

Waaree Energies Limited

**Annual Report for the
Year Ended 31st March, 2019**

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INDEPENDENT AUDITOR'S REPORT

To the Members of Waaree Energies Limited

Report on the Audit of the Standalone Ind AS Financial Statements

Opinion

We have audited the standalone Ind AS financial statements of Waaree Energies Limited ("the Company"), which comprise the balance sheet as at 31st March 2019, and the statement of Profit and Loss, (Including Other Comprehensive Income) and statement of cash flows and statement of changes in equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements gives the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including Indian Accounting Statements ("Ind AS"), of the state of affairs of the Company as at March 31, 2019, and profit/loss, (Financial performance including other comprehensive income) its cash flows and changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone Ind AS financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

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Sr. No.	Key Audit Matter	Auditor's Response
1	<p><u>Contingent assets with regards to certain percentage of sale consideration on disposal of investments held in the nature of wholly owned subsidiary.</u></p> <p>During the year, the company has disposed of its investments held in the wholly owned subsidiary company. As per the terms of the Share Purchase Agreement and its amendment Rs. 420.57 millions will be withheld by the buyer towards the closure of pending obligations and other litigations in such subsidiary. The Company has recognised Rs. 158.00 million on the basis of certainty and the balance amount of Rs. 262.57 million will be recognised by the company on successful closure of such obligations and/or litigation which are contingent in nature. Till that time the company has considered it as Contingent Assets and has not recognised it as income.</p>	<p>Our audit approach in this regards was as follow:</p> <ul style="list-style-type: none"> • Received and reviewed the agreement(s) entered between both the parties. • Reviewed the status of the obligations and/or the litigation matters covered under the agreement(s). • Evaluated the assumptions provided by the company regarding possible closure of the obligations and the outcome of the ongoing litigation(s). • Subsequent position till the closure of financials is also evaluated for the open positions.

Information Other than the Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the management discussion and analysis Board's Report, Report on Corporate governance and Business Responsibility report but does not include the consolidated financial statement, standalone financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone Ind AS Financial Statements



statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

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

2. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also :
 - Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

 - Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.



- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
3. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
4. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
5. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

- 1 As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "**Annexure A**" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2 As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.



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(c) The Standalone financial statements dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid standalone Ind AS financial statements comply with the Accounting Standards/ Ind AS as specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending obligations and/or litigations on its financial position in its standalone Ind AS financial statements – Refer Note 40 to the standalone Ind AS financial statements;

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

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

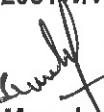
3 In respect of companies where managerial remuneration is as per section 197 :

As required by Section 197(16) of the Act, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under Section 197 read with Schedule V to the Act.

For S G C O & Co. LLP

Chartered Accountants

FRN. 112081W/W100184


Suresh Murarka

Partner

Mem. No. 44739



Place: Mumbai

Date: 28th May 2019

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Annexure "A" to Independent Auditor's Report

Annexure referred to in Paragraph 1 of "Report on Other Legal and Regulatory Requirements" of our Report of even date on the accounts of **Waaree Energies Limited** for the year ended 31st March 2019.

As required by the Companies (Auditors Report) Order, 2016 and according to the information and explanations given to us during the course of the audit and on the basis of such checks of the books and records as were considered appropriate we report that:

- (i) a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.

b) As explained to us, the fixed assets have been physically verified by the management in accordance with a phased programme of verification, which in our opinion is reasonable, considering the size of the Company and the nature of its assets. In accordance with this program certain fixed assets were verified during the year. The frequency of verification is reasonable and no discrepancies have been noticed on such physical verification.

c) According to the information and explanations given to us and on the basis of our examination of records of the Company, the title deeds of immovable properties are held in the name of the Company, except *freehold land amounting to Rs 2.92 million in respect of which agreement is not yet registered*.

(ii) The inventories have been physically verified by the management during the year at reasonable intervals. Discrepancies noticed on physical verification of inventories as compared to book records were not material and have been properly dealt with in the books of account.

(iii) a) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that the terms and conditions of loans granted by the company to nine parties covered in the register maintained under section 189 of the Companies Act, 2013, (total loan amount granted during the year Rs 702.67 million and balance outstanding as at balance sheet date Rs 676.62 million) are not prejudicial to the company's interest, except two parties where the loan granted is interest free.

b) The terms of arrangements do not stipulate any repayment schedule and the loans are repayable on demand. Accordingly, paragraph 3(iii)(b) of the Order is not applicable to the Company in respect of repayment of the principal amount;

c) There are no overdue amounts in respect of such loans.

(iv) a) In our opinion and according to the information and explanation given to us, the Company has directly/ indirectly granted loan to six parties in whom the directors are interested which is not in compliance with section 185 of the Act. With regards to loans provided the maximum outstanding during the year is Rs. 1027.72 million and balance outstanding as at balance sheet date is Rs.641.53 million.



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- b) With regards to loan, investments in securities, guarantees provided to other body corporates after enforcement of section 186 of the Act, the Company has complied with the provisions of section 186 of the Act, except that in case of loan granted to two parties interest has not been charged as per the rates prescribed in the said section, details of the same is stated below.

(Amount in million)

Name of Company/Party	Amount Involved	Balance as at 31 st March 2019	Remarks, if any
Blue Rays Solar Private Limited (Wholly owned subsidiary)	451.29	278.19	Interest free loan given
Rasila International Pte Ltd (Wholly owned subsidiary)	9.33	3.46	Interest free loan given

- (v) The Company has not accepted any deposits from the public.
- (vi) As per explanation & information given to us, the Central Government has prescribed for the maintenance of cost records which have been maintained as required under section 148 (1) of the Companies Act, 2013.
- (vii) a) Accordingly to the records of the Company, the undisputed statutory dues including Provident Fund, Income tax, Sales tax, Wealth tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax and Cess, to the extent applicable to the Company, have been regularly deposited with the appropriate authorities. According to the information and explanations given to us, there are no undisputed amount payable in respect of such statutory dues which have remained outstanding as at 31st March, 2019 for a period more than six months from the date they became payable.
- b) According to the information and explanations given to us, disputed dues of Income Tax, Sales Tax, Service Tax, Duty of Custom, Duty of Excise, and Value Added Tax which have not been deposited on account of disputes with the related authorities are as under.

Nature of Liability	Amount (Rs. in millions)	Period to which matter pertains	Forum at which dispute is pending
Gujarat VAT & CST	58.65	FY 2013-14	Deputy commissioner of Sales Tax Surat
Gujarat VAT & CST	16.87	FY 2014-15	Deputy commissioner of Sales Tax Surat
Madhya Pradesh Central Sales Tax	1.95	FY 2013-14	Assistant Commissioner of Commercial Tax Bhopal
Madhya Pradesh Central Sales Tax	19.96	FY 2014-15	Deputy Commissioner of Commercial Tax Bhopal
Maharashtra VAT	7.05	FY 2012-13	Deputy Commissioner of Sales Tax (Appeals) Mumbai
Maharashtra VAT	0.82	FY 2013-14	Deputy Commissioner of Sales Tax (Appeals) Mumbai



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Nature of Liability	Amount (Rs. in millions)	Period to which matter pertains	Forum at which dispute is pending
Rajasthan VAT & CST	0.03	FY 2014-15	Commercial Tax Officer Bikaner
Rajasthan VAT & CST	5.03	FY 2015-16	Commercial Tax Officer Bikaner
Income Tax	4.08	FY 2015-16	Assistant Commissioner of Income Tax
Income Tax	2.92	FY 2016-17	Assistant Commissioner of Income Tax

- (viii) Based on our audit procedures and as per the information and explanations given by the management, the company has not defaulted in repayment of dues to banks and financial institution and dues to debenture holders. The Company has not borrowed any funds from the government.
- (ix) In our opinion and according to the information and explanations given to us, money raised by issuing debentures and term loans has been applied for the purpose it was raised.
- (x) According to the information & explanations given to us, no fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanation given to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandate by the provision of section 197 read with schedule V of the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3 (xii) of the Order is not applicable.
- (xiii) According to the information and explanation given to us and based on our examination of the records of the Company, transactions with related parties are in compliance with of section 177 and 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanation given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with the directors or persons connected with him. Accordingly, paragraph 3 (xv) of the Order is not applicable.



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- (xvi) In our opinion and according to the information and explanation given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For S G C O & Co. LLP

Chartered Accountants

Firm Reg. No. 112081W/W100184


Suresh Murarka

Partner

Mem No : 44739

Place : Mumbai

Date : 28th May 2019



SGCO & CO. LLP

Chartered Accountants

Annexure "B" to the Independent Auditor's Report of even date on the Standalone financial statements of Waaree Energies Limited for the year ended 31st March 2019.

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

We have audited the internal financial controls over financial reporting of Waaree Energies Limited ("the Company") as of March 31, 2019 in conjunction with our audit of the Standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 ("the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal controls based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial control system over financial reporting.



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Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial controls over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For S G C O & Co. LLP
Chartered Accountants
Firm Reg. No. W12081W/W100184

Suresh Murarka
Partner
Mem. No. 44739



Place: Mumbai
Date: 28th May 2019

WAAREE ENERGIES LIMITED
Balance Sheet as at March 31, 2019

(₹ in Millions)

Particulars	Note No.	As at March 31, 2019	As at March 31, 2018
Assets			
Non-current assets			
Property, Plant and Equipment	2	899.26	258.01
Capital work-in-progress	2	-	271.73
Investment property	2	5.09	5.09
Intangible assets	2	37.10	39.84
Intangible assets under development	2	2.14	-
Financial Assets			
Investments	3	959.16	3,110.26
Trade receivables	4	126.50	147.95
Security deposits	5	31.79	30.11
Other financial assets	6	107.75	73.72
Deferred tax assets (net)	21	-	30.93
Income tax assets (net)	7	3.24	23.14
Other non-current assets	8	14.19	71.92
Total non-current assets		2,186.22	4,062.70
Current assets			
Inventories	9	1,003.30	961.50
Financial Assets			
Trade receivables	10	2,151.49	889.73
Cash and cash equivalents	11	222.90	19.90
Bank balances other than cash and cash equivalents	12	971.34	132.62
Loans	13	522.99	542.74
Other financial assets	14	221.83	12.49
Other current assets	15	603.48	126.39
Total current assets		5,697.33	2,685.37
Total Assets		7,883.55	6,748.07
Equity and Liabilities			
Equity			
Equity share capital	16	1,971.38	1,971.38
Other equity	17	641.04	257.09
Total equity		2,612.42	2,228.47
Liabilities			
Non-current liabilities			
Financial Liabilities			
Borrowings	18	658.33	957.13
Other financial liabilities	19	-	50.73
Long-term provisions	20	176.21	152.57
Deferred tax liabilities (net)	21	16.88	-
Other non-current liabilities	22	2.40	25.10
Total non-current liabilities		853.82	1,185.53
Current liabilities			
Financial Liabilities			
Borrowings	23	-	355.67
Trade payables	24	6.05	1.93
Total outstanding dues of micro enterprises and small enterprises		3,071.78	2,339.18
Total outstanding dues of creditors other than micro enterprises and small enterprises		585.41	299.39
Other financial liabilities	25	36.92	59.19
Provisions	26	717.15	278.71
Other current liabilities	27	4,417.31	3,334.07
Total current liabilities		7,883.55	6,748.07
Total Equity and Liabilities			

Notes 1 to 51 form an integral part of the standalone financial statements

In terms of our report of even date

For S G C O & Co. LLP
Chartered Accountants
Firm Reg No. 112081W/W100184

Suresh Murarka
Partner

Mem. No. 44739
Place: Mumbai
Date: 28th May 2019



For and on behalf of the Board
Chairman & Managing Director
(DIN 00293668)

Place: Mumbai
Date: 28th May 2019

Chairman
Director & CFO
(DIN 00207506)



Kiran Jani
Company Secretary

WAAREE ENERGIES LIMITED
Statement of Profit and Loss for the year ended March 31, 2019

(₹ in Millions)

Particulars	Note No.	Year Ended March 31, 2019	Year Ended March 31, 2018
Income			
Revenue from operations	28	16,045.71	12,772.59
Other income	29	176.92	89.69
Total income		16,222.63	12,862.27
Expenses			
Cost of materials consumed	30	11,402.75	8,314.92
Purchases of stock-in-trade	31	1,254.61	2,518.46
Changes in inventories of finished goods (incl. stock-in-trade) and work-in-progress	32	57.18	(281.20)
Other manufacturing and EPC project expenses	33	695.03	573.62
Employee benefits expense	34	455.97	353.30
Sales, administration, and other expenses	35	1,276.36	719.74
Finance costs	36	309.84	165.46
Depreciation and amortization expense	37	186.98	75.06
Total expenses		15,638.72	12,439.37
Profit before exceptional items & tax		583.91	422.90
Add/(Less) : Exceptional Items	38	11.80	-
Profit before tax		595.71	422.90
Tax expenses	21		
Current tax		169.89	168.22
Tax for earlier years		0.56	11.04
Deferred tax		45.54	(9.35)
Profit for the year		379.72	252.99
Other Comprehensive Income			
Items that will not be reclassified to Profit or loss			
- Remeasurement of the net defined benefit liability / asset, net		4.03	1.02
- Fair value changes on derivatives designated as cashflow hedge		2.47	-
- Income tax effect on above		(2.27)	(0.35)
		4.23	0.67
Total Comprehensive income for the year (After tax)		383.95	253.67
Earnings per equity share:	39	1.93	1.28
(Nominal value of Rs. 10/- each)			
- Basic & Diluted			

Notes 1 to 51 form an integral part of the standalone financial statements

In terms of our report of even date

For S G C O & Co. LLP
Chartered Accountants
Firm Reg No. 112081W/W100184


Suresh Murarka
Partner
Mem. No. 44739

Place: Mumbai
Date: 28th May 2019



For and on behalf of the Board


Chairman & Managing Director
(DIN 00292668)

Place: Mumbai
Date: 28th May 2019


Director & CFO
(DIN 00207506)




Company Secretary

WAAREE ENERGIES LIMITED
Cash Flow for the year ended March 31, 2019

(₹ in Millions)

