long term trade receivable (refer note iv)	1,114	-
	9,004	**6,871**
Unbilled revenue		
Unbilled revenue (refer note ii)	401	365
Allowance for doubtful unbilled revenue (refer note iii)	(106)	(225)
	295	**140**
Total	**9,299**	**7,011**

Notes:

* Includes deposits amounting to INR 258 (March 31, 2022; INR 187) on which lien has been marked against bank guarantee and letter of credit issued by various banks.

i Government of India ("GoI") has notified the Late Payment Surcharge Rules, 2022 ("LPS 2022") on June 03, 2022. As per LPS 2022, discoms had an option, which was to be exercised by July 02, 2022 to reschedule all outstanding dues as on June 03, 2022, plus late payment surcharge calculated till that date, into certain number of equal monthly instalments payable on 5th of each calendar month starting from August 2022. Madhya Pradesh Power Management Company Limited (MPPMCL) has exercised an option on July 01, 2022 and rescheduled the dues into 40 equal monthly instalments covering all outstanding dues upto June 03, 2022. Accordingly, in line with accounting standards, monthly instalments receivable after 12 months of the end of the period have been classified as non-current.

ii

Out of 199.7 MW capacity, Wind Energy Purchase Agreements (WEPA) have been signed between Bothe and Maharashtra State Electricity Distribution Company Limited (MSEDCL) for 193.4 MW. Due to delay in implementation of policy for renewable energy by the state government and also due to delay in receipt of registration certificates from Maharashtra Energy Development Agency (MEDA) against 3 WTGs, a pre-requisite for execution of WEPAs, WEPAs are not executed for 6.3 MW capacity of these 3 WTGs. Upon receipt of registration certificates, Bothe approached MSEDCL for signing of PPAs towards these WTGs. However, MSEDCL had taken a contrary & arbitrary view and rejected Bothe's valid application for signing PPAs.

Bothe approached MERC where Bothe has received partial favourable order, pursuant to which Bothe has received collection of INR 91 lacs against generation till March 31, 2017 in financial year 2021-22. Bothe has challenged MERC Order in Appellate Tribunal for Electricity (APTEL). Bothe has received a favourable judgement from APTEL where APTEL has upheld the matter and directed MSEDCL to:

i. immediately sign 6.3 MW PPA with Bothe effective from application date for MEDA registration;

ii. to pay tariff at Average Power Purchase Price (APPC) for the power supplied from the date of commissioning till application date for MEDA registration and

iii. to sign PPA w.e.f MEDA registration application date at the rate approved by MERC for WTGs commissioned in financial year 2014-15.

Subsequent to period end, in November 2022; MH Discom has been granted interim stay by Honourable Supreme Court against the APTEL judgment, however the Honourable Supreme Court has directed MSEDCL;

i. to deposit INR 300 with the Honourable Supreme Court;

ii. to pay Bothe for the electricity supplied to MH Discom at the rate of INR 3.5 / kWh and to deposit the differential amount with the Honourable Supreme Court on bi-monthly basis

The Group believes that as per the judgement pronounced by APTEL vide order dated August 18, 2022; direction given by Honourable Supreme Court , other facts mentioned above and as per legal opinion of the lawyers, Bothe is rightfully eligible for revenues towards 6.3 MW capacity at MERC stipulated tariff. However, considering that counterparty has approached the higher judicial authority, the Group has recognised the unbilled revenue till balance sheet date at APPC rate and reversed excess provision of INR 119.

	As at September 30, 2022	As at March 31, 2022
iii **Movement in Allowance for doubtful unbilled revenue**		
At the beginning of the period/year	225	176
Arising during the period/year	-	49
Utilised/reversed during the period/year	(119)	-
At the end of the period/year	**106**	**225**

iv The long term trade receivables is outstanding from due date of payment for a period of 6 months amounting to INR 446 (March 31, 2022; Nil) for the period 1-2 years amounting to INR 668 (March 31, 2022; Nil).