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
A. Cash flow from operating activities :		
Profit before exceptional items & tax	583.92	422.92
Add / (Less) : Adjustments for		
Depreciation and amortisation	186.98	75.06
Interest expense	279.92	79.23
Remeasurement of Defined benefit Plans	4.04	1.02
Fair value changes on derivatives designated as cashflow hedge	2.47	-
Interest income	(111.19)	(36.48)
(Profit)/loss on unrealised exchange difference	(25.26)	17.04
(Profit)/loss on disposal of property, plant and equipment	(0.87)	0.11
(Profit)/loss on disposal of current investment	(0.20)	-
Share of Loss in LLP	0.02	0.13
Provision for Warranty	65.18	40.34
Allowance for Credit Losses on financial assets	1.46	9.28
Operating Profit Before Working Capital changes	986.45	608.63
Add / (Less) : Adjustments for change in working capital		
(Increase) / Decrease in Inventory	(41.79)	(368.30)
(Increase) / Decrease in trade receivables	(1,241.77)	543.86
(Increase) / Decrease in Current Loans	19.76	505.86
(Increase) / Decrease in Other Current Financial Assets	(209.35)	0.01
(Increase) / Decrease in Other Current Assets	(479.58)	14.01
Increase / (Decrease) in provision	(45.12)	5.89
Increase / (Decrease) in trade payables	761.98	49.89
Increase / (Decrease) in other current financial liabilities	105.66	222.17
Increase / (Decrease) in other current liabilities	415.76	(447.26)
Cash generated from Operations	271.99	1,134.76
Add/(Less) : Exceptional Items	11.80	-
	283.79	1,134.76
Add / (Less) : Direct taxes paid (net of refund)	(166.53)	(391.50)
Net Cash Inflow / (Outflow) from Operating activities	117.26	743.27
B. Cash flow from investing activities :		
Acquisition of property, plant and equipment / intangible assets	(558.96)	(80.38)
Capital work in progress	(2.14)	(271.73)
Proceeds from sale of property, plant and equipment	6.08	-
Investment in current investment	(210.00)	-
Sale proceeds from sale of current investment	210.20	-
Investment in Subsidiary/ Associates	(0.18)	(839.15)
Proceeds from sale of Subsidiary	2,112.33	-
Interest Received	111.19	25.91
Fixed deposits with Banks	(872.75)	(33.32)
Short term loans & advances received back / (given)	19.33	(275.83)
Long term loans & advances received back / (given)	56.85	(71.85)
Net Cash Inflow / (Outflow) from Investing activities	871.96	(1,546.35)
C. Cash flow from financing activities :		
Proceeds / (Repayment) of borrowings	(506.29)	899.67
Interest Paid	(279.92)	(116.81)
Net Cash Inflow / (Outflow) from Financing activities	(786.21)	782.86
Net Increase / (Decrease) in Cash and Cash Equivalents (A+B+C)	203.01	(20.22)
Add: Cash and Cash Equivalents at the beginning of year	19.89	40.12
Cash and Cash Equivalents at the end of year	222.90	19.90



WAAREE ENERGIES LIMITED
Cash Flow for the year ended March 31, 2019

(₹ in Millions)

Components of cash and cash equivalents considered only for the purpose of cash flow statement		
Particulars	As at March 31, 2019	As at March 31, 2018
Cash on hand	0.94	0.28
Balance with banks	221.96	19.62
Cash and Cash Equivalents (closing)	222.90	19.90

Notes :

1. Statement of cash flows has been prepared under the indirect method as set out in the Ind AS 7 "Statement of Cash Flows" as specified in the Companies (Indian Accounting Standards) Rules, 2015.
2. Previous year's figures have been regrouped/reclassified, wherever applicable.

As per our attached report of even date

For S G C O & Co, LLP

Chartered Accountants

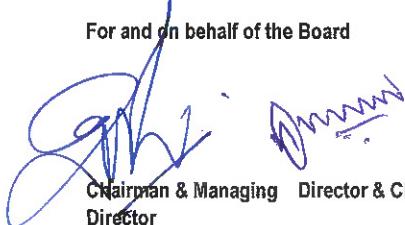
Firm Registration No. 112081W/W100184


Suresh Murarka
 Partner
 Membership no. : 44739



Place : Mumbai
 Date: 28th May 2019

For and on behalf of the Board


Chairman & Managing Director
 (DIN 00293668)


Director & CFO
 (DIN 00207506)


Company Secretary



Place : Mumbai
 Date: 28th May 2019

WAAREE ENERGIES LIMITED
Statement of changes in equity for the year ended March 31, 2019

Equity Share Capital :

Particulars	Number	₹ in Millions
As at March 31, 2018	197,138,492	1,971.38
Issue of equity shares	-	-
As at March 31, 2019	197,138,492	1,971.38

Other Equity

(₹ in Millions)

Particulars	Debenture Redemption Reserve	Securities Premium	Retained Earnings	Other Comprehensive Income	Total
Balance as at April 1, 2017	-	13.13	1,205.35	(1.90)	1,216.58
Utilised for issue of Bonus Shares	-	(13.13)	(1,200.04)	-	(1,213.17)
Total Comprehensive Income for the year	-	-	253.01	0.67	253.68
Creation of Debenture Redemption Reserve	250.00	-	(250.00)	-	-
Balance as at March 31, 2018	250.00	-	8.32	(1.23)	257.09
Balance as at April 1, 2018	250.00	-	8.32	(1.23)	257.09
Utilised for issue of Bonus Shares	-	-	-	-	-
Creation of Debenture Redemption Reserve	125.00	-	(125.00)	-	-
Transfer to Retained Earnings on Redemption of Debentures	(237.50)	-	237.50	-	-
Total Comprehensive Income for the year	-	-	379.72	4.23	383.95
Balance as at March 31, 2019	137.50	-	500.54	3.00	641.04

Notes 1 to 51 form an integral part of the standalone financial statements

In terms of our report of even date

For S G C O & Co. LLP

Chartered Accountants

Firm Registration No. 112081W/W100184

Suresh Murarka

Partner

Mem. No. 44739



For and on behalf of the Board

Chairman & Managing Director
(DIN 00293668)

Director & CFO
(DIN 00207506)



Company Secretary

Place: Mumbai

Date: 28th May 2019

Place: Mumbai

Date: 28th May 2019

WAAREE ENERGIES LIMITED
Accompanying notes to the Financial Statements for the year ended March 31, 2019

Note 1.1 Significant Accounting Policies

A Corporate Information

Waaree Energies Limited is an Unlisted Public Company registered in India, under Companies Act 1956, and was incorporated in December 1990. The Company is mainly engaged in the business of manufacture of Solar PV Modules & setting up of Projects in solar space. The registered office of the Company is located at Mumbai, India and the manufacturing plants are at Vapi and Surat, Gujarat State, India.

B Basis of Preparation

The financial statements of the Company have been prepared to comply in all material respects with the Indian Accounting Standards ("Ind AS") notified under the Companies (Accounting Standards) Rules, 2015.

The financial statements have been prepared under the historical cost convention with the exception of certain financial assets and liabilities which have been measured at fair value, on an accrual basis of accounting.

All the assets and liabilities have been classified as current and non-current as per normal operating cycle of the Company and other criteria set out in as per the guidance set out in Schedule III to the Act. Based on nature of services, the Company ascertained its operating cycle as 12 months for the purpose of current and non-current classification of asset and liabilities.

The Company's financial statements are reported in Indian Rupees, which is also the Company's functional currency, and all values are rounded to the nearest millions (INR 000,000), except when otherwise indicated.

C Accounting Estimates

The preparation of the financial statements, in conformity with the Ind AS, requires the management to make estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities and disclosure of contingent liabilities as at the date of financial statements and the results of operation during the reported period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates which are recognised in the period in which they are determined.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

Deferred tax assets

In assessing the realisability of deferred income tax assets, management considers whether some portion or all of the deferred income tax assets will not be realized. The ultimate realization of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the scheduled reversals of deferred income tax liabilities, projected future taxable income, and tax planning strategies in making this assessment. Based on the level of historical taxable income and projections for future taxable income over the periods in which the deferred income tax assets are deductible, management believes that the Company will realize the benefits of those deductible differences. The amount of the deferred income tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income during the carry forward period are reduced.

Defined benefit plans

The cost and present value of the gratuity obligation and compensated absences are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, attrition rate and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.



WAAREE ENERGIES LIMITED

Accompanying notes to the Financial Statements for the year ended March 31, 2019

Note 1.1 Significant Accounting Policies

D Property, Plant and Equipment

Property, Plant and Equipment are stated at cost of acquisition including attributable interest and finance costs, if any, till the date of acquisition/ installation of the assets less accumulated depreciation and accumulated impairment losses, if any. Subsequent expenditure relating to Property, Plant and Equipment is capitalised only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are charged to the Statement of Profit and Loss as incurred. The cost and related accumulated depreciation are eliminated from the financial statements, either on disposal or when retired from active use and the resultant gain or loss are recognised in the Statement of Profit and Loss.

Capital work-in-progress, representing expenditure incurred in respect of assets under development and not ready for their intended use, are carried at cost. Cost includes related acquisition expenses, construction cost, related borrowing cost and other direct expenditure.

E Intangible Assets

Intangible assets includes software are stated at cost less accumulated amortisation.

F Service concession arrangement :

Revenue

Revenue is measured at the fair value of consideration received or receivable. Revenue from power generation business is accounted on the basis of billings to the power off takers and includes unbilled revenue accrued upto the end of accounting year. Power off takers are billed as per tariff rate, agreed in purchase power agreement. Operating or service revenue is recognised in the period in which services are rendered by the Company.

Financial assets

The Company recognises a financial asset arising from a service concession arrangement when it has an unconditional contractual right to receive cash or another financial asset from or at the discretion of the grantor for the construction. Such financial assets are measured at fair value at initial recognition and classification as loans and receivables . Subsequent to initial recognition, the financial asset are measured at amortised cost.

Intangible assets

The company recognises an intangible asset arising from a service concession arrangement when it has right to charge for usage of the concession infrastructure. An intangible asset received as consideration for providing construction services in service concession arrangement is measured at cost, less accumulated amortisation and accumulated impairment losses, if any. Internal technical team or user assess the useful lives of intangible asset. Management believes that assigned useful lives of 24 years of solar power projects are reasonable.

Determination of fair value

The fair value of intangible assets is determined by contract price paid for construction of solar power project.

G Depreciation/ Amortisation

Depreciation/ Amortisation is provided as stated below:-

- i) Depreciation on all Property, plant and equipment is provided on 'Straight Line Method' at the rates and in the manner prescribed in the Schedule II of the Companies Act, 2013. Depreciations on additions & deletions made during the year is provided on pro-rata basis from & upto the date of acquisitions and deletions of assets respectively. Management believes that useful life of assets are same as those prescribed in Schedule II of the Act, except for plant and machinery. The Company considers 5 to 10 years useful life for plant and machinery based on technical evaluation.
- ii) Leasehold improvement are written off over five year period.
- iii) Intangible assets are amortised over a period of four years.



WAAREE ENERGIES LIMITED
Accompanying notes to the Financial Statements for the year ended March 31, 2019

Note 1.1 Significant Accounting Policies

H Investment Property

Investment properties are held to earn rentals or for capital appreciation, or both. Investment properties are measured initially at their cost of acquisition. The cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discount and rebates are deducted in arriving at the purchase price.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company. All other repair and maintenance costs are recognised in statement of profit and loss as incurred.

Though the Company measures investment property using cost based measurement, the fair value of investment property is disclosed in the notes. Fair values are determined based on an annual evaluation performed by an accredited external independent valuer who holds a recognised and relevant professional qualification and has recent experience in the location and category of the investment property being valued.

Investment Property is initially measured at cost including transaction costs. Subsequent to initial recognition, investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any.

Any gain or loss on disposal of investment property calculated as the difference between the net proceeds from disposal and the carrying amount of the item is recognised in Statement of Profit & Loss.

I Financial Instruments

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

a) Financial Assets

Initial Recognition

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

Subsequent Measurement

For purposes of subsequent measurement, financial assets are classified in following categories:

Financial Assets at Amortised Cost

Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Interest income from these financial assets is included in finance income using the effective interest rate ("EIR") method. Impairment gains or losses arising on these assets are recognised in the Statement of Profit and Loss.

Derivative Financial instruments

The Company holds derivative financial instruments such as foreign exchange forward and options contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The counterparty for these contracts is generally a bank.

(i) Financial assets or financial liabilities, at fair value through profit or loss.

This category includes derivative financial assets or liabilities which are not designated as hedges. Although the Company believes that these derivatives constitute hedges from an economic perspective, they may not qualify for hedge accounting under Ind AS 109, Financial Instruments. Any derivative that is either not designated as hedge, or is so designated but is ineffective as per Ind AS 109, is categorized as a financial asset or financial liability, at fair value through profit or loss.

Derivatives not designated as hedges are recognized initially at fair value and attributable transaction costs are recognized in net profit in the Statement of Profit and Loss when incurred. Subsequent to initial recognition, these derivatives are measured at fair value through profit or loss and the resulting exchange gains or losses are included in other income. Assets / liabilities in this category are presented as current assets / current liabilities if they are either held for trading or are expected to be realized within 12 months after the Balance Sheet date.



WAAREE ENERGIES LIMITED

Accompanying notes to the Financial Statements for the year ended March 31, 2019

Note 1.1 Significant Accounting Policies

(ii) Cash flow hedge

The Company designates certain foreign exchange forward and options contracts as cash flow hedges to mitigate the risk of foreign exchange exposure on highly probable forecast cash transactions.

When a derivative is designated as a cash flow hedge instrument, the effective portion of changes in the fair value of the derivative is recognized in other comprehensive income and accumulated in the cash flow hedge reserve. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in the net profit in the Statement of Profit and Loss. If the hedging instrument no longer meets the criteria for hedge accounting, then hedge accounting is discontinued prospectively. If the hedging instrument expires or is sold, terminated or exercised, the cumulative gain or loss on the hedging instrument recognized in cash flow hedge reserve till the period the hedge was effective remains in cash flow hedge reserve until the forecasted transaction occurs. The cumulative gain or loss previously recognized in the cash flow hedge reserve is transferred to the net profit in the Statement of Profit and Loss upon the occurrence of the related forecasted transaction. If the forecasted transaction is no longer expected to occur, then the amount accumulated in cash flow hedge reserve is reclassified to net profit in the Statement of Profit and Loss.

Financial Assets Measured at Fair Value

Financial assets are measured at fair value through OCI if these financial assets are held within a business model with an objective to hold these assets in order to collect contractual cash flows or to sell these financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognised in the Statement of Profit and Loss.

Financial asset not measured at amortised cost or at fair value through OCI is carried at FVTPL.

Impairment of Financial Assets

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

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

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

ECL is the difference between all contractual cash flows that are due to the group in accordance with the contract and all the cash flows that the entity expects to receive (i.e., all cash shortfalls), discounted at the original EIR. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the Statement of Profit and Loss.

De-recognition of Financial Assets

The Company de-recognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and the transfer qualifies for derecognition under IND AS 109.

b) Equity Instruments and Financial Liabilities

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.



WAAREE ENERGIES LIMITED
Accompanying notes to the Financial Statements for the year ended March 31, 2019

Note 1.1 Significant Accounting Policies

Equity Instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments which are issued for cash are recorded at the proceeds received, net of direct issue costs. Equity instruments which are issued for consideration other than cash are recorded at fair value of the equity instrument.

Financial Liabilities

1) Initial Recognition

Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings and payables as appropriate. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

2) Subsequent Measurement

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

Financial liabilities at FVTPL

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

Financial liabilities at amortised cost

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in the Statement of Profit and Loss.

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

3) De-recognition of Financial Liabilities

Financial liabilities are de-recognised when the obligation specified in the contract is discharged, cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as de-recognition of the original liability and recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

c) Offsetting Financial Instruments

Financial assets and financial liabilities are offset and the net amount is reported in the Balance Sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis to realise the assets and settle the liabilities simultaneously.

J Employee Benefits

a Defined Contribution Plan

Contributions to defined contribution schemes such as provident fund are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees. The above benefits are classified as Defined Contribution Schemes as the Company has no further obligations beyond the monthly contributions.

b Defined Benefit Plan

The Company also provides for gratuity which is a defined benefit plan, the liabilities of which is determined based on valuations, as at the balance sheet date, made by an independent actuary using the projected unit credit method. Re-measurement, comprising of actuarial gains and losses, in respect of gratuity are recognised in the OCI, in the period in which they occur. Re-measurement recognised in OCI are not reclassified to the Statement of Profit and Loss in subsequent periods. Past service cost is recognised in the Statement of Profit and Loss in the year of plan amendment or curtailment. The classification of the Company's obligation into current and non-current is as per the actuarial valuation report.

c Leave entitlement and compensated absences

Accumulated leave which is expected to be utilised within next twelve months, is treated as short-term employee benefit. Leave entitlement, other than short term compensated absences, are provided based on a actuarial valuation, similar to that of gratuity benefit. Re-measurement, comprising of actuarial gains and losses, in respect of leave entitlement are recognised in the Statement of Profit and Loss in the period in which they occur.



WAAREE ENERGIES LIMITED
Accompanying notes to the Financial Statements for the year ended March 31, 2019

Note 1.1 Significant Accounting Policies

d Short-term Benefits

Short-term employee benefits such as salaries, wages, performance incentives etc. are recognised as expenses at the undiscounted amounts in the Statement of Profit and Loss of the period in which the related service is rendered. Expenses on non-accumulating compensated absences is recognised in the period in which the absences occur.

e Termination benefits

Termination benefits are recognised as an expense as and when incurred.

K Cash and Cash Equivalents

Cash and cash equivalents in the Balance Sheet comprises of cash at banks and on hand and short-term deposits with an original maturity of three month or less, which are subject to an insignificant risk of changes in value.

L Borrowing Costs

Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds. Also, the EIR amortisation is included in finance costs.

Borrowing costs relating to acquisition, construction or production of a qualifying asset which takes substantial period of time to get ready for its intended use are added to the cost of such asset to the extent they relate to the period till such assets are ready to be put to use. All other borrowing costs are expensed in the Statement of Profit and Loss in the period in which they occur.

M Foreign Exchange Translation and Accounting of Foreign Exchange Transaction

a Initial Recognition

Foreign currency transactions are initially recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction. However, for practical reasons, the Company uses a monthly average rate if the average rate approximate the actual rate at the date of the transactions.

b Conversion

Monetary assets and liabilities denominated in foreign currencies are reported using the closing rate at the reporting date. 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.

c Treatment of Exchange Difference

Exchange differences arising on settlement/ restatement of short-term foreign currency monetary assets and liabilities of the Company are recognised as income or expense in the Statement of Profit and Loss except those arising from investment in Non Integral operations.

N Revenue Recognition

a Revenue is recognised to the extent it is probable that the economic benefits will flow to the Company and that the revenue can be reliably measured, regardless of when the payment is being made. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the government. The Company assesses its revenue arrangements against specific criteria, i.e., whether it has exposure to the significant risks and rewards associated with the sale of goods or the rendering of services, in order to determine if it is acting as a principal or as an agent. Revenue is recognised, net of trade discounts, sales tax, service tax, VAT or other taxes, as applicable

b Contract Revenue in respect of projects for solar power plants , involving designing, engineering, supply, erection (or supervision thereof), commissioning, guaranteeing performance thereof etc., execution of which is spread over more than one accounting periods is recognized on the basis of percentage of completion method, measured by reference to the percentage of cost incurred upto the reporting date to estimated total cost for each contract.

Determination of revenues under the percentage of completion method necessarily involves making estimates by the management (some of which are of a technical nature) of the expected costs to completion, the expected revenues from each contract (adjusted for probable liquidation damages, if any) and the foreseeable losses to completion. When it is probable that the total contract costs will exceed the total contract revenue, the expected loss is recognised as an expense immediately.



WAAREE ENERGIES LIMITED

Accompanying notes to the Financial Statements for the year ended March 31, 2019

Note 1.1 Significant Accounting Policies

- c Revenue in respect of operation and maintenance contracts is recognised on the basis of time proportion.
- d Revenue from domestic sales of goods is recognized when the significant risks and the rewards of ownership of the goods are passed on to the buyer (i.e. on dispatch of goods) except revenue from contracts in relation to government tenders which is recognised once the goods are supplied to the subcontractor at the site for installation. Revenue from the sale of goods is measured at the fair value of consideration received or receivable, net of returns and allowances and discounts.
- e For all financial assets measured either at amortised cost or at fair value through other comprehensive income, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the gross carrying amount of the financial asset or to the amortised cost of a financial liability. When calculating the effective interest rate, the Company estimates the expected cash flows by considering all the contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) but does not consider the expected credit losses. Interest income is recognized on a time proportion basis taking into account the amount outstanding. Interest income is included under the head "other income" in the Statement of Profit and Loss.
- f Dividend income is recognised when right to receive the payment is established.
- g Claims for insurance are accounted on receipts/ on acceptance of claim by insurer.

O Taxes on Income

Income tax comprises of current and deferred income tax. Income tax is recognised as an expense or income in the Statement of Profit and Loss, except to the extent it relates to items directly recognised in equity or in OCI.

a Current Income Tax

Current income tax is recognised based on the estimated tax liability computed after taking credit for allowances and exemptions in accordance with the Income Tax Act, 1961 and is made annually based on the tax liability after taking credit for tax allowances and exemptions. Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current Tax items are recognised in correlation to the underlying transaction either in Statement of Profit And Loss, other comprehensive income or directly in equity

b Deferred Income Tax

Deferred tax is determined by applying the Balance Sheet approach. Deferred tax assets and liabilities are recognised for all deductible temporary differences between the financial statements' carrying amount of existing assets and liabilities and their respective tax base. Deferred tax assets and liabilities are measured using the enacted tax rates or tax rates that are substantively enacted at the Balance Sheet date. The effect on deferred tax assets and liabilities of a change in tax rates is recognised in the period that includes the enactment date. Deferred tax assets are only recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Such assets are reviewed at each Balance Sheet date to reassess realisation.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Minimum Alternative Tax ("MAT") credit is recognised as an asset only when and to the extent it is probable that the Company will pay normal income tax during the specified period.

P Impairment of Non-Financial Assets

As at each Balance Sheet date, the Company assesses whether there is an indication that a non-financial asset may be impaired and also whether there is an indication of reversal of impairment loss recognised in the previous periods. If any indication exists, or when annual impairment testing for an asset is required, the Company determines the recoverable amount and impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount.



WAAREE ENERGIES LIMITED
Accompanying notes to the Financial Statements for the year ended March 31, 2019

Note 1.1 Significant Accounting Policies

Recoverable amount is determined:

- In case of an individual asset, at the higher of the assets' fair value less cost to sell and value in use; and
- In case of cash generating unit (a group of assets that generates identified, independent cash flows), at the higher of cash generating unit's fair value less cost to sell and value in use.

In assessing value in use, the estimated future cash flows are discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specified to the asset. In determining fair value less cost to sell, recent market transaction are taken into account. If no such transaction can be identified, an appropriate valuation model is used.

Impairment losses of continuing operations, including impairment on inventories, are recognised in the Statement of Profit and Loss, except for properties previously revalued with the revaluation taken to OCI. For such properties, the impairment is recognised in OCI up to the amount of any previous revaluation.

When the Company considers that there are no realistic prospects of recovery of the asset, the relevant amounts are written off. If the amount of impairment loss subsequently decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, then the previously recognised impairment loss is reversed through the Statement of Profit and Loss.

Q Inventories

Inventories of Finished Goods, Raw-Material, Work in Process are valued at cost or net realizable value, whichever is lower. Stores & Spares and Packing Materials are valued at cost. Cost comprises of all cost of purchases and other costs incurred in bringing the inventory to their present location and conditions. Cost is arrived at on weighted average basis. Due allowance is estimated and made for defective and obsolete items, wherever necessary, based on the past experience.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

Obsolete, slow moving, surplus and defective stocks are identified at the time of physical verification of stocks and where necessary, provision is made for such stocks.

R Trade receivables

A receivable is classified as a 'trade receivable' if it is in respect of the amount due on account of goods sold or services rendered in the normal course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the EIR method, less provision for impairment.

S Leases

Assets taken on lease by the Company in its capacity as lessee, where the Group has substantially all the risks and rewards of ownership are classified as finance lease. Such leases are capitalized at the inception of the lease at lower of fair value or the present value of the minimum lease payments and a liability is recognized for an equivalent amount. Each lease rental paid is allocated between the liability and the interest cost so as to obtain a constant rate of interest on the outstanding liability for each year.

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vests with the lessor, are recognized as operating lease. Lease rentals under operating lease are recognized in the Statement of Profit and Loss.

T Trade payables

A payable is classified as a 'trade payable' if it is in respect of the amount due on account of goods purchased or services received in the normal course of business. These amounts represent liabilities for goods and services provided to the Company prior to the end of the financial year which are unpaid. These amounts are unsecured and are usually settled as per the payment terms stated in the contract. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the EIR method.



WAAREE ENERGIES LIMITED

Accompanying notes to the Financial Statements for the year ended March 31, 2019

Note 1.1 Significant Accounting Policies

U Earnings Per Share

Basic earnings per share is computed by dividing the net profit or loss for the period attributable to the equity shareholders of the Company by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources.

Diluted earnings per share is computed by dividing the net profit or loss for the period attributable to the equity shareholders of the Company and weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares).

V Provisions, Contingent Liabilities and Contingent Assets

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, in respect of which a reliable estimate can be made of the amount of obligation. Provisions (excluding gratuity and compensated absences) are determined based on management's estimate required to settle the obligation at the Balance Sheet date. In case the time value of money is material, provisions are discounted using a current pre-tax rate that reflects the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost. These are reviewed at each Balance Sheet date and adjusted to reflect the current management estimates.

Contingent assets are disclosed where an inflow of economic benefit is probable. The Company shall not recognize a contingent asset unless the recovery is virtually certain.

Contingent liabilities are disclosed in respect of possible obligations that arise from past events, whose existence would be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company. A contingent liability also arises, in rare cases, where a liability cannot be recognised because it cannot be measured reliably.

W Exceptional Items

When items of income and expense within profit or loss from ordinary activities are of such size, nature or incidence that their disclosure is relevant to explain the performance of the enterprise for the period, the nature and amount of such material items are disclosed separately as exceptional items.

X Recent accounting pronouncements

On 30th March 2019, the Ministry of Corporate Affairs (MCA) has notified Ind AS 116 Leases, under Companies (Indian Accounting Standards) Amendment Rules, 2019 which is applicable with effect from 1st April, 2019.

Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract i.e., the lessee and the lessor. Ind AS 116 introduces a single lease accounting model for lessee and requires the lessee to recognize right of use assets and lease liabilities for all leases with a term of more than twelve months, unless the underlying asset is low value in nature. Currently, operating lease expenses are charged to the statement of profit and loss. Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17.

As per Ind AS 116, the lessee needs to recognise depreciation on rights of use assets and finance costs on lease liabilities in the statement of profit and loss. The lease payments made by the lessee under the lease arrangement will be adjusted against the lease liabilities.

The Company is currently evaluating the impact "on account of implementation of Ind AS 116 which might have significant impact on key profit & loss and balance sheet ratio i.e. Earnings before interest, tax, depreciation and amortisation (EBITDA), Asset coverage, debt equity, interest coverage, etc."