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(All amounts in Indian Rupees millions unless otherwise stated)

17 Trade receivables

	As at September 30, 2022	As at March 31, 2022
Trade receivables-unsecured, considered good	3,345	4,513
Total	**3,345**	**4,513**

18 (a) Cash and bank balances

	As at September 30, 2022	As at March 31, 2022
Cash and cash equivalent		
Cash in hand	-	-
Balances with banks :		
- Current account	2,299	718
- Deposits with original maturity of less than 3 months	8,322	4,563
Total	**10,621**	**5,281**

18 (b) Other bank balance

	As at September 30, 2022	As at March 31, 2022
- Deposits with remaining maturity upto a period of 12 months*	13,827	3,237
- Deposits with remaining maturity for more than 12 months	666	618
	14,493	3,855
Amount disclosed under other non-current assets (refer note 16)	(666)	(618)
Total	**13,827**	**3,237**

Notes:

* Includes deposits amounting to INR 138 (March 31, 2022; INR 407) on which lien has been marked against bank guarantee and letter of credit issued by various banks.
* Deposits includes deposits created towards Debt Service Reserve Account as required under lender's agreement amounting to INR 70 (March 31, 2022; INR 64) by CGEIPL, the subsidiary of the company.
* Includes deposits created towards Debt Service Reserve Account as required under debenture trust deed amounting to INR 1,958 (March 31, 2022; INR 2,120) by certain subsidiaries of the Group which includes Bothe, DJEPL, UUPPL, Watsun, Trinethra and RTPL.

19 Other current assets

Unsecured, considered good unless stated otherwise

	As at September 30, 2022	As at March 31, 2022
Accrued income (refer note below)	1,255	675
Accrued interest		
On bank deposits	111	70
Other	2	3
Unamortised ancillary borrowing cost	262	205
Derivative contract assets (refer note 35)	301	127
Accrued interest on overdue trade receivables [refer note 16(i)]	102	-
Other current assets	37	43
Total	**2,070**	**1,123**

Note: Accrued income represents revenue earned as at period / year end and billed to the customers subsequent to the period / year end.

20 Revenue from operations

	For the period ended September 30, 2022	For the period ended September 30, 2021
Revenue from operations		
Sale of electricity	6,525	6,042
Other operating revenue		
Income from Renewable Energy Certificate (REC)	27	27
Generation Based Incentive (GBI)	240	240
Deviation Settlement Mechanism (DSM) income	17	-
Income from sale of verified carbon units (VCUs)	-	58
Revenue loss recovered*	13	-
Total	**6,822**	**6,367**

* During the period, the Group has accounted for revenue loss recovered towards compensation for lower machine availability provided by the O&M contractor as against committed machine availability as per O&M agreement entered with the contractor in one of the subsidiary.

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(All amounts in Indian Rupees millions unless otherwise stated)

21 Other income

	For the period ended September 30, 2022	For the period ended September 30, 2021
Interest income on :		
Bank deposits *	202	136
Advance to vendor	4	3
Unsecured loan to related party (refer note 32)	49	43
Income tax refund	0	0
Overdue trade receivables	375	-
Provision no longer required written back	153	-
Income arising due to liquidated damages	34	-
Insurance claim received	18	27
Miscellaneous income	1	4
Total	**836**	**213**

* Interest income on bank deposits are net of amount capitalised by the Group (refer note 31).

22 Operating and maintenance expenses

	For the period ended September 30, 2022	For the period ended September 30, 2021
Operation and maintenance expenses	464	403
Transmission, open access and other operating charges	604	482
Total	**1,068**	**885**

23 Employee benefits expense

	For the period ended September 30, 2022	For the period ended September 30, 2021
Salary, wages and bonus (refer note below)	237	160
Contribution to provident fund / other fund (refer note 29)	8	7
Gratuity expenses (refer note 29)	3	5
Leave encashment	3	4
Staff welfare expenses	4	4
Total	**255**	**180**

Note:

The Company has issued Phantom Stock Units Option Scheme in Financial Year 2016-17 where units were issued to certain eligible employees of the Group. Refer note 29 for detailed disclosures related to Scheme and expenses recognised as employee benefit expense.

24 Other expenses *

	For the period ended September 30, 2022	For the period ended September 30, 2021
Rent (refer note 28)	17	13
Insurance expense	69	60
Rates and taxes	13	19
Travelling, lodging and boarding	21	12
Legal and professional fees	102	95
Repairs and maintenance plant and machinery	5	1
Repairs and maintenance others	6	9
Provision for litigation and contingencies	0	36
Rebate and discount	5	16
Foreign exchange loss (net)	45	0
Miscellaneous expenses	42	31
Total	**325**	**292**

* Other expenses disclosed are net of amount capitalised by the Group (refer note 31).