WAAREE ENERGIES LIMITED

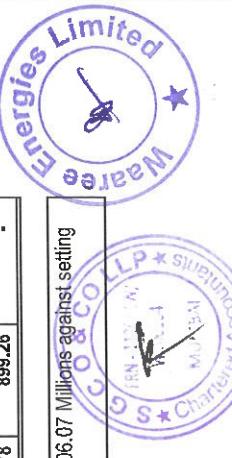
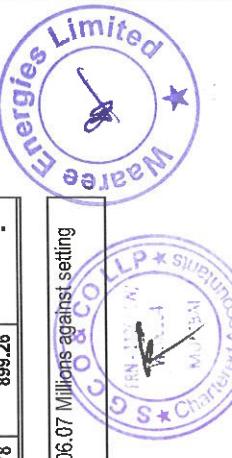
Notes to the Financial Statements for the year ended March 31, 2019

Note 2 : Property, plant and equipment

(₹ in Millions)

Particulars	Leasehold Land	Land - Freehold	Factory Building	Plant & Machinery	Electrical Installations	Computer & Printers	Office Equipments	Furniture & Fixture	Vehicles	Leasehold Improvements	Total	Capital Work In Progress*
Year ended March 31, 2018												
Gross Carrying Amount	29.56	2.99	61.45	21141 78.69 (0.45) (8.40)	8.56 - - -	16.22 3.23 - -	4.70 0.90 - -	11.25 3.19 - -	16.51 1.46 - -	29.94 - - -	392.59 87.47 (0.45) (8)	
Balance as at April, 1, 2017	-	-	-	-								271.73
Additions	-	-	-	-								-
Disposals	-	-	-	-								-
Transfers	-	-	-	-								-
Balance as at March, 31 2018	29.56	2.99	61.45	281.25	8.56	19.45	5.60	14.44	17.96	29.94	471.19	271.73
Accumulated Depreciation												
Balance as at April, 1, 2017	3.56	-	15.74	62.06 61.68 (0.35)	4.86 1.13 -	15.43 0.91 -	2.37 0.96 -	4.23 1.28 -	4.91 2.18 -	28.46 14.40 -	142 72 (0)	
Depreciation charge during the year	0.37	-	2.00	-								-
Disposals	-	-	-	-								-
Balance as at March, 31 2018	3.93	-	17.74	123.40	5.99	16.34	3.33	5.52	7.08	29.86	213.18	-
Net Carrying Amount as at March, 31, 2018	25.63	2.99	43.71	157.85	2.57	3.11	2.27	8.93	10.88	0.08	258.01	271.73
Year ended March 31, 2019												
Gross Carrying Amount	29.56	2.99	61.45	281.25 759.34 (60.97)	8.56 29.06 -	19.45 4.93 -	5.60 4.55 -	14.44 2.51 -	17.96 7.52 -	29.94 22.80 -	471.19 830.70 (60.97)	
Balance as at April, 1, 2018	-	-	-	-								271.73
Additions	-	-	-	-								545.38
Disposals	-	-	-	-								-
Transfers	-	-	-	-								(817.11)
Balance as at March, 31 2019	29.56	2.99	61.45	979.62	37.62	24.38	10.15	16.95	25.48	52.74	1,240.92	-
Accumulated Depreciation												
Balance as at April, 1, 2018	3.93	-	17.74	123.40 167.40 (55.77)	5.99 2.81 -	16.34 2.59 -	3.33 1.63 -	5.52 1.64 -	7.08 2.71 -	29.86 3.10 -	213.19 184.24 (55.77)	
Depreciation charge during the year	0.37	-	2.00	-								-
Disposals	-	-	-	-								-
Balance as at March, 31 2019	4.30	-	19.74	235.03	8.80	18.93	4.96	7.16	9.79	32.96	341.66	-
Net Carrying Amount as at March, 31, 2019	26.26	2.99	41.71	744.59	28.82	5.45	5.19	9.79	15.69	19.78	899.26	-

During the year the Company has started 1 GW fully Automatic module manufacturing plant at Tumb Village, Umargaon Taluk, Valsad District of Gujarat State and capitalised an amount of Rs.806.07 Millions against setting up of this plant. The Commercial production has been commenced from August 1, 2018.



WAAREE ENERGIES LIMITED
Notes to the Financial Statements for the year ended March 31, 2019

(₹ in Millions)

Note 2 : Investment property

Following are the changes in the carrying value of investment property for the year ended March 31, 2019:

Particulars	Land
Gross carrying value as at April 1, 2018	5.09
Additions / deletion	-
Gross carrying value as at March 31, 2019	5.09
Accumulated depreciation as at April 1, 2018	-
Depreciation for the year	-
Accumulated depreciation as at March 31, 2019	-
Carrying value as at March 31, 2019	5.09

i) Fair Value

Particulars	As at March 31, 2019	As at March 31, 2018
Investment Properties	5.35	2.32

Estimation of Fair value :

The fair value taken for the year ended March 31, 2019 is based on valuations performed by an accredited independent valuer. The fair value is arrived based on the prevailing rates. The valuation taken for the year ended March 31, 2018 is based on the guideline rates prescribed by the Government of Tamilnadu. The fair value measurement is categorised in level 2 fair value hierarchy.

Note 2 : Intangible assets

Particulars	Solar Power Plant *	Computer Software	Total
Year Ended March 31, 2018			
Gross Carrying Amount			
Balance as at April, 1, 2017	42.58	19.08	61.66
Additions	-	1.31	1.31
Balance as at March, 31 2018	42.58	20.39	62.97
Accumulated Amortisation			
Balance as at April, 1, 2017	2.80	17.19	19.99
Amortisation charge for the year	1.77	1.37	3.14
Balance as at March, 31 2018	4.57	18.56	23.13
Closing Net Carrying Amount as at March, 31 2018	38.01	1.83	39.84
Year Ended March 31, 2019			
Gross Carrying Amount			
Balance as at April, 1, 2018	42.58	20.40	62.98
Additions	-	-	-
Balance as at March, 31 2019	42.58	20.40	62.98
Accumulated Amortisation			
Balance as at April, 1, 2018	4.58	18.56	23.14
Amortisation Charge for the year	1.77	0.97	2.74
Balance as at March, 31 2019	6.35	19.53	25.88
Closing Net Carrying Amount as at March, 31 2019	36.23	0.87	37.10

*The Solar Power Plants includes :- (1) 0.5 MW located in the state of Madhya pradesh awarded under tender and Power Purchase agreement (PPA) with State Electricity company.

Note 2 : Intangible assets under development

Particulars	As at March 31, 2019	As at March 31, 2018
Intangible assets under development	2.14	-
	2.14	-

Intangible assets under development includes 400 KW Solar Roof top power plants at 16 different locations on Government Buildings / Institutions in the state of Delhi. The power purchase agreement (PPA) has been signed with various Government institutions.



WAAREE ENERGIES LIMITED
Accompanying notes to the financial statements for the Year Ended March 31, 2019

(₹ in Millions)

Note 3 : Investments

Particulars	As at March 31, 2019	As at March 31, 2018
I. Investments valued at deemed cost		
Investment in equity shares		
Investment in subsidiaries	120.87	2,272.02
Investment in associates	0.10	0.03
Investment in limited liability partnerships	738.19	738.21
	859.16	3,010.26
Investment in debentures		
Investment in other companies	100.00	100.00
	100.00	100.00
	959.16	3,110.26

Note 3.1 Detailed list of non-current investments

Particulars	As at March 31, 2019		As at March 31, 2018	
	Number	Amount	Number	Amount
I. Investments valued at cost, fully paid up, unquoted, unless otherwise stated				
a) Investments in equity shares:				
i) In subsidiaries				
(Face value of ₹ 10 each, unless otherwise stated)				
Blue Rays Solar Private Limited	11,784,000	117.84	11,784,000	117.84
Waaree Solar Energy Private Limited	237,750	2.38	237,750	2.38
WaaNeep Solar Private Limited (Refer Note 38)	-	-	205,000,000	2,068.74
Other Equity Investment in WaaNeep Solar Private Limited	-	-	-	82.51
Waaneep Solar One Private Limited	10,000	0.10	-	-
	12,031,750	120.32	217,021,750	2,271.47
ii) In foreign subsidiaries				
(Face value of US \$ 1 each)				
Rasila International Pte. Ltd.	10,000	0.55	10,000	0.55
iii) In associate				
Shalibhadra Energies Private Limited	2,778	0.03	2,778	0.03
WaaSang Solar Private Limited	2,600	0.02	-	-
WaaSang Solar One Private Limited	4,900	0.05	-	-
	10,278	0.10	2,778	0.03
iv) In limited liability partnerships				
Saswata Solar LLP#	-	738.19	-	738.21
		738.19		738.21
b) Investments in compulsory convertible debentures:				
i) In other companies				
Taxus Infrastructure and Power Projects Private Limited (Face value of ₹ 1000 each)	100,000	100.00	100,000	100.00
	100,000	100.00	100,000	100.00

Particulars	As at March 31, 2019	As at March 31, 2018
Details:		
Aggregate of non-current investments:		
Aggregate amount of quoted investments and market value thereof	-	-
Aggregate amount of unquoted investments	959.16	3,110.26
Aggregate amount of impairment in value of investments	-	-

*Nil shares (PY 10,45,50,000 shares) Invested in M/s Waaneep Solar Private Limited has been pledged to PTC India Financial Services Limited towards Loan taken by M/s WaaNeep Solar Private Limited.

*Nil shares (PY 10,04,50,000 shares) Invested in M/s Waaneep Solar Private Limited has been pledged to Vistra ITCL India Ltd.,(Debenture Trustee) towards the NCD issued by the Company.

Saswata Solar LLP# Name of Partners- Mr. Hitesh Pranjivan Mehta, nominee of Waaree Energies Limited (99.999%) , Mr. Hitesh Chimanlal Doshi (0.001 %) Total Capital - Rs. 738.50 Mn



WAAREE ENERGIES LIMITED
Accompanying notes to the financial statements for the Year Ended March 31, 2019

(₹ in Millions)

Note 4 : Trade receivables

Particulars	As at March 31, 2019	As at March 31, 2018
Secured, considered good	58.93	53.94
Unsecured, considered good	67.57	94.01
	126.50	147.95

Note 5 : Security Deposits

Particulars	As at March 31, 2019	As at March 31, 2018
Security Deposits	31.79	30.11
	31.79	30.11

Security Deposits stated above include Deposits to :

Particulars	As at March 31, 2019	As at March 31, 2018
Relatives of director	19.00	19.00

Note 6 : Other Financial assets

Particulars	As at March 31, 2019	As at March 31, 2018
Fixed Deposits	107.75	73.72
	107.75	73.72

Note 7 : Income tax assets (net)

Particulars	As at March 31, 2019	As at March 31, 2018
Advance Tax & TDS (Net of Provisions)	3.24	23.14
	3.24	23.14

Note 8 : Other non-current assets

Particulars	As at March 31, 2019	As at March 31, 2018
Capital Advances	-	56.85
Deferred portion of financial assets carried at amortized cost	14.19	15.07
	14.19	71.92

Note 9 : Inventories

(Valued at Lower of Cost or Net Realisable Value)

Particulars	As at March 31, 2019	As at March 31, 2018
Raw Materials and components (including goods-in-transit of Rs.397.30 million (PY 204.09 Mn))	647.77	552.82
Packing Materials	7.69	3.65
Work-in-process	72.53	24.18
Finished goods	106.81	215.02
Stock-in-trade	168.50	165.82
	1,003.30	961.50



WAAREE ENERGIES LIMITED
Accompanying notes to the financial statements for the Year Ended March 31, 2019

(₹ in Millions)

Note 10 : Trade receivables

Particulars	As at March 31, 2019	As at March 31, 2018
<u>Unsecured</u>		
Considered Good	2,190.98	927.75
Considered Doubtful	-	29.08
	2,190.98	956.83
Less: Allowance for doubtful debts	-	(29.08)
Less: Allowance for expected credit loss	(39.49)	(38.02)
	2,151.49	889.73

Trade Receivable stated above include :

Particulars	As at March 31, 2019	As at March 31, 2018
(Unsecured, considered good)		
Subsidiary Company	-	293.63
Companies / LLP where directors are interested	201.44	52.63

Note 11 : Cash and cash equivalents

Particulars	As at March 31, 2019	As at March 31, 2018
<u>Balances with banks</u>		
-In current accounts	131.64	19.62
-In cash credit accounts	90.32	-
Cash on Hand	0.94	0.28
	222.90	19.90

Note 12 : Bank balances other than cash and cash equivalents

Particulars	As at March 31, 2019	As at March 31, 2018
Fixed Deposits with Banks	1,079.09	206.34
Less: Fixed deposit with original maturity of more than one year (refer note no. 6)	107.75	73.72
	971.34	132.62

Fixed Deposits with Banks includes

Particulars	As at March 31, 2019	As at March 31, 2018
Held as margin money or security against borrowings, guarantees, other commitments	1,079.09	206.34



WAAREE ENERGIES LIMITED
Accompanying notes to the financial statements for the Year Ended March 31, 2019

(₹ in Millions)

Note 13 : Loans

(Unsecured, considered good)

Particulars	As at March 31, 2019	As at March 31, 2018
Loans and advances		
Loans to Related Parties	491.75	542.74
Loans to Others	31.24	-
	522.99	542.74

Loans & advances to related parties includes :

Particulars	As at March 31, 2019	As at March 31, 2018
Loans & advances to related parties includes :		
Subsidiary company	287.85	460.33
Companies / LLP where directors are interested	203.90	82.41

Note 14 : Other financial assets

Particulars	As at March 31, 2019	As at March 31, 2018
Accrued Interest	20.15	6.31
Foreign currency forward and option contracts	2.42	-
Deposits	6.42	6.17
Escrow account balances #	25.11	0.01
Other Receivables	167.73	-
	221.83	12.49

Escrow account balances includes amount of Rs.25.11 Millions in compliance of Regulation 17 of SEBI (SAST) towards security for performance of obligation to acquire shares in an open offer and Rs.0.07 Million for receipt and payment of funds in respect of debentures.