25 Finance costs*

	For the period ended September 30, 2022	For the period ended September 30, 2021
Interest on borrowings	570	342
Interest on NCDs	277	352
Interest on CCDs	36	-
Interest on USD senior notes	1,650	944
Forward premium cost	762	855
Redemption premium on NCDs	1,243	168
Other borrowing costs	364	224
Total	**4,902**	**2,885**

* Finance cost are net of amount capitalised by the Group (refer note 31).

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(All amounts in Indian Rupees millions unless otherwise stated)

26 Earnings per share ('EPS')

The following reflects the loss and equity share data used in the basic and diluted EPS computation.

	For the period ended September 30, 2022	For the period ended September 30, 2021
(Loss)/ profit for the period	(1,150)	1,022
Outstanding number of equity shares (nos.)	103,277,882	103,277,882
Weighted average number of equity shares in calculating basic and diluted EPS (nos.)	103,277,882	103,277,882
Nominal value of equity share (USD)	1	1
Basic and diluted EPS (INR)	(11.14)	9.90

27 Segment reporting

The Group is involved in the business of generation and sale of electricity as its primary business activity and accordingly the management believes that it does not carry out any material activity outside its primary business and hence no separate disclosure has been made as per AS 17 for 'Segment reporting'.

28 Leases

Operating lease: Group as lessee

a) The Group have entered into commercial lease on office premises. These leases have an average life of between one to five years with no renewal option included in the contracts. Further, certain subsidiaries have been awarded land for development of windfarm project on lease for period of 20 to 25 years.

b) Operating lease payment recognised in the consolidated statement of profit and loss amounting to INR 17 (September 30, 2021; INR 13) (refer note 24).

c) Future minimum rentals payable under non-cancellable operating leases are as follows:

	For the period ended September 30, 2022	For the period ended September 30, 2021
Within one year	288	234
After one year but not more than five years	820	816
More than five years	3,232	1,406
Total	**4,340**	**2,456**

29 Employee Benefits

a) Defined Contribution Plan

Amount recognised and included in Note 23 "Contribution to Provident and other Funds" - INR 8 (September 30, 2021; INR 7).

b) Defined Benefit Plan

Gratuity is a defined benefit plan under which employees who have completed five years or more of service are entitled to receive gratuity calculated @ 15 days (for 26 days a month) of last drawn salary for number of years of their completed year of service. The gratuity plan is unfunded.

The following table summarises the components of net benefit expense recognised in the consolidated statement of profit and loss and amounts recognised in the consolidated balance sheet:

i) Expenses recognised:

Particulars	For the period ended September 30, 2022	For the period ended September 30, 2021
Current service cost	2	2
Interest cost	2	2
Actuarial (gain) / loss	(1)	1
Net benefit expense	**3**	**5**

ii) Amount recognized in the consolidated balance sheet:

Particulars	As at September 30, 2022	As at March 31, 2022
Present value of defined benefit obligation	34	35
Fair value of plan assets	-	-
Plan liability	**34**	**35**

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(All amounts in Indian Rupees millions unless otherwise stated)

iii) The changes in the present value of the defined benefit obligation are as follows:

Particulars	As at September 30, 2022	As at March 31, 2022
Opening defined benefit obligation	35	34
Current service cost	2	4
Past service cost	-	-
Interest cost on benefit obligation	2	2
Liability transferred in / (out) (net)	0	(5)
Benefits paid	(4)	0
Actuarial (gains) / loss	(1)	0
Closing defined benefit obligation*	**34**	**35**
***Note**		
Current	6	6
Non Current	28	29
Total	**34**	**35**

iv) The principal assumptions used in determining the gratuity obligations are as follows:

Particulars	As at September 30, 2022	As at March 31, 2022
Discount rate	6.70%-7.50%	6.70% - 6.84%
Rate of Salary Increase	10.00%	10.00%
Expected rate of return on planned assets	Not applicable	Not applicable
Rate of employee turnover	12.00%	12.00%
Retirement age	10.00%	60 years
Mortality Rate	Indian Assured lives Mortality (2012-14)	Indian Assured lives Mortality (2012-14)

v) Amount for the current and previous four periods are as follows:

	April to September 2022	April to March 2022	April to March 2021	April to March 2020	April to March 2019
Defined benefit obligation	221.14	204.52	186.80	154.61	105.51
Plan assets	-	-	-	-	-
Surplus/ (Deficit)					
Experience adjustment on plan liabilities	221.14	204.52	186.80	154.61	105.51
Experience adjustment on plan assets	12.47	3.69	3.09	14.12	8.43

The estimates of future salary increases, considered in actuarial valuation take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

30 Phantom Stock Units Option Scheme (PSU)

Continuum Green Energy Ltd. - Phantom Stock Units Option Scheme 2016 (PSU 2016 or Scheme):

PSUOS 2016 was approved by the Board of Directors which was made effective from 19 July 2016. Under the terms of the Scheme, up to 3 million of PSU options were made available to eligible employees of the Group. As at September 30, 2022, 1.2 million units (March 31, 2022 : 1.4 million units) have been vested under this Scheme.

Accordingly to the Scheme, the employee selected by the Board from time to time will be entitled to units as per the grant letter issued by the Board, subject to the satisfaction of prescribed vesting conditions.

The expense recognised for employee services received during the period/year is shown in the following table:

Particulars	For the period ended September 30, 2022	For the period ended September 30, 2021
Expense arising from cash-settled share-based payment transactions	8	2
	8	**2**

Note

The scheme has been made effective from 19 July 2016 and options granted under this scheme would vest in pre-defined percentage basis upon completion of years of services and as at September 30, 2022, all options has already vested basis above criteria with the weighted average exercise price as at September 30, 2022 is INR 121/- (March 31, 2022 : INR 120/-) per option

The movement of options outstanding under Phantom Stock Units Option Scheme are summarised below :

Particulars	As at September 30, 2022		As at March 31, 2022	
	Exercise Price (INR)	No. of Options	Exercise Price (INR)	No. of Options
Outstanding at the beginning of the period / year	120	1.4	122	1.7
Granted during the period /year	-	-	166	0
Exercised during the period /year	113	0.2	134	0.3
Outstanding at the end of the period/year	**121**	**1.2**	**120**	**1.4**

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(All amounts in Indian Rupees millions unless otherwise stated)

31 Capitalisation of expenditure

During the period, the Group has capitalised the following expenses of revenue nature to the cost of property, plant and equipment/ capital work-in-progress (CWIP). Consequently, expenses disclosed under the respective notes else where in these consolidated financial statements are net of amounts capitalised by the Group.

	For the period ended September 30, 2022	For the period ended September 30, 2021
Application fees	3	1
Insurance expense	10	-
Finance cost (net of interest income)	526	79
Legal and professional fees	23	10
Rates and taxes	6	2
Security expenses	9	-
Site development expenses	2	1
Rent expense	7	9
Travelling, lodging and boarding	6	1
Miscellaneous expense	22	1
Total	**614**	**104**

32 Related party disclosure

a) **Names of the related parties and related party relationship**

Related parties where control exists :

Shareholders :	Clean Energy Investing Limited, Singapore (Holding Company)	
	Continuum Energy Pte. Limited., Singapore	
Enterprise over which key managerial person have significant influence :	Skyzen Infrabuild Private Limited	
	Sandhya Hydro Power Projects Balargha Private Limited	
Key management personnel :	Arvind Bansal	Director of CGEL & CGEIPL Chief Executive Officer of CGEIPL
	Simon Luke Walker	Director of CGEL
	Pan Peiwen	Director of CGEL, CEAPL & CELPL
	Peter Farley Mitchell	Director of CGEL
	Vikash Saraf	Director of CGEL
	Arno Kikkert	Director of CGEL, CEAPL, CELPL & CGEIPL
	N V Venkataramanan	Chief Operating Officer of CGEIPL
	Marc Maria Van't Noordende	Director of CGEL, CEAPL & CELPL
	Tarun Bhargava	Chief Financial Officer of CGEIPL (upto Sept. 08, 2021)
	Gautam Chopra	Vice President - Project Development of CGEIPL
	Ranjeet Kumar Sharma	Vice President - Projects - Wind Business of CGEIPL (upto July. 31, 2022)
	Raja Parthasarathy	Director of CGEIPL
Relatives of key management personnel :	Anjali Bansal	Vice President - Human Resource of CGEIPL