Note 15 : Other current assets

Particulars	As at March 31, 2019	As at March 31, 2018
Advance to Suppliers	135.08	54.08
Less: Provision for doubtful advances	(1.53)	(1.87)
	133.55	52.21
Prepaid Expenses	7.46	20.63
Deferred portion of financial asset carried at amortized cost	-	6.19
Balances with government authorities	459.85	43.48
Others	2.62	3.88
	603.48	126.39

Advance to suppliers includes :

Particulars	As at March 31, 2019	As at March 31, 2018
Advance to suppliers includes advances to :		
Subsidiary company	-	0.97
Companies / LLP where directors are interested	0.15	0.14



WAAREE ENERGIES LIMITED
Accompanying notes to the financial statements for the Year Ended March 31, 2019

(₹ in Millions)

Note 16 : Equity Share capital

a. Details of authorised, issued and subscribed share capital

Particulars	As at March 31, 2019	As at March 31, 2018
Authorised Capital 50,00,00,000 Equity Shares of Rs10/- each	5,000.00	5,000.00
Issued Capital, Subscribed and Paid up 19,71,38,492 Equity Shares of Rs 10/- each	1,971.38	1,971.38
	1,971.38	1,971.38

b. Terms & Conditions

The Company has only one class of equity shares having a face value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c. Shareholders having more than 5 % shareholding

Name of Shareholder	As at March 31, 2019		As at March 31, 2018	
	Number	Percentage	Number	Percentage
Mahavir Thermoequip Private Limited	57,826,867	29.33%	57,826,867	29.33%
Bindiya K. Doshi	19,667,174	9.98%	19,667,174	9.98%
Binita H. Doshi	15,587,006	7.91%	15,587,006	7.91%
Neepa V Doshi	15,164,151	7.69%	15,164,151	7.69%
Hitesh C. Doshi	13,964,069	7.08%	13,964,069	7.08%
Bina P. Doshi	11,753,178	5.96%	11,753,178	5.96%
Viren C. Doshi	10,893,069	5.53%	10,893,069	5.53%
Kirit C Doshi	10,064,269	5.11%	10,064,269	5.11%

d. Reconciliation of number of shares

Particulars	As at March 31, 2019		As at March 31, 2018	
	Number	(₹ in Millions)	Number	(₹ in Millions)
Shares outstanding at the beginning of the year	197,138,492	1,971.38	75,822,500	758.23
Bonus Shares Issued during the year	-	-	121,315,992	1,213.16
Shares outstanding at the end of the year	197,138,492	1,971.38	197,138,492	1,971.38

e. Shares issued other than Cash

The aggregate number of equity share allotted as fully paid up by way of bonus shares in immediately preceding five years ended March 31, 2019 are 121,315,992 shares (previous period of five years ended March 31, 2018 is 121,315,992 shares)

f. During the previous year the Company has increased its Authorised Share Capital from Rs. 1000 millions (divided into 10,00,00,000 equity shares of the face value Rs.10 each) to Rs.5000 millions (divided into 50,00,00,000 equity shares of the face value Rs.10 each) at the extraordinary general meeting of the Company held on January 31, 2018.



WAAREE ENERGIES LIMITED
Accompanying notes to the financial statements for the Year Ended March 31, 2019

(₹ in Millions)

Note 17 : Other equity

Particulars	Debenture Redemption Reserve	Securities Premium	Retained Earnings	Other Comprehensive Income	Total
Balance as at March 31,2017	-	13.13	1,205.35	(1.90)	1,216.58
Utilised for issue of Bonus Shares	-	(13.13)	(1,200.02)	-	(1,213.15)
Total Comprehensive Income for the year	-	-	252.99	0.67	253.66
Creation of Debenture Redemption Reserve	250.00	-	(250.00)	-	-
Balance as at March 31,2018	250.00	-	8.33	(1.23)	257.09
Balance as at April 1,2018	250.00	-	8.33	(1.23)	257.09
Total Comprehensive Income for the year	-	-	379.72	4.23	383.95
Creation of Debenture Redemption Reserve	125.00	-	(125.00)	-	-
Transfer to Retained Earnings on Redemption of Debentures	(237.50)	-	237.50	-	-
Balance at the March 31, 2019	137.50	-	500.55	3.00	641.04

Nature and Purpose of Reserves

Debenture redemption reserve

The Company is required to create a debenture redemption reserve out of the profits which is available for the purpose of redemption of debentures.

Securities Premium Reserve

Securities Premium Reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of the

Retained Earnings

Retained Earnings represents surplus/accumulated earnings of the Company and are available for distribution to shareholders

Other Comprehensive Income

Other Comprehensive Income consists of remeasurement gains/ (loss) on defined benefit plans and fair value changes on derivatives designated as cashflow hedges.



WAAREE ENERGIES LIMITED
Accompanying notes to the financial statements for the Year Ended March 31, 2019

(₹ in Millions)

Note 18 : Borrowings

Particulars	As at March 31, 2019	As at March 31, 2018
Secured		
Non Convertible Debentures		
14.00% Non Convertible Debentures - Tranche - I	-	435.01
Less: Current maturities of long term debt	-	(225.00)
	-	210.01
Non Convertible Debentures		
15.50% Non Convertible Debentures - Tranche - II	539.29	536.15
Less: Current maturities of long term debt	(316.00)	-
	223.29	536.15
Hire Purchase Loans		
Less: Current maturities of long term debt	7.51	4.58
	(2.61)	(2.96)
	4.90	1.62
Term Loan from others		
Less: Current maturities of long term debt	508.07	209.35
	(77.93)	-
	430.15	209.35
	658.33	957.13

Non Convertible Debentures includes(Secured)

Tranche - I, 14.00% Secured, Listed, Rated, Redeemable 450 Nos of Non-Convertible Debentures of face value Rs.1 million each aggregating to Rs.Nil million (PY Rs. 450 millions), was secured by way of :-

- (i) First ranking pledge of over 95.46% shares of Waaree Energies Limited held by the Promoters and Promoters Group
- (ii) First ranking pledge of over 49% shares held in Waaneep Solar Private Limited (wholly owned subsidiary) of Waaree Energies Limited along with its Nominees has been released during the year
- (iii) First ranking exclusive charge on the Designated Escrow Account and its sub-accounts, if any
- (iv) First ranking exclusive charge on the permitted investments in Debt Service Reserve Account (DSRA)
- (v) Residual charge on all the fixed and current assets
- (vi) Joint and several personal guarantee provided by two directors.
- (vii) First, sole and exclusive charge on all the immovable and movable properties and assets comprised in the under construction solar project situated at Nagari Mandal, Andhra Pradesh and owned by Waaneep Solar Private Limited (wholly owned subsidiary) has been released during the year

The Debentures have been fully repaid during the year.

Tranche - II, 15.50% Secured, Listed, Rated, Redeemable 550 Nos of Non-Convertible Debentures of face value Rs.1 million each aggregating to Rs.550 million (PY Rs. 550 millions), are secured by way of:

- (i) First ranking pledge of over 95.46% shares of Waaree Energies Limited held by the Promoters and Promoters Group
- (ii) First ranking pledge of over 49% shares held in Waaneep Solar Private Limited (wholly owned subsidiary) of Waaree Energies Limited along with its Nominees has been released during the year
- (iii) First ranking exclusive charge on the Designated Escrow Account and its sub-accounts, if any
- (iv) First ranking exclusive charge on the permitted investments in Debt Service Reserve Account (DSRA)
- (v) Residual charge on all the fixed and current assets .
- (vi) Joint and several personal guarantee provided by two directors

The Debentures are redeemable in 7 quarterly installments starting May 1, 2019.

Further during the year Company has issued 13.50% Secured, Unlisted, Unrated, Redeemable 500 Nos of Non-Convertible Debentures of face value Rs.1 million each aggregating to Rs.500 million on private placement basis on September, 2018 and same has been fully redeemed during January, 2019 along with interest.

Hire Purchase Loans (Secured)

Hire purchase Loan from Banks amounting to Rs. 7.51 millions (PY Rs. 4.58 millions) which is secured by hypothecation of Vehicle financed. The said loan is repayable monthly in 36 to 60 equal instalments @ interest rate of 9.10 % p.a to 9.66 % p.a.

Term Loan from others includes (Secured)

Loan from Indian Renewable Energy Development Agency Limited (IREDA) amounting to Rs.514.65 million (PY Rs.218.20 millions). The loan has to be repaid in 20 quarterly instalments starting from September 30, 2019 and carries interest rate of 10.80% per annum. The loan is primarily secured by hypothecation of all Movable Assets of 1 GW Solar PV Module Manufacturing plant at Village-Tumb, Tal-Umbergaon, Dist-Valsad, Gujarat and second charge on existing movable and immovable assets of the company. The loan is also collaterally secured by fixed deposit of Rs.78.00 million(Rs.39.00 million till 31st March, 2018) and personal guarantee by one of the Director and his relative.



WAAREE ENERGIES LIMITED
Accompanying notes to the financial statements for the Year Ended March 31, 2019

(₹ in Millions)

Note 19 : Other financial liabilities

Particulars	As at March 31, 2019	As at March 31, 2018
Financial guarantee contracts	-	61.32
Less :- Current portion of financial guarantee contracts	-	(10.59)
	-	50.73

Note 20 : Long-term provisions

Particulars	As at March 31, 2019	As at March 31, 2018
Provision for warranty	153.91	137.24
Provision for employee benefits:		
Leave entitlement	22.30	15.33
	176.21	152.57

In pursuance of Accounting Standard- Ind AS 37 'Provisions, Contingent Liabilities and Assets', the provisions required have been incorporated in the books of accounts in the following manner

Particulars	As at March 31, 2019	As at March 31, 2018
Opening Balance	137.24	111.87
Additions during the year	65.18	40.34
Less: Utilisation during the year	(48.51)	(14.97)
Closing Balance	153.91	137.24

The provision for warranty represents the expected outflow of resources against claims for performance shortfall expected in future over the life of the guarantee assured.

Note 21 : Tax Expense

(a) Amounts recognised in Statement of Profit and Loss

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Current tax expense (A)		
Current year	169.89	168.22
Short/(Excess) provision of earlier years (B)		
Tax for earlier years	0.56	11.04
Deferred tax expense (C)		
Origination and reversal of temporary differences	45.54	(9.35)
Tax expense recognised in the income statement (A+B+C)	215.99	169.91

(b) Amounts recognised in other comprehensive income

Particulars	Year Ended March 31, 2019			Year Ended March 31, 2018		
	Before tax	Tax (expense)/ benefit	Net of tax	Before tax	Tax (expense)/ benefit	Net of tax
Items that will not be reclassified to profit or loss						
Remeasurement of the net defined benefit liability / asset, net	(4.02)	1.41	(2.62)	(1.02)	0.35	(0.67)
Fair value changes on derivatives designated as cashflow hedge	(2.47)	0.86	(1.61)	-	-	-
	(6.49)	2.27	(4.23)	(1.02)	0.35	(0.67)



WAAREE ENERGIES LIMITED
Accompanying notes to the financial statements for the Year Ended March 31, 2019

(₹ in Millions)

(c) Reconciliation of effective tax rate

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Profit before tax	595.71	422.90
Tax using the Company's domestic tax rate 34.944% (PY 34.608%)	208.17	146.36
Tax effect of :		
Tax effect on non-deductible expenses	(84.26)	10.86
Tax effect of Other Income	(3.48)	15.45
Others	94.99	(13.80)
Adjustments recognised in current year in relation to the current tax of prior years	0.56	11.04
Tax expense as per Statement of Profit & Loss	215.99	169.91
Effective tax rate	36.258%	40.178%

(d) Deferred tax assets(net)

Particulars	As at March 31, 2019	As at March 31, 2018
Deferred tax liabilities (Net)		
Property, Plant and Equipments	33.84	-
Notional Guarantee income	-	7.33
Expenditure allowed in income tax over expenditure debited to Profit and Loss Account.	5.82	12.29
Deferred tax asset	39.66	19.62
Property, Plant and Equipments	-	17.65
Provision for doubtful debts/ advances	0.54	11.68
Provision for expected credit loss	13.80	13.16
Provision for Discount on Issue of Debentures	-	2.28
Provision for employee benefits	8.44	5.78
Deferred tax liabilities (Net)	22.78	50.55
	16.88	(30.93)

Note 22 : Other non-current liabilities

Particulars	As at March 31, 2019	As at March 31, 2018
Deposits from dealer, franchisee etc.,	2.40	25.10

Note 23 : Borrowings

Particulars	As at March 31, 2019	As at March 31, 2018
Loans repayable on demand		
Secured		
From Banks:-		
Cash credit facility	-	252.08
Buyers credit	-	103.59
	-	355.67

Secured loans

Loan from Banks includes Cash credit facility and Buyers credit from State Bank of India amounting to Rs.Nil millions (PY Rs.252.08 millions) and Rs. Nil millions (PY Rs 103.59 millions) respectively are secured against:

- i) hypothecation of the entire current assets of the Company.
- ii) and collaterally secured by mortgage of factory land & building & hypothecation of plant & machinery of the Company.

The said facility is also secured by mortgage of personal property of relative of directors and personal guarantee of two directors of the Company. Cash credit facility carries interest rate of 12.90% (Base Rate of 8.15 % + 4.75 %).



WAAREE ENERGIES LIMITED
Accompanying notes to the financial statements for the Year Ended March 31, 2019

(₹ in Millions)

Note 24 : Trade payables

Particulars	As at March 31, 2019	As at March 31, 2018
Total outstanding dues of micro enterprises and small enterprises	6.05	1.93
Total outstanding dues of creditors other than micro enterprises and small enterprises	3,071.78	2,339.18
	3,077.83	2,341.11

Note : The information regarding Micro Small and Medium Enterprises has been determined on the basis of information available with the Company .

Particulars	As at March 31, 2019	As at March 31, 2018
The principal amount remaining unpaid to any supplier as at the end of accounting year;	6.05	1.93
The interest due and remaining unpaid to any supplier as at the end of accounting year;	-	-
The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed date during each accounting year;	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed date during the year) but without adding the interest specified under the MSMED Act, 2006;	-	-
The amount of interest accrued and remaining unpaid at the end of accounting year; and	-	-
The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act, 2006.	-	-

Interest paid / payable by the Company on the aforesaid principal amount has been waived by the concerned supplier.