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CONTINUUM GREEN ENERGY LIMITED

(All amounts in Indian Rupees millions unless otherwise stated)

b) **Related party transactions**

Transactions	Holding company / Shareholders	KMP/Relatives of KMP / Enterprises over which KMP has significant influence	Total
Transactions during the period			
Interest income on loan :			
Skyzen Infrabuild Private Limited	-	49	49
	-	(43)	(43)
Reimbursement of expenses incurred on behalf of the Group by			
Arvind Bansal	-	1	1
	-	(0)	(0)
Tarun Bhargava	-	-	-
	-	(0)	(0)
N V Venkataramanan	-	0	0
	-	(0)	(0)
Gautam Chopra	-	0	0
	-	(0)	(0)
Ranjeet Kumar Sharma	-	0	0
	-	-	-
Remuneration paid (refer note below)			
Arvind Bansal	-	52	52
	-	(16)	(16)
Gautam Chopra	-	5	5
	-	(4)	(4)
Ranjeet Kumar Sharma	-	27	27
	-	(5)	(5)
Anjali Bansal	-	3	3
	-	(3)	(3)
NV Venkataramanan	-	15	15
	-	(12)	(12)
Tarun Bhargava	-	-	-
	-	(25)	(25)
Interest expenses during the period:			
Clean Energy Investing Limited	159	-	159
	(132)	-	(132)
Continuum Energy Pte. Limited	50	-	50
	(44)	-	(44)
Closing balances at the period / year end			
Intercorporate borrowings receivable			
Skyzen Infrabuild Private Limited	-	510	510
	-	(510)	(510)

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CONTINUUM GREEN ENERGY LIMITED

(All amounts in Indian Rupees millions unless otherwise stated)

Transactions	Holding company / Shareholders	KMP/Relatives of KMP / Enterprises over which KMP has significant influence	Total
Intercorporate borrowings payable			
Clean Energy Investing Limited	1,468	-	1,468
	(1,365)	-	(1,365)
Continuum Energy Pte. Limited	303	-	303
	(303)	-	(303)
Interest on intercorporate borrowings receivable			
Skyzen Infrabuild Private Limited	-	215	215
	-	(166)	(166)
Interest on intercorporate borrowings payable			
Clean Energy Investing Limited	1,141	-	1,141
	(908)	-	(908)
Interest on intercorporate borrowings payable			
Continuum Energy Pte. Limited	444	-	444
	(393)	-	(393)
Other receivables:			
Sandhya Hydro Power Projects Balargha Private Limited	-	1	1
	-	(1)	(1)

(Previous period's / year's figure in brackets)

Note:

i) Remuneration does not include provisions made for gratuity and leave benefits, as they are determined for the Group as a whole. Further, PSU options granted to KMPs under PSUOS 2016 (refer note 29) are not included in above remuneration. As at September 30, 2022, the PSU options granted to KMPs were 0.83 million units (March 31, 2022 0.96 million units).

33 Capital and other commitments

Capital and other commitments remaining to be executed as on September 30, 2022 is INR 16,173 (March 31, 2022; INR 9,032).

34 Contingent liabilities

	As at September 30, 2022	As at March 31, 2022
i) Income tax demand	5	5
Total	**5**	**5**

The Group is contesting the demand and the management believes that the ultimate outcome of this proceeding will not have a material adverse effect on the Group's financial position and results of operations.

35 Hedging activities and derivatives

Contracts designated as Cash flow hedges

During the year ended March 31, 2021, CELPL, preparing its books in USD (as its functional currency), hedged the foreign currency exposure risk related to its investments in Restricted Group entities denominated in INR through call spread option for principal repayment proceeds and cross currency swap for coupon payments ("together referred to as derivative financial instruments"). These derivative financial instruments are not entered for trading or speculative purposes.

CELPL documented each hedging relationship and assessed its initial effectiveness on inception date and the subsequent effectiveness is being tested on a quarterly basis using dollar offset method. CELPL uses the Swap pricing model based on present value calculations and option pricing model based on the principles of the Black-Scholes model to determine the fair value of the derivative instruments. These models incorporate various market observable inputs such as underlying spot exchange rate & forward rate, the contracted price of the respective contract, the term of the contract, the implied volatility of the underlying foreign exchange rates and the interest rates in respective currency. The changes in counterparty's or CELPL's credit risk had no material effect on the hedge effectiveness assessment for derivatives designated in hedge relationship and the value of other financial instruments recognised at fair value. The hedge contracts were effective as of September 30, 2022.