Note 25 : Other financial liabilities

Particulars	As at March 31, 2019	As at March 31, 2018
Current maturities of long term debt	396.54	227.96
Current maturities of financial guarantee obligations	-	10.59
Interest accrued but not due on borrowings	14.36	25.37
Payables for capital goods	7.01	35.47
Other Payables	167.50	-
	585.41	299.39

Note 26 : Provisions

Particulars	As at March 31, 2019	As at March 31, 2018
Provision for employee benefits:		
Leave entitlement	1.85	1.38
Others:		
Provision for taxation (net of advance tax)	35.07	57.81
	36.92	59.19

Note 27 : Other current liabilities

Particulars	As at March 31, 2019	As at March 31, 2018
Advances from customers	624.66	219.95
Statutory dues payable	24.76	17.01
Deposits from dealer, franchisee etc.,	67.73	41.75
	717.15	278.71



WAAREE ENERGIES LIMITED
Accompanying notes to the financial statements for the Year Ended March 31, 2019

(₹ in Millions)

Note 28 : Revenue from operations

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Sale of products and services		
Sale of Solar Power Products #	15,919.43	12,681.88
Sale of Services	69.35	69.37
Generation of Electricity from Renewal Sources	1.49	2.58
Other Operating revenue		
Sale of scrap	21.25	11.33
Franchisee Fees	34.19	7.41
	16,045.71	12,772.59

The above includes revenue from EPC contracts of Rs. 4,920.07 Millions (PY Rs. 2,739.37 Millions). (Refer Note 44)

Note 29 : Other income

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Interest Income	111.19	25.91
Interest received on financial assets carried at amortised cost	6.87	6.00
Notional income from Corporate Guarantee in favor of subsidiaries and other companies	10.59	10.59
Profit on sale of current investment	0.20	-
Profit on foreign exchange fluctuation (net)	24.07	29.00
Profit on sale of property, plant and equipment	0.87	-
Miscellaneous receipts	23.13	18.19
	176.92	89.69

Note 30 : Cost of materials consumed

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Raw Materials		
Opening Stocks	552.82	465.25
Add: Purchases	11,497.70	8,402.49
Less: Closing Stocks	(647.77)	(552.82)
	11,402.75	8,314.92

Note 31 : Purchases of stock-in-trade

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Purchases	1,254.61	2,518.46
	1,254.61	2,518.46

Note 32 : Changes in inventories of finished goods (incl. stock-in-trade) and work-in-progress

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
<u>Opening Inventory</u>		
Traded Goods	165.82	31.38
Finished Goods	215.02	63.50
Work-In-Progress	24.18	28.94
	405.02	123.82
<u>Closing Inventory</u>		
Traded Goods	168.50	165.82
Finished Goods	106.81	215.02
Work-In-Progress	72.53	24.18
	347.84	405.02
	57.18	(281.20)



WAAREE ENERGIES LIMITED
Accompanying notes to the financial statements for the Year Ended March 31, 2019

(₹ in Millions)

Note 33 : Other manufacturing and EPC project expenses

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Stores & Spares Consumption	26.55	20.21
Clearing & Forwarding Charges	41.05	41.52
Factory Rent Expenses	40.07	8.94
Electricity Charges	97.40	50.70
Labour Charges	216.64	129.99
Job Work Charges	5.97	28.65
Repairs & Maintenance:-		
Repairs to Machinery	6.10	5.72
Repairs to Building	0.42	2.16
EPC Project Expenses	260.83	285.73
	695.03	573.62

Note 34 : Employee benefits expense

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Salaries and incentives	386.75	292.94
Directors Remuneration	39.95	34.95
Contribution to PF & Other Funds	13.43	10.27
Staff Welfare expenses	15.84	15.14
	455.97	353.30

Note 35 : Sales, administration, and other expenses

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Rent	27.65	28.25
Amortisation of deferred portion of financial asset carried at amortized cost	4.99	4.00
Insurance	9.06	8.80
Rates and taxes	0.70	2.96
Legal and professional	61.99	20.02
Auditors remuneration	5.25	1.94
Travelling & conveyance	57.07	42.52
Warranty	65.18	40.34
Business promotion expenses	270.58	61.41
Commission	117.65	20.07
Packing materials expenses	147.04	124.63
Transportation freight & handling charges	339.92	226.84
Provision for doubtful debts	-	29.08
Bad Debts (Net reversal of provision for doubtful debts of Rs.29.08 Million)	64.57	-
Provision for expected credit loss	1.46	9.28
Loss on sale of property, plant and equipment	-	0.11
Corporate social responsibility expense	8.97	6.87
Miscellaneous expenses	94.28	92.62
	1,276.36	719.74

Payment to Auditors :-

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Audit fees	2.39	1.80
Tax Matters	2.81	0.11
Other services	0.05	0.04
	5.25	1.95

Note 36 : Finance costs

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Interest expense	279.92	116.81
Other borrowing costs	29.92	48.65
	309.84	165.46



WAAREE ENERGIES LIMITED
Accompanying notes to the financial statements for the Year Ended March 31, 2019

(₹ in Millions)

Note 37 : Depreciation and amortization expense

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Depreciation on property, plant and equipment	184.24	71.91
Amortisation on intangible assets	2.74	3.15
	186.98	75.06

Note 38 : Exceptional items

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Exceptional Items	11.80	-
	11.80	-

During the year Company has disposed off its investments in the wholly owned subsidiary Waaneep Solar Private Limited. The profit on sale amounting to Rs.11.80 millions has been disclosed as exceptional item.

Note 39 : Earnings per equity share:

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Basic / Dilutive Earnings per Share		
Profit/(Loss) attributable to Equity shareholders	379.72	252.99
Weighted average number of equity shares	197.14	197.14
Basic Earnings Per Share	1.93	1.28
Face value per Share	10.00	10.00

Note 40 : Contingent liabilities, contingent assets and capital commitments

a) Contingent liabilities

Particulars	As at March 31, 2019	As at March 31, 2018
Contingent liabilities not provided for:		
Claims against the Company not acknowledged as debts	54.11	34.21
Disputed Statutory Liability	117.36	156.76
Guarantee given by Bank on behalf of the Company	810.52	191.39
Guarantee given by Company on behalf of the subsidiary company	-	1,820.27
Guarantee given by Company to others	554.39	70.00
Letter of Credit Outstanding	126.21	92.68
Inland/Export Bill Discounting	1,506.20	1,098.90
TOTAL	3,168.79	3,464.20

b) Contingent assets

During the year company has entered into Share Purchase Agreement and its amendment for sale of the investment in its wholly owned subsidiary "Waaneep Solar Private Limited". As per terms of the agreement Rs. 420.57 millions is withheld by the buyers which will be remitted on closure of pending litigations and obligations in such subsidiary. The company has recognized Rs. 158.00 million during the year on the basis of certainty and balance amount of Rs. 262.57 million will be recognized as income on successful closure of such litigations and obligations which are contingent in nature.

c) Capital commitments

Particulars	As at March 31, 2019	As at March 31, 2018
Estimated amount of contracts remaining to be executed on Capital Account (Net of Advance)	32.25	412.97
TOTAL	32.25	412.97



WAAREE ENERGIES LIMITED
Notes to financial statements for the year ended March 31, 2019

(₹ in Millions)

Note 41: DISCLOSURE PURSUANT TO IND AS - 19-EMPLOYEE BENEFIT EXPENSE

[A] Post Employment Benefit Plans:

Defined Benefit Plans

The Company has the following Defined Benefit Plans

Gratuity: In accordance with the applicable laws, the Company provides for gratuity, a defined benefit retirement plan ("The Gratuity Plan") covering eligible employees. The Gratuity Plan provides for a lump sum payment to vested employees on retirement (subject to completion of five years of continuous employment), death, incapacitation or termination of employment that are based on last drawn salary and tenure of employment. Liabilities with regard to the Gratuity Plan are determined by actuarial valuation on the reporting date and the Company makes contribution to the gratuity fund administered by life insurance Companies under their respective Group Gratuity Schemes.

The disclosure in respect of the defined Gratuity Plan are given below:

Particulars	Defined Benefit Plans	
	As at March 31, 2019	As at March 31, 2018
Present value of funded obligations	18.26	14.54
Fair Value of Plan Assets	19.83	16.01
Net (Asset)/Liability recognised	(1.57)	(1.47)

Movements in plan assets and plan liabilities

As at March 31, 2018

Particulars	Present value of obligations	Fair Value of plan assets
Present value of obligation as at the beginning of the year:	9.90	11.26
Transfer in/(out) obligation	1.67	-
Current service cost	2.82	-
Past service cost	1.72	-
Interest Cost/(Income)	0.69	0.89
Return on plan assets excluding amounts included in net finance income	-	(0.18)
Actuarial (gain)/loss arising from changes in financial assumptions	(0.57)	-
Actuarial (gain)/loss arising from experience adjustments	(1.00)	-
Employer contributions	-	4.74
Benefit payments	(0.70)	(0.70)
Total	14.54	16.01

As at March 31, 2019

Particulars	Present value of obligations	Fair Value of plan assets
Present value of obligation as at the beginning of the year:	14.54	16.01
Transfer in/(out) obligation	-	-
Current service cost	4.81	-
Past service cost	-	-
Interest Cost/(Income)	1.04	1.34
Return on plan assets excluding amounts included in net finance income/cost	-	(0.37)
Actuarial (gain)/loss arising from changes in financial assumptions	(0.31)	-
Actuarial (gain)/loss arising from experience adjustments	(0.28)	-
Employer contributions	-	4.39
Benefit payments	(1.53)	(1.53)
Total	18.26	19.83

Statement of Profit and Loss

Expenses recognised in the Statement of Profit and Loss

Employee benefit expenses :	Year Ended March 31, 2019	Year Ended March 31, 2018
Current Service cost	4.81	2.82
Interest cost/ (Income)	(0.29)	(0.20)
Expected return on plan assets	-	1.72
Total amount recognised in Statement of P&L	4.52	4.34



WAAREE ENERGIES LIMITED
Notes to financial statements for the year ended March 31, 2019
(₹ in Millions)

Note 41: DISCLOSURE PURSUANT TO IND AS - 19-EMPLOYEE BENEFIT EXPENSE

Remeasurement (gains)/ losses recognised in OCI

Remeasurement of the net defined benefit liability :	Year Ended March 31, 2019	Year Ended March 31, 2018
Return on plan assets excluding amounts included in net finance income/(cost)	0.37	0.18
Change in Financial Assumptions	(0.31)	(0.57)
Experience gains/(losses)	(0.28)	(1.00)
Total amount recognised in Other Comprehensive Income	(0.22)	(1.38)

Investment pattern for Fund as on

Category of Asset	As at March 31, 2019	As at March 31, 2018
Government of India Securities	0%	0%
State Government Securities	0%	0%
High quality corporate bonds	0%	0%
Equity shares of listed companies	0%	0%
Property	0%	0%
Special Deposit Scheme	0%	0%
Policy of insurance	100%	100%
Bank Balance	0%	0%
Other Investments	0%	0%
Total	100%	100%

Assumptions

With the objective of presenting the plan assets and plan liabilities of the defined benefits plans at their fair value on the balance sheet, assumptions under Ind AS 19 are set by reference to market conditions at the valuation date.

The significant actuarial assumptions were as follows:

Financial Assumptions	As at March 31, 2019	As at March 31, 2018
Discount rate	7.75%	7.60%
Salary escalation rate	6.00%	6.00%
Withdrawal Rates	5% at younger ages reducing to 1% at older ages	5% at younger ages reducing to 1% at older ages
Normal retirement age (in years)	58	58
Mortality rate	Indian assured lives mortality (2006-08) ultimate	Indian assured lives mortality (2006-08) ultimate

Sensitivity

The sensitivity of the overall plan liabilities to changes in the weighted key assumptions are:

Particulars	As at March 31, 2019	As at March 31, 2018
	Increase/Decrease in liability	Increase/Decrease in liability
<u>Discount rate varied by 0.5%</u>		
0.50%	17.27	13.78
-0.50%	19.34	15.36
<u>Salary growth rate varied by 0.5%</u>		
0.50%	19.13	15.23
-0.50%	17.42	13.87
<u>Withdrawal rate (W.R.) varied by 10%</u>		
W.R.* 110%	18.38	14.61
W.R.* 90%	18.13	14.46



WAAREE ENERGIES LIMITED
Notes to financial statements for the year ended March 31, 2019

(₹ in Millions)

Note 41: DISCLOSURE PURSUANT TO IND AS - 19-EMPLOYEE BENEFIT EXPENSE

The sensitivity analyses above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant. When calculating the sensitivity to the assumption, the same method used to calculate the liability recognised in the balance sheet has been applied. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared with the previous period.

The expected future cash flows as at 31st March 2019 & as at 31st March 2018 were as follows:

Expected contribution	As at March 31, 2019	As at March 31, 2018
Projected benefits payable in future years from the date of reporting		
1st following year	0.53	1.68
2nd following year	0.62	0.45
3rd following year	0.79	0.57
4th following year	0.79	0.58
5th following year	1.99	1.57
Years 6 to 10	8.38	6.76

[B] Other Long term employee benefits

Leave Encashment:

Particulars	Defined Benefit Plans	
	As at March 31, 2019	As at March 31, 2018
Present value of unfunded obligations	24.16	16.71
Net (Asset)/Liability recognised	24.16	16.71

Reconciliation of balances of Defined Benefit Obligations.

Particulars	Leave Encashment - Unfunded	
	As at March 31, 2019	As at March 31, 2018
Defined Obligations at the beginning of the year	16.71	6.22
Transfer in/(out) obligation	-	2.02
Current Service Cost	15.10	10.68
Interest Cost	1.22	0.44
Actuarial loss/(gain) due to change in financial assumptions	(0.32)	(0.53)
Actuarial loss/(gain) due to change in demographic assumptions	1.08	-
Actuarial loss/ (gain) due to experience adjustments	(4.58)	0.89
Benefits paid	(5.06)	(3.00)
Defined Obligations at the end of the year	24.16	16.71

Amount recognised in Statement of Profit and Loss

Expenses recognised in the Statement of Profit and Loss :-

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Current Service Cost	15.10	10.68
Net Interest Cost	1.22	0.44
Net value of remeasurements on the obligation and plan assets	(3.81)	0.36
Total amount recognised in Statement of P&L	12.51	11.47

Remeasurement (gains)/ losses recognised in OCI

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Due to change in demographic assumptions	1.08	-
Change in Financial Assumptions	(0.32)	(0.53)
Experience gains/(losses)	(4.58)	0.89
Total amount recognised in Other Comprehensive Income	(3.81)	0.36



WAAREE ENERGIES LIMITED
 Notes to financial statements for the year ended March 31, 2019

(₹ In Millions)

Note 41: DISCLOSURE PURSUANT TO IND AS - 19-EMPLOYEE BENEFIT EXPENSE

Major Actuarial Assumptions

Particulars	As at March 31, 2019	As at March 31, 2018
Discount Rate (%)	7.75%	7.60%
Salary Escalation/ Inflation (%)	6.00%	6.00%
Withdrawal Rates	5% at younger ages reducing to 1% at older ages	5% at younger ages reducing to 1% at older ages
Leave Availment Rate	3.00%	2.00%
Leave Encashment Rate	0.00%	0.00%

The expected future cash flows as at March 31, 2019 & as at March 31, 2018 were as follows:

Expected contribution	As at March 31, 2019	As at March 31, 2018
Projected benefits payable in future years from the date of reporting		
1st following year	1.85	1.38
2nd following year	1.89	1.08
3rd following year	1.90	1.15
4th following year	1.81	1.06
5th following year	3.22	2.45
Years 6 to 10	12.17	9.23

Sensitivity

The sensitivity of the overall plan liabilities to changes in the weighted key assumptions are:

Particulars	As at March 31, 2019	As at March 31, 2018
	Increase/Decrease in liability	Increase/Decrease in liability
Discount rate varied by 0.5%		
0.50%	23.15	16.00
-0.50%	25.24	17.47
Salary growth rate varied by 0.5%		
0.50%	25.25	17.48
-0.50%	23.13	15.99
Withdrawal rate (W.R.) varied by 10%		
W.R.* 110%	24.17	16.73
W.R.* 90%	24.14	16.69

The sensitivity analyses above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period and may not be representative of the actual change. It is based on a change in the key assumption while holding all other assumptions constant. When calculating the sensitivity to the assumption, the same method used to calculate the liability recognised in the balance sheet has been applied. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared with the previous period.

[C] Current/ non-current classification

Particulars	As at March 31, 2019	As at March 31, 2018
Gratuity		
Current	(1.57)	(1.68)
Non-current	-	0.21
	(1.57)	(1.47)
Leave entitlement (including sick leave)		
Current	1.85	1.38
Non-current	22.30	15.33
	24.16	16.71



WAAREE ENERGIES LIMITED
Notes to financial statements for the year ended March 31, 2019

Note 42 : Segment Reporting

(i) Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker ("CODM") of the Company. The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Chief Finance Officer of the Company. The Company operates only in one Business Segment i.e. "Manufacturing & Trading of Solar Photovoltaic Modules", hence does not have any reportable Segments as per Ind AS 108 "Operating Segments".

(ii) Revenue from external customer outside India and assets located outside India are not disclosed separately as the internal monitoring is not done as per the CODM of the Company

(iii) Further, the Company has total revenue of more than 10% from two of its customers. Revenue from customer one is Rs.2,696.93 Millions and second customer is Rs.2,036.61 Millions.

Note 43 : DISCLOSURE PURSUANT TO IND AS - 24 "RELATED PARTY DISCLOSURES"

a. List of related parties

i) Key Managerial Persons

Mr. Hitesh Doshi	Chairman and Managing Director
Mr. Viren Doshi	Whole time Director
Mr. Hitesh Mehta	Whole time Director / CFO
Mrs. Binita Doshi	Non Executive Director
Mr. Samir Shah	Non Executive Director
Mr. Modesto Volpe	Non Executive Director
Mr. Jayesh Shah	Independent Director
Mr. Rajender Malla (from January 16, 2019)	Additional Director
Mr. Riazul Hasan Naqvi (Upto February 9, 2018)	Independent Director
Ms. Gayatri Borkar (Upto May 3, 2018)	Company Secretary
Mr. Kiran Jain (from May 30, 2018)	Company Secretary

ii) Relative of Directors

Mr. Chimanlal Doshi
Ms. Rasila Doshi
Mr. Pujan P. Doshi
Mr. Ankit H. Doshi (Upto October 31, 2017)
Mr. Manish Mehta (Upto June 30, 2018)

iii) Subsidiary

Blue Rays Solar Private Limited
Saswata Solar LLP
WaaNeep Solar Private Limited (Upto December, 31 2018)
Waaree Solar Energy Private Limited
Rasila International Pte. Ltd.
WaaCox Energy Private Limited (Upto November 17, 2017)
Waaneep Solar One Private Limited (from June, 20 2018)

iv) Associate firm

Shalibhadra Energies Private Limited
Waasang Solar Private Limited (from July, 18 2018)
Waasang Solar One Private Limited (from August 30, 2018)

v) Co Venture

North Eastern Electric Power Corporation Limited (Upto December 11, 2017)



WAAREE ENERGIES LIMITED

Notes to financial statements for the year ended March 31, 2019

- vi) Enterprises owned or significantly influenced by Key Management Personnel and / or their Relatives**
- Mahavir Thermoquip
 Cesare Bonetti India Private Limited
 Waaree PV Technologies Private Limited
 Patan Solar Private Limited
 Waaree MM Petrotech Private Limited
 Dhaata Solar LLP
 Omntec Waaree ATG Private Limited
 Sattva Investment Advisors Private Limited
 Waaree Solar Thermal LLP
 Dhumketu Solar LLP
 Sunmount Engineering LLP
 Greentech Power Private Limited
 Waa Mall LLP
 Sangam Renewables Limited (Formerly Sangam Advisors Limited)
 Sterling & Wilson-Waaree Pvt Ltd
 8M Solar Fund Private Ltd.
 Jain Education and Empowerment Trust (JEET)
 Shri Chimanlal Tribhuvandas Doshi Charitable Trust

b. Transactions with Related Parties :

Name of Party	Nature of Transaction	Year Ended March 31, 2019	(₹ in Millions) Year Ended March 31, 2018
Mr. Hitesh Doshi	Remuneration	12.75	12.75
Mr. Viren Doshi	Remuneration	10.20	10.20
Mr. Hitesh Mehta	Remuneration	17.00	12.00
Mr. Jayesh Shah	Director's sitting fees	0.40	0.40
Mr. Samir Shah	Director's sitting fees	0.35	0.35
Mr. Riazul Hasan Naqvi	Director's sitting fees	-	0.05
Mr. Rajender Malla	Director's sitting fees	0.05	-
Ms. Gayatri Borkar	Salary	0.10	1.21
Mr. Kiran Jain	Salary	0.93	-
Mr. Chimanlal Doshi	Rent paid	13.20	13.20
Ms. Rasila Doshi	Rent paid	6.60	6.60
Mr. Pujan Doshi	Salary	0.50	0.48
Mr. Ankit Doshi	Salary	-	0.15
Mr. Manish Mehta	Salary	0.41	0.22
Blue Rays Solar Private Limited	Loan Granted	-	465.90
	Loan Received back	173.10	233.55
Saswata Solar LLP	Share of Profit / (Loss) on Capital	0.02	0.13
	Loan Granted	249.88	31.90
	Loan Received back	50.22	31.90
	Loan Taken	-	21.53
	Loan Repaid	-	21.53
	Interest Income	8.58	0.17
	Sales	701.25	93.02
	Services	22.86	45.22
	Investment in shares	-	0.48
Waaree Solar Energy Private Limited	Loan Granted	105.12	-
	Loan Received back	105.23	1.24
	Interest Income	6.35	0.12
	Sales Return	25.26	-
	Sales	-	25.26
Rasila International Pte. Ltd.	Loan Granted	0.29	5.60
	Loan Received back	5.87	-
	Interest Income	-	0.82
Waaco Energy Private Limited	Sales	124.30	-



WAAREE ENERGIES LIMITED
 Notes to financial statements for the year ended March 31, 2019

b. Transactions with Related Parties :

Name of Party	Nature of Transaction	Year Ended March 31, 2019	Year Ended March 31, 2018 (₹ in Millions)
Waaneep Solar One Private Limited	Investment in shares	0.10	-
	Loan Granted	0.55	-
	Interest Income	0.04	-
Shalibhadra Energies Private Limited	Investment in shares	0.03	0.03
	Purchases	1.20	2.65
Waasang Solar Private Limited	Investment in shares	0.03	-
	Loan Granted	7.00	-
	Interest Income	0.25	-
Waasang Solar One Private Limited	Investment in shares	0.05	-
North Eastern Electric Power Corporation Limited	Purchase of Investments	-	838.75
Mahavir Thermoquip	Purchases	6.34	0.53
	Sales	0.01	-
Cesare Bonetti India Private Limited	Loan Taken	4.52	-
	Loan Repaid	4.52	1.50
	Loan Granted	235.63	46.87
	Loan Received back	151.98	46.87
Waaree PV Technologies Private Limited	Other Receivables Received back	-	505.28
	Interest Income	4.54	1.32
	Capital Purchases	-	6.01
	Purchases	178.97	-
	Capital Sales	6.79	-
	Sales	112.77	-
Patton Solar Private Limited	Purchases	-	14.90
Waaree MM Petrotech Private Limited	Purchases	-	78.63
Dhata Solar LLP	Sundry Balance written off	-	0.03
Omntec Waaree ATG Private Limited	Sundry Balance written off	-	0.04
Sattva Investment Advisors Private Limited	Purchases	87.60	-
Waaree Solar Thermal LLP	Professional Fees	2.50	2.50
	Loan Granted	-	1.68
	Loan Received back	0.08	1.60
Dhumketu Solar LLP	Interest Income	-	0.09
	Loan Received back	-	1.50
Sunmount Engineering LLP	Interest Income	-	0.06
	Loan Granted	15.53	202.81
	Loan Received back	24.00	131.85
	Loan Taken	-	56.88
	Loan Repaid	-	56.88
	Interest Income	10.36	3.76
Greentech Power Private Limited	Purchases	5.06	1.46
	Loan Repaid	-	20.00
Waa Mall LLP	Purchases	1.50	75.12
	Sales	10.60	-
Sangam Renewables Limited	Loan Granted	88.66	-
	Loan Received back	64.03	-
	Interest Income	1.24	-
	Sale of Investment	-	0.10
	Capital Purchases	0.16	-
	Project Expenses	44.67	12.04
	Sales	-	35.05
Sterling & Wilson-Waaree Pvt Ltd	Services	0.18	-
	Sales	1.25	230.14
8M Solar Fund Private Ltd.	Sales	83.54	31.18
	Sales Return	10.76	-
	Services	0.13	-
Jain Education and Empowerment Trust (JEET)	Corporate Social Responsibility Expense	3.91	4.35



WAAREE ENERGIES LIMITED
Notes to financial statements for the year ended March 31, 2019

c. Balance Outstanding of Related Parties :

Name of Party	Receivable / Payable	As at March 31, 2019	As at March 31, 2018
Mr. Hitesh Doshi	Salary and Reimbursements Payable	-	0.90
Mr. Viren Doshi	Salary and Reimbursements Payable	0.12	0.74
Mr. Hitesh Mehta	Salary and Reimbursements Payable	0.62	-
Ms. Gayatri Borkar	Salary and Reimbursements Payable	-	0.09
Mr. Kiran Jain	Salary and Reimbursements Payable	0.09	-
Mr. Chimanlal Doshi	Security Deposits	13.00	13.00
Ms. Rasila Doshi	Security Deposits	6.00	6.00
Mr. Pujan Doshi	Salary and Reimbursements Payable	0.05	0.04
Blue Rays Solar Private Limited	Loan Receivables	278.19	451.29
Saswata Solar LLP	Investment	738.19	738.21
WaaNeep Solar Private Limited	Investment	-	2,068.75
	Trade Receivables	-	267.10
	Loan Receivables	5.61	-
Waaree Solar Energy Private Limited	Advance to Suppliers	-	0.11
	Trade Receivables	-	26.53
Rasila International Pte. Ltd.	Loan Receivables	3.46	9.04
	Advance to Suppliers	-	0.02
Waaco Energy Private Limited	Advances from customers	418.33	-
Waaneep Solar One Private Limited	Investment	0.10	-
	Loan Receivables	0.59	-
Shalibhadra Energies Private Limited	Trade Payables	0.27	1.76
Waasang Solar Private Limited	Investment	0.03	-
	Loan Receivables	7.23	-
Waasang Solar One Private Limited	Investment	0.05	-
Mahavir Thermoequip	Trade Payables	0.69	-
	Trade Receivables	-	2.58
	Trade Receivables	114.24	-
Cesare Bonetti India Private Limited	Capital Receivables	6.79	-
	Trade Payables	-	5.66
	Loan Receivables	87.73	-
	Advance to Suppliers	-	0.85
Waaree PV Technologies Private Limited	Trade Payables	3.11	3.31
	Trade Receivables	0.19	3.12
Waaree Solar Thermal LLP	Advance to Suppliers	0.15	-
	Loan Receivables	-	0.08
Dhumketu Solar LLP	Advance to Suppliers	-	0.06
Sunmount Engineering LLP	Loan Receivables	83.19	82.33
Greentech Power Private Limited	Trade Receivables	0.48	0.48
Waa Mall LLP	Trade Payables	-	30.48
	Loan Receivables	25.75	-
Sangam Renewables Limited	Trade Receivables	3.06	13.72
	Trade Payables	28.83	3.10
8M Solar Fund Private Ltd.	Trade Receivables	69.74	32.74
Shri Chimanlal Tribhuvandas Doshi Charitable Trust	Trade Payables	1.32	1.32



WAAREE ENERGIES LIMITED
Notes to financial statements for the year ended March 31, 2019

(₹ in Millions)

Note 44 : Disclosure regarding income from Engineering, Procurement and Construction Contracts

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
i) The amount of contract revenue recognised as revenue during the year	57.27	1,904.79
ii) The aggregate amount of cost incurred and recognised profits upto the close of the year	51.10	1,664.20
iii) The amount of advances received	0.83	7.08
iv) Amount due from customer	42.14	661.94
v) Amount due to customer	-	-

Note 45 : Operating Lease

Future minimum lease payment under non-cancellable operating leases is as follows:

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Not later than one year	63.02	57.98
Later than one year and not later than five years	217.97	220.13
Later than five years	144.02	172.51
TOTAL	425.01	450.63

Note 46 : Disclosures with regards to section 186 of the Companies Act, 2013

For Investments, refer Note-3

For Corporate guarantees given, refer Note-40

For Loan given:

The Compay has granted Unsecured loan to certain parties for general corporate purpose