During the period ended September 30, 2022, CEAPL, preparing its books in USD (as its functional currency), hedged the foreign currency exposure risk related to its investments in CGEIPL denominated in INR through call spread option for principal repayment proceeds ("together referred to as derivative financial instruments"). These derivative financial instruments are not entered for trading or speculative purposes.

CEAPL documented each hedging relationship and assessed its initial effectiveness on inception date and the subsequent effectiveness is being tested on a quarterly basis using dollar offset method. CEAPL uses the Swap pricing model based on present value calculations and option pricing model based on the principles of the Black-Scholes model to determine the fair value of the derivative instruments. These models incorporate various market observable inputs such as underlying spot exchange rate & forward rate, the contracted price of the respective contract, the term of the contract, the implied volatility of the underlying foreign exchange rates and the interest rates in respective currency. The changes in counterparty's or CEAPL's credit risk had no material effect on the hedge effectiveness assessment for derivatives designated in hedge relationship and the value of other financial instruments recognised at fair value. The hedge contracts were effective as of September 30, 2022.

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CONTINUUM GREEN ENERGY LIMITED

NOTES TO THE UNAUDITED SPECIAL PURPOSE CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD ENDED SEPTEMBER 30, 2022

(All amounts in Indian Rupees millions unless otherwise stated)

Derivative financial instruments

The fair value of the CELPL and CEAPL derivative position recorded under derivative assets and derivative liabilities are as follows:

	As at September 30, 2022		As at March 31, 2022	
	Assets	Liabilities	Assets	Liabilities
Cash flow hedge*				
Non current				
Derivate contract asset:				
Call spread option	6,048	-	5,247	-
Cross currency swap	-	-	-	-
	6,048	**-**	**5,247**	**-**
Current				
Derivate contract asset:				
Call spread option	301	-	127	-
Cross currency swap	-	-	-	-
	301	**-**	**127**	**-**
Non current				
Deferred premium liability				
Call spread option	-	3,424	-	3,679
Cross currency swap	-	(92)	-	26
	-	**3,332**	**-**	**3,705**
Current				
Deferred premium liability				
Call spread option	-	1,285	-	1,341
Cross currency swap	-	(19)	-	187
	-	**1,266**	**-**	**1,528**

* Refer consolidated statement of profit and loss, reserves and surplus and hedge reserve under note 4 for the changes in fair value of derivative financial instrument.

* CELPL has issued 4.5% USD senior notes on February 9, 2021 and CEAPL has issued senior secured floating notes on July-22 and August-22 and invested proceeds, net of issue expenses, in Non-Convertible Debentures (NCD) and External Commercial borrowings (ECB) in Indian rupees (INR) issued by certain subsidiaries which have been eliminated while preparing these consolidated financial statements. Both CELPL and CEAPL have entered into derivative contracts to mitigate the risk arising from cash flow volatility due to foreign exchange fluctuations on principal repayments of NCD and ECB and interest thereon, as applicable which is accounted as per Cash Flow hedge accounting model.

36 Exceptional item

During the period, one of the project of the group has witnessed very heavy rains and flood, as a result of which one of the tower of transmission line collapsed. The Group has incurred cost of INR 92 towards repair/ restoration of collapsed tower & line along with other expenses. As these costs are one time and non-recurring in nature, same has been disclosed as an exceptional item.

37 Amount less than INR 0.5 appearing in Unaudited Special Purpose Consolidated Interim Financial Statements are disclosed as "0" due to presentation in millions.

38 Previous year / period comparatives

Previous year / period figures have been regrouped / reclassified, where ever necessary, to conform to current period /year classification.

As per our report of even date.

For Deloitte Haskins & Sells LLP
Chartered Accountants

Mehul Parekh
Partner

Place : Mumbai
Date : December 23, 2022

For and on behalf of the Board of Directors of
Continuum Green Energy Limited

Nishit Shah
General Manager: Finance & Accounts

Place : Singapore
Date : December 23, 2022

Pan Peiwen
Director

Place : Singapore
Date : December 23, 2022

CONTINUUM GREEN ENERGY LIMITED