Particulars	Year ended March 31, 2019		Year ended March 31, 2018	
	Rate of Interest	Amount	Rate of Interest	Amount
a) Subsidiaries	0 to 12%	287.85	0 to 12%	460.33
b) Others	12%	203.90	Nil	82.42

Note 47 : Corporate Social Responsibility

Particulars	Year Ended March 31, 2019	Year Ended March 31, 2018
Gross amount required to be spend by the company during the year	9.31	9.64
Total	9.31	9.64

Amount spent during the year on :-

Particulars	In Cash		Yet to be paid in cash	
	March 31, 2019	March 31, 2018	March 31, 2019	March 31, 2018
a) Construction / acquisition of any assets	-	1.00	-	-
b) On purpose other than 1 above	8.97	5.87	-	-
Total	8.97	6.87	-	-



WAAREE ENERGIES LIMITED**Notes to Standalone financial statements for the year ended March 31, 2019****Note 48 : Financial instruments – Fair values and risk management****A. Accounting classification and fair values**

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and financial liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

Financial Asset & Liabilities as at March 31, 2019	Non Current	Current	Total	Routed through Profit & Loss			Routed through OCI			Carried at Total Amount
				Level 1	Level 2	Level 3	Total	Level 1	Level 2	
Financial assets										
Investments	959.16	-	959.16	-	-	-	-	-	-	959.16
Trade receivables	126.50	2,151.49	2,277.99	-	-	-	-	-	-	2,277.99
Other Financial assets	107.75	-	107.75	-	-	-	-	-	-	107.75
Security Deposits	31.79	-	31.79	-	-	-	-	-	-	31.79
Other Assets										
Cash and cash equivalents	222.90	222.90	-	-	-	-	-	-	-	222.90
Other bank balances	971.34	971.34	-	-	-	-	-	-	-	971.34
Loans	522.99	522.99	-	-	-	-	-	-	-	522.99
Other financial assets	221.83	221.83	-	-	-	-	-	-	-	221.83
	1,225.21	4,090.55	5,315.76							5,315.76
Financial liabilities										
Borrowings	658.33	-	658.33	-	-	-	-	-	-	658.33
Other financial liabilities	585.41	585.41	-	-	-	-	-	-	-	585.41
Trade payables	-	3,077.82	3,077.82	-	-	-	-	-	-	3,077.82
	658.33	3,663.24	4,321.57							4,321.57



WAAREE ENERGIES LIMITED

Notes to Standalone financial statements for the year ended March 31, 2019

Note 48 : Financial instruments – Fair values and risk management

Financial Asset & Liabilities as at March 31, 2018	Non Current	Current	Total	Routed through Profit & Loss			Routed through OCI			Carried at Amortised	Total Amount
				Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	
Financial assets											
Investments	3,110.26	-	3,110.26	-	-	-	-	-	-	-	3,110.26
Trade receivables	147.95	889.73	1,037.68	-	-	-	-	-	-	-	1,037.68
Other Financial assets	73.72	-	73.72	-	-	-	-	-	-	-	73.72
Security Deposits	30.11	-	30.11	-	-	-	-	-	-	-	30.11
Other Assets											
Cash and cash equivalents	-	19.89	19.89	-	-	-	-	-	-	-	19.89
Other bank balances	-	132.62	132.62	-	-	-	-	-	-	-	132.62
Loans	-	542.74	542.74	-	-	-	-	-	-	-	542.74
Other financial assets	-	12.49	12.49	-	-	-	-	-	-	-	12.49
	3,362.04	1,597.47	4,959.51								4,959.52
Financial liabilities											
Borrowings	957.13	355.67	1,312.80	-	-	-	-	-	-	-	1,312.80
Other financial liabilities	50.73	299.39	350.12	-	-	-	-	-	-	-	350.12
Trade payables	-	2,341.10	2,341.10	-	-	-	-	-	-	-	2,341.10
	1,007.85	2,996.16	4,004.01								4,004.01

The Fair Value of the Financial Assets & Liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties other than in a forced or liquidation sale. The management assessed that fair value of cash and cash equivalents, trade payables and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.



WAAREE ENERGIES LIMITED
Notes to financial statements for the year ended March 31, 2019

(₹ in Millions)

Note 48 : Financial instruments – Fair values and risk management (continued)

B. Financial Risk Management

B.i. Risk management framework

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance.

B.ii. Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's trade and other receivables, cash and cash equivalents and other bank balances. The maximum exposure to credit risk in case of all the financial instruments covered below is restricted to their respective carrying amount.

(a) Trade and other receivables from customers

Credit risk in respect of trade and other receivables is managed through credit approvals, establishing credit limits and monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business.

The Company measures the expected credit loss of trade receivables based on historical trend, industry practices and the business environment in which the entity operates. The Company uses a provision matrix to compute the expected credit loss allowance for trade receivables. The provision matrix takes into account available external and internal credit risk factors such as credit ratings from credit rating agencies, financial condition, ageing of accounts receivable and the Company's historical experience for customers.

Ageing of Accounts receivables :

Particulars	As at March 31, 2019	As at March 31, 2018
Not Due	872.63	154.09
0 - 6 months	1,240.02	430.43
6 - 12 months	92.68	453.17
Beyond 12 months	72.66	-
Total	2,277.99	1,037.69

Financial Assets are considered to be of good quality and there is no significant increase in credit risk

The movement of the allowance for lifetime expected credit loss is stated below:

Particulars	As at March 31, 2019	As at March 31, 2018
Opening allowance	38.02	28.74
Add : additional allowance made	1.47	9.28
Less : allowance reversed	-	-
Closing provisions	39.49	38.02

(b) Cash and cash equivalents and Other Bank Balances

The Company held cash and cash equivalents and other bank balances of Rs. 222.90 million at 31st March 2019 (31st March 2018: Rs. 19.90 million). The cash and cash equivalents are held with bank with good credit ratings and financial institution counterparties with good market standing.



WAAREE ENERGIES LIMITED
Notes to financial statements for the year ended March 31, 2019

Note 48 : Financial instruments – Fair values and risk management (continued)

B.iii. Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

Liquidity risk is managed by Company through effective fund management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and other borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted.

Maturity Analysis of Significant Financial Liabilities

(₹ in Millions)

March 31, 2019	Total	On demand	Upto 6 Months	6-12 Months	More than 12 Months
Non-Current Borrowings	658.33	-	-	-	658.33
Borrowings	-	-	-	-	-
Trade payables	-	-	-	-	-
Other financial liabilities	585.41	-	249.30	336.11	-

March 31, 2018	Total	On demand	Upto 6 Months	6-12 Months	More than 12 Months
Non-Current Borrowings	957.13	-	-	-	957.13
Other Non-Current financial liabilities	50.73	-	-	-	50.73
Borrowings	355.67	252.08	103.59	-	-
Trade payables	-	-	-	-	-
Other financial liabilities	288.80	-	62.29	226.51	-

B.jv. Market risk

Market Risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk.



WAAREE ENERGIES LIMITED
Notes to financial statements for the year ended March 31, 2019

(₹ in Millions)

Note 48 : Financial instruments – Fair values and risk management (continued)

B.iv.a Currency risk

The Company is exposed to currency risk on account of its operating and financing activities. The functional currency of the Company is Indian Rupee. Our exposure are mainly denominated in U.S. dollars and European dollars. The Company's business model incorporates assumptions on currency risks and ensures any exposure is covered through the normal business operations. This intent has been achieved in all years presented. The Company has put in place a Financial Risk Management Policy to identify the most effective and efficient ways of managing the currency risks.

Exposure to currency risk

The currency profile of financial assets and financial liabilities as at March 31, 2019 and March 31, 2018 are as below:

31st March, 2019	(₹ in Millions)	EUR	(₹ in Millions)	USD	(₹ in Millions)	RMB
Financial assets						
Trade Receivables	0.53	0.01	292.79	4.23	-	-
Loans	-	-	3.46	0.05	-	-
Cash and cash equivalents	0.00	0.00	0.00	0.00	-	-
Net exposure for assets	0.53	0.01	296.26	4.28	-	-
Financial liabilities						
Trade Payables	2.13	0.03	1,190.06	17.20	9.32	0.90
Net exposure for liabilities	2.13	0.03	1,190.06	17.20	9.32	0.90
Net exposure (Assets - Liabilities)	-1.60	-0.02	-893.81	-12.92	-9.32	-0.90
31st March, 2018	₹ in Millions	EUR	₹ in Millions	USD	₹	RMB
Financial assets						
Trade Receivables	0.55	0.01	47.57	0.73	-	-
Cash and cash equivalents	0.03	0.00	2.41	0.04	-	-
Net exposure for assets	0.58	0.01	49.99	0.77	-	-
Financial liabilities						
Short Term Borrowings	-	-	103.59	1.59	-	-
Trade Payables	3.57	0.04	1,173.92	18.05	-	-
Net exposure for liabilities	3.57	0.04	1,277.51	19.64	-	-
Net exposure (Assets - Liabilities)	(3.00)	(0.04)	(1,227.52)	(18.87)	-	-

Sensitivity analysis

A reasonably possible strengthening / (weakening) of the Indian Rupee against US dollars and European dollars at 31st March would have affected the measurement of financial instruments denominated in US dollars and affected profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases. In cases where the related foreign exchange fluctuation is capitalised to fixed assets or recognised directly in reserves, the impact indicated below may affect the Company's income statement over the remaining life of the related fixed assets or the remaining tenure of the borrowing respectively.



WAAREE ENERGIES LIMITED
Notes to financial statements for the year ended March 31, 2019

(₹ in Millions)

Note 48 : Financial instruments – Fair values and risk management (continued)

Impact of movement on Profit or (loss) and Equity :

Effect in INR (before tax)	Profit or (loss) and Equity	
	Strengthening	Weakening
For the year ended 31st March, 2019		
1% movement		
USD	9.00	(9.00)
EUR	-	-
RMB	-	-
	<u>9.00</u>	<u>(9.00)</u>

Effect in INR (before tax)	Profit or (loss) and Equity	
	Strengthening	Weakening
For the year ended 31st March, 2018		
1% movement		
USD	12.00	(12.00)
EUR	-	-
RMB	-	-
	<u>12.00</u>	<u>(12.00)</u>

Derivative financial instruments

The Company holds derivative financial instruments such as foreign currency forward and option contracts to mitigate the risk of changes in exchange rates on foreign currency exposures. The counter party for this contracts is generally a bank. This derivative financial instruments are valued based on quoted prices for similar assets and liabilities in active markets or inputs that are directly or indirectly observable in the market place.

The details in respect of outstanding foreign currency forward and option contracts are as follows.

Particulars	As at 31-03-2019		As at 31-03-2018	
	USD	INR	USD	INR
Forward contracts	9.00	622.54	-	-
Option Contracts	4.50	311.27	-	-
	13.50	933.81	-	-



WAAREE ENERGIES LIMITED
Notes to financial statements for the year ended March 31, 2019

(₹ in Millions)

Note 48 : Financial instruments – Fair values and risk management (continued)

B.iv.b Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk through the impact of rate changes on interest-bearing liabilities and assets. The Company manages its interest rate risk by monitoring the movements in the market interest rates closely.

Exposure to interest rate risk

Company's interest rate risk arises primarily from borrowings. The interest rate profile of the Company's interest-bearing financial instruments is as follows.

Particulars	As at March 31, 2019	As at March 31, 2018
Total Borrowings	658.33	1,312.80
Total of Variable Rate Financial Liabilities	658.33	1,312.80

Cash flow sensitivity analysis for variable-rate instruments

The sensitivity analysis below have been determined based on the exposure to interest rates for financial instruments at the end of the reporting year and the stipulated change taking place at the beginning of the financial year and held constant throughout the reporting period in the case of instruments that have floating rates. A 50 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates :

INR	Profit or loss	
	50 bp increase	50 bp decrease
31st March 2019		
Variable-rate loan instruments	(3.29)	3.29
Cash flow sensitivity (net)	(3.29)	3.29
31st March 2018		
Variable-rate loan instruments	(6.56)	6.56
Cash flow sensitivity (net)	(6.56)	6.56

B.iv.c Other price risk

The Company invests its surplus funds in various Equity and debt instruments . These comprise of mainly liquid schemes of mutual funds (liquid investments), Equity shares, Debentures and fixed deposits. This investments are susceptible to market price risk, mainly arising from changes in the interest rates or market yields which may impact the return and value of such investments. However due to the very short tenor of the underlying portfolio in the liquid schemes, these do not pose any significant price risk.

Note 49 : Capital Management

The Company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to its shareholders. Management monitors the return on capital as well as the debt equity ratio and make necessary adjustments in the capital structure for the development of the business. The capital structure of the Company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day - to - day needs. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

Particulars	As at March 31, 2019	As at March 31, 2018
Total debts	1,054.87	1,540.76
Total equity	2,612.44	2,228.48
Total debts to equity ratio (Gearing ratio)	0.40	0.69

Note : For the purpose of computing debt to equity ratio, equity includes Equity share capital and Other Equity and Debt includes Long term borrowings, Short term borrowings and current maturities of long term borrowings.



WAAREE ENERGIES LIMITED
Notes to financial statements for the year ended March 31, 2019

(₹ in Millions)

Note 50 : During the year the Income tax authorities carried out search and seizure action u/s. 132 of the Income Tax Act,1961 on the premises of the Company. The Company co-operated with the authorities and has provided necessary details/information as and when asked for by the Tax authorities . The notices for Income Tax assessment pursuant to the search action are yet to be received from the Assessing officer.

Note 51 : Figures of the previous year have been regrouped, reclassified and/or rearranged wherever necessary.

In terms of our report of even date

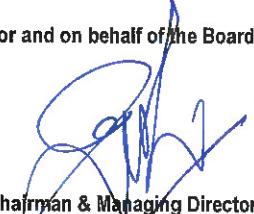
For S G C O & Co. LLP
Chartered Accountants
Firm Registration No. 112081W/W100184


Suresh Murarka
Partner
Mem. No. 44739



Place: Mumbai
Date: 28th May 2019

For and on behalf of the Board


Chairman & Managing Director
(DIN 00293668)


Company Secretary
Place: Mumbai
Date: 28th May 2019


Director & CFO
(DIN 00207506)

